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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

In re:

HIGHLAND CAPITAL MANAGEMENT, L.P.<sup>1</sup>

Debtors.

Chapter 11

Case No. 19-34054 (SGJ)

**Objection Deadline: October 13, 2020 @ 5:00 p.m.**  
**(CT) Hearing Date: Scheduled only if necessary**

**SUMMARY COVER SHEET FOR THE TENTH MONTHLY APPLICATION  
OF SIDLEY AUSTIN LLP FOR ALLOWANCE OF COMPENSATION AND  
REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM  
AUGUST 1, 2020 TO AND INCLUDING AUGUST 31, 2020**

<sup>1</sup> The Debtor's last four digits of its taxpayer identification number are (6725). The headquarters and service address for the above-captioned Debtor is 300 Crescent Court, Suite 700, Dallas, TX 75201.



Name of Applicant:	Sidley Austin LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors of Highland Capital Management, LP
Date of Retention:	October 29, 2019 by Order entered January 9, 2020
Period for which Compensation and Reimbursement is Sought:	August 1, 2020 – August 31, 2020
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$467,533.08 (80% of \$584,416.35)
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$2,448.22

This is a:      ☒ monthly      ☐ interim      ☐ final application.

This is Sidley's ninth monthly fee application.

#### PRIOR MONTHLY APPLICATIONS FILED

		Requested		Approved		Outstanding	
Date Filed; Docket No.	Period Covered	Fees	Expenses	Fees	Expenses	Fees	Expenses
1/10/20; #343	10/29/19- 11/30/19	\$993,818.70	\$10,247.88	\$993,818.70	\$10,247.88	\$0.00	\$0.00
1/31/20; #420	12/1/19- 12/31/19	\$878,331.60	\$30,406.08	\$878,331.60	\$30,406.08	\$0.00	\$0.00
3/4/20; #501	1/1/20- 1/31/20	\$711,364.50	\$12,673.30	\$711,364.50	\$12,673.30	\$0.00	\$0.00
3/20/20; #542	2/1/20- 2/29/20	\$571,444.65	\$2,927.21	\$571,444.65	\$2,927.21	\$0.00	\$0.00
4/20/20; #594	3/1/20- 3/31/20	\$596,045.25	\$14,406.39	\$476,836.20	\$14,406.39	\$119,209.05	\$0.00
5/19/20; #639	4/1/20- 4/30/20	\$548,274.15	\$5,765.07	\$438,619.32	\$5,765.07	\$109,654.83	\$0.00
6/22/20; #767	5/1/20 – 5/31/20	\$429,530.85	\$2,758ct.75	\$343,624.68	\$2,758.75	\$85,906.17	\$0.00

		Requested		Approved		Outstanding	
Date Filed; Docket No.	Period Covered	Fees	Expenses	Fees	Expenses	Fees	Expenses
7/20/20; #877	6/1/20 – 6/30/20	\$617,236.20	\$5,759.29	\$493,788.96	\$5,759.29	\$123,447.24	\$0.00
8/19/20; #969	7/1/20 – 7/31/20	\$663,867.90	\$10,470.96	\$531,094.32	\$10,470.96	\$663,867.90	\$10,470.96

**SUMMARY OF TOTAL FEES AND HOURS  
BY ATTORNEYS AND PARAPROFESSIONALS**

Name	Position Area of Expertise	Year of Admission / Years of Experience	Hourly Billing Rate	Total Hours Billed <sup>2</sup>	Total Compensation
Suresh T. Advani	Partner Tax	1992	\$1,525	3.70	\$5,642.50
Matthew A. Clemente	Partner Restructuring	1998	\$1,275	160.40	\$204,510.00
Bojan Guzina	Partner Restructuring	2002	\$1,275	11.70	\$14,917.50
Paige H. Montgomery	Partner Litigation	2002	\$1,050	51.40	\$53,970.00
Andrew F. O'Neill	Partner Restructuring	2005	\$1,100	17.50	\$19,250.00
Penny R. Reid	Partner Litigation	1989	\$1,325	25.40	\$33,655.00
Dennis M. Twomey	Partner Restructuring	2000	\$1,275	32.60	\$41,565.00
Allison R. Stromberg	Counsel Restructuring	2008	\$975	26.80	\$26,130.00
Mustafa Abdul-Jabbar	Associate Litigation	2016	\$840	9.00	\$7,560.00
Elliot A. Bromagen	Associate Restructuring	2017	\$775	91.00	\$70,525.00
Patrick G. Foley	Associate Litigation	2013	\$955	40.70	\$38,868.50
Trevor M. Grayeb	Associate Restructuring	Pending	\$550	16.50	\$9,075.00
Juliana Hoffman	Associate Restructuring	2017	\$540	8.20	\$5,535.00
Chandler M. Rognes	Associate Litigation	2019	\$675	50.20	\$28,614.00
Alyssa Russell	Associate Restructuring	2015	\$885	84.00	\$74,340.00

<sup>2</sup> Sidley charged the Debtor for only 50% of non-working travel time. Such reductions are reflected in the figures in this column.

<b>Name</b>	<b>Position Area of Expertise</b>	<b>Year of Admission / Years of Experience</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed<sup>2</sup></b>	<b>Total Compensation</b>
Crystal Clark	Paralegal Litigation	11 years	\$390	4.40	\$1,716.00
David J. Lutes	Paralegal Restructuring	34 years	\$460	29.30	\$13,478.00
<b>Total</b>				<b>662.80</b>	<b>\$649,351.50</b>
				<b>10% Discount</b>	<b>\$64,935.15</b>
				<b>Grand Total</b>	<b>\$584,416.35</b>
				<b>Blended Rate</b>	<b>\$881.74</b>

### STATEMENT OF FEES AND EXPENSES BY PROJECT CATEGORY

<b>Task Description</b>	<b>Total Hours</b>	<b>Total Fees</b>
004 – Avoidance Actions	1.90	\$1,681.50
005 – Committee Meetings	48.20	\$44,792.50
006 – Business Operations	13.40	\$16,617.00
007 – Case Administration	58.40	\$59,663.00
008 – Claims Administration and Objections	5.40	\$6,573.00
012 – Fee Applications	31.70	\$16,157.50
014 – Litigation	304.50	\$296,741.00
015 – Plan and Disclosure Statement	187.80	\$191,538.50
016 – Non-Working Travel <sup>3</sup>	0.00	\$0.00
021 - Tax	3.70	\$5,642.50
024 – Creditor Communications	7.80	\$9,945.00
<b>TOTAL</b>	<b>662.80</b>	<b>\$649,351.50</b>

<sup>3</sup> As noted above, Sidley charged the Debtor for only 50% of non-working travel time.

**EXPENSE SUMMARY**

<b>Category</b>	<b>Amount</b>
Copying	\$69.60
Delivery Services/Messenger	\$43.73
Litigation Support Vendors	\$1,289.72
On-line Research Services (Westlaw, Lexis, Pacer and related services)	\$1,045.17
<b>TOTAL:</b>	<b>\$2,448.22</b>

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In re:

HIGHLAND CAPITAL MANAGEMENT, L.P.<sup>1</sup>

Debtors.

Chapter 11

Case No. 19-34054 (SGJ)

**TENTH MONTHLY APPLICATION OF SIDLEY AUSTIN LLP FOR ALLOWANCE  
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD  
FROM AUGUST 1, 2020 TO AND INCLUDING AUGUST 31, 2020**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Northern District of Texas (the “Local Rules”), and the Delaware Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on November 14, 2019 [Docket No. 136] (the “Interim Compensation Procedures Order”), Sidley Austin LLP (“Sidley”), attorneys for the Official Committee of Unsecured Creditors (the “Committee”) in the above-captioned chapter 11 case (the “Chapter 11 Case”), hereby files this tenth monthly application (this “Application”) for (a) interim allowance and payment of compensation for professional services to the Committee during the period from August 1, 2020 to and including August 31, 2020 (the “Fee Period”) in the amount of \$467,533.08, representing 80% of the \$584,416.35 of fees incurred by Sidley for professional services to the Committee during the Fee Period and (b) reimbursement of 100% of the actual and necessary expenses incurred by Sidley

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<sup>1</sup> The Debtor’s last four digits of its taxpayer identification number are (6725). The headquarters and service address for the above-captioned Debtor is 300 Crescent Court, Suite 700, Dallas, TX 75201.

during the Fee Period in connection with such services in the amount of \$2,448.22. In support of this Application, Sidley respectfully represents as follows:

### **BACKGROUND**

1. On October 16, 2019 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Delaware Court”). The Debtor has continued in possession of its properties and has continued to operate and manage its business as a debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On October 29, 2019, the United States Trustee for the District of Delaware (the “U.S. Trustee”) filed its Notice of Appointment of Committee of Unsecured Creditors [Docket No. 65].

3. On November 14, 2019, the Delaware Court signed the Interim Compensation Procedures Order, authorizing certain professionals and members of any official committee (“Professionals”) to submit monthly applications for interim compensation and reimbursement for expenses, pursuant to procedures specified therein. The Interim Compensation Procedures Order provides, among other things, that a Professional may submit monthly fee applications. If no objections are made within twenty-one (21) days after service of the monthly fee application the Debtor is authorized to pay the Professional eighty percent (80%) of the requested fees and one hundred percent (100%) of the requested expenses. Beginning with the period ending December 31, 2019 and at three-month intervals or such other intervals convenient to the Court, each Professional shall file and serve an interim application for allowance of the amounts sought in its monthly fee applications for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

4. On December 4, 2019, the Delaware Court entered an order transferring venue of this case from the District of Delaware to the Northern District of Texas [Docket No. 1084].

5. The Committee retained Sidley as its bankruptcy counsel, *nunc pro tunc*, to October 29, 2019, pursuant to the *Order Authorizing the Retention and Employment of Sidley Austin LLP as Counsel to the Official Committee of Unsecured Creditors, Nunc Pro Tunc to October 29, 2019* [Docket No. 334] (the “Retention Order”). The Retention Order authorizes the Committee to compensate and reimburse Sidley in accordance with the terms and conditions set forth in the Committee’s application to retain Sidley, subject to Sidley’s application to the Court.

#### **SUMMARY OF SERVICES RENDERED**

6. Attached hereto as **Exhibit A** is a detailed statement of Sidley’s hours expended and fees incurred during the Fee Period. Sidley attorneys and paraprofessionals expended a total of 662.80 hours in connection with the Chapter 11 Case during the Fee Period. All services for which Sidley is requesting compensation were performed for or on behalf of the Committee. The services rendered by Sidley during the Fee Period are grouped into the categories set forth in **Exhibit A** and in the summary cover sheets prefixed to this Application. The attorneys and paraprofessionals who provided services to the Committee during the Fee Period are also identified in **Exhibit A** and in the summary cover sheets.

#### **ACTUAL AND NECESSARY EXPENSES**

7. Attached hereto as **Exhibit B** is a detailed statement of Sidley’s out-of-pocket expenses incurred during the Fee Period, totaling \$2,448.22. These expenses include, but are not limited to, reprographics services, court fees, and out-of-town travel expenses.



### VALUATION OF SERVICES

8. As noted above, the amount of time spent by each Sidley attorney and paraprofessional providing services to the Committee during the Fee Period is set forth in the summary attached hereto as **Exhibit A**. The rates reflected on **Exhibit A** are Sidley's customary hourly rates for work of this character. The reasonable value of the services rendered by Sidley for the Fee Period as attorneys to the Committee in this Chapter 11 Case is \$649,351.50. Sidley has agreed to apply a 10% discount to its hourly fees in this Chapter 11 Case. Such discount has been applied to the fees Sidley incurred during the Fee Period, thereby reducing the total fees sought by Sidley pursuant to this Application to \$584,416.35.

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

10. Although every effort has been made to include all fees and expenses incurred during the Fee Period, some fees and expenses might not be included in this Application due to delays caused by accounting and processing during the Fee Period. Sidley reserves the right to make further application to this Court for allowance of such fees and expenses not included herein. Subsequent fee applications will be filed in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the Interim Compensation Procedures Order.

*[Remainder of Page Intentionally Left Blank]*

WHEREFORE, Sidley requests (a) interim allowance and payment of compensation for professional services to the Committee during the Fee Period in the amount of \$467,533.08, representing 80% of the \$584,416.35 of fees incurred by Sidley for professional services to the Committee during the Fee Period, and (b) reimbursement of 100% of the actual and necessary expenses incurred by Sidley during the Fee Period in connection with such services in the amount of \$2,448.22, for a total interim award of \$469,981.30.

Dated: September 19, 2020

Respectfully submitted,

SIDLEY AUSTIN LLP

/s/ Juliana L. Hoffman

Matthew A. Clemente (admitted *pro hac vice*)

Dennis M. Twomey (admitted *pro hac vice*)

Alyssa Russell (admitted *pro hac vice*)

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*Counsel For the Official Committee of  
Unsecured Creditors*

**CERTIFICATION OF MATTHEW A. CLEMENTE**

Matthew A. Clemente, after being duly sworn according to law, deposes and says:

1. I am a partner of the applicant firm, Sidley Austin LLP (“Sidley”). I make this certification in accordance with *Appendix F of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Northern District of Texas* (“Appendix F”) regarding the contents of applications for compensation and expenses.

2. I have read the *Tenth Monthly Application of Sidley Austin LLP for Compensation and for Reimbursement of Expenses for the Period from August 1, 2020 through August 31, 2020* (the “Application”).

3. Pursuant to section I.G of Appendix F, I hereby certify to the best of my knowledge, information and belief, formed after reasonable inquiry, that (a) the compensation and expense reimbursement sought by Sidley is in conformity with Appendix F, except as specifically noted in the Application, and (b) the compensation and expense reimbursement requested by Sidley are billed at rates in accordance with practices no less favorable than those customarily employed by the applicant and generally accepted by the applicant’s clients.

4. I have reviewed the requirements of the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses by Attorneys in Large Chapter 11 Cases, effective November 1, 2013 (the “Guidelines”) and I believe that the Application complies with the Guidelines.

5. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on this 19th day of September, 2020 at Chicago, Illinois.

/s/Matthew A. Clemente  
Matthew A. Clemente

**CERTIFICATE OF SERVICE**

I, Juliana L. Hoffman, hereby certify that on the 19th day of September 2020, a true and correct copy of the foregoing *Tenth Monthly Application of Sidley Austin LLP for Allowance of Compensation and Reimbursement of Expenses for the Period From August 1, 2020 to and Including August 31, 2020*, was sent via electronic mail via the Court's ECF system to all parties authorized to receive electronic notice in this case.

/s/ Juliana L. Hoffman

Juliana L. Hoffman  
SIDLEY AUSTIN LLP

*Counsel for the Official Committee  
of Unsecured Creditors*

**Exhibit A**

**Fees Statement**

## SIDLEY AUSTIN LLP

Invoice Number: 40056507  
 Official Committee of Unsecured

Restructuring

## T A S K D E T A I L

Date	Name	Narrative	Hours
<b>04 Avoidance Action Analysis</b>			
08/27/20	A Russell	Telephone conference and correspond with Sidley and FTI teams re analysis of questionable transactions.	.90
08/28/20	A Russell	Telephone conference with Sidley and FTI team re analysis re questionable transfers (.4); review, analyze FTI summary and correspondence re same (.6).	1.00
<b>Task Subtotal</b>			<b>1.90</b>
<b>05 Committee Meetings</b>			
08/04/20	A Russell	Telephone conference with Sidley, FTI, Committee, Pachulski, DSI and Independent Directors re plan issues (1.3); review materials for same (.1); follow up telephone conference with Sidley, FTI, and Committee (1.0)	2.40
08/04/20	MA Clemente	Call with Board and Committee (1.3); call with committee in part (.7)	2.00
08/04/20	TM Grayeb	Revise and format committee meeting minutes.	1.80
08/04/20	EA Bromagen	Call with Board and Committee (1.3); follow on call with committee (1.0); emails with Sidley team re governance structure (.3)	2.60
08/04/20	AR Stromberg	Attend call with Committee members and board regarding open issues in plan (1.3); call among Committee members regarding plan issues and potential resolutions (1.0); review materials for same (.2)	2.50
08/04/20	DM Twomey	Conference call with directors/UCC and advisors regarding case and plan issues (1.30); post-call with UCC and advisors regarding same, next steps (1.0); emails with UCC members regarding trust governance proposal (.20)	2.50
08/05/20	A Russell	Telephone conference with Sidley, FTI, Committee, Pachulski, DSI, and Independent Directors re plan issues follow up discussion (.7); follow up telephone conference with Sidley, FTI, and Committee (.8).	1.50
08/05/20	MA Clemente	Call with Board regarding plan (.8); call with the Committee regarding plan (.8)	1.60
08/05/20	TM Grayeb	Take minutes for UCC weekly meeting.	.90
08/05/20	AR Stromberg	Attend call between board and committee regarding plan provisions and structure	1.50

## SIDLEY AUSTIN LLP

Invoice Number: 40056507  
 Official Committee of Unsecured

## Restructuring

Date	Name	Narrative	Hours
08/07/20	TM Grayeb	Revise and format committee meeting minutes.	1.60
08/10/20	TM Grayeb	Revise and format committee meeting minutes.	2.20
08/11/20	A Russell	Telephonically attend weekly board and Committee call (.5); update and prepare materials for same (.2)	.70
08/11/20	MA Clemente	Call with the Board and the Committee	.50
08/11/20	EA Bromagen	Weekly call with Board and UCC including emails with G. Demo regarding same	.50
08/11/20	PH Montgomery	Attend board and committee call	.50
08/11/20	PP Reid	Participate in Board call	.50
08/12/20	B Guzina	Participate in Committee meeting	1.00
08/12/20	TM Grayeb	Revise and format committee meeting minutes.	.80
08/12/20	TM Grayeb	Take minutes for UCC weekly meeting.	1.10
08/12/20	CM Rognes	Attend weekly UCC call (in part)	.60
08/12/20	MA Clemente	Participate in committee meeting	1.00
08/12/20	EA Bromagen	Emails with Sidley team and FTI re agenda for Committee call (.2); call with FTI and Sidley in advance of Committee call (.5); weekly call with Committee and advisors re various issues (1.0)	1.70
08/12/20	A Russell	Telephonically attend weekly Committee meeting.	1.00
08/12/20	PP Reid	Participate in in weekly UCC meeting	1.00
08/12/20	PH Montgomery	Call with UCC regarding mediation and related issues	1.00
08/13/20	TM Grayeb	Revise and format committee meeting minutes.	.40
08/14/20	TM Grayeb	Revise and format committee meeting minutes	.20
08/18/20	A Russell	Attend weekly Board/ UCC call.	.40
08/18/20	PH Montgomery	Attend weekly board call	.40
08/18/20	MA Clemente	Meeting with the board	.50
08/19/20	A Russell	Telephone conference with Sidley, FTI, and Committee re case updates.	.30
08/19/20	CM Rognes	Attend UCC pre-call with Sidley and FTI (0.3); attend UCC call (in part) (0.2)	.50
08/19/20	MA Clemente	Participate in committee meeting	.50
08/19/20	TM Grayeb	Take minutes for UCC weekly meeting.	.40
08/19/20	PH Montgomery	Participate in call with UCC	.30

**SIDLEY AUSTIN LLP**

Invoice Number: 40056507  
 Official Committee of Unsecured

## Restructuring

<b>Date</b>	<b>Name</b>	<b>Narrative</b>	<b>Hours</b>
08/19/20	EA Bromagen	Call with UCC and professionals re various issues	.30
08/26/20	B Guzina	Review materials in advance of Committee call (0.2); participate in Committee call (1.0)	1.20
08/26/20	A Russell	Telephonically attend weekly Committee meeting.	1.00
08/26/20	CM Rognes	Attend Sidley and FTI pre-UCC call	.50
08/26/20	TM Grayeb	Take minutes for UCC weekly meeting.	.90
08/26/20	MA Clemente	Participate in committee meeting	1.00
08/26/20	EA Bromagen	Call with FTI and Sidley teams in preparation for UCC call (.5); weekly call with UCC and professionals re various issues (.9)	1.40
08/26/20	AF O'Neill	Attend committee meeting call	1.00
08/26/20	PP Reid	Participate in UCC meeting call	1.00
08/26/20	PH Montgomery	Participate in UCC meeting call	1.00
<b>Task Subtotal</b>			<b>48.20</b>

**06 Business Operations**

08/03/20	MA Clemente	Review materials for call with board (.5); analysis of mediation diligence items from FTI (.6)	1.10
08/05/20	MA Clemente	Call with J. Seery re: various issues	.50
08/06/20	MA Clemente	Review and analysis of distributable value sheet (.3); review suggested modifications to DV sheet (.3); emails with Sidley team re: DV (.2)	.80
08/07/20	MA Clemente	Analysis of distributable value from FTI	.60
08/11/20	MA Clemente	Review mediation information from FTI	.50
08/12/20	MA Clemente	Review FTI materials re: liquidity and accounts	.40
08/17/20	MA Clemente	Analysis of Carey materials (.5); detailed email to FTI with questions (.3); review follow up materials re: Carey (.4); email to FTI re: Carey (.1); email to E. Bromagen re: Carey (.1)	1.40
08/18/20	A Russell	Review, analyze updates re transactions per protocols.	.60
08/18/20	MA Clemente	Review information on Carey transaction (.4); review Omnimax release (.1)	.50
08/20/20	MA Clemente	Review further information and analysis re: Carey (.5); emails with FTI re: various Carey questions and analysis (.5)	1.00
08/21/20	A Russell	Review, analyze update and correspondence re proposed transaction.	.60
08/21/20	MA Clemente	Review of further Carey analysis from FTI (.4); analysis of	1.70



**SIDLEY AUSTIN LLP**

Invoice Number: 40056507  
 Official Committee of Unsecured

## Restructuring

<b>Date</b>	<b>Name</b>	<b>Narrative</b>	<b>Hours</b>
		Carey claim (.5); analysis of structure of proposed transaction (.4); address emails from FTI re: Carey transaction (0.4)	
08/22/20	MA Clemente	Address issues with proposed Carey transaction (.5); emails with FTI re: Carey transaction (.3); analysis of issues raised by P. Daugherty re: real estate holdings and CLO 1s. (.6)	1.40
08/24/20	MA Clemente	Analysis of issues on asset values (.8); revisions to distributable value analysis (.6); email with E. Bromagen re: distributable value analysis (.1)	1.50
08/27/20	MA Clemente	Analysis and assessment of Debtor asset values and risks related thereto	.80
<b>Task Subtotal</b>			<b>13.40</b>
<b>07 Case Administration</b>			
08/01/20	EA Bromagen	Review Debtor support for proposed transaction and email to Committee re same (.4); emails with Committee re call with Board (.2)	.60
08/03/20	A Russell	Telephone conference with Sidley and FTI teams re update on case issues and committee concerns.	.90
08/03/20	MA Clemente	Team call with FTI re: various issues (.9); review agenda and prepare for call (.4)	1.30
08/03/20	EA Bromagen	Weekly call with FTI and Sidley re various issues (.9); emails with G. Demo and UCC re call with Board and review of materials re same (.5); discuss various issues with M. Clemente (.3); discuss materials for Committee with E. Cheng (.2); review plan issues open items listing and email same to Committee (.4)	2.30
08/03/20	DM Twomey	Weekly conference call with FTI/Sidley team regarding case issues, plan and upcoming director call	.90
08/04/20	J Hoffman	Correspondence with C. Rognes re: proposed form of order for filing (0.2); draft correspondence re: proposed form of order submission (0.3); correspondence with M. Lynn re: order submission (0.1)	.60
08/04/20	MA Clemente	Prepare for call with Board	1.00
08/04/20	DM Twomey	Review materials from company for director call	.30
08/05/20	J Hoffman	Research retained asset schedules for litigation team (0.2); correspondence with P. Foley re: same (0.1); confer with C. Clark re: amended CNO (0.1); correspondence with C. Rognes re: proposed order for motion to compel (0.2); review correspondence with court, M. Lynn, J. Morris re: orders on motion to compel (0.1)	.70
08/05/20	MA Clemente	Prepare for call with the committee	.60

**SIDLEY AUSTIN LLP**

Invoice Number: 40056507  
 Official Committee of Unsecured

## Restructuring

<b>Date</b>	<b>Name</b>	<b>Narrative</b>	<b>Hours</b>
08/05/20	EA Bromagen	Discuss various issues with FTI and Sidley teams	.80
08/06/20	B Guzina	Review updated draft of mediation statement	.50
08/06/20	DJ Lutes	Review incoming emails from Sidley team and background materials for deadlines, status and updates	.20
08/06/20	MA Clemente	Call with D. Twomey re: plan, mediation and various issues	1.00
08/06/20	DM Twomey	Phone conference with M. Clemente regarding plan issues, mediation statement, next steps (1.0); emails with team regarding mediation statement, exhibits, related issues (.10)	1.10
08/07/20	J Hoffman	Revise correspondence to Court regarding proposed order (0.2); correspondence with C. Rognes re: strategy for revised order and objection to clarification motion (0.1); review and upload revised order on motion to compel (0.2)	.50
08/07/20	MA Clemente	Call with C. Tully re: various issues	.20
08/10/20	DM Twomey	Weekly conference call with FTI/Sidley teams regarding case issues, plan next steps (.70); phone conference with M. Clemente regarding same, next steps (.50)	1.20
08/10/20	A Russell	Telephone conference with Sidley and FTI teams re case updates and committee issues (.7); review materials for call (.1)	.80
08/10/20	MA Clemente	Call with D. Twomey re: various issues including plan and mediation (.5); team call with FTI re: various issues (.7); prepare for team call (0.4)	1.60
08/10/20	EA Bromagen	Weekly update call with FTI and Sidley re various issues	.70
08/11/20	J Hoffman	Analyze court's order on motion for clarification (0.3); correspondence with C. Rognes re: same (0.1)	.40
08/11/20	B Guzina	Emails with Sidley team and Committee members regarding the latest developments (0.2); review docket and recent pleadings (0.1)	.30
08/11/20	MA Clemente	Prepare for call with the Board	.50
08/12/20	J Hoffman	Review, analyze Court's order on discovery motions (0.1); review docket and calendar important hearing dates and information (0.1)	.20
08/12/20	MA Clemente	Prepare for call with the committee (.9); team call with FTI to prepare for committee call (.5); email with E. Bromagen re: agenda (.1)	1.50
08/12/20	A Russell	Email with UST regarding various issues	.50
08/13/20	MA Clemente	Call with D. Twomey re: strategy	.50
08/13/20	DM Twomey	Phone conference with M. Clemente regarding updated strategy, exclusivity objection and next steps	.50

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Date	Name	Narrative	Hours
08/14/20	B Guzina	Review docket and recent pleadings (0.1); emails with Sidley team and Committee members regarding the latest developments (0.2); review case calendar (0.1)	.40
08/14/20	MA Clemente	Review various emails and information from P. Daugherty	.80
08/17/20	B Guzina	Review docket and recent pleadings (0.2); review latest update to the Committee (0.2)	.40
08/17/20	A Russell	Telephone conference and correspond with Sidley and FTI teams re case updates and coordination re Committee issues.	.90
08/17/20	DM Twomey	Emails with FTI re upcoming call, agenda (.10); weekly conference call (part) with Sidley/FTI regarding case issues (.50); correspond with M. Clemente regarding next steps (.20)	.80
08/17/20	MA Clemente	Team call with FTI re: various issues (1.0); email with E. Bromagen re: board meeting (.1); email with E. Bromagen re: update to the committee (.1); revisions to email to the committee (.2)	1.40
08/17/20	EA Bromagen	Discuss UCC response to plan and DS filing with D. Twomey, M. Clemente, and A. Russell (.5); call with FTI and Sidley team re various issues (.6); review of prior emails and filings re bonus awards and emails with team re same (.5); emails with G. Demo and UCC re meeting with Board (.2); draft email to UCC re various updates (.6); emails with M. Clemente re same (.1); revise draft of UCC objection to motion to extend exclusivity and emails with D. Twomey, A. Russell, and M. Clemente re same (.7);	3.20
08/18/20	B Guzina	Review materials in advance of status hearing (0.2); assess case strategy in light of recent developments (0.5); review docket and recent pleadings (0.2)	.90
08/18/20	MA Clemente	Correspond with E. Bromagen re: various issues (.3); prepare for call with the board (.5)	.80
08/19/20	DJ Lutes	Prepare electronic files for Sidley team and review materials for same (.4); emails with M. Byrne regarding same (.1)	.50
08/19/20	A Russell	Telephone conference with Sidley and FTI teams to coordinate and prepare for Committee meeting.	.30
08/19/20	J Hoffman	Attend hearing on status conference	.40
08/19/20	B Guzina	Participate in court hearing by telephone (.5); prepare for hearing (.2)	.70
08/19/20	DM Twomey	Emails with Sidley/FTI teams regarding call agenda, transaction update (.30); correspond with Sidley team regarding status update, next steps with plan and mediation (.40)	.70

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<b>Date</b>	<b>Name</b>	<b>Narrative</b>	<b>Hours</b>
08/19/20	MA Clemente	Prepare agenda for committee call (.3); call with FTI and team re: committee call (.4); prepare for committee call (1.1)	1.80
08/19/20	EA Bromagen	Emails with Sidley and FTI teams re agenda (.3); review of FTI materials for UCC call (.3); revise committee plan issues listing for call (.7); call with Sidley and FTI teams re call with UCC (.3); emails with creditors re scheduling issues (.3); discuss proposed transaction with G. Demo and email to UCC and FTI re same (.2); review of proposed response to Debtor's filings (.8)	2.90
08/20/20	B Guzina	Review docket and recent pleadings (0.2); review case calendar (0.1)	.30
08/20/20	J Hoffman	Review new filed pleadings and attention to important dates (0.1); confer with KCC re: service lists (0.1)	.20
08/24/20	A Russell	Telephone conference and correspond with Sidley and FTI teams re current case issues and coordination for committee (.7); prepare materials for same (.2)	.90
08/24/20	AF O'Neill	Communications with M. Clemente re: next steps	.30
08/24/20	MA Clemente	Team call with FTI re: various issues (.7); review materials regarding same (0.1)	.80
08/24/20	EA Bromagen	Weekly call with Sidley and FTI teams re various issues (.7); call with Sidley and FTI teams re mediation (.7); call with Sidley team re mediation (.6); emails with M Clemente re FTI developed analysis for use in mediation (.3); review of same (.6)	2.90
08/25/20	J Hoffman	Review documents to provide to committee (0.2); correspondence to committee of same (0.1)	.30
08/25/20	EA Bromagen	Prepare and consolidate filings and email same to A. O'Neill (.5); emails with creditors and J. Hoffman re hearing transcripts (.2); emails with S. McLaughlin re mediation statement exhibits (.2); emails with M. Clemente re same (.2)	1.10
08/26/20	A Russell	Telephone conference with Sidley and FTI teams to prepare for Committee meeting.	.50
08/26/20	MA Clemente	Team call with FTI to prepare for committee meeting (.5); prepare for committee meeting (1.6)	2.10
08/26/20	EA Bromagen	Emails with A. Russell re Debtor filed adversary complaint (.2); review FTI analysis of potential claims (.8)	1.00
08/27/20	J Hoffman	Correspondence with Committee members re: hearing transcripts	.10
08/27/20	MA Clemente	Call with D. Twomey re: strategy	.50

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Date	Name	Narrative	Hours
08/27/20	DM Twomey	Call with M. Clemente regarding strategy and next steps	.50
08/28/20	MA Clemente	Conference with A. O'Neill re: strategy (.4); call with E. Bromagen re: various issues (.3)	.70
08/31/20	A Russell	Telephone conference and correspond with Sidley and FTI teams re current case issues.	.80
08/31/20	DM Twomey	Weekly conference call in part with FTI/Sidley regarding mediation, case issues, next steps (.50); emails with FTI/Sidley regarding agenda, trust agreement, other plan-related steps (0.2)	.70
08/31/20	MA Clemente	Participate in team call with FTI (.8); review agenda for team call (.1); prepare for team call (.3)	1.20
08/31/20	EA Bromagen	Weekly call with FTI and Sidley teams re various issues (.8); discuss RFP for post effective date positions with M. Clemente (.2); draft and revise RFPs for same positions (3.1); email to the UCC re same and other issues (.3)	4.40
<b>Task Subtotal</b>			<b>58.40</b>
<b>08 Claims Administration and Objections</b>			
08/10/20	MA Clemente	Review updated claim summary from FTI	.30
08/17/20	MA Clemente	Analysis of convenience class information from FTI (.5); email to FTI re: convenience class claims (.1)	.60
08/18/20	MA Clemente	Analysis of Harbourvest claim	.90
08/25/20	MA Clemente	Analysis of FTI product on claims and classes	.70
08/26/20	B Guzina	Review recent claims objections	.30
08/27/20	A Russell	Review, analyze Debtor's objection to Hunter Mountain claim / motion to subordinate (.4); review, analyze pro se response to Debtor's omnibus claim objection (.2); review, analyze summary of settlement of Redeemer Committee claim (.2).	.80
08/27/20	MA Clemente	Read UBS objection to Redeemer claim (.5); review Redeemer settlement terms (.3)	.80
08/27/20	DM Twomey	Emails with E. Bromagen regarding Hunter Mountain adversary (.10); review Adkins filing (.10); review summary of potential claims (.20); review Redeemer settlement terms (.10)	.50
08/28/20	MA Clemente	Review claim responses from IFA	.50
<b>Task Subtotal</b>			<b>5.40</b>

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Date	Name	Narrative	Hours
<b>12 Fee Applications</b>			
08/03/20	DJ Lutes	Prepare monthly fee application and exhibits (3.8); review costs for compliance (.3)	4.10
08/04/20	DJ Lutes	Prepare monthly fee application and exhibits (2.7); analyze monthly fee application issues (.4); review costs for compliance (.3); emails with M. Byrne regarding timing (.1); review case background materials for updates and status (.2)	3.70
08/05/20	B Guzina	Review recent fee applications	.20
08/05/20	DJ Lutes	Prepare monthly fee application and exhibits (3.2); analyze monthly fee application issues (.4); review costs for compliance (.2); emails with M. Byrne regarding administrative tasks (.2); review case background materials for updates and status (.3)	4.30
08/05/20	J Hoffman	Finalize and file CNO and COS on second interim fee app (0.2); correspondence with Z. Annable, J. Fried re: interim fee app hearings (0.1)	.30
08/06/20	DJ Lutes	Prepare monthly fee application and exhibits (3.2); emails with M. Byrne regarding same (.2); emails with J. Hoffman regarding FTI monthly fee application (.1); review materials for same (.1)	3.60
08/06/20	J Hoffman	Review, revise FTI fee application (0.2); correspondence with E. Brunner re: interim fee application (0.1); correspondence with D. Lutes re: interim fee applications (0.1)	.40
08/07/20	B Guzina	Review recent fee applications (0.2); provide comments on July time detail (0.2)	.40
08/07/20	DJ Lutes	Prepare monthly fee application and exhibits (1.0); emails with M. Byrne regarding same (.1)	1.10
08/10/20	DJ Lutes	Emails with M. Byrne regarding monthly materials (.2); prepare monthly fee application (.7); review exhibits and materials for compliance (.9); review costs (.3)	2.10
08/10/20	J Hoffman	Draft CNO on Sidley's interim fee application (0.2); finalize and file FTI monthly fee applications (0.3)	.50
08/11/20	DJ Lutes	Emails with M. Byrne regarding invoice issues, costs and transfers (.3); prepare monthly fee application exhibits and materials for compliance (2.1); emails with Sidley team regarding biographical information (.2); prepare summary report for B. Guzina including review of materials for same (.5)	3.10
08/12/20	DJ Lutes	Emails with M. Byrne and J. Hoffman regarding case administration tasks and CNO (.1); prepare monthly fee application and exhibits (1.7); emails with B. Guzina regarding timing and next steps (.1); emails with P. Foley regarding	2.20

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Date	Name	Narrative	Hours
		privilege (.1); prepare materials for same (.2)	
08/12/20	J Hoffman	Finalize and file CNO for fee application (0.2); confer with D. Lutes re: CNO and 9th monthly fee application (0.1)	.30
08/14/20	DJ Lutes	Emails with B. Guzina regarding fee application (.2); research regarding same (.5)	.70
08/14/20	J Hoffman	Correspondence with E. Brunner re: interim fee application filings (0.1); draft and file CNOs (.6)	.70
08/17/20	B Guzina	Review monthly fee application for July (0.3); review recent fee applications from other professionals (0.2)	.50
08/17/20	DJ Lutes	Emails with P. Foley regarding privilege review (.1); review materials (.2); emails with M. Byrne regarding same (.3); emails with B. Guzina regarding same (.1); prepare materials for Committee review (.3); emails with J. Hoffman regarding same (0.1)	1.10
08/19/20	DJ Lutes	Emails with J. Hoffman and Sidley team regarding monthly fee statement including follow up tasks for same	.20
08/19/20	J Hoffman	Finalize and file monthly fee application	.20
08/20/20	B Guzina	Review recent fee applications	.20
08/31/20	DJ Lutes	Review monthly materials for August including review of costs for compliance (.9); emails with M. Byrne regarding same (.2); review timekeeper issues (.4); review incoming emails for case status, pending items and background (.3)	1.80
<b>Task Subtotal</b>			<b>31.70</b>
<b>14 Litigation</b>			
08/01/20	CM Rognes	Correspond with objector counsel and P. Montgomery re: discovery order (0.9); correspond with P. Montgomery re: discovery order (0.2)	1.10
08/01/20	PH Montgomery	Call with J. Kane and L. Drawhorn regarding objections (.9); draft correspondence regarding protective order designation issues regarding objector (.4)	1.30
08/01/20	J Hoffman	Correspondence with P. Foley re: procedures for discovery order	.20
08/01/20	MA Clemente	Brief review of mediation statement	.50
08/01/20	PG Foley	Correspondence with Sidley team regarding discovery order including related call with CLO Holdco	.90
08/02/20	CM Rognes	Draft ESI protocol	.20
08/02/20	MA Clemente	Work on revisions to mediation statement (3.0); address emails with the Sidley team re: mediation statement and various	3.50

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Date	Name	Narrative	Hours
		drafting points (0.5)	
08/02/20	EA Bromagen	Review and revise UCC mediation statement re comments from Sidley team (2.7); emails with C. Rognes, M. Abdul-Jabbar, and P. Foley re revisions to mediation statement (.4);	3.10
08/02/20	AR Stromberg	Review and comment on initial draft of mediation statement	1.00
08/03/20	CM Rognes	Revise order re: discovery motions (0.6); draft mediation statement (2.8); attend professionals call with Sidley and FTI (0.9); correspond with P. Montgomery re: objectors and ESI protocols (0.4); correspond with P. Foley and M. Abdul-Jabbar re: mediation statement (0.2); correspond with P. Foley, P. Montgomery, and FTI re: document protocol priorities (0.6); review, summarize motion for clarification (0.2); review, summarize recent document production (2.2); review, revise budget re: CLO Holdco investigation (0.4); correspond with E. Bromagen re: mediation statement (0.1)	8.40
08/03/20	PH Montgomery	Call with FTI regarding status of various workstreams and strategy issues (.9); review and revise correspondence regarding objections (.2); call with M. Clemente and P. Reid regarding budgeting issues (.2); call with E. Cheng, P. Foley, and C. Rognes regarding discovery priorities (.6); call with J. Morris regarding assorted issues (.2); correspondence and negotiations regarding multiple objections and revisions to the draft order (1.9)	4.00
08/03/20	M Abdul-Jabbar	Revisions to draft mediation statement and correspondence with P. Foley and C. Rognes re: same	5.80
08/03/20	PP Reid	Participate in professionals call (.9); review Holdco budget (.3); telephone conference with Sidley team regarding same (.3); emails with Sidley team regarding Holdco (.3); emails with Sidley team regarding 4th RFP (.2)	2.00
08/03/20	MA Clemente	Call with Penny and Paige re: CLOH and discovery (.3); further review and revision to mediation statement (1.4); review materials for the committee (.4); review resolution side letter with Rand (.3)	2.40
08/03/20	PG Foley	Attend UCC professionals call (.9); related correspondence with Sidley team regarding same (.1); correspondence with Sidley team regarding discovery, prioritization, related order and Robert Half retention including analysis of materials regarding same (4.4); review of UCC mediation statement, related correspondence (1.7)	7.10
08/03/20	EA Bromagen	Review revisions to UCC mediation statement and emails with A. Stromberg and E. Cheng re same	.70
08/03/20	AR Stromberg	Attend Committee professionals call regarding plan and mediation statement (.9); review and draft sections on	6.20



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Date	Name	Narrative	Hours
		mediation statement (4.8) ; review comments on plan and analyze open issues (.5)	
08/04/20	B Guzina	Review initial draft of mediation statement	.80
08/04/20	CM Rognes	Review budget re: CLO Holdco investigation (0.1); revise mediation statement (1.4); draft conflicts list re: third party neutral (0.2); review, summarize joinder order (0.2); revise order re: discovery motions (1.0); correspond with J. Hoffman re: discovery order (0.3); correspond with P. Montgomery re: discovery order (0.4); correspond with P. Montgomery, P. Foley, opposing counsel, and potential third party neutral re: appointment (0.3); correspond with E. Bromagen re: mediation statement (0.1)	4.00
08/04/20	J Hoffman	Revise and upload proposed order on motion to compel (0.3); draft CNO and review of docket for objections (0.1)	.40
08/04/20	M Abdul-Jabbar	Review motion for clarification and joinder by NexPoint Real Estate re: same	.50
08/04/20	PP Reid	Emails and telephone conferences regarding finalization of court order (1.2); participate in portion of Board call (.9); participate in UCC follow up call (.5); emails regarding Holdco investigation (.5); review draft mediation statement (.5)	3.60
08/04/20	PH Montgomery	Call with board of directors (1.3); committee discussion in part regarding same (.7); call with J. Kaplan regarding third party neutral issues (.3); communications with C. Rognes and P. Foley regarding mediator issues (.2); continued negotiation with objectors regarding order (.5); review and revise Robert Half retention (.5); communications with J. Morris regarding document issues (.2); communications with J. Wright and T. Stratford regarding objection issues (.3); review and revise proposed order (.5); communications with J. Morris regarding same (.3); communications with client regarding third party neutral (.2); call with J. Morris regarding discovery issues (.2); call with C. Rognes regarding mediator (.2)	5.40
08/04/20	MA Clemente	Review further drafts of mediation statement (2.2); call with E. Bromagen re: mediation statement (.3)	2.50
08/04/20	PG Foley	Call with potential third-party neutral, including related correspondence with Sidley team regarding same (1.7); correspondence with Sidley team regarding discovery, order regarding motion to compel (.8); review materials for same (.7)	3.20
08/04/20	EA Bromagen	Review and revise UCC mediation statement (1.7); emails with Sidley team re same (.3); emails and discussions with C. Rognes re same (.3); incorporate further comments to mediation statement and review and revise same (4.2)	6.50
08/04/20	AR Stromberg	Review and revise mediation statement (1.2); analyze disputes	1.70

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<b>Date</b>	<b>Name</b>	<b>Narrative</b>	<b>Hours</b>
		with respect to potential plan issues (.5)	
08/04/20	DM Twomey	Review and provide comments to portion of mediation statement (1.10); emails with team regarding same (.10)	1.20
08/05/20	CM Rognes	Revise mediation statement (1.4); log recent production (1.4); draft response re: motion for clarification (2.3); review local rules (0.2); correspond with P. Montgomery re: discovery order objections (0.6)	5.90
08/05/20	PP Reid	Review mediation statement (.7); participate in call in part with Directors (.5); participate in UCC call in part (.5); emails and telephone conferences with Sidley team regarding order resolution (1.3); review mediation statement (.6); emails with Sidley team regarding same (.2)	3.80
08/05/20	C Clark	Communicate with J. Hoffman regarding filings (.1); assemble and electronically file Amended Certificate of No Objection (.6)	.70
08/05/20	PH Montgomery	Call with board of directors (.7); UCC meeting (.8); calls with C. Rognes regarding discovery related issues (.6); correspondence with J. Morris regarding objections and proposed order (.4); review of plan definition issues and related correspondence (.5); communications regarding response to motion to clarify (.2); communications with J. Morris and M. Lynn regarding proposed revisions to proposed order (1.1); communications with J. Morris regarding search terms and related issues (.9); review of search term related issues (.6)	5.80
08/05/20	PG Foley	Correspondence and analysis with Sidley team regarding mediation statement (1.1); correspondence analysis with Sidley team regarding motion clarification (.6)	1.70
08/05/20	EA Bromagen	Emails with C. Rognes re revisions to mediation statement (.2); review of same (.2); review and revise UCC mediation statement re comments (2.2)	2.60
08/06/20	MA Clemente	Continued revisions to mediation statement (2.0); address mediations issues (.3); call with P. Montgomery re: resolution of discovery order issues (.2); review language and related email (.2); further review of revised mediation statement (.7); emails with E. Bromagen re: mediation statement (.3)	3.70
08/06/20	CM Rognes	Revise mediation statement (1.1); log recent production (1.1); analyze objector agreements re: discovery order (0.3); revise response re: motion for clarification (1.5); review related entities (0.3); revise order re: discovery motions (0.2); review correspondence re: estate claims (0.1); correspond with P. Montgomery re: discovery order (0.1); correspond with P. Foley re: response to motion for clarification (0.2)	4.90
08/06/20	M Abdul-Jabbar	Review potential estate claims and submit draft re: same to P.	.50

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<b>Date</b>	<b>Name</b>	<b>Narrative</b>	<b>Hours</b>
		Foley	
08/06/20	PP Reid	Review and revise response to Holdco motion on discovery order (.5); emails regarding changes to order (.5); review mediation statement (.5)	1.50
08/06/20	C Clark	Communication with C. Rognes regarding filing tasks (.2); cite check Response Motion for Clarification and assemble same in preparation for filing (1.3)	1.50
08/06/20	PH Montgomery	Communications with M. Lynn regarding objection (1.5); communications with P. McVoy regarding document issues (.1); review and revise proposed revisions to orders (.2); call with M. Clemente regarding objection (.2); communications with J. Wright and S. Topetzes regarding objections (.1); review and revise order (.2); review and revise response to motion to clarify (2.1); communications with committee members regarding third party neutrals (.2); review research regarding response to motion to clarify (1.5); review of document review search term issues (.5)	6.60
08/06/20	PG Foley	Revisions to response to clarification motion including related correspondence with Sidley team regarding same (1.8); correspondence and analysis with Sidley team regarding mediation statement (1.0)	2.80
08/06/20	EA Bromagen	Revise mediation statement and emails with Sidley team re same (.4); discuss statement with E. Cheng (.2); review and revise FTI analysis (.3); emails with Sidley team and FTI team re same (.7); review and revise UCC Mediation statement (4.5); emails with Committee members re same (.2)	6.30
08/06/20	AR Stromberg	Review and comment on drafts of mediation statement and supporting analysis	5.10
08/07/20	DJ Lutes	Review mediation and plan materials for status and updates with Sidley team and Committee	.30
08/07/20	CM Rognes	Revise response re: motion for clarification (0.8); revise mediation statement (1.5); review agreements re: discovery order (0.3); draft correspondence to clerk re: discovery order (0.1); correspond with P. Montgomery and NexPoint counsel re: search term hit counts (0.6); correspond with E. Bromagen re: mediation statement (0.2); correspond with P. Montgomery re: discovery order (0.1)	3.60
08/07/20	DM Twomey	Review and provide comments to mediation statement (2.0); emails with team regarding same, comments/revisions (.30); review claims exhibit and emails with team regarding same (.20)	2.50
08/07/20	A Russell	Review, analyze filings re CLO Holdco motion for clarification re Court's ruling on motion to compel.	.40

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<b>Date</b>	<b>Name</b>	<b>Narrative</b>	<b>Hours</b>
08/07/20	PH Montgomery	Call with J. Morris regarding order submission (.1); call with C. Rognes regarding same (.1); call with objector regarding search terms (.6); communications with M. Lynn regarding objections to proposed form of order and attempted resolution re same (1.8); review and revise search term lists (.3); communications with J. Morris regarding data export (.2); review and revise email to court regarding attempted objection resolution (.2); review and revise response to motion to clarify (.4); communications with objectors regarding revised form of order (1.0); communications with P. McVoy regarding document review issues (.2)	4.90
08/07/20	EA Bromagen	Discuss revisions to mediation statement with C. Rognes (.1); discuss mediation statement with M. Clemente (.3); call with M. Clemente regarding comments and related issues (.4); emails with M. Deegan re fileshare to Mediators (.2); discuss mediation statement with E. Cheng (.3); emails with Sidley team re revisions to mediation statement (.3); review and revise mediation statement (6.1); finalize mediation statement and emails with M. Clemente re delivery to Mediators (.5)	8.20
08/07/20	MA Clemente	Review comments to mediation statement from Acis (.4); email from E. Bromagen re: comments (.1); call with E. Bromagen re: mediation statement (.3); call with E. Bromagen re: comments to mediation statement and related issues (.4); review comments to mediation statement from committee (.7); further revisions to mediation statement (3.0); review further revisions to mediation statement (.8); prepare email to mediators (.2)	5.90
08/07/20	C Clark	Assemble Motion to Compel with supporting exhibit and electronically file same	.50
08/07/20	AR Stromberg	Review and comment on drafts of mediation statement	4.80
08/08/20	MA Clemente	Address emails from the mediators re: submissions (.3); emails with E. Bromagen and C. Rognes re: submissions and mediator queries (.3)	.60
08/08/20	EA Bromagen	Emails with C. Rognes re exhibits to mediation statement	.10
08/10/20	C Clark	Communicate with T. Rognes regarding mediation project (.1); prepare UCC mediation statement and supporting documents for Judge Gropper (1.3); coordinate overnight delivery of same (0.3)	1.70
08/10/20	CM Rognes	Draft ESI protocol (0.4); attend weekly professionals call with Sidley and FTI (0.7); review mediation statement and exhibits (0.6); correspond with J. Hoffman, P. Foley, and P. Montgomery re: discovery order (0.2)	1.90
08/10/20	J Hoffman	Review, revise correspondence to court re: order on motion to	.20

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Date	Name	Narrative	Hours
		compel (0.1); correspondence with clerk re: revised form of order (0.1)	
08/10/20	PP Reid	Participate in professional call (.7); emails regarding discovery magistrate (.4)	1.10
08/10/20	PH Montgomery	Correspondence with P. Foley regarding court submission and objections	.50
08/10/20	PH Montgomery	Call with FTI regarding status of workflows (.7); communications with team related to orders and objections (0.3)	1.00
08/10/20	M Abdul-Jabbar	Participate in team call re: litigation and strategy issues concerning plan, mediation statement and litigation investigation	.70
08/10/20	MA Clemente	Email with E. Bromagen re: mediation materials (.1); review statement for redactions (.4)	.50
08/10/20	PG Foley	UCC professionals call including related correspondence with Sidley team for same	.80
08/10/20	PG Foley	Correspondence with Sidley team regarding potential third-party neutrals	.30
08/10/20	PG Foley	Correspondence with Sidley team regarding motion to compel	.30
08/11/20	A Russell	Review, analyze court's ruling on motion for clarification re UCC's motion to compel discovery production.	.50
08/11/20	CM Rognes	Review correspondence re: ESI production status (0.2); review potential third party neutrals (0.1); review Robert Half stipulation (0.1); review, summarize order re: motion for clarification (0.4); review materials re: UCC call (0.1)	.90
08/11/20	PP Reid	Emails with Sidley team regarding debtor's production	.20
08/11/20	PH Montgomery	Communications with J. Morris regarding privilege searches (.1); communications with C. Rognes and P. Foley regarding same (.1); communications with P. Foley regarding third party neutrals (.1); communications with M. Clemente and P. Reid regarding discovery costs (.1); review order regarding motion for clarification (.2); prepare for board call (.5)	1.10
08/11/20	MA Clemente	Emails with Penny and Paige re: document discovery (.2); read order regarding discovery and assess implications (.5)	.70
08/11/20	PG Foley	Correspondence with Sidley team including analysis regarding privilege search terms, e-discovery status, and potential third-party neutrals	2.70
08/11/20	DM Twomey	Emails with team regarding document preservation issues	.20
08/12/20	PP Reid	Participate in professional call for UCC call (.5); telephone	1.10

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Date	Name	Narrative	Hours
		conference regarding Dondero's request to prevent filing of plan (.5); emails with Sidley team regarding mediation (0.1)	
08/12/20	CM Rognes	Draft timeline re: discovery deadlines (0.4); review order re: ESI production (0.1)	.50
08/12/20	MA Clemente	Call with P. Reid re: mediator issues (.1); emails with P. Reid and P. Montgomery re: discovery update (.2)	.30
08/12/20	PH Montgomery	Call with P. Keiffer regarding objection (.2); communications with P. Foley regarding third party neutral (.1); communications with C. Rognes regarding order from court regarding discovery motions (.1); communications with J. Morris regarding document issues (.1)	.50
08/12/20	PG Foley	Correspondence and analysis with Sidley team regarding third-party neutrals (.4); related research for same (.6); attend UCC professionals call (.5)	1.50
08/12/20	PG Foley	Correspondence regarding CLO Holdco responses to first RFPs	.40
08/13/20	PP Reid	Telephone conference with Sidley team regarding Debtor's filing (.5); emails regarding same (.5)	1.00
08/13/20	CM Rognes	Analyze status of various third party objector search terms pursuant to court order deadlines (1.1); review CLO Holdco objections to requests for production (0.3); correspond with P. Montgomery, P. Foley, and Debtor's counsel re: status of ESI discovery (0.5); draft response re: Debtor privilege term proposal (0.8); correspond with P. Montgomery re: ESI discovery status (0.1); review third party objector search term proposals (0.2)	3.00
08/13/20	PH Montgomery	Call with J. Morris and others regarding discovery issues (.5); communications with J. Kane regarding discovery issues (.1); communications with C. Rognes and P. Foley regarding discovery responses (.2); communications with C. Rognes and P. Foley regarding orders and follow up tasks related thereto (.1); communications with objectors regarding search terms (.1); communications with C. Rognes regarding confidentiality issues (.1); communications with P. Foley regarding third party neutrals (.1); review and revise information related to same (.5)	1.70
08/13/20	PG Foley	Call with J. Morris regarding e-discovery status and related correspondence	.60
08/13/20	PG Foley	Correspondence with Sidley team regarding third-party discovery, search terms	.60
08/14/20	PP Reid	Emails regarding Holdco discovery	.60
08/14/20	MA Clemente	Assess mediation strategy and impact of seal motion and exclusivity extension	1.10

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<b>Date</b>	<b>Name</b>	<b>Narrative</b>	<b>Hours</b>
08/14/20	PH Montgomery	Communications with J. Kane regarding discovery issues (.1); call with J. Kane regarding same (.3); call with P. Foley regarding same (.1)	.50
08/14/20	PG Foley	Call and emails with J. Kane regarding first RFPs to CLO Holdco (.6); related correspondence and analysis with Sidley team regarding same (.6)	1.20
08/17/20	CM Rognes	Review, analyze third party objector search terms (1.1); attend Highland professionals call with Sidley and FTI (0.8); correspond with P. Montgomery and third party objector counsel re: search terms (0.3); compare third party objector and Debtor privilege search terms (1.0); correspond with P. Montgomery and P. Foley re: status of ESI production and privilege terms (1.0); review redacted mediation statement (0.1); draft response re: Debtor's privilege terms (0.9); correspond with P. Foley re: ESI protocol status (0.1)	5.30
08/17/20	PH Montgomery	Communications with C. Rognes and P. Foley regarding objector search terms (.1); communications with C. Rognes and P. Foley regarding third party neutrals (.1); communications with J. Kane regarding search terms (.4); communications with J. Morris regarding search terms (.2); communications with T. Stratford, J. Wright, and P. Keiffer regarding search terms (.3); review and revise privilege lists regarding meet and confer with debtor (.5); review and revise inside counsel list (.3); call with KL Gates regarding search term issues (.3); call with J. Kane regarding ediscovery issues (.1); call with FTI regarding outstanding tasks (.8); call with C. Rognes and P. Foley regarding ESI review and document requests (1.0)	4.10
08/17/20	PG Foley	Calls and emails with P. Montgomery and C. Rognes regarding e-discovery including related analysis of issues and materials	2.20
08/17/20	PG Foley	Review of and revisions to fee application for privilege	3.70
08/17/20	PG Foley	Correspondence with Sidley team regarding third-party neutrals	.30
08/17/20	MA Clemente	Review redacted mediation brief (.4); email with E. Bromagen re: redactions (.2); email with E. Bromagen re: exhibits (.1)	.70
08/17/20	EA Bromagen	Redact mediation statement and emails with M. Clemente and C. Rognes re same	.50
08/18/20	CM Rognes	Review, analyze Debtor's outside counsel search term hits (0.5); review Debtor responses re: privilege terms (0.1); review correspondence re: motion for clarification (0.1)	.70
08/18/20	PH Montgomery	Draft position regarding privilege issues regarding meet and confer with debtor (.5); communications with P. Foley and C. Rognes regarding third party neutral (.1); communications with J. Morris regarding meet and confer (.2); review and revise	1.00

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Date	Name	Narrative	Hours
		discovery protocol (.2)	
08/18/20	PG Foley	Correspondence with JAMS administrators regarding potential third-party neutrals and related internal correspondence for same	.50
08/18/20	MA Clemente	Prepare for status conference (.7); review status of discovery (.3); address mediation strategy (.5)	1.50
08/19/20	M Abdul-Jabbar	Attend Acis objection hearing (.5); participate in strategy call concerning plan, mediation and pending discovery requests (.3)	.80
08/19/20	CM Rognes	Review ESI status and draft agenda for call with Debtor re: same (0.4); review, analyze Debtor response re: privilege terms (0.5); meet and confer with P. Montgomery, P. Foley, and Debtor counsel re: ESI production status and privilege terms (0.5)	1.40
08/19/20	PH Montgomery	Participate in hearing and related communications with M. Clemente (.5); call with M. Clemente regarding same (.1); review privilege list from J. Morris regarding in-house counsel (.2) draft objections regarding same including review of data regarding same (1.0); communications with J. Morris regarding meet and confer (.2); communications with objectors regarding search term protocol (.2); call with FTI regarding preparation for UCC call (.3); call with J. Morris regarding ESI production and privilege terms (.5); communications with P. Foley and C. Rognes regarding third party neutrals (.1); communications with M. Clemente and E. Bromagen regarding Robert Half stipulation (.1); call with P. Keiffer regarding objection (.3); communications with T. Stratford regarding objections (.1)	3.60
08/19/20	PG Foley	Correspondence with JAMS administrators regarding potential third-party neutrals and related internal analysis with Sidley team for same	1.90
08/19/20	PG Foley	Attend UCC professionals call (.3); related internal correspondence for same (.1)	.40
08/19/20	PG Foley	Call with J. Morris and G. Demo regarding ESI production and privilege terms (.5); review materials and strategies for same (.6); related correspondence and analysis with Sidley team for same (0.4)	1.50
08/19/20	MA Clemente	Participate in status conference (.5); call with P. Montgomery re: discovery (.1); prepare for status conference (.5); review stipulate re: OCP for document review (.3); emails with E. Bromagen and P. Montgomery re: stipulation (.2); review redacted mediation statement (.3)	1.90
08/20/20	CM Rognes	Review stipulation re: contract attorneys (0.1); revise draft ESI protocol (0.5); correspond with P. Foley, Debtor counsel, and potential third party neutral re: appointment (0.5); draft	1.60



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Date	Name	Narrative	Hours
		summary re: same (0.2); review conflicts list (0.2); correspond with P. Montgomery re: third party search terms (0.1)	
08/20/20	PH Montgomery	Communications with P. Keiffer regarding privilege searches (.1); communications with P. Foley regarding third party neutrals (.1); review and revise outstanding items regarding ESI protocol (.5)	.70
08/20/20	PG Foley	Call with J. Morris and potential third-party neutral E. Laporte (1.1); related internal correspondence and analysis for same (.5)	1.60
08/20/20	PG Foley	Correspondence regarding discovery, stipulations with Sidley team including review of materials for same	1.30
08/21/20	CM Rognes	Review overlap re: third party objector and Debtor privilege terms (0.1); review candidates re: third party neutrals (0.2); correspond with P. Montgomery re: third party search terms (0.2)	.50
08/21/20	PH Montgomery	Communications with J. Morris regarding document review stipulation	.10
08/21/20	MA Clemente	Review discovery status (.4); analysis of CLO Holdco and timing (.8)	1.20
08/21/20	PG Foley	Correspondence and analysis with Sidley team regarding discovery, and third-party neutrals including review of materials for same (2.2); analyze related conflicts checks for same (.5)	2.70
08/24/20	PP Reid	Participate in weekly professional call (.7); emails regarding Holdco production (.3); telephone conference with J. Kane (.5)	1.50
08/24/20	CM Rognes	Review third party objector search terms (0.4); attend Highland professionals call with Sidley and FTI (0.7); meet and confer with CLO Holdco counsel and P. Montgomery re: search terms (0.2); correspond with P. Montgomery, Debtor's counsel, and potential third party neutral re: possible appointment (0.5); correspond with FTI re: Hunter Mountain Trust documents (0.1)	1.90
08/24/20	M Abdul-Jabbar	Confer re: litigation strategy and upcoming mediation with legal and professional team	.70
08/24/20	DM Twomey	Weekly conference call with FTI/Sidley regarding case issues, mediation preparation (.70); phone conference with M. Clemente regarding mediation preparation, related issues/strategy (.50); conference call with mediators, M. Clemente regarding background information, upcoming mediation (1.60); call in part with Sidley team regarding mediation and plan issues/tasks (.30); prepare for mediation (.50)	3.60

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Date	Name	Narrative	Hours
08/24/20	PH Montgomery	Call with FTI regarding outstanding tasks (.7); meet and confer with J. Kane regarding CLO Holdco discovery with C. Rognes (.1); call with J. Schenkier, C. Rognes, and J. Morris regarding third party neutral (.4); communications with C. Rognes regarding privilege issues for document review (.1)	1.30
08/24/20	MA Clemente	Call with the Mediators (1.6); prepare for call with the mediators (1.1); call with D. Twomey re: strategy for call with the mediators (.5); call with FTI re: follow up from mediation call (.5); follow up emails with FTI re: mediator requests (.4)	4.10
08/25/20	CM Rognes	Draft status list re: e-discovery (0.3); correspond with opposing counsel re: status of e-discovery (0.1)	.40
08/25/20	DM Twomey	Emails with FTI/Sidley teams regarding materials for mediation and review same	.20
08/25/20	MA Clemente	Email with mediators re: mediation statements (.1); work on materials for mediators (1.6); emails with FTI re: mediator materials (.5); review status of discovery (.5); work on mediation strategy (1.1)	3.80
08/25/20	PH Montgomery	Communications with P. Foley and C. Rognes regarding document production and related issues	.50
08/26/20	CM Rognes	Review, revise CLO Holdco search terms	.30
08/26/20	PP Reid	Participate in call with FTI (.5); participate in test run mediation session (.5); review FTI claim value analysis (.1)	1.10
08/26/20	MA Clemente	Prepare for mediation (2.2); participate in full mediation preparation with all parties (.6)	2.80
08/26/20	PG Foley	Attend UCC professional call	.50
08/26/20	PH Montgomery	Call with FTI in preparation for UCC call	.50
08/26/20	EA Bromagen	Participate in full mediation test run with all parties	.60
08/27/20	CM Rognes	Revise search terms re: CLO Holdco	.10
08/27/20	DM Twomey	Participate in initial mediation session (1.90); correspond with Sidley team regarding mediation (.30); conference call with Sidley/FTI teams regarding quantifiable transaction analysis (.60)	2.80
08/27/20	PP Reid	Participate in general mediation session (.6); review FTI potential summary of claims value (.2); telephone conference regarding same (.5); participate in UCC mediation session (2.0)	3.30
08/27/20	MA Clemente	Team call with FTI re: assessment of Dondero claims (.6); participate in mediation sessions (2.5); prepare for mediation sessions (1.5); analysis of potential litigation strategies and causes of action (1.4)	6.00

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Date	Name	Narrative	Hours
08/27/20	AF O'Neill	Communications with FTI regarding call and next steps for same including review of materials for same (.3); further review mediation and other materials to prepare for call with FTI on recoverability analysis (.4); consider options on same (.2); call with FTI and team on recoverability and approach (.6); review/analyze Hunter Mountain complaint and other claims materials (.3); communications with M. Clemente on next steps and cause of action page (.2); analyze potential collapsing/sub-con arguments (.4); review further materials from FTI and communications re: mediation (.4)	2.80
08/27/20	PH Montgomery	Introductory session for mediation (.7); attend break out session (.2); attend mediator breakout meeting with UCC (1.5); call with FTI regarding potential recovery calculations (.6)	3.00
08/27/20	EA Bromagen	Attend mediation sessions via video conference (2.5); call with FTI and Sidley teams re analysis of potential claims (.6); review prior analysis re same and draft summary and email to D. Twomey and M. Clemente re same (.9)	4.00
08/28/20	CM Rognes	Revise ESI protocol (0.4); review documents re: insurance policy (0.1); revise search terms re: CLO Holdco (0.1); correspond with P. Montgomery re: same (0.1)	.70
08/28/20	DM Twomey	Emails with FTI/Sidley regarding estate claims summary (.20); review emails/issues regarding Hunter Mountain transaction (.20); conference call with FTI/Sidley teams regarding same (.50)	.90
08/28/20	PP Reid	Review questionable transactions prepared by FTI (.4); emails regarding same (.1)	.50
08/28/20	MA Clemente	Team call with FTI re: Hunter Mountain (.5); analysis of Hunter Mountain materials and transactions (2.2); revisions to potential litigation scenarios (.9); review FTI analysis re: assets (.8); analysis of buckets of transactions and values (1.1); review mediation strategy (.6)	6.10
08/28/20	AF O'Neill	Review report on Dondero and Highland matters and related timeline and ancillary documents including communications with M. Clemente regarding same (.3); meet with M. Clemente to discuss mediation and next steps (.4); review multiple documents from E. Bromagen re: litigation claims analysis and related matters (1.5); comment on FTI one page analysis and review other comments re: same (.4); review revised version (.3); call with FTI re: same (.5)	3.40
08/28/20	PH Montgomery	Communications with C. Rognes regarding discovery related productions from Debtor	.10
08/28/20	EA Bromagen	Emails with M. Clemente re prior litigation analysis (.2); review of prior litigation analysis (1.1); discuss same with M.	3.70

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<b>Date</b>	<b>Name</b>	<b>Narrative</b>	<b>Hours</b>
		Clemente (.3); call with FTI and Sidley to discuss potential litigation analysis (.5); discuss same with D. O'Brien (.1); revise summary of litigation analysis and emails with group re same (1.5)	
08/29/20	MA Clemente	Analysis of potential claims and causes of action (.9); review and revise FTI analysis (.4); email from D. O'Brien re: tax and other issues (.2); email with E. Bromagen re: FTI analysis (.1); strategy regarding grand bargain (.9)	2.50
08/29/20	CM Rognes	Review new hit counts for privilege terms	.20
08/29/20	PP Reid	Review and revise questionable transaction summary	.50
08/29/20	EA Bromagen	Revisions to analysis of prior transactions (1.1); emails with Sidley team and FTI team re same (.4)	1.50
08/30/20	MA Clemente	Analysis of potential litigation scenarios with J. Dondero (1.1); review FTI analysis for mediation (.3)	1.40
08/31/20	CM Rognes	Attend weekly professionals call with Sidley and FTI (0.8); summarize document production (0.2); prepare log production (0.1)	1.10
08/31/20	PP Reid	Participate in telephone conference with FTI (.8); emails regarding litigation trustee (.3)	1.10
<b>Task Subtotal</b>			<b>304.50</b>
<b>15 Plan and Disclosure Statement</b>			
08/01/20	MA Clemente	Email to team re: status of plan issues	.10
08/03/20	DM Twomey	Emails with Sidley team regarding plan interest issue and analyze same (.20); emails with Sidley team regarding plan comments/issues (.30)	.50
08/03/20	A Russell	Telephone conference with M. Clemente re plan issues (.2); review, analyze Debtor's revised plan and finalize Committee issues list re same (3.2); correspond with Sidley and Pachulski teams re same (.8); review, analyze mediation statement and correspondence with Sidley team regarding same (1.0).	5.20
08/03/20	MA Clemente	Address emails from Sidley team re: plan provisions (1.0); analysis of post-petition/post effective date interest issue (.4); continued analysis of plan structure and confirmability (1.5); analysis of release issue (.7)	3.60
08/04/20	DM Twomey	Emails with team regarding post-emergence interest issue	.20
08/04/20	A Russell	Correspond with Sidley, FTI, and Committee members re plan issues, follow up from Board discussion, including governance proposal (1.3); review, analyze updates re mediation statement and related diligence (.7); prepare for follow up plan call with Board of Directors (.8).	2.80

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<b>Date</b>	<b>Name</b>	<b>Narrative</b>	<b>Hours</b>
08/04/20	MA Clemente	Prepare governance and structure proposal for committee consideration (.8); emails with Sidley team re: proposal and related topics (.4); review open issues list (.4); email with team re: interest and other issues (.2); analysis of interest issue (.4); call with G. Demo and J. Pomerantz re: plan issues (.5); detailed update email to Sidley team re: plan (.3); address comments on governance structure (.4)	3.40
08/05/20	B Guzina	Emails with Sidley team and clients regarding the post-confirmation governance structure	.20
08/05/20	DM Twomey	Conference call with PSZJ, Sidley regarding key plan issues (1.0); emails with UCC regarding position on key issues (.10); conference call with directors, UCC, advisors regarding plan issues (.70); post-call with UCC/advisors regarding same, next steps (.80); emails with PSZJ/Sidley regarding plan issues (.20)	2.80
08/05/20	A Russell	Telephone conference with Sidley and Pachulski teams re plan issues (1.2); telephone conference with Sidley team re next steps re plan following Board/Committee discussion (.6); telephone conference with Sidley and FTI teams re same (.6); research, review, and analyze plan precedent re trust structures and other Committee plan issues (3.2).	5.60
08/05/20	MA Clemente	Email to Sidley team re: plan issues (.3); address governance structure (1.5); prepare for call with Pachulski re: plan issues (.4); call with Pachulski and A. Russell re: plan issues (1.0); call with Sidley team re: plan issues (.6)	3.80
08/05/20	TM Grayeb	Research re liquidation and litigation trust structures precedent.	2.10
08/05/20	EA Bromagen	Review analysis prepared by FTI and emails with E. Cheng re same (.5); call with Pachulski and Sidley teams re Plan issues (1.0); call with Board, Committee and advisors re Plan issues (.8); call with Committee and advisors re Plan issues (.8); discuss plan issues with M. Clemente A. Russell and A. Stromberg (.6); review of plan and disclosure statement (.9)	4.60
08/05/20	AR Stromberg	Review plan issues list (.5); attend advisors call regarding disputed issues in plan of reorganization (1.0); call with Sidley team regarding plan structure and open issues (.6); review emails from Committee members regarding positions on plan provisions (.3); review precedent plan structures and related research (1.0)	3.40
08/06/20	MA Clemente	Emails with A. Russell re: governance (.3); analysis of oversight of board for trustees (.4)	.70
08/06/20	J Hoffman	Research 5th circuit precedent for plan and litigation provisions	.40
08/06/20	A Russell	Review, analyze precedent re trust structures / governance and draft summary overview re same (2.9); correspond with E. Bromagen and G. Demo re plan, disclosure statement and DS	4.70

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Date	Name	Narrative	Hours
		motion (.3); review, comment on mediation statement (1.1); correspond with Sidley team re same (.4).	
08/06/20	TM Grayeb	Research re liquidation and litigation trust structures precedent (1.6); compilation and review of pleadings re same (2.2); correspondence with A. Russell and E. Bromagen re same (0.3).	4.10
08/07/20	A Russell	Review, comment on plan (2.3); correspond with Sidley and Pachulski re same (.7); review, analyze precedent re same, liquidation trust structure (2.1); review, analyze revised mediation statement, updates re finalization and filing of same (.8).	5.90
08/07/20	MA Clemente	Address open issues on plan	.80
08/09/20	MA Clemente	Address emails from A. Russell re: plan	.30
08/10/20	A Russell	Correspond with Sidley and Pachulski teams re comments to plan and next steps in plan process (1.4); review, analyze plan precedent and finalize materials re same (.9); review, comment on plan (.6).	2.90
08/10/20	MA Clemente	Review further revised plan and DS from the Debtor (1.3); emails with Sidley team re: plan issues (.8); analysis of strategy regarding open plan issues (.5); email with E. Bromagen re: disclosure statement (.1); review further proposed revisions to plan and DS (.9)	3.60
08/10/20	EA Bromagen	Review and comment on disclosure statement (4.5); discuss FTI comments on disclosure statement with E. Cheng (0.3)	4.80
08/10/20	DM Twomey	Emails with team re plan/DS issues	.30
08/11/20	A Russell	Review, analyze Debtor's revised plan (1.1); correspond with Sidley, Committee, and Pachulski re comments to same (1.2); review, comment on disclosure statement (.8); correspond with Sidley team re same (.3); telephone conference with G. Demo and E. Bromagen re plan and disclosure statement comments (1.2); follow up with Sidley team re same (.4); correspond with Sidley team re trust governance structure outline (.2).	5.20
08/11/20	DM Twomey	Emails with team regarding plan comments/issues (.4); analyze same issues (.3)	.70
08/11/20	MA Clemente	Review revisions to disclosure statement (.9); emails with E. Bromagen re: disclosure statement (.3); numerous emails with A. Russell re: plan (.8); analysis of revised plan and prepare open issues (1.6); analysis of classification issues (1)	4.60
08/11/20	EA Bromagen	Review and revise disclosure statement and emails with Sidley team, FTI team and S. Advani re same (2.7); incorporate further comments to disclosure statement (.8); discuss revisions to DS and Plan with G. Demo and A. Russell (.9); emails with	4.60

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Date	Name	Narrative	Hours
		M. Clemente re same (.2)	
08/12/20	B Guzina	Review Plan and Disclosure Statement	.50
08/12/20	DJ Lutes	Emails from Sidley team regarding plan and mediation (.1); review materials regarding same for updates, status and timing (.2)	.30
08/12/20	DM Twomey	Conference call with M. Clemente, mediators regarding plan filing delay (1.0); post-call with M. Clemente regarding same, strategy going forward (.50); emails with PSZJ regarding same, seal issues (.10); phone conference with M. Clemente regarding plan/DS filing, seal motion issues (.50)	2.10
08/12/20	J Hoffman	Review, analyze Plan and Disclosure statement	.30
08/12/20	MA Clemente	Call with D. Twomey and the mediators re: plan filing (1.0); call with D. Twomey re: strategy (.5); call with J. Seery re: plan filing (.3); call with J. Pomerantz re: plan filing (.3); call with J. Pomerantz re: follow up to mediator discussion (.3); email with mediators re: plan filing (.1); call with D. Twomey re: strategy (.5); analysis of strategy regarding plan filing and mediator position (1.2); analysis of new classification issues under the plan (.8); numerous emails with A. Russell re: plan issues (.5); review draft pleadings from the Debtor re: plan filing and seal motion (.4)	5.90
08/12/20	EA Bromagen	Review Debtor draft filings re plan and disclosure statement (.4); emails with Sidley team re same (.3); further emails with team re proposed UCC response (.3); draft UCC responses to Debtor filings (2.5)	3.50
08/12/20	A Russell	Review, analyze updates re developments re plan and DS filing, mediator discussions re same (1.3); correspond with Sidley and Committee members re same (.9); research re exclusivity issue (.7); correspond with Sidley team re same (.2); correspond with Sidley, Pachulski, and Committee members re plan filing (.4); review, analyze draft motions to seal plan and emergency motion re same (.6); correspond with Sidley team re same (.3); review, analyze plan related filings (.8).	5.20
08/13/20	J Hoffman	Call with E. Bromagen re: exclusivity motion and plan issues (0.4); review, analyze orders, exclusivity motions filed by Debtor (0.2); review, analyze draft plan and disclosure statement (0.3)	.90
08/13/20	B Guzina	Review unredacted versions of the plan and disclosure statement	.80
08/13/20	DM Twomey	Emails with team regarding seal/exclusivity motions, potential objection and strategy (.30); conference call with M. Clemente, E. Bromagen, A. Russell regarding seal and exclusivity	2.10

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Date	Name	Narrative	Hours
		motions, strategy and next steps (1.0); emails with M. Clemente regarding update for UCC (.20); analyze related strategic issues (.40); emails with team regarding entry of seal order (.20)	
08/13/20	EA Bromagen	Discuss Debtor plan and DS filings and UCC response with M. Clemente, D. Twomey, and A. Russell (1.0); discuss same with J. Hoffman (.4); emails with M. Clemente, D. Twomey, re same (.4); review transcripts of prior hearings and emails with M. Clemente re same (.9); further emails with M. Clemente, D. Twomey, A. Russell committee response (.4); draft committee response to motion to seal and motion to extend exclusivity (2.1)	5.20
08/13/20	MA Clemente	Call with E. Bromagen, D. Twomey and A. Russell re: seal motion and strategy (1.0); read seal motion and exclusivity motion (.5); analysis of strategy in response to seal motion and exclusivity extension (1.4); numerous emails with Sidley team re: seal, exclusivity and related strategy (1.0); read seal order (.2); analysis of impact of entry of seal order on strategy (.4); review unredacted plan (.5)	5.00
08/13/20	A Russell	Telephone conference with Sidley team re plan related filings and strategy (1.0); correspond with same re review of plan, exclusivity filings, mediator discussions, and strategy (1.3); research re exclusivity issue and correspond with Sidley team re same (.9).	3.20
08/14/20	MA Clemente	Call with E. Bromagen re: exclusivity and strategy (.4); detailed revisions to exclusivity objection (1.5); internal Sidley emails re: strategy and objection (.9); analysis of convenience class treatment and composition (.5)	3.30
08/14/20	DM Twomey	Emails with team regarding plan revisions, related issues (.30); emails with team regarding exclusivity next steps, strategy (.20); analyze related issues (.20)	.70
08/14/20	A Russell	Review, analyze ongoing updates, correspondence, and draft re exclusivity, strategy re same and plan filings.	1.90
08/14/20	EA Bromagen	Draft objection to Debtor's motion for extension of exclusivity (2.5); emails with D. Twomey and M. Clemente re same (.3); review of filed plan prior plan versions and emails with M. Clemente re same (.6); discuss claim treatment with E. Cheng (.3); discuss plan and other issues with M. Clemente (.4)	4.10
08/15/20	MA Clemente	Analysis of potential objection strategy (.8); analysis of responsive email from D. Twomey re: strategy (.3)	1.10
08/15/20	DM Twomey	Review draft exclusivity objection (.20); emails with team regarding same/comments, proposed strategy (.30)	.50
08/16/20	MA Clemente	Responsive email to D. Twomey re: strategy (.2); review key	1.00



## SIDLEY AUSTIN LLP

Invoice Number: 40056507  
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## Restructuring

Date	Name	Narrative	Hours
		open issues on plan (.8)	
08/17/20	A Russell	Telephone conference with M. Clemente, D. Twomey, and E. Bromagen re strategy re exclusivity (.5); correspond with Sidley and FTI members re same, plan filings and strategy re insider bonus claims and plan treatment of same (.8).	1.30
08/17/20	MA Clemente	Call with E. Bromagen, D. Twomey and A. Russell re: plan and exclusivity strategy (.5); prepare for call re: strategy (.3); analysis of treatment of insider employee claims (.9); review email analysis from E. Bromagen on bonus awards (.3)	2.00
08/17/20	DM Twomey	Conference call with team regarding exclusivity objection strategy, next steps (.50); emails with UCC/FTI/Sidley regarding plan, status updates (.20)	.70
08/18/20	B Guzina	Review latest versions of the plan and disclosure statement (0.8); assess open issues under the plan and consider strategy for confirmation process (0.5)	1.30
08/18/20	A Russell	Review, analyze updated exclusivity objection, FTI claims analysis re plan, and correspondence re same (1.2); review, analyze filed plan and update issues list (.6); correspond with Sidley team re same (.2).	2.00
08/18/20	DM Twomey	Emails with UCC/FTI/Sidley regarding transaction update, revised plan issues list	.20
08/18/20	MA Clemente	Review issues list and revise (.5); email with A. Russell re: plan issues (.1); review draft of exclusivity objection (.6); strategy regarding timing and exclusivity (1.0); analysis of trust governance issues (.7)	2.90
08/19/20	MA Clemente	Email with S. Advani re: tax issues (.1); review tax issues regarding plan structure (.6); analysis of plan issues for potential mediation (.7); assess plan classification issues (.8)	2.20
08/20/20	B Guzina	Review the latest version of the plan and assess open issues	.80
08/20/20	A Russell	Correspond with Sidley team re various plan issues (.6); review, analyze precedent re trust agreements (1.2).	1.80
08/20/20	MA Clemente	Analysis of potential classification issues (.5); emails with Sidley team re: classification and related issues (.5); brief review of solicitation procedures (.3); G. Demo email re: interest (.1); address exclusivity extension strategy and objection timing (.4); review draft objection (.7); review case law on interest (.4)	2.90
08/21/20	A Russell	Correspond with Sidley team re various plan issues (.4); review, analyze trust agreement precedent (.7).	1.10
08/21/20	DM Twomey	Emails with team regarding plan issues (.10); analyze same issues (.20); emails with FTI regarding Carey transaction (.20)	.50

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Date	Name	Narrative	Hours
08/21/20	MA Clemente	Email to A. Russell re: interest (.1); analysis of post effective interest issue and related case law (.6); analysis of structure of convenience class and voting (.9)	1.60
08/24/20	A Russell	Telephone conference and correspond with Sidley team re plan issues and deliverables, next steps.	1.60
08/24/20	AR Stromberg	Attend Committee professionals call regarding mediation, plan, and exclusivity issues	.60
08/24/20	MA Clemente	Emails with A. Russell re: interest and analysis (.3); analysis of post effective date interest structure (.6)	.90
08/24/20	MA Clemente	Sidley team call re: plan issues and next steps	.60
08/25/20	A Russell	Correspond with Sidley and FTI teams re plan issues.	.40
08/25/20	AF O'Neill	Discuss open issues with M. Clemente (.3); review Disclosure Statement and Plan (2.8); communications with E. Bromagen about claims objections (.2); meet with M. Clemente regarding mediation issues and exclusivity (.5)	3.80
08/25/20	MA Clemente	Conference with A. O'Neill re: plan and related issues (.5); work through convenience class structure and issues (1.1)	1.60
08/25/20	DM Twomey	Emails with FTI/Sidley teams regarding plan issues	.20
08/26/20	A Russell	Revise plan issues list for mediation (.6); correspond with Sidley team re same (.1).	.70
08/26/20	MA Clemente	Analysis of plan structure issues (.8); work on revisions to issues list (.4); emails with A. Russell re: issues list (.3); address oversight board and litigation trustee issues (0.8)	2.30
08/26/20	AF O'Neill	Review and analyze mediation statement (1.7); review updated issues list regarding plan and review key sections (.4); multiple communications with team regarding same plus review additional comments to same and consider additional issues (.4); follow-up with M. Clemente on next steps and mediation (.3); communications regarding Dondero asset review and related issues (.2); review materials regarding claims amount and consider waterfall and other plan issues (.4)	3.40
08/27/20	A Russell	Draft trust agreement (3.3); correspond with Sidley team re solicitation motion, plan issues (.3).	3.60
08/27/20	MA Clemente	Analysis of structure issues for convenience class (.8); review prior Dondero proposal (.3)	1.10
08/28/20	A Russell	Draft liquidating trust agreement.	5.40
08/28/20	MA Clemente	Review exclusivity objection	.30
08/28/20	AF O'Neill	Review draft exclusivity objection and consider approach with same	.80

## SIDLEY AUSTIN LLP

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## Restructuring

Date	Name	Narrative	Hours
08/31/20	A Russell	Draft, revise claimant trust agreement.	5.80
08/31/20	MA Clemente	Brief review of claimant trust agreement (.5); email from A. Russell re: claimant trust agreement (.1); work on issues regarding litigation trustee, claimant trustee, and oversight board (.5); call with E. Bromagen re: trustee issues (.3); work on strategy for exclusivity objection (.5)	1.90
08/31/20	AF O'Neill	Preliminary review of trust agreement (.8); analysis of plan dynamics and approach (1.2)	2.00
<b>Task Subtotal</b>			<b>187.80</b>
<b>21 Tax</b>			
08/04/20	ST Advani	Review tax disclosure for Disclosure Statement	1.10
08/06/20	ST Advani	Telephone conference with J. Hogan re tax discussion in Disclosure Statement	.80
08/10/20	ST Advani	Telephone conference with FTI re open tax issues on plan, disclosure statement, sale of Trussway	1.10
08/11/20	ST Advani	Review revisions to Disclosure Statement	.40
08/21/20	ST Advani	Review materials from creditor re tax structuring concerns	.30
<b>Task Subtotal</b>			<b>3.70</b>
<b>24 Creditor Communications</b>			
08/04/20	MA Clemente	Email from LW re: governance and related issues (.1); call with M. Hankin re: various issues (.4); email from Meta E re: governance structure (.2)	.70
08/05/20	MA Clemente	Email with Meta E re: governance structure (.1); detailed email with Redeemer re: various issues (.3); email with LW re: governance structure (.1)	.50
08/05/20	MA Clemente	Call with Kim Posin re: various issues	.30
08/07/20	MA Clemente	Call with M. Hankin re: various issues	.40
08/10/20	MA Clemente	Email with M. Hankin re: mediation statements	.10
08/12/20	MA Clemente	Detailed email to Committee re: discussion with mediator, debtor and Seery	.50
08/13/20	MA Clemente	Call with J. Bjork re: various issues (.3); email with M. Hankin re; plan (.1); detailed email to committee regarding motions and strategy (.7); further email to committee re: strategy (.3)	1.40
08/14/20	MA Clemente	Call with P. Daugherty re: various issues (.8); email with R. Patel re: status conference (.1); emails with Acis re: situation (.3); strategy email to Committee (.3); email from J. Moldovan re: plan provisions (.1); email with J. Moldovan re: plan	1.80

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<b>Date</b>	<b>Name</b>	<b>Narrative</b>	<b>Hours</b>
		provisions (.2)	
08/17/20	MA Clemente	Call from E. Felton re: board	.10
08/18/20	MA Clemente	Call with J. Terry re: various issues (.7); email with E. Felton re: various issues (.1)	.80
08/19/20	MA Clemente	Review materials from P. Daugherty	.50
08/25/20	MA Clemente	Email with Committee re: various issues	.30
08/27/20	MA Clemente	Communication with P. Daugherty re: claims	.10
08/30/20	MA Clemente	Draft email to the Committee regarding pending issues	.30
<b>Task Subtotal</b>			<b><u>7.80</u></b>
<b>Total Hours for all Tasks</b>			<b>662.80</b>

**Exhibit B**

**Expense Detail**

## SIDLEY AUSTIN LLP

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Restructuring

## EXPENSE DETAIL

Date	Narrative	Amount
08/03/20	07/02/20 - THE BUREAU OF NATIONAL AFFAIRS - 6888260188 - SEARCH SERVICE	\$0.20
08/06/20	08/05/20-Duplicating Charges (Color) Time: 17:32:00	8.70
08/07/20	Scanning, Printing & OCR 8/6/20 - DTI TOPCO INC - M458579008138 - COLOR PRINT	18.10
08/14/20	Scanning, Printing & OCR 8/14/20 - DTI TOPCO INC - M458579008181 - B/W PRINT	211.62
08/15/20	08/14/20-Duplicating Charges (Color) Time: 15:09:00	1.74
08/20/20	Professional Services Consulting (Project Mgr)	130.00
08/20/20	08/01/2020 - TRANSUNION RISK AND ALTERNATIVE DATA SOLUTIONS INC - 1450000820 - Search Services	35.00
08/20/20	08/06/20-Westlaw research service	55.01
08/20/20	08/06/20-Westlaw research service	537.26
08/20/20	08/06/20-Westlaw research service	137.20
08/20/20	08/05/20-Westlaw research service	91.46
08/20/20	08/12/20-Westlaw research service	187.04
08/25/20	E-Discovery Monthly Service Fee	828.00
08/25/20	Electronic Data Hosting	102.00
08/25/20	07/31/2020 - SECRETARY OF STATE OF TEXAS - 980332810002 - Document search	2.00
08/26/20	08/25/20-Duplicating Charges (Color) Time: 11:11:00	0.58
08/26/20	08/25/20-Duplicating Charges (Color) Time: 11:02:00	0.87
08/26/20	08/25/20-Duplicating Charges (Color) Time: 11:16:00	15.95
08/28/20	08/27/20-Duplicating Charges (Color) Time: 12:59:00	0.87
08/28/20	08/27/20-Duplicating Charges (Color) Time: 10:03:00	0.29
08/28/20	08/27/20-Duplicating Charges (Color) Time: 10:47:00	0.29
08/28/20	08/27/20-Duplicating Charges (Color) Time: 9:35:00	0.29
08/28/20	08/27/20-Duplicating Charges (Color) Time: 12:50:00	0.29
08/28/20	08/27/20-Duplicating Charges (Color) Time: 13:53:00	0.29
08/28/20	08/27/20-Duplicating Charges (Color) Time: 14:59:00	12.76

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<b>Date</b>	<b>Narrative</b>	<b>Amount</b>
08/29/20	08/28/20-Duplicating Charges (Color) Time: 12:05:00	10.15
08/29/20	08/28/20-Duplicating Charges (Color) Time: 11:06:00	6.67
08/29/20	08/28/20-Duplicating Charges (Color) Time: 12:37:00	5.22
08/29/20	08/28/20-Duplicating Charges (Color) Time: 12:21:00	0.29
08/29/20	08/28/20-Duplicating Charges (Color) Time: 14:10:00	2.32
08/29/20	08/28/20-Duplicating Charges (Color) Time: 17:21:00	1.16
08/29/20	08/28/20-Duplicating Charges (Color) Time: 18:00:00	0.29
08/29/20	08/28/20-Duplicating Charges (Color) Time: 15:32:00	0.29
08/29/20	08/28/20-Duplicating Charges (Color) Time: 13:46:00	0.29
08/31/20	08/30/2020 - ON TIME COURIERS INC - 315660 - Dallas Courier Charges	43.73
<b>Total</b>		<b>\$2,448.22</b>