

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

In re

Lordstown Motors Corp., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10831 (MFW)

(Jointly Administered)

Objection Deadline: April 15, 2024 at 4:00 p.m. (ET)

**SUMMARY OF FIFTH MONTHLY APPLICATION OF WOMBLE
BOND DICKINSON (US) LLP FOR COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES AS CO-COUNSEL FOR THE
DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD
FROM FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

Name of Applicant:

Womble Bond Dickinson (US) LLP

Authorized to Provide Professional Services to:

Debtors and Debtors-in-Possession

Date of Retention:

Effective October 6, 2023

Period for which Compensation and
Reimbursement is Sought:

February 1, 2024 to February 29, 2024

Amount of Compensation sought as Actual,
Reasonable and Necessary:

\$39,671.60 (80% of \$49,589.50)

Amount of Expense Reimbursement sought as
actual, reasonable and necessary:

\$0.00

This is a(n): X Monthly Interim Final Fee Application

This is WBD's fourth monthly application.

The total time expended in connection with the preparation of this fee application is not included herein as such time was expended after the Application Period.

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Debtors' service address is 27000 Hills Tech Ct., Farmington Hills, MI 48331.



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TIMEKEEPER SUMMARY

NAME OF PROFESSIONAL PERSON	POSITION/DATE ADMITTED TO BAR/NUMBER OF YEARS	HOURLY BILLING RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION SOUGHT
Donald J. Detweiler	Partner; Admitted to Delaware Bar 1992; Joined WBD 2022	\$845.00	5.6	\$4,732.00
Morgan L. Patterson	Partner; Admitted to Delaware Bar 2009; Joined WBD 2013	\$720.00	41.5	\$29,880.00
Elazar A. Kosman	Associate; Admitted to Delaware Bar 2022; Joined WBD 2023	\$385.00	2.5	\$962.50
Cynthia S. Giobbe	Paralegal; Joined WBD 2022	\$370.00	36.5	\$13,505.00
Heidi E. Sasso	Paralegal; Joined WBD 2007	\$345.00	0.2	\$69.00
Nichole M. Wilcher	Paralegal; Joined WBD 2024	\$315.00	1.4	\$441.00
TOTALS			87.7	\$49,589.50
Total Blended Rate				\$565.44

SUMMARY OF SERVICES BY TASK CODE

TASK CODE	TASK DESCRIPTION	HOURS	AMOUNT
BAK	Adversary	0.6	\$222.00
BKD	Documentations/Plan Negotiation	26.4	\$19,095.50
BKE	Executory Contracts/Lease Agreements	0.7	\$294.00
BKF	Fee Application/Monthly Billing	10.5	\$4,939.50
BKFO	Fees of Others	19.2	\$8,896.50
BKG	General Case Administration	2.6	\$1,032.00
BKH	Court Hearings/Preparation/Agenda	10.7	\$5,431.50
BKLT	Litigation	3.3	\$2,203.50
BKMO	Miscellaneous/Other	0.7	\$432.50
BKPO	Plan of Reorganization	10.2	\$5,621.50
BKRS	Reports and Schedules	2.8	\$1,421.00
	Total	87.7	\$49,589.50

SUMMARY OF EXPENSES

EXPENSE CATEGORY	TOTAL EXPENSES
Binding	\$0.00
Filing Fee	\$0.00
Messenger/Courier Service	\$0.00
Photocopies	\$0.00
Postage	\$0.00
Transcript	\$0.00
Total Expenses Requested:	\$0.00

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BOND DICKINSON (US) LLP FOR COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES AS CO-COUNSEL FOR THE
DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD
FROM FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

Womble Bond Dickinson (US) LLP (“WBD”), as co-counsel to debtors and debtors in possession (collectively, the “Debtors”) in these chapter 11 bankruptcy cases (the “Chapter 11 Cases”), submits its fifth monthly fee application (the “Application”), pursuant to sections 330(a), 331, and 1103 of Title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (as amended, the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-2 (“Local Rule 2016-2”) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), the *United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330* issued by the Executive Office for United States Trustees (the “Guidelines”), and this Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Chapter*

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Debtors’ service address is 27000 Hills Tech Ct., Farmington Hills, MI 48331.

11 Professionals and Committee Members [Docket No. 181] (the “Interim Compensation Order”), for the allowance of compensation for professional services performed by WBD for the period February 1, 2024 through and including February 29, 2024 (the “Application Period”) in the amount of \$49,589.50 together with reimbursement for actual and necessary expenses in the amount of \$0.00 incurred during the Application Period. In support of the Application, WBD respectfully represents as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334.
2. Venue of these cases and this Application is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.
3. The statutory predicates for the relief sought herein are Bankruptcy Code sections 330 and 331.

BACKGROUND

4. On June 27, 2023 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Court”), commencing these chapter 11 cases. Since the Petition Date, the Debtors have remained in possession of their assets and have continued to operate and manage their businesses as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these Chapter 11 Cases.

5. On July 11, 2023, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed the official committee of unsecured creditors (the “Creditors’ Committee”) for these Chapter 11 Cases. On September 7, 2023, the U.S. Trustee appointed the official committee of equity security holders (the “Equity Committee” and

collectively with the Creditors' Committee, the "Committees") for these Chapter 11 Cases. No trustee or examiner has been appointed in these Chapter 11 Cases.

6. Information regarding the Debtors' history, business operations, capital structure, indebtedness, and the events leading up to the commencement of these Chapter 11 Cases can be found in the *Declaration of Adam Kroll in Support of Debtors' Chapter 11 Petitions and First Day Motions* [Docket No. 15].

7. On October 31, 2023, WBD applied to the Court for an order authorizing the Debtors to retain WBD as its counsel, *nunc pro tunc* to October 6, 2023 [Docket No. 647] (the "Retention Application").

8. On November 20, 2023, the Court entered an Order approving the retention of WBD as counsel to the Debtors, *nunc pro tunc* to October 6, 2023 [Docket No. 717] (the "Retention Order").

SUMMARY OF SERVICES RENDERED

9. Attached hereto as Exhibit A is a detailed statement of fees incurred by WBD during the Application Period in the amount of \$49,589.50.

10. The services rendered by WBD during the Application Period are grouped into categories set forth in Exhibit A. The attorneys and paraprofessionals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category are set forth in Exhibit A.

SUMMARY OF EXPENSES

11. Attached as Exhibit B are WBD's itemized records detailing expenses incurred on behalf of the Debtors during the Application Period in the amount of \$0.00. All entries detailed in Exhibit B comply with the requirements set forth in Local Rule 2016-2(e),

including an itemization of the expenses by category, the date the expense was incurred, and the individual incurring the expense, where available.

12. WBD has not charged the Debtors for internal photocopying expenses. WBD also does not charge for outgoing facsimile transmissions.² The rates incurred by WBD in connection with third-party photocopying, electronic data management services, including scanning and document imaging, travel, travel-related expenses, business meals, messengers, couriers, postage, witness fees, and other fees related to trials and hearings are billed at cost, as set forth in **Exhibit B**. As per the Guidelines, WBD has not requested reimbursement of expenses related to overhead charges, such as secretarial services and proofreading.

VALUATION OF SERVICES

13. WBD's attorneys and paraprofessionals expended a total of 87.7 hours for the Application Period. The professional time expended by the firm, the value of said time in fees, and the value of the actual expenses incurred by the firm were actual, reasonable, and necessary. In all respects, the firm's fees and expenses meet the standards for allowance under Bankruptcy Code section 330, as well as the standards that govern the review and allowance of bankruptcy professionals' fees.

14. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given (i) the complexity of the case, (ii) the time expended, (iii) the nature and extent of the services rendered, (iv) the value of such services, and (v) the costs of comparable services other than in a case under chapter 11 of the Bankruptcy Code.

² To the extent WBD uses an outside vendor for volume faxing, WBD bills those charges at cost. WBD seeks competitive market rates for such outside vendor services.

RESPONSES TO FEE GUIDELINES QUESTIONNAIRE

Question	Response	Explanation
Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain.	No	N/A
If the fees sought in this fee application as compared to the fees budgeted for this time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?	N/A	N/A
Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?	No	N/A
Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices?	Yes	WBD spent 0.50 hours reviewing and revising invoice
Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information?	No	N/A
<p>If the fee application includes any rate increases since retention:</p> <p>i. Did your client review and approve those rate increases in advance?</p> <p>ii. Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA formal Ethics Opinion 11-458?</p>	N/A	This fee application does not include any rate increases.

RESERVATION OF RIGHTS

15. To the extent time or disbursement charges for services rendered or disbursements incurred relate to the Application Period but were not processed prior to the preparation of this Application, or WBD has for any other reason not sought compensation or reimbursement of expenses herein with respect to any services rendered or expenses incurred during the Application Period, WBD reserves the right to request additional compensation for such services and reimbursement of such expenses in a future application.

CERTIFICATE OF COMPLIANCE AND WAIVER

16. The undersigned representative of WBD certifies that the undersigned has reviewed the requirements of Local Rule 2016-2, and that the Application substantially complies with such Local Rule. To the extent that the Application does not comply in all respects with the requirements of Local Rule 2016-2, the undersigned believes that such deviations are not material. Accordingly, WBD respectfully requests that any such requirements be waived.

CONCLUSION

WHEREFORE, WBD respectfully requests that it be granted (i) a monthly allowance of fees in the amount of \$49,589.50 and authority for an interim payment of compensation for professional services rendered herein as counsel to the Debtors during the Application Period in the amount of \$39,671.60, which is eighty percent (80%) of the fees incurred; (ii) reimbursement of expenses in the amount of \$0.00; and (iii) such further relief as the Court may deem just and proper.

Dated: March 25, 2024
Wilmington, Delaware

/s/ Morgan L. Patterson
WOMBLE BOND DICKINSON (US) LLP
Donald J. Detweiler (DE Bar No. 3087)
Morgan L. Patterson (DE Bar No. 5388)
1313 North Market Street, Suite 1200
Wilmington, Delaware 19801
Telephone: (302) 252-4320
Facsimile: (302) 252-4330
don.detweiler@wbd-us.com
morgan.patterson@wbd-us.com

Counsel to the Debtors and Debtors in Possession

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

In re

Lordstown Motors Corp., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10831 (MFW)

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DICKINSON (US) LLP FOR COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES AS CO-COUNSEL FOR THE
DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD
FROM FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

PLEASE TAKE NOTICE that Womble Bond Dickinson (US) LLP (the “**Applicant**”) has today filed the attached *Fifth Monthly Application of Womble Bond Dickinson (US) LLP for Compensation for Services Rendered and Reimbursement of Expenses as Co-Counsel for the Debtors and Debtors in Possession for the Period from February 1, 2024 Through February 29, 2024* (the “**Application**”) with the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be made in accordance with the *Order Establishing Procedures For Interim Compensation And Reimbursement of Expenses For Chapter 11 Professionals and Committee Members, entered July 25, 2023 [D.I. 181]* (the “**Interim Compensation Order**”) and must be filed with the Clerk of the Bankruptcy Court, 824 North Market Street, 3rd Floor, Wilmington, DE 19801, and be served

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upon and received by (a) counsel to the debtors and debtors in possession in the above-captioned cases (collectively, the “**Debtors**”), (i) White & Case LLP, 200 South Biscayne Boulevard, Suite 4900, Miami, FL 33131 (Attn: Thomas E Lauria (tlauria@whitecase.com), Matthew C. Brown (mbrown@whitecase.com), and Fan B. He (fhe@whitecase.com)); (ii) White & Case LLP, 1221 Avenue of the Americas New York, NY 10020 (Attn: David M. Turetsky (david.turetsky@whitecase.com)); (iii) White & Case LLP, 111 South Wacker Drive, Suite 5100, Chicago, IL 60606 (Attn: Jason N. Zakia (jzakia@whitecase.com)); and (iv) White & Case LLP, 555 South Flower Street, Suite 2700, Los Angeles, CA 90071 (Attn: Roberto Kampfner (rkampfner@whitecase.com), Doah Kim (doah.kim@whitecase.com), and RJ Szuba (rj.szuba@whitecase.com)); (b) counsel to the Debtors, Womble Bond Dickinson (US) LLP, 1313 North Market Street, Suite 1200 Wilmington, DE 19801 (Attn: Donald J. Detweiler (don.detweiler@wbd-us.com), and Morgan L. Patterson (morgan.patterson@wbd-us.com)); (c) counsel to the Official Committee of Unsecured Creditors, (i) Troutman Pepper Hamilton Sanders LLP, Hercules Plaza, Suite 5100, 1313 N. Market Street, Wilmington, DE 19801 (Attn: David M. Fournier (david.fournier@troutman.com), and Tori L. Remington (tori.remington@troutman.com)); (ii) Troutman Pepper Hamilton Sanders LLP, 3000 Two Logan Square, 18th & Arch Streets, Philadelphia, PA 19103-2799 (Attn: Francis J. Lawall (francis.lawall@troutman.com)); (iii) Troutman Pepper Hamilton Sanders LLP, 875 Third Avenue, New York, NY 10022 (Attn: Deborah Kovsky-Apap (deborah.kovsky@troutman.com)); and (iv) Troutman Pepper Hamilton Sanders LLP, 4000 Town Center, Suite 1800, Southfield, MI 48075 (Attn: Sean P. McNally (sean.mcnally@troutman.com)); (d) the Office of The United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, DE 19801 (Attn: Benjamin A. Hackman (Benjamin.A.Hackman@usdoj.gov)); and (e) counsel to the Official

Committee of Equity Security Holders, (i) Brown Rudnick LLP, 7 Times Square, New York, NY 10036 (Attn: Robert J. Stark (rstark@brownrudnick.com) and Bennett S. Silverberg (bsilverberg@brownrudnick.com)); (ii) Brown Rudnick LLP, One Financial Center, Boston, MA 02111 (Attn: Matthew A. Sawyer (msawyer@brownrudnick.com)); and (iii) Morris James LLP, 500 Delaware Avenue, Suite 1500, Wilmington, DE 19801 (Attn: Eric J. Monzo (emonzo@morrisjames.com) and Brya M. Keilson (bkeilson@morrisjames.com)) by no later than **4:00 p.m. (Eastern Time) on April 15, 2024** (the “**Objection Deadline**”).

PLEASE TAKE FURTHER NOTICE that if any responses or objections to the Application are timely filed, served and received in accordance with this notice, a hearing on the Application will be held at the convenience of the Bankruptcy Court. Only those objections made in writing and timely filed and received in accordance with the Administrative Order and the procedures described herein will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Administrative Order, if no objection to the Application is timely filed, served and received by the Objection Deadline, the Applicant may be paid an amount equal to the lesser of (i) 80 percent of the fees and 100 percent of expenses requested in the Application or (ii) 80 percent of the fees and 100 percent of the expenses not subject to an objection without the need for further order of the Bankruptcy Court.

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Dated: March 25, 2024
Wilmington, Delaware

<p><u>/s/ Morgan L. Patterson</u> WOMBLE BOND DICKINSON (US) LLP Donald J. Detweiler (DE Bar No. 3087) Morgan L. Patterson (DE Bar No. 5388) 1313 North Market Street, Suite 1200 Wilmington, Delaware 19801 Telephone: (302) 252-4320 Facsimile: (302) 252-4330 don.detweiler@wbd-us.com morgan.patterson@wbd-us.com</p> <p><i>Counsel to the Debtors and Debtors in Possession</i></p>	<p>WHITE & CASE LLP Thomas E Lauria (admitted <i>pro hac vice</i>) Matthew C. Brown (admitted <i>pro hac vice</i>) Fan B. He (admitted <i>pro hac vice</i>) 200 South Biscayne Boulevard, Suite 4900 Miami, FL 33131 Telephone: (305) 371-2700 tlauria@whitecase.com mbrown@whitecase.com fhe@whitecase.com</p> <p>David M. Turetsky (admitted <i>pro hac vice</i>) 1221 Avenue of the Americas New York, NY 10020 Telephone: (212) 819-8200 david.turetsky@whitecase.com</p> <p>Jason N. Zakia (admitted <i>pro hac vice</i>) 111 South Wacker Drive, Suite 5100 Chicago, IL 60606 Telephone: (312) 881-5400 jzakia@whitecase.com</p> <p>Roberto Kampfner (admitted <i>pro hac vice</i>) Doah Kim (admitted <i>pro hac vice</i>) RJ Szuba (admitted <i>pro hac vice</i>) 555 South Flower Street, Suite 2700 Los Angeles, CA 90071 Telephone: (213) 620-7700 rkampfner@whitecase.com doah.kim@whitecase.com rj.szuba@whitecase.com</p> <p><i>Counsel to Debtors and Debtors in Possession</i></p>
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EXHIBIT A

Lordstown Motors Corp (DE)
 Lordstown Motors Corp.

120360.0001.8/4897499

ITEMIZED SERVICES BILL

Date:	Description:	Attorney:	Hours:	Rate:	Amount:
BKAV - Adversary					
02/05/2024	Email to W&C and WBD teams regarding motion to extend removal deadline (.1); prepare CNO regarding same (.1); email to M. Patterson regarding review (.1); efile same (.1)	Giobbe, Cynthia M.* (10258)	0.40	370.00	\$ 148.00
02/07/2024	Retrieve order extending removal deadline (.1); coordinate service of same (.1)	Giobbe, Cynthia M.* (10258)	0.20	370.00	\$ 74.00
Total for Task:					\$ 222.00
BKD - Documentations/Plan Negotiation					
02/01/2024	Work with co-counsel regarding service of amended plan	Patterson, Morgan L. (2372)	0.40	720.00	\$ 288.00
02/02/2024	Calls with David Turetsky regarding regarding amended plan issues (.6); work with KCC regarding service of amended plan (.2); correspondence with Doah Kim regarding confirmation evidence preparation (.2)	Patterson, Morgan L. (2372)	1.00	720.00	\$ 720.00

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02/05/2024	Call with David Turetsky regarding confirmation hearing preparation (.3); review precedent regarding hearing preparation (1.8)	Patterson, Morgan L. (2372)	2.10	720.00	\$ 1,512.00
02/06/2024	Emails regarding potential continuance of plan confirmation hearing date	Detweiler, Donald J. (10135)	0.20	845.00	\$ 169.00
02/07/2024	Calls with David Turetsky regarding confirmation hearing preparation (.7); multiple correspondence with court chambers regarding same (.2)	Patterson, Morgan L. (2372)	0.90	720.00	\$ 648.00
02/08/2024	Work with Court and co-counsel regarding rescheduling confirmation hearing	Patterson, Morgan L. (2372)	0.40	720.00	\$ 288.00
02/09/2024	Calls with David Turetsky regarding confirmation hearing preparation (.4); review objection to exclusivity (.3); prepare confirmation hearing re-notice (.4); multiple correspondence with court chambers regarding (.2)	Patterson, Morgan L. (2372)	1.30	720.00	\$ 936.00

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02/12/2024	Call with David Turetsky regarding exclusivity motion (.2); address potential resolution of Singh objection to exclusivity (.7)	Patterson, Morgan L. (2372)	0.90	720.00	\$ 648.00
02/13/2024	Calls with David Turetsky regarding exclusivity motion (.4); multiple correspondence with court chambers regarding exclusivity motion continuance (.2); revise and file COC and order regarding same (.5)	Patterson, Morgan L. (2372)	1.10	720.00	\$ 792.00
02/26/2024	Call with co-counsel regarding confirmation filings (.3); correspondence with Court regarding same (.2); call with UST regarding same (.2); review/revise confirmation brief and order (1.7); multiple correspondence with W&C team regarding updated confirmation documents (.2); call with David Turetsky regarding revisions to Plan (.2)	Patterson, Morgan L. (2372)	2.80	720.00	\$ 2,016.00
02/26/2024	Review and analysis of emails to and from L. Capp regarding confirmation briefing and upcoming confirmation filings	Detweiler, Donald J. (10135)	0.20	845.00	\$ 169.00
02/27/2024	Review/revise amended Plan (1.3); review/revise proposed confirmation order (1.8); review/revise plan supplement (1.7)	Patterson, Morgan L. (2372)	4.80	720.00	\$ 3,456.00

Lordstown Motors Corp (DE)
 Lordstown Motors Corp.

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02/28/2024	Review/revise/file amended Plan (1.6); calls with David Truetsky regarding plan revisions (.4); legal research regarding claims ombudsman (1.3); research precedent regarding confirmation legal issue rulings (1.9)	Patterson, Morgan L. (2372)	5.20	720.00	\$ 3,744.00
02/29/2024	Review and file reply in support of exclusivity motion (.7); review/revise confirmation brief (1.6); calls (x3) with David Turetsky regarding plan revisions (.8); review precedent regarding confirmation hearing preparation (1.7)	Patterson, Morgan L. (2372)	4.80	720.00	\$ 3,456.00
02/29/2024	Multiple internal calls M. Patterson and H. Sasso regarding plan documents to be filed	Detweiler, Donald J. (10135)	0.30	845.00	\$ 253.50

\$ 19,095.50

Total for Task:

BKE - Executory Contracts/Lease Agreements

02/05/2024	Review/file CNO regarding 365(d)(4) rejection motion	Patterson, Morgan L. (2372)	0.10	720.00	\$ 72.00
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Lordstown Motors Corp (DE)
 Lordstown Motors Corp.

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02/05/2024	Email to W&C and WBD teams regarding motion to extend 365(d)(4) (.1); prepare CNO regarding same (.1); email to M. Patterson regarding review (.1); efile same (.1)	Giobbe, Cynthia M.* (10258)	0.40	370.00	\$ 148.00
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02/07/2024	Retrieve order extending 365(d)(4) (.1); coordinate service of same (.1)	Giobbe, Cynthia M.* (10258)	0.20	370.00	\$ 74.00
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\$ 294.00

Total for Task:

BKF - Fee Application/Monthly Billing

02/02/2024	Revise WBD second monthly fee application (.3); email to M. Patterson regarding same (.1)	Giobbe, Cynthia M.* (10258)	0.40	370.00	\$ 148.00
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02/05/2024	Revise and file fee application	Patterson, Morgan L. (2372)	0.40	720.00	\$ 288.00
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Lordstown Motors Corp (DE)
 Lordstown Motors Corp.

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02/05/2024	Email (x3) to/from M. Patterson regarding WBD second monthly fee application (.1); revise objection deadline regarding notice/application (.1); prepare documents for filing (.1); efile same (.1); coordinate service of same (.1)	Giobbe, Cynthia M.* (10258)	0.50	370.00	\$ 185.00
02/07/2024	Review/revise and circulate December fee application (.3); address preparation of Womble first interim fee application (.3)	Patterson, Morgan L. (2372)	0.60	720.00	\$ 432.00
02/07/2024	Revise notice of WBD third monthly fee application (.1); email to/from M. Patterson regarding same (.1); prepare fee application for filing, efile same (.2); coordinate service of same (.1); calendar deadlines (.1)	Giobbe, Cynthia M.* (10258)	0.60	370.00	\$ 222.00
02/08/2024	Draft interim fee application	Kosman, Elazar A. (10329)	2.50	385.00	\$ 962.50
02/09/2024	Work with Elazar Kosman regarding WBD interim fee application	Patterson, Morgan L. (2372)	0.20	720.00	\$ 144.00

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02/12/2024	Review and revise WBD second interim fee application (.8); email to M. Patterson regarding same (.1)	Giobbe, Cynthia M.* (10258)	0.90	370.00	\$ 333.00
02/13/2024	Review/revise/circulate first interim application	Patterson, Morgan L. (2372)	1.10	720.00	\$ 792.00
02/13/2024	Revise WBD first interim (.2); email to M. Patterson regarding same (.1)	Giobbe, Cynthia M.* (10258)	0.30	370.00	\$ 111.00
02/14/2024	Prepare WBD first interim application for filing (.2); email (x3) to M. Patterson regarding same (.2); efile same (.1); coordinate service of same (.1)	Giobbe, Cynthia M.* (10258)	0.60	370.00	\$ 222.00
02/15/2024	Prepare WBD fourth monthly fee application (.8); email to M. Patterson regarding same (.1)	Giobbe, Cynthia M.* (10258)	0.90	370.00	\$ 333.00

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 Lordstown Motors Corp.

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02/20/2024	Revise and prepare for filing WBD fee application	Patterson, Morgan L. (2372)	0.50	720.00	\$ 360.00
02/21/2024	Prepare CNO regarding WBD second monthly fee application (.2); WBD third monthly fee application (.2); email (x2) to C. Giobbe regarding same (.2)	Wilcher, Nichole M.* (10600)	0.60	315.00	\$ 189.00
02/27/2024	Email to/from M. Patterson regarding WBD third and fourth monthlies (.1); email to N. Wilcher regarding same (.1)	Giobbe, Cynthia M.* (10258)	0.20	370.00	\$ 74.00
02/28/2024	Review/file CNOs regarding fee applications	Patterson, Morgan L. (2372)	0.20	720.00	\$ 144.00

\$ 4,939.50

Total for Task:

BKFO - Fees of Others

Lordstown Motors Corp (DE)
 Lordstown Motors Corp.

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02/02/2024	Email (x2) to S. Ludovici regarding White & Case fifth monthly fee application (.1); efile CNO (.1)	Giobbe, Cynthia M.* (10258)	0.20	370.00	\$ 74.00
02/06/2024	Work with co-counsel regarding interim professional fee filings and hearing (.4); review interim compensation order regarding same (.3)	Patterson, Morgan L. (2372)	0.70	720.00	\$ 504.00
02/06/2024	Email (x4) to/from M. Patterson regarding second interim fee applications	Giobbe, Cynthia M.* (10258)	0.20	370.00	\$ 74.00
02/08/2024	Address preparation and scheduling of interim fees (.3); multiple correspondence with court and co-counsel regarding same (.4)	Patterson, Morgan L. (2372)	0.70	720.00	\$ 504.00
02/09/2024	Review/file KPMG fee application	Patterson, Morgan L. (2372)	0.20	720.00	\$ 144.00

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02/09/2024	Prepare notice regarding Silverman and KPMG second interim applications (.5); email (x3) to M. Patterson and S. Ludovici regarding same (.2); review applications (.3); further revise KPMG second interim (.3); email (x3) to/from M. Patterson (.1); efile same (.1); coordinate service (.1)	Giobbe, Cynthia M.* (10258)	1.60	370.00	\$ 592.00
02/12/2024	Work with Debtor professionals regarding interim fee applications	Patterson, Morgan L. (2372)	0.30	720.00	\$ 216.00
02/12/2024	Email to/from S. Ruben regarding interim fee applications (.1); prepare CNO regarding Baker fifth monthly fee application (.1); email to M. VanNiel regarding same (.1); email to M. Patterson regarding second interim fee applications (.1); prepare CNO regarding Silverman sixth monthly fee application (.1); email to C. Tsitsis regarding same (.1); prepare CNO regarding KPMG's fourth monthly fee application (.1); email to M. Orobias regarding same (.1)	Giobbe, Cynthia M.* (10258)	0.80	370.00	\$ 296.00
02/13/2024	Email (x3) to/from M. Patterson regarding professional's CNOs (.2); email to M. VanNiel (.1); email to M. Orobias (.1); email to C. Tsitsis (.1); email to S. Ludovici and M. Patterson regarding W&C sixth monthly fee application (.2); prepare notice regarding same (.1); email sixth monthly fee application (.1); coordinate service of same (.1); efile CNO for Baker fifth monthly, Silverman sixth monthly and KPMG fourth monthly (.2); prepare Baker's sixth monthly fee application for filing (.2); email to M. VanNiel and M. Patterson (.1); efile same (.1); coordinate service of same (.1); review KCC second interim (.2); email to M. Patterson regarding same (.1)	Giobbe, Cynthia M.* (10258)	2.00	370.00	\$ 740.00

Lordstown Motors Corp (DE)
 Lordstown Motors Corp.

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02/14/2024	Review/revise/file professional second interim fee applications	Patterson, Morgan L. (2372)	2.60	720.00	\$ 1,872.00
02/14/2024	Prepare notices regarding second interim fee application of W&C, Silverman, Jefferies, Baker & Hostetler, KCC (.5); email (x6) to/from M. Patterson regarding same (.4); email to S. Ludovici regarding same (.2); emails to professionals (x5) regarding applications (.5); prepare interim applications, exhibits and notices for filing (1.1); efile same (.5); coordinate service of same (.1)	Giobbe, Cynthia M.* (10258)	2.80	370.00	\$ 1,036.00
02/20/2024	Multiple correspondence with White & Case team and Cindy Giobbe regarding Silverman fee application	Patterson, Morgan L. (2372)	0.20	720.00	\$ 144.00
02/21/2024	Revise CNO regarding KCC sixth monthly application, email to S. Harbuck (.1); prepare notice regarding Silverman's seventh monthly fee application (.1); prepare application for filing (.1); email to M. Patterson regarding same (.1); efile KCC CNO (.1)	Giobbe, Cynthia M.* (10258)	0.50	370.00	\$ 185.00
02/21/2024	Prepare CNO regarding KCC sixth monthly fee application; (.2); email to C. Giobbe regarding same (.1)	Wilcher, Nichole M.* (10600)	0.30	315.00	\$ 94.50

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 Lordstown Motors Corp.

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02/21/2024	File Silverman seventh MFA (.1); Efile CNO regarding KCC sixth MFA (.1)	Wilcher, Nichole M.* (10600)	0.20	315.00	\$ 63.00
02/25/2024	Further revise interim application index and binder	Giobbe, Cynthia M.* (10258)	1.50	370.00	\$ 555.00
02/26/2024	Review/file KCC fee application (.3); review/file KPMG fee application (.2)	Patterson, Morgan L. (2372)	0.50	720.00	\$ 360.00
02/26/2024	Prepare notice regarding KCC seventh monthly fee application (.1); email to D. Detweiler and M. Patterson regarding same (.1); email to S. Harbuck regarding same (.1); prepare application for filing (.1); efile same (.1); coordinate service of same (.1); email to/from M. Orobias, S. Ludovici and M. Patterson regarding KPMG's fifth monthly fee application (.1) prepare notice regarding same (.1); prepare exhibits for filing (.2); efile application (.1); coordinate service of same (.1); prepare COC and omnibus order regarding second interims (1.5)	Giobbe, Cynthia M.* (10258)	2.70	370.00	\$ 999.00

Lordstown Motors Corp (DE)
 Lordstown Motors Corp.

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02/27/2024	Revise second interim certification of counsel and order	Giobbe, Cynthia M.* (10258)	1.20	370.00	\$ 444.00
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\$ 8,896.50

Total for Task:

BKG - General Case Administration

02/05/2024	Revise critical dates calendar	Giobbe, Cynthia M.* (10258)	0.40	370.00	\$ 148.00
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02/06/2024	Address creditor inquiries regarding status of distribution	Patterson, Morgan L. (2372)	0.20	720.00	\$ 144.00
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02/07/2024	Revise/update weekly critical dates calendar (x2)	Giobbe, Cynthia M.* (10258)	0.60	370.00	\$ 222.00
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 Lordstown Motors Corp.

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02/12/2024	Revise critical dates calendar	Giobbe, Cynthia M.* (10258)	0.20	370.00	\$ 74.00
02/13/2024	Calendar objection deadlines (.2); revise critical dates calendar (.2)	Giobbe, Cynthia M.* (10258)	0.40	370.00	\$ 148.00
02/15/2024	Calendar interim fee application deadlines (.1); update critical dates calendars (.1); update 3/14/24 agenda (.2)	Giobbe, Cynthia M.* (10258)	0.40	370.00	\$ 148.00
02/25/2024	Update critical dates calendar	Giobbe, Cynthia M.* (10258)	0.20	370.00	\$ 74.00
02/26/2024	Revise critical dates calendar	Giobbe, Cynthia M.* (10258)	0.20	370.00	\$ 74.00

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 Lordstown Motors Corp.

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\$ 1,032.00

Total for Task:

BKH - Court Hearings/Preparation/Agenda

02/05/2024	Revise 2/22/24 agenda	Giobbe, Cynthia M.* (10258)	0.50	370.00	\$ 185.00
02/07/2024	Revise 2/22/24 hearing agenda	Giobbe, Cynthia M.* (10258)	0.20	370.00	\$ 74.00
02/08/2024	Email (x2) to/from M. Patterson regarding 3/14/24 hearing (.1); prepare COC regarding same (.1); efile COC, upload order (.1); coordinate service of entered order (.1)	Giobbe, Cynthia M.* (10258)	0.40	370.00	\$ 148.00
02/09/2024	Calendar deadlines associated with 3/14/24 hearing (.2); update critical dates calendar (.1); email (x2) to/from M. Patterson regarding confirmation continuance (.1); revise 2/22/24 hearing agenda (.2); efile confirmation notice (.1); email to M. Patterson regarding same (.1); coordinate service of same (.1)	Giobbe, Cynthia M.* (10258)	0.90	370.00	\$ 333.00

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 Lordstown Motors Corp.

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02/12/2024	Prepare 3/5/24 confirmation agenda (.1); revise 2/22/24 agenda (.2)	Giobbe, Cynthia M.* (10258)	0.30	370.00	\$ 111.00
02/13/2024	Revise 2/22/24 Agenda (.2); revise 3/5/24 agenda (.2)	Giobbe, Cynthia M.* (10258)	0.40	370.00	\$ 148.00
02/15/2024	Work with co-counsel regarding hearing scheduling	Patterson, Morgan L. (2372)	0.20	720.00	\$ 144.00
02/16/2024	Revise 2/22/24 agenda (.4); email to M. Patterson regarding same (.1)	Giobbe, Cynthia M.* (10258)	0.50	370.00	\$ 185.00
02/19/2024	Email (x3) to/from M. Patterson regarding 2/22/24 agenda	Giobbe, Cynthia M.* (10258)	0.20	370.00	\$ 74.00

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 Lordstown Motors Corp.

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02/20/2024	Review/revise and file agenda (.4); call with David Turetsky regarding same (.2); review/revise and file amended agenda (.2)	Patterson, Morgan L. (2372)	0.80	720.00	\$ 576.00
02/20/2024	Email (x3) to M. Patterson regarding 2/22/24 agenda (.2); revise 2/22/24 agenda (.2); efile same (.1); coordinate service regarding same (.1); prepare amended Agenda (.1); email to M. Patterson regarding same (.1)	Giobbe, Cynthia M.* (10258)	0.80	370.00	\$ 296.00
02/21/2024	Revise 3/5/24 agenda (.1); revise 3/14/24 agenda (.1)	Giobbe, Cynthia M.* (10258)	0.20	370.00	\$ 74.00
02/27/2024	Call with David Turetsky regarding confirmation hearing preparation	Patterson, Morgan L. (2372)	0.40	720.00	\$ 288.00
02/27/2024	Emails to and from Equity Committee Counsel regarding registration for upcoming hearing (.2); internal emails regarding registering new directors for upcoming hearing (.1)	Detweiler, Donald J. (10135)	0.30	845.00	\$ 253.50

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 Lordstown Motors Corp.

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02/27/2024	Email (x3) to/from D. Detweiler regarding confirmation hearing (.3); register A. Sole for 3/5/24 hearing (.1); update 3/5/24 agenda (.5)	Giobbe, Cynthia M.* (10258)	0.90	370.00	\$ 333.00
02/28/2024	Review/revise confirmation hearing agenda (.8); work with Doah Kim regarding confirmation hearing preparation (1.6)	Patterson, Morgan L. (2372)	2.40	720.00	\$ 1,728.00
02/28/2024	Revise 3/5/24 agenda (.7); email to M. Patterson regarding same (.1); revise 3/14/24 agenda/interim fee index (.5)	Giobbe, Cynthia M.* (10258)	1.30	370.00	\$ 481.00

\$ 5,431.50

Total for Task:

BKLT - Litigation

02/01/2024	Review/revise and circulate SEC COC and order	Patterson, Morgan L. (2372)	0.40	720.00	\$ 288.00
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 Lordstown Motors Corp.

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02/02/2024	Review/revise and file COC and stipulation regarding 7023 litigation (1.5); review/file SEC COC and order regarding Plan provisions (.4)	Patterson, Morgan L. (2372)	1.90	720.00	\$ 1,368.00
02/02/2024	Email (x3) to/from M. Patterson regarding SEC motion to extend (.2); prepare COC and order regarding same (.1); efile COC, upload order (.1)	Giobbe, Cynthia M.* (10258)	0.40	370.00	\$ 148.00
02/05/2024	Review and file CNO regarding removal motion	Patterson, Morgan L. (2372)	0.10	720.00	\$ 72.00
02/05/2024	Retrieve entered order regarding 7023 class claims, coordinate service (.1); retrieve SEC motion to extend, coordinate service (.1)	Giobbe, Cynthia M.* (10258)	0.20	370.00	\$ 74.00
02/15/2024	Review and analysis of SEC Extension Motion of Discharge Objection deadline	Detweiler, Donald J. (10135)	0.30	845.00	\$ 253.50

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\$ 2,203.50

Total for Task:

BKMO - Miscellaneous/Other

02/29/2024	Review SEC OIP and emails regarding filing of Notice of SEC OIP	Detweiler, Donald J. (10135)	0.40	845.00	\$ 338.00
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02/29/2024	Prepare Notice of Filing of Order Instituting Cease-and-Desist Proceedings; Email exchange with Morgan Patterson and Heidi Sasso related to same	Wilcher, Nichole M.* (10600)	0.30	315.00	\$ 94.50
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\$ 432.50

Total for Task:

BKPO - Plan of Reorganization

02/05/2024	Emails White and Case and SEC counsel regarding SEC Stipulation and filing of Stipulation under Certification of Counsel	Detweiler, Donald J. (10135)	0.30	845.00	\$ 253.50
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02/13/2024	Email (x3) to/from M. Patterson regarding exclusivity motion (.1); prepare certification of counsel and order regarding continuance (1.1)	Giobbe, Cynthia M.* (10258)	1.20	370.00	\$ 444.00
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Lordstown Motors Corp (DE)
 Lordstown Motors Corp.

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02/26/2024	Review multiple emails to and from White & Case team regarding plan confirmation and timing of updated plan confirmation documents	Detweiler, Donald J. (10135)	0.20	845.00	\$ 169.00
02/26/2024	Prepare notice of filing of blackline third amended plan (.2); prepare notice of proposed confirmation order (.2); email to W&C team regarding same (.1)	Giobbe, Cynthia M.* (10258)	0.50	370.00	\$ 185.00
02/27/2024	Review and analysis of multiple emails regarding plan confirmation documents and timing of filings of all plan documents (.4); multiple emails White & Case team regarding confirmation documents and scheduling of plan confirmation filings (.3); review multiple emails regarding confirmation schedule (.2); plan and confirmation filings and reports (.1); review of Third Modified First amended Joint Chapter 11 plan (.5); review Voting Report and exhibits for filing with Court for confirmation (.2); review Confirmation Order for Third Modified Plan (.6)	Detweiler, Donald J. (10135)	2.30	845.00	\$ 1,943.50
02/27/2024	Email (x2) to/from M. Patterson regarding revised confirmation order (.2); revise notice of confirmation order (.5)	Giobbe, Cynthia M.* (10258)	0.70	370.00	\$ 259.00

Lordstown Motors Corp (DE)
 Lordstown Motors Corp.

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02/27/2024	Preparation of third modified plan, plan supplement and exhibits, confirmation order; blackline of plan and voting declaration (1.5); email (x10) to/from M. Patterson regarding same (.6); prepare documents and exhibits for filing (1.0); efile same (.5); coordinate service of same (.1)	Giobbe, Cynthia M.* (10258)	3.70	370.00	\$ 1,369.00
02/28/2024	Confer with M. Patterson regarding confirmation documents; timing of filings; and open plan issues	Detweiler, Donald J. (10135)	0.30	845.00	\$ 253.50
02/29/2024	Review exclusivity reply and emails regarding filing of exclusivity reply	Detweiler, Donald J. (10135)	0.40	845.00	\$ 338.00
02/29/2024	Telephone call Committee counsel regarding open plan issues (.2); review plan confirmation documents and issues (.2)	Detweiler, Donald J. (10135)	0.40	845.00	\$ 338.00
02/29/2024	File and serve reply in support of exclusivity	Sasso, Heidi E.* (6724)	0.20	345.00	\$ 69.00

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\$ 5,621.50

Total for Task:

BKRS - Reports and Schedules

02/21/2024	Correspondence with UST regarding MORs	Patterson, Morgan L. (2372)	0.10	720.00	\$ 72.00
02/26/2024	Multiple correspondence with Silverman and W&C teams regarding revised and filing of MORs	Patterson, Morgan L. (2372)	0.30	720.00	\$ 216.00
02/28/2024	Review/revise/file amended December MORs and January MORs	Patterson, Morgan L. (2372)	0.70	720.00	\$ 504.00
02/28/2024	Email (x3) to/from D. Kim regarding December amended MORs and January MORs (.2); email to M. Patterson regarding same (.2); prepare attestations (x5) (.2); prepare MORs for filing (x5) and supporting documents (x5) (.8); efile same (.2); coordinate service of same (.1)	Giobbe, Cynthia M.* (10258)	1.70	370.00	\$ 629.00

\$ 1,421.00

Total for Task:

Total for Services: \$ 49,589.50

* If an asterisk appears above, it designates a Legal Assistant or other non-lawyer professional.

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 Lordstown Motors Corp.

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TIMEKEEPER SUMMARY

Attorney:	Hours:	Amount:	Rate:
Patterson, Morgan L.	41.50	\$ 29,880.00	\$ 720.00
Detweiler, Donald J.	5.60	\$ 4,732.00	\$ 845.00
Kosman, Elazar A.	2.50	\$ 962.50	\$ 385.00
Giobbe, Cynthia M.*	36.50	\$ 13,505.00	\$ 370.00
Wilcher, Nichole M.*	1.40	\$ 441.00	\$ 315.00
Sasso, Heidi E.*	0.20	\$ 69.00	\$ 345.00
Totals:	<u>87.70</u>	<u>\$ 49,589.50</u>	

* If an asterisk appears above, it designates a Legal Assistant or other non-lawyer professional.

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 Lordstown Motors Corp.

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TASK SUMMARY BILLING INFORMATION

Task Code	Task Description	Hours	Amount
BKAV	Adversary	0.60	\$ 222.00
BKD	Documentations/Plan Negotiation	26.40	\$ 19,095.50
BKE	Executory Contracts/Lease Agreements	0.70	\$ 294.00
BKF	Fee Application/Monthly Billing	10.50	\$ 4,939.50
BKFO	Fees of Others	19.20	\$ 8,896.50
BKG	General Case Administration	2.60	\$ 1,032.00
BKH	Court Hearings/Preparation/Agenda	10.70	\$ 5,431.50
BKLT	Litigation	3.30	\$ 2,203.50
BKMO	Miscellaneous/Other	0.70	\$ 432.50
BKPO	Plan of Reorganization	10.20	\$ 5,621.50
BKRS	Reports and Schedules	2.80	\$ 1,421.00
Total		87.70	\$ 49,589.50

Use of Legal Support Service Providers

In an effort to continue delivering cost effective services, WBD (US) uses legal support service providers located both inside and outside the U.S. to assist with help desk and technology issues, word processing, time entry, photocopying and other administrative tasks. In order for these service providers to complete these tasks, we must share certain client information. WBD (US) has made reasonable efforts to ensure that these services are performed in a manner that is consistent with our firm's obligations under the relevant Rules of Professional Conduct with regard to maintaining client confidentiality and supervision of non-lawyer assistants, and the firm bears responsibility for the resulting work product. As part of the engagement with the firm, you agree and consent to the use of the services of these providers in the manner stated above.