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Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|---|---|-------------------------|
| ----- | X | |
| <i>In re:</i> | : | |
| | : | Chapter 11 |
| | : | |
| JCK LEGACY COMPANY, <i>et al.</i>, | : | Case No. 20-10418 (MEW) |
| | : | |
| Debtors.¹ | : | (Jointly Administered) |
| | : | |
| ----- | X | |

**SUMMARY OF SECOND INTERIM AND FINAL FEE APPLICATION OF STROOCK
& STROOCK & LAVAN LLP, COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS OF JCK LEGACY COMPANY, *ET AL.*, FOR
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED DURING (I) THE SECOND INTERIM
FEE PERIOD FROM JUNE 1, 2020 THROUGH AND INCLUDING SEPTEMBER 30,
2020, AND (II) THE FINAL FEE PERIOD FROM FEBRUARY 26, 2020
THROUGH AND INCLUDING SEPTEMBER 30, 2020**

| | |
|--|---|
| Name of Applicant: | Stroock & Stroock & Lavan LLP |
| Authorized to Provide Professional Services to: | Official Committee of Unsecured Creditors |
| Date of Retention: | April 24, 2020, <i>nunc pro tunc</i> to February 26, 2020 [Dkt. No. 357] |

¹ The last four digits of Debtor JCK Legacy Company's tax identification number are 0478. Due to the large number of debtor entities in these jointly administered chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <http://www.kccllc.net/McClatchy>. The location of the Debtors' service address for purposes of these chapter 11 cases is: 2100 Q Street, Sacramento, California 95816.



| | |
|--|--|
| Period for which Interim Compensation and Reimbursement is Sought: | June 1, 2020 through and including September 30, 2020 |
| Period for which Final Compensation and Reimbursement is Sought: | February 26, 2020 through and including September 30, 2020 |
| Total Interim Compensation Requested: | \$2,580,926.50 |
| Total Final Compensation Requested: | \$7,194,817.82 |
| Total Interim Expense Reimbursement Requested: | \$36,599.41 |
| Total Final Expense Reimbursement Requested: | \$98,450.34 |
| Compensation Sought In This Application Already Paid Pursuant To A Monthly Compensation Order But Not Yet Allowed | \$1,811,449.20 |
| Expenses Sought In This Application Already Paid Pursuant To A Monthly Compensation Order But Not Yet Allowed | \$34,711.90 |
| Total Expense Reimbursement Requested by Committee Members | \$2,404.71 |

This is a(n): ☐ monthly ☒ interim ☒ final application

After September 30, 2020, Stroock professionals rendered additional services in preparing and filing this fee application. Amounts relating to such services are not included in this fee application.

Below are the amounts sought and already paid pursuant to an interim application:

| First Interim Fee Period | Expenses Incurred | Expenses Paid | Fees Incurred | Fees Paid | Balance (Fees & Expenses) |
|---|------------------------------|--------------------------|--------------------------|----------------------|--|
| 02/26/20 – 5/31/2020 Dkt. No. 616 | \$61,850.93 | \$61,850.93 | \$4,975,902.00 | \$4,975,902.00 | \$0.00 |
| Balance Owing: | | | \$0.00 | | |

Note: To conserve resources, Stroock has not filed a separate interim fee application for the period from June 1, 2020 through and including September 30, 2020. Accordingly, the fees and expenses for this period have not yet been approved by this Court. This fee application constitutes in part an interim and final request for the payment of such fees and expenses.

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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| <i>In re:</i> | : | |
| | : | Chapter 11 |
| | : | |
| JCK LEGACY COMPANY, <i>et al.</i>, | : | Case No. 20-10418 (MEW) |
| | : | |
| Debtors.¹ | : | (Jointly Administered) |
| | : | |
| ----- | X | |

**SECOND INTERIM AND FINAL FEE APPLICATION OF STROOCK & STROOCK &
LAVAN LLP, COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF JCK LEGACY COMPANY, *ET AL.*, FOR ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES INCURRED DURING (I) THE SECOND INTERIM FEE PERIOD FROM
JUNE 1, 2020 THROUGH AND INCLUDING SEPTEMBER 30, 2020, AND
(II) THE FINAL FEE PERIOD FROM FEBRUARY 26, 2020
THROUGH AND INCLUDING SEPTEMBER 30, 2020**

Stroock & Stroock & Lavan LLP (“**Stroock**”), counsel for the Official Committee of Unsecured Creditors (the “**Committee**”) appointed in the chapter 11 cases (the “**Chapter 11 Cases**”) of JCK Legacy Company and the above-captioned debtors and debtors in possession

¹ The last four digits of Debtor JCK Legacy Company’s tax identification number are 0478. Due to the large number of debtor entities in these jointly administered chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <http://www.kccllc.net/McClatchy>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 2100 Q Street, Sacramento, California 95816.

(collectively, the “**Debtors**”), hereby submits its second interim fee application and final fee application (this “**Application**”) for: (i) allowance and payment of compensation for professional services rendered in the amount of \$2,580,926.50 and reimbursement of expenses in the amount of \$36,599.41 that Stroock incurred for the period from June 1, 2020 through and including September 30, 2020 (the “**Second Interim Period**”); (ii) allowance, on a final basis, and payment of compensation for professional services rendered in the amount of \$7,194,817.82² and reimbursement of expenses in the amount of \$98,450.34 that Stroock incurred the period from February 26, 2020 through and including September 30, 2020 (the “**Final Period**”); (iii) payment of the Holdback (defined below) and any other allowed amounts to the extent not yet paid; and (iv) allowance and payment of expenses in the amount of \$2,404.71 incurred by Committee members during the Final Period. In support of this Application, Stroock submits the declaration of Erez E. Gilad (the “**Gilad Declaration**”), which is attached hereto as **Exhibit A** and incorporated herein by reference. In further support of this Application, Stroock respectfully states as follows:

PRELIMINARY STATEMENT

1. By this Application, Stroock seeks allowance, on a final basis, and payment of the fees and expenses incurred by Stroock during the Second Interim Period and the Final Period in connection with services rendered to the Committee. As set forth below and in the Interim Fee Application (as defined below), Stroock has played an integral role in nearly every major aspect of the Debtors’ chapter 11 cases, resulting in a meaningful recovery for the Debtors’ unsecured creditors.

² The amount sought in this Application already incorporates the discount agreed by each of the Committee Professionals, including Stroock, in connection with the Global Settlement.

2. Upon commencement of the Chapter 11 Cases, general unsecured creditors were immediately faced with a number of difficult challenges. The Debtors had begun solicitation of a chapter 11 plan of reorganization that sought to (a) terminate their pension plan, which would trigger significant withdrawal liabilities, and (b) divert substantially all of the value of the Debtors' assets to second and third lien creditors whose debt was acquired through a challengeable pre-petition uptier transaction. The Debtors also sought to impose mediation with the PBGC and the Committee (even prior to its formation) to negotiate the Plan and PBGC's withdrawal liability on an accelerated time frame. In order to accommodate that timeline, the Committee was forced to commence discovery and conduct an investigation into the second and third lien debt on a compressed time frame. In the interim, the global COVID-19 pandemic hit, the mediation stalled, and the Debtors determined to pivot to a section 363 credit bid to their first lien lenders. However, the credit bid offered insufficient cash to wind down the estates, and the Debtors found themselves on the brink of administrative insolvency.

3. Fortunately, based on the strength of the Committee's investigation, and as a result of Stroock's effective advocacy, Stroock was successful in negotiating a global settlement (the "Global Settlement") with each of the key parties in the case, including the Debtors, the Chatham Parties, the Brigade Parties and the Purchaser (each as defined in the Plan). As a result of the Global Settlement, the terms of the credit bid were agreed, thereby enabling the sale of the Debtors' assets on a going concern basis; a substantial portion of the Debtors' trade and employee obligations were assumed; the Purchaser agreed to fund additional cash into the estate to fund wind down expenses, thereby avoiding the risk of administrative insolvency; and a trust, funded with cash and a 77.5% interest in a potentially valuable tax refund due to the Debtors, was set aside for the benefit of general unsecured creditors. In addition, prior to confirmation, Stroock negotiated a

settlement with the Debtors' D&O insurance carriers for a \$4,587,500 cash settlement, which further increased the amount of cash that would be available to general unsecured creditors.

4. Stroock's attorneys played a lead role in developing, negotiating and implementing the Global Settlement, which involved complex issues that required consensus across various parties in interest. Stroock also undertook various efforts during the course of the Chapter 11 Cases that benefitted general unsecured creditors and facilitated the administration of the Chapter 11 Cases. Specifically, Stroock (a) participated in plan mediation, (b) investigated the liens and claims of the secured lenders, which investigation uncovered valuable estate claims, (c) identified significant unencumbered assets that served as the predicate for the Global Settlement negotiations, (d) significantly improved the terms of the Debtors' DIP financing and subsequent amendments, (e) successfully rebuffed the efforts of the secured lenders to force an immediate sale of the Debtors' assets by pushing for formal, court-approved bidding procedures, (f) worked together with the Debtors with respect to certain austerity measures designed to brace the Debtors against the effects of the COVID-19 pandemic, and (g) facilitated the going concern sale of the Debtors and subsequent confirmation of a consensual chapter 11 plan of distribution.

5. These and other efforts undertaken by Stroock advanced the interests of the Committee and protected the rights of general unsecured creditors in these Chapter 11 Cases. Accordingly, Stroock respectfully requests that the Court approve the Application.

JURISDICTION

6. The United States Bankruptcy Court for the Southern District of New York (the "**Court**") has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

7. The statutory bases for the relief requested herein are 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**”), and Rule 2016-1 of the Bankruptcy Local Rules for the Southern District of New York (the “**Local Rules**”), with recognition of the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the “**UST Guidelines**”) and in accordance with General Order M-447, the *Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases pursuant to Local Rule 2016-1(a) (as updated June 17, 2013)* (the “**Local Guidelines**” and, together with the UST Guidelines, the “**Guidelines**”)

BACKGROUND

8. On February 13, 2020 (the “**Petition Date**”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code, commencing the above-captioned cases (the “**Chapter 11 Cases**”).

9. On February 26, 2020, the Office of the United States Trustee for the Southern District of New York (the “**U.S. Trustee**”) filed the Notice of Appointment of Official Committee of Unsecured Creditors [Docket No. 114].

10. On February 26, 2020, shortly after its formation, the Committee selected Stroock to serve as counsel. Also on February 26, 2020, the Committee selected Berkeley Research Group, LLC (“**BRG**”) and Dundon Advisers, LLC (“**Dundon**”) to serve as co-financial advisors, and on March 9, 2020, the Committee selected Moelis & Company (“**Moelis**”, and collectively with Stroock, BRG, and Dundon, the “**Committee Professionals**”) to serve as its investment banker.

11. On March 11, 2020, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 176] (“**Interim Compensation Order**”).

12. On March 27, 2020, Stroock filed the *Application of the Official Committee of Unsecured Creditors for Entry of an Order Authorizing the Employment and Retention of Stroock & Stroock & Lavan LLP as Counsel, Nunc Pro Tunc to February 26, 2020* [Docket No. 247] (the “**Retention Application**”).

13. On April 24, 2020, the Court entered the *Order Authorizing Employment and Retention of Stroock & Stroock & Lavan LLP as Counsel to the Official Committee of Unsecured Creditors, Nunc Pro Tunc to February 26, 2020* [Docket No. 357] (the “**Retention Order**”) pursuant to which the Court approved the Committee’s retention of Stroock as counsel to the Committee in connection with the Chapter 11 Cases.

14. On August 25, 2020, this Court entered the *Order Granting First Interim Applications for Allowance of Compensation, and Reimbursement of Actual and Necessary Expenses* [Docket No. 792] (the “**First Interim Fee Order**”), approving Stroock’s first interim fee application filed on June 30, 2020 [Docket No. 616] (the “**First Interim Fee Application**”).

15. In accordance with the Interim Compensation Order, Stroock has submitted four monthly fee statements (collectively, the “**Fee Statements**”) for services rendered and expenses incurred during the Second Interim Period: (a) for the period covering June 1, 2020 through and including June 30, 2020 [Docket No. 730] (the “**Fourth Monthly Fee Statement**”); (b) for the period covering July 1, 2020 through and including July 31, 2020 [Docket No. 807] (the “**Fifth Monthly Fee Statement**”); (c) for the period covering August 1, 2020 through and including August 31, 2020 [Docket No. 841] (the “**Sixth Monthly Fee Statement**”); and (d) for the period

covering September 1, 2020 through and including September 30, 2020, annexed hereto in **Exhibit D** (the “**Seventh Monthly Fee Statement**”)³.

16. On August 7, 2020, this Court entered an order approving (i) the sale of substantially all of the Debtors’ assets, and (ii) the terms of the Global Settlement entered into among the Debtors, the Committee, Chatham and Brigade [Docket No. 744].

17. On August 21, 2020, the Debtors filed solicitation versions of their chapter 11 plan of distribution (as amended, the “**Plan**”) and disclosure statement [Docket Nos. 780 and 781].

18. On September 25, 2020, this Court entered an order confirming the Debtors’ Plan [Docket No. 879], and on September 30, 2020, the effective date of the Plan occurred (the “**Effective Date**”).

19. As of the date hereof, Stroock has received payment from the Debtors in the aggregate amount of \$6,883,914.03 representing 100% of fees and 100% of expenses incurred during the period from February 26, 2020 through May 31, 2020, 80% of fees and 100% of expenses incurred during the period from June 1, 2020 through August 31, 2020, and 0% of fees and 0% of expenses incurred during the period from September 1, 2020 through September 30, 2020. In addition, in accordance with the Interim Compensation Order, \$769,698.60 reflecting 20% of the fees requested during the period from June 1, 2020 through August 31, 2020 has been held back from payment pending further Court order (the “**Holdback**”).

20. Other than reservations of rights filed by Brigade and Chatham with respect to Stroock’s First Monthly Fee Statement [Docket Nos. 445, 446], and informal comments from the

³ To conserve resources, Stroock has not filed a separate monthly fee statement for the period from September 1, 2020 through and including September 30, 2020. Stroock’s Seventh Monthly Fee Statement is instead incorporated in this Application.

U.S. Trustee with respect to its First Interim Fee Application, Stroock has not received any responses or objections with respect to its Fee Statements or its First Interim Fee Application.

RELIEF REQUESTED

1. Pursuant to the Application, Stroock requests that the Court enter an order (the “**Order**”), (a) granting interim allowance and payment of compensation for the actual, reasonable and necessary professional services rendered by Stroock during the Second Interim Period in the amount of \$2,580,926.50 and reimbursement of the actual, reasonable and necessary expenses incurred by Stroock in the amount of \$36,599.41; (b) granting final allowance and payment of compensation for the actual, reasonable and necessary professional services rendered during the Final Period in the amount of \$7,194,817.82 and reimbursement of the actual, reasonable and necessary expenses incurred by Stroock in the amount of \$98,450.34; (c) authorizing and directing the Debtors to remit payment to Stroock for all approved but unpaid fees and expenses, including the Holdback and amounts due under the Seventh Monthly Fee Statement; and (d) granting final allowance and payment of expenses in the amount of \$2,404.71 incurred by Committee members during the Final Period. In support of this Application, attached are the following exhibits:

- **Exhibit A**: Declaration of Erez E. Gilad
- **Exhibit B**: Summary of Stroock’s Fees and Expenses
- **Exhibit C**: Customary and Comparable Compensation Disclosures
- **Exhibit D**: Fourth, Fifth, Sixth and Seventh Monthly Fee Statements
- **Exhibit E**: Budget and Staffing Plans

2. Pursuant to the terms of the Interim Compensation Order, Stroock submitted to the Debtors monthly invoices for services rendered and expenses incurred during the Final Period as follows:

| Monthly Statement Fee Period | Expenses Incurred | Expenses Paid | Fees Incurred | Fees Paid | Balance (Fees & Expenses) |
|---|--------------------------|-----------------------|----------------------|--------------------------|--------------------------------------|
| 2/26/2020-3/31/2020 Dkt No. 400 | \$13,418.98 | \$13,418.98 (100%) | \$2,423,087.50 | \$2,423,087.50 (100%) | \$0.00 |
| 4/1/2020-4/30/2020 Dkt. No. 500 | \$29,151.35 | \$29,151.35 (100%) | \$1,558,202.50 | \$1,558,202.50 (100%) | \$0.00 |
| 5/1/2020-5/31/2020 Dkt. No. 596 | \$19,280.60 | \$19,280.60 (100%) | \$994,612.00 | \$994,612.00 (100%) | \$0.00 |
| 6/1/2020-6/30/2020 Dkt No. 730 | \$15,206.54 | \$15,206.54 (100%) | \$1,155,203.00 | \$924,162.40 (80%) | \$230,237.45 (20%) |
| 7/1/2020-7/31/2020 Dkt No. 807 | \$17,264.19 | \$17,264.19 (100%) | \$779,253.50 | \$623,402.80 (80%) | \$155,850.70 (20%) |
| 8/1/2020-8/31/2020 Dkt. No. 841 | \$2,241.17 | \$2,241.17 (100%) | \$329,855.00 | \$263,884.00 (80%) | \$65,971.00 (20%) |
| 9/1/2020-9/31/2020 See Exhibit D of this Application | \$1,887.51 | \$0.00 (0%) | \$316,615.00 | \$0.00 (0%) | \$318,502.51 (100%) |

3. In addition to expenses incurred by Stroock during the Final Period, Stroock also seeks, on behalf of the Committee and in accordance with the Interim Compensation Order and

the Retention Order, payment and approval of the expenses incurred by Committee members during the Final Period. Attached as Exhibit C to Stroock's First Monthly Fee Statement [Docket No. 400] and as Exhibit C to Stroock's Fourth Monthly Fee Statement [Docket No. 730] are the Committee Member Expense Reports, which include \$2,404.71 of expenses incurred by a Committee member in connection with its responsibilities as a member of the Committee.

SUMMARY OF SERVICES PROVIDED BY STROOCK DURING THE SECOND INTERIM PERIOD

4. As set forth in the Summary Cover Sheet to the Application submitted herewith, Stroock rendered a total of 2,529.5 hours of professional services during the Second Interim Period, for which it seeks compensation of \$2,580,926.50, calculated in accordance with Stroock's normal hourly rates in effect at the time the services were rendered.

5. The fees and expenses incurred by Stroock are reasonable based on the nature and extent of the services rendered, the size and complexity of these Chapter 11 Cases, the time, labor, and special expertise brought to bear on the questions presented and other related factors. During the Second Interim Period, the professional services performed by Stroock were necessary and appropriate to protect the rights and fulfill the obligations of the Committee, were in the best interests of the Committee and general unsecured creditors, and were performed in an expeditious and efficient manner. In addition, Stroock coordinated with the Committee's other advisors so as not to duplicate effort. Accordingly, Stroock submits that the compensation sought herein is reasonable within the meaning of sections 330 and 331 of the Bankruptcy Code.

6. The following summary of services rendered during the Second Interim Period is not intended to be a detailed description of the work performed. Rather, it is merely an attempt to

highlight certain of those areas in which services were rendered to the Committee, as well as to identify some of the problems and issues to which Stroock was required to direct its attention.⁴

Case Administration – Matter No. 0001

7. Time in this category includes, but is not limited to, administrative matters that were necessary to the Committee's efficient and effective participation in these Chapter 11 Cases. Specifically, during the Second Interim Period, Stroock attorneys and paraprofessionals routinely reviewed the docket in the Chapter 11 Cases, maintained an ongoing calendar of important dates and deadlines relevant to these cases, including in-person meetings, hearings and other dates of critical importance, and actively tracked, coordinated and discussed ongoing workstreams across the various Committee professional teams in order to limit any duplication of work.

8. Stroock expended 83.0 hours in this category, for a total of \$41,576.00 during the Second Interim Period.

Meetings & Communications with Debtors – Matter No. 0002

9. Time in this category includes, but is not limited to, meetings, conference calls and correspondence with the Debtors' professionals. Specifically, during the Second Interim Period, Stroock worked closely with the Debtors' professionals to evaluate various developments in these Chapter 11 Cases and negotiate outcomes beneficial for the Debtors' general unsecured creditors. Stroock attorneys met, conferenced and corresponded with the Debtors' professionals to facilitate the proper and efficient administration of these Chapter 11 Cases.

10. Stroock expended 11.6 hours in this category, for a total of \$13,063.00 during the Second Interim Period.

⁴ In accordance with the U.S. Trustee Guidelines, Stroock classified all services performed for which compensation is sought into twenty-four (24) categories. Stroock attempted to place the services performed in the category that best relates to the services provided. However, because certain services may relate to one or more categories, services pertaining to one category may be included in another category. Timekeeping entries, attached hereto as **Exhibit D**, provide detailed descriptions of all services rendered with respect to each of these categories.

Asset Dispositions & Sales – Matter No. 0003

11. Time in this category includes, but is not limited to, Stroock's efforts in connection with the Debtors' sale process. During the Second Interim Period, Stroock attorneys conducted diligence and analyzed sale proposals, and conducted legal research and analysis regarding various issues related to credit bidding and stalking horse bidders. Stroock attorneys also spent significant time during the Second Interim Period reviewing, analyzing and negotiating the Debtors' proposed asset purchase agreement (the "APA"), preparing a thorough issues list and analysis for the Committee's consideration, and analyzing such issues in conjunction with the other Committee Professionals. In addition to advising the Debtors of certain concerns that the Committee had with the APA and sale process generally, Stroock prepared a letter to potential bidders outlining such concerns, to be shared in the Debtors' virtual data room along with other sale diligence materials. Throughout the sale process, Stroock regularly conducted calls with the Committee advising the members of the status of the bids and Stroock's recommendations in respect of such bids.

12. Also during the Second Interim Period, Stroock expended significant time preparing an objection to the proposed sale of the Debtors' assets. Ultimately, however, through the efforts of the Committee's professionals as well as certain other parties, the Committee's issues with the sale were resolved without Stroock filing the objection. Stroock attorneys then attended and helped facilitate an auction for the sale of substantially all of the Debtors' assets, including analysis of certain other objections that were filed with respect to the auction process. Finally, Stroock reviewed, analyzed and negotiated the terms of the Debtors' proposed sale order and coordinated with the Debtors and the Purchaser in connection with the sale closing.

13. In addition to the matters described above relating to the sale of substantially all of the Debtors' assets, Stroock conducted diligence on the Debtors' proposed de minimis asset sales and abandonments.

14. Stroock expended 337.0 hours in this category, for a total of \$336,410.00 during the Second Interim Period.

Relief From Stay / Adequate Protection – Matter No. 0004

15. Time in this category includes, but is not limited to, review and analysis of various motions for relief from the automatic stay, and analysis of potential resolutions thereof.

16. Stroock expended 7.3 hours in this category, for a total of \$7,459.00 during the Second Interim Period.

Court Hearings – Matter No. 0005

17. Time in this category includes preparation for and attendance (telephonically) at numerous hearings and status conferences before the Bankruptcy Court. During the Second Interim Period, Stroock attorneys prepared for and attended several court hearings and status conferences, which took place on July 1, July 2, July 6, July 9, August 3, August 4, August 19, and September 23, 2020.

18. Stroock expended 126.4 hours in this category, for a total of \$137,528.50 during the Second Interim Period.

Meetings & Communications with Creditors – Matter No. 0006

19. Time in this category includes, but is not limited to, coordinating and attending meetings and conference calls with the Committee as a whole, with individual Committee members, and with the Committee Professionals. During the Second Interim Period, Stroock coordinated and conducted regularly scheduled status calls with the Committee members and advisors to apprise the Committee members of real-time developments in these Chapter 11 Cases, to discuss such matters with the Committee, and to facilitate the efficient administration of these Chapter 11 Cases. In preparation for these calls and meetings, Stroock prepared agendas, reviewed pending matters to be discussed with the Committee, and reviewed and reported on underlying

documentation in connection with pending matters. Additionally, Stroock and the other Committee Professionals prepared presentations illustrating various matters for the Committee's consideration, as well as the collective analyses and recommendations of the Committee Professionals. Through the Committee meetings, telephone conferences and correspondence, Stroock assisted the Committee in fulfilling its statutory duties to make informed decisions regarding the various issues that arose in these cases and to monitor closely the Debtors' administration of these Chapter 11 Cases.

20. In addition, during the Second Interim Period, Stroock fielded numerous calls and correspondence from individual creditors and coordinated with the Committee's Information Agent in establishing a Committee website.

21. Stroock expended 148.3 hours in this category, for a total of \$166,469.00 during the Second Interim Period.

Case Analysis/ Pleading Analysis and Responses – Matter No. 0007

22. Time in this category includes, but is not limited to, time spent reviewing and analyzing various pleadings filed by the Debtors and other parties in the Chapter 11 Cases. Stroock attorneys drafted memoranda to the Committee summarizing the relief requested in various motions, analyzing legal and factual issues when appropriate, and providing, in conjunction with the other Committee Professionals, recommendations for the Committee's consideration.

23. During the Second Interim Period, Stroock attorneys also conducted regular internal meetings to discuss various issues in the Chapter 11 Cases. As the Court is aware, the impact of COVID-19 has necessitated attorneys and other professionals to work remotely. In a remote working environment, especially in the context of these complex and fast-paced Chapter 11 Cases, the need for regular all-hands telephone calls increased. At the start of the remote working environment, and while Stroock was still getting up-to-speed on the issues impacting the

Chapter 11 Cases, the Stroock team spoke regularly by telephone to address recently filed pleadings, issues arising in the ordinary course of the Debtors' operations, and overall case strategies. As the cases progressed, the calls occurred less frequently and involved fewer individuals. The large number of complex issues present in these Chapter 11 Cases necessitated attorneys and paraprofessionals to stay connected with each other and apprised of the latest issues impacting a variety of workstreams.

24. Stroock expended 61.6 hours in this category, for a total of \$63,162.50 during the Second Interim Period.

Stroock Fee Applications – Matter No. 0009

25. Time in this category primarily relates to Stroock's efforts in connection with preparing its Fee Statements and its First Interim Fee Application.

26. Stroock expended 83.6 hours in this category, for a total of \$64,145.00 during the Second Interim Period.

Other Professional Retention – Matter No. 0010

27. Time in this category includes, but is not limited to, Stroock's review, analysis and recommendations to the Committee in respect of the Debtors' professionals' retention applications, including analyzing the salient terms of the application to retain Ernst & Young as the Debtors' tax services provider [Docket No. 519].

28. Stroock also regularly reviewed the notices and declarations submitted by the Debtors' ordinary course professionals.

29. Stroock expended 6.5 hours in this category, for a total of \$3,438.50 during the Second Interim Period.

Other Professional Fee Applications – Matter No. 0011

30. Time in this category primarily relates to the review of the fee statements of the Debtors' professionals, as well as those of the other Committee Professionals.

31. Stroock expended 32.6 hours in this category, for a total of \$25,992.00 during the Second Interim Period.

Lien Review – Matter No. 0012

32. Time in this category includes, but is not limited to, reviewing and investigating the liens and collateral packages of the prepetition secured lenders to determine the extent and validity of their liens and security interests and the extent to which such liens were properly perfected. In connection with the Committee's investigation and analysis, Stroock reviewed and analyzed numerous debt documents and various other instruments, including security agreements, mortgages, deposit account control agreements and UCC financing statements. Stroock attorneys performed various searches and analyzed necessary filings to determine whether liens asserted by the lenders were properly perfected. Stroock attorneys also prepared materials for the Committee summarizing the status and preliminary results of that review. Ultimately, as this Court is aware, Stroock's lien review identified a number of lien imperfections and uncovered other substantial unencumbered value that should be distributable to general unsecured creditors, and the Committee prepared a standing motion to pursue necessary avoidance actions to preserve those claims and causes of action for the benefit of general unsecured creditors. In connection with the lien perfection issues raised in the Committee's standing motion, Stroock attorneys also negotiated and drafted a stipulation resolving such lien perfection issues among the Committee, the Debtors, and various other case parties.

33. Stroock expended 17.0 hours in this category, for a total of \$17,898.00 during the Second Interim Period.

Leases & Contracts – Matter No. 0013

34. Time in this category primarily involves, but is not limited to, analysis of the Debtors' contracts and leases. During the Second Interim Period, Stroock attorneys reviewed and analyzed the Debtors' rejected executory contracts and unexpired leases, as well as rejection damages estimates prepared by the Debtors' professionals.

35. Stroock expended 7.3 hours in this category, for a total of \$8,147.50 during the Second Interim Period.

Cash Collateral / DIP / Financing – Matter No. 0014

36. Time in this category includes, but is not limited to, time spent attending to various issues in connection with the Court's order authorizing the Debtors to obtain postposition financing (the "**DIP Facility**") and use cash collateral [Docket No. 233], including reviewing and analyzing the credit agreement and related documents and pleadings in respect of the DIP Facility and the Debtors' proposed modifications thereto.

37. In addition, during the Fee Period Stroock attorneys analyzed issues related to the Debtors' letter of credit facility and their motion to enter into replacement letter of credit facility [Docket No. 295]. Stroock attorneys also reported estimates to the Debtors' advisors weekly in connection with the DIP Facility reporting.

38. Stroock expended 23.5 hours in this category, for a total of \$28,426.00 during the Second Interim Period.

Litigation & Adversary Proceedings – Matter No. 0015

39. Time in this category primarily involves, but is not limited to, formal litigation matters in the Chapter 11 Cases. A significant portion of time in this category relates to the preparation of the Committee's motion for standing to pursue certain estate causes of action [Docket No. 546] (the "**STN Motion**"). Stroock attorneys expended significant time and effort

investigating potential causes of action that would be value accretive to general unsecured creditors, and conducting legal research regarding a wide variety of issues including, but not limited to, fraudulent transfer, equitable subordination and breach of fiduciary duty.

40. As a result of its investigation, Stroock concluded (and the court ultimately ruled) that several colorable estate causes of action existed, including actual and constructive fraudulent transfer claims, breach of fiduciary duty claims (and aiding and abetting thereof), and equitable subordination, all of which would inure to the benefit of general unsecured creditors. To that end, during the Second Interim Period, Stroock drafted and filed the STN Motion to pursue such causes of action on behalf of the Debtors' estates, along with a proposed complaint for the various colorable causes of action on behalf of the Debtors' estates.

41. While pursuing its investigation and drafting the STN Motion and related complaint, Stroock contemporaneously negotiated the Global Settlement with various case constituencies, which ultimately resolved the causes of action addressed by the STN Motion.

42. Stroock expended 727.8 hours in this category, for a total of \$642,334.50 during the Second Interim Period.

Business Operations – Matter No. 0016

43. Time in this category primarily relates to general business operations and due diligence concerning the Debtors. Specifically, Stroock attorneys spent time reviewing and analyzing the Debtors' SEC filings and monthly operating reports.

44. Stroock expended 2.7 hours in this category, for a total of \$3,323.00 during the Second Interim Period.

Employee Benefits / Pensions – Matter No. 0017

45. Time in this category primarily relates to Stroock's diligence related to pension and employee compensation matters.

46. Immediately following the Petition Date, the Debtors filed a motion seeking to terminate their single-employer defined benefit pension plan (the “**Pension Plan**”) and also sought in their proposed plan of reorganization to substantially limit the PBGC’s recovery on account of unfunded pension liabilities and the non-dischargeable termination premiums that would accrue if the Pension Plan were terminated. During the Second Interim Period, Stroock evaluated the Debtors’ motion to terminate the Pension Plan and the proposed plan treatment of the PBGC’s claims, analyzed various issues related to the PBGC’s potential termination premium, and researched the potential treatment of the PBGC’s claims and the impact of such treatment on general unsecured creditors.

47. Stroock attorneys also considered various labor issues, including review and analysis of the Debtors’ various collective bargaining agreements and employee retention plans. Throughout the Second Interim Period, Stroock engaged in multiple discussions with the PBGC, as well as the Knight Ridder Salaried Employees Association, both in their capacities as committee members, as well as individual creditors.

48. Stroock expended 42.0 hours in this category, for a total of \$45,821.50 during the Second Interim Period.

Tax Issues – Matter No. 0018

49. Time in this category primarily relates to Stroock’s efforts in connection with various tax-related issues that arose throughout the Second Interim Period. Stroock attorneys spent significant time analyzing the tax implications of a plan of reorganization as well as a sale of substantially all of the Debtors’ assets. As part of this analysis, and in conjunction with BRG’s tax specialists, Stroock attorneys researched and analyzed a variety of complex tax issues and reviewed the model and analysis prepared by the Debtors’ tax advisor, Ernst & Young LLP. Stroock attorneys also analyzed the likelihood of a potential tax refund for the Debtors.

50. Following the Global Settlement, Stroock also engaged in an extensive analysis of the tax implications of the Plan, APA, and the post-effective date trust agreements.

51. Stroock expended 164.9 hours in this category, for a total of \$217,627.00 during the Second Interim Period.

Valuation / Asset Analysis & Recovery – Matter No. 0020

52. Time in this category includes, but is not limited to, review, discussion and analysis by Stroock and among the Committee Professionals of various analyses prepared by one or more of the Committee Professionals pertaining to valuation, solvency, unencumbered assets, and potential recoveries. Stroock, along with the other Committee Professionals, prepared various presentations to the Committee conveying such analyses and recommendations.

53. Stroock expended 4.3 hours in this category, for a total of \$5,968.00 during the Second Interim Period.

Schedules/ SoFAs/ UST Reports – Matter No. 0021

54. Time in this category includes, but is not limited to, reviewing the Debtors' monthly operating reports.

55. Stroock expended 0.2 hours in this category, for a total of \$295.00 during the Second Interim Period.

Claims Administration & Objections – Matter No. 0022

56. Time in this category includes, but is not limited to, analysis and negotiation of the order establishing procedures for nonqualified retirement plan claims.

57. Stroock expended 31.3 hours in this category, for a total of \$32,071.00 during the Second Interim Period.

Plan & Disclosure Statement – Matter No. 0023

58. Time in this category includes, but is not limited to, Stroock’s review and analysis of the Debtors’ Plan and related disclosure statement. Stroock expended significant time negotiating the terms of the Plan as well as the materials set forth in the *Plan Supplement With Respect to Plan of Distribution* [Docket 827] and discussing the same with the Debtors and other case parties. In support of the Plan, Stroock attorneys also drafted a reply [Docket No. 860] to the *Objection of the United States Trustee to Confirmation of the Joint Chapter 11 Plan* [Docket No. 855], and reviewed, analyzed and advised the Committee with respect to the various other Plan objections that were filed.

59. Additionally, during the Second Interim Period, Stroock attorneys drafted the liquidating trust agreement governing the GUC Recovery Trust (as defined in the Plan). Stroock attorneys also assisted the Committee in interviewing candidates for, and filling the position of, the trustee of the GUC Recovery Trust. Stroock attorneys also facilitated initial discussions regarding the transition on the Effective Date among the Debtors’ professionals, the Committee Professionals, the trustees of the GUC Recovery Trust and the Plan Administration Trust (as defined in the Plan), and their respective counsels.

60. Stroock expended 348.4 hours in this category, for a total of \$360,770.00 during the Second Interim Period.

Mediation (And Related Review / Analysis) – Matter No. 0024

61. Time in this category primarily relates to Stroock’s efforts in connection with the court-ordered mediation [Docket No. 107] (the “**Mediation Order**”). During the Second Interim Period, Stroock attorneys attended several telephonic mediation sessions and were engaged in regular communication (both formal and informal) with the Mediator, the Debtors’ counsel and other Mediation Parties. Stroock attorneys routinely reviewed documents produced in the Debtors’

virtual data room pursuant to the Mediation Order, and performed a variety of other tasks in connection with the mediation (which Stroock cannot describe in more detail due to mediation privilege and confidentiality).

62. Throughout the Second Interim Period, Stroock attorneys engaged in extensive negotiations in connection with the mediation process, involving many iterations of potential settlement proposals. Ultimately, through the combined efforts of Stroock attorneys as well as the other case professionals, the parties were able to come to a negotiated settlement agreement which resulted in a significant increase in the recovery for general unsecured creditors.

63. Stroock expended 262.2 hours in this category, for a total of \$359,001.50 during the Second Interim Period.

**SUMMARY OF SERVICES PROVIDED BY STROOCK DURING THE
FIRST INTERIM PERIOD**

64. As set forth in the First Interim Fee Application, Stroock rendered a total of 4,927.2 hours of professional services during the First Interim Period, for which it seeks final approval of compensation of \$4,975,902.00, calculated in accordance with Stroock's normal hourly rates in effect at the time the services were rendered, and reimbursement of expenses incurred in the amount of \$61,850.93. The summary of services rendered and expenses incurred during the First Interim Period is provided in the First Interim Fee Application, which is incorporated herein by reference.

65. The fees and expenses incurred by Stroock during the First Interim Period are reasonable based on the nature and extent of the services rendered, the size and complexity of these Chapter 11 Cases, the time, labor, and special expertise brought to bear on the questions presented and other related factors. The professional services performed by Stroock also were necessary and appropriate to protect the rights and fulfill the obligations of the Committee, were in the best

interests of the Committee and general unsecured creditors, and were performed in an expeditious and efficient manner. Accordingly, Stroock submits that the compensation sought therein and herein is reasonable within the meaning of sections 330 and 331 of the Bankruptcy Code.

STATEMENT PURSUANT TO U.S. TRUSTEE GUIDELINES

66. The following statement is provided pursuant to ¶ C.5. of the Appendix B Guidelines.

- a. **Question:** 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.

Answer: No.

- b. **Question:** If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client.

Answer: Not applicable.

- c. **Question:** Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case.

Answer: No.

- d. **Question:** Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application). If so, please quantify by hours and fees.

Answer: No.

- e. **Question:** Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.

Answer: No.

- f. **Question:** If the fee application includes any rate increases since retention: (i) Did your client review and approve those rate increases in advance? (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?

Answer: Not applicable.

COMPLIANCE WITH GUIDELINES

67. Stroock believes that this Application substantially complies with the local rules of this Court and the United States Trustee's guidelines for fee applications. To the extent there has not been material compliance with any particular rule or guideline, Stroock respectfully requests a waiver or an opportunity to cure.

NO PRIOR REQUEST

68. No prior request for the relief sought in this Application has been made to this or any other court.

CONCLUSION

69. The services rendered by Stroock during the Second Interim Period and Final Period were reasonable and necessary within the meaning of Bankruptcy Code section 330. Further the expenses requested were actual and necessary to the performance of Stroock's services. Accordingly, Stroock requests that the Court approves the Application.

WHEREFORE, Stroock respectfully requests that the Court enter an Order: (a) granting the interim allowance of compensation for the professional services rendered by Stroock during the Second Interim Period in the amount of \$2,580,926.50 and reimbursement for the necessary expenses incurred by Stroock in the amount of \$36,599.41; (b) payment of the Holdback and any other allowed amounts to the extent not yet paid; and (c) allowance, on a final basis, and payment of the compensation for professional services rendered in the amount of \$7,194,817.82 and

reimbursement of actual and necessary costs and expenses in the amount of \$98,450.34 incurred during the Final Period; and (d) granting Stroock and such other and further relief as may be proper.

Dated: October 29, 2020
New York, New York

Respectfully submitted,

STROOCK & STROOCK & LAVAN LLP

/s/ Erez E. Gilad

Kristopher M. Hansen

Frank A. Merola

Erez E. Gilad

Samantha Martin

180 Maiden Lane

New York, NY 10038-4982

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Facsimile: (212) 806-6006

*Counsel for the Official
Committee of Unsecured Creditors*

EXHIBIT A

Gilad Declaration

STROOCK & STROOCK & LAVAN LLP

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*Counsel for the Official
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|---|---|-------------------------|
| ----- | X | |
| <i>In re:</i> | : | |
| | : | Chapter 11 |
| | : | |
| JCK LEGACY COMPANY, <i>et al.</i>, | : | Case No. 20-10418 (MEW) |
| | : | |
| Debtors.¹ | : | (Jointly Administered) |
| | : | |
| ----- | X | |

**DECLARATION OF EREZ E. GILAD IN SUPPORT OF THE SECOND INTERIM AND
FINAL FEE APPLICATION OF STROOCK & STROOCK & LAVAN LLP, COUNSEL
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF JCK LEGACY
COMPANY, *ET AL.*, FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED DURING (I) THE
SECOND INTERIM FEE PERIOD FROM JUNE 1, 2020 THROUGH AND INCLUDING
SEPTEMBER 30, 2020, AND (II) THE FINAL FEE PERIOD FROM FEBRUARY 26,
2020 THROUGH AND INCLUDING SEPTEMBER 30, 2020**

Erez E. Gilad, a member of Stroock & Stroock & Lavan LLP, makes this Declaration under
28 U.S.C. § 1746 and states:

¹ The last four digits of Debtor JCK Legacy Company's tax identification number are 0478. Due to the large number of debtor entities in these jointly administered chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <http://www.kccllc.net/McClatchy>. The location of the Debtors' service address for purposes of these chapter 11 cases is: 2100 Q Street, Sacramento, California 95816.

1. I am a member of Stroock & Stroock & Lavan LLP ("**Stroock**"), which maintains offices for the practice of law at 180 Maiden Lane, New York, New York 10038. I am an attorney-at-law, duly admitted and in good standing to practice in the State of New York, and numerous courts including the United States District Courts for the Southern and Eastern Districts of New York.

2. I have reviewed the foregoing Second Interim and Final Fee Application of Stroock, counsel for the Official Committee of Unsecured Creditors ("**Committee**") of JCK Legacy Company, *et al.* ("**Debtors**"), for the interim period from June 1, 2020 through and including September 30, 2020 and for the final period of February 26, 2020 through and including September 30, 2020 (the "**Application**"). To the best of my knowledge, information, and belief, the statements contained in the Application are true and correct. In addition, I believe that the Application complies with Bankruptcy Local Rule 2016-1.

3. In connection therewith, I hereby certify that:

- a. to the best of my knowledge, information, and belief, formed after reasonable inquiry, the fees and disbursements sought in the Application are permissible under the relevant rules, court orders, and Bankruptcy Code provisions, except as specifically set forth herein;
- b. except to the extent disclosed in the Application, the fees and disbursements sought in the Application are billed at rates customarily employed by Stroock and generally accepted by Stroock's clients;
- c. in providing a reimbursable expense, Stroock does not make a profit on that expense, whether the service is performed by Stroock in-house or through a third party;
- d. in accordance with Bankruptcy Rule 206(a) of the Federal Rules of Bankruptcy Procedure and 11 U.S.C. § 504, no agreement or understanding exists between Stroock and any other person for the sharing of compensation to be received in connection with the above case except as authorized pursuant to the Bankruptcy Code, Bankruptcy Rules, and Bankruptcy Local Rules; and

- e. all services for which compensation is sought were professional services on behalf of the Committee and not on behalf of any other person.

4. The Committee, the Wind-Down Debtors, and the U.S. Trustee have been, or promptly will be, provided with a copy of the Application at least 14 days prior to the hearing on the Application.

5. Stroock responds to the following questions in the Department of Justice *Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Cases* in compliance with section C(5) as follows:

- a. **Question:** 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. **Response:** No.
- b. **Question:** If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client? **Response:** Not applicable.
- c. **Question:** Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case? **Response:** No.
- d. **Question:** Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.) If so, please quantify by hours and fees. **Response:** No.
- e. **Question:** Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees. **Response:** No.
- f. **Question:** If the fee application includes any rate increases since retention: (i) Did your client review and approve those rate increases in advance? (ii) Did your client agree when retain timekeeping 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?
Response: Not applicable.

I certify under penalty of perjury under the laws of the United States that, to the best of my knowledge and after reasonable inquiry, the foregoing is true and correct.

Dated: October 29, 2020

/s/ Erez E. Gilad
Erez E. Gilad

EXHIBIT B

Details of Fees and Expenses

| Summary of Timekeepers Included in the Second Interim Period | | | | | | |
|---|-----------------|-------------------------|---------------------------|--------------|-------------|---------------|
| Name of Professional | Position | Department | Bar Admission Date | Hours | Rate | Amount |
| Fliman, Daniel A. | Partner | Financial Restructuring | 2003 | 277.6 | \$1,350 | \$374,760.00 |
| Gilad, Erez E. | Partner | Financial Restructuring | 2001 | 171.2 | 1,475 | 252,520.00 |
| Hansen, Kristopher M. | Partner | Financial Restructuring | 1996 | 139.2 | 1,650 | 229,680.00 |
| Jewett, Michelle M. | Partner | Tax | 2004 | 87.0 | 1,395 | 121,365.00 |
| Kelly, Brian P. | Partner | Financial Restructuring | 2001 | 7.9 | 1,195 | 9,440.50 |
| Lilling, Austin S. | Partner | ERISA | 2001 | 14.1 | 1,250 | 17,625.00 |
| Lowenthal, Jeffrey S. | Partner | Financial Restructuring | 1982 | 3.8 | 1,395 | 5,301.00 |
| Merola, Frank A. | Partner | Financial Restructuring | 1988 | 136.4 | 1,475 | 201,190.00 |
| Murphy, Lewis F. | Partner | Litigation | 1980 | 15.8 | 1,050 | 16,590.00 |
| Olstein, David C. | Partner | ERISA | 1995 | 11.1 | 1,195 | 13,264.50 |
| Uffner, Jeffrey D. | Partner | Tax | 1977 | 44.8 | 1,525 | 68,320.00 |
| Benfield, Nathaniel H. | Associate | Litigation | 2016 | 135.6 | 850 | 115,260.00 |
| Bryan, Nadia M. | Associate | Financial Restructuring | 2018 | 3.6 | 675 | 2,430.00 |
| Cooperman, Kerry T. | Associate | Litigation | 2010 | 33.0 | 1,025 | 33,825.00 |
| Friederich, Brian A. | Associate | ERISA | 2016 | 11.9 | 895 | 10,650.50 |
| Gargano, Charles E. | Associate | Financial Restructuring | 2020 | 111.3 | 550 | 61,215.00 |
| Harlan, Cole W. | Associate | Financial Restructuring | 2018 | 2.0 | 675 | 1,350.00 |
| Iaffaldano, John F. | Associate | Financial Restructuring | 2020 | 458.4 | 550 | 252,120.00 |
| Lewkowicz, Daniel H. | Associate | Litigation | 2015 | 3.0 | 895 | 2,685.00 |
| Loonam, Elizabeth A. | Associate | Financial Restructuring | 2010 | 18.9 | 975 | 18,427.50 |
| Mann, Jeffrey M. | Special Counsel | Intellectual Property | 2001 | 0.4 | 995 | 398.00 |
| Martin, Samantha | Special Counsel | Financial Restructuring | 2008 | 381.6 | 1,095 | 417,852.00 |
| Martinez, Daniel | Associate | Tax | 2007 | 2.0 | 955 | 1,910.00 |
| Sasson, Gabriel | Special Counsel | Financial Restructuring | 2010 | 5.6 | 1,095 | 6,132.00 |
| Sasson, Isaac S. | Associate | Financial Restructuring | 2016 | 278.9 | 940 | 262,166.00 |
| Senie, Brian J. | Associate | Tax | 2014 | 3.1 | 895 | 2,774.50 |

| | | | | | | |
|-----------------------------|-----------|-------------------------|------|----------------|-------|-----------------------|
| Shandler, Lauren W. | Associate | Tax | 2020 | 13.7 | 550 | 7,535.00 |
| Shiah, Thomas J. | Associate | Financial Restructuring | 2011 | 8.2 | 1,095 | 8,979.00 |
| Totals for Attorneys | | | | 2,380.1 | | \$2,515,765.50 |

| Name of Paraprofessional | Position | Department | Years in Position | Hours | Rate | Amount |
|-----------------------------|----------------------|-------------------------|-------------------|----------------|------|-----------------------|
| Fiore, Nicole G. | Paralegal | Litigation Support | 13 | 6.1 | 370 | 2,257.00 |
| Laskowski, Mathew D. | Paralegal | Financial Restructuring | 22 | 2.9 | 450 | 1,305.00 |
| Magzamen, Michael | Paralegal Supervisor | Financial Restructuring | 18 | 121.5 | 450 | 54,675.00 |
| Mohamed, David | Paralegal | Financial Restructuring | 31 | 5.0 | 370 | 1,850.00 |
| Rivera, Johnny | Project Manger | Litigation Support | 15 | 7.5 | 340 | 2,550.00 |
| Shea, Charles C | Paralegal | Corporate | 1 | 3.8 | 370 | 1,406.00 |
| Yip-Daniels, May K | Paralegal Supervisor | Financial Restructuring | 23 | 2.6 | 430 | 1,118.00 |
| Total for Paraprofessionals | | | | 149.4 | | \$65,161.00 |
| Total | | | | 2,529.5 | | \$2,580,926.50 |

| | |
|--------------------------------------|----------------|
| Average Attorney Rate | \$1,057 |
| Average Paraprofessional Rate | \$436 |

Number of Professionals Included in This Application for the Second Interim Period: 35

Number of Professionals Billing Fewer Than 15 Hours to the Case During the Second Interim Period: 20

| Summary of Timekeepers Included in the Final Period | | | | | | |
|---|-----------------|-------------------------|--------------------|---------|---------|-------------|
| Name of Professional | Position | Department | Bar Admission Date | Hours | Rate | Amount |
| Cota, Alexandro | Partner | Financial Restructuring | 2005 | 4.1 | \$1,150 | \$ 4,715.00 |
| Fliman, Daniel A. | Partner | Financial Restructuring | 2003 | 559.3 | 1,350 | 755,055.00 |
| Gilad, Erez E. | Partner | Financial Restructuring | 2001 | 615.1 | 1,475 | 907,272.50 |
| Hansen, Kristopher M. | Partner | Financial Restructuring | 1996 | 417.0 | 1,650 | 688,050.00 |
| Jewett, Michelle M. | Partner | Tax | 2004 | 124.2 | 1,395 | 173,259.00 |
| Kelly, Brian P. | Partner | Financial Restructuring | 2001 | 38.9 | 1,195 | 46,485.50 |
| Lilling, Austin S. | Partner | ERISA | 2001 | 41.0 | 1,250 | 51,250.00 |
| Lowenthal, Jeffrey S. | Partner | Financial Restructuring | 1982 | 3.8 | 1,395 | 5,301.00 |
| Merola, Frank A. | Partner | Financial Restructuring | 1988 | 464.2 | 1,475 | 684,695.00 |
| Murphy, Lewis F. | Partner | Litigation | 1980 | 32.1 | 1,050 | 33,705.00 |
| Olstein, David C. | Partner | ERISA | 1995 | 25.0 | 1,195 | 29,875.00 |
| Uffner, Jeffrey D. | Partner | Tax | 1977 | 60.9 | 1,525 | 92,872.50 |
| Benfield, Nathaniel H. | Associate | Litigation | 2016 | 387.1 | 850 | 329,035.00 |
| Bryan, Nadia M. | Associate | Financial Restructuring | 2018 | 53.6 | 675 | 36,180.00 |
| Cooperman, Kerry T. | Associate | Litigation | 2010 | 229.7 | 1,025 | 235,442.50 |
| DiMichele, Elizabeth E. | Special Counsel | Employment Law | 1996 | 1.4 | 995 | 1,393.00 |
| Friederich, Brian A. | Associate | ERISA | 2016 | 148.2 | 895 | 132,639.00 |
| Gargano, Charles E. | Associate | Financial Restructuring | 2020 | 142.6 | 550 | 78,430.00 |
| Goulet, Chelsea L. | Associate | Litigation | 2015 | 8.8 | 850 | 7,480.00 |
| Harlan, Cole W. | Associate | Financial Restructuring | 2018 | 215.0 | 675 | 145,125.00 |
| Iaffaldano, John F. | Associate | Financial Restructuring | 2020 | 1,175.5 | 550 | 646,525.00 |
| Lewkowicz, Daniel H. | Associate | Litigation | 2015 | 109.2 | 895 | 97,734.00 |
| Loonam, Elizabeth A. | Associate | Financial Restructuring | 2010 | 70.6 | 975 | 68,835.00 |
| Mann, Jeffrey M. | Special Counsel | Intellectual Property | 2001 | 10.0 | 995 | 9,950.00 |
| Martin, Samantha | Special Counsel | Financial Restructuring | 2008 | 846.0 | 1,095 | 926,370.00 |

| | | | | | | |
|-----------------------------|-----------------|-------------------------|------|----------------|-------|-----------------------|
| Martinez, Daniel | Associate | Tax | 2007 | 15.1 | 955 | 14,420.50 |
| Olsen, Harold A. | Special Counsel | Financial Restructuring | 1997 | 26.8 | 1,045 | 28,006.00 |
| Richard, Nicholas S. | Special Counsel | Real Estate | 2010 | 3.0 | 895 | 2,685.00 |
| Rodriguez, Cristina B. | Associate | Litigation | 2002 | 4.0 | 850 | 3,400.00 |
| Sasson, Gabriel | Special Counsel | Financial Restructuring | 2010 | 342.7 | 1,095 | 375,256.50 |
| Sasson, Isaac S. | Associate | Financial Restructuring | 2016 | 724.9 | 940 | 681,406.00 |
| Senie, Brian J. | Associate | Tax | 2014 | 3.1 | 895 | 2,774.50 |
| Shandler, Lauren W. | Associate | Tax | 2020 | 13.7 | 550 | 7,535.00 |
| Shiah, Thomas J. | Associate | Financial Restructuring | 2011 | 31.8 | 1,095 | 34,821.00 |
| Totals for Attorneys | | | | 6,948.4 | | \$7,337,978.50 |

| Name of Paraprofessional | Position | Department | Years in Position | Hours | Rate | Amount |
|------------------------------------|----------------------|-------------------------|-------------------|----------------|------|------------------------|
| Fiore, Nicole G. | Paralegal | Litigation Support | 13 | 6.1 | 370 | 2,257.00 |
| Laskowski, Mathew D. | Paralegal | Financial Restructuring | 22 | 42.2 | 450 | 18,990.00 |
| Magzamen, Michael | Paralegal Supervisor | Financial Restructuring | 18 | 319.4 | 450 | 143,730.00 |
| Mohamed, David | Paralegal | Financial Restructuring | 31 | 24.8 | 370 | 9,176.00 |
| Rivera, Johnny | Project Manger | Litigation Support | 15 | 59.1 | 370 | 21,867.00 |
| Shea, Charles C | Paralegal | Corporate | 1 | 14.7 | 340 | 4,998.00 |
| Stygar, Christine M. | Paralegal Supervisor | Litigation Support | 24 | 3.8 | 370 | 1,406.00 |
| Yip-Daniels, May K | Paralegal Supervisor | Financial Restructuring | 23 | 38.2 | 430 | 16,426.00 |
| Total for Paraprofessionals | | | | 508.3 | | \$ 218,850.00 |
| Total | | | | 7,456.7 | | \$ 7,556,828.50 |

| | | | | | |
|-------------------------------|--|--|----------|--|--|
| Average Attorney Rate | | | 1,056.07 | | |
| Average Paraprofessional Rate | | | 430.55 | | |

Number of Professionals Included in This Application for the Final Period: 42

Number of Professionals Billing Fewer Than 15 Hours to the Case During the Final Period: 12

| Summary of Compensation by Project Category Second Interim Period | | | |
|--|--|----------------|------------------------|
| Matter Code | Project Category | Hours | Amount |
| 0001 | Case Administration | 83.0 | \$ 41,576.00 |
| 0002 | Meetings & Communications with Debtors | 11.6 | 13,063.00 |
| 0003 | Asset Disposition & Sales | 337.0 | 336,410.00 |
| 0004 | Relief from Stay / Adequate Protection M | 7.3 | 7,459.00 |
| 0005 | Court Hearings | 126.4 | 137,528.50 |
| 0006 | Meetings & Communications with Creditors | 148.3 | 166,469.00 |
| 0007 | Case Analysis/ Pleading Analysis and Res | 61.6 | 63,162.50 |
| 0009 | Stroock Fee Applications | 83.6 | 64,145.00 |
| 0010 | Other Professional Retention | 6.5 | 3,438.50 |
| 0011 | Other Professional Fee Applications | 32.6 | 25,992.00 |
| 0012 | Lien Review | 17.0 | 17,898.00 |
| 0013 | Leases & Contracts | 7.3 | 8,147.50 |
| 0014 | Cash Collateral/DIP/Financing | 23.5 | 28,426.00 |
| 0015 | Litigation & Adversary Proceedings | 727.8 | 642,334.50 |
| 0016 | Business Operations | 2.7 | 3,323.00 |
| 0017 | Employee Benefits / Pensions | 42.0 | 45,821.50 |
| 0018 | Tax Issues | 164.9 | 217,627.00 |
| 0020 | Valuation / Asset Analysis & Recovery | 4.3 | 5,968.00 |
| 0021 | Schedules/SoFAs/UST Reports | 0.2 | 295.00 |
| 0022 | Claims Administration & Objections | 31.3 | 32,071.00 |
| 0023 | Plan & Disclosure Statement | 348.4 | 360,770.00 |
| 0024 | Mediation (and related review/analysis) | 262.2 | 359,001.50 |
| | Total | 2,529.5 | \$ 2,580,926.50 |

| Summary of Compensation by Project Category Final Period | | | |
|---|--|----------------|------------------------|
| Matter Code | Project Category | Hours | Amount |
| 0001 | Case Administration | 331.7 | \$ 179,151.50 |
| 0002 | Meetings & Communications with Debtors | 82.6 | 96,295.50 |
| 0003 | Asset Disposition & Sales | 536.9 | 573,788.50 |
| 0004 | Relief from Stay / Adequate Protection M | 11.0 | 10,724.50 |
| 0005 | Court Hearings | 213.2 | 244,716.00 |
| 0006 | Meetings & Communications with Creditors | 441.7 | 510,083.00 |
| 0007 | Case Analysis/ Pleading Analysis and Res | 498.9 | 492,738.00 |
| 0008 | Stroock Retention | 97.8 | 70,931.50 |
| 0009 | Stroock Fee Applications | 116.6 | 90,685.00 |
| 0010 | Other Professional Retention | 208.4 | 211,562.00 |
| 0011 | Other Professional Fee Applications | 53.2 | 42,587.50 |
| 0012 | Lien Review | 144.8 | 120,156.00 |
| 0013 | Leases & Contracts | 56.7 | 58,473.00 |
| 0014 | Cash Collateral/DIP/Financing | 441.8 | 508,215.50 |
| 0015 | Litigation & Adversary Proceedings | 2,260.8 | 2,098,625.50 |
| 0016 | Business Operations | 73.4 | 75,693.50 |
| 0017 | Employee Benefits / Pensions | 234.4 | 236,814.50 |
| 0018 | Tax Issues | 246.1 | 324,504.50 |
| 0019 | Corporate Governance Matters | 34.0 | 29,818.00 |
| 0020 | Valuation / Asset Analysis & Recovery | 64.7 | 82,270.00 |
| 0021 | Schedules/SoFAs/UST Reports | 5.8 | 7,334.50 |
| 0022 | Claims Administration & Objections | 45.0 | 45,679.00 |
| 0023 | Plan & Disclosure Statement | 356.3 | 369,004.00 |
| 0024 | Mediation (and related review/analysis) | 900.9 | 1,076,977.50 |
| | Total | 7,456.7 | \$ 7,556,828.50 |

| Summary of Expenses Second Interim Period | |
|--|---------------------|
| Expense Category | Amount |
| Duplicating Costs-Outside | \$ 276.00 |
| Electronic Document Analytics (EDA) | 4,110.00 |
| Lexis/Nexis | 426.96 |
| Long Distance Telephone | 903.69 |
| O/S Information Services | 1,778.10 |
| Outside Messenger Service | 632.98 |
| Outside Professional Services | 100.80 |
| Westlaw | 28,370.88 |
| | |
| Total | \$ 36,599.41 |

| Summary of Expenses Final Period | |
|---|---------------------|
| Expense Category | Amount |
| Outside Messenger Service | \$ 893.70 |
| Meals | 352.23 |
| Local Transportation | 1,460.97 |
| Long Distance Telephone | 1,718.08 |
| Duplicating Costs-Outside | 276.00 |
| Postage | 33.00 |
| Outside Professional Services | 15,849.06 |
| Filing Fees | 37.00 |
| O/S Information Services | 1,778.10 |
| Lexis/Nexis | 3,633.84 |
| Travel Expenses - Transportation | 90.08 |
| Travel Expenses - Lodging | 1,452.75 |
| Travel Expenses - Meals | 68.00 |
| Westlaw | 63,162.68 |
| Courtlink | 109.85 |
| Electronic Document Analytics (EDA) | 7,535.00 |
| | |
| Total | \$ 98,450.34 |

EXHIBIT C

Customary and Comparable Compensation Disclosures

CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES

| Category of Timekeeper | Blended Hourly Rate | | |
|----------------------------|---|---|--|
| | Non-Bankruptcy Blended Hourly Rate for New York Timekeepers | Blended Hourly Rate for The Second Interim Period | Blended Hourly Rate for The Final Period |
| Partner | \$ 1,187 | \$ 1,441 | \$ 1,456 |
| Of Counsel | 833 | N/A | N/A |
| Associate/ Special Counsel | 679 | 820 | 847 |
| Paralegal | 343 | 436 | 431 |
| All Timekeepers Aggregated | 749 | 1,020 | 1,013 |

As reflected in the chart above, the blended hourly rate for all Stroock timekeepers located in the New York office (including both professionals and paraprofessionals) who billed to non-bankruptcy matters (collectively, the “**Non-Bankruptcy Matters**”)¹ during the period beginning on February 26, 2020 through and including September 30, 2020 (the “**Comparable Period**”) was, in the aggregate, approximately \$749 per hour (the “**Non-Bankruptcy Blended Hourly Rate**”).²

The blended hourly rate for all Stroock timekeepers (including both professionals and paraprofessionals) who billed to the Chapter 11 Cases during the Second Interim Period was approximately \$1,020 per hour (the “**Blended Hourly Rate for This Fee Application**”).³ The blended hourly rate for all Stroock timekeepers (including both professionals and paraprofessionals) who billed to the Chapter 11 Cases during the Final Period was approximately \$1,013 per hour.

¹ Stroock has a vibrant practice representing hedge funds, private equity funds, banks, and other financial institutions in complex out-of-court restructuring transactions and distressed M&A transactions. It is the nature of this practice that the professionals and paraprofessionals who work primarily within Stroock’s Financial Restructuring Group work on engagements in bankruptcy proceedings and outside of bankruptcy. Accordingly, “Non-Bankruptcy Matters” consist of matters for which Stroock’s New York timekeepers represented a client in a matter other than an in-court bankruptcy proceeding, and the Non-Bankruptcy Matters include time billed by Stroock’s New York timekeepers who work primarily within Stroock’s Financial Restructuring Group.

² Stroock calculated the blended rate for Non-Bankruptcy Matters by dividing the total dollar amount billed by Stroock’s New York timekeepers to the Non-Bankruptcy Matters during the Comparable Period by the total number of hours billed by Stroock’s New York timekeepers to the Non-Bankruptcy Matters during the Comparable Period.

³ Stroock calculated the blended rate for timekeepers who billed to the Chapter 11 Cases by dividing the total dollar amount billed by such timekeepers during the Second Interim Period by the total number of hours billed by such timekeepers during the Second Interim Period.

EXHIBIT D

Monthly Fee Statements

Objection Deadline: August 18, 2020 at 4:00 p.m. (Prevailing Eastern Time)

STROOCK & STROOCK & LAVAN LLP
Kristopher M. Hansen
Frank A. Merola
Erez E. Gilad
Samantha Martin
180 Maiden Lane
New York, NY 10038-4982
Telephone: (212) 806-5400
Facsimile: (212) 806-6006

*Counsel for the Official
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|--|---|--------------------------------|
| ----- | X | |
| <i>In re:</i> | : | |
| | : | Chapter 11 |
| | : | |
| THE McCLATCHY COMPANY, <i>et al.</i>, | : | Case No. 20-10418 (MEW) |
| | : | |
| Debtors.¹ | : | (Jointly Administered) |
| | : | |
| ----- | X | |

**FOURTH MONTHLY FEE STATEMENT OF STROOCK & STROOCK & LAVAN LLP
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD JUNE 1, 2020 THROUGH JUNE 30, 2020**

¹ The last four digits of Debtor The McClatchy Company's tax identification number are 0478. Due to the large number of debtor entities in these Chapter 11 Cases, which are being jointly administered, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <http://www.kccllc.net/McClatchy>. The location of the Debtors' service address for purposes of these Chapter 11 Cases is: 2100 Q Street, Sacramento, California 95816.

Summary Sheet

| | |
|---|---|
| Name of Applicant: | Stroock & Stroock & Lavan LLP |
| Authorized to Provide Professional Services to: | Official Committee of Unsecured Creditors |
| Date of Retention: | April 24, 2020, <i>nunc pro tunc</i> to February 26, 2020 |
| Period for which Compensation and Reimbursement is Sought: | June 1, 2020 through June 30, 2020 |
| Amount of Compensation Requested: | \$924,162.40 (80% of \$1,155,203.00) |
| Amount of Compensation Held Back: | \$231,040.60 (20% of \$1,155,203.00) |
| Amount of Expense Reimbursement Requested: | \$15,206.54 |
| Amount of Expense Reimbursement Requested on Behalf of Committee Members: | \$803.15 |
| Amount of Payment Sought: | \$940,172.09* |

* Includes the amount of the Committee Members' reimbursements.

THE McCLATCHY COMPANY, *et al.*
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
SUMMARY OF FEES
JUNE 1, 2020 – JUNE 30, 2020

| Name of Professional | Position | Department | Bar Admission Year | Hours | Rate | Amount |
|------------------------|-----------------|-------------------------|--------------------|-------|---------|---------------|
| Fliman, Daniel A. | Partner | Financial Restructuring | 2003 | 127.3 | \$1,350 | \$ 171,855.00 |
| Gilad, Erez E. | Partner | Financial Restructuring | 2001 | 92.4 | 1,475 | 136,290.00 |
| Hansen, Kristopher M. | Partner | Financial Restructuring | 1996 | 40.6 | 1,650 | 66,990.00 |
| Jewett, Michelle M. | Partner | Tax | 2004 | 16.9 | 1,395 | 23,575.50 |
| Kelly, Brian P. | Partner | Financial Restructuring | 2001 | 2.0 | 1,195 | 2,390.00 |
| Lilling, Austin S. | Partner | ERISA | 2001 | 3.5 | 1,250 | 4,375.00 |
| Merola, Frank A. | Partner | Financial Restructuring | 1988 | 67.7 | 1,475 | 99,857.50 |
| Olstein, David C. | Partner | ERISA | 1995 | 2.9 | 1,195 | 3,465.50 |
| Uffner, Jeffrey D. | Partner | Tax | 1977 | 14.9 | 1,525 | 22,722.50 |
| Benfield, Nathaniel H. | Associate | Litigation | 2016 | 126.5 | 850 | 107,525.00 |
| Bryan, Nadia M. | Associate | Financial Restructuring | 2018 | 3.0 | 675 | 2,025.00 |
| Cooperman, Kerry T. | Associate | Litigation | 2010 | 30.4 | 1,025 | 31,160.00 |
| Friederich, Brian A. | Associate | ERISA | 2016 | 4.2 | 895 | 3,759.00 |
| Gargano, Charles E. | Associate | Financial Restructuring | 2020 | 94.4 | 550 | 51,920.00 |
| Iaffaldano, John F. | Associate | Financial Restructuring | 2020 | 227.0 | 550 | 124,850.00 |
| Lewkowicz, Daniel H. | Associate | Litigation | 2015 | 3.0 | 895 | 2,685.00 |
| Loonam, Elizabeth A. | Associate | Financial Restructuring | 2010 | 11.3 | 975 | 11,017.50 |
| Mann, Jeffrey M. | Special Counsel | Intellectual Property | 2001 | 0.4 | 995 | 398.00 |
| Martin, Samantha | Special Counsel | Financial Restructuring | 2008 | 92.4 | 1,095 | 101,178.00 |
| Sasson, Gabriel | Special Counsel | Financial Restructuring | 2010 | 4.0 | 1,095 | 4,380.00 |
| Sasson, Isaac S. | Associate | Financial Restructuring | 2016 | 144.6 | 940 | 135,924.00 |
| Shandler, Lauren W. | Associate | Tax | 2020 | 10.5 | 550 | 5,775.00 |

| Name of Professional | Position | Department | Bar Admission Year | Hours | Rate | Amount |
|-----------------------------|-----------|-------------------------|--------------------|---------------|-------|------------------------|
| Shiah, Thomas J. | Associate | Financial Restructuring | 2011 | 5.7 | 1,095 | 6,241.50 |
| Totals for Attorneys | | | | 1125.6 | | \$ 1,120,359.00 |

| Name of Paraprofessional | Position | Department | Years of Prof. Svc. | Hours | Rate | Amount |
|------------------------------------|----------------------|-------------------------|---------------------|---------------|------|------------------------|
| Fiore, Nicole G. | Paralegal | Litigation | 13 | 6.1 | 450 | \$ 2,257.00 |
| Laskowski, Mathew D. | Paralegal | Financial Restructuring | 5 | 0.2 | 450 | 90.00 |
| Magzamen, Michael | Paralegal Supervisor | Financial Restructuring | 18 | 60.2 | 450 | 27,090.00 |
| Mohamed, David | Paralegal | Financial Restructuring | 31 | 2.5 | 370 | 925.00 |
| Shea, Charles C | Paralegal | Corporate | 2 | 7.5 | 450 | 2,550.00 |
| Stygar, Christine M. | Paralegal | Litigation | 25 | 2.2 | 450 | 814.00 |
| Yip-Daniels, May K | Paralegal Supervisor | Financial Restructuring | 2 | 2.6 | 450 | 1,118.00 |
| Total for Paraprofessionals | | | | 81.3 | | \$ 34,844.00 |
| | | | | | | |
| Total | | | | 1206.9 | | \$ 1,155,203.00 |

THE McCLATCHY COMPANY, *et al.*
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
COMPENSATION BY PROJECT CATEGORY
JUNE 1, 2020 – JUNE 30, 2020

| Matter Code | Project Category | Hours | Amount |
|--------------------|--|---------------|------------------------|
| 0001 | Case Administration | 31.6 | \$ 16,645.00 |
| 0002 | Meetings & Communications with Debtors | 5.8 | 6,391.00 |
| 0003 | Asset Disposition & Sales | 28.8 | 32,526.50 |
| 0004 | Relief from Stay / Adequate Protection Matters | 2.8 | 3,294.00 |
| 0005 | Court Hearings | 15.7 | 20,135.00 |
| 0006 | Meetings & Communications with Creditors | 48.5 | 54,852.00 |
| 0007 | Case Analysis/ Pleading Analysis and Responses | 31.1 | 32,872.50 |
| 0009 | Stroock Fee Applications | 70.7 | 53,722.50 |
| 0010 | Other Professional Retention | 6.2 | 3,273.50 |
| 0011 | Other Professional Fee Applications | 12.8 | 10,140.00 |
| 0012 | Lien Review | 17.0 | 17,898.00 |
| 0013 | Leases & Contracts | 3.0 | 3,511.50 |
| 0014 | Cash Collateral/DIP/Financing | 21.7 | 26,341.00 |
| 0015 | Litigation & Adversary Proceedings | 672.8 | 572,713.00 |
| 0016 | Business Operations | 1.1 | 1,584.50 |
| 0017 | Employee Benefits / Pensions | 19.9 | 22,673.50 |
| 0018 | Tax Issues | 55.2 | 67,594.50 |
| 0020 | Valuation / Asset Analysis & Recovery | 3.7 | 5,083.00 |
| 0022 | Claims Administration & Objections | 23.2 | 22,588.50 |
| 0023 | Plan & Disclosure Statement | 1.3 | 1,732.50 |
| 0024 | Mediation (and related review/analysis) | 134.0 | 179,631.00 |
| | | | |
| | Total | 1206.9 | \$ 1,155,203.00 |

THE McCLATCHY COMPANY, *et al.*
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
DISBURSEMENT SUMMARY
JUNE 1, 2020 – JUNE 30, 2020

| Disbursement | Amount |
|-------------------------------------|---------------------|
| Outside Messenger Service | \$ 165.94 |
| Long Distance Telephone | 100.04 |
| Westlaw | 13,570.56 |
| Electronic Document Analytics (EDA) | 1,370.00 |
| Total | \$ 15,206.54 |

Stroock & Stroock & Lavan LLP (“Stroock”), counsel for the Official Committee of Unsecured Creditors (the “Committee”), hereby submits this Statement of Services Rendered and Expenses Incurred (the “Monthly Fee Statement”) for the period June 1, 2020 through June 30, 2020 (the “Statement Period”), in accordance with the *Order Granting Debtors’ Motion for Order Pursuant to Bankruptcy Code Sections 105(a) and 331, Bankruptcy Rule 2016, and Local Bankruptcy Rule 2016-1 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, dated March 11, 2020 [Docket No. 176] (the “Compensation Order”). In support of the Monthly Fee Statement, Stroock respectfully represents as follows:

Relief Requested

1. Stroock respectfully submits this Monthly Fee Statement for compensation of:
(i) fees for reasonable, actual and necessary services rendered by Stroock on behalf of the Committee during the Statement Period; and (ii) reimbursement of reasonable, actual and necessary expenses incurred by Stroock on behalf of the Committee during the Statement Period.
2. Stroock seeks compensation for professional services rendered and reimbursement of expenses incurred during the Statement Period in the amounts set forth as below:

| | |
|----------------------------|----------------|
| Total Fees: | \$1,155,203.00 |
| Total Expenses: | \$15,206.54 |
| Committee Member Expenses: | \$803.15 |
| Total: | \$1,171,212.69 |

3. A detailed statement of hours spent rendering legal services to the Committee during the Statement Period is attached hereto as Exhibit A. A detailed list of disbursements made or incurred by Stroock in connection with services performed on behalf of the Committee during the Statement Period is attached hereto as Exhibit B.

4. Pursuant to the Compensation Order, Stroock seeks payment of \$940,172.09 from the Debtors for the Statement Period, representing (a) 80% of Stroock's total fees for services rendered, (b) 100% of Stroock's total expenses incurred during the Statement Period, and (c) 100% of the Committee Members' expenses incurred during and prior to the Statement Period.

5. In addition, pursuant to paragraph 2(n) of the Compensation Order, Stroock hereby seeks, on behalf of a Committee member, reimbursement of expenses incurred by such Committee member in the amount of \$803.15. A detailed statement identifying the expenses incurred by such Committee member is attached hereto as Exhibit C.

Notice

6. In accordance with the Compensation Order, notice of this Monthly Fee Statement has been served upon the following parties (collectively, as further defined in the Compensation Order, the "Notice Parties"): (i) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 300 South Grand Avenue, Suite 3400, Los Angeles, CA 90071, Attn.: Van C. Durrer, II (Van.Durrer@skadden.com) and Destiny N. Almogue (Destiny.Almogue@skadden.com); (ii) Benjamin J. Higgins, United States Trustee for Region 2, United States Department of Justice, Office of the United States Trustee, 201 Varick Street, Suite 1006, New York, New York 10014, Attn.: Benjamin J. Higgins (Benjamin.J.Higgins@usdoj.gov) and Brian Masumoto (Brian.Masumoto@usdoj.gov); (iii) counsel to the administrative agent under the Debtors' DIP Facility, Choate, Hall & Stewart LLP, Two International Place, Boston, MA 02110, Attn.: Jonathan D. Marshall (jmarshall@choate.com) and Kevin Simard (ksimard@choate.com); (iv) counsel to Chatham Asset Management, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019, Attn.: Andrew Rosenberg (arosenberg@paulweiss.com), Elizabeth McColm (emccolm@paulweiss.com), and John Weber

(jweber@paulweiss.com); and (v) to the extent not listed herein, those parties requesting notice pursuant to Bankruptcy Rule 2002.

7. Pursuant to the Compensation Order, objections to the Monthly Fee Statement, if any, must be served upon the Notice Parties, including Stroock, no later than **August 18, 2020 at 4:00 p.m. (Eastern Time) (the “Objection Deadline”)**, setting forth the nature of the objection and the specific amounts of fees and expenses at issue.

8. If no objection to the Monthly Fee Statement is received by the Objection Deadline, the Debtors are required to pay Stroock the amounts of fees and expenses identified in the Monthly Fee Statement.

9. To the extent an objection to the Monthly Fee Statement is received on or prior to the Objection Deadline, the Debtors may withhold payment of that portion of the payment requested to which the objection is directed, and is required to promptly pay the remainder of the fees and expenses as set forth herein. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: August 3, 2020
New York, New York

STROOCK & STROOCK & LAVAN LLP

/s/ Erez E. Gilad

Kristopher M. Hansen

Frank A. Merola

Erez E. Gilad

Samantha Martin

180 Maiden Lane

New York, NY 10038

Telephone: (212) 806-5400

Facsimile: (212) 806-6006

*Counsel for the Official
Committee of Unsecured Creditors*

Exhibit A

Detailed Time Entries

STROOCK

SERVICE AND EXPENSE REMITTANCE SUMMARY

| | |
|-------------|--|
| INVOICE NO. | 771215 |
| CLIENT | Official Committee of Unsecured Creditors of The McClatchy Company, et al. |

| WIRE TRANSFER INSTRUCTIONS | |
|----------------------------|---|
| BANK NAME | JPMorgan Chase Bank |
| BANK ADDRESS | 4 New York Plaza - 15th FL, New York, NY 10004 |
| ACCOUNT NAME | Stroock & Stroock & Lavan LLP |
| ACCOUNT NUMBER | 6028356 |
| ABA/ROUTING NUMBER | 021000021 (<i>International SWIFT Code: CHASUS33</i>) |
| DESCRIPTION/REFERENCE | Client/Matter: 006993.0001 |

| REMITTANCE ADDRESS |
|---|
| Stroock & Stroock & Lavan LLP 180 Maiden Lane New York, NY 10038-4982 |

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown. Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

STROOCK

INVOICE

| | |
|---|--|
| INVOICE NO. | 771215 |
| CLIENT | Official Committee of Unsecured Creditors of The McClatchy Company, et al. |
| FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through June 30, 2020, including: | |
| RE | Case Administration 006993 0001 |

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 06/01/2020 | Revise (.2) and circulate daily task list (.1); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.4 |
| 06/01/2020 | Obtain and circulate data room updates (.4); obtain and circulate ECF filings (.1); review and comment on fee tracking chart (.2); confer w/ D. Mohamed re: same (.1). | Magzamen, M.S. | 0.8 |
| 06/02/2020 | Circulate task list (.1); check filing deadlines (.1); discuss deadlines w/ S. Martin (.1); track and update workstreams chart (.2); update task list (.1); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.7 |
| 06/02/2020 | Coordinate logistics re: cite check (.2); circulate ECF filings (.1); circulate docket and calendars update (.2). | Magzamen, M.S. | 0.5 |
| 06/03/2020 | Circulate daily task list (.1); track and update internal workstreams list (.3); update daily task list (.2); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.7 |
| 06/03/2020 | Coordinate review of motion cites (.2); docket and calendars update (.2). | Magzamen, M.S. | 0.4 |
| 06/04/2020 | Circulate task list (.1); revise task list (.2); emails w/ S. Martin re same (.2). | Iaffaldano, J.F. | 0.5 |
| 06/04/2020 | Emails re: workstreams and case status. | Martin, S.L. | 0.3 |

STROOCK

PAGE: 2

| | | | |
|------------|--|------------------|-----|
| 06/05/2020 | Circulate task list. | Iaffaldano, J.F. | 0.1 |
| 06/05/2020 | Circulate ECF filings (.1); docket and calendar update (.2). | Magzamen, M.S. | 0.3 |
| 06/05/2020 | Update spreadsheet of professional fees and expenses for attorney review. | Mohamed, D. | 0.2 |
| 06/05/2020 | Convert PDF schedules to word. | Yip-Daniels, M.K | 2.6 |
| 06/07/2020 | Revise internal task list (.3); track and update workstreams chart (.6); email S. Martin re same (.1). | Iaffaldano, J.F. | 1.0 |
| 06/07/2020 | Internal emails re: workstreams. | Martin, S.L. | 0.3 |
| 06/08/2020 | Circulate task list (.1); email N. You (Moelis) re distribution list (.1); internal emails re same (.1); email M. Magzamen re case calendar (.2); revise task list (.2); email S. Martin re same (.1); track and update workstreams list (.1). | Iaffaldano, J.F. | 0.9 |
| 06/08/2020 | Discuss case admin. w/ J. Iaffaldano (.2); docket and calendars update (.2). | Magzamen, M.S. | 0.4 |
| 06/09/2020 | Revise task list (.2); email S. Martin re same (.1); discuss deadlines and case calendar w/ M. Magzamen (.2). | Iaffaldano, J.F. | 0.5 |
| 06/09/2020 | Register Stroock team for June 11 Court-Solutions for Chambers conference (.4); follow-up emails with Stroock team re: same (.1). | Magzamen, M.S. | 0.5 |
| 06/09/2020 | Emails with internal team re: case status. | Martin, S.L. | 0.2 |
| 06/10/2020 | Schedule various calls with UCC professionals group (.2); circulate task list (.1); track and update workstreams (.5); revise task list (.3); email S. Martin re same (.1). | Iaffaldano, J.F. | 1.2 |
| 06/10/2020 | Obtain and circulate data room updates (.2); docket/calendars update (.1). | Magzamen, M.S. | 0.3 |
| 06/11/2020 | Circulate daily task list (.1); emails w/ S. Martin and I. Sasson re same (.2); revise task list (.1). | Iaffaldano, J.F. | 0.4 |
| 06/11/2020 | Draft notice of adjournment of status | Magzamen, M.S. | 0.6 |

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PAGE: 3

| | | | |
|------------|--|------------------|-----|
| | conference (.2); discuss w/ E. Gilad/S. Martin and e-file same (.2); circulate SEC filing to Stroock team (.1); confer w/ KCC re: service (.1). | | |
| 06/12/2020 | Circulate task list (.1); confirm various calendar dates (.2); discussion re same (.1); track and update workstreams chart (.2). | Iaffaldano, J.F. | 0.6 |
| 06/12/2020 | Discuss filing deadlines w/ I. Sasson (.2); respond to attorney request for documents (.2); docket and calendars update (.1); data room update and circulation (.1). | Magzamen, M.S. | 0.6 |
| 06/13/2020 | Revise task list (.2); revise workstreams chart (.7); email S. Martin re same (.2). | Iaffaldano, J.F. | 1.1 |
| 06/14/2020 | Schedule various calls w/ UCC professionals (.2); emails w/ professionals re same (.3); update workstreams list (.3); emails with internal team re: workstreams and task list (.4). | Iaffaldano, J.F. | 1.2 |
| 06/14/2020 | Emails with internal team re: workstreams and task list. | Martin, S.L. | 0.4 |
| 06/15/2020 | Circulate task list (.1); schedule calls with UCC professionals (.3); confer w/ S. Martin re same (.1); revise task list (.1); email w/ S. Martin re same (.1). | Iaffaldano, J.F. | 0.7 |
| 06/15/2020 | Attend to Committee member resignation (.1); compile case timeline for J. Iaffaldano (1.1); docket and calendars update (.3). | Magzamen, M.S. | 1.5 |
| 06/15/2020 | Emails with internal team re: workstreams. | Martin, S.L. | 0.2 |
| 06/16/2020 | Circulate task list (.1); revise task list (.2); emails w/ S. Martin (.2) and I. Sasson re same (.1). | Iaffaldano, J.F. | 0.6 |
| 06/16/2020 | Circulate ECF filed docs and docket/calendars update (.2); obtain and circulate data room update (.3). | Magzamen, M.S. | 0.5 |
| 06/17/2020 | Circulate task list (.1); email M. Magzamen re same (.1); revise task list (.2); email S. Martin re same (.1); track and update workstreams list (.8); schedule various calls with UCC | Iaffaldano, J.F. | 1.6 |

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| | professionals (.3). | | |
| 06/17/2020 | Docket and calendars update. | Magzamen, M.S. | 0.2 |
| 06/18/2020 | Correspond with S. Martin re documents needed (.1); obtain same and forward (.1). | Laskowski, M.D. | 0.2 |
| 06/18/2020 | Circulate ECF filed docs (.1); respond to attorney requests for documents (.1); docket and calendars update (.2); obtain data room update (.1). | Magzamen, M.S. | 0.5 |
| 06/19/2020 | Circulate data room update (.1); docket and calendars update (.1). | Magzamen, M.S. | 0.2 |
| 06/20/2020 | Circulate data room update. | Magzamen, M.S. | 0.1 |
| 06/21/2020 | Revise task list (.2); revise workstreams chart (.3); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.6 |
| 06/22/2020 | Circulate task list (.1); revise same (.2); email S. Martin re same (.1); schedule various calls with Stroock working group (.3). | Iaffaldano, J.F. | 0.7 |
| 06/23/2020 | Circulate task list (.1); revise same (.2); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.4 |
| 06/23/2020 | Calendar adjustments (.4); ECF circulation (.2); circulate data room update (.2). | Magzamen, M.S. | 0.8 |
| 06/24/2020 | Circulate task list (.1); revise task list (.1); email S. Martin re same (.1); track and update workstreams chart (.3). | Iaffaldano, J.F. | 0.6 |
| 06/24/2020 | Data room update/circulation (.2); ECF circulation (.1); docket and calendars update (.1). | Magzamen, M.S. | 0.4 |
| 06/25/2020 | Confer w/ I. Sasson and KCC re: service (.2); obtain and circulate data room updates (.4); obtain and circulate ECF filings (.1); docket and calendars update (.2) | Magzamen, M.S. | 0.9 |
| 06/26/2020 | Obtain and circulate ECF filings (.1); calendars update (.2); docket update (.2). | Magzamen, M.S. | 0.5 |
| 06/29/2020 | Circulate task list (.1); revise task list (.2); email S. Martin re same (.2); track and update | Iaffaldano, J.F. | 0.8 |

STROOCK

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workstreams list (.3).

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|------------|---|------------------|-----|
| 06/29/2020 | Obtain and circulate data room updates (.2); circulate ECF filings (.2); calendar and docket update (.2). | Magzamen, M.S. | 0.6 |
| 06/30/2020 | Circulate task list (.1); revise same (.2); email and discuss w/ S. Martin re same (.2); circulate calendar invite and dial in for hearing to UCC (.1). | Iaffaldano, J.F. | 0.6 |
| 06/30/2020 | Obtain, circulate and archive ECF filings and 10-Q (.4); update and circulate data room updates (.3) | Magzamen, M.S. | 0.7 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|----------------------|-------|--------|-------------|
| Iaffaldano, John F. | 15.9 | \$ 550 | \$ 8,745.00 |
| Laskowski, Mathew D. | 0.2 | 450 | 90.00 |
| Magzamen, Michael | 11.3 | 450 | 5,085.00 |
| Martin, Samantha | 1.4 | 1,095 | 1,533.00 |
| Mohamed, David | 0.2 | 370 | 74.00 |
| Yip-Daniels, May K | 2.6 | 430 | 1,118.00 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 16,645.00 |
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MATTER DISBURSEMENT SUMMARY

| | |
|-------------------------------------|-----------|
| Outside Messenger Service | \$ 165.94 |
| Long Distance Telephone | 100.04 |
| Westlaw | 13570.56 |
| Electronic Document Analytics (EDA) | 1370.00 |

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|-----------------------------|--------------|
| TOTAL DISBURSEMENTS/CHARGES | \$ 15,206.54 |
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| TOTAL FOR THIS MATTER | \$ 31,851.54 |
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STROOCK

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|----|---|
| RE | Meetings & Communications with Debtors 006993 0002 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 06/02/2020 | Review correspondence w/ Skadden (.2); review response to demand letter (.5). | Iaffaldano, J.F. | 0.7 |
| 06/05/2020 | Emails with Stroock and Skadden re: bidder letter (.3); call with V. Durrer (Skadden) re: same (.2). | Martin, S.L. | 0.5 |
| 06/05/2020 | Revise correspondence to Skadden re demand letter(.2); review correspondence with Skadden re UCC's letter to bidders (.1). | Merola, F.A. | 0.3 |
| 06/08/2020 | Call w/ Togut re NQ claims procedures (.8); prepare for same (.1). | Iaffaldano, J.F. | 0.9 |
| 06/08/2020 | Call with Togut re: NQ procedures (.8); follow up call with Wagner Law Group re: same (.3). | Martin, S.L. | 1.1 |
| 06/08/2020 | Review correspondence with Skadden re UCC bidder letter. | Merola, F.A. | 0.2 |
| 06/09/2020 | Email with Debtors re: UCC letter to bidders (.1) and NQ procedures motion (.1). | Martin, S.L. | 0.2 |
| 06/09/2020 | Correspond with Skadden re chambers conference. | Merola, F.A. | 0.1 |
| 06/10/2020 | Correspond with Skadden re UCC bidder letter (.1), 6/30 hearing (.2) and DIP and L/C refi (.2). | Merola, F.A. | 0.5 |
| 06/16/2020 | Correspond with Skadden re STN timing (.2); exchange correspondence with Skadden re bidder letter (.2). | Merola, F.A. | 0.4 |
| 06/17/2020 | Correspond with Skadden re STN timing (.2) and LC refi (.2). | Merola, F.A. | 0.4 |
| 06/19/2020 | Exchange correspondence with Skadden re corporation incentive plan. | Merola, F.A. | 0.2 |

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| | | | |
|------------|---|--------------|-----|
| 06/25/2020 | Correspond with Skadden re lien perfection stipulation. | Merola, F.A. | 0.2 |
| 06/29/2020 | Correspond with Skadden re closed hearing. | Merola, F.A. | 0.1 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-----------|
| Iaffaldano, John F. | 1.6 | \$ 550 | \$ 880.00 |
| Martin, Samantha | 1.8 | 1,095 | 1,971.00 |
| Merola, Frank A. | 2.4 | 1,475 | 3,540.00 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 6,391.00 |
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| TOTAL FOR THIS MATTER | \$ 6,391.00 |
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STROOCK

PAGE: 8

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| RE | Asset Disposition & Sales 006993 0003 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 06/01/2020 | Discussions with Moelis team re magazine business. | Gilad, E.E. | 0.2 |
| 06/02/2020 | Review Skadden comments to UCC's bidder letter. | Iaffaldano, J.F. | 0.4 |
| 06/02/2020 | Review Skadden markup of UCC letter to bidders. | Kelly, B.P. | 0.3 |
| 06/02/2020 | Emails with Skadden re: UCC's letter to bidders (.1); review comments to bidder letter (.3); internal emails re: same (.2). | Martin, S.L. | 0.6 |
| 06/02/2020 | Exchange correspondence with Skadden re UCC Letter (.2); review Skadden revision of UCC bidder letter (.2). | Merola, F.A. | 0.4 |
| 06/03/2020 | Review comments to UCC bidder letter. | Merola, F.A. | 0.2 |
| 06/04/2020 | Review sale process letter. | Fliman, D.A. | 0.4 |
| 06/04/2020 | Analysis of sale related issues (1.2); discussions with Stroock team re same (.9). | Gilad, E.E. | 2.1 |
| 06/04/2020 | Revise UCC's letter to bidders (.5); review emails re same (.1); corr w/ S. Marin re same (.2); compare drafts and finalize letter to bidders (.2). | Iaffaldano, J.F. | 1.0 |
| 06/04/2020 | Comment on UCC's letter to bidders (.2); review revised letter (.2); emails re: same (.2). | Martin, S.L. | 0.6 |
| 06/04/2020 | Review UCC bidder letter. | Merola, F.A. | 0.2 |
| 06/04/2020 | Research (2.1) and analysis re precedent newspaper industry purchase agreements (.9). | Shiah, T.J. | 3.0 |
| 06/05/2020 | Call with Moelis re: winding down Miami | Gilad, E.E. | 0.9 |

STROOCK

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| | magazine company (.3); internal call re: same (.1); internal emails re: bidder letter (.3); call with V. Durrer (Skadden) re: same (.2). | | |
| 06/05/2020 | Call re: winding down Miami magazine company (.3); internal call re: same (.1). | Martin, S.L. | 0.4 |
| 06/05/2020 | Call with Moelis re Miami wind down (.2); review Moelis sale update (.2). | Merola, F.A. | 0.4 |
| 06/08/2020 | Revise letter to bidders (.2); discuss same w/ S. Martin (.3); redline and finalize letter (.3); email letter to Skadden (.1). | Iaffaldano, J.F. | 0.9 |
| 06/08/2020 | Emails with J. Iaffaldano re: bidder letter. | Martin, S.L. | 0.2 |
| 06/09/2020 | Emails re bidder letter status (.1); review corr w/ Skadden re same (.1). | Iaffaldano, J.F. | 0.2 |
| 06/10/2020 | Call w/ counsel to bidder. | Gilad, E.E. | 0.5 |
| 06/11/2020 | Review sale process letter. | Gilad, E.E. | 0.2 |
| 06/11/2020 | Review Evercore letter to bidders in connection w/ bid procedures (1.0); email w/ S. Martin and E. Gilad re same (.4); review internal emails re same (.2). | Iaffaldano, J.F. | 1.6 |
| 06/11/2020 | Review and comment on Debtors' letter to bidders (.9); follow up internal emails re: same (.5). | Martin, S.L. | 1.4 |
| 06/11/2020 | Review and revise auction process letter. | Shiah, T.J. | 2.2 |
| 06/12/2020 | Review comments from T. Shiah and B. Kelly to Evercore bidder letter (.2); analyze Evercore letter (.4); discuss de minimis asset sale amounts w/ S. Martin (.3); review corr w/ BRG re same (.2); review dataroom materials in connection with sale (.3). | Iaffaldano, J.F. | 1.4 |
| 06/12/2020 | Review and comment on draft sale process letter markup. | Kelly, B.P. | 1.7 |
| 06/12/2020 | Emails with BRG re: de minimis asset sales (.2); emails with internal team re: bids (.1); comment on letter to bidders (1.2); emails with B. Kelly, T. Shiah, F. Merola and E. Gilad re: same (.3); | Martin, S.L. | 1.9 |

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| | call with B. Kelly re: same (.1). | | |
| 06/12/2020 | Review Debtors revised sale process letter. | Merola, F.A. | 0.2 |
| 06/12/2020 | Review and revise bid letter. | Shiah, T.J. | 0.5 |
| 06/13/2020 | Review comments re process letter (.2); review Moelis sale process update (.2); review de minimis asset sale request (.1). | Merola, F.A. | 0.5 |
| 06/15/2020 | Emails with BRG re: de minimis asset sales and abandonments. | Martin, S.L. | 0.1 |
| 06/15/2020 | Review correspondence with S. Martin and BRG re de minimis assets. | Merola, F.A. | 0.1 |
| 06/16/2020 | Emails with Skadden re: letter to bidders (.1); internal emails re: same (.2). | Martin, S.L. | 0.3 |
| 06/17/2020 | Review notice of abandonment re de minimis assets. | Merola, F.A. | 0.1 |
| 06/18/2020 | Review Mayor of Sacramento statement. | Merola, F.A. | 0.1 |
| 06/23/2020 | Analysis of real estate assets held for sale (.5) and internal correspondence/discussions re same (.5). | Gilad, E.E. | 1.0 |
| 06/23/2020 | Correspondence with counsel to potential bidder. | Merola, F.A. | 0.2 |
| 06/24/2020 | Review BRG analysis re real estate assets (.3); internal discussions re same (.3). | Gilad, E.E. | 0.6 |
| 06/25/2020 | Call w/ potential bidder. | Gilad, E.E. | 0.5 |
| 06/25/2020 | Exchange correspondence with BRG re APA (.2); exchange internal correspondence re 363k (.2); review Miami Mayor letter (.1); review notice to abandon Quad City and correspondence re same (.2). | Merola, F.A. | 0.7 |
| 06/26/2020 | Review Oracle objection to sale (.2); correspondence with BRG re Quad City abandonment (.2). | Merola, F.A. | 0.4 |
| 06/27/2020 | Review Moelis sale process update. | Merola, F.A. | 0.2 |

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|----------|-----------|
| Fliman, Daniel A. | 0.4 | \$ 1,350 | \$ 540.00 |
| Gilad, Erez E. | 6.0 | 1,475 | 8,850.00 |
| Iaffaldano, John F. | 5.5 | 550 | 3,025.00 |
| Kelly, Brian P. | 2.0 | 1,195 | 2,390.00 |
| Martin, Samantha | 5.5 | 1,095 | 6,022.50 |
| Merola, Frank A. | 3.7 | 1,475 | 5,457.50 |
| Shiah, Thomas J. | 5.7 | 1,095 | 6,241.50 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 32,526.50 |
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| TOTAL FOR THIS MATTER | \$ 32,526.50 |
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STROOCK

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RE Relief from Stay / Adequate Protection Matters
006993 0004

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|--------------|-------|
| 06/01/2020 | Review internal emails re: lift stay resolutions (.2); call with Togut re: same (.2); call with E. Gilad re: same (.1); draft summary for UCC (.3). | Martin, S.L. | 0.8 |
| 06/05/2020 | Call with Togut re: Culley lift stay motion (.1); various emails with Stroock and Togut re: same (.4); internal emails re: stay relief motion (.3). | Martin, S.L. | 0.8 |
| 06/05/2020 | Analyze issues re Culley motion for relief from stay. | Merola, F.A. | 0.2 |
| 06/10/2020 | Review draft objection to lift stay motion (.2); emails with Togut re: same (.2); review revised order for Desmond lift stay (.2). | Martin, S.L. | 0.6 |
| 06/17/2020 | Exchange correspondence with clerk re Culley motion for relief from stay hearing. | Merola, F.A. | 0.1 |
| 06/18/2020 | Review adjournment re Culley motion for relief from stay. | Merola, F.A. | 0.1 |
| 06/19/2020 | Review internal correspondence re Culley motion for relief from stay. | Merola, F.A. | 0.1 |
| 06/30/2020 | Review Order re NC Supreme Court relief from stay. | Merola, F.A. | 0.1 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------|-------|----------|-------------|
| Martin, Samantha | 2.2 | \$ 1,095 | \$ 2,409.00 |
| Merola, Frank A. | 0.6 | 1,475 | 885.00 |

TOTAL FOR PROFESSIONAL SERVICES RENDERED \$ 3,294.00

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TOTAL FOR THIS MATTER

\$ 3,294.00

STROOCK

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RE Court Hearings
006993 0005

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|----------------|-------|
| 06/10/2020 | Internal correspondence re 6/24 hearing (.2); correspondence with Court re status conference (.2). | Merola, F.A. | 0.4 |
| 06/11/2020 | Internal correspondence re status conference (.1); review internal correspondence re 6/30 hearing (.2). | Merola, F.A. | 0.3 |
| 06/12/2020 | Internal emails re: omnibus hearing dates. | Martin, S.L. | 0.2 |
| 06/12/2020 | Internal correspondence re 7/1 hearing date. | Merola, F.A. | 0.2 |
| 06/13/2020 | Review notice of rescheduled omnibus hearing. | Merola, F.A. | 0.1 |
| 06/24/2020 | Review adjournment of corporate incentive motion. | Merola, F.A. | 0.1 |
| 06/29/2020 | Review adjournment of distressed termination motion (.1); review hearing agenda (.2). | Merola, F.A. | 0.3 |
| 06/30/2020 | Prepare for standing hearing (7.9); t/c w/ Stroock team re same (.8). | Fliman, D.A. | 8.7 |
| 06/30/2020 | Prep for hearing. | Gilad, E.E. | 2.0 |
| 06/30/2020 | Confer w/ D. Fliman re: case law and hearing prep. | Magzamen, M.S. | 0.3 |
| 06/30/2020 | Exchange correspondence with Skadden re closed hearing. | Merola, F.A. | 0.2 |
| 06/30/2020 | Calls and emails with D. Fliman re hearing prep (1.7); call with K. Hansen, E. Gilad, F. Merola, D. Fliman re same (1.2). | Sasson, I.S. | 2.9 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---|-------|------|-------|
| STROOCK & STROOCK & LAVAN LLP • NEW YORK • LOS ANGELES • MIAMI • WASHINGTON, DC 180 MAIDEN LANE, NEW YORK, NY 10038-4982 TEL 212.806.5400 FAX 212.806.6006 WWW.STROOCK.COM | | | |

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-------------------|-------|----------|--------------|
| Fliman, Daniel A. | 8.7 | \$ 1,350 | \$ 11,745.00 |
| Gilad, Erez E. | 2.0 | 1,475 | 2,950.00 |
| Magzamen, Michael | 0.3 | 450 | 135.00 |
| Martin, Samantha | 0.2 | 1,095 | 219.00 |
| Merola, Frank A. | 1.6 | 1,475 | 2,360.00 |
| Sasson, Isaac S. | 2.9 | 940 | 2,726.00 |

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|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 20,135.00 |
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|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 20,135.00 |
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STROOCK

PAGE: 16

| | |
|----|---|
| RE | Meetings & Communications with Creditors 006993 0006 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 06/01/2020 | Prepare for (.2) and participate in UCC professional call (.5). | Gilad, E.E. | 0.7 |
| 06/01/2020 | Call with UCC professionals to prepare for UCC call (.5); internal emails re: UCC call agenda (.3); email to UCC re: same (.2); email with committee member (.1). | Martin, S.L. | 1.1 |
| 06/01/2020 | Review draft agenda matters (.1); attend part of professionals call re UCC meeting (.3); review correspondence to UCC re meeting (.2). | Merola, F.A. | 0.6 |
| 06/02/2020 | Prepare for (.1) and attend weekly committee meeting (.4). | Iaffaldano, J.F. | 0.5 |
| 06/02/2020 | Attend weekly committee meeting call. | Loonam, E.A. | 0.4 |
| 06/02/2020 | Prepare for (.3) and attend UCC call re: case status (.4). | Martin, S.L. | 0.7 |
| 06/02/2020 | Participate in UCC Meeting. | Merola, F.A. | 0.4 |
| 06/02/2020 | Participate in weekly committee meeting. | Sasson, I.S. | 0.3 |
| 06/05/2020 | Call from creditor re case inquiry. | Magzamen, M.S. | 0.2 |
| 06/08/2020 | Call with UCC professionals re: potential settlement. | Gilad, E.E. | 0.7 |
| 06/08/2020 | Draft email to UCC re agenda and case update/summary (.3); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.4 |
| 06/08/2020 | Review UCC correspondence re STN (.2); review UCC Agenda (.1); professionals call to prepare for UCC meeting (.2). | Merola, F.A. | 0.5 |
| 06/09/2020 | Prepare for (.1) and participate in UCC meeting | Benfield, N.H. | 0.7 |

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|------------|--|------------------|-----|
| | (.6). | | |
| 06/09/2020 | Prepare for meeting (.2); participate in committee meeting (.6). | Fliman, D.A. | 0.8 |
| 06/09/2020 | Attend weekly UCC meeting (.6); follow up with member counsel (.1). | Iaffaldano, J.F. | 0.7 |
| 06/09/2020 | Attend committee call (partial). | Loonam, E.A. | 0.4 |
| 06/09/2020 | Call with UCC members (.6); follow up emails re: same (.4). | Martin, S.L. | 1.0 |
| 06/09/2020 | Participate in UCC Meeting. | Merola, F.A. | 0.6 |
| 06/09/2020 | Prepare for (.1); attend Committee meeting (.6). | Sasson, I.S. | 0.7 |
| 06/10/2020 | Call w/ counsel for creditor re case status (.2); emails re same (.1); prepare and revise email to UCC re case updates (.3). | Iaffaldano, J.F. | 0.6 |
| 06/10/2020 | Internal emails re: creditor call. | Magzamen, M.S. | 0.1 |
| 06/10/2020 | Call with UCC member (.2); emails with UCC member re: same (.2); draft email to UCC (.3). | Martin, S.L. | 0.7 |
| 06/10/2020 | Review UCC status update. | Merola, F.A. | 0.2 |
| 06/13/2020 | Review UCC correspondence re Chatham offer. | Merola, F.A. | 0.2 |
| 06/15/2020 | Prepare for (.2) and call w/ UCC re mediation and settlement proposal (1.0). | Fliman, D.A. | 1.2 |
| 06/15/2020 | Call w/ creditor (.3); call w/ committee re settlement proposal (1.0); review UCC bylaws and emails re same (.4); internal discussion re: UCC member resignation (.3); update WGL in connection w/ same (.2); address IT issue re UCC email distribution lists (.8). | Iaffaldano, J.F. | 3.0 |
| 06/15/2020 | Email with UCC re: telephonic meeting (.2); emails with Wipro re: resignation (.3); call with creditor (.1); call with UCC re: potential settlement (1.0). | Martin, S.L. | 1.6 |
| 06/15/2020 | Review UCC correspondence re meeting (.1); internal correspondence re Wipro resignation (.2); call with UCC re settlement (1.0). | Merola, F.A. | 1.3 |

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| | | | |
|------------|--|------------------|-----|
| 06/16/2020 | Call w/ individual creditor re proof of claim (.2); internal follow up re same (.2). | Iaffaldano, J.F. | 0.4 |
| 06/17/2020 | Prepare for (.6) and attend call with UCC re settlement proposal (.7); call with UCC professionals re same (.5); review internal correspondence re settlement (.7). | Benfield, N.H. | 2.5 |
| 06/17/2020 | Exchange correspondence re UCC Meeting (.2); UCC call re CAM counter (.7); call with UCC professionals re CAM counter (.5); update call with UCC (.2). | Merola, F.A. | 1.6 |
| 06/17/2020 | Call with committee professionals re settlement structure (.4); call with UCC members re same (.7). | Sasson, I.S. | 1.1 |
| 06/18/2020 | T/c w/ UCC re mediation, settlement, related issues. | Fliman, D.A. | 1.2 |
| 06/18/2020 | Call w/ UCC re settlement proposal update. | Iaffaldano, J.F. | 1.3 |
| 06/18/2020 | Attend par of call with committee re proposed settlement terms. | Jewett, M.M. | 0.4 |
| 06/18/2020 | Correspondence with UCC re meeting (.1); review UCC materials re CAM counter-offer (.2); call with UCC re CAM counter-offer (1.3). | Merola, F.A. | 1.6 |
| 06/18/2020 | Committee call re CAM offer. | Sasson, I.S. | 1.3 |
| 06/22/2020 | Weekly professionals call re UCC updates (.3); call w/ UCC re settlement and standing motion update (.8); prepare for same (.2). | Iaffaldano, J.F. | 1.3 |
| 06/22/2020 | Pre-call with UCC professionals (.3); call with Committee re: strategy and next steps (.8). | Martin, S.L. | 1.1 |
| 06/22/2020 | Call with UCC professionals re UCC Meeting (.2); correspondence with UCC re next steps (.1); pre-call with UCC professionals (.3); UCC call re settlement options (.8); correspondence with UCC re: next steps (.2). | Merola, F.A. | 1.6 |
| 06/22/2020 | Prep for call and pre-call (.1) and pre-call (.3); creditors committee call (.2). | Sasson, I.S. | 0.6 |

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| | | | |
|------------|---|------------------|-----|
| 06/23/2020 | Prepare for (.2) and participate in UCC call (.3). | Gilad, E.E. | 0.5 |
| 06/23/2020 | Call with Committee re case update (.3); prep for same (.3). | Hansen, K.M. | 0.6 |
| 06/23/2020 | Prepare for (.1) and attend weekly UCC meeting (.3). | Iaffaldano, J.F. | 0.4 |
| 06/23/2020 | Call with UCC members and professionals (.3); call with creditor (.3). | Martin, S.L. | 0.6 |
| 06/23/2020 | Update call with UCC (.3); correspondence with UCC members re un-redacted Complaint (.2). | Merola, F.A. | 0.5 |
| 06/23/2020 | Participate in committee meeting. | Sasson, I.S. | 0.3 |
| 06/25/2020 | Committee member discussions re sale process and claims related issues (2.4); analysis re same (1.1). | Hansen, K.M. | 3.5 |
| 06/26/2020 | Prepare correspondence to UCC re pleadings. | Merola, F.A. | 0.2 |
| 06/27/2020 | Emails with committee member re: upcoming court hearing. | Martin, S.L. | 0.1 |
| 06/29/2020 | UCC correspondence re Reply (.1); call with UCC professionals (.3); review draft UCC Meeting Agenda (.2). | Merola, F.A. | 0.6 |
| 06/30/2020 | Attend call with UCC (partial). | Benfield, N.H. | 0.3 |
| 06/30/2020 | Participate in committee call. | Fliman, D.A. | 0.5 |
| 06/30/2020 | Prepare for (.1); participate in UCC call (.5). | Gilad, E.E. | 0.6 |
| 06/30/2020 | Committee meeting (.5) and prep for same (.1). | Hansen, K.M. | 0.6 |
| 06/30/2020 | Attend weekly UCC call. | Iaffaldano, J.F. | 0.5 |
| 06/30/2020 | Attend committee meeting. | Loonam, E.A. | 0.4 |
| 06/30/2020 | Emails with creditor re: proof of claim forms (.2); email Committee in advance of call (.3); call with E. Gilad re: same (.1); prepare for (.1) and participate on Committee call (.4). | Martin, S.L. | 1.1 |
| 06/30/2020 | Review UCC correspondence re agenda and | Merola, F.A. | 0.6 |

STROOCK

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meeting materials (.2); participate in UCC
meeting (.4).

06/30/2020 Attend committee meeting (partial). Sasson, I.S. 0.3

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------------|-------|--------|-------------|
| Benfield, Nathaniel H. | 3.5 | \$ 850 | \$ 2,975.00 |
| Fliman, Daniel A. | 3.7 | 1,350 | 4,995.00 |
| Gilad, Erez E. | 2.5 | 1,475 | 3,687.50 |
| Hansen, Kristopher M. | 4.7 | 1,650 | 7,755.00 |
| Iaffaldano, John F. | 9.1 | 550 | 5,005.00 |
| Jewett, Michelle M. | 0.4 | 1,395 | 558.00 |
| Loonam, Elizabeth A. | 1.2 | 975 | 1,170.00 |
| Magzamen, Michael | 0.3 | 450 | 135.00 |
| Martin, Samantha | 8.0 | 1,095 | 8,760.00 |
| Merola, Frank A. | 10.5 | 1,475 | 15,487.50 |
| Sasson, Isaac S. | 4.6 | 940 | 4,324.00 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 54,852.00 |
|--|--------------|

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| TOTAL FOR THIS MATTER | \$ 54,852.00 |
|-----------------------|--------------|

STROOCK

PAGE: 21

RE Case Analysis/ Pleading Analysis and Responses
006993 0007

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 06/01/2020 | Internal status call (.4); call with UCC professionals (.4). | Benfield, N.H. | 0.8 |
| 06/01/2020 | Call with committee professionals re case status. | Gargano, C.E. | 0.3 |
| 06/01/2020 | Call with internal team (.4) and UCC professionals re case update and strategy (.3). | Gilad, E.E. | 0.7 |
| 06/01/2020 | Call w/ internal team re case and mediation update (.4); call w/ UCC professionals re committee call prep (.3). | Iaffaldano, J.F. | 0.7 |
| 06/01/2020 | Internal status call. | Loonam, E.A. | 0.4 |
| 06/01/2020 | Call with Stroock team re: status and next steps (.4); prepare for same (.1). | Martin, S.L. | 0.5 |
| 06/01/2020 | Team call re open matters status. | Merola, F.A. | 0.5 |
| 06/01/2020 | Prepare for (.1) and attend internal call re next steps (.4); professionals call re same (.3). | Sasson, I.S. | 0.8 |
| 06/04/2020 | Internal case/strategy call (.4); follow up email re same (.2). | Gilad, E.E. | 0.6 |
| 06/04/2020 | Call w/ internal team re case status update. | Iaffaldano, J.F. | 0.3 |
| 06/05/2020 | Internal calls re: workstreams and next steps. | Martin, S.L. | 0.4 |
| 06/08/2020 | T/c w/ team re tasks. | Fliman, D.A. | 0.5 |
| 06/08/2020 | Prepare for (.5); participate in internal status call (.5). | Gargano, C.E. | 1.0 |
| 06/08/2020 | Prepare for (.3); participate in Internal status call (.7). | Gilad, E.E. | 1.0 |

STROOCK

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| | | | |
|------------|--|------------------|-----|
| 06/08/2020 | Prepare for (.2) and call w/ internal team re case status and next steps (.5); call w/ UCC professionals re prep for mediation and committee meeting (.3). | Iaffaldano, J.F. | 1.0 |
| 06/08/2020 | Update call with Stroock team. | Loonam, E.A. | 0.5 |
| 06/08/2020 | Stroock group call re next steps (.5); weekly professionals call (.3). | Sasson, I.S. | 0.8 |
| 06/10/2020 | Call w/ S. Martin re case status and next steps. | Iaffaldano, J.F. | 0.2 |
| 06/10/2020 | Call with J. Surdoval (BRG) re: admin claims and wind down budget (.2); review emails re: same (.3). | Martin, S.L. | 0.5 |
| 06/11/2020 | Prep for (.2) and call w/ team re case issues, strategy (.6). | Fliman, D.A. | 0.8 |
| 06/11/2020 | Internal update / strategy call. | Gilad, E.E. | 0.6 |
| 06/11/2020 | Prepare for (.2) and attend internal call re case status and next steps (.6). | Iaffaldano, J.F. | 0.8 |
| 06/11/2020 | Internal status call. | Loonam, E.A. | 0.7 |
| 06/11/2020 | Prep for (.3) and attend working group update call (.6). | Magzamen, M.S. | 0.9 |
| 06/11/2020 | Weekly SSL call re next steps (.7); follow up call with D. Fliman re same (.4). | Sasson, I.S. | 1.1 |
| 06/15/2020 | Committee discussions re case status and issues (1.8); analysis re same (.7). | Hansen, K.M. | 2.5 |
| 06/16/2020 | Internal call re case strategy. | Sasson, I.S. | 1.0 |
| 06/17/2020 | Call w/ BRG re case status. | Gilad, E.E. | 0.5 |
| 06/17/2020 | Review wages motion (.1); email S. Martin and G. Sasson re same (.1). | Iaffaldano, J.F. | 0.2 |
| 06/17/2020 | Emails with BRG re: corporate incentive plan (.4); emails with Togut and Wagner re: NQ procedures and amended schedules (.5); call with BRG re: pending matters (.3); emails re: same (.2); call with UST re: same (.1). | Martin, S.L. | 1.5 |

STROOCK

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| | | | |
|------------|--|------------------|-----|
| 06/18/2020 | Internal strategy call. | Gilad, E.E. | 0.5 |
| 06/18/2020 | Call w/ internal team re case status and next steps. | Iaffaldano, J.F. | 0.5 |
| 06/18/2020 | Internal status call. | Loonam, E.A. | 0.5 |
| 06/18/2020 | Update call w/ working group. | Magzamen, M.S. | 0.5 |
| 06/18/2020 | Strategy call with Stroock team (.5); call with BRG re: corporate incentive plan (.3). | Martin, S.L. | 0.8 |
| 06/18/2020 | Internal call re next steps. | Sasson, I.S. | 0.5 |
| 06/19/2020 | Internal emails re: corporate incentive plan. | Martin, S.L. | 0.2 |
| 06/22/2020 | Attend weekly UCC professionals call. | Gargano, C.E. | 0.2 |
| 06/22/2020 | Strategy call with UCC professionals (.2); follow up call with Moelis (.1); emails re: sealing motion (.2). | Martin, S.L. | 0.5 |
| 06/22/2020 | Pre-call with UCC professionals re settlement structure. | Sasson, I.S. | 0.3 |
| 06/23/2020 | Professional calls re update. | Hansen, K.M. | 0.7 |
| 06/24/2020 | Review Debtors' press release (.1); emails re: Togut report (.1) and Debtors' corporate incentive plan (.1). | Martin, S.L. | 0.3 |
| 06/25/2020 | Corr w/ team re case issues, tasks. | Fliman, D.A. | 0.5 |
| 06/25/2020 | Internal case / strategy call. | Gilad, E.E. | 0.5 |
| 06/25/2020 | Call w/ internal team re case status updates. | Iaffaldano, J.F. | 0.3 |
| 06/25/2020 | Call with internal team re: case status and strategy. | Martin, S.L. | 0.3 |
| 06/25/2020 | Call with Stroock team re next steps. | Sasson, I.S. | 0.5 |
| 06/26/2020 | Emails with BRG re: abandonments and assumptions/assignments. | Martin, S.L. | 0.1 |
| 06/29/2020 | Call w/ UCC professionals re case status. | Iaffaldano, J.F. | 0.2 |
| 06/29/2020 | Call with Committee professionals (.3); emails | Martin, S.L. | 0.6 |

STROOCK

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with UST (.1); internal emails re: workstreams
(.2).

| | | | |
|------------|---|--------------|-----|
| 06/29/2020 | Call with UCC professionals re status update. | Sasson, I.S. | 0.3 |
| 06/30/2020 | Emails with BRG re: corporate incentive plan. | Martin, S.L. | 0.2 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------------|-------|--------|-----------|
| Benfield, Nathaniel H. | 0.8 | \$ 850 | \$ 680.00 |
| Fliman, Daniel A. | 1.8 | 1,350 | 2,430.00 |
| Gargano, Charles E. | 1.5 | 550 | 825.00 |
| Gilad, Erez E. | 4.4 | 1,475 | 6,490.00 |
| Hansen, Kristopher M. | 3.2 | 1,650 | 5,280.00 |
| Iaffaldano, John F. | 4.2 | 550 | 2,310.00 |
| Loonam, Elizabeth A. | 2.1 | 975 | 2,047.50 |
| Magzamen, Michael | 1.4 | 450 | 630.00 |
| Martin, Samantha | 5.9 | 1,095 | 6,460.50 |
| Merola, Frank A. | 0.5 | 1,475 | 737.50 |
| Sasson, Isaac S. | 5.3 | 940 | 4,982.00 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 32,872.50 |
|--|--------------|

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|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 32,872.50 |
|-----------------------|--------------|

STROOCK

PAGE: 25

RE Stroock Fee Applications
006993 0009

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 06/01/2020 | Finalize and file SSL April fee statement. | Magzamen, M.S. | 1.1 |
| 06/01/2020 | Review and finalize fee statement (1.0); emails re: same (.2). | Martin, S.L. | 1.2 |
| 06/02/2020 | Email S. Martin re interim fee applications. | Iaffaldano, J.F. | 0.2 |
| 06/05/2020 | Call w/ S. Martin re budget and staffing plan, fee application (.2); draft first interim fee application (2.2). | Iaffaldano, J.F. | 2.4 |
| 06/12/2020 | Revise chart re budget (.3); email S. Martin re same (.1); draft first interim fee application (1.4); confer w/ M. Magzamen re same (.2); draft first interim fee application (1.9). | Iaffaldano, J.F. | 3.9 |
| 06/15/2020 | Draft interim fee application. | Iaffaldano, J.F. | 1.4 |
| 06/16/2020 | Draft interim fee application. | Iaffaldano, J.F. | 3.2 |
| 06/16/2020 | Confer w/ J. Iaffaldano re: interim fee app. | Magzamen, M.S. | 0.2 |
| 06/18/2020 | Draft interim fee application. | Iaffaldano, J.F. | 4.0 |
| 06/19/2020 | Emails w/ S. Martin and E. Gilad re interim fee application. | Iaffaldano, J.F. | 0.4 |
| 06/20/2020 | Continue drafting interim fee application. | Iaffaldano, J.F. | 6.0 |
| 06/21/2020 | Continue to draft interim fee application. | Iaffaldano, J.F. | 3.2 |
| 06/22/2020 | Draft interim fee application (1.7); email S. Martin re same (.3). | Iaffaldano, J.F. | 2.0 |
| 06/23/2020 | Confer w/ S. Martin re fee application. | Iaffaldano, J.F. | 0.4 |
| 06/23/2020 | Review and comment on interim fee application (4.7); internal emails re: same (.2). | Martin, S.L. | 4.9 |

STROOCK

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| | | | |
|------------|--|------------------|-----|
| 06/24/2020 | Revise interim fee application (1.5); email M. Magzamen and S. Martin re same (.3). | Iaffaldano, J.F. | 1.8 |
| 06/24/2020 | Discuss interim fee app w J. Iaffaldano and S. Martin | Magzamen, M.S. | 0.3 |
| 06/24/2020 | Review and revise interim fee application (2.8); emails re: same (.2). | Martin, S.L. | 3.0 |
| 06/25/2020 | Review revised interim fee application (.9); email E. Gilad and F. Merola re same (.5). | Iaffaldano, J.F. | 1.4 |
| 06/25/2020 | Draft fee statement. | Magzamen, M.S. | 0.6 |
| 06/26/2020 | Discuss interim fee application w/ S. Martin. | Magzamen, M.S. | 0.2 |
| 06/28/2020 | Revise budget and staffing plans (2.8); emails re: same (.3). | Martin, S.L. | 3.1 |
| 06/29/2020 | Review Stroock budget plan, fee statement, and review comment on Stroock Interim Fee Application | Gilad, E.E. | 3.0 |
| 06/29/2020 | Revise interim fee application (3.1); internal emails re same (.2). | Iaffaldano, J.F. | 3.3 |
| 06/29/2020 | Review/revise SSL interim fee app. | Magzamen, M.S. | 1.4 |
| 06/29/2020 | Revise Stroock May fee statement (1.2); revise Stroock interim fee application (1.4); internal emails re: same (.4). | Martin, S.L. | 3.0 |
| 06/30/2020 | Review and comment on Stroock interim fee application | Gilad, E.E. | 1.0 |
| 06/30/2020 | Revise May fee statement (.5); prepare same for filing (.2); revise interim fee application (2.1); discuss same w/ S. Martin (.3); review comments from E. Gilad (.7); and revise according to same (.9); exchange messages w/ S. Martin and M. Magzamen (.7); finalize interim fee app for filing (.4). | Iaffaldano, J.F. | 5.8 |
| 06/30/2020 | Review and comment on SSL interim fee app (1.0); confer w/ J. Iaffaldano, E. Gilad and S. Martin re: same (.8); confer w/ KCC re: service (.2). | Magzamen, M.S. | 2.0 |

STROOCK

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| | | | |
|------------|--|--------------|-----|
| 06/30/2020 | Revise interim fee application (3.5); internal emails re: UCC member reimbursement (.3); finalize fee statement for filing (.9); calls with J. Iaffaldano re: fee statement and interim application (.3); further revisions to interim fee application (1.1); finalize same for filing (.2). | Martin, S.L. | 6.3 |
|------------|--|--------------|-----|

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|----------|-------------|
| Gilad, Erez E. | 4.0 | \$ 1,475 | \$ 5,900.00 |
| Iaffaldano, John F. | 39.4 | 550 | 21,670.00 |
| Magzamen, Michael | 5.8 | 450 | 2,610.00 |
| Martin, Samantha | 21.5 | 1,095 | 23,542.50 |

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|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 53,722.50 |
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|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 53,722.50 |
|-----------------------|--------------|

STROOCK

PAGE: 28

RE Other Professional Retention
006993 0010

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 06/01/2020 | Prepare spreadsheet re: schedule of professional fees and expenses. | Mohamed, D. | 2.0 |
| 06/02/2020 | Update spreadsheet of professional fees and expenses. | Mohamed, D. | 0.3 |
| 06/09/2020 | Review E&Y retention app, declaration and exhibits (.7); prepare summary of same for UCC (1.9); emails w/ E. Gilad and S. Martin re same (.3); emails w/ S. Martin re Deloitte/EY scope of services and duplication (.2). | Iaffaldano, J.F. | 3.1 |
| 06/09/2020 | Review E&Y retention application. | Merola, F.A. | 0.2 |
| 06/10/2020 | Revise summary of E&Y retention application. | Iaffaldano, J.F. | 0.4 |
| 06/12/2020 | Review OCP report. | Iaffaldano, J.F. | 0.1 |
| 06/13/2020 | Review OCP charges report. | Merola, F.A. | 0.1 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-------------|
| Iaffaldano, John F. | 3.6 | \$ 550 | \$ 1,980.00 |
| Merola, Frank A. | 0.3 | 1,475 | 442.50 |
| Mohamed, David | 2.3 | 370 | 851.00 |

TOTAL FOR PROFESSIONAL SERVICES RENDERED \$ 3,273.50

TOTAL FOR THIS MATTER \$ 3,273.50

STROOCK

PAGE: 29

RE Other Professional Fee Applications
006993 0011

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 06/03/2020 | Emails with UCC member re expense reimbursement. | Iaffaldano, J.F. | 0.5 |
| 06/04/2020 | Emails w/ FTI and UCC member re expense reimbursement (.2); discuss same w/ S. Martin (.1). | Iaffaldano, J.F. | 0.3 |
| 06/08/2020 | Exchange emails w/ Committee member re expense reimbursement. | Iaffaldano, J.F. | 0.2 |
| 06/17/2020 | Internal emails re: UCC professionals' fee statements, timing for payments. | Martin, S.L. | 0.3 |
| 06/22/2020 | Review BRG fee statement. | Iaffaldano, J.F. | 0.7 |
| 06/23/2020 | Review Moelis fee application (.5); email S. Martin and E. Gilad re same (.1). | Iaffaldano, J.F. | 0.6 |
| 06/29/2020 | Review and comment on BRG fee statement and interim fee application (1.9); emails with Dundon re: fee statement and interim fee application (.2); internal emails re: UCC professionals' applications (.1). | Martin, S.L. | 2.2 |
| 06/30/2020 | Review Moelis (.2) BRG (.2) and Dundon (.9) fee statements and interim applications; exchange multiple emails w/ M. Dundon (.4); revise Dundon fee application (.8) and emails w/ S. Martin re same (.3). | Iaffaldano, J.F. | 2.8 |
| 06/30/2020 | Finalize and file Dundon, BRG and Moelis first interim fee applications and monthlies (1.5); confer w/ KCC re: service (.2). | Magzamen, M.S. | 1.7 |
| 06/30/2020 | Emails with Togut and Stroock teams re: notice of hearing on professionals' fee applications (.4); finalize Moelis fee statement and interim fee application (.3); emails with Moelis re: same | Martin, S.L. | 3.5 |

STROOCK

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(.1); finalize BRG fee statement and interim fee application (1.0); emails with BRG re: same (.2); review and comment on Dundon's fee statement and interim fee application (.7); emails with Dundon re: same (.6); finalize same for filing (.2).

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|--|-------|--------------|-------------|
| Iaffaldano, John F. | 5.1 | \$ 550 | \$ 2,805.00 |
| Magzamen, Michael | 1.7 | 450 | 765.00 |
| Martin, Samantha | 6.0 | 1,095 | 6,570.00 |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | | \$ 10,140.00 | |
| TOTAL FOR THIS MATTER | | \$ 10,140.00 | |

STROOCK

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| | |
|----|----------------------------|
| RE | Lien Review 006993 0012 |
|----|----------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 05/22/2020 | Call with N. Bryan and I. Sasson re liens (.6); call with lenders re collateral review (.3). | Loonam, E.A. | 0.9 |
| 06/01/2020 | Provide unencumbered account and real property charts to E. Gilad (1.0); review materials re: perfection of security interest (1.0). | Bryan, N.M. | 2.0 |
| 06/01/2020 | Emails with N. Bryan and E. Gilad re collateral. | Loonam, E.A. | 0.2 |
| 06/01/2020 | Correspondence w/ I. Sasson regarding IP security interests. | Mann, J.M. | 0.2 |
| 06/02/2020 | Discuss research regarding perfection of lien with J. Iaffaldano. | Bryan, N.M. | 0.1 |
| 06/02/2020 | Conduct lien review analysis. | Gilad, E.E. | 0.5 |
| 06/02/2020 | Research re liens perfection issues (1.0); discuss same w/ N. Bryan (.1). | Iaffaldano, J.F. | 1.1 |
| 06/02/2020 | Correspondence regarding IP perfection issues. | Mann, J.M. | 0.2 |
| 06/05/2020 | Analyze lien perfection issues (.6); prepare memo re same (.4). | Gilad, E.E. | 1.0 |
| 06/07/2020 | Create annex of unencumbered accounts. | Bryan, N.M. | 0.5 |
| 06/07/2020 | Lien analysis (.9) and email re same (.1). | Gilad, E.E. | 1.0 |
| 06/07/2020 | Review draft email re unencumbered property (.4); review files and schedules re unencumbered property (.4); internal emails re comments to team (.4). | Loonam, E.A. | 1.2 |
| 06/08/2020 | Lien stipulation memo. | Gilad, E.E. | 1.0 |
| 06/08/2020 | Review docs for foreign holdings (.6); prepare real property annex and revise letter/email to | Loonam, E.A. | 1.8 |

STROOCK

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| | | | |
|------------|--|------------------|-----|
| | counsels re unencumbered property (1.0); internal emails re same (.2). | | |
| 06/08/2020 | Exchange internal correspondence re lien review. | Merola, F.A. | 0.2 |
| 06/09/2020 | Confirm unencumbered account annex for the lien investigation. | Bryan, N.M. | 0.3 |
| 06/09/2020 | Review collateral documents re excluded accounts (.3); review accounts schedule (.3); emails with N. Bryan re excluded accounts (.2); address matters related to lien perfection (.2). | Loonam, E.A. | 1.0 |
| 06/09/2020 | Exchange internal correspondence re lien investigation (.2); review correspondence with secured creditors re perfection issues (.2). | Merola, F.A. | 0.4 |
| 06/12/2020 | Discuss perfection issues w/ I. Sasson (.2); research re same (.3); email w/ C. Gargano re same (.4); call w/ C. Gargano re same (.2). | Iaffaldano, J.F. | 1.1 |
| 06/15/2020 | Internal discussion with F. Merola and E. Loonam re lien review. | Gilad, E.E. | 1.0 |
| 06/22/2020 | Respond to question from I. Sasson about collateral deficiencies. | Bryan, N.M. | 0.1 |
| 06/25/2020 | Prepare lien perfection stipulation (.6); correspondence with F. Merola re same (.3). | Gilad, E.E. | 0.9 |
| 06/25/2020 | Review and revise lien challenge stipulation (.2) and correspondence with E. Gilad re same (.1). | Merola, F.A. | 0.3 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|----------------------|-------|--------|-------------|
| Bryan, Nadia M. | 3.0 | \$ 675 | \$ 2,025.00 |
| Gilad, Erez E. | 5.4 | 1,475 | 7,965.00 |
| Iaffaldano, John F. | 2.2 | 550 | 1,210.00 |
| Loonam, Elizabeth A. | 5.1 | 975 | 4,972.50 |
| Mann, Jeffrey M. | 0.4 | 995 | 398.00 |
| Merola, Frank A. | 0.9 | 1,475 | 1,327.50 |

STROOCK

PAGE: 33

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 17,898.00 |
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|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 17,898.00 |
|-----------------------|--------------|

STROOCK

PAGE: 34

RE Leases & Contracts
006993 0013

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 06/03/2020 | Exchange corr w/ J. Surdoval re Mammoth/Kings contract rejections. | Iaffaldano, J.F. | 0.3 |
| 06/05/2020 | Review notice of assumption and assignment of contracts. | Iaffaldano, J.F. | 0.4 |
| 06/05/2020 | Emails with BRG re: notice of assumption/assignment. | Martin, S.L. | 0.2 |
| 06/05/2020 | Review notice of assignment of contracts. | Merola, F.A. | 0.2 |
| 06/08/2020 | Review rejection notice (.1); emails with BRG re: rejection notice (.2). | Martin, S.L. | 0.3 |
| 06/08/2020 | Review 4th omnibus notice of rejection. | Merola, F.A. | 0.2 |
| 06/12/2020 | Emails with BRG re: assumption schedule. | Martin, S.L. | 0.2 |
| 06/12/2020 | Exchange correspondence with BRG re assumption/assignment schedule. | Merola, F.A. | 0.2 |
| 06/18/2020 | Review BRG correspondence re 4th Omnibus Rejection. | Merola, F.A. | 0.2 |
| 06/19/2020 | Exchange correspondence with BRG re 4th omnibus rejection. | Merola, F.A. | 0.2 |
| 06/22/2020 | Review Seagis objection re assumption. | Merola, F.A. | 0.1 |
| 06/25/2020 | Review Microsoft objection to cure (.1); review Cigna objection to cure (.1). | Merola, F.A. | 0.2 |
| 06/26/2020 | Review Cigna objection to cure (.1); review supplemental notice re assumed contracts (.2). | Merola, F.A. | 0.3 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---|-------|------|-------|
| STROOCK & STROOCK & LAVAN LLP • NEW YORK • LOS ANGELES • MIAMI • WASHINGTON, DC 180 MAIDEN LANE, NEW YORK, NY 10038-4982 TEL 212.806.5400 FAX 212.806.6006 WWW.STROOCK.COM | | | |

STROOCK

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-----------|
| Iaffaldano, John F. | 0.7 | \$ 550 | \$ 385.00 |
| Martin, Samantha | 0.7 | 1,095 | 766.50 |
| Merola, Frank A. | 1.6 | 1,475 | 2,360.00 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 3,511.50 |
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| TOTAL FOR THIS MATTER | \$ 3,511.50 |
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| RE | Cash Collateral/DIP/Financing 006993 0014 |
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| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|----------------|-------|
| 06/01/2020 | Exchange internal correspondence re carve out. | Merola, F.A. | 0.2 |
| 06/04/2020 | Internal correspondence re DIP modifications (.4); call w/ debtors and DIP re DIP modifications (.7). | Gilad, E.E. | 1.1 |
| 06/04/2020 | Emails with Stroock/FTI re: accrued fees/expenses for DIP reporting. | Martin, S.L. | 0.2 |
| 06/04/2020 | Review revised DIP Order. | Merola, F.A. | 0.2 |
| 06/05/2020 | Emails with Stroock/FTI re: accrued fees/expenses for DIP reporting. | Martin, S.L. | 0.3 |
| 06/07/2020 | Analysis re DIP order (.3) and DIP modifications (.7). | Gilad, E.E. | 1.0 |
| 06/09/2020 | Correspondence with Debtors re DIP modifications (1.0); contact chambers for status conference (.5); several calls re same (.5). | Gilad, E.E. | 2.0 |
| 06/09/2020 | Confer w/ S. Martin and E. Gilad re: Chambers conference on DIP (.2); draft email to Chambers re: same (.3). | Magzamen, M.S. | 0.5 |
| 06/09/2020 | Internal emails re: DIP modification order (.3); calls and emails with Chambers re: same (.2); internal follow up (.2); call with Chambers (.1); call with UST (.1); various follow up emails with case constituents re: same (.4). | Martin, S.L. | 1.3 |
| 06/09/2020 | Exchange correspondence with Skadden re DIP Order modification (.2); exchange internal correspondence re Status Conference (.2). | Merola, F.A. | 0.4 |
| 06/10/2020 | Call w/ debtors re DIP modifications and L/C facility (.7), call w/ BRG re DIP modifications (.5), conf call w/ working group re DIP | Gilad, E.E. | 5.7 |

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| | | | |
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| | modifications (.7), call w/ UCC professionals re L/C facility and carve out request (.5), internal call re carve out and L/C facility issue (.4), numerous discussions with UCC professionals re foregoing (1.0), review and analysis re same (1.9). | | |
| 06/10/2020 | Call w/ Debtors and lenders re DIP modification order (.6); email summary of same to S. Martin (.9); call w/ UCC professionals re DIP modification (.7) email summary of same to S. Martin and F. Merola (.7); exchange emails w/ E. Gilad re admin claims estimates (.4); review BRG liquidity forecast (.2); emails w/ J. Surdoval re same (.1). | Iaffaldano, J.F. | 3.6 |
| 06/10/2020 | Call with UCC professionals re: L/C facility (.5); emails with UCC professionals re: same (.4); internal call re: same (.8). | Martin, S.L. | 1.7 |
| 06/10/2020 | Review correspondence re Well Fargo refi and carve out (.2); call with Moelis and BRG re L/C refi (.5); review Skadden correspondence re DIP Order (.1); call with K. Hansen re L/C refi and carve out (.5). | Merola, F.A. | 1.3 |
| 06/10/2020 | Call with UCC professionals re: L/C issue. | Sasson, G. | 0.4 |
| 06/11/2020 | Discussion with Stroock team re DIP modifications. | Gilad, E.E. | 0.4 |
| 06/15/2020 | Review report re Interco amounts. | Merola, F.A. | 0.2 |
| 06/16/2020 | Emails with UCC professionals re: DIP/L/C Facility (.2); follow up with Skadden re: same (.2). | Martin, S.L. | 0.4 |
| 06/16/2020 | Exchange correspondence with BRG re L/C refi. | Merola, F.A. | 0.2 |
| 06/19/2020 | Emails with FTI re: accrued fees/expenses for DIP reporting. | Martin, S.L. | 0.2 |
| 06/26/2020 | Emails with Stroock and FTI re: accrued fees for DIP reporting. | Martin, S.L. | 0.3 |
| 06/26/2020 | Review lenders' professionals' invoice. | Merola, F.A. | 0.1 |

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|----------|--------------|
| Gilad, Erez E. | 10.2 | \$ 1,475 | \$ 15,045.00 |
| Iaffaldano, John F. | 3.6 | 550 | 1,980.00 |
| Magzamen, Michael | 0.5 | 450 | 225.00 |
| Martin, Samantha | 4.4 | 1,095 | 4,818.00 |
| Merola, Frank A. | 2.6 | 1,475 | 3,835.00 |
| Sasson, Gabriel | 0.4 | 1,095 | 438.00 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 26,341.00 |
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| TOTAL FOR THIS MATTER | \$ 26,341.00 |
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RE Litigation & Adversary Proceedings
006993 0015

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 06/01/2020 | Conduct review of documents produced by Debtors. | Benfield, N.H. | 3.1 |
| 06/01/2020 | Evaluate legal issue for STN motion and proposed complaint (1.0); corr. with N. Benfield re motion (.2). | Cooperman, K.T. | 1.2 |
| 06/01/2020 | Review and analysis re STN motion and complaint. | Fliman, D.A. | 1.5 |
| 06/01/2020 | Revise updated STN motion. | Gargano, C.E. | 1.8 |
| 06/01/2020 | Analysis re Complaint and STN motion and complaint analysis. | Gilad, E.E. | 1.0 |
| 06/01/2020 | Review STN motion (.7); review case management order re objection/reply deadlines (.1). | Iaffaldano, J.F. | 0.8 |
| 06/01/2020 | Finalize draft STN Motion (1.3); circulate same to professionals working group (.2). | Sasson, I.S. | 1.5 |
| 06/02/2020 | Call with Moelis to discuss waterfall analysis in connection w/ STN (.7); conduct document review (2.6); revise complaint (2.0); review Skadden response to STN letter (.7). | Benfield, N.H. | 6.0 |
| 06/02/2020 | Internal call re updated waterfall analysis (.5); review adversary letter (.3); revise proposed complaint (.4). | Cooperman, K.T. | 1.2 |
| 06/02/2020 | Cite check STN motion. | Fiore, N.G. | 5.0 |
| 06/02/2020 | Address confidentiality terms for STN papers (.9); analyze Debtors' response to standing request (3.1); corr w/ team re same (1.5); corr w/ clients re same (.5); t/c w/ team re valuation, waterfall (.6). | Fliman, D.A. | 6.6 |

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|------------|--|------------------|-----|
| 06/02/2020 | Revise STN motion. | Gargano, C.E. | 0.9 |
| 06/02/2020 | Review Skadden letter re STN (.4); review D. Fliman overview re STN (.2). | Merola, F.A. | 0.6 |
| 06/02/2020 | Review and analyze Debtors' response to STN letter (.7); call with D. Fliman re same (.3); review and revise confidentiality stipulation (.6); emails re same (.3). | Sasson, I.S. | 1.9 |
| 06/02/2020 | Cite check STN pleadings. | Stygar, C.M. | 1.1 |
| 06/03/2020 | Revise complaint (2.3); document review (2.7). | Benfield, N.H. | 5.0 |
| 06/03/2020 | Revise STN brief (.8); to prepare for filing (.3). | Fiore, N.G. | 1.1 |
| 06/03/2020 | Conduct research re fraudulent conveyance issues (1.8); confer w/ I. Sasson re: same (.5). | Gargano, C.E. | 2.3 |
| 06/03/2020 | Review STN motion citations (2.1); confer. w/ I. Sasson re same (.4). | Iaffaldano, J.F. | 2.5 |
| 06/03/2020 | Review and revise STN motion (1.7); address confidentiality issues (.6). | Sasson, I.S. | 2.3 |
| 06/03/2020 | Revise motion for leave (.9); emails with Stroock team re same (.2). | Stygar, C.M. | 1.1 |
| 06/04/2020 | Call with I. Sasson and F. Merola re status of STN complaint (.5); revise complaint (5.2). | Benfield, N.H. | 5.7 |
| 06/04/2020 | Address STN confidentiality issues (.6); work re STN papers (1.5); corr w/ team re same (.8). | Fliman, D.A. | 2.9 |
| 06/04/2020 | Review and revise STN complaint. | Gargano, C.E. | 0.5 |
| 06/04/2020 | Correspondence with Debtors re extension deadline (.3). | Gilad, E.E. | 0.3 |
| 06/04/2020 | Revise STN motion (5.4); research re same (.9); internal emails re same (.3); corr. w/ I. Sasson re citations (.3); prepare motion to file under seal (.7); corr. w/ M. Magzamen re same (.1). | Iaffaldano, J.F. | 7.7 |
| 06/04/2020 | Internal call re STN and complaint (.5); review QE protective order (.2); review internal correspondence re STN (.2); review internal correspondence re challenge deadline (.2). | Merola, F.A. | 1.1 |

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|------------|---|------------------|-----|
| 06/04/2020 | Review and revise STN motion (3.1); review and revise STN draft complaint (2.2); emails with N. Benfield and K. Cooperman re same (.5); call w/ F. Merola and N. Benfield re same (.5). | Sasson, I.S. | 6.3 |
| 06/04/2020 | Review draft complaint (1.0); compile list of defendants and research jurisdiction issues (.6); coordinate re defendants residency (.6); confer w/ C. Gargano re: same (.1). | Shea, C.C | 2.3 |
| 06/05/2020 | Revise STN complaint. | Benfield, N.H. | 4.0 |
| 06/05/2020 | Revise STN complaint (4.1); corr w/ team re same (.7). | Fliman, D.A. | 4.8 |
| 06/05/2020 | Research re: STN complaint proposed defendants. | Gargano, C.E. | 1.7 |
| 06/05/2020 | Internal discussions re STN. | Gilad, E.E. | 1.0 |
| 06/05/2020 | Revise STN complaint (.5); email N. Benfield re same (.1). | Iaffaldano, J.F. | 0.6 |
| 06/05/2020 | Analyze potential conflicts in connection with STN motion/complaint (.4); confer w/ working group re: same (.1). | Magzamen, M.S. | 0.5 |
| 06/05/2020 | Review and revise draft complaint (2.7); review and revise draft STN motion (1.2); call with E. Gilad and D. Fliman re lien stipulation (.3); internal emails re foregoing (.7). | Sasson, I.S. | 4.9 |
| 06/05/2020 | Research re proposed defendants (2.9); confer w/ C. Gargano re: same (.2); confer w/ Library re: same (.3). | Shea, C.C | 3.4 |
| 06/06/2020 | Revise STN complaint. | Iaffaldano, J.F. | 3.6 |
| 06/07/2020 | Call with Dundon to discuss complaint (.7); revise complaint (3.9). | Benfield, N.H. | 4.6 |
| 06/07/2020 | Revise STN motion (3.8); corr w/ team re same (.5); address revisions to complaint (1.1). | Fliman, D.A. | 5.4 |
| 06/07/2020 | Draft STN proposed order (.9); call w/ I. Sasson re same (.2); prepare notice of motion re same | Iaffaldano, J.F. | 4.3 |

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| | | | |
|------------|---|------------------|-----|
| | (.3); review CAM stipulation (.3); draft motion to seal (1.6) and order re same (.5); internal emails re same (.3); emails w/ I. Sasson re STN filing deadline (.2). | | |
| 06/07/2020 | Confer w/ working group re: redacting complaint and motion. | Magzamen, M.S. | 0.1 |
| 06/07/2020 | Internal emails re: STN motion and complaint. | Martin, S.L. | 0.2 |
| 06/07/2020 | Call with Dundon re complaint (.2); review CAM use stipulation (.1); exchange correspondence with Moelis and BRG re complaint (.3); review revised complaint (.5); review BRG comments (.2); review redline Complaint (.3). | Merola, F.A. | 1.6 |
| 06/07/2020 | Review and revise draft complaint (2.8); calls with J. Surdoval re same (.5); calls w/ M. Dundon, F. Merola, J. Feldman re same (.7); call with D. Zweben re same (.3) call with D. Fliman re same (.3); call with N. Benefield re same (.2). | Sasson, I.S. | 4.8 |
| 06/08/2020 | Internal status call to discuss STN Complaint (.7); call with UCC professionals (.2); revise Complaint (2.3); review complaint for redactions (5.3). | Benfield, N.H. | 8.5 |
| 06/08/2020 | Correspondence with Stroock team re: finalizing STN motion (.1); review updated draft complaint (.3). | Cooperman, K.T. | 0.4 |
| 06/08/2020 | Revisions to STN motion (2.3); corr w/ team re same (1.1); address revisions to complaint (2.7). | Fliman, D.A. | 6.1 |
| 06/08/2020 | Review, analysis and comment on Complaint (2.4); review, analysis and comment on STN motion (1.0); numerous internal discussions (.6) and correspondence re same (.5). | Gilad, E.E. | 4.5 |
| 06/08/2020 | Review STN motion (.3) and comments on same (.2); review I. Sasson comments on proposed order (.2); discussion re notice of hearing w/ I. Sasson (.1); email M. Magzamen re same (.1); draft notice of hearing (.2); review case management order (.2). | Iaffaldano, J.F. | 1.3 |

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| | | | |
|------------|---|------------------|-----|
| 06/08/2020 | Review CMO and local rules, Chambers rules (.2); review/revise STN motion in accordance w/ same (.4); confer w/ I. Sasson re: same (.2). | Magzamen, M.S. | 0.8 |
| 06/08/2020 | Review redlined Complaint (.2); call with Moelis re waterfall (.2). | Merola, F.A. | 0.4 |
| 06/08/2020 | Review and analyze Dundon and BRG comments to draft complaint and motion (.7); revise complaint re same (1.1); revise form of order (.3); comment on confidentiality issues (.5); revise draft STN motion (2.5); circulate to the Committee re same (.2). | Sasson, I.S. | 5.3 |
| 06/09/2020 | Revise Complaint (4.0); call with team to discuss status of Complaint (.2). | Benfield, N.H. | 4.2 |
| 06/09/2020 | Call with Stroock team re: STN motion and strategy (.2); reviewed updated draft STN motion documents (.2); corr. from Stroock team re same (.2). | Cooperman, K.T. | 0.6 |
| 06/09/2020 | Internal discussions re complaint and STN motion. | Gilad, E.E. | 1.0 |
| 06/09/2020 | Revise STN motion to seal (.3); internal emails re status conference scheduling (.1). | Iaffaldano, J.F. | 0.4 |
| 06/09/2020 | Redact complaint (.4); confer w/ working group re: same (.1); draft and confirm STN motion timeline (.5); confer w/ J. Iaffaldano and I. Sasson re: same (.2) | Magzamen, M.S. | 1.2 |
| 06/09/2020 | Review STN motion (1.3) and complaint (.9); emails with UCC members re: same (.2). | Martin, S.L. | 2.4 |
| 06/09/2020 | Correspondence with court re hearing date (.1); review Complaint (.2); exchange correspondence re hearing timing/deadlines (.2); internal update call re STN (.2); correspondence with BRG re complaint edits (.2); review and revise STN motion (1.3). | Merola, F.A. | 2.2 |
| 06/09/2020 | Review and revise draft complaint (3.7); corr. with D. Fliman re new timeline (.2); call with F. Merola, N. Benfield, K. Cooperman re same (.2); review and revise draft motion (1.7). | Sasson, I.S. | 5.8 |

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| | | | |
|------------|---|------------------|-----|
| 06/10/2020 | Revise STN complaint. | Benfield, N.H. | 2.1 |
| 06/10/2020 | Prepare revisions to proposed complaint in connection with STN motion (2.2) and correspondence with I. Sasson re same (.4). | Cooperman, K.T. | 2.6 |
| 06/10/2020 | Address tasks w/r/t STN litigation (.8); corr w/ team re same (.8). | Fliman, D.A. | 1.6 |
| 06/10/2020 | Identify subsidiary state of incorporation, principal place of business in connection w/ STN complaint. | Gargano, C.E. | 2.1 |
| 06/10/2020 | Discussion w/ I. Sasson re motion to seal procedures (.3); review I. Sasson comments on motion to seal STN (.2); discussion w/ M. Magzamen re same (.1); review docket re same (.2). emails w/ N. Benfield re STN complaint (.2); discussion w/ C. Gargano re same (.5); research Debtor subsidiary incorporation status (1.9); revise STN complaint (1.2). | Iaffaldano, J.F. | 4.6 |
| 06/10/2020 | Review committee member's complaint comments. | Merola, F.A. | 0.2 |
| 06/10/2020 | Review and revise draft sealing motion (2.1); review and revise draft complaint (1.4); review and revise draft STN motion (.7). | Sasson, I.S. | 4.2 |
| 06/11/2020 | Internal status call to discuss complaint (.8); prepare exhibits to complaint (1.4); revise complaint (2.4). | Benfield, N.H. | 4.6 |
| 06/11/2020 | Correspondence with Stroock team re proposed complaint for STN motion. | Cooperman, K.T. | 0.2 |
| 06/11/2020 | Address open tasks re STN motion (.8); corr w/ team re same (1.1). | Fliman, D.A. | 1.9 |
| 06/11/2020 | Internal discussions re STN litigation. | Gilad, E.E. | 0.5 |
| 06/11/2020 | Research re subsidiary incorporation status (.4); email N. Benfield re same (.1). review comments on STN order (.3) and motion to seal (.3); revise same (.9); emails re same w/ D. Fliman and F. Merola (.3). | Iaffaldano, J.F. | 2.3 |
| 06/11/2020 | Call re litigation strategy (.5); review committee | Merola, F.A. | 0.7 |

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| | member's comments on complaint (.2). | | |
| 06/11/2020 | Review and revise STN motion (2.5); circulate re same (.3). | Sasson, I.S. | 2.8 |
| 06/12/2020 | Revise exhibits (.3); review correspondence with court re STN hearing date (.1); review settlement proposal and related correspondence (.2). | Benfield, N.H. | 0.6 |
| 06/12/2020 | Research re perfection of security interests. | Gargano, C.E. | 2.3 |
| 06/12/2020 | Exchange correspondence to UCC Professionals re complaint. | Merola, F.A. | 0.2 |
| 06/12/2020 | Circulate updated draft of motions and complaint to professionals (.3); draft email re 1L issues (.5); review and analyze stipulations re makewhole issues (.4); research re 552 (.1). | Sasson, I.S. | 1.3 |
| 06/13/2020 | Research re perfection of security interests for STN complaint. | Gargano, C.E. | 4.9 |
| 06/13/2020 | Revise STN motion. | Iaffaldano, J.F. | 0.4 |
| 06/14/2020 | Evaluate draft proposed complaint and corr. with Stroock team re: same. | Cooperman, K.T. | 0.8 |
| 06/14/2020 | Research re perfection of security interests for STN complaint. | Gargano, C.E. | 4.5 |
| 06/14/2020 | Revise draft complaint (1.1) and motion re makewhole (.6); review and analyze research re tax attributes and perfection (.4). | Sasson, I.S. | 2.1 |
| 06/15/2020 | Document review (1.3); update Complaint and STN motion (1.2); call with K. Cooperman and I. Sasson to discuss status of Complaint (.1). | Benfield, N.H. | 2.6 |
| 06/15/2020 | Call with Stroock team and others re: settlement and strategy (.4); call with I. Sasson and N. Benfield re: finalizing proposed complaint (.1); reviewed revisions to draft complaint (.4). | Cooperman, K.T. | 0.9 |
| 06/15/2020 | Research re perfection of security interests for STN complaint. | Gargano, C.E. | 4.3 |
| 06/15/2020 | Revise STN proposed order (.1); notice (.1) and | Iaffaldano, J.F. | 0.5 |

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| | motion to seal (.1); internal emails re same (.2). | | |
| 06/15/2020 | Internal correspondence with 1L and 2L re lien investigation (.2); review and revise Complaint (.4); review and revise STN Motion (.3); review BRG analysis (.3). | Merola, F.A. | 1.2 |
| 06/15/2020 | Revisions to STN motion and complaint. | Sasson, I.S. | 1.2 |
| 06/16/2020 | Call with Stroock team concerning strategy for STN motion (.8); reviewed corr. with Stroock team and edits to draft proposed complaint in connection with same (.3). | Cooperman, K.T. | 1.1 |
| 06/16/2020 | Review and provide comments to complaint (.7); internal discussion re case matters (.5). | Gilad, E.E. | 1.2 |
| 06/16/2020 | Discuss filing logistics and procedures w/ I. Sasson and working group (.3); review of draft documents (.3). | Magzamen, M.S. | 0.6 |
| 06/16/2020 | Exchange correspondence re timing re STN (.2); correspondence re Debtor proposal re CAM standing (.3); review STN settlement proposal (.3); internal call re Brigade issues (.5). | Merola, F.A. | 1.3 |
| 06/16/2020 | Review and incorporate E. Gilad comments to STN motion. | Sasson, I.S. | 1.5 |
| 06/17/2020 | Revise Complaint. | Benfield, N.H. | 4.4 |
| 06/17/2020 | Review sections of final proposed draft complaint in connection with STN motion (.4); corr. with Stroock team re same (.1). | Cooperman, K.T. | 0.5 |
| 06/17/2020 | Revise draft STN materials (2.8); corr w/ team re same (1.1); corr w/ parties re timing for same (.6). | Fliman, D.A. | 4.5 |
| 06/17/2020 | Revise notice and proposed order re STN motion (.9); confer w/ I. Sasson re same (.3); internal emails re filing deadlines (.2); draft motion to shorten notice for STN (3.6); email I. Sasson re same (.2). | Iaffaldano, J.F. | 5.2 |
| 06/17/2020 | Communications with attorneys re: STN filing plan (.2); review/revise ToA and proof STN Motion (3.3); confer w/ J. Iaffaldano and | Magzamen, M.S. | 5.1 |

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|------------|---|------------------|-----|
| | research re: motions to shorten notice (.3); final proof and prepare final drafts w/ I. Sasson (1.3). | | |
| 06/17/2020 | Email with UCC re: STN motion. | Martin, S.L. | 0.2 |
| 06/17/2020 | Correspondence with Chambers re STN (.2); exchange internal correspondence re STN schedule (.2). | Merola, F.A. | 0.4 |
| 06/17/2020 | Review and finalize STN Motion and Complaint for e-mail circulation. | Sasson, I.S. | 5.5 |
| 06/18/2020 | Internal status call to discuss next steps with complaint and settlement (.4); review internal communications re settlement (.2); create document summarizing redactions (1.8); call with UCC (1.3). | Benfield, N.H. | 3.7 |
| 06/18/2020 | Confer w/ working group re: access to documents (.2); internal discussions re: logistics (.5); review/revise docs (.5); test document security (.2); perform redactions on STN docs (.5); draft redaction chart (.8). | Magzamen, M.S. | 2.7 |
| 06/18/2020 | Correspondence with Skadden re redaction (.2); review Complaint redactions (.3); internal correspondence re STN scheduling (.2). | Merola, F.A. | 0.7 |
| 06/18/2020 | Emails with Stroock and Skadden teams re STN motion and complaint. | Sasson, I.S. | 0.3 |
| 06/19/2020 | Work re STN papers (.8); corr w/ team re same (.7). | Fliman, D.A. | 1.5 |
| 06/19/2020 | Review internal correspondence re Complaint redactions. | Merola, F.A. | 0.1 |
| 06/21/2020 | Emails w/ I. Sasson re motion to shorten notice for STN filing (.2); review comments to same (.2). | Iaffaldano, J.F. | 0.4 |
| 06/21/2020 | Exchange internal correspondence re STN Complaint mechanics. | Merola, F.A. | 0.2 |
| 06/21/2020 | Review and comment on draft motion to seal (1.3); review and comment on draft motion to expedite (1.4). | Sasson, I.S. | 2.7 |

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|------------|---|------------------|-----|
| 06/22/2020 | Calls with UCC professionals (.6); call with UCC (.8); preparing motion and complaint to be filed (3.0); prepare Complaint to be filed (1.4). | Benfield, N.H. | 5.8 |
| 06/22/2020 | Review final draft STN motion documents (.4) and corr. with Stroock team re same (.2). | Cooperman, K.T. | 0.6 |
| 06/22/2020 | Finalize STN motion and related papers (3.5); corr w/ team re same (1.9); corr w/ case parties re same (.9); corr w/ UCC re same (.5); address task related to filings (1.1). | Fliman, D.A. | 7.9 |
| 06/22/2020 | Internal correspondence re STN motion. | Gilad, E.E. | 0.4 |
| 06/22/2020 | Internal discussions re STN issues. | Hansen, K.M. | 1.0 |
| 06/22/2020 | Revise motion to shorten notice (1.3); revise motion to seal (1.4); finalize ancillary documents re STN filing (1.2); call w/ I. Sasson re table of authorities (.3); finalize STN motion for filing (3.3). | Iaffaldano, J.F. | 7.5 |
| 06/22/2020 | Confer w/ working group re: finalizing STN, Complaint and exhibits (.5); revise complaint and motion (2.9); redactions of same (3.2); internal discussion re: timing (.2); finalize motions to seal and shorten (.8); draft Chambers required highlighted versions (1.2); e-filing of documents (.4). | Magzamen, M.S. | 9.2 |
| 06/22/2020 | Emails re: standing motion. | Martin, S.L. | 0.2 |
| 06/22/2020 | Correspondence with UST re STN Motion (.1); review OST Motion (.2); exchange correspondence re Complaint redactions (.2); review correspondence re Defendant extension (.2); internal correspondence re filing of STN Motion (.3). | Merola, F.A. | 1.0 |
| 06/22/2020 | Finalize and prep for filing redacted, unredacted, and highlighted versions of STN Motion (4.9); motion to seal (.8); motion to expedite (1.1); email to chambers (.6); internal emails and calls re same (.9). | Sasson, I.S. | 8.3 |
| 06/23/2020 | Prepare draft Reply on STN Motion. | Benfield, N.H. | 2.0 |
| 06/23/2020 | Address issues re filed motion, related tasks | Fliman, D.A. | 2.3 |

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|------------|--|------------------|------|
| | (1.5); begin preparation for reply brief (.8). | | |
| 06/23/2020 | Conduct research re STN motion (2.6); conduct research re complaint causes of action (3.6). | Gargano, C.E. | 6.2 |
| 06/23/2020 | STN related internal call (.6) and internal emails re same (.4). | Gilad, E.E. | 1.0 |
| 06/23/2020 | Research issues re STN reply. | Iaffaldano, J.F. | 3.8 |
| 06/23/2020 | Discuss service of STN w/ I. Sasson (.3); confer w/ KCC re: service (.4); research re: reporting (.2); finalize and e-file Notice of Standing Motion (.5). | Magzamen, M.S. | 1.4 |
| 06/23/2020 | Emails re: distribution of redacted STN motion. | Martin, S.L. | 0.6 |
| 06/23/2020 | Correspondence with UST re un-redacted Complaint (.2); review correspondence re STN reply (.2); review Orders re Motion to Seal and OST (.2). | Merola, F.A. | 0.6 |
| 06/23/2020 | Research issues for STN reply (4.0); draft and circulate email to professionals working group re next steps (.9). | Sasson, I.S. | 4.9 |
| 06/24/2020 | Prepare STN reply brief. | Benfield, N.H. | 8.7 |
| 06/24/2020 | Corr w/ team re standing motion w/ team (1.1); address tasks w/r/t same (1.6); corr w/ case parties re same (.7). | Fliman, D.A. | 3.4 |
| 06/24/2020 | Research re equitable subordination (1.1); research issues re fraudulent transfer (7.1); confer w/ J. Iaffaldano re same (1.4); research re lien challenge (.5). | Gargano, C.E. | 10.1 |
| 06/24/2020 | Conduct legal research re multiple issues in connection w/ STN reply (8.8); draft STN reply (4.2); exchange emails w/ I. Sasson and N. Benfield re same (1.3); call w/ I. Sasson and C. Gargano re same (1.3). | Iaffaldano, J.F. | 15.6 |
| 06/24/2020 | Conduct research in connection with standing motion. | Magzamen, M.S. | 0.3 |
| 06/24/2020 | Internal emails re: STN motion. | Martin, S.L. | 0.2 |

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| 06/24/2020 | Email internal team re STN reply (.2); review MCC press release (.2); exchange internal correspondence re STN (.2); review dataroom posting summary (.2); review tax refund analysis and exchange correspondence re same (.3); review Reply outline (.3). | Merola, F.A. | 1.4 |
| 06/24/2020 | Call with D. Fliman re STN reply and next steps (1.2); research and analysis re same (4.3); emails with N. Benfield, J. Iaffaldano, and C. Gargano re same (.8); draft shell reply re same (3.3). | Sasson, I.S. | 9.6 |
| 06/24/2020 | Review CAM documents and create list of all cases referenced therein (.6); cross-check against all documents attached (.7); review debt memo (.5). | Shea, C.C | 1.8 |
| 06/25/2020 | Call with team to discuss STN motion (.4); prepare reply ISO STN motion (8.1). | Benfield, N.H. | 8.5 |
| 06/25/2020 | Tasks re preparation of reply memorandum of law on STN motion (1.3) and corr. with Stroock team re same (.5). | Cooperman, K.T. | 1.8 |
| 06/25/2020 | Corr w/ team re standing issues, tasks. | Fliman, D.A. | 2.1 |
| 06/25/2020 | Research re tax lien challenge (2.3); internal call re complaint/potential response (.4); research re equitable subordination (1.6); research re lien challenge (2.5); call with J. Iaffaldano re lien challenges (1.0); research commercial tort claims (3.7); draft sections of STN reply re same (3.1). | Gargano, C.E. | 14.6 |
| 06/25/2020 | Research and draft STN reply (11.9); call w/ C. Gargano re same (.9). | Iaffaldano, J.F. | 12.8 |
| 06/25/2020 | Call re STN coordination. | Merola, F.A. | 0.3 |
| 06/25/2020 | Draft reply in further support of objection (8.9); call w/ J. Iaffaldano and C. Gargano re same (.9) | Sasson, I.S. | 9.8 |
| 06/26/2020 | Review Togut report (1.2); call with team to discuss reply (.8); draft STN reply (8.3). | Benfield, N.H. | 10.3 |
| 06/26/2020 | Prepare sections of reply memorandum of law | Cooperman, K.T. | 5.8 |

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on STN motion (4.3); call with Stroock team re same (1.1); follow up emails with Stroock team re same (.4).

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|------------|---|------------------|------|
| 06/26/2020 | Analyze Togut report and standing objections (3.2); outline reply (2.2); assess strategy re reply, hearing (.9); corr w/ team re same (1.2). | Fliman, D.A. | 7.5 |
| 06/26/2020 | Research in connection w/ STN reply re lien challenge for commercial tort claim (.5), challenge to mortgages (.3), and certain other issues (4.9); review Chatham, Debtor, BONY and Brigade objections to STN (1.7); call with I. Sasson, N. Benfield, J. Iaffaldano and F. Merola discussing objections (.8); draft STN reply (1.1). | Gargano, C.E. | 9.3 |
| 06/26/2020 | Review and analyze Debtors' objection, Chatham objection, Brigade objection, 1L trustee objection. | Gilad, E.E. | 2.0 |
| 06/26/2020 | Research and draft STN reply (9.0); review objections of Brigade (1.3), Chatham (1.7) and Debtors (1.5). | Iaffaldano, J.F. | 13.5 |
| 06/26/2020 | Confer w/ D. Fliman and I. Sasson re: objections and needs for hearing (.2); prepare binders of objections, cases and Togut report (1.9); prepare for drafting of reply (.3); obtain and circulate objections and supporting docs/ECF filings (.4); discuss internally timing for filing objections (.1); arrange for K. Cooperman binder (.2); researched re cited transcript (.3) | Magzamen, M.S. | 3.4 |
| 06/26/2020 | Review objections to standing motion (1.8); emails re: same (.2). | Martin, S.L. | 2.0 |
| 06/26/2020 | Review correspondence with Moelis re waterfall (.2); review Brigade objection re STN motion (.3); review Chatham objection STN (.3); review Debtors' objection to STN Motion (.3); analyze tax refund issues (.5); review BONY objection re STN (.1); review Debtor declaration re STN opposition and correspondence re same (.3); work on STN reply (2.8). | Merola, F.A. | 4.8 |

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|------------|--|------------------|------|
| 06/26/2020 | Review and analyze objections to standing motion (4.3); review and analyze Togut report (1.4); call with D. Fliman re reply (1.0); research re Dura decision (1.7); draft reply (2.0). | Sasson, I.S. | 10.4 |
| 06/27/2020 | Draft Reply to STN Motion. | Benfield, N.H. | 10.5 |
| 06/27/2020 | Prepare sections of Committee's reply on STN motion (4.1);, evaluated legal issues re: same (3.9); corr. with Stroock team re: same (.8). | Cooperman, K.T. | 8.8 |
| 06/27/2020 | Review Chatham Objection to STN Motion (2.0); research issues re equitable subordination (2.9); draft section of reply re same (2.0); research fraudulent transfer issues(1.2); draft sections of reply re same (1.4). | Gargano, C.E. | 9.5 |
| 06/27/2020 | Research (3.5) and draft STN reply (7.7); emails w/ C. Gargano, K. Cooperman and N. Benfield re same (1.1). | Iaffaldano, J.F. | 12.3 |
| 06/27/2020 | Draft STN reply. | Sasson, I.S. | 2.8 |
| 06/28/2020 | Draft STN reply. | Benfield, N.H. | 6.7 |
| 06/28/2020 | Prepare sections of and updates to draft reply papers on STN motion (3.4) and correspondence with I. Sasson, N. Benfield, C. Gargano, and J. Iaffaldano re: same (.5). | Cooperman, K.T. | 3.9 |
| 06/28/2020 | Evaluate standing objections filed by objectors (4.5); assess reply arguments (1.1); review and revise draft reply brief (6.3); corr w/ team re same and tasks (1.5). | Fliman, D.A. | 13.4 |
| 06/28/2020 | Draft and revise STN reply (11.3); research re equitable subordination (3.2). | Gargano, C.E. | 14.5 |
| 06/28/2020 | Provide comments to STN reply. | Gilad, E.E. | 0.7 |
| 06/28/2020 | Conduct legal research on various issues in connection w/ STN reply (6.3); draft STN reply (5.5); revise same (1.4); discussion re same (.8). | Iaffaldano, J.F. | 14.0 |
| 06/28/2020 | Review productions with respect to audit opinions. | Lewkowicz, D.H. | 3.0 |

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|------------|--|------------------|------|
| 06/28/2020 | Confer w/ I. Sasson re: prep. of ToA, ToC for brief (.2); review and cite check brief (3.8); confer w/ C. Gargano, et al. re: same (.3) | Magzamen, M.S. | 4.3 |
| 06/28/2020 | Internal emails re: STN reply. | Martin, S.L. | 0.5 |
| 06/28/2020 | Exchange internal correspondence re tax information (.2); exchange internal correspondence re mediation status (.2); review and revise STN Reply (2.3). | Merola, F.A. | 2.7 |
| 06/28/2020 | Draft reply. | Sasson, I.S. | 15.6 |
| 06/29/2020 | Prepare reply for filing. | Benfield, N.H. | 4.7 |
| 06/29/2020 | Revise standing reply brief (3.7); begin preparation for standing hearing (1.7); corr w/ team re same (1.8). | Fliman, D.A. | 7.2 |
| 06/29/2020 | Revise STN reply (2.2); finalize and prepare same for filing (1.2). | Gargano, C.E. | 3.4 |
| 06/29/2020 | Review and comment on UCC STN reply | Gilad, E.E. | 2.7 |
| 06/29/2020 | Revise (3.0) and finalize STN reply (.8). | Iaffaldano, J.F. | 3.8 |
| 06/29/2020 | Confer w/ I. Sasson and team re: review and changes (.9); prepare redacted and unredacted versions of annexes to reply (.9); confer w/ I. Sasson re: same (.2); prepare for 7/1 hearing (.9); respond to attorney requests for documents (.1); prepare binders of cases/briefs (2.9); review and comment on all iterations of reply (1.0); redact reply (.7); e-file and circulate reply (.4); finalize confidential filings w/ I. Sasson (.7); confer w/ KCC re service (.2); research re: cases cited (.4) | Magzamen, M.S. | 9.3 |
| 06/29/2020 | Review Committee's reply. | Martin, S.L. | 1.3 |
| 06/29/2020 | Review STN Reply mark-up. | Merola, F.A. | 0.8 |
| 06/29/2020 | Finalize Reply (6.3): emails with internal team re same (.4). | Sasson, I.S. | 6.7 |
| 06/30/2020 | Review standing motion materials (3.8); research w/r/t same (1.7). | Fliman, D.A. | 5.5 |

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|------------|--|--------------|-----|
| 06/30/2020 | Exchange correspondence with BRG re OID (.2); review PBGC Statement re STN (.2); internal call re STN Motion in preparation for hearing (1.2). | Merola, F.A. | 1.6 |
|------------|--|--------------|-----|

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|--|-------|---------------|--------------|
| Benfield, Nathaniel H. | 116.3 | \$ 850 | \$ 98,855.00 |
| Cooperman, Kerry T. | 30.4 | 1,025 | 31,160.00 |
| Fiore, Nicole G. | 6.1 | 370 | 2,257.00 |
| Fliman, Daniel A. | 86.1 | 1,350 | 116,235.00 |
| Gargano, Charles E. | 92.9 | 550 | 51,095.00 |
| Gilad, Erez E. | 16.3 | 1,475 | 24,042.50 |
| Hansen, Kristopher M. | 1.0 | 1,650 | 1,650.00 |
| Iaffaldano, John F. | 117.9 | 550 | 64,845.00 |
| Lewkowicz, Daniel H. | 3.0 | 895 | 2,685.00 |
| Magzamen, Michael | 38.9 | 450 | 17,505.00 |
| Martin, Samantha | 7.6 | 1,095 | 8,322.00 |
| Merola, Frank A. | 24.1 | 1,475 | 35,547.50 |
| Sasson, Isaac S. | 122.5 | 940 | 115,150.00 |
| Shea, Charles C | 7.5 | 340 | 2,550.00 |
| Stygar, Christine M. | 2.2 | 370 | 814.00 |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | | \$ 572,713.00 | |
| TOTAL FOR THIS MATTER | | \$ 572,713.00 | |

STROOCK

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|----|------------------------------------|
| RE | Business Operations 006993 0016 |
|----|------------------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|--------------|-------|
| 06/02/2020 | Review monthly operating report. | Merola, F.A. | 0.2 |
| 06/04/2020 | Review monthly operating report (.2); review critical vendor update (.2). | Merola, F.A. | 0.4 |
| 06/08/2020 | Email financial advisors re: monthly operating report. | Martin, S.L. | 0.1 |
| 06/11/2020 | Review press release re SEC delay. | Merola, F.A. | 0.2 |
| 06/30/2020 | Review 10-Q. | Merola, F.A. | 0.2 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------|-------|----------|-----------|
| Martin, Samantha | 0.1 | \$ 1,095 | \$ 109.50 |
| Merola, Frank A. | 1.0 | 1,475 | 1,475.00 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 1,584.50 |
|--|-------------|

| | |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 1,584.50 |
|-----------------------|-------------|

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|----|---|
| RE | Employee Benefits / Pensions 006993 0017 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 06/01/2020 | Review correspondence with B. Friederich re: termination of pension plan (.2); review PBGC response to motion seeking court approval of pension plan termination (.5). | Olstein, D.C. | 0.7 |
| 06/02/2020 | Correspond with E. Gilad re: distress termination motion and order (.1); review correspondence relating to distress termination motion (.1); review statutory language re: distress termination of pension plans (.1). | Olstein, D.C. | 0.3 |
| 06/09/2020 | Research re pension underfunding (1.4); summarize research (.4). | Friederich, B.A. | 1.8 |
| 06/09/2020 | Review 8-K disclosure re: pension liabilities. | Olstein, D.C. | 0.3 |
| 06/09/2020 | Review pension issues (.6); corresp. and calls re: same (.5). | Sasson, G. | 1.1 |
| 06/10/2020 | Review emails w/ E. Gilad and D. Olstein re: plan termination (.2); consider comments in email re: plan termination (.6); undertake confirmatory research re: plan termination (.6). | Lilling, A.S. | 1.4 |
| 06/10/2020 | Correspond with A. Lilling and B. Friederich re: adversary complaint. | Olstein, D.C. | 0.1 |
| 06/10/2020 | Review precedent pension termination (1.1); call with Skadden and Groom re: same (.6); internal emails re: same (.2). | Sasson, G. | 1.9 |
| 06/11/2020 | Confer with E. Gilad, I. Sasson; A. Lilling and D. Olstein re: position on termination liability in prep for call with debtor's counsel (.5); call with same individuals plus debtors' counsel re: same (.5); research to confirm debtors' counsel's position re: termination premium (.8). | Friederich, B.A. | 1.8 |

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|------------|---|------------------|-----|
| 06/11/2020 | Pension claim analysis (1.1); pre-call to discuss pension termination with A. Lilling, D. Olstein and B. Friedrich (.4), call w/ Groom re pension (.5); further discussion with A. Lilling, D. Olstein and B. Friedrich re same (.5). | Gilad, E.E. | 2.5 |
| 06/11/2020 | Internal pre-call w/ A. Lilling and D. Olstein (.4); call w/ Groom re distress termination (.5); internal follow up discussion re same (.1). | Iaffaldano, J.F. | 1.0 |
| 06/11/2020 | Stroock team precall re: pension termination premium (.4); pension premium call with Skadden and Groom (.5); legal research re: pension premium (.7). | Lilling, A.S. | 1.6 |
| 06/11/2020 | Pre-call with Stroock team (.4); call with Skadden, Groom re: PBGC termination motion (.5). | Martin, S.L. | 0.9 |
| 06/11/2020 | Internal pre-call re pension terminations (.4); call with Groom and Skadden re pension termination (.5); review analysis re termination (.2). | Merola, F.A. | 1.1 |
| 06/11/2020 | Review termination premium research (.1); telephone conference with E. Gilad, F. Merola, A. Lilling re: potential termination premium claim (.3); telephone conference with E. Gilad, F. Merola, K. Kohn re: termination of pension plan and potential termination premium claim (.5); correspond with E. Gilad re: priority of termination premium claim (.1). | Olstein, D.C. | 1.0 |
| 06/17/2020 | Correspondence with Skadden re Corp. incentive plan. | Merola, F.A. | 0.2 |
| 06/18/2020 | Exchange correspondence with UST re corporate incentive plan. | Merola, F.A. | 0.1 |
| 06/28/2020 | Emails with BRG re: corporate incentive plan. | Martin, S.L. | 0.2 |
| 06/30/2020 | Research on impact of missed funding contribution in bankruptcy (.5); prepare summary of same (.1). | Friederich, B.A. | 0.6 |
| 06/30/2020 | Review and analyze issues re pension funding (.5). | Lilling, A.S. | 0.5 |

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|------------|---|---------------|-----|
| 06/30/2020 | Correspond with I. Sasson re: implications of missed minimum funding contributions (.1); correspond with B. Friederich and A. Lilling re: consequences of missed minimum funding contribution (.2); telephone conference with I. Sasson re: missed minimum funding contribution (.2). | Olstein, D.C. | 0.5 |
| 06/30/2020 | Call with D. Olstein re pension questions. | Sasson, I.S. | 0.3 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|----------------------|-------|--------|-------------|
| Friederich, Brian A. | 4.2 | \$ 895 | \$ 3,759.00 |
| Gilad, Erez E. | 2.5 | 1,475 | 3,687.50 |
| Iaffaldano, John F. | 1.0 | 550 | 550.00 |
| Lilling, Austin S. | 3.5 | 1,250 | 4,375.00 |
| Martin, Samantha | 1.1 | 1,095 | 1,204.50 |
| Merola, Frank A. | 1.4 | 1,475 | 2,065.00 |
| Olstein, David C. | 2.9 | 1,195 | 3,465.50 |
| Sasson, Gabriel | 3.0 | 1,095 | 3,285.00 |
| Sasson, Isaac S. | 0.3 | 940 | 282.00 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 22,673.50 |
|--|--------------|

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|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 22,673.50 |
|-----------------------|--------------|

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|----|---------------------------|
| RE | Tax Issues 006993 0018 |
|----|---------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 06/01/2020 | Email M. Jewett and J. Uffner re: tax issues. | Martin, S.L. | 0.1 |
| 06/02/2020 | Review of BRG memo (.7); review and analysis of tax issues (.7). | Jewett, M.M. | 1.4 |
| 06/02/2020 | Draft tax considerations memo (2.1); review cases and shepardize in connection with same (1.0); correspond with M. Jewett re: same (.4). | Shandler, L.W. | 3.5 |
| 06/03/2020 | Emails with M. Jewett re: tax issues in connection with sale/plan. | Martin, S.L. | 0.3 |
| 06/03/2020 | Emails with Stroock team re worthless stock deduction. | Uffner, J.D. | 0.4 |
| 06/04/2020 | Call with BRG to discuss tax memo (.4); review memo in preparation for same (.1). | Jewett, M.M. | 0.5 |
| 06/04/2020 | Review of BRG memo and conference call with BRG and SSL re tax issues (.4); review of structure chart and worthless stock deduction (.3). | Uffner, J.D. | 0.7 |
| 06/05/2020 | Prepare for (.2) and participate in tax call with Debtors (.8). | Gilad, E.E. | 1.0 |
| 06/05/2020 | Conference with EY and Skadden re model and worthless tock deduction (.8); review model in preparation for same (.2). | Jewett, M.M. | 1.0 |
| 06/05/2020 | Email BRG and Stroock team re: tax analysis. | Martin, S.L. | 0.2 |
| 06/05/2020 | Review of revised EY modeling (.4); conference call with EY, Skadden, SSL and BRG re worthless stock deduction analysis (.8). | Uffner, J.D. | 1.2 |
| 06/08/2020 | Review internal emails re tax issues. | Iaffaldano, J.F. | 0.2 |

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| | | | |
|------------|---|------------------|-----|
| 06/08/2020 | Review of E&Y analysis and related research (1.8); summary of status of EY analysis (.5). | Jewett, M.M. | 2.3 |
| 06/08/2020 | Exchange correspondence with BRG re tax analysis. | Merola, F.A. | 0.2 |
| 06/09/2020 | Call with BRG re tax issues. | Gilad, E.E. | 0.5 |
| 06/09/2020 | Call w/ BRG re worthless stock deduction issues (.7); review emails w/ J. Uffner re worthless stock and other tax issues (.3). | Iaffaldano, J.F. | 1.0 |
| 06/09/2020 | Call with BRG re tax analysis (.7); follow up tax analysis (1.5). | Jewett, M.M. | 2.2 |
| 06/09/2020 | Emails re: tax issues in sale and plan scenarios. | Martin, S.L. | 0.2 |
| 06/09/2020 | Exchange correspondence re tax analysis (.2); call with BRG re tax issues (.7). | Merola, F.A. | 0.9 |
| 06/09/2020 | Review of updated EY model (.6); conference call with SSL and BRG re related tax issues (.7); draft of memo outlining tax issues (1.4). | Uffner, J.D. | 2.7 |
| 06/10/2020 | Internal call re tax issues (.3); review notes from same (.2). | Gilad, E.E. | 0.5 |
| 06/10/2020 | Call w/ J. Uffner and M. Jewett re tax issues. | Iaffaldano, J.F. | 0.3 |
| 06/10/2020 | Call with J. Uffner and E. Gilad re EY tax analysis (.3); research on tax calculations (1.4). | Jewett, M.M. | 1.7 |
| 06/10/2020 | Call with UCC professionals (.4); call with J. Uffner, M. Jewett, F. Merola, E. Gilad re tax status (.3); internal follow up emails re same (.3). | Loonam, E.A. | 1.0 |
| 06/10/2020 | Internal call re: tax issues. | Martin, S.L. | 0.4 |
| 06/10/2020 | Review correspondence re tax update (.2); tax call with JEF (.5); review JEF access letter (.2); call with tax team re motion (.4). | Merola, F.A. | 1.3 |
| 06/10/2020 | Call with J. Uffner, M. Jewett, F. Merola, E. Gilad re tax issues (.3); follow up call with D. Fliman re same (.2); call with professionals re carve out issues (.3). | Sasson, I.S. | 0.8 |

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|------------|---|--------------|-----|
| 06/10/2020 | Review of EY model and prior emails (.5); conference call with BRG and SSL to discuss the tax analysis and worthless stock deduction (.8); conference call with F. Merola, I. Sasson, M. Jewett re worthless stock position (.3). | Uffner, J.D. | 1.6 |
| 06/12/2020 | Analysis re EY tax model (.6); call with M. Jewett and J. Uffner re same (.4). | Gilad, E.E. | 1.0 |
| 06/12/2020 | Call with EY on model (.4); review model in preparation for same (.1). | Jewett, M.M. | 0.5 |
| 06/12/2020 | Call with J. Uffner and M. Jewett re: tax issues. | Martin, S.L. | 0.4 |
| 06/12/2020 | Review of additional EY material (.3); conference call with EY, BRG, Skadden and SSL re worthless stock deduction (.7); discussion with M. Jewett re same (.4). | Uffner, J.D. | 1.4 |
| 06/13/2020 | Exchange correspondence re tax model. | Merola, F.A. | 0.2 |
| 06/17/2020 | Call regarding term sheets and proposals (1.5); review of EY model and related correspondence (.9). | Jewett, M.M. | 2.4 |
| 06/17/2020 | Correspondence with J. Uffner re EY model. | Merola, F.A. | 0.1 |
| 06/17/2020 | Conference calls with BRG and clients re proposed restructuring and NOLs (.5); discussion with M. Jewett re same (.8). | Uffner, J.D. | 1.3 |
| 06/18/2020 | Call with BRG re EY tax analysis. | Jewett, M.M. | 0.6 |
| 06/18/2020 | Correspondence with committee member re EY model. | Merola, F.A. | 0.1 |
| 06/18/2020 | Conference call with BRG re tax issues in connection with worthless stock deduction (.6); conference call with clients SSL and BRG re same (.7); review of analysis re worthless stock deduction (.4). | Uffner, J.D. | 1.7 |
| 06/22/2020 | Call w/ lenders re update on various proposals (.7); email internal team re same (.3). | Jewett, M.M. | 1.0 |
| 06/22/2020 | Conference call with lender group re status of proposed restructuring. | Uffner, J.D. | 0.7 |

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| | | | |
|------------|---|------------------|-----|
| 06/23/2020 | Tax refund analysis. | Gilad, E.E. | 0.5 |
| 06/23/2020 | Emails with E. Gilad and M. Jewett re treatment of tax refunds in a plan. | Uffner, J.D. | 0.3 |
| 06/24/2020 | Internal call re tax refund. | Gilad, E.E. | 0.5 |
| 06/24/2020 | Call w/ J. Uffner and M. Jewett re tax deduction. | Iaffaldano, J.F. | 0.5 |
| 06/24/2020 | Internal call re tax refunds. | Jewett, M.M. | 0.5 |
| 06/24/2020 | Internal call re: tax issues. | Martin, S.L. | 0.4 |
| 06/24/2020 | Conference call with E. Gilad and M. Jewett and S. Martin re liquidating trust and tax refund issues (.4); review of issues re same (.2). | Uffner, J.D. | 0.6 |
| 06/26/2020 | Analysis of tax issues. | Gilad, E.E. | 0.5 |
| 06/26/2020 | Correspondence with BRG re tax refund timing. | Jewett, M.M. | 0.5 |
| 06/26/2020 | Conduct research re worthless stock deductions (1.8); call with M. Jewett re same (.3) | Shandler, L.W. | 2.1 |
| 06/26/2020 | Review of refund issues (.3); emails with E. Gilad, M. Jewett re impact on overall plan formation (.4); conference call with M. Jewett and I. Sasson re same (.2). | Uffner, J.D. | 0.9 |
| 06/27/2020 | Research re worthless stock deduction (2.1); draft sections of brief re same (.9). | Shandler, L.W. | 3.0 |
| 06/28/2020 | Analysis re tax issues. | Gilad, E.E. | 0.2 |
| 06/28/2020 | Call with I. Sasson and J. Uffner re tax refund and worthless stock deduction (.4); revision of analysis re same (1.1). | Jewett, M.M. | 1.5 |
| 06/28/2020 | Conduct research re worthless stock deduction. | Shandler, L.W. | 1.9 |
| 06/28/2020 | Emails with E. Gilad re tax refund (.3); review of EY access letter and email re disclosure issues (.4); conference call with M. Jewett and I. Sasson re same (.4); revision of tax language for motion (.3). | Uffner, J.D. | 1.4 |
| 06/29/2020 | Correspondence with I. Sasson and E. Gilad re status of tax analysis. | Jewett, M.M. | 0.4 |

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|--|-------|--------------|-------------|
| Gilad, Erez E. | 4.7 | \$ 1,475 | \$ 6,932.50 |
| Iaffaldano, John F. | 2.0 | 550 | 1,100.00 |
| Jewett, Michelle M. | 16.5 | 1,395 | 23,017.50 |
| Loonam, Elizabeth A. | 1.0 | 975 | 975.00 |
| Martin, Samantha | 2.0 | 1,095 | 2,190.00 |
| Merola, Frank A. | 2.8 | 1,475 | 4,130.00 |
| Sasson, Isaac S. | 0.8 | 940 | 752.00 |
| Shandler, Lauren W. | 10.5 | 550 | 5,775.00 |
| Uffner, Jeffrey D. | 14.9 | 1,525 | 22,722.50 |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | | \$ 67,594.50 | |
| TOTAL FOR THIS MATTER | | \$ 67,594.50 | |

STROOCK

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RE Valuation / Asset Analysis & Recovery
006993 0020

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|--------------|-------|
| 06/02/2020 | Call w/ Moelis re waterfall analysis. | Gilad, E.E. | 0.5 |
| 06/02/2020 | call with BRG and Moelis re waterfall analysis (.5); review CAM PO mark-up (.6). | Merola, F.A. | 1.1 |
| 06/02/2020 | Call with professionals re waterfall analysis (.5); review updated waterfall analysis (.2). | Sasson, I.S. | 0.7 |
| 06/05/2020 | Review updated Moelis waterfall analysis. | Merola, F.A. | 0.2 |
| 06/07/2020 | Review revised waterfall discussion. | Merola, F.A. | 0.2 |
| 06/08/2020 | Review Moelis correspondence re waterfall. | Merola, F.A. | 0.2 |
| 06/23/2020 | Review analysis re unencumbered real estate. | Merola, F.A. | 0.2 |
| 06/25/2020 | Review updated waterfall analysis. | Merola, F.A. | 0.3 |
| 06/28/2020 | Review waterfall re settlement construct. | Merola, F.A. | 0.3 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------|-------|----------|-----------|
| Gilad, Erez E. | 0.5 | \$ 1,475 | \$ 737.50 |
| Merola, Frank A. | 2.5 | 1,475 | 3,687.50 |
| Sasson, Isaac S. | 0.7 | 940 | 658.00 |

TOTAL FOR PROFESSIONAL SERVICES RENDERED \$ 5,083.00

TOTAL FOR THIS MATTER \$ 5,083.00

STROOCK

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| | |
|----|---|
| RE | Claims Administration & Objections 006993 0022 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 06/04/2020 | Review CWA stipulation re proofs of claim (.4); review bar date order (.6); email S. Martin and E. Gilad re same (.3). | Iaffaldano, J.F. | 1.3 |
| 06/04/2020 | Review stipulation re: POCs (.1); emails with J. Iaffaldano and E. Gilad re: same (.1). | Martin, S.L. | 0.2 |
| 06/04/2020 | Analyze Consolidated PoC Stipulation. | Merola, F.A. | 0.1 |
| 06/05/2020 | Review application for procedures re nonqualified retirement claims (.4); prepare summary of same for UCC (.8); research precedent re same (.3); email S. Martin re same (.1). | Iaffaldano, J.F. | 1.6 |
| 06/05/2020 | Emails with J. Iaffaldano and E. Gilad re: procedures for non-qualified benefits claims (.6); call with Wagner re: same (.3). | Martin, S.L. | 0.9 |
| 06/05/2020 | Review draft Motion re procedure for non qualified retirement benefit claims. | Merola, F.A. | 0.2 |
| 06/07/2020 | Emails w/ S. Martin re order establishing nonqualified retirement plan claims (.5); comparison of same w/ Groom draft (.1); emails re same (.2). | Iaffaldano, J.F. | 0.8 |
| 06/07/2020 | Review NQ procedures motion (.2); emails with I. Goldowitz (Wagner) and J. Iaffaldano re: same (.3). | Martin, S.L. | 0.5 |
| 06/08/2020 | Review NQ claims procedures confi agreement (.3); emails w/ S. Martin and I. Goldowitz (Wagner) re same (.3); call with Golddowitz re same (.5). | Iaffaldano, J.F. | 1.1 |
| 06/08/2020 | Internal call re: case strategy (.6); internal emails re: NQ procedures motion (.2); review | Martin, S.L. | 5.3 |

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and comment on NQ procedures application, order and exhibits (1.4); call with Wagner Law Group re: NQ procedures (.5); call with E. Gilad re: same (.2); emails with UCC professionals re: call agenda (.2); professionals' call to prepare for UCC call (.2); further revise NQ procedures materials (1.3); internal emails re: same (.2); emails with BRG re: same (.2); emails with UCC re: same (.3).

| | | | |
|------------|--|------------------|-----|
| 06/08/2020 | Exchange correspondence with Togut re Procedures for nonqualified retirement benefit claims. | Merola, F.A. | 0.2 |
| 06/09/2020 | Emails with S. Martin re on NQ claims procedures. | Iaffaldano, J.F. | 0.2 |
| 06/10/2020 | Analysis re make-whole issues. | Gilad, E.E. | 0.5 |
| 06/10/2020 | Review correspondence with I. Goldowitz and Togut re NQ benefit application (.2); exchange correspondence with Skadden re pension plan termination (.2). | Merola, F.A. | 0.4 |
| 06/11/2020 | Confer w/ S. Martin re NQ claims procedures (.2); review comments to application, order and exhibits (.3); review Togut revisions of NQ claims procedures application/order (.3). | Iaffaldano, J.F. | 0.8 |
| 06/11/2020 | Internal call re: case strategy (.8); review proposed revisions to NQ procedures (.6); emails re: same (.2); review wages motion (.2); emails re: wages motion (.3); call with Wagner Law re: NQ procedures (.4); call with Togut re: same (1.1); follow up call with Togut re: same (.4); various emails re: same (.7); review and comment further on NQ procedures (.3); call with UST re: same (.2); follow up call with Wagner Law (.4). | Martin, S.L. | 5.6 |
| 06/12/2020 | Discussion re NQ claims procedures. | Iaffaldano, J.F. | 0.3 |
| 06/12/2020 | Emails with I. Goldowitz (Wagner) re: NQ procedures (.3); call with Wagner Law re: same (.3); call with Togut and Wagner Law (.4); follow up call with Wagner Law (.2). | Martin, S.L. | 1.2 |
| 06/14/2020 | Review emails with I. Goldowitz (Wagner) and | Iaffaldano, J.F. | 0.1 |

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Togut re NQ claims procedures.

| | | | |
|------------|--|------------------|-----|
| 06/15/2020 | Review Togut correspondence re SOAL. | Merola, F.A. | 0.2 |
| 06/16/2020 | Review notice of amended schedules and related materials related to NQ claims (.4); emails with Togut re: same (.2). | Martin, S.L. | 0.6 |
| 06/16/2020 | Review Togut correspondence re SOAL. | Merola, F.A. | 0.2 |
| 06/17/2020 | Review NewsGuild FAQs re confidentiality issues (.4); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.5 |
| 06/17/2020 | Review bar date order. | Merola, F.A. | 0.2 |
| 06/27/2020 | Analysis re admin claims. | Gilad, E.E. | 0.2 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|----------|-------------|
| Gilad, Erez E. | 0.7 | \$ 1,475 | \$ 1,032.50 |
| Iaffaldano, John F. | 6.7 | 550 | 3,685.00 |
| Martin, Samantha | 14.3 | 1,095 | 15,658.50 |
| Merola, Frank A. | 1.5 | 1,475 | 2,212.50 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 22,588.50 |
|--|--------------|

| | |
|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 22,588.50 |
|-----------------------|--------------|

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| | |
|----|--|
| RE | Plan & Disclosure Statement 006993 0023 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|-------------------------------------|------------------|-------|
| 06/01/2020 | Review exclusivity extension order. | Iaffaldano, J.F. | 0.2 |
| 06/01/2020 | Review executive order. | Merola, F.A. | 0.1 |
| 06/19/2020 | Plan analysis. | Gilad, E.E. | 1.0 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|----------|-------------|
| Gilad, Erez E. | 1.0 | \$ 1,475 | \$ 1,475.00 |
| Iaffaldano, John F. | 0.2 | 550 | 110.00 |
| Merola, Frank A. | 0.1 | 1,475 | 147.50 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 1,732.50 |
|--|-------------|

| | |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 1,732.50 |
|-----------------------|-------------|

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| | |
|----|--|
| RE | Mediation (and related review/analysis) 006993 0024 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 04/27/2020 | Revise mediation settlement (1.0), prepare for (.1) and participate in Mediation call (.4), review and analyze PBGC settlement (.6). | Gilad, E.E. | 2.1 |
| 06/01/2020 | Team update call re mediation developments. | Fliman, D.A. | 0.6 |
| 06/03/2020 | Review Paul Weiss mediation update. | Merola, F.A. | 0.1 |
| 06/05/2020 | Corr w/ team re mediation tasks, scheduling. | Fliman, D.A. | 1.1 |
| 06/05/2020 | Team discussion re process and timing of mediation and decision to seek cessation of same. | Hansen, K.M. | 1.4 |
| 06/05/2020 | Correspondence with Carey re mediation (.1); review mediation correspondence (.2). | Merola, F.A. | 0.3 |
| 06/09/2020 | Attend telephonic mediation session. | Benfield, N.H. | 0.4 |
| 06/09/2020 | Prepare for mediation call (.8); participate in same (.3); address related scheduling issues w/ chambers and case parties (.9); corr with internal team re related tasks (.8). | Fliman, D.A. | 2.8 |
| 06/09/2020 | Mediation call (.3); prepare for same (.2). | Gilad, E.E. | 0.5 |
| 06/09/2020 | Attend mediation session (.3); review corresp. re same (.1). | Iaffaldano, J.F. | 0.4 |
| 06/09/2020 | Attend mediation session. | Martin, S.L. | 0.3 |
| 06/09/2020 | Call with mediator. | Merola, F.A. | 0.4 |
| 06/09/2020 | All hands mediation call. | Sasson, I.S. | 0.3 |
| 06/10/2020 | Corr with UCC professionals re mediation issues, timing, tasks. | Fliman, D.A. | 1.1 |

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| | | | |
|------------|--|------------------|-----|
| 06/12/2020 | Analyze Chatham proposal (.8); corr w/ team re same (1.1); address mediation scheduling, tasks (.5); corr w/ team re mediation scheduling and related considerations (.9). | Fliman, D.A. | 3.3 |
| 06/12/2020 | Review Chatham settlement offer (1.0); analysis re same (1.7), call with internal team re same (1.0). | Gilad, E.E. | 3.7 |
| 06/12/2020 | Review and analyze Chatham settlement proposal. | Iaffaldano, J.F. | 0.4 |
| 06/12/2020 | Review Chatham's proposal (.2); follow up internal calls re same (.2); internal emails re: same (.5); call with BRG re same (.2); draft email to UCC re: same (.4). | Martin, S.L. | 1.5 |
| 06/12/2020 | Review settlement proposal (.5); review internal emails re: same (.1). | Sasson, G. | 0.6 |
| 06/13/2020 | Analyze Chatham settlement proposal (.3); review internal emails re same (.1). | Merola, F.A. | 0.4 |
| 06/14/2020 | Call with UCC professionals to discuss settlement negotiations. | Benfield, N.H. | 1.0 |
| 06/14/2020 | Assess Chatham mediation proposal, counter (.3); t/c w/ team re response, counter (.8). | Fliman, D.A. | 1.1 |
| 06/14/2020 | Call w/ UCC professionals re settlement analysis (1.0); analysis re settlement counter (.5). | Gilad, E.E. | 1.5 |
| 06/14/2020 | Call w/ UCC professionals re settlement status (1.1); confer w/ S. Martin re same (.2). | Iaffaldano, J.F. | 1.3 |
| 06/14/2020 | Call with professionals re: mediation proposal issues (1.1); email to UCC re: same (.3). | Martin, S.L. | 1.4 |
| 06/14/2020 | Call with UCC professionals re mediation counter offer. | Merola, F.A. | 1.0 |
| 06/14/2020 | Call with professionals re settlement proposal and counter. | Sasson, I.S. | 1.0 |
| 06/15/2020 | Review settlement proposal (.4); address settlement options (.8); call with professionals re same (.5); call with Committee re same (1.2); | Fliman, D.A. | 3.6 |

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| | | | |
|------------|---|------------------|-----|
| | emails with internal team re same (.4); call w/ Jefferies re settlement proposal (.3). | | |
| 06/15/2020 | Call w/ UCC professionals re settlement call (1.7); review and comment on settlement drafts (1.0); UCC call re settlement (.8). | Gilad, E.E. | 3.5 |
| 06/15/2020 | Call w/ Jefferies re settlement proposal. | Gilad, E.E. | 0.3 |
| 06/15/2020 | Call with Committee re settlement discussions and updates. | Hansen, K.M. | 1.2 |
| 06/15/2020 | Review settlement proposal (.6); call w/ UCC professionals re settlement proposal (.5); call w/ Committee re same (1.1). | Iaffaldano, J.F. | 2.2 |
| 06/15/2020 | Settlement status call with UCC professionals (.5); attend to emails re same (.1). | Loonam, E.A. | 0.6 |
| 06/15/2020 | Review Chatham settlement proposal (.2) and draft UCC counter-proposal (.4); call with UCC professionals re: same (.5); emails with UCC professionals re: revisions to same (.2). | Martin, S.L. | 1.3 |
| 06/15/2020 | Review settlement proposal deck (.2); call with Moelis and BRG re settlement proposal deck (.5). | Merola, F.A. | 0.7 |
| 06/15/2020 | Professionals call re mediation counteroffer (.5); follow up email to professional working group re same (.3). | Sasson, I.S. | 0.8 |
| 06/16/2020 | Call with professionals regarding settlement offer (.5); revise STN Complaint (4.0). | Benfield, N.H. | 4.5 |
| 06/16/2020 | Corr w/ Debtors re settlement timing, resolution (1.2); corr w/ team re same and options (1.8). | Fliman, D.A. | 3.0 |
| 06/16/2020 | Settlement discussions and analysis (.4); settlement briefing discussions (1.1). | Gilad, E.E. | 1.5 |
| 06/16/2020 | Analyze settlement options (.7); email committee re analysis and recommendation (.8). | Hansen, K.M. | 1.5 |
| 06/16/2020 | Emails with UCC professionals re: settlement proposals. | Martin, S.L. | 0.3 |
| 06/16/2020 | Correspondence with Skadden re settlement. | Merola, F.A. | 0.2 |

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| | | | |
|------------|---|------------------|-----|
| 06/16/2020 | Call with K. Hansen, D. Fliman, E. Gilad re Skadden mediation proposal and counter (1.1); emails and work re same (.7); call with D. Fliman re same (.5). | Sasson, I.S. | 2.3 |
| 06/17/2020 | Analysis re settlement proposals (3.3); call w/ Debtors re agreement on STN timing, terms (1.1); call w/ I. Sasson and K. Hansen re same (.5). | Fliman, D.A. | 4.9 |
| 06/17/2020 | Review and analyze Chatham settlement (.7); email memo re same (.5); multiple internal discussions re same (2.0); professionals' call re same (.5); call with UCC re: same (.4) discussions with UCC professionals re settlement iterations and response (1.1). | Gilad, E.E. | 5.2 |
| 06/17/2020 | Analysis of settlement (2.2); prep of counter (1.5); discuss same with D. Fliman and I. Sasson (.5); discuss STN delay with Debtors (1.0); professional working group meeting re same (.5); call with committee re same (.5); committee member discussions re same (1.2). | Hansen, K.M. | 7.4 |
| 06/17/2020 | Review CAM counter (.3); review Moelis decks re counterproposal (.6); professionals pre-call in advance of committee update (.5); call w/ UCC re CAM counterproposal (.4) prepare for same (.5); internal discussions re proposal construct (1.3). | Iaffaldano, J.F. | 3.6 |
| 06/17/2020 | Call with professionals re case status update (.5); follow up email with internal team re same (.3). | Loonam, E.A. | 0.8 |
| 06/17/2020 | Emails re: settlement counter (.5); internal call re: same (.3); professionals' call re: same (.5); call with UCC re: same (.4); follow up professionals' call re: counter proposal (.3); follow up UCC call re: same (.7). | Martin, S.L. | 2.7 |
| 06/17/2020 | Exchange correspondence re mediation update (.2); review CAM counter and correspondence re same (.4); review Moelis slides re CAM (.2); review STN settlement correspondence (.2); exchange correspondence re PBGC issues (.2); call with UCC professionals re CAM | Merola, F.A. | 2.4 |

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| | | | |
|------------|---|------------------|-----|
| | counter-proposal (.3); review Moelis slides re CAM counteroffer (.2); call with PBGC re mediation update (.5); correspondence re STN motion circulation (.2). | | |
| 06/17/2020 | Professional calls re mediation proposal (.7; .5) corr. w. D, Fliman re same (1.1); analysis re same (.8). | Sasson, I.S. | 3.1 |
| 06/18/2020 | Address negotiations and potential settlement. | Fliman, D.A. | 2.1 |
| 06/18/2020 | Various internal discussions re settlement (1.0); review iterative drafts of settlement proposal and revisions re same (1.5); mark up Paul Weiss term sheet (1.0); calls w/ Committee members re settlement proposals (1.0); calls w/ FA re waterfall (.5); multiple UCC professionals calls (1.0); follow up UCC call (1.0). | Gilad, E.E. | 7.0 |
| 06/18/2020 | Analysis of settlement parameters (1.7) and continuing mediation related issues (.5). | Hansen, K.M. | 2.2 |
| 06/18/2020 | Update call re counterproposal. | Loonam, E.A. | 0.5 |
| 06/18/2020 | Emails re: scheduling (.3); emails re: counter proposal (.6); call with UCC members re: same (1.0). | Martin, S.L. | 1.9 |
| 06/18/2020 | Team call re CAM counter-offer (.5); correspondence with KL re STN Motion and 1L (.2); review waterfall make-up (.2); correspondence with QE re Complaint (.1); exchange correspondence re PBGC input (.2); review revised CAM counter (.2); exchange correspondence re PBGC input (.1). | Merola, F.A. | 1.5 |
| 06/19/2020 | Address mediation, settlement, options. | Fliman, D.A. | 2.4 |
| 06/19/2020 | Correspondence re settlement and mediation. | Gilad, E.E. | 3.0 |
| 06/19/2020 | Follow up re settlement related issues and discussions. | Hansen, K.M. | 1.2 |
| 06/19/2020 | Review emails re mediation update. | Iaffaldano, J.F. | 0.2 |
| 06/19/2020 | Review Skadden update re Plan structure. | Merola, F.A. | 0.2 |

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| | | | |
|------------|---|--------------|-----|
| 06/20/2020 | Mediation discussions (1.2); follow discussions re potential settlements to include potential bidders (1.3). | Hansen, K.M. | 2.5 |
| 06/21/2020 | Settlement discussions. | Hansen, K.M. | 1.5 |
| 06/21/2020 | Exchange correspondence re mediation update. | Merola, F.A. | 0.2 |
| 06/22/2020 | Internal call re mediation and settlement status (.5); follow up internal call re same (.2); UCC call re mediation and settlement status (1.0). | Gilad, E.E. | 1.7 |
| 06/22/2020 | Settlement discussions with committee (1.5); CAM (1.5); analysis re same (1.5). | Hansen, K.M. | 4.5 |
| 06/22/2020 | Review mediation update. | Merola, F.A. | 0.2 |
| 06/23/2020 | Settlement/proposal analysis and discussion. | Hansen, K.M. | 2.5 |
| 06/24/2020 | Internal call re mediation settlement status. | Gilad, E.E. | 0.5 |
| 06/24/2020 | Review Carey correspondence re Togut report. | Merola, F.A. | 0.2 |
| 06/25/2020 | Call w/ debtors re mediation settlement. | Gilad, E.E. | 0.3 |
| 06/26/2020 | Corr re mediation tasks, issues. | Fliman, D.A. | 0.6 |
| 06/26/2020 | Call w/ Jefferies re mediation (.3); potential settlement construct analysis (.2). | Gilad, E.E. | 0.5 |
| 06/26/2020 | Review Togut report and correspondence re same (.7); exchange correspondence re settlement construct (.3). | Merola, F.A. | 1.0 |
| 06/27/2020 | Settlement terms prep (.5); discussions (.5). | Hansen, K.M. | 1.0 |
| 06/27/2020 | Correspondence with committee member re: settlement. | Merola, F.A. | 0.2 |
| 06/28/2020 | Discussions re settlement proposals and analysis re same. | Hansen, K.M. | 1.5 |
| 06/28/2020 | Review settlement presentation (.2); emails re: same (.1). | Martin, S.L. | 0.3 |
| 06/29/2020 | Internal discussions re mediation settlement | Gilad, E.E. | 0.3 |

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status.

| | | | |
|------------|--|------------------|-----|
| 06/29/2020 | Discuss settlement proposals and update mediator. | Hansen, K.M. | 0.8 |
| 06/29/2020 | Review emails re settlement updates. | Iaffaldano, J.F. | 0.2 |
| 06/29/2020 | Review settlement update. | Merola, F.A. | 0.2 |
| 06/30/2020 | Correspondence re settlement (.2); analysis re same (.4). | Gilad, E.E. | 0.6 |
| 06/30/2020 | Settlement discussions (1.5); STN discussions and prep (1.0). | Hansen, K.M. | 2.5 |
| 06/30/2020 | Exchange correspondence re settlement update (.2); review updates waterfall analysis (.2). | Merola, F.A. | 0.4 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|--|-------|---------------|-------------|
| Benfield, Nathaniel H. | 5.9 | \$ 850 | \$ 5,015.00 |
| Fliman, Daniel A. | 26.6 | 1,350 | 35,910.00 |
| Gilad, Erez E. | 32.2 | 1,475 | 47,495.00 |
| Hansen, Kristopher M. | 31.7 | 1,650 | 52,305.00 |
| Iaffaldano, John F. | 8.3 | 550 | 4,565.00 |
| Loonam, Elizabeth A. | 1.9 | 975 | 1,852.50 |
| Martin, Samantha | 9.7 | 1,095 | 10,621.50 |
| Merola, Frank A. | 9.6 | 1,475 | 14,160.00 |
| Sasson, Gabriel | 0.6 | 1,095 | 657.00 |
| Sasson, Isaac S. | 7.5 | 940 | 7,050.00 |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | | \$ 179,631.00 | |
| TOTAL FOR THIS MATTER | | \$ 179,631.00 | |

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

Exhibit B

Expense Detail

STROOCK

DISBURSEMENT REGISTER

| | |
|-------------|--|
| INVOICE NO. | 771215 |
| CLIENT | Official Committee of Unsecured Creditors of The McClatchy Company, et al. |

FOR DISBURSEMENT SERVICES RENDERED in the captioned matter for the period
through June 30, 2020, including:

| DATE | DESCRIPTION | AMOUNT |
|--|---|---------------|
| Outside Messenger Service | | |
| 06/26/2020 | Vendor: Federal Express Corporation Invoice #: 705738023 07.06.20 Tracking #: 394262328761 Shipment Date: 06/26/2020 Sender: Michael Magzamen Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: Kerry Cooperman, PORT WASHINGTON, NY 11050 | 87.58 |
| 06/26/2020 | Vendor: Federal Express Corporation Invoice #: 705738023 07.06.20 Tracking #: 394267811636 Shipment Date: 06/26/2020 Sender: Michael Magzamen Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: ISAAC SASSON, BROOKLYN, NY 11230 | 35.50 |
| 06/29/2020 | Vendor: Federal Express Corporation Invoice #: 705738023 07.06.20 Tracking #: 394343236076 Shipment Date: 06/29/2020 Sender: Michael Magzamen Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: DANIEL FLIMAN, ESQ, EAST HAMPTON, NY 11937 | 42.86 |
| Outside Messenger Service Total | | 165.94 |
| Long Distance Telephone | | |
| 06/04/2020 | SoundPath Conferencing Services by Erez Gilad to 2135002050 for 31 Minutes; Invoice # 2128065400-060720 | 1.60 |
| 06/04/2020 | SoundPath Conferencing Services by Erez Gilad to 8476067058 for 28 Minutes; Invoice # 2128065400-060720 | 1.45 |
| 06/04/2020 | SoundPath Conferencing Services by Erez Gilad to 2128065881 for 23 Minutes; Invoice # 2128065400-060720 | 1.19 |
| 06/04/2020 | SoundPath Conferencing Services by Erez Gilad to 6172484086 for 31 Minutes; Invoice # 2128065400-060720 | 1.60 |
| 06/10/2020 | SoundPath Conferencing Services by Erez Gilad to 2018876124 for 18 Minutes; Invoice # 2128065400-061420 | 0.92 |

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PAGE: 2

| DATE | DESCRIPTION | AMOUNT |
|------------|--|--------|
| 06/10/2020 | SoundPath Conferencing Services by Erez Gilad to 5163593728 for 14 Minutes; Invoice # 2128065400-061420 | 0.72 |
| 06/10/2020 | SoundPath Conferencing Services by Erez Gilad to 2128065881 for 19 Minutes; Invoice # 2128065400-061420 | 0.99 |
| 06/10/2020 | SoundPath Conferencing Services by Erez Gilad to 3105565802 for 47 Minutes; Invoice # 2128065400-061420 | 2.43 |
| 06/10/2020 | SoundPath Conferencing Services by Erez Gilad to 6463799795 for 47 Minutes; Invoice # 2128065400-061420 | 2.43 |
| 06/10/2020 | SoundPath Conferencing Services by Erez Gilad to 2128065881 for 47 Minutes; Invoice # 2128065400-061420 | 2.43 |
| 06/10/2020 | SoundPath Conferencing Services by Erez Gilad to 6464687792 for 44 Minutes; Invoice # 2128065400-061420 | 2.27 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2128066001 for 37 Minutes; Invoice # 2128065400-062120 | 1.92 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6463799795 for 35 Minutes; Invoice # 2128065400-062120 | 1.81 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6267337870 for 40 Minutes; Invoice # 2128065400-062120 | 2.08 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 5162416674 for 37 Minutes; Invoice # 2128065400-062120 | 1.92 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6785954999 for 37 Minutes; Invoice # 2128065400-062120 | 1.92 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9176920112 for 43 Minutes; Invoice # 2128065400-062120 | 2.22 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 3105565802 for 40 Minutes; Invoice # 2128065400-062120 | 2.08 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6466601651 for 36 Minutes; Invoice # 2128065400-062120 | 1.86 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2024375091 for 38 Minutes; Invoice # 2128065400-062120 | 1.95 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9178090913 for 41 Minutes; Invoice # 2128065400-062120 | 2.11 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 7162086705 for 35 Minutes; Invoice # 2128065400-062120 | 1.81 |

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PAGE: 3

| DATE | DESCRIPTION | AMOUNT |
|------------|---|--------|
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 7168242042 for 42 Minutes; Invoice # 2128065400-062120 | 2.17 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2128066056 for 11 Minutes; Invoice # 2128065400-062120 | 0.56 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2488354752 for 19 Minutes; Invoice # 2128065400-062120 | 0.99 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2122493471 for 17 Minutes; Invoice # 2128065400-062120 | 0.88 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9177471626 for 16 Minutes; Invoice # 2128065400-062120 | 0.82 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6462502638 for 41 Minutes; Invoice # 2128065400-062120 | 2.11 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 3103447787 for 18 Minutes; Invoice # 2128065400-062120 | 0.92 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6466447112 for 37 Minutes; Invoice # 2128065400-062120 | 1.92 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2406875553 for 41 Minutes; Invoice # 2128065400-062120 | 2.11 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 7034737917 for 16 Minutes; Invoice # 2128065400-062120 | 0.82 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2125741366 for 36 Minutes; Invoice # 2128065400-062120 | 1.86 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 7325987554 for 38 Minutes; Invoice # 2128065400-062120 | 1.95 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6464687792 for 28 Minutes; Invoice # 2128065400-062120 | 1.45 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 3022993199 for 30 Minutes; Invoice # 2128065400-062120 | 1.55 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 16505292345 for 39 Minutes; Invoice # 2128065400-062120 | 2.02 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2023264000 for 26 Minutes; Invoice # 2128065400-062120 | 1.33 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2023306847 for | 1.95 |

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PAGE: 4

| DATE | DESCRIPTION | AMOUNT |
|------------|--|--------|
| | 38 Minutes; Invoice # 2128065400-062120 | |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2012388061 for 99 Minutes; Invoice # 2128065400-062120 | 5.13 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2018876124 for 19 Minutes; Invoice # 2128065400-062120 | 0.99 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6094233440 for 17 Minutes; Invoice # 2128065400-062120 | 0.88 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 7142414444 for 39 Minutes; Invoice # 2128065400-062120 | 2.02 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9178565336 for 39 Minutes; Invoice # 2128065400-062120 | 2.02 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 7329960588 for 37 Minutes; Invoice # 2128065400-062120 | 1.92 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9176923337 for 39 Minutes; Invoice # 2128065400-062120 | 2.02 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9176695963 for 16 Minutes; Invoice # 2128065400-062120 | 0.82 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6463451466 for 38 Minutes; Invoice # 2128065400-062120 | 1.95 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 5166039109 for 39 Minutes; Invoice # 2128065400-062120 | 2.02 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6464838212 for 29 Minutes; Invoice # 2128065400-062120 | 1.50 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2127490571 for 35 Minutes; Invoice # 2128065400-062120 | 1.81 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2022075568 for 37 Minutes; Invoice # 2128065400-062120 | 1.92 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 4843269605 for 34 Minutes; Invoice # 2128065400-062120 | 1.77 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2024279339 for 38 Minutes; Invoice # 2128065400-062120 | 1.95 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9172599631 for 37 Minutes; Invoice # 2128065400-062120 | 1.92 |

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PAGE: 5

| DATE | DESCRIPTION | AMOUNT |
|--------------------------------------|--|---------------|
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 3107410145 for 37 Minutes; Invoice # 2128065400-062120 | 1.92 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 5163593728 for 38 Minutes; Invoice # 2128065400-062120 | 1.95 |
| 06/17/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2018876124 for 8 Minutes; Invoice # 2128065400-062120 | 0.41 |
| Long Distance Telephone Total | | 100.04 |
| Westlaw | | |
| 06/02/2020 | Duration 0:0:0; by Iaffaldano, John F. | 213.84 |
| 06/03/2020 | Duration 0:0:0; by Gargano, Charles E. | 230.40 |
| 06/03/2020 | Duration 0:0:0; by Iaffaldano, John F. | 527.04 |
| 06/04/2020 | Duration 0:0:0; by Iaffaldano, John F. | 1,004.40 |
| 06/06/2020 | Duration 0:0:0; by Iaffaldano, John F. | 318.24 |
| 06/17/2020 | Duration 0:0:0; by Magzamen, Michael | 71.28 |
| 06/23/2020 | Duration 0:0:0; by Iaffaldano, John F. | 524.88 |
| 06/24/2020 | Duration 0:0:0; by Gargano, Charles E. | 630.72 |
| 06/24/2020 | Duration 0:0:0; by Iaffaldano, John F. | 2,360.88 |
| 06/25/2020 | Duration 0:0:0; by Benfield, Nathaniel H. | 142.56 |
| 06/25/2020 | Duration 0:0:0; by Gargano, Charles E. | 1,316.16 |
| 06/25/2020 | Duration 0:0:0; by Iaffaldano, John F. | 1,219.68 |
| 06/26/2020 | Duration 0:0:0; by Gargano, Charles E. | 142.56 |
| 06/26/2020 | Duration 0:0:0; by Iaffaldano, John F. | 1,969.92 |
| 06/27/2020 | Duration 0:0:0; by Benfield, Nathaniel H. | 71.28 |
| 06/27/2020 | Duration 0:0:0; by Gargano, Charles E. | 155.52 |
| 06/27/2020 | Duration 0:0:0; by Iaffaldano, John F. | 1,161.36 |
| 06/28/2020 | Duration 0:0:0; by Cooperman, Kerry T. | 498.96 |
| 06/28/2020 | Duration 0:0:0; by Gargano, Charles E. | 427.68 |
| 06/28/2020 | Duration 0:0:0; by Iaffaldano, John F. | 583.20 |

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PAGE: 6

| DATE | DESCRIPTION | AMOUNT |
|------------|--|------------------|
| | Westlaw Total | 13,570.56 |
| | Electronic Document Analytics (EDA) | |
| 06/19/2020 | Relativity – June 2020 | 1,370.00 |
| | Electronic Document Analytics (EDA) Total | 1,370.00 |

DISBURSEMENT SUMMARY

| | |
|-------------------------------------|-----------|
| Outside Messenger Service | \$ 165.94 |
| Long Distance Telephone | 100.04 |
| Westlaw | 13570.56 |
| Electronic Document Analytics (EDA) | 1370.00 |

| | |
|-----------------------------|--------------|
| TOTAL DISBURSEMENTS/CHARGES | \$ 15,206.54 |
|-----------------------------|--------------|

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

Exhibit C

Committee Member Reimbursement

THE MCCLATCHY COMPANY, *ET AL.*
CASE NO: 20-10418 (MEW)
COMMITTEE EXPENSE REPORT

Name: Marian Needham
Company: The NewsGuild-CWA
Address: 821 Elk St. Suite B
Buffalo, NY 14210

Date: July 9, 2020

| Date | Description/Reason | Transportation/ Airfare | Meals | Hotels | Car Service/ Taxi | Misc | Total Due |
|------|--|----------------------------|-------|--------|-------------------------|------|-----------|
| 2/19 | Flight to UCC formation meeting (JetBlue – BUF to JFK) | 356.80 | | | | | 356.80 |
| 2/25 | Taxi | | | | 79.10 | | 79.10 |
| 2/25 | Meal | | 40.23 | | | | 40.23 |
| 2/26 | Meal | | 11.43 | | | | 11.43 |
| 2/26 | Meal | | 39.74 | | | | 39.74 |
| 2/26 | Hotel | | | 199.75 | | | 199.75 |
| 2/26 | Taxi | | | | 76.10 | | 76.10 |
| | | | | | | | |
| | | | | | | | |

TOTAL EXPENSES: \$803.15

I hereby certify that all of the expenses described above were incurred in connection with my responsibilities as a member of the Official Committee of Unsecured Creditors of The McClatchy Company, *et al.*

/s/ Marian Needham

Name: Marian Needham
Title: Executive Vice President, The NewsGuild-CWA

* Receipts available upon request

Objection Deadline: September 14, 2020 at 4:00 p.m. (Prevailing Eastern Time)

STROOCK & STROOCK & LAVAN LLP
Kristopher M. Hansen
Frank A. Merola
Erez E. Gilad
Samantha Martin
180 Maiden Lane
New York, NY 10038-4982
Telephone: (212) 806-5400
Facsimile: (212) 806-6006

*Counsel for the Official
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|--|---|--------------------------------|
| ----- | X | |
| <i>In re:</i> | : | |
| | : | Chapter 11 |
| | : | |
| THE McCLATCHY COMPANY, <i>et al.</i>, | : | Case No. 20-10418 (MEW) |
| | : | |
| Debtors.¹ | : | (Jointly Administered) |
| | : | |
| ----- | X | |

**FIFTH MONTHLY FEE STATEMENT OF STROOCK & STROOCK & LAVAN LLP
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD JULY 1, 2020 THROUGH JULY 31, 2020**

¹ The last four digits of Debtor The McClatchy Company's tax identification number are 0478. Due to the large number of debtor entities in these Chapter 11 Cases, which are being jointly administered, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <http://www.kccllc.net/McClatchy>. The location of the Debtors' service address for purposes of these Chapter 11 Cases is: 2100 Q Street, Sacramento, California 95816.

Summary Sheet

| | |
|--|---|
| Name of Applicant: | Stroock & Stroock & Lavan LLP |
| Authorized to Provide Professional Services to: | Official Committee of Unsecured Creditors |
| Date of Retention: | April 24, 2020, <i>nunc pro tunc</i> to February 26, 2020 |
| Period for which Compensation and Reimbursement is Sought: | July 1, 2020 through July 31, 2020 |
| Amount of Compensation Requested: | \$623,402.80 (80% of \$779,253.50) |
| Amount of Compensation Held Back: | \$155,850.70 (20% of \$779,253.50) |
| Amount of Expense Reimbursement Requested: | \$17,264.19 |
| Amount of Payment Sought: | \$640,666.99 |

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THE McCLATCHY COMPANY, *et al.*
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
SUMMARY OF FEES
JULY 1, 2020 – JULY 31, 2020

| Name of Professional | Position | Department | Bar Admission Year | Hours | Rate | Amount |
|------------------------|-----------------|-------------------------|--------------------|-------|---------|---------------|
| Fliman, Daniel A. | Partner | Financial Restructuring | 2003 | 81.9 | \$1,350 | \$ 110,565.00 |
| Gilad, Erez E. | Partner | Financial Restructuring | 2001 | 60.9 | 1,475 | 89,827.50 |
| Hansen, Kristopher M. | Partner | Financial Restructuring | 1996 | 79.4 | 1,650 | 131,010.00 |
| Jewett, Michelle M. | Partner | Tax | 2004 | 14.2 | 1,395 | 19,809.00 |
| Kelly, Brian P. | Partner | Financial Restructuring | 2001 | 1.8 | 1,195 | 2,151.00 |
| Lilling, Austin S. | Partner | ERISA | 2001 | 1.8 | 1,250 | 2,250.00 |
| Merola, Frank A. | Partner | Financial Restructuring | 1988 | 59.6 | 1,475 | 87,910.00 |
| Murphy, Lewis F. | Partner | Litigation | 1980 | 5.8 | 1,050 | 6,090.00 |
| Olstein, David C. | Partner | ERISA | 1995 | 3.7 | 1,195 | 4,421.50 |
| Uffner, Jeffrey D. | Partner | Tax | 1977 | 9.8 | 1,525 | 14,945.00 |
| Benfield, Nathaniel H. | Associate | Litigation | 2016 | 9.1 | 850 | 7,735.00 |
| Bryan, Nadia M. | Associate | Financial Restructuring | 2018 | 0.6 | 675 | 405.00 |
| Cooperman, Kerry T. | Associate | Litigation | 2010 | 2.6 | 1,025 | 2,665.00 |
| Friederich, Brian A. | Associate | ERISA | 2016 | 4.8 | 895 | 4,296.00 |
| Gargano, Charles E. | Associate | Financial Restructuring | 2020 | 15.9 | 550 | 8,745.00 |
| Harlan, Cole W. | Associate | Financial Restructuring | 2018 | 2.0 | 675 | 1,350.00 |
| Iaffaldano, John F. | Associate | Financial Restructuring | 2020 | 143.6 | 550 | 78,980.00 |
| Loonam, Elizabeth A. | Associate | Financial Restructuring | 2010 | 7.0 | 975 | 6,825.00 |
| Martin, Samantha | Special Counsel | Financial Restructuring | 2008 | 69.3 | 1,095 | 75,883.50 |
| Sasson, Gabriel | Special Counsel | Financial Restructuring | 2010 | 1.6 | 1,095 | 1,752.00 |
| Sasson, Isaac S. | Associate | Financial Restructuring | 2016 | 104.2 | 940 | 97,948.00 |
| Senie, Brian J. | Associate | Tax | 2014 | 3.1 | 895 | 2,774.50 |

| Name of Professional | Position | Department | Bar Admission Year | Hours | Rate | Amount |
|-----------------------------|-----------|-------------------------|--------------------|--------------|-------|----------------------|
| Shandler, Lauren W. | Associate | Tax | 2019 | 3.2 | 550 | 1,760.00 |
| Shiah, Thomas J. | Associate | Financial Restructuring | 2011 | 1.1 | 1,095 | 1,204.50 |
| Totals for Attorneys | | | | 687.0 | | \$ 761,302.50 |

| Name of Paraprofessional | Position | Department | Years of Prof. Svc. | Hours | Rate | Amount |
|------------------------------------|----------------------|-------------------------|---------------------|--------------|------|---------------------|
| Laskowski, Mathew D. | Paralegal | Financial Restructuring | 22 | 1.0 | 450 | 450.00 |
| Magzamen, Michael | Paralegal Supervisor | Financial Restructuring | 18 | 37.0 | 450 | 16,650.00 |
| Mohamed, David | Paralegal | Financial Restructuring | 31 | 0.7 | 370 | 259.00 |
| Stygar, Christine M. | Paralegal | Litigation | 25 | 1.6 | 370 | 592.00 |
| Total for Paraprofessionals | | | | 40.3 | | \$ 17,951.00 |
| | | | | | | |
| Total | | | | 727.3 | | \$779,253.50 |

THE McCLATCHY COMPANY, *et al.*
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
COMPENSATION BY PROJECT CATEGORY
JULY 1, 2020 – JULY 31, 2020

| Matter Code | Project Category | Hours | Amount |
|--------------------|--|--------------|----------------------|
| 0001 | Case Administration | 29.7 | \$ 14,792.00 |
| 0002 | Meetings & Communications with Debtors | 4.4 | 5,902.00 |
| 0003 | Asset Disposition & Sales | 280.2 | 271,065.50 |
| 0004 | Relief from Stay / Adequate Protection Matters | 3.5 | 3,188.50 |
| 0005 | Court Hearings | 79.4 | 83,367.00 |
| 0006 | Meetings & Communications with Creditors | 72.4 | 80,875.50 |
| 0007 | Case Analysis/ Pleading Analysis and Research | 30.5 | 30,290.00 |
| 0009 | Stroock Fee Applications | 9.3 | 7,744.00 |
| 0010 | Other Professional Retention | 0.3 | 165.00 |
| 0011 | Other Professional Fee Applications | 11.5 | 8,900.00 |
| 0013 | Leases & Contracts | 3.5 | 3,793.00 |
| 0014 | Cash Collateral/DIP/Financing | 1.4 | 1,647.00 |
| 0015 | Litigation & Adversary Proceedings | 24.1 | 29,700.50 |
| 0017 | Employee Benefits / Pensions | 13.2 | 13,210.00 |
| 0018 | Tax Issues | 31.5 | 39,325.50 |
| 0020 | Valuation / Asset Analysis & Recovery | 0.6 | 885.00 |
| 0021 | Schedules/SoFAs/UST Reports | 0.2 | 295.00 |
| 0022 | Claims Administration & Objections | 3.4 | 4,737.50 |
| 0024 | Mediation (and related review/analysis) | 128.2 | 179,370.50 |
| | Total | 727.3 | \$ 779,253.50 |

THE McCLATCHY COMPANY, *et al.*
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
DISBURSEMENT SUMMARY
JULY 1, 2020 – JULY 31, 2020

| Disbursement | Amount |
|-------------------------------------|---------------------|
| Outside Messenger Service | \$ 441.33 |
| Long Distance Telephone | 588.56 |
| Duplicating Costs | 276.00 |
| O/S Information Services | 213.50 |
| Lexis/Nexis | 426.96 |
| Westlaw | 13,947.84 |
| Electronic Document Analytics (EDA) | 1,370.00 |
| Total | \$ 17,264.19 |

Stroock & Stroock & Lavan LLP (“Stroock”), counsel for the Official Committee of Unsecured Creditors (the “Committee”), hereby submits this Statement of Services Rendered and Expenses Incurred (the “Monthly Fee Statement”) for the period July 1, 2020 through July 31, 2020 (the “Statement Period”), in accordance with the *Order Granting Debtors’ Motion for Order Pursuant to Bankruptcy Code Sections 105(a) and 331, Bankruptcy Rule 2016, and Local Bankruptcy Rule 2016-1 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, dated March 11, 2020 [Docket No. 176] (the “Compensation Order”). In support of the Monthly Fee Statement, Stroock respectfully represents as follows:

Relief Requested

1. Stroock respectfully submits this Monthly Fee Statement for compensation of:

(i) fees for reasonable, actual and necessary services rendered by Stroock on behalf of the Committee during the Statement Period; and (ii) reimbursement of reasonable, actual and necessary expenses incurred by Stroock on behalf of the Committee during the Statement Period.

2. Stroock seeks compensation for professional services rendered and reimbursement of expenses incurred during the Statement Period in the amounts set forth as below:

| | |
|-----------------|--------------|
| Total Fees: | \$779,253.50 |
| Total Expenses: | \$17,264.19 |
| Total: | \$796,517.69 |

3. A detailed statement of hours spent rendering legal services to the Committee during the Statement Period is attached hereto as Exhibit A. A detailed list of disbursements made or incurred by Stroock in connection with services performed on behalf of the Committee during the Statement Period is attached hereto as Exhibit B.

4. Pursuant to the Compensation Order, Stroock seeks payment of \$640,666.99 from the Debtors for the Statement Period, representing (a) 80% of Stroock's total fees for services rendered, and (b) 100% of Stroock's total expenses incurred during the Statement Period.

Notice

5. In accordance with the Compensation Order, notice of this Monthly Fee Statement has been served upon the following parties (collectively, as further defined in the Compensation Order, the "Notice Parties"): (i) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 300 South Grand Avenue, Suite 3400, Los Angeles, CA 90071, Attn.: Van C. Durrer, II (Van.Durrer@skadden.com) and Destiny N. Almogue (Destiny.Almogue@skadden.com); (ii) Benjamin J. Higgins, United States Trustee for Region 2, United States Department of Justice, Office of the United States Trustee, 201 Varick Street, Suite 1006, New York, New York 10014, Attn.: Benjamin J. Higgins (Benjamin.J.Higgins@usdoj.gov) and Brian Masumoto (Brian.Masumoto@usdoj.gov); (iii) counsel to the administrative agent under the Debtors' DIP Facility, Choate, Hall & Stewart LLP, Two International Place, Boston, MA 02110, Attn.: Jonathan D. Marshall (jmarshall@choate.com) and Kevin Simard (ksimard@choate.com); (iv) counsel to Chatham Asset Management, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019, Attn.: Andrew Rosenberg (arosenberg@paulweiss.com), Elizabeth McColm (emccolm@paulweiss.com), and John Weber (jweber@paulweiss.com); and (v) to the extent not listed herein, those parties requesting notice pursuant to Bankruptcy Rule 2002.

6. Pursuant to the Compensation Order, objections to the Monthly Fee Statement, if any, must be served upon the Notice Parties, including Stroock, no later than **September 14, 2020 at**

4:00 p.m. (Eastern Time) (the “Objection Deadline”), setting forth the nature of the objection and the specific amounts of fees and expenses at issue.

7. If no objection to the Monthly Fee Statement is received by the Objection Deadline, the Debtors are required to pay Stroock the amounts of fees and expenses identified in the Monthly Fee Statement.

8. To the extent an objection to the Monthly Fee Statement is received on or prior to the Objection Deadline, the Debtors may withhold payment of that portion of the payment requested to which the objection is directed, and is required to promptly pay the remainder of the fees and expenses as set forth herein. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: August 28, 2020
New York, New York

STROOCK & STROOCK & LAVAN LLP

/s/ Erez E. Gilad

Kristopher M. Hansen

Frank A. Merola

Erez E. Gilad

Samantha Martin

180 Maiden Lane

New York, NY 10038

Telephone: (212) 806-5400

Facsimile: (212) 806-6006

*Counsel for the Official
Committee of Unsecured Creditors*

Exhibit A

Detailed Time Entries

STROOCK

SERVICE AND EXPENSE REMITTANCE SUMMARY

| | |
|-------------|---|
| INVOICE NO. | 773057 |
| CLIENT | Official Committee of Unsecured Creditors of The McClatchy Company, <i>et al.</i> |

| WIRE TRANSFER INSTRUCTIONS | |
|----------------------------|---|
| BANK NAME | JPMorgan Chase Bank |
| BANK ADDRESS | 4 New York Plaza - 15th FL, New York, NY 10004 |
| ACCOUNT NAME | Stroock & Stroock & Lavan LLP |
| ACCOUNT NUMBER | 6028356 |
| ABA/ROUTING NUMBER | 021000021 (<i>International SWIFT Code: CHASUS33</i>) |
| DESCRIPTION/REFERENCE | Client/Matter: 006993.0001 |

| REMITTANCE ADDRESS |
|---|
| Stroock & Stroock & Lavan LLP 180 Maiden Lane New York, NY 10038-4982 |

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown. Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

STROOCK

INVOICE

| | |
|-------------|---|
| INVOICE NO. | 773057 |
| CLIENT | Official Committee of Unsecured Creditors of The McClatchy Company, <i>et al.</i> |

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period
through July 31, 2020, including:

| | |
|----|------------------------------------|
| RE | Case Administration 006993 0001 |
|----|------------------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 07/01/2020 | Circulate task list (.1); revise same (.1); track and update workstreams list (.4); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.7 |
| 07/01/2020 | ECF circulation (.2); confer w/ S. Martin re: cure objection (.2); calendars updates and placeholders (.2); order transcript of hr'g (.1); register attorneys for call w/ Court re: sale status (.2); arrange for Moelis dial-ins (.2); dockets and calendars update (.2). | Magzamen, M.S. | 1.3 |
| 07/01/2020 | Address Court-Solutions issues. | Magzamen, M.S. | 0.4 |
| 07/01/2020 | Internal emails re: workstreams and case status. | Martin, S.L. | 0.2 |
| 07/02/2020 | Circulate task list and workstreams chart (.1); schedule various calls (.1). | Iaffaldano, J.F. | 0.2 |
| 07/02/2020 | Circulate ECF filings to SSL working group (.1); draft and circulate docket and calendars update (.2). | Magzamen, M.S. | 0.3 |
| 07/04/2020 | Revise task list (.1); email S. Martin re same (.1); send calendar invites (.1). | Iaffaldano, J.F. | 0.3 |
| 07/05/2020 | Register attorneys for participation at 7/6 | Magzamen, M.S. | 0.5 |

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| | hearing and calendar invites. | | |
| 07/06/2020 | Circulate task list (.1); revise same (.1); email S. Iaffaldano, J.F. Martin re same (.2); track and update workstreams list (.3). | | 0.7 |
| 07/06/2020 | Obtain and circulate requested docs. (.2); confer w/ S. Martin re: UCC member fees (.1) research re: same (.5); docket and calendars update (.2). | Magzamen, M.S. | 1.0 |
| 07/07/2020 | Circulate task list (.1); revise task list (.3); discuss same w/ S. Martin (.3) and I. Sasson (.1). | Iaffaldano, J.F. | 0.8 |
| 07/07/2020 | ECF circulation. | Magzamen, M.S. | 0.2 |
| 07/07/2020 | Internal emails re: workstreams. | Martin, S.L. | 0.2 |
| 07/08/2020 | Circulate task list (.1); revise task list (.3); track and update workstreams chart (.4); email S. Martin re same (.1); schedule various calls (.2); discuss same w/ S. Martin and M. Magzamen (.2). | Iaffaldano, J.F. | 1.3 |
| 07/08/2020 | Circulate notice of auction and update calendar (.2); Project Mercury data room update/circulation (.1); discuss auction logistics w/ S. Martin and prepare for same (.2); discuss timeline w/ S. Martin (.4); follow-up w/ working group re: auction logistics (.2); ECF circulation (.3); prepare for 7/9 hr'g - obtain dial-ins and set up invites (.7); docket and calendars update (.2) | Magzamen, M.S. | 2.3 |
| 07/09/2020 | Circulate task list (.1); revise task list (.2); email S. Martin and I. Sasson re same (.2); schedule various calls (.2) | Iaffaldano, J.F. | 0.7 |
| 07/09/2020 | Circulate ECF filings (.3); confer w/ S. Martin re: timelines (.2); Project Mercury data room updates (.2); calendars adjustments (.2); internal reminder re: auction logistics (.2); obtain and circulate hr'g transcript (.1); docket and calendars update (.3) | Magzamen, M.S. | 1.5 |

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|------------|--|------------------|-----|
| 07/10/2020 | Discuss auction breakout rooms and schedule w/ S. Martin (.2); Project Mercury data room update/circulation (.1); ECF circulation (.1); calendars updates (.1); research and obtain requested docs (.1). | Magzamen, M.S. | 0.6 |
| 07/10/2020 | Circulate ECF filed docs (.1); daily docket and calendars update (.2). | Magzamen, M.S. | 0.3 |
| 07/11/2020 | Project Mercury data room updates (.1); calendars update (.2). | Magzamen, M.S. | 0.3 |
| 07/12/2020 | Revise task list (.2); track and update workstreams chart (.4); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.7 |
| 07/13/2020 | Circulate task list and workstreams chart (.1); revise task list (.1); email M. Magzamen re same (.1). | Iaffaldano, J.F. | 0.3 |
| 07/13/2020 | Correspond with S. Martin re precedent needed (.2); research, obtain pleadings (.7); circulate same (.1). | Laskowski, M.D. | 1.0 |
| 07/13/2020 | Research re: sale objection precedent (1.2); confer w/ I. Sasson and J. Iaffaldano re: same (.3); compile binder for I. Sasson (.7). | Magzamen, M.S. | 2.2 |
| 07/13/2020 | Respond to attorney requests for case documents (.1); docket and calendars update (.2). | Magzamen, M.S. | 0.3 |
| 07/14/2020 | Circulate task list (.1); revise task list (.1); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.3 |
| 07/14/2020 | Project Mercury data room update and content circulation (.2); docket and calendars update (.1). | Magzamen, M.S. | 0.3 |
| 07/14/2020 | Internal emails re: workstreams. | Martin, S.L. | 0.2 |
| 07/15/2020 | Respond to attorney requests for case documents (.4); calendars updates (.2); compose and circulate daily docket update to working group (.2); circulate ECF filings (.2). | Magzamen, M.S. | 1.0 |

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| 07/16/2020 | Circulate task list (.1); internal email re deadlines (.1). | Iaffaldano, J.F. | 0.2 |
| 07/16/2020 | Circulate SEC filing and ECF filing (.1); draft calendar and docket update and circulate among working group (.3). | Magzamen, M.S. | 0.4 |
| 07/17/2020 | Maintain case calendars and discuss pending deadlines w/ I. Sasson (.2); draft and circulate docket and calendars update (.2); circulate ECF filings (.1). | Magzamen, M.S. | 0.5 |
| 07/19/2020 | Revise task list (.2); track and update workstreams list (.4); email S. Martin re same (.1); email M. Magzamen re case calendar (.1). | Iaffaldano, J.F. | 0.8 |
| 07/19/2020 | Discuss calendar items w/ J. Iaffaldano (.2); updates re: same (.1). | Magzamen, M.S. | 0.3 |
| 07/20/2020 | Circulate task list (.1); email I. Sasson re same (.1); revise task list (.1). | Iaffaldano, J.F. | 0.3 |
| 07/20/2020 | Compile and circulate docket and calendars update. | Magzamen, M.S. | 0.2 |
| 07/21/2020 | Revise task list (.2); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.3 |
| 07/21/2020 | Research re: settlement structures and confer w/ E. Gilad re: same (.3); distribute ECF filed documents to working group (.2). | Magzamen, M.S. | 0.5 |
| 07/22/2020 | Circulate task list (.1); revise task list (.1); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.3 |
| 07/22/2020 | Compile daily docket and calendars update and circulate among working group. | Magzamen, M.S. | 0.2 |
| 07/23/2020 | Project Mercury data room updates and circulation (.3); circulate ECF filed docs (.1); respond to S. Martin request for case docs (.1); docket review and compile summary and calendar to working group (.2). | Magzamen, M.S. | 0.7 |

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|------------|--|------------------|-----|
| 07/24/2020 | Track and update workstreams list. | Iaffaldano, J.F. | 0.3 |
| 07/24/2020 | Obtain and circulate ECF filed documents | Magzamen, M.S. | 0.2 |
| 07/26/2020 | Track and update workstreams list (.4); revise task list (.2); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.7 |
| 07/27/2020 | Circulate task list (.1); revise task list (.2); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.4 |
| 07/27/2020 | Distribute ECF filings to SSL internal working group (.2); draft and send daily docket and calendars update to Stroock working group (.3). | Magzamen, M.S. | 0.5 |
| 07/28/2020 | Circulate task list (.1); revise task list (.1); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.3 |
| 07/28/2020 | Calendar critical dates (.2); docket update and circulation (.2). | Magzamen, M.S. | 0.4 |
| 07/29/2020 | Circulate task list (.1).; revise task list (.3). | Iaffaldano, J.F. | 0.4 |
| 07/29/2020 | Obtain and circulate ECF filed docs. | Magzamen, M.S. | 0.2 |
| 07/29/2020 | Obtain and distribute ECF filings (.2); draft docket update and circulate same (.4) | Magzamen, M.S. | 0.6 |
| 07/30/2020 | Circulate task list (.1); revise task list (.2); schedule call w/ Committee re settlement update (.1) | Iaffaldano, J.F. | 0.4 |
| 07/31/2020 | Circulate SEC filing (.1); calendar revised critical dates (.2); docket review and circulation (.2) | Magzamen, M.S. | 0.5 |

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|----------------------|-------|--------|-------------|
| Iaffaldano, John F. | 10.4 | \$ 550 | \$ 5,720.00 |
| Laskowski, Mathew D. | 1.0 | 450 | 450.00 |
| Magzamen, Michael | 17.7 | 450 | 7,965.00 |
| Martin, Samantha | 0.6 | 1,095 | 657.00 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 14,792.00 |
|--|--------------|

MATTER DISBURSEMENT SUMMARY

| | |
|-------------------------------------|-----------|
| Outside Messenger Service | \$ 441.33 |
| Long Distance Telephone | 588.56 |
| Duplicating Costs-Outside | 276.00 |
| O/S Information Services | 213.50 |
| Lexis/Nexis | 426.96 |
| Westlaw | 13947.84 |
| Electronic Document Analytics (EDA) | 1370.00 |

| | |
|-----------------------------|--------------|
| TOTAL DISBURSEMENTS/CHARGES | \$ 17,264.19 |
|-----------------------------|--------------|

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|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 32,056.19 |
|-----------------------|--------------|

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| | |
|----|---|
| RE | Meetings & Communications with Debtors 006993 0002 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 07/02/2020 | Correspondence with Skadden re bidder. | Merola, F.A. | 0.2 |
| 07/03/2020 | Call re Skadden settlement proposal. | Merola, F.A. | 0.7 |
| 07/03/2020 | Correspondence with Skadden re bidder. | Merola, F.A. | 0.2 |
| 07/07/2020 | Call with Skadden re auction. | Merola, F.A. | 0.2 |
| 07/08/2020 | Correspondence with Skadden re auction status (.2); call with V. Durrer (Skadden) re bid (.2). | Merola, F.A. | 0.4 |
| 07/09/2020 | Call with Togut re: leases and debtor reports (.3); internal emails re: same (.1). | Martin, S.L. | 0.4 |
| 07/10/2020 | Review draft correspondence to Skadden re CAM bid. | Merola, F.A. | 0.2 |
| 07/11/2020 | Review correspondence to Skadden re sale. | Merola, F.A. | 0.2 |
| 07/16/2020 | Call w/ Debtors re APA and hearing status. | Gilad, E.E. | 0.3 |
| 07/16/2020 | Call with Skadden re APA. | Merola, F.A. | 0.3 |
| 07/16/2020 | Call with Debtors re APA issues (.3); internal email re same (.2). | Sasson, I.S. | 0.5 |
| 07/17/2020 | Correspondence w/ Debtors re APA and sale hearing. | Gilad, E.E. | 0.2 |
| 07/17/2020 | Correspondence with Skadden re Sale Hearing. | Merola, F.A. | 0.1 |
| 07/23/2020 | Correspondence with Skadden re settlement. | Merola, F.A. | 0.2 |
| 07/24/2020 | Exchange emails with Togut re de minimis asset sale. | Iaffaldano, J.F. | 0.1 |

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|------------|--|--------------|-----|
| 07/27/2020 | Emails with Skadden and Togut re: interim fee order. | Martin, S.L. | 0.2 |
|------------|--|--------------|-----|

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|----------|-----------|
| Gilad, Erez E. | 0.5 | \$ 1,475 | \$ 737.50 |
| Iaffaldano, John F. | 0.1 | 550 | 55.00 |
| Martin, Samantha | 0.6 | 1,095 | 657.00 |
| Merola, Frank A. | 2.7 | 1,475 | 3,982.50 |
| Sasson, Isaac S. | 0.5 | 940 | 470.00 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 5,902.00 |
|--|-------------|

| | |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 5,902.00 |
|-----------------------|-------------|

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|----|--|
| RE | Asset Disposition & Sales 006993 0003 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 07/01/2020 | Review sale bids (1.9); review emails with UCC re same (.1); review emails with internal team and professionals re same (.3). | Iaffaldano, J.F. | 2.3 |
| 07/01/2020 | Emails with UCC professionals re: bids received (.2); emails with Skadden re same (.1). | Martin, S.L. | 0.3 |
| 07/01/2020 | Review potential bidder correspondence re sale (.1); review bidder letter (.1); correspondence with Skadden re Court update re sale process (.2). | Merola, F.A. | 0.4 |
| 07/02/2020 | Review status, developments re sale process, bids (1.2); corr w/ team re same (1.3); assess related tasks, strategy (.8). | Fliman, D.A. | 3.3 |
| 07/02/2020 | Bid analysis (.9); status conference pre-call with UCC professionals (.5); internal correspondence re bid analysis (.5); bid summary deck (.7). | Gilad, E.E. | 2.6 |
| 07/02/2020 | Review sale bid materials (1.6); call w/ professional teams re sale status conference (.5). | Iaffaldano, J.F. | 2.1 |
| 07/02/2020 | Call with committee member re: bids and sale process (.3); review bids (.9); internal emails re: same (.8); review bid summary prepared by Moelis (.2); follow up internal emails re: same (.5); emails with UCC members re: same (.3). | Martin, S.L. | 3.0 |
| 07/02/2020 | Review internal correspondence re potential bidder (.1); correspondence with Moelis re bid summary (.1); analyze Chatham bid (.3); review alternative potential bids (.4); review Miami Mayor letter (.1); review Moelis bid summary (.2). | Merola, F.A. | 1.2 |

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|------------|---|------------------|-----|
| 07/03/2020 | Analysis re sale process (.3); bid analysis (.8). | Fliman, D.A. | 1.1 |
| 07/03/2020 | Analyze bids (.3); call with UCC re bid summary (.7); professionals call re same (.3). | Gargano, C.E. | 1.3 |
| 07/03/2020 | Bid review and analysis (.7); discussion w/ professionals team re same and auction process (.3). | Hansen, K.M. | 1.0 |
| 07/03/2020 | Call with clients on bids (.7); professionals call (.3). | Jewett, M.M. | 1.0 |
| 07/03/2020 | Review Skadden's letter to Court and internal emails re: same. | Martin, S.L. | 0.2 |
| 07/03/2020 | Review correspondence re potential bidder. | Merola, F.A. | 0.2 |
| 07/06/2020 | Address developments w/r/t bid timing and strategy (.8); corr w/ internal team re same (.5). | Fliman, D.A. | 1.3 |
| 07/06/2020 | Call w/ BRG re sale process (.3); review and analyze bids (.8). | Gilad, E.E. | 1.1 |
| 07/06/2020 | Exchange internal correspondence re auction mechanics. | Merola, F.A. | 0.2 |
| 07/07/2020 | Review and analyze bids (1.8); analysis re auction timing (.3). | Fliman, D.A. | 2.1 |
| 07/07/2020 | Review Akin letter re sale process (.3); discussions re bids and sale process (.7). | Gilad, E.E. | 1.0 |
| 07/07/2020 | Analysis re auction timing and mechanics (1.3); review and analyze bidding dynamics (.7). | Hansen, K.M. | 2.0 |
| 07/07/2020 | Review emails re auction (.3); internal discussion re same (.4); review letter from bidder to V. Durrer (.2). | Iaffaldano, J.F. | 0.9 |
| 07/07/2020 | Internal emails re: auction process and next steps. | Martin, S.L. | 0.6 |
| 07/07/2020 | Review correspondence re Moelis sale update (.2); review Skadden correspondence re auction | Merola, F.A. | 1.4 |

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| | (.2); call with bidder (.2); internal correspondence re auction status (.2); review bidder letter re auction (.2); exchange correspondence re logistics (.2); review Debtor Auction letter (.2). | | |
| 07/08/2020 | Analysis re sale process, bids (.4); t/c w/ team re same (.9); analyze motions re auction (.9); corr w/ team re same (.5). | Fliman, D.A. | 2.7 |
| 07/08/2020 | Internal discussion (.9) and analysis re auction and bidding dynamics (2.6). | Hansen, K.M. | 3.5 |
| 07/08/2020 | Internal discussion re auction process (.9); review motions re credit bidding (1.5); discussion re same (.5). | Iaffaldano, J.F. | 2.9 |
| 07/08/2020 | Email with UCC re: auction (.2); review bidder's motion (.1); email to UCC re: same (.2); review objection (.2); internal emails re: auction (.5); call with Moelis re: same (.1). | Martin, S.L. | 1.3 |
| 07/08/2020 | Internal correspondence re auction (.2); review notice of auction (.1); review auction letter (.2); review 363(k) pleadings (.4); review Court correspondence re hearing (.2); exchange correspondence re credit bid position (.3); call and correspondence with bidder re certain assets (.3); correspondence with Moelis re sale update (.2); correspondence with Moelis re certain assets (.2); review amended auction notice (.2); call with K. Hansen, E. Gilad and D. Fliman re auction strategy (.8). | Merola, F.A. | 3.1 |
| 07/08/2020 | Review and analyze bidder pleadings re credit bid (1.1); call with K. Hansen, F. Merola, E. Gilad, and D. Fliman re same (.7) | Sasson, I.S. | 1.8 |
| 07/09/2020 | Call w/ case parties re bids (1.1); call with K. Hansen, F. Merola, E. Gilad and I. Sasson re credit bid and auction (.7); t/c w/ internal team re strategy in connection with auction (1.1). | Fliman, D.A. | 2.9 |
| 07/09/2020 | Call with Evercore/Skadden/SSL re auction and sale process. | Gargano, C.E. | 0.3 |

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|------------|---|------------------|-----|
| 07/09/2020 | Call w/ Moelis re bid and sale process (.7); call w/ Debtors and Evercore re sale process (.3); analysis re bids and sale process (1.0). | Gilad, E.E. | 2.0 |
| 07/09/2020 | Discussion with D. Fliman, F. Merola and E. Gilad re auction dynamics (.7); analysis re same (1.8). | Hansen, K.M. | 2.5 |
| 07/09/2020 | Internal discussion re bids (.4); call w/ Evercore re auction (.3); emails w/ Skadden re auction logistics (.2); review bidder letter re auction (.4); internal discussion re same (.5); review and discuss bid comparison (.6). | Iaffaldano, J.F. | 2.4 |
| 07/09/2020 | Internal call re: auction (.8); call with Debtor professionals re: same (.5); emails re: auction (.8); call with J. Madden (Skadden) re: same (.2); | Martin, S.L. | 2.3 |
| 07/09/2020 | Review Debtor reply re bidder motion (.2); review Chatham reply re motion (.2); participate in hearing (.5); review EVC correspondence re auction (.2); internal call re auction (.3); correspondence with Skadden re auction (.2); review letter re certain assets (.1); review Moelis deck re auction and related correspondence (.3); review notice of auction (.2); review letter re certain assets (.1); call with Skadden and EVC re bids (.3); review letter re bidders/assets (.1). | Merola, F.A. | 2.7 |
| 07/09/2020 | Call with Professionals re bids (1.3); review and analyze bid analysis re same (.6); review bidder APA re same (.4); internal emails re same (.4). | Sasson, I.S. | 2.7 |
| 07/10/2020 | Participate in auction (.6); address related issues in preparation for same (1.6); revise letter re same (1.1); t/c w/ team re same (.5). | Fliman, D.A. | 3.8 |
| 07/10/2020 | Attend telephonic auction. | Gargano, C.E. | 0.5 |
| 07/10/2020 | Participate in auction (.6); call w/ UCC professionals re same (.4). | Gilad, E.E. | 1.0 |

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|------------|---|------------------|-----|
| 07/10/2020 | Prep for (.8) and attend auction (.6); follow up report to Committee (.7); internal call re same (.5). | Hansen, K.M. | 2.6 |
| 07/10/2020 | Prepare for (.4) and attend auction (.6); review CAM bid summary (.3); discuss same w/ S. Martin (.1). | Iaffaldano, J.F. | 1.4 |
| 07/10/2020 | Attend auction telephonically (.6); internal emails re: same (.3); email to UCC re: same (.3). | Martin, S.L. | 1.2 |
| 07/10/2020 | Review correspondence re auction logistics (.2); participate in auction (.6); correspondence with bidder re auction (.2); review redline APA (.3); review revised CAM bid (.3); review Moelis analysis re bids (.2); catch-up call with Moelis (.2); review order denying bidder motion (.1). | Merola, F.A. | 2.1 |
| 07/10/2020 | Prepare for (.2) and attend auction (.6); follow up call with D. Fliman re same (.5); draft letter re same (2.2); call with Moelis team re same (.3); emails re same (.4). | Sasson, I.S. | 4.2 |
| 07/11/2020 | Analysis re auction (.2); review letter re same (.3). | Fliman, D.A. | 0.5 |
| 07/11/2020 | Review letter to debtors (.4); internal correspondence re same (.1). | Gilad, E.E. | 0.5 |
| 07/11/2020 | Review objection letter. | Hansen, K.M. | 0.5 |
| 07/11/2020 | Review letter to V. Durrer (Skadden) re bids. | Iaffaldano, J.F. | 0.2 |
| 07/12/2020 | Address bid issues. | Fliman, D.A. | 0.5 |
| 07/12/2020 | Review press release (.1); emails re: same (.1); emails re: Chatham bid materials (.2); review same (1.2). | Martin, S.L. | 1.6 |
| 07/12/2020 | Review sale press release. | Merola, F.A. | 0.2 |
| 07/12/2020 | Call with E. Gilad re sale objection next steps. | Sasson, I.S. | 0.2 |
| 07/13/2020 | Address bid issues and tasks (.5); corr w/ team re same (.7); analyze governing case orders | Fliman, D.A. | 1.8 |

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| | w/r/t same (.6). | | |
| 07/13/2020 | Analysis of credit bid (.3); outline objection re same (.7). | Hansen, K.M. | 1.0 |
| 07/13/2020 | Draft background section of sale objection (2.4); discuss same w/ I. Sasson (.2); conduct research in connection w/ sale objection. (1.5). | Iaffaldano, J.F. | 4.1 |
| 07/13/2020 | Review Moelis term sheet bid summary. | Iaffaldano, J.F. | 0.4 |
| 07/13/2020 | Review objection outline and precedents. | Martin, S.L. | 0.6 |
| 07/13/2020 | Call with D. Fliman and I. Sasson re sale objection (.6); review Moelis analysis re CAM bid (.2); correspondence re NewCo acquisition entity (.2). | Merola, F.A. | 1.0 |
| 07/13/2020 | Research re objection to sale (4.1); call with F. Merola and D. Fliman re same (.5). | Sasson, I.S. | 4.6 |
| 07/14/2020 | Call with I. Sasson and F. Merola re sale objection (.5); assess bid and sale issues in connection with same (.2). | Fliman, D.A. | 0.7 |
| 07/14/2020 | Review and revise sale objection outline (1.6); internal discussions re same (.3). | Gilad, E.E. | 1.9 |
| 07/14/2020 | Review and analyze bids. | Gilad, E.E. | 0.6 |
| 07/14/2020 | Call w/ I. Sasson re sale objection research issues (.3); conduct research re same (6.9). | Iaffaldano, J.F. | 7.2 |
| 07/14/2020 | Conduct research re: sale objections. | Magzamen, M.S. | 0.3 |
| 07/14/2020 | Review outline re sale objection. | Merola, F.A. | 0.2 |
| 07/14/2020 | Research re sale objection (5.4); call with E. Gilad re same (.3). | Sasson, I.S. | 5.7 |
| 07/15/2020 | Call w/ BRG re CAM bid (.4); call w/ UCC professionals re auction (.5); review and analyze bids (1.1). | Gilad, E.E. | 2.0 |
| 07/15/2020 | Call with Moelis team re auction (.5); internal | Hansen, K.M. | 0.8 |

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| | | | |
|------------|--|------------------|-----|
| | follow up email re same (.3). | | |
| 07/15/2020 | Call w/ Moelis team re auction and bid (.5); research re credit bidding (5.3); draft sections of sale objection (3.2); confer w/ I. Sasson re same (.3). | Iaffaldano, J.F. | 9.3 |
| 07/15/2020 | Call with Moelis re auction opposition. | Merola, F.A. | 0.5 |
| 07/15/2020 | Draft objection to sale (7.2); call with BRG re same (.4); call with Moelis re same (.5); emails and calls with J. Iaffaldano re same (.4). | Sasson, I.S. | 8.5 |
| 07/16/2020 | Address bid status, issues, resolution. | Fliman, D.A. | 1.6 |
| 07/16/2020 | Review APA markup (.6); analyze issues in connection with same (1.5); internal discussions re Chatham changes to APA (.6); calls w/ BRG re same (.5). | Gilad, E.E. | 3.2 |
| 07/16/2020 | Call w/ Debtors re sale hearing (.3); conduct research re sale objection issues (3.0); draft sale objection (3.3). | Iaffaldano, J.F. | 6.6 |
| 07/16/2020 | Emails with UCC members re: sale hearing. | Martin, S.L. | 0.2 |
| 07/16/2020 | Review notice of successful bidder (.1); call re sale opposition (.5); exchange correspondence re Skadden re APA (.2); review 8K (.2). | Merola, F.A. | 1.0 |
| 07/16/2020 | Draft objection to sale. | Sasson, I.S. | 8.4 |
| 07/17/2020 | Internal call re sale hearing strategy (.4), review and comment on draft sale objection (1.9). | Gilad, E.E. | 2.3 |
| 07/17/2020 | Research in connection w/ sale objection (1.5); review and revise sale objection (2.4). | Iaffaldano, J.F. | 3.9 |
| 07/17/2020 | Draft objection to sale. | Sasson, I.S. | 3.5 |
| 07/18/2020 | Review notice of de minimis sales/abandonment (.2); review notice of continuing hearing (.1). | Merola, F.A. | 0.3 |
| 07/20/2020 | Address sale issues, resolution (.8); t/c w/ team | Fliman, D.A. | 1.4 |

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| | re related tasks (.6). | | |
| 07/20/2020 | Review APA outstanding issues (.4); analysis re same (1.4). | Gilad, E.E. | 1.8 |
| 07/20/2020 | Conduct legal research in connection w/ sale objection (3.9); email. I. Sasson re same (.3). | Iaffaldano, J.F. | 4.2 |
| 07/20/2020 | Call with I. Sasson re: APA (.1); review APA provision (.2). | Martin, S.L. | 0.3 |
| 07/20/2020 | Review CAM APA proposal (.3); review BRG working capital analysis (.2). | Merola, F.A. | 0.5 |
| 07/20/2020 | Review and analyze updated CAM APA (.9) email to Stroock team re same (.4); call with BRG, Moelis and Stroock teams re same (.8); email with N. You re same (.4); call with BRG, Moelis and Stroock team re admin insolvency and cash analysis (1.0). | Sasson, I.S. | 3.5 |
| 07/20/2020 | T/c re APA w/ I. Sasson (.1); review and analyze APA (.3). | Shiah, T.J. | 0.4 |
| 07/21/2020 | Call with I. Sasson, B. Kelly, T. Shiah re APA (.3); review follow up email re same (.1). | Gilad, E.E. | 0.4 |
| 07/21/2020 | Conduct research in connection w/ sale objection (3.3); emails w/ I. Sasson re same (.3). | Iaffaldano, J.F. | 3.6 |
| 07/21/2020 | Corr. w/ SSL team re: Chatham APA question (.4); review documents in connection with same (.8); draft internal email re: same (.4). | Kelly, B.P. | 1.6 |
| 07/21/2020 | Call with B. Kelly, E. Gilad and T. Shiah re APA issues (.3); follow up email to same re same (.1); revise objection to sale re EG comments (2.5). | Sasson, I.S. | 2.9 |
| 07/21/2020 | T/c w/ B. Kelly re CAM APA (.1); internal t/c re CAM APA (.3); review and analysis re CAM APA (.3). | Shiah, T.J. | 0.7 |
| 07/22/2020 | Review Skadden unencumbered real property analysis (.4); confirm initial analysis based on | Bryan, N.M. | 0.6 |

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| | additional information received from Skadden (.2). | | |
| 07/22/2020 | Review Debtors' unencumbered real estate analysis. | Iaffaldano, J.F. | 0.3 |
| 07/22/2020 | Conduct legal research in connection w/ sale objection. | Iaffaldano, J.F. | 5.9 |
| 07/22/2020 | Attend to internal emails re RE schedules (.3); review schedules (.3). | Loonam, E.A. | 0.6 |
| 07/22/2020 | Review notice re de minimis abandonment. | Merola, F.A. | 0.1 |
| 07/22/2020 | Review and analyze Debtors' unencumbered asset schedule (1.3); emails with E. Gilad, N. Bryan re same (.4); call with BRG and Stroock teams re wind down costs (.3); update and revise draft objection re E. Gilad comments and updates to APA (3.7). | Sasson, I.S. | 5.7 |
| 07/23/2020 | Conduct research in connection w/ sale objection (3.2); revise sale objection (1.1); confer w/ I. Sasson re same (.2). | Iaffaldano, J.F. | 4.5 |
| 07/23/2020 | Emails with BRG re: de minimis asset sales and abandonments. | Martin, S.L. | 0.2 |
| 07/23/2020 | Revise draft sale objection (1.8); call with BRG team re real property analysis (.3); follow up email to Stroock team re same (.5). | Sasson, I.S. | 2.6 |
| 07/24/2020 | Review sale objection (.4); draft motion to seal portions of sale objection (.3). | Iaffaldano, J.F. | 0.7 |
| 07/25/2020 | Correspondence re APA issues. | Gilad, E.E. | 0.6 |
| 07/25/2020 | Discuss sale objection w/ team. | Hansen, K.M. | 0.9 |
| 07/25/2020 | Review notice of successful bid and declarations (.3); review CAM APA and seller disclosure letter (.3). | Merola, F.A. | 0.6 |
| 07/26/2020 | Correspondence w/ debtors re APA. | Gilad, E.E. | 0.3 |

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| 07/27/2020 | Analyze Debtors' filing re sale (.3); evaluate sale related strategy, tasks (1.2); team call re tasks, issues (.7). | Fliman, D.A. | 2.2 |
| 07/27/2020 | Team discussion re sale objection. | Hansen, K.M. | 0.5 |
| 07/27/2020 | Review and analyze APA (1.2); review seller disclosure letter (.1); review Knee declaration (.5); review Harding declaration (.4). | Iaffaldano, J.F. | 2.2 |
| 07/27/2020 | Correspondence with UST re Sale Order (.1); exchange correspondence re bidder (.2). | Merola, F.A. | 0.3 |
| 07/27/2020 | Call with J. Surdoval re wind down costs (.4); review and analyze wind down costs (.2); revise sale objection (.3). | Sasson, I.S. | 0.9 |
| 07/28/2020 | Corr w/ team re sale hearing objection (.5); assess scheduling order w/r/t same (.6). | Fliman, D.A. | 1.1 |
| 07/28/2020 | Confer w/ I. Sasson re sale objection next steps (.2); draft notice of objection and cross-motion (1.6); email I. Sasson re same (.2); cite check sale objection (3.1); revise sections of objection (2.1) draft motion to seal sale objection (.4); review corr re sale objection deadline extension (.2); review E. Gilad comments to sale objection (.3). | Iaffaldano, J.F. | 8.1 |
| 07/28/2020 | Review correspondence re sale hearing. | Merola, F.A. | 4.1 |
| 07/28/2020 | Review and revise APA per E. Gilad comments (2.6); call with J. Surdoval re wind down budget and declaration (.3); follow up emails with Stroock team re same (.2); review and analyze pre-trial order (.3); call with K. Ortiz re same (.4); call with D. Fliman re same (.3); follow up email with Stroock team re same. | Sasson, I.S. | 4.1 |
| 07/29/2020 | Revise objection to sale (2.3); draft declaration ISO sale objection (4.4); email J. Surdoval (.2), S. Martin (.1), and I. Sasson re same (.3); call w/ I. Sasson re sale objection (.3); draft motion to seal sale objection (1.6); draft motion to shorten notice of sale objection (.8); email I. Sasson re | Iaffaldano, J.F. | 10.7 |

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| | same (.2); revise motion to shorten notice (.5). | | |
| 07/29/2020 | Confer w/ I. Sasson (.1); prepare exhibits to sale objection (.6); research re: sale objections (.3); discuss data room docs w/ J. Iaffaldano (.1); obtain and locate certain related data room docs (.2). | Magzamen, M.S. | 1.3 |
| 07/29/2020 | Review chart re de minimis sales (.2); review Chubb objection re sale (.2); review Aetna objection to sale (.2); review objection re local taxing authorities (.2). | Merola, F.A. | 0.8 |
| 07/29/2020 | Revise sale objection and cross motion re E. Gilad comments (1.0); email with BRG team re declaration (.4); revise Surdoval declaration (1.8); revise motion to expedite (.6); draft proposed order (.3). | Sasson, I.S. | 4.1 |
| 07/30/2020 | Address sale hearing related tasks. | Fliman, D.A. | 0.8 |
| 07/30/2020 | Revise sale objection (.4); review and revise J. Surdoval declaration ISO sale objection (.7); review comments to motion to seal sale objection (.3). | Iaffaldano, J.F. | 1.4 |
| 07/30/2020 | Coordinate proofing of objection to sale (.3); multiple conferences w. I. Sasson and J. Iaffaldano (.4); review/revise objection (1.0) | Magzamen, M.S. | 1.7 |
| 07/30/2020 | Review Aetna objection to sale. | Merola, F.A. | 0.1 |
| 07/30/2020 | Review and revise draft objection (1.2) and declaration (.6); review and analyze draft settlement agreement term sheet (.6); revise re same (.3); internal Stroock call re same (.4); review internal emails re same (.5); call with D. Fliman re: release issues (.4); internal Stroock call re same (.3); draft revised language re same (.5). | Sasson, I.S. | 4.8 |
| 07/30/2020 | Review and cite check objection to sale (1.1); create ToA and ToC (.5). | Stygar, C.M. | 1.6 |
| 07/31/2020 | Address revisions to sale objection. | Fliman, D.A. | 1.4 |

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|------------|---|------------------|-----|
| 07/31/2020 | Review APA (.5); analyze sale order related issues (.4); analyze/prep for hearing related issues (.8). | Hansen, K.M. | 1.7 |
| 07/31/2020 | Review and revise sale objection (3.1); revise motion to seal portions of sale objection (1.1); revise Surdoval declaration ISO sale objection (4.8). | Iaffaldano, J.F. | 9.0 |
| 07/31/2020 | Multiple conferences w/ I. Sasson and J. Iaffaldano (.5); review/revise ToA and comment on brief (.9); review/revise exhibit list (.4); consult on e-mail to Chambers and research re: same (.5); prepare for filing (.9); confer w/ J. Surdoval re: Declaration and hearing prep. (.2); prepare SSL team for hearing (.4). | Magzamen, M.S. | 3.8 |
| 07/31/2020 | Review 8K re APA (.2); correspondence with Skadden re revised APA (.2); review notice of de minimis sale (.1). | Merola, F.A. | 0.5 |
| 07/31/2020 | Call with K. Ortiz (Togut) re deadline and chambers (.4); emails with Stroock team re procedures for the hearing (.8). | Sasson, I.S. | 1.2 |

STROOCK

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-----------------------|-------|--------|-----------|
| Bryan, Nadia M. | 0.6 | \$ 675 | \$ 405.00 |
| Fliman, Daniel A. | 29.2 | 1,350 | 39,420.00 |
| Gargano, Charles E. | 2.1 | 550 | 1,155.00 |
| Gilad, Erez E. | 21.3 | 1,475 | 31,417.50 |
| Hansen, Kristopher M. | 17.0 | 1,650 | 28,050.00 |
| Iaffaldano, John F. | 94.3 | 550 | 51,865.00 |
| Jewett, Michelle M. | 1.0 | 1,395 | 1,395.00 |
| Kelly, Brian P. | 1.6 | 1,195 | 1,912.00 |
| Loonam, Elizabeth A. | 0.6 | 975 | 585.00 |
| Magzamen, Michael | 7.1 | 450 | 3,195.00 |
| Martin, Samantha | 11.8 | 1,095 | 12,921.00 |
| Merola, Frank A. | 21.5 | 1,475 | 31,712.50 |
| Sasson, Isaac S. | 69.4 | 940 | 65,236.00 |
| Shiah, Thomas J. | 1.1 | 1,095 | 1,204.50 |
| Stygar, Christine M. | 1.6 | 370 | 592.00 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 271,065.50 |
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| TOTAL FOR THIS MATTER | \$ 271,065.50 |
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STROOCK

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RE Relief from Stay / Adequate Protection Matters
006993 0004

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 07/01/2020 | Review Desmond relief from stay order (.2); compare to proposed order (.3); summarize same and email to E. Gilad and S. Martin (.3). | Iaffaldano, J.F. | 0.8 |
| 07/02/2020 | Emails re: Culley stay relief motion. | Martin, S.L. | 0.2 |
| 07/02/2020 | Review Culley settlement agreement. | Merola, F.A. | 0.2 |
| 07/13/2020 | Discuss Culley lift stay motion (.2); email re same (.1). | Iaffaldano, J.F. | 0.3 |
| 07/13/2020 | Review stipulation and order re: Culley lift stay (.9); call with Togut re: same (.2). | Martin, S.L. | 1.1 |
| 07/13/2020 | Exchange correspondence re Culley lift stay. | Merola, F.A. | 0.2 |
| 07/27/2020 | Review Ford motion for relief from stay (.3); email S. Martin and E. Gilad re same (.2). | Iaffaldano, J.F. | 0.5 |
| 07/27/2020 | Review Ford motion for relief from stay. | Merola, F.A. | 0.2 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-----------|
| Iaffaldano, John F. | 1.6 | \$ 550 | \$ 880.00 |
| Martin, Samantha | 1.3 | 1,095 | 1,423.50 |
| Merola, Frank A. | 0.6 | 1,475 | 885.00 |

TOTAL FOR PROFESSIONAL SERVICES RENDERED \$ 3,188.50

TOTAL FOR THIS MATTER \$ 3,188.50

STROOCK

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| RE | Court Hearings 006993 0005 |
|----|-------------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 07/01/2020 | Review materials (.8); attend telephonic (2.1); follow up call with team (.5). | Benfield, N.H. | 3.4 |
| 07/01/2020 | Attend remote hearing (2.1); follow-up call with Stroock team re same (.5). | Cooperman, K.T. | 2.6 |
| 07/01/2020 | Participate in STN hearing (2.2); prepare for same (1.4); follow up call with team re same (.5); email w/ team re same and next steps (.7). | Fliman, D.A. | 4.8 |
| 07/01/2020 | Review briefs (.8); attend telephonic hearing on STN Motion (2.2). | Gargano, C.E. | 3.0 |
| 07/01/2020 | Participate in standing hearing. | Gilad, E.E. | 2.0 |
| 07/01/2020 | Prep for STN hearing (.8); participate in STN hearing (2.0); follow up discussions with internal team re same (.5). | Hansen, K.M. | 3.3 |
| 07/01/2020 | Attend hearing re: UCC standing motion. | Harlan, C.W. | 2.0 |
| 07/01/2020 | Prepare for (.8) and attend STN hearing (2.5). | Iaffaldano, J.F. | 3.3 |
| 07/01/2020 | Attend telephonic hearing on STN. | Loonam, E.A. | 1.5 |
| 07/01/2020 | Coordinate hearing access (.6); monitor STN hearing (2.4); email J. Iaffaldano and S. Martin re dial in for clients to listen (.1). | Magzamen, M.S. | 3.1 |
| 07/01/2020 | Prepare for (1.0) and attend hearing on STN motion (2.3); revise summary re: same (.3). | Martin, S.L. | 3.6 |
| 07/01/2020 | Review order scheduling omnibus hearings (.1); prepare for (.8) and participate in STN hearing (2.2); internal follow-up call (.3). | Merola, F.A. | 3.4 |

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|------------|---|------------------|-----|
| 07/01/2020 | Prepare for (2.8); and telephonically attend hearing on STN motion (2.5); follow up call with internal team re same (.5); follow up emails with team re same and next steps (.7). | Sasson, I.S. | 6.5 |
| 07/02/2020 | Prepare for (.3) and attend court status conference re sale process (.5). | Fliman, D.A. | 0.8 |
| 07/02/2020 | Attend chambers status conference re sale. | Gargano, C.E. | 0.6 |
| 07/02/2020 | Attend chambers status conference. | Gilad, E.E. | 0.5 |
| 07/02/2020 | Attend status conference re sale. | Hansen, K.M. | 0.5 |
| 07/02/2020 | Attend status conference re sale (.6); circulate dial in for same (.1). | Iaffaldano, J.F. | 0.7 |
| 07/02/2020 | Prepare for and monitor Chambers' status conference. | Magzamen, M.S. | 0.4 |
| 07/02/2020 | Court conference re sale process. | Merola, F.A. | 0.5 |
| 07/02/2020 | Attend sale status conference. | Sasson, I.S. | 0.6 |
| 07/06/2020 | Call with internal team to discuss hearing. | Benfield, N.H. | 0.6 |
| 07/06/2020 | Attend court hearing regarding STN motion. | Benfield, N.H. | 1.6 |
| 07/06/2020 | Attend hearing re standing issues (1.6); corr w/ team re same (2.2); corr w/ clients re same (.8). | Fliman, D.A. | 4.6 |
| 07/06/2020 | Attend oral ruling on STN (1.5); debrief call with team after the ruling (.7). | Gargano, C.E. | 2.2 |
| 07/06/2020 | Attend STN hearing. | Gilad, E.E. | 1.6 |
| 07/06/2020 | Prep for hearing (.9); participate in STN hearing (1.6); follow up re same (.9). | Hansen, K.M. | 3.4 |
| 07/06/2020 | Attend oral ruling on STN motion (1.6); follow up discussion re same (.7); summarize notes of same (.4). | Iaffaldano, J.F. | 2.7 |
| 07/06/2020 | Prepare for (.1) and attend STN ruling (1.6). | Magzamen, M.S. | 1.7 |

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| 07/06/2020 | Attend hearing telephonically (1.4); follow up call re: same (.5). | Martin, S.L. | 1.9 |
| 07/06/2020 | Participate in hearing re STN ruling. | Merola, F.A. | 1.5 |
| 07/06/2020 | Review correspondence re STN hearing. | Merola, F.A. | 0.1 |
| 07/06/2020 | Monitor hearing. | Sasson, G. | 0.9 |
| 07/06/2020 | Prepare for (.6); and hearing on STN motion (1.6); follow up call re same (.8). | Sasson, I.S. | 3.0 |
| 07/08/2020 | Exchange correspondence re hearing. | Merola, F.A. | 0.2 |
| 07/09/2020 | Participate in hearing regarding auction process (.8); corr w/ team re same (.5). | Fliman, D.A. | 1.3 |
| 07/09/2020 | Hearing re: auction process. | Gargano, C.E. | 0.5 |
| 07/09/2020 | Hearing re bidder's motion. | Gilad, E.E. | 0.5 |
| 07/09/2020 | Participate in auction hearing (.5); follow up with Committee re same (1.0). | Hansen, K.M. | 1.5 |
| 07/09/2020 | Attend hearing re bidder's motion. | Iaffaldano, J.F. | 0.5 |
| 07/09/2020 | Prepare for and attend hearing. | Magzamen, M.S. | 0.5 |
| 07/09/2020 | Attend hearing telephonically (.5); follow up internal emails re: same (.5). | Martin, S.L. | 1.0 |
| 07/09/2020 | Hearing re auction process. | Sasson, I.S. | 0.5 |

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------------|-------|--------|-------------|
| Benfield, Nathaniel H. | 5.6 | \$ 850 | \$ 4,760.00 |
| Cooperman, Kerry T. | 2.6 | 1,025 | 2,665.00 |
| Fliman, Daniel A. | 11.5 | 1,350 | 15,525.00 |
| Gargano, Charles E. | 6.3 | 550 | 3,465.00 |
| Gilad, Erez E. | 4.6 | 1,475 | 6,785.00 |
| Hansen, Kristopher M. | 8.7 | 1,650 | 14,355.00 |
| Harlan, Cole W. | 2.0 | 675 | 1,350.00 |
| Iaffaldano, John F. | 7.2 | 550 | 3,960.00 |
| Loonam, Elizabeth A. | 1.5 | 975 | 1,462.50 |
| Magzamen, Michael | 5.7 | 450 | 2,565.00 |
| Martin, Samantha | 6.5 | 1,095 | 7,117.50 |
| Merola, Frank A. | 5.7 | 1,475 | 8,407.50 |
| Sasson, Gabriel | 0.9 | 1,095 | 985.50 |
| Sasson, Isaac S. | 10.6 | 940 | 9,964.00 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 83,367.00 |
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| TOTAL FOR THIS MATTER | \$ 83,367.00 |
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STROOCK

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| RE | Meetings & Communications with Creditors 006993 0006 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 07/01/2020 | Call w/ individual creditor re: bar date. | Magzamen, M.S. | 0.1 |
| 07/01/2020 | Emails with individual creditor re: certain bankruptcy notices. | Martin, S.L. | 0.5 |
| 07/01/2020 | Emails with individual creditor re: proofs of claim (.8); internal email re: same (.1). | Martin, S.L. | 0.9 |
| 07/01/2020 | Review UCC update re STN. | Merola, F.A. | 0.2 |
| 07/02/2020 | Committee discussions re STN hearing. | Hansen, K.M. | 0.9 |
| 07/02/2020 | Call w/ individual creditor re claims bar date and filing proof of claim. | Iaffaldano, J.F. | 0.3 |
| 07/02/2020 | Review UCC correspondence re bid summary. | Merola, F.A. | 0.2 |
| 07/03/2020 | Update to committee members on bids. | Hansen, K.M. | 0.5 |
| 07/03/2020 | Prepare for (.4) and participate in call w/ UCC members re sale/settlement status (.5). | Iaffaldano, J.F. | 0.9 |
| 07/03/2020 | Call with UCC re bid summary. | Loonam, E.A. | 0.6 |
| 07/03/2020 | Call with Committee re: bids, sale process, and potential settlement proposals. | Martin, S.L. | 0.5 |
| 07/03/2020 | UCC call re sale and settlement update. | Merola, F.A. | 0.5 |
| 07/03/2020 | Committee meeting re settlement (.5); prepare for same (.3). | Sasson, I.S. | 0.8 |
| 07/03/2020 | Conference calls with clients re open tax issues. | Uffner, J.D. | 0.8 |
| 07/06/2020 | Calls w/ numerous committee members re: hearing. | Hansen, K.M. | 0.9 |

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| 07/06/2020 | Emails with UCC members re: settlement (.5); call with UCC member re: same (.3). | Martin, S.L. | 0.8 |
| 07/06/2020 | Exchange correspondence re UCC member fees. | Merola, F.A. | 0.2 |
| 07/07/2020 | Participate in committee call. | Fliman, D.A. | 0.8 |
| 07/07/2020 | Weekly committee meeting for case update. | Gargano, C.E. | 0.8 |
| 07/07/2020 | Committee update call. | Hansen, K.M. | 0.6 |
| 07/07/2020 | Prepare for (.2) and attend weekly UCC meeting (.8); call w/ creditor re pension status (.5); call w/ G. Sasson re same (.1); follow up w/ S. Martin re same (.1). | Iaffaldano, J.F. | 1.7 |
| 07/07/2020 | Update call with UCC. | Loonam, E.A. | 0.7 |
| 07/07/2020 | Calls w/ creditors re: case/proofs of claim | Magzamen, M.S. | 0.5 |
| 07/07/2020 | Email UCC with call agenda (.2); prepare for (.2) and participate on call with UCC and professionals (.7); respond to creditor inquiries (.4); email with UCC member re: expense reimbursement (.2); emails re: creditor request for information (.3); draft outline for presentation to UCC (.8). | Martin, S.L. | 2.8 |
| 07/07/2020 | Participate in UCC call (.7); correspondence with Committee member re plan and tax issues (.2). | Merola, F.A. | 0.9 |
| 07/07/2020 | Attend weekly UCC meeting. | Sasson, I.S. | 0.7 |
| 07/08/2020 | Call w/ UCC professionals re presentation for committee (.7); call w/ creditor re pension and proof of claim (.3); emails w/ UCC members (.2); discuss UCC member fees (.3). | Iaffaldano, J.F. | 1.5 |
| 07/08/2020 | Call with UCC re: tax presentation. | Jewett, M.M. | 0.5 |
| 07/08/2020 | Professionals' call re: UCC presentation re: next steps (.7); follow up call with BRG (.3); draft | Martin, S.L. | 5.1 |

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|------------|---|------------------|-----|
| | slides for presentation (2.7); review D&O stipulation (.2); additional comments to presentation and timeline (1.2). | | |
| 07/08/2020 | Review outline re UCC settlement presentation (.2); call with UCC professional re UCC settlement presentation (.7); correspondence with UCC re bidder motions (.2). | Merola, F.A. | 1.1 |
| 07/09/2020 | Call w/ professionals re UCC presentation (.9); review and revise UCC presentation (.8). | Iaffaldano, J.F. | 1.7 |
| 07/09/2020 | Draft presentation to UCC. | Martin, S.L. | 4.1 |
| 07/09/2020 | Exchange correspondence with BRG re settlement presentation (.2); review correspondence with UCC re Bidder's Motion (.2); review UCC update (.3). | Merola, F.A. | 0.7 |
| 07/10/2020 | Review UCC update re auction. | Merola, F.A. | 0.2 |
| 07/13/2020 | Revise presentation to UCC (1.0); internal emails re: same (.2); draft agenda for UCC call and internal emails re: same (.3); email to UCC re: same (.2). | Martin, S.L. | 1.7 |
| 07/13/2020 | Review UCC update re Auction (.2); review draft UCC Agenda (.2). | Merola, F.A. | 0.4 |
| 07/14/2020 | Attend UCC call. | Benfield, N.H. | 1.2 |
| 07/14/2020 | Participate in weekly UCC call. | Gilad, E.E. | 1.0 |
| 07/14/2020 | Committee call (1.3); prep for same (.2); follow up re same (.6). | Hansen, K.M. | 2.1 |
| 07/14/2020 | Prepare for (.2) and attend weekly Committee meeting (1.3). | Iaffaldano, J.F. | 1.5 |
| 07/14/2020 | Update call with clients (1.3); prepare for same (.2). | Jewett, M.M. | 1.5 |
| 07/14/2020 | Prepare for (.8) and attend UCC call (1.3). | Martin, S.L. | 2.1 |
| 07/14/2020 | Review UCC meeting agenda (.1); participate in | Merola, F.A. | 1.4 |

STROOCK

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| | | | |
|------------|--|------------------|-----|
| | UCC meeting (1.3). | | |
| 07/14/2020 | Attend Committee meeting. | Sasson, I.S. | 1.1 |
| 07/20/2020 | Call with UCC professionals re CAM counteroffer (.5); review UCC update re mediation (.2). | Merola, F.A. | 0.7 |
| 07/21/2020 | Weekly UCC call | Benfield, N.H. | 1.0 |
| 07/21/2020 | Participate in UCC call (partial). | Fliman, D.A. | 0.6 |
| 07/21/2020 | UCC weekly committee meeting. | Gargano, C.E. | 1.0 |
| 07/21/2020 | Participate in UCC call. | Gilad, E.E. | 1.0 |
| 07/21/2020 | Prep for (.5) and call with Committee (1.0). | Hansen, K.M. | 1.5 |
| 07/21/2020 | Prepare for (.1) and attend weekly Committee meeting (1.0). | Iaffaldano, J.F. | 1.1 |
| 07/21/2020 | Weekly committee meeting. | Loonam, E.A. | 1.0 |
| 07/21/2020 | Email agenda for UCC call (.2); participate on call with UCC and professionals (1.0); emails with UCC member (.2); emails with Moelis re: same (.1). | Martin, S.L. | 1.5 |
| 07/21/2020 | Review Moelis materials re settlement analysis (.3); participate in UCC call re mediation counter-offer (1.0). | Merola, F.A. | 1.3 |
| 07/21/2020 | Attend Committee meeting (1.0); prepare for same (.1). | Sasson, I.S. | 1.1 |
| 07/22/2020 | Emails with UCC member re: mediation. | Martin, S.L. | 0.2 |
| 07/23/2020 | Emails with creditor re: cure objection. | Martin, S.L. | 0.4 |
| 07/27/2020 | Review draft UCC meeting agenda. | Merola, F.A. | 0.1 |
| 07/28/2020 | Attend UCC call. | Benfield, N.H. | 0.7 |
| 07/28/2020 | Attend weekly committee meeting. | Gargano, C.E. | 0.3 |

STROOCK

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| | | | |
|------------|--|------------------|-----|
| 07/28/2020 | Attend UCC call. | Gilad, E.E. | 0.7 |
| 07/28/2020 | Prep for committee call (.6); committee call (.7); follow up with committee members (.3). | Hansen, K.M. | 1.6 |
| 07/28/2020 | Call with Committee re settlement status update. | Iaffaldano, J.F. | 0.6 |
| 07/28/2020 | Email UCC with call agenda (.1); attend call with UCC members and professionals re: next steps (.7). | Martin, S.L. | 0.8 |
| 07/28/2020 | Exchange UCC correspondence re settlement update (.2); participate in UCC call (.7). | Merola, F.A. | 0.9 |
| 07/28/2020 | Attend Committee meeting (.7); follow up call with K. Hansen re same (.3). | Sasson, I.S. | 1.0 |
| 07/30/2020 | Correspondence with UCC re settlement. | Merola, F.A. | 0.2 |
| 07/31/2020 | All hands call to discuss settlement. | Gargano, C.E. | 1.0 |
| 07/31/2020 | Participate in UCC conf call re settlement. | Gilad, E.E. | 1.0 |
| 07/31/2020 | Call w/ Committee re settlement status update. | Iaffaldano, J.F. | 1.0 |
| 07/31/2020 | Prep for (.1) and call with Committee re: settlement (1.0). | Martin, S.L. | 1.1 |
| 07/31/2020 | Call with UCC re settlement. | Merola, F.A. | 1.0 |

STROOCK

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------------|-------|--------|-------------|
| Benfield, Nathaniel H. | 2.9 | \$ 850 | \$ 2,465.00 |
| Fliman, Daniel A. | 1.4 | 1,350 | 1,890.00 |
| Gargano, Charles E. | 3.1 | 550 | 1,705.00 |
| Gilad, Erez E. | 3.7 | 1,475 | 5,457.50 |
| Hansen, Kristopher M. | 8.1 | 1,650 | 13,365.00 |
| Iaffaldano, John F. | 10.3 | 550 | 5,665.00 |
| Jewett, Michelle M. | 2.0 | 1,395 | 2,790.00 |
| Loonam, Elizabeth A. | 2.3 | 975 | 2,242.50 |
| Magzamen, Michael | 0.6 | 450 | 270.00 |
| Martin, Samantha | 22.5 | 1,095 | 24,637.50 |
| Merola, Frank A. | 10.0 | 1,475 | 14,750.00 |
| Sasson, Isaac S. | 4.7 | 940 | 4,418.00 |
| Uffner, Jeffrey D. | 0.8 | 1,525 | 1,220.00 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 80,875.50 |
|--|--------------|

| | |
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| TOTAL FOR THIS MATTER | \$ 80,875.50 |
|-----------------------|--------------|

STROOCK

PAGE: 33

| | |
|----|---|
| RE | Case Analysis/ Pleading Analysis and Responses 006993 0007 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 07/02/2020 | Internal status call. | Gargano, C.E. | 0.3 |
| 07/02/2020 | Call w/ internal team re case status. | Iaffaldano, J.F. | 0.3 |
| 07/02/2020 | Status call with internal team (.3); status call with professionals working group (.5). | Loonam, E.A. | 0.8 |
| 07/02/2020 | Internal call re: case status and next steps (.2); strategy call with UCC professionals (.5). | Martin, S.L. | 0.7 |
| 07/02/2020 | Professional pre-call re UCC meeting. | Merola, F.A. | 0.4 |
| 07/02/2020 | SSL internal call re next steps (.3); call with professionals re bids (.5); internal follow up re same (.3). | Sasson, I.S. | 1.1 |
| 07/03/2020 | Committee professionals update call. | Gilad, E.E. | 0.6 |
| 07/03/2020 | Review summaries of pleadings and action items (.5); discuss same with team (.3). | Hansen, K.M. | 0.8 |
| 07/03/2020 | Call w/ professionals teams re settlement update. | Iaffaldano, J.F. | 0.6 |
| 07/03/2020 | Call with professionals re update. | Loonam, E.A. | 0.7 |
| 07/03/2020 | Call with UCC professionals re: same. | Martin, S.L. | 0.6 |
| 07/03/2020 | Professionals call re settlement and next steps. | Sasson, I.S. | 0.6 |
| 07/06/2020 | Professionals weekly call re: case status. | Gargano, C.E. | 0.3 |
| 07/06/2020 | Internal status update call (.1); call w/ UCC professionals re same (.3). | Gilad, E.E. | 0.4 |

STROOCK

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| | | | |
|------------|--|------------------|-----|
| 07/06/2020 | Call w/ internal team re case status update (.1); call w/ professionals teams re same (.2). | Iaffaldano, J.F. | 0.3 |
| 07/06/2020 | Internal strategy call. | Martin, S.L. | 0.1 |
| 07/06/2020 | Professional call re UCC meeting (.3); review Bylaws comments (.2). | Merola, F.A. | 0.5 |
| 07/06/2020 | Attend professionals update call. | Sasson, G. | 0.4 |
| 07/06/2020 | Weekly professionals call re case status. | Sasson, I.S. | 0.4 |
| 07/06/2020 | Conference call with professionals re status and court decision. | Uffner, J.D. | 0.4 |
| 07/08/2020 | Call with professionals re case status. | Loonam, E.A. | 0.6 |
| 07/10/2020 | Call with UST re: debtor reports. | Martin, S.L. | 0.2 |
| 07/13/2020 | Professionals status call. | Gargano, C.E. | 0.6 |
| 07/13/2020 | Weekly professionals call re: case status. | Gargano, C.E. | 0.4 |
| 07/13/2020 | UCC professionals status call. | Gilad, E.E. | 0.4 |
| 07/13/2020 | Call w/ internal team re case status update (.6); call w/ professional teams re case status and UCC meeting (.5); prepare for same (.2). | Iaffaldano, J.F. | 1.3 |
| 07/13/2020 | Internal strategy call (.6); follow up call with I. Sasson (.1); call with UCC professionals re: strategy and next steps (.4); follow up call with E. Gilad (.1). | Martin, S.L. | 1.2 |
| 07/13/2020 | Review BRG correspondence re liquidity. | Merola, F.A. | 0.2 |
| 07/13/2020 | Prepare for calls (.7); internal SSL call re next steps and sale objection (.6); call with professionals re same (.4); follow-up call w/ S. Martin (.1). | Sasson, I.S. | 1.8 |
| 07/16/2020 | Internal team status call. | Gargano, C.E. | 0.5 |
| 07/16/2020 | Internal case strategy call. | Gilad, E.E. | 0.5 |

STROOCK

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| | | | |
|------------|--|------------------|-----|
| 07/16/2020 | Internal call re case status and sale objection. | Iaffaldano, J.F. | 0.5 |
| 07/16/2020 | Internal strategy call. | Martin, S.L. | 0.5 |
| 07/16/2020 | Internal team call re next steps. | Sasson, I.S. | 0.5 |
| 07/20/2020 | Internal update/case strategy call (.4); UCC professionals call (.8). | Gilad, E.E. | 1.2 |
| 07/20/2020 | Prepare for (.2) and call w/ internal team re case status update (.4). | Iaffaldano, J.F. | 0.6 |
| 07/20/2020 | SSL team update call. | Magzamen, M.S. | 0.4 |
| 07/20/2020 | Strategy call with Stroock team (.4); call with UCC professionals re: strategy (.8). | Martin, S.L. | 1.2 |
| 07/20/2020 | Call with Stroock team re next steps. | Sasson, I.S. | 0.4 |
| 07/23/2020 | Pre-call with SSL team. | Gargano, C.E. | 0.4 |
| 07/27/2020 | Internal team status call (.5); UCC professionals call (.4). | Gilad, E.E. | 0.9 |
| 07/27/2020 | Internal team call re open workstreams. | Hansen, K.M. | 0.4 |
| 07/27/2020 | Call with internal team re case status update (.4); call w/ Moelis and BRG re case status update (.4). | Iaffaldano, J.F. | 0.8 |
| 07/27/2020 | Status call w/ K. Hansen and working group. | Magzamen, M.S. | 0.4 |
| 07/27/2020 | Internal strategy call (.4); call with UCC professionals re: settlement proposal and next steps (.4). | Martin, S.L. | 0.8 |
| 07/27/2020 | Internal team meeting re next steps (.5); prepare for same (.2). | Sasson, I.S. | 0.7 |
| 07/30/2020 | Call with internal team re case and settlement status. | Gargano, C.E. | 0.5 |
| 07/30/2020 | Internal status / strategy call. | Gilad, E.E. | 0.5 |
| 07/30/2020 | Call w/ internal team re case status (.5); prepare | Iaffaldano, J.F. | 0.6 |

STROOCK

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for same (.1).

07/30/2020 Internal strategy call (.5); follow up call with Martin, S.L. 0.6
BRG (.1).

07/30/2020 Internal SSL call re next steps. Sasson, I.S. 0.6

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-----------------------|-------|--------|-------------|
| Gargano, Charles E. | 3.0 | \$ 550 | \$ 1,650.00 |
| Gilad, Erez E. | 4.5 | 1,475 | 6,637.50 |
| Hansen, Kristopher M. | 1.2 | 1,650 | 1,980.00 |
| Iaffaldano, John F. | 5.0 | 550 | 2,750.00 |
| Loonam, Elizabeth A. | 2.1 | 975 | 2,047.50 |
| Magzamen, Michael | 0.8 | 450 | 360.00 |
| Martin, Samantha | 5.9 | 1,095 | 6,460.50 |
| Merola, Frank A. | 1.1 | 1,475 | 1,622.50 |
| Sasson, Gabriel | 0.4 | 1,095 | 438.00 |
| Sasson, Isaac S. | 6.1 | 940 | 5,734.00 |
| Uffner, Jeffrey D. | 0.4 | 1,525 | 610.00 |

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|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 30,290.00 |
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|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 30,290.00 |
|-----------------------|--------------|

STROOCK

PAGE: 37

| | |
|----|---|
| RE | Stroock Fee Applications 006993 0009 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 07/01/2020 | Prepare notice of hearing for fee applications (.5); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.6 |
| 07/02/2020 | Emails re: invoice. | Martin, S.L. | 0.2 |
| 07/09/2020 | Discussion with S. Martin and J. Iaffaldano re UST LEDES data request. | Magzamen, M.S. | 0.2 |
| 07/10/2020 | Review SSL LEDES file for UST. | Iaffaldano, J.F. | 0.3 |
| 07/10/2020 | Respond to LEDES data request. | Magzamen, M.S. | 0.2 |
| 07/10/2020 | Internal emails re: UST inquiry. | Martin, S.L. | 0.3 |
| 07/14/2020 | Emails re: fee statements. | Martin, S.L. | 0.1 |
| 07/16/2020 | Emails re June fee statement. | Iaffaldano, J.F. | 0.2 |
| 07/17/2020 | Discuss interim fee application with S. Martin. | Iaffaldano, J.F. | 0.2 |
| 07/20/2020 | Confer w/ S. Martin and J. Iaffaldano re: UST fee settlement. | Magzamen, M.S. | 0.2 |
| 07/20/2020 | Call with UST re: fee application (.2); follow up calls with M. Magzamen (.2) and J. Iaffaldano (.2); internal emails re: same (.7). | Martin, S.L. | 1.3 |
| 07/21/2020 | Response to UST inquiry. | Gilad, E.E. | 0.3 |
| 07/21/2020 | Confer w/ M. Magzamen re UST inquiry. | Iaffaldano, J.F. | 0.2 |
| 07/21/2020 | Confer w/ S. Martin and J. Iaffaldano re: UST inquiry. | Magzamen, M.S. | 0.3 |
| 07/21/2020 | Emails re: UST inquiry (.4); call with E. Gilad | Martin, S.L. | 0.8 |

STROOCK

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(.2); internal emails re: same (.2).

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|------------|--|------------------|-----|
| 07/22/2020 | Expense and fees review for UST settlement (.3); confer w/ E. Gilad re: same (.1). | Magzamen, M.S. | 0.4 |
| 07/22/2020 | Confer w/ S. Martin re: order for UCC professionals | Magzamen, M.S. | 0.1 |
| 07/22/2020 | Internal emails re: fee statement (.2); internal emails re: compensation order (.2). | Martin, S.L. | 0.4 |
| 07/23/2020 | Draft chart for SSL and UCC professionals for 1st interim UCC fee applications | Magzamen, M.S. | 0.6 |
| 07/24/2020 | Internal emails re: fee statement. | Martin, S.L. | 0.2 |
| 07/28/2020 | Discuss status of fee applications w/ S. Martin. | Magzamen, M.S. | 0.1 |
| 07/30/2020 | Prepare June fee statement. | Iaffaldano, J.F. | 0.7 |
| 07/30/2020 | Review Stroock fee statement (1.2); email J. Iaffaldano re: same (.2). | Martin, S.L. | 1.4 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|--|-------|-------------|-----------|
| Gilad, Erez E. | 0.3 | \$ 1,475 | \$ 442.50 |
| Iaffaldano, John F. | 2.2 | 550 | 1,210.00 |
| Magzamen, Michael | 2.1 | 450 | 945.00 |
| Martin, Samantha | 4.7 | 1,095 | 5,146.50 |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | | \$ 7,744.00 | |
| TOTAL FOR THIS MATTER | | \$ 7,744.00 | |

STROOCK

PAGE: 39

| | |
|----|---|
| RE | Other Professional Retention 006993 0010 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 07/01/2020 | Review E&Y retention order (.2); compare to proposed order (.1). | Iaffaldano, J.F. | 0.3 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-----------|
| Iaffaldano, John F. | 0.3 | \$ 550 | \$ 165.00 |

| | |
|--|-----------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 165.00 |
|--|-----------|

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|-----------------------|-----------|
| TOTAL FOR THIS MATTER | \$ 165.00 |
|-----------------------|-----------|

STROOCK

PAGE: 40

| | |
|----|--|
| RE | Other Professional Fee Applications 006993 0011 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 07/01/2020 | Confer w/ S. Martin re: notice of UCC professionals' fee applications (.4); finalize and e-file omnibus notice of hearing on UCC interim fee applications (.3). | Magzamen, M.S. | 0.7 |
| 07/01/2020 | Revise notice of hearing on professional fee applications (.3); call with Togut re: same (.1). | Martin, S.L. | 0.4 |
| 07/01/2020 | Review Skadden fee application (.2); review notice re fee application (.1). | Merola, F.A. | 0.3 |
| 07/02/2020 | Update spreadsheet of professionals' fees. | Mohamed, D. | 0.7 |
| 07/06/2020 | Review interim comp order (.1); review Stroock retention order re UCC member reimbursement (.1); review UST guidelines re same (.3); email S. Martin re same (.2); email UCC members re accrued fees and expenses (.2). | Iaffaldano, J.F. | 0.9 |
| 07/09/2020 | Emails with UST re: professional fee applications (.2); emails with UCC professionals re: same (.2). | Martin, S.L. | 0.4 |
| 07/10/2020 | Review Moelis fee statements in connection w/ UST request (.3); email S. Martin re same (.1); call w/ S. Martin re same (.1); review expenses of other professionals in connection w/ UST request (.2); emails re same (.1); emails re committee member fees (.1). | Iaffaldano, J.F. | 0.9 |
| 07/10/2020 | Emails with UCC professionals re: UST inquiry. | Martin, S.L. | 0.6 |
| 07/13/2020 | Emails with UST re: LEDES files and UST inquiry (.2); email UCC professionals re same (.2). | Martin, S.L. | 0.4 |

STROOCK

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| | | | |
|------------|---|------------------|-----|
| 07/13/2020 | Review UST request for extension and fee detail. | Merola, F.A. | 0.1 |
| 07/15/2020 | Emails with UST re: fee applications. | Martin, S.L. | 0.1 |
| 07/15/2020 | Correspondence with UST re fee applications. | Merola, F.A. | 0.1 |
| 07/16/2020 | Review UST correspondence re BRG. | Merola, F.A. | 0.1 |
| 07/17/2020 | Emails with UST re: fee applications (.2); emails with UCC professionals re: same (.3). | Martin, S.L. | 0.5 |
| 07/21/2020 | Exchange correspondence with BRG and Moelis re UST objection. | Merola, F.A. | 0.1 |
| 07/24/2020 | Exchange emails w/ N. You (Moelis) re June fee statements. | Iaffaldano, J.F. | 0.1 |
| 07/24/2020 | Exchange correspondence re EY fee statement. | Merola, F.A. | 0.1 |
| 07/28/2020 | Review Moelis June fee statement (.6); emails w/ N. You (Moelis) re same (.1); confer w. S. Martin re same (.1); email J. Surdoval (BRG) re June fee statement (.1); email M. Dundon (Dundon) re June fee statement (.1). | Iaffaldano, J.F. | 1.0 |
| 07/29/2020 | Review BRG June fee statement (1.1); provide comments to BRG fee statement (.2); email S. Martin re same (.2); review Dundon June fee statement (.3); email M. Dundon re same (.2); email S. Martin re same (.1); call w/ N. You (Moelis) re June fee statement (.1). | Iaffaldano, J.F. | 2.2 |
| 07/29/2020 | Emails with UCC professionals re: fee applications. | Martin, S.L. | 0.4 |
| 07/30/2020 | Finalize and file Dundon June fee statement (.2); finalize and e-file Moelis fee statement (.2). | Magzamen, M.S. | 0.4 |
| 07/30/2020 | Review Moelis fee application (.3); emails with Moelis re: same (.1); review BRG fee application (.5); emails with BRG re: same (.1). | Martin, S.L. | 1.0 |

STROOCK

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-------------|
| Iaffaldano, John F. | 5.1 | \$ 550 | \$ 2,805.00 |
| Magzamen, Michael | 1.1 | 450 | 495.00 |
| Martin, Samantha | 3.8 | 1,095 | 4,161.00 |
| Merola, Frank A. | 0.8 | 1,475 | 1,180.00 |
| Mohamed, David | 0.7 | 370 | 259.00 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 8,900.00 |
|--|-------------|

| | |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 8,900.00 |
|-----------------------|-------------|

STROOCK

PAGE: 43

| | |
|----|-----------------------------------|
| RE | Leases & Contracts 006993 0013 |
|----|-----------------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 07/01/2020 | Review lease rejection motions and objection procedures (.5); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.6 |
| 07/09/2020 | Review rejection of sublease. | Merola, F.A. | 0.2 |
| 07/10/2020 | Call with BRG re: leases (.2); follow up call with BRG re: HQ lease (.3); call with Togut re: same (.3); follow up calls with BRG re: same (.2); draft email to UCC professionals re: same (.2). | Martin, S.L. | 1.2 |
| 07/10/2020 | Review correspondence re Sacramento lease. | Merola, F.A. | 0.2 |
| 07/13/2020 | Emails with Togut re: lease rejection (.1); emails with BRG re: same (.1). | Martin, S.L. | 0.2 |
| 07/13/2020 | Review 365d4 extension re Sacramento lease. | Merola, F.A. | 0.1 |
| 07/13/2020 | Review 5th omnibus contract rejection. | Merola, F.A. | 0.2 |
| 07/14/2020 | Emails with BRG re: lease rejection (.2); call with Togut re: same (.2). | Martin, S.L. | 0.4 |
| 07/15/2020 | Emails with BRG re: lease rejection. | Martin, S.L. | 0.1 |
| 07/27/2020 | Review extension notice re Kansas property. | Iaffaldano, J.F. | 0.1 |
| 07/27/2020 | Revise KC 365 stipulation. | Merola, F.A. | 0.1 |
| 07/29/2020 | Review 2nd notice of contract assumption. | Merola, F.A. | 0.1 |

STROOCK

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-----------|
| Iaffaldano, John F. | 0.7 | \$ 550 | \$ 385.00 |
| Martin, Samantha | 1.9 | 1,095 | 2,080.50 |
| Merola, Frank A. | 0.9 | 1,475 | 1,327.50 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 3,793.00 |
|--|-------------|

| | |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 3,793.00 |
|-----------------------|-------------|

STROOCK

PAGE: 45

| | |
|----|--|
| RE | Cash Collateral/DIP/Financing 006993 0014 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|--------------|-------|
| 07/02/2020 | Emails re: accrued fees/expenses for DIP reporting. | Martin, S.L. | 0.3 |
| 07/07/2020 | Review Choate invoice (.1); review Paul, Weiss invoice (.1). | Merola, F.A. | 0.2 |
| 07/10/2020 | Emails re: accrued fees/expenses for DIP reporting. | Martin, S.L. | 0.2 |
| 07/10/2020 | Review Kramer Levin invoice. | Merola, F.A. | 0.1 |
| 07/17/2020 | Emails re: accrued fees/expenses for DIP reporting. | Martin, S.L. | 0.2 |
| 07/24/2020 | Emails with Stroock/FTI re: accrued fees and expenses for DIP reporting. | Martin, S.L. | 0.2 |
| 07/31/2020 | Emails re: accrued fees/expenses for DIP reporting. | Martin, S.L. | 0.2 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|--|-------|-------------|-------------|
| Martin, Samantha | 1.1 | \$ 1,095 | \$ 1,204.50 |
| Merola, Frank A. | 0.3 | 1,475 | 442.50 |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | | \$ 1,647.00 | |
| TOTAL FOR THIS MATTER | | \$ 1,647.00 | |

STROOCK

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| | |
|----|---|
| RE | Litigation & Adversary Proceedings 006993 0015 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|----------------|-------|
| 07/01/2020 | Prepare for hearing on standing motion. | Fliman, D.A. | 3.1 |
| 07/03/2020 | Circulate Skadden letter to Court. | Magzamen, M.S. | 0.1 |
| 07/03/2020 | Review Moelis draft settlement construction (.2); review Skadden letter (.2); review BRG correspondence re restricted cash (.2); call re Skadden proposal (.5). | Merola, F.A. | 1.1 |
| 07/04/2020 | Review Skadden correspondence. | Merola, F.A. | 0.2 |
| 07/05/2020 | Review settlement update. | Merola, F.A. | 0.2 |
| 07/06/2020 | Update call re settlement (.2); follow-up professional call (.4); exchange correspondence re settlement proposal (.3); call with TRK re BoD (.2); review QE invoice (.1). | Merola, F.A. | 1.2 |
| 07/07/2020 | Outline tasks related to anticipated litigation. | Fliman, D.A. | 0.7 |
| 07/07/2020 | Draft letter to Court re STN hearing. | Sasson, I.S. | 2.0 |
| 07/08/2020 | T/c w/ D&O counsel re claims (.3); review D&O stipulation (.1); corr w/ team re same (.4). | Fliman, D.A. | 0.8 |
| 07/08/2020 | Call with Milbank re D&O action (.3); review D&O claim stipulation (.2). | Merola, F.A. | 0.5 |
| 07/08/2020 | Call with Milbank re D&O claims and settlement (.3); review stipulation re same (.2). | Sasson, I.S. | 0.5 |
| 07/09/2020 | Review communications regarding hearing, auction, and settlement status | Benfield, N.H. | 0.3 |
| 07/09/2020 | Call with UCC professionals post hearing. | Gargano, C.E. | 0.6 |

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|------------|--|--------------|-----|
| 07/15/2020 | Correspondence with Committee member re D&O. | Merola, F.A. | 0.1 |
| 07/21/2020 | Correspondence with Moelis re Transferred Employees (.1); review BRG analysis re settlement (.2); review litigation analysis (.3); review draft counter (.3). | Merola, F.A. | 0.9 |
| 07/21/2020 | Messages with D. Fliman regarding D&O issue (.1); telephone conference with I. Sasson regarding release and coverage issues (.2). | Murphy, L.F. | 0.3 |
| 07/22/2020 | Review settlement correspondence to Milbank. | Merola, F.A. | 0.1 |
| 07/23/2020 | Review correspondence to Milbank re settlement. | Merola, F.A. | 0.1 |
| 07/24/2020 | Review and analyze transferred employees. | Sasson, I.S. | 0.3 |
| 07/25/2020 | Review internal correspondence re transferred employees. | Merola, F.A. | 0.2 |
| 07/26/2020 | Review internal correspondence re transferred employee. | Merola, F.A. | 0.2 |
| 07/27/2020 | Confer w/ D. Fliman and review policy re: settlement. | Merola, F.A. | 0.8 |
| 07/27/2020 | Review policy summary (.1); telephone to D. Fliman (.1); message to team with brief answers to inquiries (.1). | Murphy, L.F. | 0.3 |
| 07/27/2020 | Call with Great American and Milbank re settlement negotiations (.2); follow up call with D. Fliman re same (.2). | Sasson, I.S. | 0.4 |
| 07/28/2020 | Discuss D&O settlement strategy (.2); review D&O carrier offer (.2); exchange internal correspondence re evidence presentation (.3); review evidence order mark-up (.2); revise sale objection (.2). | Merola, F.A. | 1.1 |
| 07/28/2020 | Exchange messages with D. Fliman regarding call and D&O settlement issues (.2); review summary of policies (.1); telephone conference | Murphy, L.F. | 0.7 |

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| | | | |
|------------|---|--------------|-----|
| | with D. Fliman regarding negotiations (.4). | | |
| 07/29/2020 | Review revised sale objection (.2); review settlement update (.2); review D&O counter (.2); exchange internal correspondence re standing (.2); review settlement term sheet (.2). | Merola, F.A. | 1.0 |
| 07/29/2020 | Exchange messages with D. Fliman regarding settlement negotiations. | Murphy, L.F. | 0.4 |
| 07/30/2020 | Review stipulations (.3); emails with internal team re comments to stipulations (.2). | Loonam, E.A. | 0.5 |
| 07/30/2020 | Review Skadden settlement mark-up (.2); review BRG wind down chart (.2); review final settlement proposal (.3); review Debtor exhibits re sale hearing (.2); review internal correspondence re settlement term sheet (.2); exchange correspondence with Skadden and Paul Weiss re transferred employees (.2). | Merola, F.A. | 1.3 |
| 07/30/2020 | Discussion with D. Fliman re: Skadden and carrier discussions (.2); review and analyze and edit proposed language (.6); message from D. Fliman with alternative edits (.1); message from E. Gilad regarding settlement and plan (.1); review GAIC policy (.4); message to team regarding specific terms in policies (.4); discussions with D. Fliman regarding same (.4); message from E. Gilad with cumulative term sheet (.2); review term sheet (.3); message to team regarding term sheet (.2); telephone conference with D. Fliman regarding same (.2); multiple messages among D. Fliman, E. Gilad regarding term sheet (.4); message from I Sasson regarding additional edit (.2); telephone conference with I Sasson regarding same (.2). | Murphy, L.F. | 3.9 |
| 07/31/2020 | Telephone conference with D. Fliman and I. Sasson regarding settlement w/ insurance. | Murphy, L.F. | 0.2 |

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------------|-------|--------|-----------|
| Benfield, Nathaniel H. | 0.3 | \$ 850 | \$ 255.00 |
| Fliman, Daniel A. | 4.6 | 1,350 | 6,210.00 |
| Gargano, Charles E. | 0.6 | 550 | 330.00 |
| Loonam, Elizabeth A. | 0.5 | 975 | 487.50 |
| Magzamen, Michael | 0.1 | 450 | 45.00 |
| Merola, Frank A. | 9.0 | 1,475 | 13,275.00 |
| Murphy, Lewis F. | 5.8 | 1,050 | 6,090.00 |
| Sasson, Isaac S. | 3.2 | 940 | 3,008.00 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 29,700.50 |
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| TOTAL FOR THIS MATTER | \$ 29,700.50 |
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STROOCK

PAGE: 50

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| RE | Employee Benefits / Pensions 006993 0017 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 07/06/2020 | Review internal correspondence re PBGC's termination premium claim. | Merola, F.A. | 0.2 |
| 07/08/2020 | Internal termination premium claim emails (.6); review case law precedent re same (.3). | Lilling, A.S. | 0.9 |
| 07/08/2020 | Exchange internal correspondence re PBGC termination premium. | Merola, F.A. | 0.2 |
| 07/08/2020 | Correspond with G. Sasson re: termination premium issue (.4); review termination premium research (1.1); correspond with A. Lilling and B. Friederich re: termination premium issue (.5). | Olstein, D.C. | 2.0 |
| 07/09/2020 | Research re: PBGC termination premiums (4.6); call w/ M. Magzamen re: same (.2). | Friederich, B.A. | 4.8 |
| 07/09/2020 | Emails with D. Olstein re: plan termination and PBGC (.3); review PBGC regulations re: plan termination (.6). | Lilling, A.S. | 0.9 |
| 07/09/2020 | Call w/ B. Friederich (.2); research re: termination premiums (1.6). | Magzamen, M.S. | 1.8 |
| 07/09/2020 | Internal call re: PBGC termination premium. | Martin, S.L. | 0.5 |
| 07/09/2020 | Correspond with A. Lilling and B. Friederich re: termination premium issues (.3); telephone conference with F. Merola, S. Martin (.5); review termination premium research (.8). | Olstein, D.C. | 1.6 |
| 07/10/2020 | Review adjournment of corporate incentive plan (.1); review adjournment of pension termination (.1). | Merola, F.A. | 0.2 |

STROOCK

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| | | | |
|------------|---|---------------|-----|
| 07/10/2020 | Correspond with G. Sasson re: termination premium issue | Olstein, D.C. | 0.1 |
|------------|---|---------------|-----|

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|----------------------|-------|--------|-------------|
| Friederich, Brian A. | 4.8 | \$ 895 | \$ 4,296.00 |
| Lilling, Austin S. | 1.8 | 1,250 | 2,250.00 |
| Magzamen, Michael | 1.8 | 450 | 810.00 |
| Martin, Samantha | 0.5 | 1,095 | 547.50 |
| Merola, Frank A. | 0.6 | 1,475 | 885.00 |
| Olstein, David C. | 3.7 | 1,195 | 4,421.50 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 13,210.00 |
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| TOTAL FOR THIS MATTER | \$ 13,210.00 |
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STROOCK

PAGE: 52

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|----|---------------------------|
| RE | Tax Issues 006993 0018 |
|----|---------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 07/02/2020 | Discuss tax issues in connection w/ bids w/ J. Uffner. | Iaffaldano, J.F. | 0.2 |
| 07/02/2020 | Review of proposed bids (.2); analyze same in respect of tax issues (.2); conference call with SSL and professionals re same (.4). | Uffner, J.D. | 0.8 |
| 07/07/2020 | Respond to various questions re restructuring issues (.8); respond to questions re tax refund (1.2). | Jewett, M.M. | 2.0 |
| 07/08/2020 | Call with professionals group on tax slides (1.0); revision of slide contents (1.0); correspondence on research re various outstanding tax points (1.2); correspondence re EY access letter (.5); preparation of bullet points on tax refund (.4). | Jewett, M.M. | 4.1 |
| 07/08/2020 | Call with SSL and BRG tax teams (1.3); follow up calls with M. Jewett (.4) and BRG (.4); internal emails re: tax summary for presentation (.9). | Martin, S.L. | 3.0 |
| 07/08/2020 | Exchange correspondence with J. Uffner re tax issues. | Merola, F.A. | 0.2 |
| 07/08/2020 | Research re: outstanding tax issues. | Shandler, L.W. | 2.0 |
| 07/08/2020 | Professionals conference call re deal/tax issues (1.2); review of materials re same (.3); review and comments re time line and tax procedure (.6); emails with M. Jewett re same (.3). | Uffner, J.D. | 2.4 |
| 07/09/2020 | Revision of slides on tax refund (.5); review of research on tax refund procedures (.7); correspondence re transfer tax provisions (.3). | Jewett, M.M. | 1.5 |

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| | | | |
|------------|---|----------------|-----|
| 07/09/2020 | Communications with M. Jewett, J. Uffner, S. Martin (.3); analysis re: transfer tax provisions (1.2); analyze certain transfer tax issues (.7); review rulings re: same (.9). | Senie, B.J. | 3.1 |
| 07/09/2020 | Conduct research re procedural tax issue. | Shandler, L.W. | 1.2 |
| 07/09/2020 | Revise tax time-line and UCC presentation (.9); discussion with M. Jewett re same (.2); emails with BRG re same (.2); emails with B. Senie and M. Jewett re transfer tax issues (.3). | Uffner, J.D. | 1.6 |
| 07/10/2020 | Analysis on transfer tax on real estate sales. | Jewett, M.M. | 0.8 |
| 07/10/2020 | Respond to SSL team question re: 1146. | Kelly, B.P. | 0.2 |
| 07/10/2020 | Emails re: section 1146 (.4); review materials re: same (.4); call with B. Kelly re: same (.2). | Martin, S.L. | 1.0 |
| 07/10/2020 | Review of revised slide deck to UCC (.3); review of transfer tax issues and related emails (.3). | Uffner, J.D. | 0.6 |
| 07/13/2020 | Call w/ BRG and J. Uffner re tax issues. | Gilad, E.E. | 0.4 |
| 07/13/2020 | Call with Moelis re sale tax issues. | Jewett, M.M. | 0.5 |
| 07/13/2020 | Call with J. Uffner re: tax issues. | Martin, S.L. | 0.4 |
| 07/13/2020 | Review revised timeline slides (.7); further revise same (.3); conference call with professionals in preparation for committee call (.4). | Uffner, J.D. | 1.4 |
| 07/14/2020 | Review of materials in preparation for committee call (.6); conference call with SSL, BRG, Moelis and committee re timing and update on plan process (including tax issues) (.8). | Uffner, J.D. | 1.4 |
| 07/30/2020 | Response to questions re tax refund procedures. | Jewett, M.M. | 0.8 |
| 07/30/2020 | Review and response to emails re carryback process. | Uffner, J.D. | 0.4 |

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07/31/2020 Preparation for (.5); and call with professionals Jewett, M.M. 1.5
regarding settlement update (1.0).

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|----------|-----------|
| Gilad, Erez E. | 0.4 | \$ 1,475 | \$ 590.00 |
| Iaffaldano, John F. | 0.2 | 550 | 110.00 |
| Jewett, Michelle M. | 11.2 | 1,395 | 15,624.00 |
| Kelly, Brian P. | 0.2 | 1,195 | 239.00 |
| Martin, Samantha | 4.4 | 1,095 | 4,818.00 |
| Merola, Frank A. | 0.2 | 1,475 | 295.00 |
| Senie, Brian J. | 3.1 | 895 | 2,774.50 |
| Shandler, Lauren W. | 3.2 | 550 | 1,760.00 |
| Uffner, Jeffrey D. | 8.6 | 1,525 | 13,115.00 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 39,325.50 |
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| TOTAL FOR THIS MATTER | \$ 39,325.50 |
|-----------------------|--------------|

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PAGE: 55

| | |
|----|--|
| RE | Valuation / Asset Analysis & Recovery 006993 0020 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|--------------|-------|
| 07/16/2020 | Correspondence with BRG re waterfall. | Merola, F.A. | 0.2 |
| 07/17/2020 | Review Debtor waterfall analysis (.2); correspondence with BRG re waterfall analysis (.2). | Merola, F.A. | 0.4 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------|-------|----------|-----------|
| Merola, Frank A. | 0.6 | \$ 1,475 | \$ 885.00 |

| | |
|--|-----------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 885.00 |
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|-----------------------|-----------|
| TOTAL FOR THIS MATTER | \$ 885.00 |
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STROOCK

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|----|-----------------------------|
| RE | Schedules/SoFAs/UST Reports |
| | 006993 0021 |

| DATE | DESCRIPTION | NAME | HOURS |
|------------|----------------------------------|--------------|-------|
| 07/04/2020 | Review monthly operating report. | Merola, F.A. | 0.2 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------|-------|----------|-----------|
| Merola, Frank A. | 0.2 | \$ 1,475 | \$ 295.00 |

| | |
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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 295.00 |
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|-----------------------|-----------|
| TOTAL FOR THIS MATTER | \$ 295.00 |
|-----------------------|-----------|

STROOCK

PAGE: 57

| | |
|----|---|
| RE | Claims Administration & Objections 006993 0022 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|--------------|-------|
| 07/02/2020 | Prepare for (.1) and call with UCC member re: claims and bar date (.2). | Martin, S.L. | 0.3 |
| 07/07/2020 | Review D&O bar date stipulation (.2); corr w/ team re same (.2). | Fliman, D.A. | 0.4 |
| 07/07/2020 | Review draft D&O proof of claim stipulation. | Martin, S.L. | 0.2 |
| 07/07/2020 | Review correspondence re D&O claims. | Merola, F.A. | 0.2 |
| 07/08/2020 | Corr re D&O bar date stipulation. | Fliman, D.A. | 0.3 |
| 07/22/2020 | Internal call (.3);calls w/ BRG re admin claims analysis /reconciliation (.5); review and analysis of same (1.2). | Gilad, E.E. | 2.0 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-------------------|-------|----------|-----------|
| Fliman, Daniel A. | 0.7 | \$ 1,350 | \$ 945.00 |
| Gilad, Erez E. | 2.0 | 1,475 | 2,950.00 |
| Martin, Samantha | 0.5 | 1,095 | 547.50 |
| Merola, Frank A. | 0.2 | 1,475 | 295.00 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 4,737.50 |
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| TOTAL FOR THIS MATTER | \$ 4,737.50 |
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STROOCK

PAGE: 58

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|----|--|
| RE | Mediation (and related review/analysis) 006993 0024 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|----------------|-------|
| 07/01/2020 | Settlement discussions with CAM, Brigade, Debtors. | Hansen, K.M. | 0.5 |
| 07/02/2020 | Address mediation updates. | Fliman, D.A. | 0.5 |
| 07/02/2020 | Internal emails re: settlement proposals. | Martin, S.L. | 0.3 |
| 07/02/2020 | Review settlement update. | Merola, F.A. | 0.2 |
| 07/03/2020 | Corr w/ team re mediation process, and new developments. | Fliman, D.A. | 0.8 |
| 07/03/2020 | Call re mediation w/ team (.8); review and provide comments to settlement structure (1.1). | Gilad, E.E. | 1.9 |
| 07/03/2020 | Review Moelis revised settlement construct. | Merola, F.A. | 0.2 |
| 07/04/2020 | Discussions w/ mediator and CAM (.5); follow up re same (.5); update team re same and discuss issues re same (.4). | Hansen, K.M. | 1.4 |
| 07/05/2020 | Update professionals re status of discussions. | Hansen, K.M. | 0.8 |
| 07/06/2020 | Review emails regarding settlement and status. | Benfield, N.H. | 0.3 |
| 07/06/2020 | Address mediation tasks. | Fliman, D.A. | 0.9 |
| 07/06/2020 | Settlement discussions with CAM, Brigade, Debtors. | Hansen, K.M. | 1.0 |
| 07/06/2020 | Review settlement update. | Merola, F.A. | 0.2 |
| 07/06/2020 | Corresp. with team re: potential settlement. | Sasson, G. | 0.3 |
| 07/07/2020 | Address mediation updates. | Fliman, D.A. | 1.2 |

STROOCK

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| | | | |
|------------|--|------------------|-----|
| 07/07/2020 | Settlement discussions with CAM, Brigade Debtors (.6) and analysis re: same (.4). | Hansen, K.M. | 1.0 |
| 07/08/2020 | Review Carey update correspondence. | Merola, F.A. | 0.2 |
| 07/09/2020 | Review corr re CAM settlement (.3); revise chart of fees in connection w/ Same (.4); email K. Hansen re same (.2). | Iaffaldano, J.F. | 0.9 |
| 07/09/2020 | Internal emails re: settlement issues. | Martin, S.L. | 0.4 |
| 07/11/2020 | Corr w/ team re mediation. | Fliman, D.A. | 0.4 |
| 07/11/2020 | Discussion w/ mediation parties (.7); follow up discussions re same (1.0). | Hansen, K.M. | 1.7 |
| 07/11/2020 | Review internal correspondence re settlement. | Iaffaldano, J.F. | 0.1 |
| 07/11/2020 | Review mediation status correspondence. | Merola, F.A. | 0.2 |
| 07/12/2020 | Discussions internally re potential settlement (.5); analysis of D&O carrier issues (.5). | Hansen, K.M. | 1.0 |
| 07/13/2020 | Assess mediation progress. | Fliman, D.A. | 0.6 |
| 07/13/2020 | Participate in settlement discussions. | Gilad, E.E. | 1.2 |
| 07/14/2020 | Evaluate mediation progress. | Fliman, D.A. | 0.5 |
| 07/15/2020 | Review internal corr re mediation issues (.3); analyze outstanding mediation issues (1.1). | Fliman, D.A. | 1.4 |
| 07/15/2020 | Settlement discussions with CAM, Brigade, Debtors (.8); email update to UCC professionals re same (.2). | Hansen, K.M. | 1.0 |
| 07/15/2020 | Internal emails re: potential settlement. | Martin, S.L. | 0.2 |
| 07/15/2020 | Review correspondence re mediation status. | Merola, F.A. | 0.2 |
| 07/16/2020 | Correspondence re CAM negotiation. | Merola, F.A. | 0.2 |
| 07/17/2020 | Analyze settlement related issues. | Hansen, K.M. | 0.8 |
| 07/17/2020 | Review correspondence re mediator request. | Merola, F.A. | 0.2 |

STROOCK

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| | | | |
|------------|---|------------------|-----|
| 07/19/2020 | Participate in mediation call (.5); evaluate related issues (.4). | Fliman, D.A. | 0.9 |
| 07/19/2020 | Participate in mediation call (.5); follow up with professionals group re same (.4); analyze settlement issues (.1). | Gilad, E.E. | 1.0 |
| 07/19/2020 | Mediation call (.5); prepare for same (.2); follow up analysis on settlement issues (1.0); discuss same w/ committee members (.8). | Hansen, K.M. | 2.5 |
| 07/19/2020 | Attend mediation session (.5); follow up call w/ UCC professionals (.5) | Iaffaldano, J.F. | 1.0 |
| 07/19/2020 | Attend mediation call (.5); follow up call with UCC professionals (.5). | Martin, S.L. | 1.0 |
| 07/19/2020 | Mediation call (.5); follow up professionals call re same (.5). | Sasson, I.S. | 1.0 |
| 07/20/2020 | Assess developments re mediation (.5); address potential deal changes, issues (.7); corr w/ team re related D&O issues (.9). | Fliman, D.A. | 2.1 |
| 07/20/2020 | Settlement analysis (1.1) and discussions w/ CAM, committee members and mediator re settlement issues (1.2); settlement drafting (.9). | Hansen, K.M. | 3.2 |
| 07/20/2020 | Call w/ UCC professionals re CAM counteroffer and revised APA. | Iaffaldano, J.F. | 0.7 |
| 07/20/2020 | Call re mediation update (.2); review CAM counteroffer (.2). | Merola, F.A. | 0.4 |
| 07/21/2020 | Address mediation terms, resolution (.9); participate in mediation session (.7); call w/ team re same and strategy (.6); address research related to resolution consideration (.8). | Fliman, D.A. | 3.0 |
| 07/21/2020 | Participate in mediation call (.4), follow up mediation discussion with UCC professionals (.3); analysis re D&O issues (.7). | Gilad, E.E. | 1.4 |
| 07/21/2020 | Settlement discussion w/ CAM, committee | Hansen, K.M. | 1.5 |

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| | | | |
|------------|--|------------------|-----|
| | members, mediator (.4); follow up call with UCC professionals (.3); email update to committee re same (.8). | | |
| 07/21/2020 | Call w/ all hands and mediator re settlement discussion update (.3); follow-up call w/ UCC professionals (.3). | Iaffaldano, J.F. | 0.6 |
| 07/21/2020 | Emails with UCC professionals re: mediation. | Martin, S.L. | 0.2 |
| 07/21/2020 | Review wind down budget. | Merola, F.A. | 0.2 |
| 07/21/2020 | Attend mediation call. | Sasson, I.S. | 0.4 |
| 07/22/2020 | T/c w/ D&O counsel re potential resolution (.2); corr re same, proposal (.9); evaluate overall deal status, tasks (1.1). | Fliman, D.A. | 2.2 |
| 07/22/2020 | Discussions re settlement w/ counterparties and mediator (1.2); internal follow up re same (.5). | Hansen, K.M. | 1.7 |
| 07/22/2020 | Review CAM proposal. | Iaffaldano, J.F. | 0.2 |
| 07/22/2020 | Review proposal. | Merola, F.A. | 0.2 |
| 07/23/2020 | Participate in calls w/ mediation parties re resolution (.8); calls w/ team re same, next steps (1.1); analyze resolution strategy, terms (.9). | Fliman, D.A. | 2.8 |
| 07/23/2020 | Attend mediation call. | Gargano, C.E. | 0.8 |
| 07/23/2020 | Internal case update/ strategy call (.4); mediation pre-call (.5), medication call (1.5); call w/ debtors re admin claims reconciliation (.8); various internal and FA discussions re potential settlement (.3). | Gilad, E.E. | 3.5 |
| 07/23/2020 | Settlement discussions with all parties (1.5); analysis and discussion with committee professionals re same (1.5); draft term sheet (.8); review budget/fee schedule (1.1). | Hansen, K.M. | 4.9 |
| 07/23/2020 | Call w/ Debtors re wind down budget in connection w/ mediation settlement (.8); pre-call w/ Stroock team and BRG re same (.3). | Iaffaldano, J.F. | 1.1 |

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| | | | |
|------------|---|------------------|-----|
| 07/23/2020 | Call with professionals re: mediation issues (.3); Martin, S.L. attend call with mediation parties (.8). | | 1.1 |
| 07/23/2020 | Call with BRG re mediation proposal (.3); review BRG analysis (.3); call with Skadden re settlement (.6). | Merola, F.A. | 1.2 |
| 07/24/2020 | Corr re mediation tasks, issue (.4); evaluate same (.8). | Fliman, D.A. | 1.2 |
| 07/24/2020 | Settlement discussions with all parties. | Hansen, K.M. | 1.4 |
| 07/25/2020 | Emails re draft of settlement term sheet (.5); correspondence re D&O issues (.4). | Gilad, E.E. | 0.9 |
| 07/25/2020 | Settlement discussions w/ CAM (.8); analysis re issues re same (.5). | Hansen, K.M. | 1.3 |
| 07/25/2020 | Review CAM counteroffer. | Iaffaldano, J.F. | 0.4 |
| 07/25/2020 | Review settlement update. | Merola, F.A. | 0.2 |
| 07/26/2020 | Internal discussions and correspondence re D&O issues. | Gilad, E.E. | 1.7 |
| 07/27/2020 | Address re potential resolution of D&O claims (.8); internal discussions re: same (1.6). | Fliman, D.A. | 2.4 |
| 07/27/2020 | Internal discussions re D&O settlement. | Gilad, E.E. | 1.6 |
| 07/27/2020 | Settlement discussions (1.5); analysis re settlement issues (1.0); implementation issues analysis (.8). | Hansen, K.M. | 3.3 |
| 07/27/2020 | Correspondence with Paul Weiss re settlement. | Merola, F.A. | 0.2 |
| 07/28/2020 | Address potential resolution of D&O claims. | Fliman, D.A. | 1.1 |
| 07/28/2020 | Participate in settlement discussions. | Gilad, E.E. | 1.3 |
| 07/28/2020 | Settlement discussions (1.8); analysis of issues re settlement (1.2). | Hansen, K.M. | 3.0 |

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|------------|--|------------------|-----|
| PAGE: 63 | | | |
| 07/28/2020 | Review settlement update. | Merola, F.A. | 0.2 |
| 07/29/2020 | Address resolution of D&O issues (.8); corr w/ team re settlement construct (.4); evaluate settlement terms (.5). | Fliman, D.A. | 1.7 |
| 07/29/2020 | Review iterative drafts of settlement agreement (.7); provide comments on same (1.0); internal team discussion re same (.4). | Gilad, E.E. | 2.1 |
| 07/29/2020 | Settlement discussions (1.8); analysis re terms of same (1.5). | Hansen, K.M. | 3.3 |
| 07/29/2020 | Review proposed settlement terms. | Iaffaldano, J.F. | 0.4 |
| 07/29/2020 | Review settlement update. | Merola, F.A. | 0.2 |
| 07/30/2020 | Participate in mediation discussions (3.2); revise mediation term sheet (1.1); assess issues, tasks and related research (1.4). | Fliman, D.A. | 5.7 |
| 07/30/2020 | Prepare for (.3); and participate in mediation call (.5); review and comment on settlement term sheet (.9), various internal discussions and working group correspondence re potential settlement (.5); analysis of tax refund issues in connection with settlement (1.8). | Gilad, E.E. | 4.0 |
| 07/30/2020 | Mediation session (.5); settlement discussions (1.6); prep settlement docs (2.2). | Hansen, K.M. | 4.3 |
| 07/30/2020 | Review proposed settlement terms. | Iaffaldano, J.F. | 0.7 |
| 07/30/2020 | Exchange correspondence re mediator follow-up (.1); call with mediator (.7). | Merola, F.A. | 0.8 |
| 07/31/2020 | Participate in mediation (2.2); revise deal term sheet (.8); corr w/ team re same (2.1). | Fliman, D.A. | 5.1 |
| 07/31/2020 | Participate in mediation call (2.1); review and comment on BRG declaration (.3); review and comment on draft of objection (.4); review current draft of APA (.2). | Gilad, E.E. | 3.0 |
| 07/31/2020 | Settlement negotiations (2.8); committee | Hansen, K.M. | 4.8 |

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| | | | |
|------------|--|------------------|-----|
| | discussions re same (.8); analysis of settlement alternatives (1.2). | | |
| 07/31/2020 | Review revised settlement terms. | Iaffaldano, J.F. | 0.1 |
| 07/31/2020 | Revise draft objection to place in final form (2.8); revise Surdoval Declaration and place in final form (1.4); call with J. Surdoval re same (.2); revise and finalize motion to seal and form order (.5); call with K. Hansen re same (.4). | Sasson, I.S. | 5.3 |
| 07/31/2020 | Review and revise draft settlement agreement (.4); circulate re same (.3); call with Paul Weiss and Mediator re same (.4); call with L. Murphy and D. Fliman re same (.3); revise draft settlement agreement (1.2); email with Paul Weiss team re updated settlement (.4). | Sasson, I.S. | 3.0 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|--|-------|---------------|-----------|
| Benfield, Nathaniel H. | 0.3 | \$ 850 | \$ 255.00 |
| Fliman, Daniel A. | 34.5 | 1,350 | 46,575.00 |
| Gargano, Charles E. | 0.8 | 550 | 440.00 |
| Gilad, Erez E. | 23.6 | 1,475 | 34,810.00 |
| Hansen, Kristopher M. | 44.4 | 1,650 | 73,260.00 |
| Iaffaldano, John F. | 6.2 | 550 | 3,410.00 |
| Martin, Samantha | 3.2 | 1,095 | 3,504.00 |
| Merola, Frank A. | 5.2 | 1,475 | 7,670.00 |
| Sasson, Gabriel | 0.3 | 1,095 | 328.50 |
| Sasson, Isaac S. | 9.7 | 940 | 9,118.00 |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | | \$ 179,370.50 | |
| TOTAL FOR THIS MATTER | | \$ 179,370.50 | |

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

Exhibit B

Expense Detail

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DISBURSEMENT REGISTER

| | |
|-------------|--|
| INVOICE NO. | 773057 |
| CLIENT | Official Committee of Unsecured Creditors The McClatchy Company, <i>et al.</i> |

FOR DISBURSEMENT SERVICES RENDERED in the captioned matter for the period through July 31, 2020, including:

| DATE | DESCRIPTION | AMOUNT |
|--|---|---------------|
| Outside Messenger Service | | |
| 07/09/2020 | VENDOR: Elite Packages; Invoice#: 1815904; Invoice Date: 07/03/2020; Voucher #: GGB0062; Michael Magzamen 06/30/2020 09:31 from 180 MAIDEN LN MANHATTAN NY to I. Sasson in BROOKLYN NY | 61.49 |
| 07/09/2020 | VENDOR: Elite Packages; Invoice#: 1815904; Invoice Date: 07/03/2020; Voucher #: GGFD960; Michael Magzamen 06/26/2020 14:55 from 180 MAIDEN LN MANHATTAN NY to I. Sasson in BROOKLYN NY | 61.49 |
| 07/09/2020 | VENDOR: Elite Packages; Invoice#: 1815904; Invoice Date: 07/03/2020; Voucher #: GGFD952; Michael Magzamen 06/26/2020 14:45 from 180 MAIDEN LN MANHATTAN NY to D, Fliman in EAST HAMPTON NY | 279.65 |
| 07/13/2020 | Vendor: Federal Express Corporation Invoice #: 707000406 07.20.20 Tracking #: 394790710352 Shipment Date: 07/13/2020 Sender: Michael Magzamen Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: Isaac Sasson, Residence, in , DEAL, NJ | 16.62 |
| 07/13/2020 | Vendor: Federal Express Corporation Invoice #: 707000406 07.20.20 Tracking #: 394792696049 Shipment Date: 07/13/2020 Sender: Erez Gilad Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: Erez Gilad, Residence, in TEANECK, NJ | 22.08 |
| Outside Messenger Service Total | | 441.33 |

Long Distance Telephone

| | | |
|------------|--|------|
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2125741366 | 7.65 |
|------------|--|------|

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| PAGE: 2 | | |
|------------|---|--------|
| DATE | DESCRIPTION | AMOUNT |
| | for 148 Minutes; Invoice # 2128065400-070520 | |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 5166039109 for 14 Minutes; Invoice # 2128065400-070520 | 0.72 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 5163306882 for 14 Minutes; Invoice # 2128065400-070520 | 0.72 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2406875553 for 149 Minutes; Invoice # 2128065400-070520 | 7.71 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 7325987554 for 15 Minutes; Invoice # 2128065400-070520 | 0.78 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2012641585 for 17 Minutes; Invoice # 2128065400-070520 | 0.88 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6094233440 for 127 Minutes; Invoice # 2128065400-070520 | 6.57 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2018876124 for 148 Minutes; Invoice # 2128065400-070520 | 7.65 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9178565336 for 145 Minutes; Invoice # 2128065400-070520 | 7.50 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 7329960588 for 3 Minutes; Invoice # 2128065400-070520 | 0.14 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 15183924470 for 19 Minutes; Invoice # 2128065400-070520 | 0.99 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9177471626 for 153 Minutes; Invoice # 2128065400-070520 | 7.91 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 7325987554 for 55 Minutes; Invoice # 2128065400-070520 | 2.84 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 7167131195 for 144 Minutes; Invoice # 2128065400-070520 | 7.44 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2022075568 for 149 Minutes; Invoice # 2128065400-070520 | 7.71 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9176587318 for 90 Minutes; Invoice # 2128065400-070520 | 4.66 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6318334130 | 6.31 |

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| PAGE: 3 | | |
|------------|---|--------|
| DATE | DESCRIPTION | AMOUNT |
| | for 122 Minutes; Invoice # 2128065400-070520 | |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 3109080760 for 124 Minutes; Invoice # 2128065400-070520 | 6.42 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6463451466 for 90 Minutes; Invoice # 2128065400-070520 | 4.66 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2128065669 for 147 Minutes; Invoice # 2128065400-070520 | 7.61 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9176922229 for 146 Minutes; Invoice # 2128065400-070520 | 7.54 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6267337870 for 150 Minutes; Invoice # 2128065400-070520 | 7.75 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 4843269605 for 23 Minutes; Invoice # 2128065400-070520 | 1.19 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6466601651 for 25 Minutes; Invoice # 2128065400-070520 | 1.30 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 5162416674 for 19 Minutes; Invoice # 2128065400-070520 | 0.99 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 5166039109 for 114 Minutes; Invoice # 2128065400-070520 | 5.90 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2024279339 for 150 Minutes; Invoice # 2128065400-070520 | 7.75 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6463451466 for 51 Minutes; Invoice # 2128065400-070520 | 2.64 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 7162086705 for 124 Minutes; Invoice # 2128065400-070520 | 6.42 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9178090913 for 118 Minutes; Invoice # 2128065400-070520 | 6.11 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 7818885388 for 32 Minutes; Invoice # 2128065400-070520 | 1.65 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 5163593728 for 64 Minutes; Invoice # 2128065400-070520 | 3.32 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6466601651 | 0.47 |

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| PAGE: 4 | | |
|------------|--|--------|
| DATE | DESCRIPTION | AMOUNT |
| | for 9 Minutes; Invoice # 2128065400-070520 | |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2024375091 for 150 Minutes; Invoice # 2128065400-070520 | 7.75 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6464838212 for 147 Minutes; Invoice # 2128065400-070520 | 7.61 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9176920112 for 28 Minutes; Invoice # 2128065400-070520 | 1.45 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9495007706 for 151 Minutes; Invoice # 2128065400-070520 | 7.80 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 9176920112 for 130 Minutes; Invoice # 2128065400-070520 | 6.72 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 3107410145 for 112 Minutes; Invoice # 2128065400-070520 | 5.80 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 4047174463 for 45 Minutes; Invoice # 2128065400-070520 | 2.33 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 5714901339 for 150 Minutes; Invoice # 2128065400-070520 | 7.75 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 6462502638 for 158 Minutes; Invoice # 2128065400-070520 | 8.17 |
| 07/01/2020 | SoundPath Conferencing Services by Jack Iaffaldano to 2024135602 for 150 Minutes; Invoice # 2128065400-070520 | 7.75 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 7329960588 for 7 Minutes; Invoice # 2128065400-070520 | 0.36 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 7325987554 for 65 Minutes; Invoice # 2128065400-070520 | 3.36 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 13032508584 for 12 Minutes; Invoice # 2128065400-070520 | 0.63 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2406875553 for 24 Minutes; Invoice # 2128065400-070520 | 1.24 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2018876124 for 5 Minutes; Invoice # 2128065400-070520 | 0.25 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to | 1.86 |

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| PAGE: 5 | | |
|------------|---|--------|
| DATE | DESCRIPTION | AMOUNT |
| | 9178090913 for 36 Minutes; Invoice # 2128065400-070520 | |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 7329960588 for 4 Minutes; Invoice # 2128065400-070520 | 0.22 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 7167131195 for 50 Minutes; Invoice # 2128065400-070520 | 2.58 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 9172599631 for 7 Minutes; Invoice # 2128065400-070520 | 0.36 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 3109080760 for 63 Minutes; Invoice # 2128065400-070520 | 3.26 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 8584144785 for 24 Minutes; Invoice # 2128065400-070520 | 1.24 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 6318334130 for 7 Minutes; Invoice # 2128065400-070520 | 0.36 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 7162086705 for 13 Minutes; Invoice # 2128065400-070520 | 0.67 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2128065669 for 5 Minutes; Invoice # 2128065400-070520 | 0.25 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 7162086705 for 23 Minutes; Invoice # 2128065400-070520 | 1.19 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2012641585 for 6 Minutes; Invoice # 2128065400-070520 | 0.31 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2488354752 for 13 Minutes; Invoice # 2128065400-070520 | 0.67 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463451466 for 9 Minutes; Invoice # 2128065400-070520 | 0.47 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 7328237646 for 70 Minutes; Invoice # 2128065400-070520 | 3.62 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 9177471626 for 33 Minutes; Invoice # 2128065400-070520 | 1.71 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2125741366 for 41 Minutes; Invoice # 2128065400-070520 | 2.11 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to | 1.71 |

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| PAGE: 6 | | |
|------------|--|--------|
| DATE | DESCRIPTION | AMOUNT |
| | 9495007706 for 33 Minutes; Invoice # 2128065400-070520 | |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2128066689 for 4 Minutes; Invoice # 2128065400-070520 | 0.22 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176920112 for 30 Minutes; Invoice # 2128065400-070520 | 1.55 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2012388061 for 8 Minutes; Invoice # 2128065400-070520 | 0.41 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 5162416674 for 166 Minutes; Invoice # 2128065400-070520 | 8.58 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024375091 for 32 Minutes; Invoice # 2128065400-070520 | 1.65 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 6094233440 for 61 Minutes; Invoice # 2128065400-070520 | 3.15 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2012641585 for 18 Minutes; Invoice # 2128065400-070520 | 0.92 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024375091 for 10 Minutes; Invoice # 2128065400-070520 | 0.53 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178565336 for 39 Minutes; Invoice # 2128065400-070520 | 2.02 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 16505292345 for 25 Minutes; Invoice # 2128065400-070520 | 1.30 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2012388061 for 26 Minutes; Invoice # 2128065400-070520 | 1.33 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024135602 for 39 Minutes; Invoice # 2128065400-070520 | 2.02 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 6267337870 for 39 Minutes; Invoice # 2128065400-070520 | 2.02 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176922229 for 186 Minutes; Invoice # 2128065400-070520 | 9.61 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 6318334130 for 27 Minutes; Invoice # 2128065400-070520 | 1.41 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to | 0.47 |

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PAGE: 7

| DATE | DESCRIPTION | AMOUNT |
|------------|---|--------|
| | 2022075568 for 9 Minutes; Invoice # 2128065400-070520 | |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2018876124 for 42 Minutes; Invoice # 2128065400-070520 | 2.17 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 5166039109 for 37 Minutes; Invoice # 2128065400-070520 | 1.92 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2022075568 for 4 Minutes; Invoice # 2128065400-070520 | 0.22 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 9172599631 for 28 Minutes; Invoice # 2128065400-070520 | 1.45 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2128065669 for 33 Minutes; Invoice # 2128065400-070520 | 1.71 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 15183924470 for 163 Minutes; Invoice # 2128065400-070520 | 8.42 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2023306847 for 43 Minutes; Invoice # 2128065400-070520 | 2.22 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2128066689 for 188 Minutes; Invoice # 2128065400-070520 | 9.72 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 9177501391 for 169 Minutes; Invoice # 2128065400-070520 | 8.74 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 4843269605 for 6 Minutes; Invoice # 2128065400-070520 | 0.31 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2022075568 for 10 Minutes; Invoice # 2128065400-070520 | 0.53 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463799795 for 23 Minutes; Invoice # 2128065400-070520 | 1.19 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2406875553 for 21 Minutes; Invoice # 2128065400-070520 | 1.09 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 3107410145 for 38 Minutes; Invoice # 2128065400-070520 | 1.95 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 3022993199 for 21 Minutes; Invoice # 2128065400-070520 | 1.09 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to | 1.24 |

STROOCK

| PAGE: 8 | | |
|------------|--|--------|
| DATE | DESCRIPTION | AMOUNT |
| | 6464838212 for 24 Minutes; Invoice # 2128065400-070520 | |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 6466601651 for 3 Minutes; Invoice # 2128065400-070520 | 0.14 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 5163593728 for 33 Minutes; Invoice # 2128065400-070520 | 1.71 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024279339 for 41 Minutes; Invoice # 2128065400-070520 | 2.11 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 9085072983 for 121 Minutes; Invoice # 2128065400-070520 | 6.25 |
| 07/01/2020 | SoundPath Conferencing Services by Michael Magzamen to 4047174463 for 71 Minutes; Invoice # 2128065400-070520 | 3.67 |
| 07/02/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176920112 for 43 Minutes; Invoice # 2128065400-070520 | 2.22 |
| 07/02/2020 | SoundPath Conferencing Services by Michael Magzamen to 5166039109 for 39 Minutes; Invoice # 2128065400-070520 | 2.02 |
| 07/02/2020 | SoundPath Conferencing Services by Michael Magzamen to 9085072983 for 38 Minutes; Invoice # 2128065400-070520 | 1.95 |
| 07/02/2020 | SoundPath Conferencing Services by Michael Magzamen to 2128066689 for 47 Minutes; Invoice # 2128065400-070520 | 2.43 |
| 07/02/2020 | SoundPath Conferencing Services by Michael Magzamen to 6466601651 for 16 Minutes; Invoice # 2128065400-070520 | 0.82 |
| 07/02/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178565336 for 39 Minutes; Invoice # 2128065400-070520 | 2.02 |
| 07/02/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178090913 for 40 Minutes; Invoice # 2128065400-070520 | 2.08 |
| 07/02/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463799795 for 29 Minutes; Invoice # 2128065400-070520 | 1.50 |
| 07/02/2020 | SoundPath Conferencing Services by Michael Magzamen to 3105565802 for 33 Minutes; Invoice # 2128065400-070520 | 1.71 |
| 07/02/2020 | SoundPath Conferencing Services by Michael Magzamen to 3109080760 for 8 Minutes; Invoice # 2128065400-070520 | 0.41 |
| 07/02/2020 | SoundPath Conferencing Services by Michael Magzamen to | 2.02 |

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| PAGE: 9 | | |
|------------|---|--------|
| DATE | DESCRIPTION | AMOUNT |
| | 9176922229 for 39 Minutes; Invoice # 2128065400-070520 | |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463451466 for 5 Minutes; Invoice # 2128065400-071320 | 0.28 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 9495007706 for 94 Minutes; Invoice # 2128065400-071320 | 5.12 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2023264000 for 63 Minutes; Invoice # 2128065400-071320 | 3.43 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2488354752 for 93 Minutes; Invoice # 2128065400-071320 | 5.05 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024135602 for 94 Minutes; Invoice # 2128065400-071320 | 5.12 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178565336 for 78 Minutes; Invoice # 2128065400-071320 | 4.23 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 5166039109 for 37 Minutes; Invoice # 2128065400-071320 | 2.01 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024375091 for 52 Minutes; Invoice # 2128065400-071320 | 2.83 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463799795 for 81 Minutes; Invoice # 2128065400-071320 | 4.39 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176920112 for 99 Minutes; Invoice # 2128065400-071320 | 5.38 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024279339 for 98 Minutes; Invoice # 2128065400-071320 | 5.32 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2128065669 for 94 Minutes; Invoice # 2128065400-071320 | 5.12 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 5166039109 for 27 Minutes; Invoice # 2128065400-071320 | 1.47 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463451466 for 6 Minutes; Invoice # 2128065400-071320 | 0.32 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 4843269605 for 5 Minutes; Invoice # 2128065400-071320 | 0.28 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to | 1.63 |

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| PAGE: 10 | | |
|------------|--|--------|
| DATE | DESCRIPTION | AMOUNT |
| | 3105565802 for 30 Minutes; Invoice # 2128065400-071320 | |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2018876124 for 68 Minutes; Invoice # 2128065400-071320 | 3.68 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178090913 for 50 Minutes; Invoice # 2128065400-071320 | 2.71 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176922229 for 95 Minutes; Invoice # 2128065400-071320 | 5.16 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463451466 for 46 Minutes; Invoice # 2128065400-071320 | 2.49 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 7325987554 for 15 Minutes; Invoice # 2128065400-071320 | 0.82 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 7328237646 for 95 Minutes; Invoice # 2128065400-071320 | 5.16 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 6267337870 for 96 Minutes; Invoice # 2128065400-071320 | 5.21 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2125741366 for 95 Minutes; Invoice # 2128065400-071320 | 5.16 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2018876124 for 5 Minutes; Invoice # 2128065400-071320 | 0.28 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 6094233440 for 97 Minutes; Invoice # 2128065400-071320 | 5.26 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 4047174463 for 96 Minutes; Invoice # 2128065400-071320 | 5.21 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2406875553 for 101 Minutes; Invoice # 2128065400-071320 | 5.48 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 4843269605 for 55 Minutes; Invoice # 2128065400-071320 | 2.99 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463451466 for 14 Minutes; Invoice # 2128065400-071320 | 0.77 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178565352 for 75 Minutes; Invoice # 2128065400-071320 | 4.09 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to | 5.16 |

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| PAGE: 11 | | |
|------------|--|--------|
| DATE | DESCRIPTION | AMOUNT |
| | 2022075568 for 95 Minutes; Invoice # 2128065400-071320 | |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024375091 for 50 Minutes; Invoice # 2128065400-071320 | 2.71 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 13032508584 for 94 Minutes; Invoice # 2128065400-071320 | 5.12 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 3022993199 for 71 Minutes; Invoice # 2128065400-071320 | 3.86 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2128066689 for 107 Minutes; Invoice # 2128065400-071320 | 5.81 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 5163593728 for 93 Minutes; Invoice # 2128065400-071320 | 5.05 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2122493471 for 62 Minutes; Invoice # 2128065400-071320 | 3.36 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2023306847 for 101 Minutes; Invoice # 2128065400-071320 | 5.48 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463451466 for 16 Minutes; Invoice # 2128065400-071320 | 0.87 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 7325987554 for 3 Minutes; Invoice # 2128065400-071320 | 0.15 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 3109080760 for 70 Minutes; Invoice # 2128065400-071320 | 3.80 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 7325987554 for 5 Minutes; Invoice # 2128065400-071320 | 0.28 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 7167131195 for 95 Minutes; Invoice # 2128065400-071320 | 5.16 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 9177471626 for 94 Minutes; Invoice # 2128065400-071320 | 5.12 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 6464838212 for 75 Minutes; Invoice # 2128065400-071320 | 4.09 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2023914562 for 39 Minutes; Invoice # 2128065400-071320 | 2.13 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to | 1.68 |

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| PAGE: 12 | | |
|------------|--|--------|
| DATE | DESCRIPTION | AMOUNT |
| | 16505292345 for 31 Minutes; Invoice # 2128065400-071320 | |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 2028411169 for 92 Minutes; Invoice # 2128065400-071320 | 5.00 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463451466 for 16 Minutes; Invoice # 2128065400-071320 | 0.87 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 7162086705 for 95 Minutes; Invoice # 2128065400-071320 | 5.16 |
| 07/06/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178090913 for 47 Minutes; Invoice # 2128065400-071320 | 2.55 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463799795 for 32 Minutes; Invoice # 2128065400-071320 | 1.74 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176922229 for 34 Minutes; Invoice # 2128065400-071320 | 1.86 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 3012191517 for 37 Minutes; Invoice # 2128065400-071320 | 2.01 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 2406875553 for 31 Minutes; Invoice # 2128065400-071320 | 1.68 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 2023306847 for 39 Minutes; Invoice # 2128065400-071320 | 2.13 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 8453770505 for 26 Minutes; Invoice # 2128065400-071320 | 1.40 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 6466601651 for 35 Minutes; Invoice # 2128065400-071320 | 1.91 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 7168242042 for 38 Minutes; Invoice # 2128065400-071320 | 2.05 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 16505292345 for 24 Minutes; Invoice # 2128065400-071320 | 1.32 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 2022075568 for 34 Minutes; Invoice # 2128065400-071320 | 1.86 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 5162416674 for 34 Minutes; Invoice # 2128065400-071320 | 1.86 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to | 1.80 |

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| PAGE: 13 | | |
|------------|--|--------|
| DATE | DESCRIPTION | AMOUNT |
| | 3105565802 for 33 Minutes; Invoice # 2128065400-071320 | |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 4047174463 for 22 Minutes; Invoice # 2128065400-071320 | 1.21 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 2128066689 for 47 Minutes; Invoice # 2128065400-071320 | 2.55 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024279339 for 31 Minutes; Invoice # 2128065400-071320 | 1.68 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024135602 for 33 Minutes; Invoice # 2128065400-071320 | 1.80 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 12404552219 for 21 Minutes; Invoice # 2128065400-071320 | 1.14 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178565336 for 31 Minutes; Invoice # 2128065400-071320 | 1.68 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463451466 for 17 Minutes; Invoice # 2128065400-071320 | 0.92 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024375091 for 39 Minutes; Invoice # 2128065400-071320 | 2.13 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 3109080760 for 6 Minutes; Invoice # 2128065400-071320 | 0.32 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 5163593728 for 7 Minutes; Invoice # 2128065400-071320 | 0.37 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 2127490571 for 33 Minutes; Invoice # 2128065400-071320 | 1.80 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 2023914562 for 34 Minutes; Invoice # 2128065400-071320 | 1.86 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 2128065669 for 32 Minutes; Invoice # 2128065400-071320 | 1.74 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 2122493471 for 16 Minutes; Invoice # 2128065400-071320 | 0.87 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 9495007706 for 22 Minutes; Invoice # 2128065400-071320 | 1.21 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to | 1.32 |

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| PAGE: 14 | | |
|--|---|---------------|
| DATE | DESCRIPTION | AMOUNT |
| | 9172599631 for 24 Minutes; Invoice # 2128065400-071320 | |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176920112 for 35 Minutes; Invoice # 2128065400-071320 | 1.91 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 2488354752 for 22 Minutes; Invoice # 2128065400-071320 | 1.21 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178090913 for 33 Minutes; Invoice # 2128065400-071320 | 1.80 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 2018876124 for 36 Minutes; Invoice # 2128065400-071320 | 1.94 |
| 07/09/2020 | SoundPath Conferencing Services by Michael Magzamen to 7325987554 for 36 Minutes; Invoice # 2128065400-071320 | 1.94 |
| Long Distance Telephone Total | | 588.56 |
| Duplicating Costs-Outside | | |
| 07/08/2020 | VENDOR: eScribers, LLC; INVOICE#: 337914; DATE: 7/2/2020 | 183.60 |
| 07/08/2020 | VENDOR: eScribers, LLC; INVOICE#: 338408; DATE: 7/6/2020 | 92.40 |
| Duplicating Costs-Outside Total | | 276.00 |
| O/S Information Services | | |
| 07/31/2020 | Pacer Search Service | 213.50 |
| O/S Information Services Total | | 213.50 |
| Lexis/Nexis | | |
| 07/23/2020 | Research on 7/23/2020 | 426.96 |
| Lexis/Nexis Total | | 426.96 |
| Westlaw | | |
| 07/13/2020 | Duration 0:0:0; by Iaffaldano, John F. | 71.28 |
| 07/13/2020 | Duration 0:0:0; by Magzamen, Michael | 5,287.68 |
| 07/14/2020 | Duration 0:0:0; by Iaffaldano, John F. | 356.40 |
| 07/15/2020 | Duration 0:0:0; by Iaffaldano, John F. | 159.12 |
| 07/16/2020 | Duration 0:0:0; by Iaffaldano, John F. | 510.48 |
| 07/17/2020 | Duration 0:0:0; by Iaffaldano, John F. | 4,044.96 |

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| PAGE: 15 | | |
|--|--|---------------------|
| DATE | DESCRIPTION | AMOUNT |
| 07/20/2020 | Duration 0:0:0; by Iaffaldano, John F. | 1,329.84 |
| 07/21/2020 | Duration 0:0:0; by Iaffaldano, John F. | 159.12 |
| 07/22/2020 | Duration 0:0:0; by Iaffaldano, John F. | 510.48 |
| 07/23/2020 | Duration 0:0:0; by Iaffaldano, John F. | 709.92 |
| 07/28/2020 | Duration 0:0:0; by Iaffaldano, John F. | 808.56 |
| Westlaw Total | | 13,947.84 |
| Electronic Document Analytics (EDA) | | |
| 07/19/2020 | Relativity - July 2020 | 1,370.00 |
| Electronic Document Analytics (EDA) Total | | 1,370.00 |
| MATTER DISBURSEMENT SUMMARY | | |
| Outside Messenger Service | | \$ 441.33 |
| Long Distance Telephone | | 588.56 |
| Duplicating Costs-Outside | | 276.00 |
| O/S Information Services | | 213.50 |
| Lexis/Nexis | | 426.96 |
| Westlaw | | 13947.84 |
| Electronic Document Analytics (EDA) | | 1370.00 |
| TOTAL DISBURSEMENTS/CHARGES | | \$ 17,264.19 |

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

Objection Deadline: September 29, 2020 at 4:00 p.m. (Prevailing Eastern Time)

STROOCK & STROOCK & LAVAN LLP

Kristopher M. Hansen

Frank A. Merola

Erez E. Gilad

Samantha Martin

180 Maiden Lane

New York, NY 10038-4982

Telephone: (212) 806-5400

Facsimile: (212) 806-6006

Counsel for the Official

Committee of Unsecured Creditors

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|---|---|--------------------------------|
| ----- | X | |
| <i>In re:</i> | : | |
| | : | Chapter 11 |
| | : | |
| JCK LEGACY COMPANY, <i>et al.</i>, | : | Case No. 20-10418 (MEW) |
| | : | |
| Debtors.¹ | : | (Jointly Administered) |
| | : | |
| ----- | X | |

**SIXTH MONTHLY FEE STATEMENT OF STROOCK & STROOCK & LAVAN LLP
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD AUGUST 1, 2020 THROUGH AUGUST 31, 2020**

¹ The last four digits of Debtor JCK Legacy Company's tax identification number are 0478. Due to the large number of debtor entities in these jointly administered chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <http://www.kccllc.net/McClatchy>. The location of the Debtors' service address for purposes of these chapter 11 cases is: 2100 Q Street, Sacramento, California 95816.

Summary Sheet

| | |
|--|---|
| Name of Applicant: | Stroock & Stroock & Lavan LLP |
| Authorized to Provide Professional Services to: | Official Committee of Unsecured Creditors |
| Date of Retention: | April 24, 2020, <i>nunc pro tunc</i> to February 26, 2020 |
| Period for which Compensation and Reimbursement is Sought: | August 1, 2020 through August 31, 2020 |
| Amount of Compensation Requested: | \$263,884.00 (80% of \$329,855.00) |
| Amount of Compensation Held Back: | \$65,971.00 (20% of \$329,855.00) |
| Amount of Expense Reimbursement Requested: | \$2,241.17 |
| Amount of Payment Sought: | \$266,125.17 |

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JCK LEGACY COMPANY, *et al.*
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
SUMMARY OF FEES
AUGUST 1, 2020 – AUGUST 31, 2020

| Name of Professional | Position | Department | Bar Admission Year | Hours | Rate | Amount |
|-----------------------------|-----------------|-------------------------|--------------------|--------------|---------|---------------------|
| Fliman, Daniel A. | Partner | Financial Restructuring | 2003 | 11.3 | \$1,350 | \$15,255.00 |
| Gilad, Erez E. | Partner | Financial Restructuring | 2001 | 15.4 | 1,475 | 22,715.00 |
| Hansen, Kristopher M. | Partner | Financial Restructuring | 1996 | 3.9 | 1,650 | 6,435.00 |
| Jewett, Michelle M. | Partner | Tax | 2004 | 38.5 | 1,395 | 53,707.50 |
| Kelly, Brian P. | Partner | Financial Restructuring | 2001 | 3.8 | 1,195 | 4,541.00 |
| Lilling, Austin S. | Partner | ERISA | 2001 | 8.0 | 1,250 | 10,000.00 |
| Lowenthal, Jeffrey S. | Partner | Financial Restructuring | 1982 | 1.7 | 1,395 | 2,371.50 |
| Merola, Frank A. | Partner | Financial Restructuring | 1988 | 7.9 | 1,475 | 11,652.50 |
| Murphy, Lewis F. | Partner | Litigation | 1980 | 9.3 | 1,050 | 9,765.00 |
| Olstein, David C. | Partner | ERISA | 1995 | 4.0 | 1,195 | 4,780.00 |
| Uffner, Jeffrey D. | Partner | Tax | 1977 | 15.8 | 1,525 | 24,095.00 |
| Friederich, Brian A. | Associate | ERISA | 2016 | 2.9 | 895 | 2,595.50 |
| Iaffaldano, John F. | Associate | Financial Restructuring | 2020 | 55.9 | 550 | 30,745.00 |
| Loonam, Elizabeth A. | Associate | Financial Restructuring | 2010 | 0.6 | 975 | 585.00 |
| Martin, Samantha | Special Counsel | Financial Restructuring | 2008 | 97.4 | 1,095 | 106,653.00 |
| Martinez, Daniel | Associate | Tax | 2006 | 2.0 | 955 | 1,910.00 |
| Sasson, Isaac S. | Associate | Financial Restructuring | 2016 | 15.8 | 940 | 14,852.00 |
| Shiah, Thomas J. | Associate | Financial Restructuring | 2011 | 1.4 | 1,095 | 1,533.00 |
| Totals for Attorneys | | | | 295.6 | | \$324,191.00 |

| Name of Paraprofessional | Position | Department | Years of Prof. Svc. | Hours | Rate | Amount |
|------------------------------------|----------------------|-------------------------|---------------------|--------------|-------|---------------------|
| Laskowski, Mathew D. | Paralegal | Financial Restructuring | 22 | 1.3 | \$450 | \$585.00 |
| Magzamen, Michael | Paralegal Supervisor | Financial Restructuring | 18 | 10.3 | 450 | 4,635.00 |
| Mohamed, David | Paralegal | Financial Restructuring | 31 | 1.2 | 370 | 444.00 |
| Total for Paraprofessionals | | | | 12.8 | | \$5,664.00 |
| | | | | | | |
| Total | | | | 308.4 | | \$329,855.00 |

JCK LEGACY COMPANY, *et al.*
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
COMPENSATION BY PROJECT CATEGORY
AUGUST 1, 2020 – AUGUST 31, 2020

| Matter Code | Project Category | Hours | Amount |
|--------------------|--|--------------|----------------------|
| 0001 | Case Administration | 14.0 | \$ 6,662.00 |
| 0002 | Meetings & Communications with Debtors | 1.4 | \$ 770.00 |
| 0003 | Asset Disposition & Sales | 23.4 | 27,781.00 |
| 0004 | Relief from Stay / Adequate Protection M | 0.8 | 757.50 |
| 0005 | Court Hearings | 15.1 | 17,837.00 |
| 0006 | Meetings & Communications with Creditors | 11.3 | 12,553.00 |
| 0009 | Stroock Fee Applications | 1.6 | 989.00 |
| 0011 | Other Professional Fee Applications | 5.7 | 4,427.50 |
| 0013 | Leases & Contracts | 0.6 | 624.00 |
| 0014 | Cash Collateral/DIP/Financing | 0.4 | 438.00 |
| 0015 | Litigation & Adversary Proceedings | 9.1 | 11,979.50 |
| 0016 | Business Operations | 0.3 | 165.00 |
| 0017 | Employee Benefits / Pensions | 7.6 | 8,340.50 |
| 0018 | Tax Issues | 58.1 | 82,367.50 |
| 0022 | Claims Administration & Objections | 1.4 | 1,260.50 |
| 0023 | Plan & Disclosure Statement | 157.6 | 152,903.00 |
| | Total | 308.4 | \$ 329,855.00 |

JCK LEGACY COMPANY, *et al.*
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
DISBURSEMENT SUMMARY
AUGUST 1, 2020 – AUGUST 31, 2020

| Disbursement | Amount |
|-------------------------------------|--------------------|
| Outside Messenger Service | \$ 25.71 |
| Long Distance Telephone | 146.16 |
| O/S Information Services | 699.30 |
| Electronic Document Analytics (EDA) | 1,370.00 |
| Total | \$ 2,241.17 |

Stroock & Stroock & Lavan LLP (“Stroock”), counsel for the Official Committee of Unsecured Creditors (the “Committee”), hereby submits this Statement of Services Rendered and Expenses Incurred (the “Monthly Fee Statement”) for the period August 1, 2020 through August 31, 2020 (the “Statement Period”), in accordance with the *Order Granting Debtors’ Motion for Order Pursuant to Bankruptcy Code Sections 105(a) and 331, Bankruptcy Rule 2016, and Local Bankruptcy Rule 2016-1 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, dated March 11, 2020 [Docket No. 176] (the “Compensation Order”). In support of the Monthly Fee Statement, Stroock respectfully represents as follows:

Relief Requested

1. Stroock respectfully submits this Monthly Fee Statement for compensation of:

(i) fees for reasonable, actual and necessary services rendered by Stroock on behalf of the Committee during the Statement Period; and (ii) reimbursement of reasonable, actual and necessary expenses incurred by Stroock on behalf of the Committee during the Statement Period.

2. Stroock seeks compensation for professional services rendered and reimbursement of expenses incurred during the Statement Period in the amounts set forth as below:

| | |
|-----------------|--------------|
| Total Fees: | \$329,855.00 |
| Total Expenses: | \$2,241.17 |
| Total: | \$332,096.17 |

3. A detailed statement of hours spent rendering legal services to the Committee during the Statement Period is attached hereto as Exhibit A. A detailed list of disbursements made or incurred by Stroock in connection with services performed on behalf of the Committee during the Statement Period is attached hereto as Exhibit B.

4. Pursuant to the Compensation Order, Stroock seeks payment of \$266,125.17 from the Debtors for the Statement Period, representing (a) 80% of Stroock's total fees for services rendered, and (b) 100% of Stroock's total expenses incurred during the Statement Period.

Notice

5. In accordance with the Compensation Order, notice of this Monthly Fee Statement has been served upon the following parties (collectively, as further defined in the Compensation Order, the "Notice Parties"): (i) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 300 South Grand Avenue, Suite 3400, Los Angeles, CA 90071, Attn.: Van C. Durrer, II (Van.Durrer@skadden.com) and Destiny N. Almogue (Destiny.Almogue@skadden.com); (ii) Benjamin J. Higgins, United States Trustee for Region 2, United States Department of Justice, Office of the United States Trustee, 201 Varick Street, Suite 1006, New York, New York 10014, Attn.: Benjamin J. Higgins (Benjamin.J.Higgins@usdoj.gov) and Brian Masumoto (Brian.Masumoto@usdoj.gov); (iii) counsel to the administrative agent under the Debtors' DIP Facility, Choate, Hall & Stewart LLP, Two International Place, Boston, MA 02110, Attn.: Jonathan D. Marshall (jmarshall@choate.com) and Kevin Simard (ksimard@choate.com); (iv) counsel to Chatham Asset Management, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019, Attn.: Andrew Rosenberg (arosenberg@paulweiss.com), Elizabeth McColm (emccolm@paulweiss.com), and John Weber (jweber@paulweiss.com); and (v) to the extent not listed herein, those parties requesting notice pursuant to Bankruptcy Rule 2002.

6. Pursuant to the Compensation Order, objections to the Monthly Fee Statement, if any, must be served upon the Notice Parties, including Stroock, no later than **September 29, 2020** at

4:00 p.m. (Eastern Time) (the “Objection Deadline”), setting forth the nature of the objection and the specific amounts of fees and expenses at issue.

7. If no objection to the Monthly Fee Statement is received by the Objection Deadline, the Debtors are required to pay Stroock the amounts of fees and expenses identified in the Monthly Fee Statement.

8. To the extent an objection to the Monthly Fee Statement is received on or prior to the Objection Deadline, the Debtors may withhold payment of that portion of the payment requested to which the objection is directed, and is required to promptly pay the remainder of the fees and expenses as set forth herein. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: September 14, 2020
New York, New York

STROOCK & STROOCK & LAVAN LLP

/s/ Erez E. Gilad

Kristopher M. Hansen

Frank A. Merola

Erez E. Gilad

Samantha Martin

180 Maiden Lane

New York, NY 10038

Telephone: (212) 806-5400

Facsimile: (212) 806-6006

*Counsel for the Official
Committee of Unsecured Creditors*

Exhibit A

Detailed Time Entries

STROOCK

SERVICE AND EXPENSE REMITTANCE SUMMARY

| | |
|-------------|--|
| INVOICE NO. | 774780 |
| CLIENT | Official Committee of Unsecured Creditors of The McClatchy Company, et al. |

| WIRE TRANSFER INSTRUCTIONS | |
|----------------------------|---|
| BANK NAME | JPMorgan Chase Bank |
| BANK ADDRESS | 4 New York Plaza - 15th FL, New York, NY 10004 |
| ACCOUNT NAME | Stroock & Stroock & Lavan LLP |
| ACCOUNT NUMBER | 6028356 |
| ABA/ROUTING NUMBER | 021000021 (<i>International SWIFT Code: CHASUS33</i>) |
| DESCRIPTION/REFERENCE | Client/Matter: 006993.0001 |

| REMITTANCE ADDRESS |
|---|
| Stroock & Stroock & Lavan LLP 180 Maiden Lane New York, NY 10038-4982 |

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown. Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

STROOCK

INVOICE

| | |
|-------------|--|
| INVOICE NO. | 774780 |
| CLIENT | Official Committee of Unsecured Creditors of The McClatchy Company, et al. |

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through August 31, 2020, including:

| | |
|----|------------------------------------|
| RE | Case Administration 006993 0001 |
|----|------------------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 08/03/2020 | Revise task list (.2); circulate task list (.1); further revise task list for following day (.2); schedule calls with internal team and professionals working group (.2); circulate dial in and calendar invitations to Committee for August 3, 4 hearings (.2); review workstreams list (.1). | Iaffaldano, J.F. | 1.0 |
| 08/03/2020 | Confer w/ I. Sasson and F. Merola re: hearing logistics (.2); arrange logistics for status conference and sale hearing (.8); obtain and circulate ECF filings (.3); status emails w/ S. Martin and J. Iaffaldano (.1); run redlines of sale order and other docs for I. Sasson (.2). | Magzamen, M.S. | 1.6 |
| 08/04/2020 | Revise task list (.3); circulate same (.1). | Iaffaldano, J.F. | 0.4 |
| 08/04/2020 | Update calendars (.1); review docket and update working group (.2). | Magzamen, M.S. | 0.3 |
| 08/04/2020 | Monitor 8/4/20 hearing. | Mohamed, D. | 0.6 |
| 08/05/2020 | ECF circulation (.1); calendars and docket update (.2). | Magzamen, M.S. | 0.3 |
| 08/06/2020 | Docket and calendars update. | Magzamen, M.S. | 0.2 |

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PAGE: 2

| | | | |
|------------|--|------------------|-----|
| 08/07/2020 | Circulate ECF filings (.1); docket and calendars update (.3). | Magzamen, M.S. | 0.4 |
| 08/10/2020 | Compile docket and calendars update. | Magzamen, M.S. | 0.2 |
| 08/11/2020 | Obtain and circulate ECF filings (.1); confer w/ I. Sasson and compile binder of DS documents, etc. and arrange for delivery (.6); compile and circulate docket and calendars update (.2). | Magzamen, M.S. | 0.9 |
| 08/12/2020 | Compile and circulate docket and calendars update. | Magzamen, M.S. | 0.2 |
| 08/13/2020 | Revise case calendar (.2); confer w/ M. Magzamen re same (.2). | Iaffaldano, J.F. | 0.4 |
| 08/13/2020 | Calendars update (.2); docket and calendars update (.2); confer w/ S. Martin re: fee hearing procedures (.2). | Magzamen, M.S. | 0.6 |
| 08/14/2020 | Follow-up w/ S. Martin re: draft compensation order (.1); draft and circulate docket and calendars update to Stroock working group (.2). | Magzamen, M.S. | 0.3 |
| 08/17/2020 | Obtain and distribute ECF filings (.2); compile and circulate docket and calendars update (.2); calendar logistical information for 8/19 hearing (.2). | Magzamen, M.S. | 0.6 |
| 08/18/2020 | Prepare task list (.2); confer w/ S. Martin re same (.2); review workstreams list and calendar (.1). | Iaffaldano, J.F. | 0.5 |
| 08/18/2020 | Confer w/ J. Iaffaldano re: proposed fee order (.1); data room update/circulation (.1); follow-up w/ S. Martin re: 8/19 hr'g (.2). | Magzamen, M.S. | 0.4 |
| 08/18/2020 | Circulate SEC filing and related article (.1); review docket and compile docket/calendars update (.1); circulate CNO re: fee applications (.1). | Magzamen, M.S. | 0.3 |
| 08/19/2020 | Circulate task list (.1); revise same (.2). | Iaffaldano, J.F. | 0.3 |
| 08/19/2020 | Correspond with S. Martin re claims needed from the register (.2); review the KCC docket (.1); correspond with KCC re obtaining full | Laskowski, M.D. | 0.6 |

STROOCK

PAGE: 3

| | | | |
|------------|---|------------------|-----|
| | copies of claims (.1); organize same on the network (.1); circulate (.1). | | |
| 08/19/2020 | Review docket and compile/circulate docket and calendars update. | Magzamen, M.S. | 0.2 |
| 08/20/2020 | Review docket and compile/circulate calendars/docket update to working group. | Magzamen, M.S. | 0.2 |
| 08/21/2020 | Circulate daily task list (.1); revise same (.1). | Iaffaldano, J.F. | 0.2 |
| 08/21/2020 | Obtain and circulate ECF filings (.3); calendar dates for Disclosure Statement process (.2); review docket and circulate docket/calendars update to working group (.2). | Magzamen, M.S. | 0.7 |
| 08/23/2020 | Revise task list. | Iaffaldano, J.F. | 0.3 |
| 08/24/2020 | Circulate task list (.1); revise same (.2). | Iaffaldano, J.F. | 0.3 |
| 08/24/2020 | Circulate ECF filed docs (.1); review docket and circulate docket and calendars update (.2). | Magzamen, M.S. | 0.3 |
| 08/25/2020 | Circulate task list (.1); revise task list (.2). | Iaffaldano, J.F. | 0.3 |
| 08/25/2020 | Review the docket (.1); obtain pleadings (.1); circulate end of day update (.1). | Laskowski, M.D. | 0.3 |
| 08/25/2020 | Obtain and circulate ECF filings (.1); revise calendar re: cancellation of hearing (.1). | Magzamen, M.S. | 0.2 |
| 08/26/2020 | Review docket and provide calendars and docket update to working group. | Magzamen, M.S. | 0.2 |
| 08/27/2020 | Revise task list (.1); circulate same (.1). | Iaffaldano, J.F. | 0.2 |
| 08/27/2020 | Review docket and provide calendars/docket update to working group | Magzamen, M.S. | 0.1 |
| 08/28/2020 | Review docket and provide working group with calendar/docket update. | Magzamen, M.S. | 0.1 |
| 08/31/2020 | Revise task list. | Iaffaldano, J.F. | 0.2 |
| 08/31/2020 | Review docket and compile and circulate docket and calendars update to working group. | Magzamen, M.S. | 0.1 |

STROOCK

PAGE: 4

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|----------------------|-------|--------|-------------|
| Iaffaldano, John F. | 4.1 | \$ 550 | \$ 2,255.00 |
| Laskowski, Mathew D. | 0.9 | 450 | 405.00 |
| Magzamen, Michael | 8.4 | 450 | 3,780.00 |
| Mohamed, David | 0.6 | 370 | 222.00 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 6,662.00 |
|--|-------------|

MATTER DISBURSEMENT SUMMARY

| | |
|-------------------------------------|----------|
| Outside Messenger Service | \$ 25.71 |
| Long Distance Telephone | 264.40 |
| O/S Information Services | 699.30 |
| Word Processing | 222.00 |
| Electronic Document Analytics (EDA) | 1370.00 |

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|-----------------------------|-------------|
| TOTAL DISBURSEMENTS/CHARGES | \$ 2,581.41 |
|-----------------------------|-------------|

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|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 9,243.41 |
|-----------------------|-------------|

STROOCK

PAGE: 5

| | |
|----|---|
| RE | Meetings & Communications with Debtors 006993 0002 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 08/02/2020 | Review sale objections (.4); prepare summaries of same (.7); corr. w/ I. Sasson re same (.2); circulate summaries of sale objections to internal team (.1). | Iaffaldano, J.F. | 1.4 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-----------|
| Iaffaldano, John F. | 1.4 | \$ 550 | \$ 770.00 |

| | |
|--|-----------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 770.00 |
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|-----------------------|-----------|
| TOTAL FOR THIS MATTER | \$ 770.00 |
|-----------------------|-----------|

STROOCK

PAGE: 6

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|----|--|
| RE | Asset Disposition & Sales 006993 0003 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|--------------|-------|
| 08/01/2020 | Review J. Surdoval (BRG) declaration. | Gilad, E.E. | 0.2 |
| 08/01/2020 | Internal correspondence re sale (0.2); finalize objection to sale (1.0). | Gilad, E.E. | 1.2 |
| 08/02/2020 | Analysis re sale issues, resolution. | Fliman, D.A. | 1.1 |
| 08/02/2020 | Review settlement order (.5); revisions and comments re same (.7); discussions with internal team and BRG re same (1.0); review and analyze APA (1.5); internal discussions re same (.8). | Gilad, E.E. | 4.5 |
| 08/02/2020 | Exchange internal correspondence re sale order (.1); review summary of sale objection (.2). | Merola, F.A. | 0.3 |
| 08/02/2020 | Call with E. Gilad re comments to sale order (.4); review and revise sale order re settlement agreement (1.1); call with J. Surdoval re changes to APA (.3); review and analyze APA changes (.2). | Sasson, I.S. | 2.0 |
| 08/02/2020 | T/c w/ E. Gilad re APA (.3); t/c w/ E. Gilad, I. Sasson re APA (.2); review APA and correspondence re same (.9). | Shiah, T.J. | 1.4 |
| 08/03/2020 | Analysis re sale hearing issues, resolution. | Fliman, D.A. | 1.1 |
| 08/03/2020 | Call with I. Sasson re settlement and sale order (.5); call w/ Debtors re comments to sale/settlement order (.5). | Gilad, E.E. | 1.0 |
| 08/03/2020 | Review/edit sale order. | Hansen, K.M. | 0.3 |
| 08/03/2020 | Email with UCC and professionals re: sale order. | Martin, S.L. | 0.3 |
| 08/03/2020 | Review revised sale order (.2); review notice of | Merola, F.A. | 0.6 |

STROOCK

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revised sale order (.1); review revised APA (.3).

| | | | |
|------------|---|------------------|-----|
| 08/03/2020 | Review and revise sale order re EG comments (1.1); circulate to Stroock team re same (.2); circulate to Skadden, PW, KL teams re same (.3); review and comment on draft APA (.8); circulate to Skadden, PW, KL teams re same (.3); review and comment on final form of settlement agreement (.8); closing call with Skadden, PW, KL teams re finalizing docs (.5); review comments to sale order and settlement (.4). | Sasson, I.S. | 4.4 |
| 08/04/2020 | Review and comment on sale order. | Hansen, K.M. | 0.5 |
| 08/04/2020 | Review notice of de minimis sales. | Merola, F.A. | 0.1 |
| 08/04/2020 | Review and analyze Debtor comments to sale order (.5); revise re same (.4). | Sasson, I.S. | 0.9 |
| 08/05/2020 | Review notice of de minimis sale. | Merola, F.A. | 0.1 |
| 08/05/2020 | Review and analyze revised form of sale order. | Sasson, I.S. | 0.3 |
| 08/06/2020 | Review de minimis asset sales. | Iaffaldano, J.F. | 0.2 |
| 08/06/2020 | Review and revise sale older. | Sasson, I.S. | 0.4 |
| 08/07/2020 | Review sale order. | Sasson, I.S. | 0.2 |
| 08/08/2020 | Review asset sale order. | Iaffaldano, J.F. | 0.8 |
| 08/11/2020 | Review Order re Abandonment re Quad. | Merola, F.A. | 0.1 |
| 08/13/2020 | Review revised APA schedules (.1); email S. Martin re same (.1). | Iaffaldano, J.F. | 0.2 |
| 08/31/2020 | Closing call with Debtors and Purchaser (.7); draft summary re: same (.3); emails with BRG re: funds flow (.2). | Martin, S.L. | 1.2 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-------------------|-------|----------|-------------|
| Fliman, Daniel A. | 2.2 | \$ 1,350 | \$ 2,970.00 |
| Gilad, Erez E. | 6.9 | 1,475 | 10,177.50 |

STROOCK

PAGE: 8

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-----------------------|-------|-------|----------|
| Hansen, Kristopher M. | 0.8 | 1,650 | 1,320.00 |
| Iaffaldano, John F. | 1.2 | 550 | 660.00 |
| Martin, Samantha | 1.5 | 1,095 | 1,642.50 |
| Merola, Frank A. | 1.2 | 1,475 | 1,770.00 |
| Sasson, Isaac S. | 8.2 | 940 | 7,708.00 |
| Shiah, Thomas J. | 1.4 | 1,095 | 1,533.00 |

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|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 27,781.00 |
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|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 27,781.00 |
|-----------------------|--------------|

STROOCK

PAGE: 9

| | |
|----|---|
| RE | Relief from Stay / Adequate Protection Matters 006993 0004 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 08/01/2020 | Exchange correspondence re comfort order re D&O. | Merola, F.A. | 0.2 |
| 08/03/2020 | Email with Skadden re: lift stay matter. | Martin, S.L. | 0.1 |
| 08/04/2020 | Call with L. Murphy re lift stay issue. | Sasson, I.S. | 0.2 |
| 08/05/2020 | Review relief from stay stipulation. | Iaffaldano, J.F. | 0.3 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-----------|
| Iaffaldano, John F. | 0.3 | \$ 550 | \$ 165.00 |
| Martin, Samantha | 0.1 | 1,095 | 109.50 |
| Merola, Frank A. | 0.2 | 1,475 | 295.00 |
| Sasson, Isaac S. | 0.2 | 940 | 188.00 |

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|--|-----------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 757.50 |
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|-----------------------|-----------|
| TOTAL FOR THIS MATTER | \$ 757.50 |
|-----------------------|-----------|

STROOCK

PAGE: 10

RE Court Hearings
006993 0005

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 08/02/2020 | Correspondence to chambers re settlement. | Merola, F.A. | 0.2 |
| 08/03/2020 | Settlement conference w/ Judge Wiles (.5); review sale settlement and sale materials in preparation for same (.7); internal emails re same (.5). | Gilad, E.E. | 1.7 |
| 08/03/2020 | Attend sale hearing (.5); prepare for same (.2). | Hansen, K.M. | 0.7 |
| 08/03/2020 | Attend settlement status conference. | Iaffaldano, J.F. | 0.5 |
| 08/03/2020 | Prepare for sale hearing (.4); review agenda (.1); prepare internal email re materials for sale hearing (.2). | Iaffaldano, J.F. | 0.7 |
| 08/03/2020 | Attend settlement hearing. | Loonam, E.A. | 0.3 |
| 08/03/2020 | Emails with UCC members and professionals re: hearing. | Martin, S.L. | 0.5 |
| 08/03/2020 | Review chambers update (.1); review notice of status conference (.1); review Notice of Rescheduled sale hearing (.2); participate in status conference (.5). | Merola, F.A. | 0.9 |
| 08/04/2020 | Prepare for sale hearing (1.1); participate in same (.8); corr w/ team re same (1.2). | Fliman, D.A. | 3.1 |
| 08/04/2020 | Prepare for (.5) and participate in sale hearing (1.0). | Gilad, E.E. | 1.5 |
| 08/04/2020 | Attend telephonic sale hearing (1.0); gather related materials and circulate to team in preparation for same (.3). | Iaffaldano, J.F. | 1.3 |
| 08/04/2020 | Circulate dial-in information to attorneys | Magzamen, M.S. | 0.2 |
| 08/04/2020 | Review Agenda re hearing (.1); participate in | Merola, F.A. | 1.1 |

STROOCK

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sale hearing (1.0).

| | | | |
|------------|---|------------------|-----|
| 08/04/2020 | Attend sale hearing (1.0); prepare for same (.2). | Sasson, I.S. | 1.2 |
| 08/10/2020 | Review notice of rescheduled hearing. | Merola, F.A. | 0.1 |
| 08/19/2020 | Attend hearing. | Gilad, E.E. | 0.3 |
| 08/19/2020 | Attend hearing re interim fee applications. | Iaffaldano, J.F. | 0.2 |
| 08/19/2020 | Circulate dial in for hearing (.1); email attorneys re same (.1); monitor omnibus hearing (.2). | Laskowski, M.D. | 0.4 |
| 08/19/2020 | Attend hearing re: interim fee applications. | Martin, S.L. | 0.2 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-----------------------|-------|----------|-------------|
| Fliman, Daniel A. | 3.1 | \$ 1,350 | \$ 4,185.00 |
| Gilad, Erez E. | 3.5 | 1,475 | 5,162.50 |
| Hansen, Kristopher M. | 0.7 | 1,650 | 1,155.00 |
| Iaffaldano, John F. | 2.7 | 550 | 1,485.00 |
| Laskowski, Mathew D. | 0.4 | 450 | 180.00 |
| Loonam, Elizabeth A. | 0.3 | 975 | 292.50 |
| Magzamen, Michael | 0.2 | 450 | 90.00 |
| Martin, Samantha | 0.7 | 1,095 | 766.50 |
| Merola, Frank A. | 2.3 | 1,475 | 3,392.50 |
| Sasson, Isaac S. | 1.2 | 940 | 1,128.00 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 17,837.00 |
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|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 17,837.00 |
|-----------------------|--------------|

STROOCK

PAGE: 12

| | |
|----|---|
| RE | Meetings & Communications with Creditors 006993 0006 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 08/03/2020 | Email Committee re case updates. | Hansen, K.M. | 0.5 |
| 08/03/2020 | Call with professionals re case status. | Iaffaldano, J.F. | 0.2 |
| 08/03/2020 | UCC professionals call. | Loonam, E.A. | 0.3 |
| 08/03/2020 | Email to I. Sasson re: update call. | Magzamen, M.S. | 0.1 |
| 08/03/2020 | Call with UCC professionals re status update. | Merola, F.A. | 0.3 |
| 08/03/2020 | Review UCC correspondence re sale order. | Merola, F.A. | 0.2 |
| 08/04/2020 | Review UCC correspondence re update. | Merola, F.A. | 0.2 |
| 08/17/2020 | Corr w/ team re UCC meeting. | Fliman, D.A. | 0.4 |
| 08/17/2020 | Internal emails re: UCC member questions. | Martin, S.L. | 0.2 |
| 08/18/2020 | Participate in UCC meeting (.5); prepare for same (.3). | Fliman, D.A. | 0.8 |
| 08/18/2020 | UCC Call | Gilad, E.E. | 0.5 |
| 08/18/2020 | Prepare for (.4); and attend weekly UCC meeting re plan updates (.5). | Iaffaldano, J.F. | 0.9 |
| 08/18/2020 | Internal emails re: UCC member inquiries. | Martin, S.L. | 0.2 |
| 08/18/2020 | Email with UCC re: disclosure statement (.2); weekly call with UCC re: case status and next steps (.5); prepare for same (.3). | Martin, S.L. | 1.0 |
| 08/18/2020 | Participate in UCC call. | Merola, F.A. | 0.5 |
| 08/18/2020 | Participate in Committee meeting. | Sasson, I.S. | 0.5 |
| 08/21/2020 | Call with UCC member re: case status (.8); emails with UCC re: plan/DS (.3). | Martin, S.L. | 1.1 |

STROOCK

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| | | | |
|------------|--|------------------|-----|
| 08/24/2020 | Internal emails re: case status and next steps (.4); email UCC with agenda for call (.2). | Martin, S.L. | 0.6 |
| 08/25/2020 | Attend weekly Committee meeting. | Iaffaldano, J.F. | 0.5 |
| 08/25/2020 | Pre-call with BRG re: claims and distribution analysis (.2); review and comment on BRG's deck re: same (.4); email to UCC re: same (.2); prepare for (.1) and attend UCC call (.5); follow up call with UCC member (.2). | Martin, S.L. | 1.6 |
| 08/31/2020 | Prepare for Committee call (.5); emails with Committee re: same (.2). | Martin, S.L. | 0.7 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-----------------------|-------|----------|-------------|
| Fliman, Daniel A. | 1.2 | \$ 1,350 | \$ 1,620.00 |
| Gilad, Erez E. | 0.5 | 1,475 | 737.50 |
| Hansen, Kristopher M. | 0.5 | 1,650 | 825.00 |
| Iaffaldano, John F. | 1.6 | 550 | 880.00 |
| Loonam, Elizabeth A. | 0.3 | 975 | 292.50 |
| Magzamen, Michael | 0.1 | 450 | 45.00 |
| Martin, Samantha | 5.4 | 1,095 | 5,913.00 |
| Merola, Frank A. | 1.2 | 1,475 | 1,770.00 |
| Sasson, Isaac S. | 0.5 | 940 | 470.00 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 12,553.00 |
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|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 12,553.00 |
|-----------------------|--------------|

STROOCK

PAGE: 14

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|----|---|
| RE | Stroock Fee Applications 006993 0009 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|------------------------------------|------------------|-------|
| 08/06/2020 | Prepare second interim fee app. | Iaffaldano, J.F. | 1.4 |
| 08/31/2020 | Internal emails re: fee statement. | Martin, S.L. | 0.2 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-----------|
| Iaffaldano, John F. | 1.4 | \$ 550 | \$ 770.00 |
| Martin, Samantha | 0.2 | 1,095 | 219.00 |

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|--|-----------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 989.00 |
|--|-----------|

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|-----------------------|-----------|
| TOTAL FOR THIS MATTER | \$ 989.00 |
|-----------------------|-----------|

STROOCK

PAGE: 15

| | |
|----|--|
| RE | Other Professional Fee Applications 006993 0011 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 08/17/2020 | Call w. N. You (Moelis) re fee application hearing (.2); call w/ M. Magzamen re same (.2). | Iaffaldano, J.F. | 0.4 |
| 08/17/2020 | Emails with UCC professionals and Skadden re: omnibus fee order. | Martin, S.L. | 0.3 |
| 08/18/2020 | Review draft omnibus fee order (.5); review interim fee applications for UCC professionals (.3); email S. Martin re same (.2). | Iaffaldano, J.F. | 1.0 |
| 08/18/2020 | Call (.1) and email with B. Higgins (.1); emails with UCC professionals re: fee order (.3); emails with Togut re: same (.2); call with Togut re: same (.2). | Martin, S.L. | 0.9 |
| 08/26/2020 | Email Moelis re July fee statement (.1); review same (.2); email BRG re same (.1); email Dundon re same (.1). | Iaffaldano, J.F. | 0.5 |
| 08/26/2020 | Discussion w/ J. Iaffaldano re: timing of filing fee statements | Magzamen, M.S. | 0.1 |
| 08/28/2020 | Review and prepare for filing BRG fee statement (.3); Moelis fee statement (.1); Dundon fee statement (.2). | Iaffaldano, J.F. | 0.6 |
| 08/28/2020 | Compile, finalize and e-file Moelis fee app (.2); confer w/ S. Martin re: same (.1) | Magzamen, M.S. | 0.3 |
| 08/28/2020 | Review BRG fee statement (.5); emails with BRG re: same (.1); review Moelis fee statement (.4); emails with Moelis re: same (.1). | Martin, S.L. | 1.1 |
| 08/30/2020 | Confer w/ S. Martin and J. Iaffaldano (.1); finalize and e-file Dundon monthly fee statement (.2). | Magzamen, M.S. | 0.3 |
| 08/30/2020 | Review and finalize Dundon fee application. | Martin, S.L. | 0.2 |

STROOCK

PAGE: 16

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-------------|
| Iaffaldano, John F. | 2.5 | \$ 550 | \$ 1,375.00 |
| Magzamen, Michael | 0.7 | 450 | 315.00 |
| Martin, Samantha | 2.5 | 1,095 | 2,737.50 |

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|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 4,427.50 |
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|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 4,427.50 |
|-----------------------|-------------|

STROOCK

PAGE: 17

| | |
|----|-----------------------------------|
| RE | Leases & Contracts 006993 0013 |
|----|-----------------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 08/06/2020 | Review HQ lease rejection damages estimate (.1); review internal corr. re same (.1). | Iaffaldano, J.F. | 0.2 |
| 08/06/2020 | Emails re: lease rejections. | Martin, S.L. | 0.2 |
| 08/06/2020 | Review analysis of HQ lease rejection. | Merola, F.A. | 0.2 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-----------|
| Iaffaldano, John F. | 0.2 | \$ 550 | \$ 110.00 |
| Martin, Samantha | 0.2 | 1,095 | 219.00 |
| Merola, Frank A. | 0.2 | 1,475 | 295.00 |

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|--|-----------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 624.00 |
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|-----------------------|-----------|
| TOTAL FOR THIS MATTER | \$ 624.00 |
|-----------------------|-----------|

STROOCK

PAGE: 18

| | |
|----|--|
| RE | Cash Collateral/DIP/Financing 006993 0014 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|--------------|-------|
| 08/21/2020 | Emails re: accrued fees/expenses for DIP reporting. | Martin, S.L. | 0.2 |
| 08/28/2020 | Emails re: accrued fees for DIP reporting. | Martin, S.L. | 0.2 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------|-------|----------|-----------|
| Martin, Samantha | 0.4 | \$ 1,095 | \$ 438.00 |

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|--|-----------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 438.00 |
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|-----------------------|-----------|
| TOTAL FOR THIS MATTER | \$ 438.00 |
|-----------------------|-----------|

STROOCK

PAGE: 19

| | |
|----|---|
| RE | Litigation & Adversary Proceedings 006993 0015 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 08/01/2020 | Discussions re D&O settlement. | Hansen, K.M. | 1.0 |
| 08/01/2020 | Exchange correspondence with PW re settlement status | Merola, F.A. | 0.2 |
| 08/02/2020 | Settlement discussions. | Hansen, K.M. | 0.9 |
| 08/02/2020 | Exchange correspondence re settlement status. | Merola, F.A. | 0.2 |
| 08/02/2020 | Multiple messages from I. Sasson regarding D&O coverage (.4); review various policy provisions (.2); message I. Sasson regarding same (.3); message I. Sasson regarding stay relief (.2). | Murphy, L.F. | 1.1 |
| 08/03/2020 | Review Skadden correspondence re Carlos McClatchy litigation. | Merola, F.A. | 0.2 |
| 08/03/2020 | Review sale order with compromise. | Merola, F.A. | 0.2 |
| 08/04/2020 | Corr re D&O claims settlement. | Fliman, D.A. | 0.4 |
| 08/04/2020 | Review D&O claims settlement terms. | Iaffaldano, J.F. | 0.6 |
| 08/04/2020 | Exchange correspondence re D&O negotiation. | Merola, F.A. | 0.2 |
| 08/04/2020 | Review message with additional information about Carlos McClatchy matter (.1); telephone conference with I. Sasson regarding D&O issues (.2). | Murphy, L.F. | 0.3 |
| 08/06/2020 | Review D&O counteroffer. | Merola, F.A. | 0.2 |
| 08/07/2020 | Corr re D&O resolution. | Fliman, D.A. | 0.3 |
| 08/07/2020 | Exchange correspondence re D&O settlement. | Merola, F.A. | 0.2 |
| 08/12/2020 | Review D&O settlement correspondence. | Merola, F.A. | 0.1 |

STROOCK

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| | | | |
|------------|---|--------------|-----|
| 08/12/2020 | Messages with D. Fliman regarding D&O settlement negotiations. | Murphy, L.F. | 0.2 |
| 08/14/2020 | Corr w/ team re D&O claims resolution (.6); corr w/ carrier counsel re same (.2). | Fliman, D.A. | 0.8 |
| 08/14/2020 | Discuss counteroffer re D&O litigation. | Merola, F.A. | 0.2 |
| 08/14/2020 | Messages from D. Fliman and team regarding settlement negotiations. | Murphy, L.F. | 0.1 |
| 08/18/2020 | Evaluate D&O litigation issues and tasks. | Fliman, D.A. | 0.8 |
| 08/19/2020 | Review D&O settlement negotiation. | Merola, F.A. | 0.2 |
| 08/26/2020 | Address tasks re settlement on D&O. | Fliman, D.A. | 0.4 |
| 08/26/2020 | Corr. w/ D. Fliman re settlement. | Sasson, I.S. | 0.3 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-----------------------|-------|----------|-------------|
| Fliman, Daniel A. | 2.7 | \$ 1,350 | \$ 3,645.00 |
| Hansen, Kristopher M. | 1.9 | 1,650 | 3,135.00 |
| Iaffaldano, John F. | 0.6 | 550 | 330.00 |
| Merola, Frank A. | 1.9 | 1,475 | 2,802.50 |
| Murphy, Lewis F. | 1.7 | 1,050 | 1,785.00 |
| Sasson, Isaac S. | 0.3 | 940 | 282.00 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 11,979.50 |
|--|--------------|

| | |
|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 11,979.50 |
|-----------------------|--------------|

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PAGE: 21

| | |
|----|---------------------|
| RE | Business Operations |
| | 006993 0016 |

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--------------|------------------|-------|
| 08/12/2020 | Review 10-Q. | Iaffaldano, J.F. | 0.3 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-----------|
| Iaffaldano, John F. | 0.3 | \$ 550 | \$ 165.00 |

| | |
|--|-----------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 165.00 |
|--|-----------|

| | |
|-----------------------|-----------|
| TOTAL FOR THIS MATTER | \$ 165.00 |
|-----------------------|-----------|

STROOCK

PAGE: 22

| | |
|----|---|
| RE | Employee Benefits / Pensions 006993 0017 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 08/11/2020 | Review employment issues in connection with chapter 11 plan of distribution. | Olstein, D.C. | 0.2 |
| 08/12/2020 | Review KEIP Declaration. | Merola, F.A. | 0.2 |
| 08/12/2020 | Correspond with A. Lilling and B. Friederich re: termination premium issue (.2); review termination premium authorities (.2), review plan of distribution (.1); correspond with G. Sasson re: termination premium claim (.2). | Olstein, D.C. | 0.7 |
| 08/13/2020 | Review S. Martin and G. Sasson correspondence re: plan of distribution. | Olstein, D.C. | 0.2 |
| 08/18/2020 | Review McClatchy disclosure statement (.7); correspond with A. Lilling and B. Friederich re: employment issues in disclosure statement (.3). | Olstein, D.C. | 1.0 |
| 08/19/2020 | Review and comment on pension discussion in Disclosure Statement. | Friederich, B.A. | 0.9 |
| 08/19/2020 | Correspond with B. Friederich and A. Lilling re: disclosure statement. | Olstein, D.C. | 0.2 |
| 08/20/2020 | Emails with A. Lilling, S. Martin and D. Olstein re: pension discussion in Disclosure Statement. | Friederich, B.A. | 0.9 |
| 08/20/2020 | Review PBGC claims filings (.1); review revised Chapter 11 plan of distribution (.7); correspond with A. Lilling, B. Friederich and S. Martin re: plan of distribution (.2). | Olstein, D.C. | 1.0 |
| 08/21/2020 | Review notice of withdrawal re pension plan. | Merola, F.A. | 0.2 |
| 08/21/2020 | Review revised drafts of chapter 11 plan of distribution and supplemental disclosure statement. | Olstein, D.C. | 0.3 |

STROOCK

PAGE: 23

| | | | |
|------------|--|------------------|-----|
| 08/24/2020 | Email summary re: pension claims in bankruptcy. | Friederich, B.A. | 1.1 |
| 08/24/2020 | Revise pension claim email. | Lilling, A.S. | 0.3 |
| 08/24/2020 | Correspond with B. Friederich and A. Lilling re: pension claims. | Olstein, D.C. | 0.4 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|----------------------|-------|--------|-------------|
| Friederich, Brian A. | 2.9 | \$ 895 | \$ 2,595.50 |
| Lilling, Austin S. | 0.3 | 1,250 | 375.00 |
| Merola, Frank A. | 0.4 | 1,475 | 590.00 |
| Olstein, David C. | 4.0 | 1,195 | 4,780.00 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 8,340.50 |
|--|-------------|

| | |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 8,340.50 |
|-----------------------|-------------|

STROOCK

PAGE: 24

| | |
|----|---------------------------|
| RE | Tax Issues 006993 0018 |
|----|---------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|--------------|-------|
| 08/03/2020 | Review APA tax issues (1.3); internal emails re same (.5). | Gilad, E.E. | 1.8 |
| 08/03/2020 | Review of language related to tax refund (.5); call with Skadden re same (.5). | Jewett, M.M. | 1.0 |
| 08/13/2020 | Review of and comment on plan from a tax perspective (3.4); internal correspondence re same (.2). | Jewett, M.M. | 3.6 |
| 08/13/2020 | Review of revised disclosure statement to account for UCC settlement from a tax perspective. | Uffner, J.D. | 0.7 |
| 08/15/2020 | Review of revised Plan from a tax perspective (.5); internal emails re same (.2). | Uffner, J.D. | 0.7 |
| 08/16/2020 | Review of and comment on plan changes from a tax perspective (3.0); internal correspondence re tax return filing procedures (.8). | Jewett, M.M. | 3.8 |
| 08/17/2020 | Call with S. Martin and J. Uffner on tax return filing and timing (.5); call to discuss tax issues (.5); call on tax issues related to the plan (.5); review of various aspects of the plan with tax implications (2.5); research re liquidation of parent entity and successor agency (1.6). | Jewett, M.M. | 5.6 |
| 08/17/2020 | Review of wind-down issues (.7); discussion with M. Jewett and S. Martin re same (.5); conference call with E. Gilad, S. Martin and M. Jewett re distribution and procedural tax issues (.5). | Uffner, J.D. | 1.7 |
| 08/18/2020 | Call with EY re tax disclosure (.5); review of and comment on tax disclosure (4.2) and related correspondence (.3); review of and comment on changes to the plan (1.2). | Jewett, M.M. | 6.2 |

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| | | | |
|------------|--|--------------|-----|
| 08/18/2020 | Research re liquidating trust disclosure precedent. | Martinez, D. | 0.4 |
| 08/18/2020 | Review and revision of revised Plan and Disclosure Statement from a tax perspective (2.9); conference calls with M. Jewett and S. Martin (.5); emails re tax filing obligations of the Wind-Down Debtors and the Plan Administrator (.4); conference call with Skadden, EY and SSL re tax issues and procedure (.5). | Uffner, J.D. | 4.3 |
| 08/19/2020 | Draft revised tax disclosure (5.8); review of plan changes (.6); internal correspondence re plan and DS tax matters (.4); research on liquidating trust disclosure (.8). | Jewett, M.M. | 7.6 |
| 08/19/2020 | Review disclosure statement re liquidating trust (.5); review precedent re same (.3). | Martinez, D. | 0.8 |
| 08/19/2020 | Calls with S. Martin re plan issues (.2); call with Skadden, Paul Weiss, Milbank et al re proposed plan and disclosure statement (.6); review of tax issues (2.6); review and revision of revised Plan and Disclosure Statement (.8). | Uffner, J.D. | 4.2 |
| 08/20/2020 | Call with S. Martin and J. Uffner on plan tax issues (.5); review of and comment on Skadden changes to tax disclosure (2.4); related research and analysis (1.7); review of and comment on changes to plan (.8). | Jewett, M.M. | 5.4 |
| 08/20/2020 | Review disclosure statement re liquidating trusts (.6); review precedent re same (.2). | Martinez, D. | 0.8 |
| 08/20/2020 | Review revised Plan and Disclosure Statement (2.5); discussion with M. Jewett and S. Martin re same (.5); conference calls with Skadden, Milbank, Paul Weiss and Stroock re same (.5); emails with Skadden/EY re tax filing issues (.7). | Uffner, J.D. | 4.2 |
| 08/21/2020 | Review of and comment on various tax related changes to Plan and DS (4.2); calls re same (1.1). | Jewett, M.M. | 5.3 |

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|----------|-------------|
| Gilad, Erez E. | 1.8 | \$ 1,475 | \$ 2,655.00 |
| Jewett, Michelle M. | 38.5 | 1,395 | 53,707.50 |
| Martinez, Daniel | 2.0 | 955 | 1,910.00 |
| Uffner, Jeffrey D. | 15.8 | 1,525 | 24,095.00 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 82,367.50 |
|--|--------------|

| | |
|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 82,367.50 |
|-----------------------|--------------|

STROOCK

PAGE: 27

| | |
|----|---|
| RE | Claims Administration & Objections 006993 0022 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 08/24/2020 | Schedule call w/ BRG re claims objection process (.1); call with BRG re same (.4). | Iaffaldano, J.F. | 0.5 |
| 08/24/2020 | Internal emails re: claims reconciliation (.2); call with Togut re: same (.3); call with J. Surdoval re: same (.4). | Martin, S.L. | 0.9 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-----------|
| Iaffaldano, John F. | 0.5 | \$ 550 | \$ 275.00 |
| Martin, Samantha | 0.9 | 1,095 | 985.50 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 1,260.50 |
|--|-------------|

| | |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 1,260.50 |
|-----------------------|-------------|

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PAGE: 28

| | |
|----|--|
| RE | Plan & Disclosure Statement 006993 0023 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 08/08/2020 | Review redlined Plan. | Merola, F.A. | 0.3 |
| 08/11/2020 | Discuss plan w/ S. Martin (.2); review plan (.9); email L. Murphy re plan insurance issues (.2); email J. Uffner re plan tax issues (.3); email A. Lilling re plan employment issues (.2). | Iaffaldano, J.F. | 1.8 |
| 08/11/2020 | Review plan of distribution draft (.7); emails re: same (.2). | Lilling, A.S. | 0.9 |
| 08/11/2020 | Emails with Stroock and BRG re: draft plan (.3); calls with BRG re: same (.3). | Martin, S.L. | 0.6 |
| 08/11/2020 | Multiple messages from J. Iaffaldano regarding Plan provisions regarding insurance. | Murphy, L.F. | 0.2 |
| 08/12/2020 | Review draft plan (.8); review L. Murphy comments on plan (.2); review internal emails re same (.2). | Iaffaldano, J.F. | 1.2 |
| 08/12/2020 | Review and comment on the draft plan. | Iaffaldano, J.F. | 2.9 |
| 08/12/2020 | Review plan of distribution draft (.5); confer with D. Olstein re: same (.1). | Lilling, A.S. | 0.6 |
| 08/12/2020 | Research re precedent plan and liquidating trust agreements and obtain same for attorney review. | Mohamed, D. | 0.6 |
| 08/12/2020 | Exchange messages with J. Iaffaldano regarding plan comments (.2); review redlined copy of Plan and make notes for analysis message/memo (1.1); draft of suggested edits and comments on provisions (.5); message to J. Iaffaldano re same (.1). | Murphy, L.F. | 1.9 |
| 08/13/2020 | Review and comment on draft plan. | Iaffaldano, J.F. | 1.4 |

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|------------|---|------------------|-----|
| PAGE: 29 | | | |
| 08/13/2020 | Attend to associate query re: plan draft comments. | Lilling, A.S. | 0.1 |
| 08/13/2020 | Review and comment on draft plan (5.4); call with BRG re: plan (.2); follow up call with BRG re: same (.4); emails re: plan and wind down budget (.3); follow up call with BRG (.3). | Martin, S.L. | 6.6 |
| 08/13/2020 | Exchange correspondence with BRG re wind down. | Merola, F.A. | 0.2 |
| 08/13/2020 | Messages with S. Martin regarding edits to Plan (.2); revise proposed edits to reflect discussions and provide explanation (.3). | Murphy, L.F. | 0.5 |
| 08/13/2020 | Call with S. Martin re plan issues. | Sasson, I.S. | 0.3 |
| 08/14/2020 | Call with K. Hansen, S. Martin and J. Surdoval (BRG) re plan issues (.5); call with Debtors re same (.5). | Iaffaldano, J.F. | 1.0 |
| 08/14/2020 | Review draft plan. | Kelly, B.P. | 0.8 |
| 08/14/2020 | Review and comment on plan (2.5); draft issues list (.3); call with BRG re: same (.5); call with Skadden re: same (.8); revise plan (2.0); calls with Skadden (.2); further revise plan (1.1); internal emails re: same (.4). | Martin, S.L. | 7.8 |
| 08/14/2020 | Review and comment on plan (1.2); emails re same (.2) | Sasson, I.S. | 1.4 |
| 08/15/2020 | Review Skadden's markup of plan (.4); emails re: same (.2). | Martin, S.L. | 0.6 |
| 08/16/2020 | Review and comment on draft plan (5.8); email with UCC re: same (.2); internal emails re: same (.2). | Martin, S.L. | 6.2 |
| 08/16/2020 | Review and revise Skadden plan comments. | Sasson, I.S. | 0.3 |
| 08/17/2020 | Review revised plan (1.1); review corr w/ UCC professionals re same (.2). | Iaffaldano, J.F. | 1.3 |
| 08/17/2020 | Tel conv S. Martin re equity ownership of post-reorg debtor and trust structure (.4); review correspondence from K. Hansen, S. Martin re same (.4). | Lowenthal, J.S. | 0.8 |

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| | | | |
|------------|--|------------------|------|
| 08/17/2020 | Emails re: plan comments (1.1); call with Skadden and tax teams re: same (.5); follow up call with Stroock tax team (.4); internal emails re: same (.7); comment on revised plan (1.9); call with BRG re: same (.3); call with J. Lowenthal re: same (.4); internal emails re: status of open issues (1.3); further revise plan (2.2). | Martin, S.L. | 8.8 |
| 08/18/2020 | Review revised plan (2.3); emails with internal tax, employment, insurance teams re comments to same (1.4); incorporate comments from same into draft revised plan (1.1); review disclosure statement (1.2); revise same (1.1); review internal emails re same (.4). | Iaffaldano, J.F. | 7.5 |
| 08/18/2020 | Confer w/ S. Martin and J. Iaffaldano re: research (.1); research and obtain precedent plans (.2). | Magzamen, M.S. | 0.3 |
| 08/18/2020 | Comment on revised plan (4.2); call with Skadden re: same (.8); internal emails re: open issues (.8); review and comment on motion re: plan process and schedule (.8); internal emails re: same (.2); internal emails re: disclosure statement draft (.4); emails with BRG and Skadden re: same (.4); further comments to plan (4.6). | Martin, S.L. | 12.2 |
| 08/18/2020 | Internal emails regarding plan language (.7); review settlement stipulation (.3); follow up internal emails re: stipulation and plan language (.8); draft revised plan language (.4); review and comment on disclosure statement (.2); internal messages re: same (.2). | Murphy, L.F. | 2.6 |
| 08/18/2020 | Review and comment on draft disclosure statement. | Sasson, I.S. | 0.6 |
| 08/19/2020 | Review plan provision (.5); corr w/ team re same and revisions (.6). | Fliman, D.A. | 1.1 |
| 08/19/2020 | Review and comment on plan (1.0) call with professionals re: same (1.7). | Gilad, E.E. | 2.7 |
| 08/19/2020 | Review revised plan (1.2) revise same (1.8); review disclosure statement (.8); revise | Iaffaldano, J.F. | 8.0 |

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| | | | |
|------------|--|------------------|------|
| | disclosure statement (2.1); call with Debtors' professionals re Plan comments (1.7).; call with S. Martin and I. Sasson re plan comments (.4). | | |
| 08/19/2020 | Review plan comments confirming changes (.3); confer w/ S. Martin re same (.1). | Iaffaldano, J.F. | 0.4 |
| 08/19/2020 | Review disclosure statement (.9); attend to associate plan termination query in disclosure statement (.6); analyze PBGC claims (1.2); attend to S. Martin and restructuring team comments to disclosure statement and plan (.9). | Lilling, A.S. | 3.6 |
| 08/19/2020 | Email to UCC re: plan confirmation schedule. | Martin, S.L. | 0.2 |
| 08/19/2020 | Call with BRG re: plan/DS (.2); revise plan (2.1); call with Skadden (.2); emails with PBGC re: same (.4); internal emails re: plan (.7); prepare for and attend call with Skadden, Paul Weiss, Kramer and Milbank re: plan (1.7); call with BRG re: DS (.3); internal emails re: same (.8); follow up call with I. Sasson (.5); call with Paul Weiss (.5); call with K. Hansen (.8); review and comment on disclosure statement (2.2); internal emails re: same (.3); further revise plan per discussions (6.4). | Martin, S.L. | 17.1 |
| 08/19/2020 | Message from S. Martin regarding plan revisions (.1); message from S. Martin regarding additional language (.1); review, edit same and return same (.2); messages with S. Martin with additional edits (.1); review and comment on edits from S Martin (.2); review edits from other counsel to plan (.2); messages with S. Martin and I. Sasson regarding same with recommendation (.3); multiple messages regarding call about opposing party's positions (.2); message from I. Sasson agreeing with recommendations (.1); telephone conference with S. Martin and I. Sasson regarding proposed changes plan (.2). | Murphy, L.F. | 1.7 |
| 08/19/2020 | Review and analyze multiple turns of plan (1.0); call with Paul Weiss re same (.5). | Sasson, I.S. | 1.5 |
| 08/20/2020 | Analyze plan provision revisions (.3); corr w/ team re same (.7). | Fliman, D.A. | 1.0 |

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| | | | |
|------------|--|------------------|------|
| PAGE: 32 | | | |
| 08/20/2020 | Review plan schedule of directors and officers (.2); email I. Sasson re same (.1). | Iaffaldano, J.F. | 0.3 |
| 08/20/2020 | Review D. Olstein comments to the proposed plan of distribution (.3); email D. Olstein re: PBGC claims (.4); review claims of PBGC (.3); prepare email to S. Martin re: plan of distribution (.4); confer with S. Martin re: plan and disclosure statement comments (.2); review emails of SSL team re: same (.4). | Lilling, A.S. | 2.0 |
| 08/20/2020 | Call with S. Martin re plan (.5); review proposed Plan language (.4). | Lowenthal, J.S. | 0.9 |
| 08/20/2020 | Internal emails re: plan (.4); call with A. Lilling re: same (.1); review latest drafts (.4); call with Paul Weiss re: same (.2); revise plan (1.5); call with Skadden, Milbank, Paul Weiss, and Kramer re: same (1.0); follow up calls with Paul Weiss (.4); email with BRG re: plan and disclosure statement (.4); internal emails re: same (.8); emails with PBGC re: plan (.2); call with J. Lowenthal re: same (.2); revise plan (3.5); follow up call with Skadden and other professionals re: plan (.8); call with K. Hansen re: same (.2); internal emails re: same (.4); revise disclosure statement (1.4). | Martin, S.L. | 11.9 |
| 08/20/2020 | Multiple messages from S. Martin and I. Sasson regarding Skadden comments to plan definitions (.2); messages with S. Martin and D. Fliman regarding additional edits (.1). | Murphy, L.F. | 0.3 |
| 08/20/2020 | Review and comment on latest draft of plan of reorganization (.6); all hands call with CAM, Debtors, Brigade and UCC counsel re same (.7). | Sasson, I.S. | 1.3 |
| 08/21/2020 | Review plan comments (.2); review disclosure statement comments (.1); compare plan and DS with drafts previously sent to committee (.1); circulate redlines of same (.1). | Iaffaldano, J.F. | 0.5 |
| 08/21/2020 | Review revised plan and disclosure statement. | Lilling, A.S. | 0.5 |
| 08/21/2020 | Review and comment on DS (.9); review and comment on plan (2.9); internal emails re: same (.8); call with Skadden re: same (.4); call with BRG re: DS/plan (.4); call with Paul Weiss re: | Martin, S.L. | 6.3 |

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| | | | |
|------------|--|------------------|------|
| | same (.1); follow up with BRG (.1); emails with professionals re: plan/DS (.7). | | |
| 08/21/2020 | Message from I. Sasson regarding plan language (.1); message from D. Fliman approving same (.1); message S. Martin regarding additional edit (.1); message from S. Martin regarding final language (.1). | Murphy, L.F. | 0.4 |
| 08/24/2020 | Discuss liquidating trust agreement w/ S. Martin (.3); review precedent re same (.2); draft liquidating trust agreement (1.4). | Iaffaldano, J.F. | 1.9 |
| 08/24/2020 | Internal emails re: liquidating trust agreement (.3); review precedents (.2); calls with J. Iaffaldano re: same (.5); follow up internal emails re: liquidating trust agreement (.6); emails to trustee candidates (.5). | Martin, S.L. | 2.1 |
| 08/25/2020 | Review and markup KCC escrow agreement for the 4 escrow accounts provided for in Plan (1.9), and review related Plan provisions (.6). | Kelly, B.P. | 2.5 |
| 08/25/2020 | Call with liquidating trustee candidate (.5); comment on escrow agreement in connection with plan confirmation (.5). | Martin, S.L. | 1.0 |
| 08/26/2020 | Review and analyze plan in connection with GUC trust (2.3); draft GUC recovery trust agreement (7.4); emails w/ S. Martin re same (.3). | Iaffaldano, J.F. | 10.0 |
| 08/26/2020 | Review Skadden edits to Escrow Agreement and corresp. w/ SSL team re: same. | Kelly, B.P. | 0.2 |
| 08/26/2020 | Plan precedent research for J. Iaffaldano. | Magzamen, M.S. | 0.2 |
| 08/26/2020 | Emails with Skadden re: escrow agreement in connection with plan confirmation (.2); call with potential liquidating trustee candidate (.5) and another candidate (.5); internal emails re: liquidating trust agreement terms (.5). | Martin, S.L. | 1.7 |
| 08/27/2020 | Corresp. w/ SSL team re: escrow agreement. | Kelly, B.P. | 0.3 |
| 08/27/2020 | Draft Trust Agreement notice and confer w/ J. Iaffaldano re: same. | Magzamen, M.S. | 0.4 |

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| | | | |
|------------|---|------------------|-----|
| 08/27/2020 | Emails re: escrow agreement (.4); calls (.2) and emails with potential GUC trustees (.2). | Martin, S.L. | 0.8 |
| 08/28/2020 | Emails with potential trustees (.2); review trustee proposals (.5); email to UCC re: same (.4); review revised escrow agreement (.2); emails with Skadden and UCC re: same (.3). | Martin, S.L. | 1.6 |
| 08/31/2020 | Emails w/ Moelis re professional claims (.1); review plan terms re same (.1); email S. Martin re same (.1); review escrow agreement (.3); review GUC recovery trustee proposals (.3). | Iaffaldano, J.F. | 0.9 |

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PAGE: 35

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-----------------------|-------|----------|-------------|
| Fliman, Daniel A. | 2.1 | \$ 1,350 | \$ 2,835.00 |
| Gilad, Erez E. | 2.7 | 1,475 | 3,982.50 |
| Iaffaldano, John F. | 39.1 | 550 | 21,505.00 |
| Kelly, Brian P. | 3.8 | 1,195 | 4,541.00 |
| Lilling, Austin S. | 7.7 | 1,250 | 9,625.00 |
| Lowenthal, Jeffrey S. | 1.7 | 1,395 | 2,371.50 |
| Magzamen, Michael | 0.9 | 450 | 405.00 |
| Martin, Samantha | 85.5 | 1,095 | 93,622.50 |
| Merola, Frank A. | 0.5 | 1,475 | 737.50 |
| Mohamed, David | 0.6 | 370 | 222.00 |
| Murphy, Lewis F. | 7.6 | 1,050 | 7,980.00 |
| Sasson, Isaac S. | 5.4 | 940 | 5,076.00 |

| | |
|--|---------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 152,903.00 |
|--|---------------|

| | |
|-----------------------|---------------|
| TOTAL FOR THIS MATTER | \$ 152,903.00 |
|-----------------------|---------------|

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

Exhibit B

Expense Detail

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DISBURSEMENT REGISTER

| | |
|-------------|--|
| INVOICE NO. | 774780 |
| CLIENT | Official Committee of Unsecured Creditors of The McClatchy Company, et al. |

FOR DISBURSEMENT SERVICES RENDERED in the captioned matter for the period
through August 31, 2020, including:

| DATE | DESCRIPTION | AMOUNT |
|--|---|--------------|
| Outside Messenger Service | | |
| 08/11/2020 | Vendor: Federal Express Corporation Invoice #: 709565327 08.17.20 Tracking #: 395721179403 Shipment Date: 08/11/2020 Sender: Michael Magzamen Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: Isaac Sasson, DEAL, NJ 07723 | 25.71 |
| Outside Messenger Service Total | | 25.71 |
| Long Distance Telephone | | |
| 07/30/2020 | SoundPath Conferencing Services by Erez Gilad to 6466601651 for 36 Minutes; Invoice # 2128065400-080220 | 1.94 |
| 07/30/2020 | SoundPath Conferencing Services by Erez Gilad to 9176923337 for 36 Minutes; Invoice # 2128065400-080220 | 1.94 |
| 07/30/2020 | SoundPath Conferencing Services by Erez Gilad to 6464687792 for 36 Minutes; Invoice # 2128065400-080220 | 1.94 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 7162086705 for 32 Minutes; Invoice # 2128065400-080920 | 1.74 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 3109080760 for 38 Minutes; Invoice # 2128065400-080920 | 2.05 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176922229 for 34 Minutes; Invoice # 2128065400-080920 | 1.86 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 16505292345 for 36 Minutes; Invoice # 2128065400-080920 | 1.94 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2128066689 for 47 Minutes; Invoice # 2128065400-080920 | 2.55 |

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PAGE: 2

| DATE | DESCRIPTION | AMOUNT |
|------------|---|--------|
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2488354752 for 34 Minutes; Invoice # 2128065400-080920 | 1.86 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024279339 for 33 Minutes; Invoice # 2128065400-080920 | 1.80 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176923337 for 35 Minutes; Invoice # 2128065400-080920 | 1.91 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 7325987554 for 32 Minutes; Invoice # 2128065400-080920 | 1.74 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2122842542 for 32 Minutes; Invoice # 2128065400-080920 | 1.74 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 7167131195 for 33 Minutes; Invoice # 2128065400-080920 | 1.80 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 5162416674 for 34 Minutes; Invoice # 2128065400-080920 | 1.86 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 7034737917 for 27 Minutes; Invoice # 2128065400-080920 | 1.47 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 5166039109 for 31 Minutes; Invoice # 2128065400-080920 | 1.68 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 6267337870 for 32 Minutes; Invoice # 2128065400-080920 | 1.74 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2018876124 for 36 Minutes; Invoice # 2128065400-080920 | 1.94 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178565336 for 34 Minutes; Invoice # 2128065400-080920 | 1.86 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 6094233440 for 34 Minutes; Invoice # 2128065400-080920 | 1.86 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 4843269605 for 29 Minutes; Invoice # 2128065400-080920 | 1.58 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024375091 for 35 Minutes; Invoice # 2128065400-080920 | 1.91 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2022075568 for 38 Minutes; Invoice # 2128065400-080920 | 2.05 |

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PAGE: 3

| DATE | DESCRIPTION | AMOUNT |
|------------|---|--------|
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 9085072983 for 30 Minutes; Invoice # 2128065400-080920 | 1.63 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024135602 for 36 Minutes; Invoice # 2128065400-080920 | 1.94 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2023914562 for 4 Minutes; Invoice # 2128065400-080920 | 0.23 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176920112 for 34 Minutes; Invoice # 2128065400-080920 | 1.86 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2122493471 for 32 Minutes; Invoice # 2128065400-080920 | 1.74 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2406875553 for 31 Minutes; Invoice # 2128065400-080920 | 1.68 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2023306847 for 65 Minutes; Invoice # 2128065400-080920 | 3.54 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 3022993199 for 32 Minutes; Invoice # 2128065400-080920 | 1.74 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2023264000 for 31 Minutes; Invoice # 2128065400-080920 | 1.68 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 2012388061 for 17 Minutes; Invoice # 2128065400-080920 | 0.92 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 5163593728 for 34 Minutes; Invoice # 2128065400-080920 | 1.86 |
| 08/03/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463451466 for 32 Minutes; Invoice # 2128065400-080920 | 1.74 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 7186262565 for 16 Minutes; Invoice # 2128065400-080920 | 0.87 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 5162416674 for 62 Minutes; Invoice # 2128065400-080920 | 3.36 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 7167131195 for 64 Minutes; Invoice # 2128065400-080920 | 3.48 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 7325987554 for 64 Minutes; Invoice # 2128065400-080920 | 3.48 |

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PAGE: 4

| DATE | DESCRIPTION | AMOUNT |
|------------|---|--------|
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 9168261339 for 62 Minutes; Invoice # 2128065400-080920 | 3.36 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 2406875553 for 37 Minutes; Invoice # 2128065400-080920 | 2.01 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178090913 for 61 Minutes; Invoice # 2128065400-080920 | 3.31 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 6094233440 for 62 Minutes; Invoice # 2128065400-080920 | 3.36 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 2125741366 for 49 Minutes; Invoice # 2128065400-080920 | 2.66 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 2128065475 for 69 Minutes; Invoice # 2128065400-080920 | 3.76 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 7162086705 for 59 Minutes; Invoice # 2128065400-080920 | 3.21 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024279339 for 64 Minutes; Invoice # 2128065400-080920 | 3.48 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 4047174463 for 36 Minutes; Invoice # 2128065400-080920 | 1.94 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 2022075568 for 44 Minutes; Invoice # 2128065400-080920 | 2.39 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 2484447274 for 65 Minutes; Invoice # 2128065400-080920 | 3.54 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 2488354752 for 63 Minutes; Invoice # 2128065400-080920 | 3.43 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176910085 for 15 Minutes; Invoice # 2128065400-080920 | 0.82 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 2128066689 for 64 Minutes; Invoice # 2128065400-080920 | 3.48 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024135602 for 20 Minutes; Invoice # 2128065400-080920 | 1.09 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 2018876124 for 61 Minutes; Invoice # 2128065400-080920 | 3.31 |

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| PAGE: 5 | | |
|--|---|-----------------|
| DATE | DESCRIPTION | AMOUNT |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178565336 for 60 Minutes; Invoice # 2128065400-080920 | 3.26 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176910085 for 6 Minutes; Invoice # 2128065400-080920 | 0.32 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024135602 for 45 Minutes; Invoice # 2128065400-080920 | 2.45 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 3109080760 for 63 Minutes; Invoice # 2128065400-080920 | 3.43 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 2023306847 for 66 Minutes; Invoice # 2128065400-080920 | 3.57 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463451466 for 61 Minutes; Invoice # 2128065400-080920 | 3.31 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 4047174463 for 4 Minutes; Invoice # 2128065400-080920 | 0.23 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 5166039109 for 21 Minutes; Invoice # 2128065400-080920 | 1.14 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176920112 for 61 Minutes; Invoice # 2128065400-080920 | 3.31 |
| 08/04/2020 | SoundPath Conferencing Services by Michael Magzamen to 6267337870 for 64 Minutes; Invoice # 2128065400-080920 | 3.48 |
| Long Distance Telephone Total | | 146.16 |
| O/S Information Services | | |
| 08/03/2020 | Pacer Search Service on Q1 2020 | 606.40 |
| 08/04/2020 | Pacer Search Service on Q2 2020 | 92.90 |
| O/S Information Services Total | | 699.30 |
| Electronic Document Analytics (EDA) | | |
| 08/19/2020 | Relativity - August 2020 | 1,370.00 |
| Electronic Document Analytics (EDA) Total | | 1,370.00 |

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MATTER DISBURSEMENT SUMMARY

| | |
|-------------------------------------|----------|
| Outside Messenger Service | \$ 25.71 |
| Long Distance Telephone | 146.16 |
| O/S Information Services | 699.30 |
| Electronic Document Analytics (EDA) | 1370.00 |

| | |
|-----------------------------|-------------|
| TOTAL DISBURSEMENTS/CHARGES | \$ 2,241.17 |
|-----------------------------|-------------|

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

STROOCK & STROOCK & LAVAN LLP

Kristopher M. Hansen
Frank A. Merola
Erez E. Gilad
Samantha Martin
180 Maiden Lane
New York, NY 10038-4982
Telephone: (212) 806-5400
Facsimile: (212) 806-6006

*Counsel for the Official
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|---|---|--------------------------------|
| ----- | X | |
| <i>In re:</i> | : | |
| | : | Chapter 11 |
| | : | |
| JCK LEGACY COMPANY, <i>et al.</i>, | : | Case No. 20-10418 (MEW) |
| | : | |
| Debtors.¹ | : | (Jointly Administered) |
| | : | |
| ----- | X | |

**SEVENTH MONTHLY FEE STATEMENT OF
STROOCK & STROOCK & LAVAN LLP FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES INCURRED AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE
PERIOD SEPTEMBER 1, 2020 THROUGH SEPTEMBER 30, 2020**

¹ The last four digits of Debtor JCK Legacy Company's tax identification number are 0478. Due to the large number of debtor entities in these jointly administered chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <http://www.kccllc.net/McClatchy>. The location of the Debtors' service address for purposes of these chapter 11 cases is: 2100 Q Street, Sacramento, California 95816.

Summary Sheet

| | |
|--|---|
| Name of Applicant: | Stroock & Stroock & Lavan LLP |
| Authorized to Provide Professional Services to: | Official Committee of Unsecured Creditors |
| Date of Retention: | April 24, 2020, <i>nunc pro tunc</i> to February 26, 2020 |
| Period for which Compensation and Reimbursement is Sought: | September 1, 2020 through September 30, 2020 |
| Amount of Compensation Requested: | \$316,615.00 |
| Amount of Expense Reimbursement Requested: | \$1,887.51 |
| Amount of Payment Sought: | \$318,502.51 |

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JCK LEGACY COMPANY, *et al.*
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
SUMMARY OF FEES
SEPTEMBER 1, 2020 – SEPTEMBER 30, 2020

| Name of Professional | Position | Department | Bar Admission Year | Hours | Rate | Amount |
|-----------------------------|--------------------|----------------------------|-----------------------------------|--------------|-------------|----------------------|
| Fliman, Daniel A. | Partner | Financial Restructuring | 2003 | 57.1 | \$1,350 | \$ 77,085.00 |
| Gilad, Erez E. | Partner | Financial Restructuring | 2001 | 2.5 | 1,475 | 3,687.50 |
| Hansen, Kristopher M. | Partner | Financial Restructuring | 1996 | 15.3 | 1,650 | 25,245.00 |
| Jewett, Michelle M. | Partner | Tax | 2004 | 17.4 | 1,395 | 24,273.00 |
| Kelly, Brian P. | Partner | Financial Restructuring | 2001 | 0.3 | 1,195 | 358.50 |
| Lilling, Austin S. | Partner | ERISA | 2001 | 0.8 | 1,250 | 1,000.00 |
| Lowenthal, Jeffrey S. | Partner | Financial Restructuring | 1982 | 2.1 | 1,395 | 2,929.50 |
| Merola, Frank A. | Partner | Financial Restructuring | 1988 | 1.2 | 1,475 | 1,770.00 |
| Murphy, Lewis F. | Partner | Litigation | 1980 | 0.7 | 1,050 | 735.00 |
| Olstein, David C. | Partner | ERISA | 1995 | 0.5 | 1,195 | 597.50 |
| Uffner, Jeffrey D. | Partner | Tax | 1977 | 4.3 | 1,525 | 6,557.50 |
| Gargano, Charles E. | Associate | Financial Restructuring | 2020 | 1.0 | 550 | 550.00 |
| Iaffaldano, John F. | Associate | Financial Restructuring | 2020 | 31.9 | 550 | 17,545.00 |
| Martin, Samantha | Special Counsel | Financial Restructuring | 2008 | 122.5 | 1,095 | 134,137.50 |
| Sasson, Isaac S. | Associate | Financial Restructuring | 2016 | 14.3 | 940 | 13,442.00 |
| Totals for Attorneys | | | | 271.9 | | \$ 309,913.00 |

| Name of Paraprofessional | Position | Department | Years in Position | Hours | Rate | Amount |
|------------------------------------|----------------------|-------------------------|-------------------|-------------|-------|--------------------|
| Laskowski, Mathew D. | Paralegal | Financial Restructuring | 22 | 0.4 | \$450 | 180.00 |
| Magzamen, Michael | Paralegal Supervisor | Financial Restructuring | 18 | 14.0 | 450 | 6,300.00 |
| Mohamed, David | Paralegal | Financial Restructuring | 31 | 0.6 | 370 | 222.00 |
| Total for Paraprofessionals | | | | 15.0 | | \$ 6,702.00 |

| | | | | | | |
|--------------|--|--|--|--------------|--|----------------------|
| Total | | | | 286.9 | | \$ 316,615.00 |
|--------------|--|--|--|--------------|--|----------------------|

JCK LEGACY COMPANY, *et al.*
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
COMPENSATION BY PROJECT CATEGORY
SEPTEMBER 1, 2020 – SEPTEMBER 30, 2020

| Matter Code | Project Category | Hours | Amount |
|--------------------|--|--------------|----------------------|
| 0001 | Case Administration | 7.7 | \$ 3,477.00 |
| 0003 | Asset Disposition & Sales | 4.6 | 5,037.00 |
| 0004 | Relief from Stay / Adequate Protection Matters | 0.2 | 219.00 |
| 0005 | Court Hearings | 16.2 | 16,189.50 |
| 0006 | Meetings & Communications with Creditors | 16.1 | 18,188.50 |
| 0009 | Stroock Fee Applications | 2.0 | 1,689.50 |
| 0011 | Other Professional Fee Applications | 2.6 | 2,524.50 |
| 0013 | Leases & Contracts | 0.2 | 219.00 |
| 0015 | Litigation & Adversary Proceedings | 21.8 | 27,941.50 |
| 0016 | Business Operations | 1.3 | 1,573.50 |
| 0017 | Employee Benefits / Pensions | 1.3 | 1,597.50 |
| 0018 | Tax Issues | 20.1 | 28,339.50 |
| 0022 | Claims Administration & Objections | 3.3 | 3,484.50 |
| 0023 | Plan & Disclosure Statement | 189.5 | 206,134.50 |
| | Total | 286.9 | \$ 316,615.00 |

JCK LEGACY COMPANY, *et al.*
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
DISBURSEMENT SUMMARY
SEPTEMBER 1, 2020 – SEPTEMBER 30, 2020

| Disbursement | Amount |
|-------------------------------|--------------------|
| Long Distance Telephone | \$ 68.93 |
| Outside Professional Services | 100.80 |
| O/S Information Services | 865.30 |
| Westlaw | 852.48 |
| Total | \$ 1,887.51 |

Stroock & Stroock & Lavan LLP (“Stroock”), counsel for the Official Committee of Unsecured Creditors (the “Committee”), hereby submits this Statement of Services Rendered and Expenses Incurred (the “Monthly Fee Statement”) for the period September 1, 2020 through September 30, 2020 (the “Statement Period”), in accordance with the *Order Granting Debtors’ Motion for Order Pursuant to Bankruptcy Code Sections 105(a) and 331, Bankruptcy Rule 2016, and Local Bankruptcy Rule 2016-1 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, dated March 11, 2020 [Docket No. 176] (the “Compensation Order”). In support of the Monthly Fee Statement, Stroock respectfully represents as follows:

Relief Requested

1. Stroock respectfully submits this Monthly Fee Statement for compensation of:
(i) fees for reasonable, actual and necessary services rendered by Stroock on behalf of the Committee during the Statement Period; and (ii) reimbursement of reasonable, actual and necessary expenses incurred by Stroock on behalf of the Committee during the Statement Period.
2. Stroock seeks compensation for professional services rendered and reimbursement of expenses incurred during the Statement Period in the amounts set forth as below:

| | |
|-----------------|--------------|
| Total Fees: | \$316,615.00 |
| Total Expenses: | \$1,887.51 |
| Total: | \$318,502.51 |

3. A detailed statement of hours spent rendering legal services to the Committee during the Statement Period is attached hereto as Exhibit A. A detailed list of disbursements made or incurred by Stroock in connection with services performed on behalf of the Committee during the Statement Period is attached hereto as Exhibit B.

4. Pursuant to the Compensation Order, Stroock seeks payment of \$318,502.51 from the Debtors for the Statement Period, representing (a) 100% of Stroock's total fees for services rendered, and (b) 100% of Stroock's total expenses incurred during the Statement Period.

Notice

5. In accordance with the Compensation Order, notice of this Monthly Fee Statement has been served upon the following parties (collectively, as further defined in the Compensation Order, the "Notice Parties"): (i) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 300 South Grand Avenue, Suite 3400, Los Angeles, CA 90071, Attn.: Van C. Durrer, II (Van.Durrer@skadden.com) and Destiny N. Almogue (Destiny.Almogue@skadden.com); (ii) Benjamin J. Higgins, United States Trustee for Region 2, United States Department of Justice, Office of the United States Trustee, 201 Varick Street, Suite 1006, New York, New York 10014, Attn.: Benjamin J. Higgins (Benjamin.J.Higgins@usdoj.gov) and Brian Masumoto (Brian.Masumoto@usdoj.gov); (iii) counsel to the administrative agent under the Debtors' DIP Facility, Choate, Hall & Stewart LLP, Two International Place, Boston, MA 02110, Attn.: Jonathan D. Marshall (jmarshall@choate.com) and Kevin Simard (ksimard@choate.com); (iv) counsel to Chatham Asset Management, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019, Attn.: Andrew Rosenberg (arosenberg@paulweiss.com), Elizabeth McColm (emccolm@paulweiss.com), and John Weber (jweber@paulweiss.com); and (v) to the extent not listed herein, those parties requesting notice pursuant to Bankruptcy Rule 2002.

6. Pursuant to the Compensation Order, objections to the Monthly Fee Statement, if any, must be served upon the Notice Parties, including Stroock, no later than **November 12, 2020 at**

4:00 p.m. (Eastern Time) (the “Objection Deadline”), setting forth the nature of the objection and the specific amounts of fees and expenses at issue.

7. If no objection to the Monthly Fee Statement is received by the Objection Deadline, the Debtors are required to pay Stroock the amounts of fees and expenses identified in the Monthly Fee Statement.

8. To the extent an objection to the Monthly Fee Statement is received on or prior to the Objection Deadline, the Debtors may withhold payment of that portion of the payment requested to which the objection is directed, and is required to promptly pay the remainder of the fees and expenses as set forth herein. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: October 29, 2020
New York, New York

STROOCK & STROOCK & LAVAN LLP

/s/ Erez E. Gilad

Kristopher M. Hansen

Frank A. Merola

Erez E. Gilad

Samantha Martin

180 Maiden Lane

New York, NY 10038

Telephone: (212) 806-5400

Facsimile: (212) 806-6006

*Counsel for the Official
Committee of Unsecured Creditors*

Exhibit A

Detailed Time Entries

STROOCK

SERVICE AND EXPENSE REMITTANCE SUMMARY

| | |
|-------------|---|
| INVOICE NO. | 776408 |
| CLIENT | The McClatchy Company, et al. Official Committee of Unsecured Creditors |

| WIRE TRANSFER INSTRUCTIONS | |
|----------------------------|---|
| BANK NAME | JPMorgan Chase Bank |
| BANK ADDRESS | 4 New York Plaza - 15th FL, New York, NY 10004 |
| ACCOUNT NAME | Stroock & Stroock & Lavan LLP |
| ACCOUNT NUMBER | 6028356 |
| ABA/ROUTING NUMBER | 021000021 (<i>International SWIFT Code: CHASUS33</i>) |
| DESCRIPTION/REFERENCE | Client/Matter: 006993.0001 |

| REMITTANCE ADDRESS |
|---|
| Stroock & Stroock & Lavan LLP 180 Maiden Lane New York, NY 10038-4982 |

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown. Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

STROOCK

INVOICE

| | |
|-------------|---|
| INVOICE NO. | 776408 |
| CLIENT | The McClatchy Company, et al. Official Committee of Unsecured Creditors |

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period
through September 30, 2020, including:

| | |
|----|------------------------------------|
| RE | Case Administration 006993 0001 |
|----|------------------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 09/01/2020 | Revise and circulate tasks list. | Iaffaldano, J.F. | 0.2 |
| 09/01/2020 | Review docket and circulate calendars/docket update. | Magzamen, M.S. | 0.2 |
| 09/02/2020 | Review docket and provide working group w/ docket and calendars update. | Magzamen, M.S. | 0.1 |
| 09/03/2020 | Review docket and provide working group w/ docket and calendars update. | Magzamen, M.S. | 0.2 |
| 09/04/2020 | Review docket and provide working group w/ docket and calendars update. | Magzamen, M.S. | 0.1 |
| 09/08/2020 | Obtain, circulate and archive ECF filings (.2); review docket and provide working group with calendars/docket update (.1). | Magzamen, M.S. | 0.3 |
| 09/09/2020 | Obtain, circulate and archive ECF filed docs (.2); docket review and circulate docket/calendars update to working group (.1). | Magzamen, M.S. | 0.3 |
| 09/09/2020 | Research and obtain certain precedent confirmation orders for attorney review. | Mohamed, D. | 0.3 |

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| | | | |
|------------|---|------------------|-----|
| 09/10/2020 | Obtain, circulate and archive SEC filing (.1); docket and calendars update (.1). | Magzamen, M.S. | 0.2 |
| 09/11/2020 | Review docket and provide working group w/ docket and calendars update. | Magzamen, M.S. | 0.1 |
| 09/14/2020 | Review docket and send docket/calendars update to working group. | Magzamen, M.S. | 0.1 |
| 09/15/2020 | Obtain trust document update and circulate (.2); review docket and provide working group w/ docket and calendars update (.1). | Magzamen, M.S. | 0.3 |
| 09/16/2020 | Obtain, circulate and archive ECF filing (.1); review docket and update working group w/ docket and calendars update (.2). | Magzamen, M.S. | 0.3 |
| 09/17/2020 | Obtain, circulate and archive ECF filings (.2); review docket and provide calendars/docket update to working group (.2). | Magzamen, M.S. | 0.4 |
| 09/18/2020 | Review case management order (.2); confer w/ S. Martin re filing deadlines (.2). | Iaffaldano, J.F. | 0.4 |
| 09/18/2020 | Obtain, circulate and archive ECF filed documents (.2); discussion re: transcripts (.1). | Magzamen, M.S. | 0.3 |
| 09/18/2020 | Obtain recently docketed pleading and circulate to SSL internal team. | Mohamed, D. | 0.2 |
| 09/21/2020 | Obtain, circulate and archive ECF filings (.2); review docket and provide working group w/ dockets and calendars update (.2). | Magzamen, M.S. | 0.4 |
| 09/22/2020 | Calendar dial-ins for confirmation hearing. | Magzamen, M.S. | 0.2 |
| 09/22/2020 | Confer w/ S. Martin re: materials for confirmation hearing (.1); finalize and circulate e-binder and underlying documents to working group (.7); obtain, circulate and archive ECF filings (.1); review docket and provide working group w/ calendars/docket update (.2). | Magzamen, M.S. | 1.1 |
| 09/23/2020 | Emails w/ S. Martin re: hearing (.3); obtain, distribute and archive ECF filings (.1); | Magzamen, M.S. | 0.8 |

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PAGE: 3

| | | | |
|------------|---|-----------------|-----|
| | follow-up re: transcripts (.2); review docket and provide working group w/ calendars and docket update (.2) | | |
| 09/24/2020 | Review docket and provide working group w/ docket/calendars update | Magzamen, M.S. | 0.1 |
| 09/24/2020 | Obtain and circulate recently docketed pleading to SSL internal team. | Mohamed, D. | 0.1 |
| 09/25/2020 | Obtain and circulate entered confirmation order. | Magzamen, M.S. | 0.1 |
| 09/28/2020 | Monitor the docket and prepare end of day summary (.1); circulate same (.1). | Laskowski, M.D. | 0.2 |
| 09/29/2020 | Obtain, circulate and archive SEC filings (.2); review docket and update working group re: same (.1). | Magzamen, M.S. | 0.3 |
| 09/30/2020 | Obtain, circulate and archive ECF and SEC filings (.3); calendar deadlines (.1). | Magzamen, M.S. | 0.4 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|----------------------|-------|--------|-----------|
| Iaffaldano, John F. | 0.6 | \$ 550 | \$ 330.00 |
| Laskowski, Mathew D. | 0.2 | 450 | 90.00 |
| Magzamen, Michael | 6.3 | 450 | 2,835.00 |
| Mohamed, David | 0.6 | 370 | 222.00 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 3,477.00 |
|--|-------------|

MATTER DISBURSEMENT SUMMARY

| | |
|-------------------------------|----------|
| Long Distance Telephone | \$ 71.17 |
| Outside Professional Services | 100.80 |
| Westlaw | 852.48 |

STROOCK

PAGE: 4

| | |
|-----------------------------|-------------|
| TOTAL DISBURSEMENTS/CHARGES | \$ 1,024.45 |
|-----------------------------|-------------|

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| TOTAL FOR THIS MATTER | \$ 4,501.45 |
|-----------------------|-------------|

STROOCK

PAGE: 5

| | |
|----|--|
| RE | Asset Disposition & Sales 006993 0003 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|--------------|-------|
| 09/01/2020 | Call with Debtors and Purchaser in connection with closing (.3); follow up call with BRG (.4); draft summary re: same (.4). | Martin, S.L. | 1.1 |
| 09/02/2020 | Call with Debtors and Purchaser re: closing (.4); follow up calls with Skadden (.2) and BRG (.2); draft email summary of same (.4). | Martin, S.L. | 1.2 |
| 09/03/2020 | Call with Debtors and Purchaser (.3); several follow up calls with BRG (.7); draft summary of same (.4); emails with K. Hansen re: same (.2). | Martin, S.L. | 1.6 |
| 09/04/2020 | Call with BRG re: funds flow (.4); call with Skadden, Paul Weiss, and Kramer re: sale closing (.3). | Martin, S.L. | 0.7 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------|-------|----------|-------------|
| Martin, Samantha | 4.6 | \$ 1,095 | \$ 5,037.00 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 5,037.00 |
|--|-------------|

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|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 5,037.00 |
|-----------------------|-------------|

STROOCK

PAGE: 6

RE Relief from Stay / Adequate Protection Matters
006993 0004

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|--------------|-------|
| 09/16/2020 | Review Desmond stipulation re: stay relief. | Martin, S.L. | 0.2 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------|-------|----------|-----------|
| Martin, Samantha | 0.2 | \$ 1,095 | \$ 219.00 |

| | |
|--|-----------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 219.00 |
|--|-----------|

| | |
|-----------------------|-----------|
| TOTAL FOR THIS MATTER | \$ 219.00 |
|-----------------------|-----------|

STROOCK

PAGE: 7

| | |
|----|-------------------------------|
| RE | Court Hearings 006993 0005 |
|----|-------------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 09/21/2020 | Internal emails re: hearing prep (.2); review hearing binder (.4). | Martin, S.L. | 0.6 |
| 09/22/2020 | Prepare for confirmation hearing. | Iaffaldano, J.F. | 1.3 |
| 09/22/2020 | Prepare for plan confirmation hearing. | Martin, S.L. | 3.2 |
| 09/23/2020 | Prepare for confirmation hearing (1.2); corr w/ parties re related issues (.6); attend hearing (1.0). | Fliman, D.A. | 2.8 |
| 09/23/2020 | Attend telephonic confirmation hearing. | Gargano, C.E. | 0.8 |
| 09/23/2020 | Prep for confirmation (.2); confirmation hearing (.9). | Hansen, K.M. | 1.1 |
| 09/23/2020 | Prepare for (.1) and attend telephonic confirmation hearing (.9). | Iaffaldano, J.F. | 1.0 |
| 09/23/2020 | Correspond with S. Martin re hearing logistics. | Laskowski, M.D. | 0.2 |
| 09/23/2020 | Prepare for (.3) and attend confirmation hearing (1.0). | Magzamen, M.S. | 1.3 |
| 09/23/2020 | Prepare for hearing (1.4); attend hearing telephonically (.9); internal emails re: same (.2). | Martin, S.L. | 2.5 |
| 09/23/2020 | Prepare for (.5) and telephonically attend confirmation hearing (.9). | Sasson, I.S. | 1.4 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-------------------|-------|----------|-------------|
| Fliman, Daniel A. | 2.8 | \$ 1,350 | \$ 3,780.00 |

STROOCK

PAGE: 8

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-----------------------|-------|-------|----------|
| Gargano, Charles E. | 0.8 | 550 | 440.00 |
| Hansen, Kristopher M. | 1.1 | 1,650 | 1,815.00 |
| Iaffaldano, John F. | 2.3 | 550 | 1,265.00 |
| Laskowski, Mathew D. | 0.2 | 450 | 90.00 |
| Magzamen, Michael | 1.3 | 450 | 585.00 |
| Martin, Samantha | 6.3 | 1,095 | 6,898.50 |
| Sasson, Isaac S. | 1.4 | 940 | 1,316.00 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 16,189.50 |
|--|--------------|

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|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 16,189.50 |
|-----------------------|--------------|

STROOCK

PAGE: 9

| | |
|----|---|
| RE | Meetings & Communications with Creditors 006993 0006 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|---|------------------|-------|
| 09/01/2020 | Participate in UCC meeting. | Fliman, D.A. | 0.5 |
| 09/01/2020 | Call with Committee re weekly update. | Hansen, K.M. | 0.7 |
| 09/01/2020 | Prepare for (.2); and attend weekly committee meeting (.7). | Iaffaldano, J.F. | 0.9 |
| 09/01/2020 | Prepare for (.3) and call with Committee members and professionals (.7). | Martin, S.L. | 1.0 |
| 09/03/2020 | UCC deliberations concerning litigation trustee selection. | Fliman, D.A. | 1.5 |
| 09/08/2020 | Prepare for (.5) and conduct UCC meeting w/r/t litigation issues (.5). | Fliman, D.A. | 1.0 |
| 09/08/2020 | Attend Committee meeting (.5); prepare for same (.2). | Hansen, K.M. | 0.7 |
| 09/08/2020 | Attend weekly UCC meeting. | Iaffaldano, J.F. | 0.5 |
| 09/08/2020 | Prepare for (.4) and call with Committee (.5); call with Committee member re: trust agreement (.5). | Martin, S.L. | 1.4 |
| 09/08/2020 | Committee meeting. | Sasson, I.S. | 0.4 |
| 09/15/2020 | UCC call re D&O issues, BOKF and plan (.4); prepare for same (.2). | Fliman, D.A. | 0.6 |
| 09/15/2020 | Attend weekly committee meeting. | Iaffaldano, J.F. | 0.4 |
| 09/15/2020 | Prepare for (.3) and attend call with Committee members (.4); emails with creditor (.3). | Martin, S.L. | 1.0 |
| 09/15/2020 | Participate in UCC call (.3); correspondence | Merola, F.A. | 0.4 |

STROOCK

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with UCC re D&O settlement (.1).

| | | | |
|------------|---|------------------|-----|
| 09/21/2020 | Review UCC meeting agenda (.1); prepare for (.1) and attend weekly call w/ UCC professionals (.4). | Iaffaldano, J.F. | 0.6 |
| 09/21/2020 | Email with UCC re: recent filings and upcoming hearing. | Martin, S.L. | 0.7 |
| 09/23/2020 | Follow up re confirmation hearing with committee. | Hansen, K.M. | 0.4 |
| 09/25/2020 | Draft update email to UCC. | Martin, S.L. | 0.2 |
| 09/26/2020 | Email with Committee member re: claims pool. | Martin, S.L. | 0.2 |
| 09/28/2020 | Call w/ UCC professionals re case status and next steps. | Iaffaldano, J.F. | 0.5 |
| 09/28/2020 | Draft agenda for UCC call (.3); emails with K. Hansen and UCC members re: same (.3). | Martin, S.L. | 0.6 |
| 09/29/2020 | Prepare for (.3) and participate in Committee meeting (.2). | Fliman, D.A. | 0.5 |
| 09/29/2020 | Attend UCC call. | Gargano, C.E. | 0.2 |
| 09/29/2020 | Conduct Committee call re closing (.2); prepare for same (.1); follow up email to Committee members (.2). | Hansen, K.M. | 0.5 |
| 09/29/2020 | Prepare for (.1) and attend UCC meeting (.2). | Iaffaldano, J.F. | 0.3 |
| 09/29/2020 | Prepare for (.2) and participate on UCC call (.2). | Martin, S.L. | 0.4 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-----------------------|-------|----------|-------------|
| Fliman, Daniel A. | 4.1 | \$ 1,350 | \$ 5,535.00 |
| Gargano, Charles E. | 0.2 | 550 | 110.00 |
| Hansen, Kristopher M. | 2.3 | 1,650 | 3,795.00 |
| Iaffaldano, John F. | 3.2 | 550 | 1,760.00 |

STROOCK

PAGE: 11

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------|-------|-------|----------|
| Martin, Samantha | 5.5 | 1,095 | 6,022.50 |
| Merola, Frank A. | 0.4 | 1,475 | 590.00 |
| Sasson, Isaac S. | 0.4 | 940 | 376.00 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 18,188.50 |
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|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 18,188.50 |
|-----------------------|--------------|

STROOCK

PAGE: 12

| | |
|----|---|
| RE | Stroock Fee Applications 006993 0009 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 09/14/2020 | Review August fee statement (.3); email S. Martin re same (.3). | Iaffaldano, J.F. | 0.6 |
| 09/14/2020 | Review and comment on fee statement (.9); prepare same for filing (.1); internal emails re: same (.1). | Martin, S.L. | 1.1 |
| 09/23/2020 | Email S. Martin re committee member expenses. | Iaffaldano, J.F. | 0.2 |
| 09/29/2020 | Discuss objection deadline to fees, etc. w/ S. Martin and J. Iaffaldano. | Magzamen, M.S. | 0.1 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-----------|
| Iaffaldano, John F. | 0.8 | \$ 550 | \$ 440.00 |
| Magzamen, Michael | 0.1 | 450 | 45.00 |
| Martin, Samantha | 1.1 | 1,095 | 1,204.50 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 1,689.50 |
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|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 1,689.50 |
|-----------------------|-------------|

STROOCK

PAGE: 13

| | |
|----|--|
| RE | Other Professional Fee Applications 006993 0011 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|----------------|-------|
| 09/11/2020 | Call with Moelis re: fee statements (.2); review and comment on BRG fee statement (.3). | Martin, S.L. | 0.5 |
| 09/14/2020 | E-file BRG monthly fee statement | Magzamen, M.S. | 0.1 |
| 09/14/2020 | Call with BRG re: fee statement (.2); review and comment on fee statement (.2); prepare same for filing (.1). | Martin, S.L. | 0.5 |
| 09/23/2020 | Internal emails re: committee member reimbursements (.1); emails re: fee estimates in connection with effective date (.1). | Martin, S.L. | 0.2 |
| 09/29/2020 | Call with Moelis re: fee applications (.2); internal emails re: final fee applications (.2); emails re: UCC member reimbursement (.1). | Martin, S.L. | 0.5 |
| 09/30/2020 | Prepare (.3) and e-file Dundon August fee statement (.1). | Magzamen, M.S. | 0.4 |
| 09/30/2020 | Review and finalize Dundon fee application (.3); emails re: same (.1). | Martin, S.L. | 0.4 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|--|-------|-------------|-----------|
| Magzamen, Michael | 0.5 | \$ 450 | \$ 225.00 |
| Martin, Samantha | 2.1 | 1,095 | 2,299.50 |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | | \$ 2,524.50 | |

STROOCK

PAGE: 14

TOTAL FOR THIS MATTER

\$ 2,524.50

STROOCK

PAGE: 15

| | |
|----|-----------------------------------|
| RE | Leases & Contracts 006993 0013 |
|----|-----------------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|--------------|-------|
| 09/23/2020 | Emails with BRG re: lease rejection and stipulation. | Martin, S.L. | 0.2 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|------------------|-------|----------|-----------|
| Martin, Samantha | 0.2 | \$ 1,095 | \$ 219.00 |

| | |
|--|-----------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 219.00 |
|--|-----------|

| | |
|-----------------------|-----------|
| TOTAL FOR THIS MATTER | \$ 219.00 |
|-----------------------|-----------|

STROOCK

PAGE: 16

| | |
|----|---|
| RE | Litigation & Adversary Proceedings 006993 0015 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|--------------|-------|
| 09/01/2020 | Address D&O claims resolution strategy. | Fliman, D.A. | 0.5 |
| 09/02/2020 | Work re resolution of D&O litigation. | Fliman, D.A. | 1.3 |
| 09/03/2020 | Corr w/ team re D&O claims resolution. | Fliman, D.A. | 0.5 |
| 09/04/2020 | Work re D&O claims resolution. | Fliman, D.A. | 0.4 |
| 09/08/2020 | Work re D&O claims resolution (.5); corr w/ team re updates, tasks (.8); analyze document retention issues, books and records (.4); corr w/ team re same (.4); corr w/ company re same (.3). | Fliman, D.A. | 2.4 |
| 09/08/2020 | Review correspondence re D&O carrier offer. | Merola, F.A. | 0.2 |
| 09/08/2020 | Draft litigation hold re request (.8); call with D. Fliman re same (.2). | Sasson, I.S. | 1.0 |
| 09/09/2020 | Address doc retention issues. | Fliman, D.A. | 0.5 |
| 09/09/2020 | Review and discuss admin motions filed by BOKF. | Gilad, E.E. | 1.0 |
| 09/09/2020 | Message from I. Sasson regarding additional language (.1); review GAIC policy (.1); follow-up message from S. Martin (.1); message to team with analysis of policy and proposed language (.2). | Murphy, L.F. | 0.5 |
| 09/09/2020 | Draft letter re document preservation. | Sasson, I.S. | 0.9 |
| 09/10/2020 | Corr w/ UCC member re D&O claims (.6); address doc retention issues (.5). | Fliman, D.A. | 1.1 |
| 09/10/2020 | Correspondence w/ BOKF and discussions re same | Gilad, E.E. | 0.5 |

STROOCK

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| | | | |
|------------|--|------------------|-----|
| 09/10/2020 | Call with S. Martin and D. Fliman re BOKF admin motion. | Sasson, I.S. | 0.3 |
| 09/11/2020 | Prepare objection to BOKF discovery (.9); corr w/ team re same and BOKF claim (.5). | Fliman, D.A. | 1.4 |
| 09/11/2020 | Corr w/ parties re resolution of D&O claims. | Fliman, D.A. | 1.1 |
| 09/11/2020 | Exchange correspondence re D&O negotiation. | Merola, F.A. | 0.2 |
| 09/11/2020 | Message from D. Fliman regarding status of negotiations. | Murphy, L.F. | 0.1 |
| 09/11/2020 | Review and revise objection to BOKF discovery (.4); email with D. Fliman re same (.1). | Sasson, I.S. | 0.5 |
| 09/14/2020 | Work re D&O claim resolution, tasks. | Fliman, D.A. | 0.6 |
| 09/14/2020 | Correspondence re D&O settlement offer. | Merola, F.A. | 0.2 |
| 09/14/2020 | Telephone conference with D. Fliman regarding status of negotiations. | Murphy, L.F. | 0.1 |
| 09/14/2020 | Review and analyze BOKF issues. | Sasson, I.S. | 0.3 |
| 09/15/2020 | Address D&O claim resolution, negotiations. | Fliman, D.A. | 3.8 |
| 09/15/2020 | Review corr re settlement status. | Iaffaldano, J.F. | 0.3 |
| 09/15/2020 | Internal emails re: books and records (.2); internal emails re: D&O settlement (.3). | Martin, S.L. | 0.5 |
| 09/15/2020 | Exchange correspondence re D&O settlement. | Merola, F.A. | 0.2 |
| 09/16/2020 | D&O discussions. | Hansen, K.M. | 0.7 |
| 09/16/2020 | Call re: D&O settlement (.4); call with D. Fliman re: same (.1). | Martin, S.L. | 0.5 |
| 09/29/2020 | Emails re: D&O insurance payment. | Martin, S.L. | 0.2 |

STROOCK

PAGE: 18

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-----------------------|-------|----------|--------------|
| Fliman, Daniel A. | 13.6 | \$ 1,350 | \$ 18,360.00 |
| Gilad, Erez E. | 1.5 | 1,475 | 2,212.50 |
| Hansen, Kristopher M. | 0.7 | 1,650 | 1,155.00 |
| Iaffaldano, John F. | 0.3 | 550 | 165.00 |
| Martin, Samantha | 1.2 | 1,095 | 1,314.00 |
| Merola, Frank A. | 0.8 | 1,475 | 1,180.00 |
| Murphy, Lewis F. | 0.7 | 1,050 | 735.00 |
| Sasson, Isaac S. | 3.0 | 940 | 2,820.00 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 27,941.50 |
|--|--------------|

| | |
|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 27,941.50 |
|-----------------------|--------------|

STROOCK

PAGE: 19

| | |
|----|------------------------------------|
| RE | Business Operations 006993 0016 |
|----|------------------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|-----------------|-------|
| 09/10/2020 | Review proposed 8-K and correspondence re same with S. Martin. | Lowenthal, J.S. | 0.4 |
| 09/29/2020 | Respond to SSL team questions re: 10K-A and S-8 filings. | Kelly, B.P. | 0.3 |
| 09/29/2020 | Review recent SEC filings (.3); internal emails re: same (.3). | Martin, S.L. | 0.6 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-----------------------|-------|----------|-----------|
| Kelly, Brian P. | 0.3 | \$ 1,195 | \$ 358.50 |
| Lowenthal, Jeffrey S. | 0.4 | 1,395 | 558.00 |
| Martin, Samantha | 0.6 | 1,095 | 657.00 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 1,573.50 |
|--|-------------|

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|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 1,573.50 |
|-----------------------|-------------|

STROOCK

PAGE: 20

| | |
|----|---|
| RE | Employee Benefits / Pensions 006993 0017 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|---------------|-------|
| 09/03/2020 | Review pension transition services agreement and accompanying Stroock emails (.5); analyze pension transition services agreement (.3). | Lilling, A.S. | 0.8 |
| 09/03/2020 | Review pension transition services agreement (.3); correspond with A. Lilling and S. Martin re: transition services agreement (.2). | Olstein, D.C. | 0.5 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|--------------------|-------|----------|-------------|
| Lilling, Austin S. | 0.8 | \$ 1,250 | \$ 1,000.00 |
| Olstein, David C. | 0.5 | 1,195 | 597.50 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 1,597.50 |
|--|-------------|

| | |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 1,597.50 |
|-----------------------|-------------|

STROOCK

PAGE: 21

| | |
|----|---------------------------|
| RE | Tax Issues 006993 0018 |
|----|---------------------------|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|------------------|-------|
| 09/02/2020 | Call w/ J. Uffner and M. Jewett re tax return and GUC recovery trust. | Iaffaldano, J.F. | 0.2 |
| 09/02/2020 | Call w/ J. Uffner on GUC trust (.3); review draft of trust agreement (.2). | Jewett, M.M. | 0.5 |
| 09/02/2020 | Call with tax team re: trust agreement. | Martin, S.L. | 0.3 |
| 09/02/2020 | Conference call with S. Martin, M. Jewett re liquidating trust (.3); prepare for same (.1). | Uffner, J.D. | 0.4 |
| 09/06/2020 | Review of and comment on trust agreement from a tax perspective. | Jewett, M.M. | 3.2 |
| 09/07/2020 | Review of liquidating trust agreement and comments re same. | Uffner, J.D. | 0.8 |
| 09/08/2020 | Review of and comment on trust agreement from a tax perspective (3.1); analyze restructuring steps issues (.7). | Jewett, M.M. | 3.8 |
| 09/09/2020 | Review of changes to trust agreement from a tax perspective (.8); response to various tax questions on trust agreement (.7). | Jewett, M.M. | 1.5 |
| 09/09/2020 | Review of revised liquidating trust provisions (.4); review of confirmation order (.2); emails re same (.2). | Uffner, J.D. | 0.8 |
| 09/17/2020 | Correspondence re tax refund questions (.4); call re same (.5). | Jewett, M.M. | 0.9 |
| 09/17/2020 | Review and response to S Martin re tax issues. | Uffner, J.D. | 0.3 |
| 09/21/2020 | Preliminary review of plan administrative trust agreement. | Jewett, M.M. | 0.8 |

STROOCK

PAGE: 22

| | | | |
|------------|--|--------------|-----|
| 09/21/2020 | Review of trust documentation. | Uffner, J.D. | 0.6 |
| 09/22/2020 | Call re plan administration trust agreement (.6); review of and comment on trust agreement from a tax perspective (1.9). | Jewett, M.M. | 2.5 |
| 09/22/2020 | Conference call with M. Jewett and S. Martin (.6); review of revised trust documents (.1); analysis and emails re same (.1). | Uffner, J.D. | 0.8 |
| 09/23/2020 | Correspondence re plan administrative trust agreement. | Jewett, M.M. | 0.4 |
| 09/23/2020 | Review of revised trust documents (.3); conference call with M Jewett and S Martin (.3). | Uffner, J.D. | 0.6 |
| 09/25/2020 | Response to questions re plan administrative trust. | Jewett, M.M. | 0.3 |
| 09/29/2020 | Analysis of tax reporting requirements for trust and related correspondence. | Jewett, M.M. | 1.4 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|---------------------|-------|--------|-----------|
| Iaffaldano, John F. | 0.2 | \$ 550 | \$ 110.00 |
| Jewett, Michelle M. | 15.3 | 1,395 | 21,343.50 |
| Martin, Samantha | 0.3 | 1,095 | 328.50 |
| Uffner, Jeffrey D. | 4.3 | 1,525 | 6,557.50 |

| | |
|--|--------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 28,339.50 |
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|-----------------------|--------------|
| TOTAL FOR THIS MATTER | \$ 28,339.50 |
|-----------------------|--------------|

STROOCK

PAGE: 23

| | |
|----|---|
| RE | Claims Administration & Objections 006993 0022 |
|----|---|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|----------------|-------|
| 09/09/2020 | Obtain certain proofs of claim for S. Martin. | Magzamen, M.S. | 0.2 |
| 09/09/2020 | Call with Togut re: claims reconciliation (.4) internal emails re: books and records (.3). | Martin, S.L. | 0.7 |
| 09/15/2020 | Emails re: administrative claim request (.3); review administrative claim request and declarations (.3). | Martin, S.L. | 0.6 |
| 09/17/2020 | Call with creditor re: claims. | Martin, S.L. | 0.4 |
| 09/24/2020 | Review and comment on claim stipulation with taxing authority. | Martin, S.L. | 0.4 |
| 09/25/2020 | Comment on claim stipulation (.2); emails re: same (.2). | Martin, S.L. | 0.4 |
| 09/28/2020 | Comment on claims objection procedures motion (.5); email with Togut re: same (.1). | Martin, S.L. | 0.6 |

| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-------------------|-------|--------|----------|
| Magzamen, Michael | 0.2 | \$ 450 | \$ 90.00 |
| Martin, Samantha | 3.1 | 1,095 | 3,394.50 |

| | |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 3,484.50 |
|--|-------------|

STROOCK

PAGE: 24

TOTAL FOR THIS MATTER

\$ 3,484.50

STROOCK

PAGE: 25

| | |
|----|--|
| RE | Plan & Disclosure Statement 006993 0023 |
|----|--|

| DATE | DESCRIPTION | NAME | HOURS |
|------------|--|----------------|-------|
| 09/01/2020 | Address plan issues and trustee selection. | Fliman, D.A. | 0.5 |
| 09/01/2020 | Plan update discussions. | Hansen, K.M. | 0.6 |
| 09/01/2020 | Confer w/ S. Martin and I. Sasson re: trustee pitches (.2); arrange logistics for trustee pitches (.4). | Magzamen, M.S. | 0.6 |
| 09/01/2020 | Emails with trustee candidates (.4); discussions with same (.5). | Martin, S.L. | 0.9 |
| 09/02/2020 | Discussions/review re plan supp docs. | Hansen, K.M. | 0.8 |
| 09/02/2020 | Comment on trust agreement. | Martin, S.L. | 2.1 |
| 09/03/2020 | Work re trustee selection related to plan process. | Fliman, D.A. | 1.3 |
| 09/03/2020 | Committee interviews of GUC trustees and discussions re same. | Hansen, K.M. | 1.5 |
| 09/03/2020 | Confer w/ S. Martin and I. Sasson re: Trustee pitches and logistics (.4); monitor and moderate pitches (.7) | Magzamen, M.S. | 1.1 |
| 09/03/2020 | Presentations by trustee candidates and follow up deliberations with Committee (1.0); emails with trustee candidates (.3); revise liquidating trust agreement (3.2). | Martin, S.L. | 4.5 |
| 09/03/2020 | Call with M. Magzamen re pitches (.1) trustee pitches (1.1). | Sasson, I.S. | 1.2 |
| 09/04/2020 | Work re trustee retention issues, tasks. | Fliman, D.A. | 1.1 |
| 09/04/2020 | Update discussions on closing (1.0); DSI | Hansen, K.M. | 1.4 |

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(trustee) update (.4).

| | | | |
|------------|--|-----------------|------|
| 09/04/2020 | Revise liquidating trust agreement (3.4); emails with UCC and Stroock team re: same (.3); call with trustee re: same (.4); follow up email with trustee re: same (.1). | Martin, S.L. | 4.2 |
| 09/04/2020 | Call with liquidation trustee re next steps. | Sasson, I.S. | 0.4 |
| 09/07/2020 | Internal emails re: trust agreement (.5); emails with Skadden re: books and records (.1). | Martin, S.L. | 0.6 |
| 09/07/2020 | Review and comment on liquidating trust agreement. | Sasson, I.S. | 0.8 |
| 09/08/2020 | Call with I. Sasson re: trust agreement (.2); revise trust agreement (1.6); email with trustee re: same (.2); internal emails re: same (.3); further revise trust agreement (1.4); emails re: cooperation language (.2); call with DSI (.3); internal emails re: trust agreement (.3); call with Togut re: claims reconciliation and trust activities (.2). | Martin, S.L. | 4.7 |
| 09/08/2020 | Call with S. Martin re trust agreement comments. | Sasson, I.S. | 0.2 |
| 09/09/2020 | Address confirmation order changes (1.1); review trust agreement revisions (.7); corr w/ team re same (.8); corr w/ company counsel re same (.5). | Fliman, D.A. | 3.1 |
| 09/09/2020 | Confirmation order discussion and comment. | Hansen, K.M. | 0.5 |
| 09/09/2020 | Tel conv S. Martin re Plan questions. | Lowenthal, J.S. | 0.4 |
| 09/09/2020 | Review and comment on confirmation order (3.9); call with Skadden and Paul Weiss re: plan supplement materials (.3); follow up call with BRG (.4); calls with trustee re: GUC trust agreement (.4); call with D. Fliman re: trust agreement (.4); follow up call with Skadden and Paul Weiss re: plan supplement (.5); follow up calls with BRG re: same (.4); call with J. Lowenthal re: trust agreement (.2); revise GUC | Martin, S.L. | 12.9 |

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| | | | |
|------------|--|------------------|-----|
| | trust agreement (2.8); review and comment on declaration in support of confirmation (1.2); review and comment on plan administration trust agreement (1.6); email to Committee re: plan supplement (.6); email to trustee re: same (.2). | | |
| 09/09/2020 | Review and comment on draft confirmation order (1.9); call with D. Fliman re same (.2); review and comment on changes to liquidation trust agreement (.2). | Sasson, I.S. | 2.3 |
| 09/10/2020 | Corr w/ DSI re litigation trust issues (.4); review BOKF objection and discovery to UCC (.9); t/c w/ BOKF counsel (.5); corr w/ team re same and strategy (.9). | Fliman, D.A. | 2.7 |
| 09/10/2020 | Emails re: administrative claims (.8); internal emails re: cooperation among trusts and wind-down debtors (.4); call with D. Fliman and I. Sasson re: same (.5). | Martin, S.L. | 1.7 |
| 09/11/2020 | Call with BRG re: wind down (.3); call with Skadden, FTI and BRG re: same (.5); review notes re: same (.3); draft internal email summary (.4); call with Committee member re: post-emergence process (.4). | Martin, S.L. | 1.9 |
| 09/14/2020 | Corr re BOKF objection, discovery, resolution (1.6); draft objection to BOKF discovery (.8). | Fliman, D.A. | 2.4 |
| 09/14/2020 | Discussion with working group re plan issues. | Hansen, K.M. | 0.5 |
| 09/14/2020 | Review plan supplement documents. | Iaffaldano, J.F. | 1.1 |
| 09/14/2020 | Internal emails re: budget and wind down. | Martin, S.L. | 0.2 |
| 09/15/2020 | Corr re BOKF plan objection, resolution (1.1); assess implementation of D&O settlement and plan changes re same (.9). | Fliman, D.A. | 2.0 |
| 09/15/2020 | Plan comment discussions. | Hansen, K.M. | 0.8 |
| 09/15/2020 | Review plan supplement (.2); email S. Martin re objection deadline (.1) | Iaffaldano, J.F. | 0.3 |

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| | | | |
|------------|---|------------------|-----|
| 09/15/2020 | Call w. S. Martin re research issue (.3); research re indenture trustee payments (1.2). | Iaffaldano, J.F. | 1.5 |
| 09/15/2020 | Review and consider UST comments to plan (.5); call with Skadden, Paul Weiss and Kramer re: same (.4); revise trust agreement (.3); call with Skadden re: same (.2); emails with trustee (.1); further revise trust agreement (.3); research re: plan issues (1.2); discuss same with J. Iaffaldano (.2). | Martin, S.L. | 3.2 |
| 09/15/2020 | Review and analyze BOKF draft plan objection (.9); email to SSL team re same (.3). | Sasson, I.S. | 1.2 |
| 09/16/2020 | T/c w/ Milbank team re D&O settlement (.5); analyze BOKF issues and corr w/ team re same (1.3); outline steps w/r/t plan modifications for D&O settlement (1.1); t/c w/ B. Brandt re plan modification (.4). | Fliman, D.A. | 3.3 |
| 09/16/2020 | Research re indenture trustee payments in connection w/ Plan (5.2); discuss same w/ S. Martin (.8); exchange internal emails re same (.4) | Iaffaldano, J.F. | 6.4 |
| 09/16/2020 | Review of Desmond Plan Objection. | Jewett, M.M. | 1.0 |
| 09/16/2020 | Research precedent cases (.8); confer w/ S. Martin and J. Iaffaldano re: same (.2); obtain precedent transcript (.2). | Magzamen, M.S. | 1.2 |
| 09/16/2020 | Emails with case parties re: GUC trust agreement (.2); call with J. Iaffaldano re: plan (.2); review case law re: UST plan comments (2.1); draft internal summary re: same (1.2); internal emails re: UST comments (.5) and other plan issues (.5). | Martin, S.L. | 4.7 |
| 09/16/2020 | Review Desmond's related plan comments (.2); internal emails re: same (.3) | Martin, S.L. | 0.5 |
| 09/16/2020 | Review and comment on Milbank changes to plan and DS. | Sasson, I.S. | 0.9 |

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| | | | |
|------------|---|------------------|-----|
| 09/17/2020 | Revise plan documents w/r/t D&O settlement (1.3); t/c w/ team re same (.5); t/c w/ case parties re same (.5); address confirmation objections, resolution (.8). | Fliman, D.A. | 3.1 |
| 09/17/2020 | Plan related issues analysis. | Hansen, K.M. | 0.7 |
| 09/17/2020 | Call w/ Togut and Skadden re plan objection. | Iaffaldano, J.F. | 0.4 |
| 09/17/2020 | Revise Plan (.9); review Plan supplement (.6); review emails re Desmond Plan objection (.1); emails w/ S. Martin re same (.2); research re Plan objections (.6); exchange internal emails re same (.1). | Iaffaldano, J.F. | 2.5 |
| 09/17/2020 | Review of Desmond plan objection. | Jewett, M.M. | 0.5 |
| 09/17/2020 | Call with D. Fliman and I. Sasson re: UST objections to plan (.5); call with UST re: same (.5); call with Togut and Skadden re: Desmond's plan comments (.4); revise plan (1.0), confirmation order (.9) and GUC trust agreement (.6); research in connection with objections (1.9); email with UST re: plan objection (.5); review materials in connection with Desmond objection (.9); consider BOKF issues (.4). | Martin, S.L. | 7.6 |
| 09/17/2020 | Call with D. Fliman and S. Martin re plan comments. | Sasson, I.S. | 0.5 |
| 09/18/2020 | Address plan document revisions w/r/t litigation (1.5); analyze UST objection, issues (.8). | Fliman, D.A. | 2.3 |
| 09/18/2020 | Discuss UST objection and response. | Hansen, K.M. | 0.5 |
| 09/18/2020 | Review UST objection to plan (.8); analysis re same (.4); confer w/ S. Martin re same (.1). | Iaffaldano, J.F. | 1.3 |
| 09/18/2020 | Review of changes to the plan. | Jewett, M.M. | 0.6 |
| 09/18/2020 | Emails with Milbank re: revised plan (.1); call with UST re: plan objection (.3); email with Skadden re: same (.2); review and comment on revised plan (2.3); call with Skadden re: same | Martin, S.L. | 8.0 |

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(.3); emails with committee member re: plan
(.4); revise GUC trust agreement (.6) and
confirmation order (.7); call with trustee re:
liquidating trust (.2); revise plan (.5),
confirmation order (.2) and GUC trust
agreement (.4); review plan objections (.9);
emails re: same (.2); draft email to Committee
re: same (.7).

| | | | |
|------------|---|------------------|-----|
| 09/18/2020 | Review and comment on revised draft of plan, confirmation order, and notice. | Sasson, I.S. | 0.7 |
| 09/19/2020 | Draft reply to UST's plan objection. | Martin, S.L. | 3.4 |
| 09/20/2020 | Review confirmation related issues. | Hansen, K.M. | 0.5 |
| 09/20/2020 | Email with committee re: reply (.1); review case law in connection with reply (.9); revise reply (.3); internal emails re: same (.2); consider Chubb's proposed language for confirmation order (.4); emails with Skadden re: same (.2) internal emails re: same (.2); call with Skadden (.2); emails with GUC trustee re: same (.2). | Martin, S.L. | 2.7 |
| 09/21/2020 | Review UCC reply to UST objection (.4); corr w/ team re confirmation tasks (.8); revise Harding declaration re D&O settlement (.5); review revisions to plan related documents (.9). | Fliman, D.A. | 2.6 |
| 09/21/2020 | Review reply (.5); discuss confirmation hearing (.5). | Hansen, K.M. | 1.0 |
| 09/21/2020 | Review revised plan. | Iaffaldano, J.F. | 0.4 |
| 09/21/2020 | Review UST plan objection (.4); review and revise reply to same (.9); email S. Martin re same (.2). | Iaffaldano, J.F. | 1.5 |
| 09/21/2020 | Confirm cites in reply to UST objection (.3); confer w/ S. Martin re: same (.2); finalize reply, file via ECF and arrange for service (.5); discuss confirmation logistics and arrange for same (.5); compile confirmation hearing e-binder (.6) | Magzamen, M.S. | 2.1 |
| 09/21/2020 | Emails with indenture trustee re: reply in | Martin, S.L. | 5.4 |

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support of plan confirmation (.2); internal emails re: same (.4); review revised reply (.4); finalize same for filing (.1); call with committee member re: trust agreement (.4); email with tax team re: same (.2); review Debtors' reply (.3) and WSFS's reply (.2); comment on Harding declaration (.3); emails re: same (.1); review revised plan (.8) and confirmation order (.2); internal emails re: same (.2); call with Skadden re: same (.2); email with Skadden (.1); revise GUC trust agreement (1.2); emails re: BOKF settlement (.1).

| | | | |
|------------|---|----------------|-----|
| 09/21/2020 | Review and comment on revised plan terms. | Sasson, I.S. | 0.5 |
| 09/22/2020 | Address issues, tasks w/r/t confirmation hearing (.7); confirmation order revisions (.9). | Fliman, D.A. | 1.6 |
| 09/22/2020 | Prep for confirmation hearing. | Hansen, K.M. | 0.5 |
| 09/22/2020 | Confer w/ S. Martin and J. Iaffaldano (.1); research and obtain precedent cited in other confirmation pleadings (.5). | Magzamen, M.S. | 0.6 |
| 09/22/2020 | Call with tax team re: trust agreement (.6); emails re: trust agreement (.4); call with Skadden re: same (.2); revise plan administration trust agreement (1.7); review plan and confirmation order (1.1); review research in connection with UST plan objection (1.3). | Martin, S.L. | 5.3 |
| 09/23/2020 | Address confirmation order revisions (1.1); corr re effective date tasks (.9). | Fliman, D.A. | 2.0 |
| 09/23/2020 | Review revised plan (.1) and confirmation order (.5); emails with Skadden re: same (.2); call with Togut and Skadden (.2); call with Togut (.1); call with BRG (.3); email with BRG re: same (.1); emails re: effective date escrows (.1). | Martin, S.L. | 1.6 |
| 09/24/2020 | Address issues w/r/t D&O settlement payment (2.1); draft confirmation order revisions w/r/t same (1.4); corr w/ case parties re same, resolution (1.1); t/c w/ S. Martin re D&Os (.2). | Fliman, D.A. | 4.8 |

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| | | | |
|------------|---|--------------|-----|
| 09/24/2020 | Revise D&O resolution language (.7); correspondence w/ team re same (.3) | Gilad, E.E. | 1.0 |
| 09/24/2020 | Closing discussion with BRG re emergence. | Hansen, K.M. | 0.5 |
| 09/24/2020 | Call with BRG re plan effectiveness and payments (.6); emails with SSL and BRG re: effective date payments (.4); calls with BRG re: same (.4); emails re: GUC trust escrow (.4); emails with GUC trustee re: plan and trust agreement language (.3); email with tax team re: trust (1); emails with Skadden, Stroock, BRG, and Milbank re: D&O insurance payment timing (.8); call with D. Fliman re: same (.2); revise confirmation order (.8); internal emails re: same (.4); emails with Skadden (.1); email with D&O insurance counsel (.2). | Martin, S.L. | 4.7 |
| 09/24/2020 | Review and revise language re contingent release. | Sasson, I.S. | 0.3 |
| 09/25/2020 | Review and revise confirmation order changes (1.1); t/c w/ case parties re same (.3); address related tasks, procedures (.6); address litigation trust agreement language (.5). | Fliman, D.A. | 2.5 |
| 09/25/2020 | Exchange emails re confirmation (.4); review confirmation order (.1) | Hansen, K.M. | 0.5 |
| 09/25/2020 | Emails re: effective date payments (.4); emails with GUC trustee (.5); emails re: confirmation order revisions (.2); review as filed confirmation order (.6). | Martin, S.L. | 1.7 |
| 09/25/2020 | Review and revise draft confirmation order re effective date timing issues. | Sasson, I.S. | 0.5 |
| 09/28/2020 | Call with GUC trustee re: GUC trust agreement and status (.4); revise GUC trust agreement (1.6); emails with trustee (.2) and Skadden re: same (.2); call with BRG re: effective date payments (.3); review funds flow (.3); review plan administration trust agreement (.3); follow up emails with trustee (.3). | Martin, S.L. | 3.6 |

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| | | | |
|------------|---|------------------|-----|
| 09/29/2020 | Address effective date, emergence issues. | Fliman, D.A. | 0.8 |
| 09/29/2020 | Revise GUC recovery trust agreement (2.7); review comments to same (.7). | Iaffaldano, J.F. | 3.4 |
| 09/29/2020 | Correspondence with Skadden and S. Martin re legends on stock certificates | Lowenthal, J.S. | 0.5 |
| 09/29/2020 | Emails re: effective date payments (.8); calls with BRG re: same (.4); call with GUC trustee (.4); emails with trustee re: status (.6); revise GUC trust agreement (1.1); emails re: tax issues (.4); finalize GUC trust agreement (.3); emails with Skadden re: same (.2); emails re: formation of GUC trust (.5); follow up discussions re: trust tax issues (.5); review effective date closing checklist (.4); internal emails re: same (.3). | Martin, S.L. | 5.9 |
| 09/30/2020 | Address emergence issues, tasks. | Fliman, D.A. | 0.5 |
| 09/30/2020 | Call with Skadden re emergence (.2); call with Committee re same (.3); review emails from S. Martin re governance matters (.2); email team re closing workstreams (.2). | Hansen, K.M. | 0.9 |
| 09/30/2020 | Review governance docs (.3); call w/ S. Martin and J. Lowenthal re same (.5); draft amended and restated bylaws and COI (4.9). | Iaffaldano, J.F. | 5.7 |
| 09/30/2020 | Review existing governance documents (.4); discuss potential changes with S. Martin, J. Iaffaldano (.4). | Lowenthal, J.S. | 0.8 |
| 09/30/2020 | Call with Skadden re: effective date deliverables (.2); emails with Skadden (.2) and trustee re: same (.3); call with DSI (.3); emails re: bank accounts, EIN, and wires (.8); follow up calls with DSI (.4); call with committee member re: effective date (.3); internal call re: post-emergence corporate governance matters (.4); prepare final materials for emergence (1.3); internal emails re: same (.3); draft email to committee re: effective date (.8). | Martin, S.L. | 5.3 |

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| SUMMARY OF HOURS | HOURS | RATE | TOTAL |
|-----------------------|-------|----------|--------------|
| Fliman, Daniel A. | 36.6 | \$ 1,350 | \$ 49,410.00 |
| Gilad, Erez E. | 1.0 | 1,475 | 1,475.00 |
| Hansen, Kristopher M. | 11.2 | 1,650 | 18,480.00 |
| Iaffaldano, John F. | 24.5 | 550 | 13,475.00 |
| Jewett, Michelle M. | 2.1 | 1,395 | 2,929.50 |
| Lowenthal, Jeffrey S. | 1.7 | 1,395 | 2,371.50 |
| Magzamen, Michael | 5.6 | 450 | 2,520.00 |
| Martin, Samantha | 97.3 | 1,095 | 106,543.50 |
| Sasson, Isaac S. | 9.5 | 940 | 8,930.00 |

| | |
|--|---------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 206,134.50 |
|--|---------------|

| | |
|-----------------------|---------------|
| TOTAL FOR THIS MATTER | \$ 206,134.50 |
|-----------------------|---------------|

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

Exhibit B

Expense Detail

STROOCK

DISBURSEMENT REGISTER

| | |
|-------------|---|
| INVOICE NO. | 776408 |
| CLIENT | The McClatchy Company, et al. Official Committee of Unsecured Creditors |

FOR DISBURSEMENT SERVICES RENDERED in the captioned matter for the period
through September 30, 2020, including:

| DATE | DESCRIPTION | AMOUNT |
|--------------------------------|---|--------|
| Long Distance Telephone | | |
| 09/03/2020 | SoundPath Conferencing Services by Isaac Sasson to 2128066689 for 41 Minutes; Invoice # 2128065400-090620 | 2.22 |
| 09/03/2020 | SoundPath Conferencing Services by Isaac Sasson to 13122634141 for 36 Minutes; Invoice # 2128065400-090620 | 1.94 |
| 09/03/2020 | SoundPath Conferencing Services by Samantha L. Martin to 2394043339 for 30 Minutes; Invoice # 2128065400-090620 | 1.63 |
| 09/03/2020 | SoundPath Conferencing Services by Samantha L. Martin to 2128066689 for 44 Minutes; Invoice # 2128065400-090620 | 2.39 |
| 09/03/2020 | SoundPath Conferencing Services by Samantha L. Martin to 4049317329 for 31 Minutes; Invoice # 2128065400-090620 | 1.68 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 7167131195 for 51 Minutes; Invoice # 2128065400-092720 | 2.77 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 2015877132 for 58 Minutes; Invoice # 2128065400-092720 | 3.15 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 5162416674 for 36 Minutes; Invoice # 2128065400-092720 | 1.94 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 2022075568 for 44 Minutes; Invoice # 2128065400-092720 | 2.39 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 2488354752 for 52 Minutes; Invoice # 2128065400-092720 | 2.83 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 5163593728 for 55 Minutes; Invoice # 2128065400-092720 | 2.99 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 2122842542 for 49 Minutes; Invoice # 2128065400-092720 | 2.66 |

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| DATE | DESCRIPTION | AMOUNT |
|------------|---|--------|
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 6267337870 for 54 Minutes; Invoice # 2128065400-092720 | 2.94 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178565336 for 54 Minutes; Invoice # 2128065400-092720 | 2.94 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 5166039109 for 53 Minutes; Invoice # 2128065400-092720 | 2.88 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024135602 for 69 Minutes; Invoice # 2128065400-092720 | 3.76 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176922229 for 31 Minutes; Invoice # 2128065400-092720 | 1.68 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 2024279339 for 57 Minutes; Invoice # 2128065400-092720 | 3.10 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463451466 for 6 Minutes; Invoice # 2128065400-092720 | 0.32 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176923337 for 55 Minutes; Invoice # 2128065400-092720 | 2.99 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 6094233440 for 55 Minutes; Invoice # 2128065400-092720 | 2.99 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 9172599631 for 37 Minutes; Invoice # 2128065400-092720 | 2.01 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 9178090913 for 54 Minutes; Invoice # 2128065400-092720 | 2.94 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 9176920112 for 57 Minutes; Invoice # 2128065400-092720 | 3.10 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 2128066689 for 65 Minutes; Invoice # 2128065400-092720 | 3.54 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 2406875553 for 46 Minutes; Invoice # 2128065400-092720 | 2.49 |
| 09/23/2020 | SoundPath Conferencing Services by Michael Magzamen to 6463451466 for 49 Minutes; Invoice # 2128065400-092720 | 2.66 |

Long Distance Telephone Total 68.93

Outside Professional Services

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| DATE | DESCRIPTION | AMOUNT |
|--|---|---------------|
| 09/29/2020 | VENDOR: Veritext; INVOICE#: NY4539554; DATE: 9/17/2020; Windstream V- Certified transcript | 100.80 |
| Outside Professional Services Total | | 100.80 |
| O/S Information Services | | |
| 08/31/2020 | VENDOR: Chase Card Services; INVOICE#: 08312020; DATE: 8/31/2020 - Chase Card 083120- Court Solutions NY NY P.O.S 20200803-1969- sales tax 5.71 -134 08.08.20 | 70.00 |
| 08/31/2020 | VENDOR: Chase Card Services; INVOICE#: 08312020; DATE: 8/31/2020 - Chase Card - Court Solutions NY NY P.O.S 20200803-1969-135 - Sales tax 5.71 08.05.20 | 70.00 |
| 08/31/2020 | VENDOR: Chase Card Services; INVOICE#: 08312020; DATE: 8/31/2020 - Chase Card 083120 - Court Solutions NY NY P.O.S 20200803-1969-135 Sales tax 5.71 -08.05.20 | 70.00 |
| 08/31/2020 | VENDOR: Chase Card Services; INVOICE#: 08312020; DATE: 8/31/2020 - Chase Card 083120 - Court Solutions NY NY P.O.S 20200804- 1969 -150 Sales tax 5.71- 08.06.20 | 70.00 |
| 08/31/2020 | VENDOR: Chase Card Services; INVOICE#: 08312020; DATE: 8/31/2020 - Chase Card 083120 Court Solutions NY NY P.O.S 20200804- 1969-144 Sales tax 5.71- 08.06.20 | 70.00 |
| 08/31/2020 | VENDOR: Chase Card Services; INVOICE#: 08312020; DATE: 8/31/2020 - Chase Card 083120 Court Solutions NY NY P.O.S 20200804- 1969-145 Sales tax 5.71- 08.06.20 | 70.00 |
| 10/02/2020 | Chase CC - 10022020 - 9.23.2020 - COURTSOLUTIONS | 70.00 |
| 10/02/2020 | Chase CC - 10022020 - 9.23.2020 - COURTSOLUTIONS | 70.00 |
| 10/02/2020 | Chase CC - 10022020 - 9.23.2020 - COURTSOLUTIONS | 70.00 |
| 10/29/2020 | Pacer Search Service on 8/7/2020 | 232.30 |
| 10/29/2020 | Pacer Search Service on 8/7/2020 | 3.00 |
| O/S Information Services Total | | 865.30 |
| Westlaw | | |
| 09/16/2020 | Duration 0:0:0; by Iaffaldano, John F. | 764.64 |

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| DATE | DESCRIPTION | AMOUNT |
|----------------------|--|---------------|
| 09/22/2020 | Duration 0:0:0; by Iaffaldano, John F. | 87.84 |
| Westlaw Total | | 852.48 |

DISBURSEMENT SUMMARY

| | |
|-------------------------------|----------|
| Long Distance Telephone | \$ 68.93 |
| Outside Professional Services | 100.80 |
| O/S Information Services | 865.30 |
| Westlaw | 852.48 |

| | |
|-----------------------------|-------------|
| TOTAL DISBURSEMENTS/CHARGES | \$ 1,887.51 |
|-----------------------------|-------------|

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

EXHIBIT E

Budget and Staffing Plans

Exhibit E-1

**BUDGET OF STROOCK & STROOCK & LAVAN LLP, COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR THE PERIOD FROM
JUNE 1, 2020 THROUGH AND INCLUDING JUNE 30, 2020**

| Project Category | Estimated Hours | Estimated Fees | Actual Hours | Actual Fees |
|--|------------------------|------------------------|---------------------|------------------------|
| Case Administration | 75 | \$ 50,000 | 31.6 | 16,645.00 |
| Meetings & Communications with Debtors | 30 | 30,000 | 5.8 | 6,391.00 |
| Asset Disposition & Sales | 100 | 100,000 | 28.8 | 32,526.50 |
| Relief from Stay / Adequate Protection Matters | 10 | 10,000 | 2.8 | 3,294.00 |
| Court Hearings | 30 | 30,000 | 15.7 | 20,135.00 |
| Meetings & Communications with Committee | 100 | 100,000 | 48.5 | 54,852.00 |
| Case Analysis/ Pleading Analysis and Responses | 100 | 100,000 | 31.1 | 32,872.50 |
| Stroock Retention Applications | 0 | 0 | 0 | 0 |
| Stroock Fee Applications | 75 | 75,000 | 70.7 | 53,722.50 |
| Other Professional Retention | 10 | 10,000 | 6.2 | 3,273.50 |
| Other Professional Fee Applications | 30 | 30,000 | 12.8 | 10,140.00 |
| Lien Review | 30 | 30,000 | 17.0 | 17,898.00 |
| Leases & Contracts | 30 | 30,000 | 3.0 | 3,511.50 |
| Cash Collateral/ DIP/ Financing | 50 | 50,000 | 21.7 | 26,341.00 |
| Litigation & Adversary Proceedings | 700 | 700,000 | 672.8 | 572,713.00 |
| Business Operations | 30 | 30,000 | 1.1 | 1,584.50 |
| Employee Benefits / Pensions | 50 | 50,000 | 19.9 | 22,673.50 |
| Tax Issues | 75 | 75,000 | 55.2 | 67,594.50 |
| Corporate Governance | 10 | 10,000 | 0 | 0 |
| Valuation / Asset Analysis & Recovery | 30 | 30,000 | 3.7 | 5,083.00 |
| Schedules/SoFAs/UST Reports | 10 | 10,000 | 0 | 0 |
| Claims Administration & Objections | 30 | 30,000 | 23.2 | 22,588.50 |
| Plan & Disclosure Statement | 30 | 30,000 | 1.3 | 1,732.50 |
| Mediation (and related review/ analysis) | 200 | 200,000 | 134.0 | 179,631.00 |
| Non-Working Travel | 0 | 0 | 0 | 0 |
| Total | 1,835.0 | \$ 1,810,000.00 | 1,206.9 | \$ 1,155,203.00 |

**STAFFING PLAN OF STROOCK & STROOCK & LAVAN LLP, COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR THE PERIOD FROM
JUNE 1, 2020 THROUGH AND INCLUDING JUNE 30, 2020**

| Category of Time Keeper | Estimated Number of Timekeepers During the Budget Period | Actual Number of Timekeepers During the Budget Period | Average Hourly Rate |
|--|---|--|--------------------------------|
| Partners | 10 | 9 | \$ 1,390 |
| Of Counsel, Special Counsel & Senior Associates (7+ years of experience) | 10 | 6 | 1,046 |
| Associates (4-6 years of experience) | 5 | 4 | 895 |
| Junior Associates (1-3 years of experience) | 5 | 4 | 581 |
| Paraprofessionals | 7 | 7 | 397 |

**BUDGET OF STROOCK & STROOCK & LAVAN LLP, COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR THE PERIOD
FROM JULY 1, 2020 THROUGH AND INCLUDING JULY 31, 2020**

| Project Category | Estimated Hours | Estimated Fees | Actual Hours | Actual Fees |
|--|------------------------|------------------------|---------------------|----------------------|
| Case Administration | 75 | \$ 50,000 | 29.7 | \$ 14,792.00 |
| Meetings & Communications with Debtors | 30 | 30,000 | 4.4 | 5,902.00 |
| Asset Disposition & Sales | 300 | 300,000 | 280.2 | 271,065.50 |
| Relief from Stay / Adequate Protection Matters | 10 | 10,000 | 3.5 | 3,188.50 |
| Court Hearings | 100 | 100,000 | 79.4 | 83,367.00 |
| Meetings & Communications with Committee | 100 | 100,000 | 72.4 | 80,875.50 |
| Case Analysis/ Pleading Analysis and Responses | 100 | 100,000 | 30.5 | 30,290.00 |
| Stroock Retention | 0 | 0 | 0 | 0 |
| Stroock Fee Applications | 30 | 30,000 | 9.3 | 7,744.00 |
| Other Professional Retention | 10 | 10,000 | 0.3 | 165.00 |
| Other Professional Fee Applications | 30 | 30,000 | 11.5 | 8,900.00 |
| Lien Review | 10 | 10,000 | 0 | 0 |
| Leases & Contracts | 10 | 10,000 | 3.5 | 3,793.00 |
| Cash Collateral/ DIP/ Financing | 10 | 10,000 | 1.4 | 1,647.00 |
| Litigation & Adversary Proceedings | 100 | 100,000 | 24.1 | 29,700.50 |
| Business Operations | 30 | 30,000 | 0 | 0 |
| Employee Benefits / Pensions | 50 | 50,000 | 13.2 | 13,210.00 |
| Tax Issues | 75 | 75,000 | 31.5 | 39,325.50 |
| Corporate Governance | 10 | 10,000 | 0 | 0 |
| Valuation / Asset Analysis & Recovery | 30 | 30,000 | 0.6 | 885.00 |
| Schedules/ SoFAs/ UST Reports | 10 | 10,000 | 0.2 | 295.00 |
| Claims Administration & Objections | 30 | 30,000 | 3.4 | 4,737.50 |
| Plan & Disclosure Statement | 30 | 30,000 | 0 | 0 |
| Mediation (and related review/ analysis) | 250 | 250,000 | 128.2 | 179,370.50 |
| Non-Working Travel | 0 | 0 | 0 | 0 |
| Total | 1,430 | \$ 1,405,000.00 | 727.3 | \$ 779,253.50 |

**STAFFING PLAN OF STROOCK & STROOCK & LAVAN LLP, COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR THE PERIOD
FROM JULY 1, 2020 THROUGH AND INCLUDING JULY 31, 2020**

| Category of Time Keeper | Estimated Number of Timekeepers During the Budget Period | Actual Number of Timekeepers During the Budget Period | Average Hourly Rate |
|--|---|--|--------------------------------|
| Partners | 10 | 10 | \$ 1,356 |
| Of Counsel, Special Counsel & Senior Associates (7+ years of experience) | 10 | 6 | 1,030 |
| Associates (4-6 years of experience) | 5 | 3 | 895 |
| Junior Associates (1-3 years of experience) | 5 | 5 | 600 |
| Paraprofessionals | 7 | 4 | 410 |

**BUDGET OF STROOCK & STROOCK & LAVAN LLP, COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR THE PERIOD
FROM AUGUST 1, 2020 THROUGH AND INCLUDING AUGUST 31, 2020**

| Project Category | Estimated Hours | Estimated Fees | Actual Hours | Actual Fees |
|--|------------------------|-----------------------|---------------------|----------------------|
| Case Administration | 50 | \$ 35,000 | 14.0 | \$ 6,662.00 |
| Meetings & Communications with Debtors | 10 | 10,000 | 1.4 | 770.00 |
| Asset Disposition & Sales | 30 | 30,000 | 23.4 | 27,781.00 |
| Relief from Stay / Adequate Protection Matters | 10 | 10,000 | 0.8 | 757.50 |
| Court Hearings | 30 | 30,000 | 15.1 | 17,837.00 |
| Meetings & Communications with Committee | 50 | 50,000 | 11.3 | 12,553.00 |
| Case Analysis/ Pleading Analysis and Responses | 30 | 30,000 | 0 | 0 |
| Stroock Retention | 0 | 0 | 0 | 0 |
| Stroock Fee Applications | 30 | 30,000 | 1.6 | 989.00 |
| Other Professional Retention | 10 | 10,000 | 0 | 0 |
| Other Professional Fee Applications | 30 | 30,000 | 5.7 | 4,427.50 |
| Lien Review | 10 | 10,000 | 0 | 0 |
| Leases & Contracts | 10 | 10,000 | 0.6 | 624.00 |
| Cash Collateral/ DIP/ Financing | 10 | 10,000 | 0.4 | 438.00 |
| Litigation & Adversary Proceedings | 30 | 30,000 | 9.1 | 11,979.50 |
| Business Operations | 10 | 10,000 | 0.3 | 165.00 |
| Employee Benefits / Pensions | 50 | 50,000 | 7.6 | 8,340.50 |
| Tax Issues | 100 | 100,000 | 58.1 | 82,367.50 |
| Corporate Governance | 10 | 10,000 | 0 | 0 |
| Valuation / Asset Analysis & Recovery | 10 | 10,000 | 0 | 0 |
| Schedules/ SoFAs/ UST Reports | 10 | 10,000 | 0 | 0 |
| Claims Administration & Objections | 30 | 30,000 | 1.4 | 1,260.50 |
| Plan & Disclosure Statement | 250 | 250,000 | 157.6 | 152,903.00 |
| Mediation (and related review/ analysis) | 10 | 10,000 | 0 | 0 |
| Non-Working Travel | 0 | 0 | 0 | 0 |
| Total | 820 | \$ 805,000.00 | 308.4 | \$ 329,855.00 |

**STAFFING PLAN OF STROOCK & STROOCK & LAVAN LLP, COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR THE PERIOD
FROM AUGUST 1, 2020 THROUGH AND INCLUDING AUGUST 31, 2020**

| Category of Time Keeper | Estimated Number of Timekeepers During the Budget Period | Actual Number of Timekeepers During the Budget Period | Average Hourly Rate |
|--|---|--|--------------------------------|
| Partners | 12 | 11 | \$ 1,360 |
| Of Counsel, Special Counsel & Senior Associates (7+ years of experience) | 10 | 4 | 1,030 |
| Associates (4-6 years of experience) | 4 | 2 | 917.50 |
| Junior Associates (1-3 years of experience) | 4 | 1 | 550 |
| Paraprofessionals | 6 | 3 | 423 |

**BUDGET OF STROOCK & STROOCK & LAVAN LLP, COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR THE PERIOD
FROM SEPTEMBER 1, 2020 THROUGH AND INCLUDING SEPTEMBER 30, 2020**

| Project Category | Estimated Hours | Estimated Fees | Actual Hours | Actual Fees |
|--|------------------------|-----------------------|---------------------|----------------------|
| Case Administration | 50 | \$ 35,000 | 7.7 | 3,477.00 |
| Meetings & Communications with Debtors | 10 | 10,000 | 0 | 0 |
| Asset Disposition & Sales | 10 | 10,000 | 4.6 | 5,037.00 |
| Relief from Stay / Adequate Protection Matters | 10 | 10,000 | 0.2 | 219.00 |
| Court Hearings | 30 | 30,000 | 16.2 | 16,189.50 |
| Meetings & Communications with Committee | 50 | 50,000 | 16.1 | 18,188.50 |
| Case Analysis/ Pleading Analysis and Responses | 30 | 30,000 | 0 | 0 |
| Stroock Retention | 0 | 0 | 0 | 0 |
| Stroock Fee Applications | 10 | 10,000 | 2.0 | 1,689.50 |
| Other Professional Retention | 10 | 10,000 | 0 | 0 |
| Other Professional Fee Applications | 10 | 10,000 | 2.6 | 2,524.50 |
| Lien Review | 0 | 0 | 0 | 0 |
| Leases & Contracts | 10 | 10,000 | 0.2 | 219.00 |
| Cash Collateral/ DIP/ Financing | 0 | 0 | 0 | 0 |
| Litigation & Adversary Proceedings | 30 | 30,000 | 21.8 | 27,941.50 |
| Business Operations | 10 | 10,000 | 1.3 | 1,573.50 |
| Employee Benefits / Pensions | 30 | 30,000 | 1.3 | 1,597.50 |
| Tax Issues | 30 | 30,000 | 20.1 | 28,339.50 |
| Corporate Governance | 10 | 10,000 | 0 | 0 |
| Valuation / Asset Analysis & Recovery | 10 | 10,000 | 0 | 0 |
| Schedules/ SoFAs/ UST Reports | 10 | 10,000 | 0 | 0 |
| Claims Administration & Objections | 30 | 30,000 | 3.3 | 3,484.50 |
| Plan & Disclosure Statement | 250 | 250,000 | 189.50 | 206,134.50 |
| Mediation (and related review/ analysis) | 10 | 10,000 | 0 | 0 |
| Non-Working Travel | 0 | 0 | 0 | 0 |
| Total | 650 | \$ 635,000.00 | 286.9 | \$ 316,615.00 |

**STAFFING PLAN OF STROOCK & STROOCK & LAVAN LLP, COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR THE PERIOD
FROM SEPTEMBER 1, 2020 THROUGH AND INCLUDING SEPTEMBER 30, 2020**

| Category of Time Keeper | Estimated Number of Timekeepers During the Budget Period | Actual Number of Timekeepers During the Budget Period | Average Hourly Rate |
|--|---|--|--------------------------------|
| Partners | 12 | 11 | \$ 1,360 |
| Of Counsel, Special Counsel & Senior Associates (7+ years of experience) | 5 | 1 | 1,095 |
| Associates (4-6 years of experience) | 4 | 1 | 940 |
| Junior Associates (1-3 years of experience) | 4 | 2 | 550 |
| Paraprofessionals | 6 | 3 | 423 |