

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

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In re : Chapter 11  
:  
RESIDENTIAL CAPITAL, LLC, *et al.*, : Case No. 12-12020 (MG)  
:  
:  
:(Jointly Administered)  
Debtors. :  
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**ORDER GRANTING APPLICATIONS FOR ALLOWANCE OF INTERIM  
AND FINAL COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Upon consideration of the applications for allowance of interim and final compensation and reimbursement of expenses (Docket Nos. 5819, 5844, 5846, 5850, 5980, 6512, 6528, 6531, 6536, 6537, 6539, 6541, 6542, 6543, 6549, 6550, 6552, 6553, 6556, 6559, 6560, 6561, 6562, 6565, 6567, 6569, 6571, 6573, 6577, 6578, 6579, 6580, 6581, 6582, 6583, 6584, 6585, 6586, 6587, 6588, 6589, 6590, 6591 and 6696 (collectively, the “**Applications**”) for professional services rendered and expenses incurred during the interim period commencing September 1, 2013 through December 17, 2013 and for professional services rendered and expenses incurred during the final period commencing May 14, 2012 through December 17, 2013; and notice having been given pursuant to Federal Rules of Bankruptcy Procedure 2002(a)(7) and (c)(2); and due consideration having been given to all pleadings related to the Applications; and a hearing having been held before this Court to consider the Applications on June 18, 2014 (the “**Hearing**”); and based upon the record of the Hearing; and all objections to the Applications having been resolved or overruled; and sufficient cause having been shown therefor; it is hereby

ORDERED, that, the compensation and reimbursement of expenses sought pursuant to the Applications, as modified herein, are awarded, on a final basis pursuant to 11 U.S.C. § 330,



in the amounts set forth on **Schedule “A”** and **Schedule “B”** (together, the “**Schedules**”)  
annexed hereto; and it is further

ORDERED, that the Debtors are authorized and directed to pay or cause to be paid, to the  
extent not previously paid, the amounts fixed and awarded hereby to each of the professionals as  
set forth on the annexed Schedules; and it is further

ORDERED, that the terms and conditions of this Order shall be immediately effective  
and enforceable upon its entry; and it is further

ORDERED, that this Court shall retain jurisdiction to hear and determine all matters  
arising from or related to the implementation, interpretation and/or enforcement of this Order;  
and it is further

ORDERED, that the Debtors are authorized to take all actions necessary to effectuate the  
relief granted pursuant to this Order.

**IT IS SO ORDERED.**

Dated: July 11, 2014  
New York, New York

/s/Martin Glenn  
MARTIN GLENN  
United States Bankruptcy Judge

Case No.: 12-12020 (MG)

CURRENT INTERIM FEE PERIOD

Schedule A

Case Name: In re Residential Capital, LLC, et al.

9/01/2013 through 12/17/2013<sup>1</sup>Interim Fee Applications

(1) Applicant	(2) Date/ Document Number of Application	(3) Interim Period Covered by Application	(4) Interim Fees Requested on Application	(5) Interim Fees Allowed	(6) Holdback to be Released for Current Fee Period <sup>2</sup>	(7) Fees to be Paid for Prior Fee Period(s), if any (i.e. Holdback Release)	(8) Total Fees to be Paid <sup>3</sup>	(9) Interim Expenses Requested	(10) Interim Expenses Allowed
<b>Debtors' Professionals</b>									
Bradley Arant Boulton Cummings LLP	2/28/2014 [ECF Doc. # 6537]	9/1/2013 – 12/17/2013	\$577,839.60	\$574,924.07	\$112,055.27	\$313,220.79	\$888,144.86	\$33,756.83	\$33,159.71
Bryan Cave LLP	2/21/2014 [ECF Doc. # 6512]	5/14/2012 – 6/30/2013	\$0.00	\$0.00	\$0.00	\$10,625.09	\$10,625.09	\$0.00	\$0.00
Carpenter Lipps & Leland LLP	2/28/2014 [ECF Doc. # 6543]	9/1/2013 – 12/17/2013	\$851,039.00	\$850,929.00	\$170,085.80	\$248,442.25	\$1,099,371.25	\$253,922.08	\$253,922.08
Centerview Partners LLC	3/3/2014 [ECF Doc. # 6573]	9/1/2013 – 12/17/2013	\$1,200,000.00	\$1,200,000.00	\$238,483.20	\$240,000.00	\$1,440,000.00	\$7,121.41	\$5,604.61

<sup>1</sup> Except as otherwise noted in column 3.<sup>2</sup> Reflects reductions in fees and expenses initially requested, which have been subtracted from holdbacks being released.<sup>3</sup> This column does not necessarily reflect actual amounts due and payable, which may differ depending on whether initial payments were made on subsequently reduced applications, whether monthly invoices were submitted to the Debtors in accordance with the *Order Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals* [Dkt. No. 797] prior to filing of the applications, and other reconciling items.

Case No.: 12-12020 (MG)

CURRENT INTERIM FEE PERIOD

Schedule A

Case Name: In re Residential Capital, LLC, et al.

9/01/2013 through 12/17/2013<sup>1</sup>

(1) Applicant	(2) Date/ Document Number of Application	(3) Interim Period Covered by Application	(4) Interim Fees Requested on Application	(5) Interim Fees Allowed	(6) Holdback to be Released for Current Fee Period <sup>2</sup>	(7) Fees to be Paid for Prior Fee Period(s), if any (i.e. Holdback Release)	(8) Total Fees to be Paid <sup>3</sup>	(9) Interim Expenses Requested	(10) Interim Expenses Allowed
Curtis, Mallet-Prevost, Colt & Mosle LLP	3/3/2014 [ECF Doc. # 6588] <sup>4</sup>	9/1/2013 – 12/17/2013	\$3,942,109.00	\$3,832,109.00	\$678,421.80	\$492,451.70	\$4,324,560.70	\$30,505.36	\$30,505.36
Deloitte & Touche LLP	2/27/2014 [ECF Doc. # 6531]	5/14/2012 – 8/31/2013	\$0	\$0	\$0	\$311,134.92	\$311,134.92	\$0.00	\$0.00
Dorsey & Whitney LLP	2/28/2014 [ECF Doc. # 6539]	9/1/2013 – 12/17/2013	\$38,782.35	\$38,782.35	\$7,756.47	\$20,538.85	\$59,321.20	\$240.60	\$240.60
Ernst & Young LLP	2/28/2014 [ECF Doc. # 6536]	9/1/2013 – 12/17/2013	\$941,770.00	\$940,061.00	\$186,590.19	\$94,563.43	\$1,034,624.43	\$7,782.51	\$7,727.70
Fortace LLC	5/23/2014 [ECF Doc. # 6696]	9/1/2013 – 12/17/2013	\$154,052.00	\$154,052.00	\$30,810.40	\$23,859.75	\$177,911.75	\$372,849.29	\$372,849.29
FTI Consulting, Inc.	3/4/2014 [ECF Doc. # 6591] <sup>5</sup>	9/1/2013 – 12/17/2013	\$3,633,019.50	\$3,506,342.86	\$588,647.04 + \$315,158.30 (Rollover Amount) <sup>6</sup>	\$923,968.70	\$4,430,311.56	\$46,041.87	\$34,761.65
Hudson Cook LLP	12/2/2013 [ECF Doc. # 5980]	5/1/2013 – 6/30/2013	\$219,318.00	\$219,318.00	\$43,863.60	\$0.00	\$219,318.00	\$0.00	\$0.00

4 A Notice of Amended Summary of the Fifth Interim and Final Application of Curtis, Mallet-Prevost, Colt & Mosle LLP, as Conflicts Counsel to the Debtors and Debtors in Possession [Docket No. 7035] was filed on June 2, 2014.

5 A Notice of Clarifications and Corrections with Regard to Fifth Interim and Final Fee Application of FTI Consulting, Inc. as Financial Advisor for the Debtors and Debtors in Possession [Docket No. 6632] was filed on March 4, 2014.

6 “Rollover Amount” has the meaning ascribed to it in FTI’s Third and Fourth Interim Fee Applications.

Case No.: 12-12020 (MG)

CURRENT INTERIM FEE PERIOD

Schedule A

Case Name: In re Residential Capital, LLC, et al.

9/01/2013 through 12/17/2013<sup>1</sup>

(1) Applicant	(2) Date/ Document Number of Application	(3) Interim Period Covered by Application	(4) Interim Fees Requested on Application	(5) Interim Fees Allowed	(6) Holdback to be Released for Current Fee Period <sup>2</sup>	(7) Fees to be Paid for Prior Fee Period(s), if any (i.e. Holdback Release)	(8) Total Fees to be Paid <sup>3</sup>	(9) Interim Expenses Requested	(10) Interim Expenses Allowed
KPMG LLP	2/28/2014 [ECF Doc. # 6542]	9/1/2013 – 12/17/2013	\$32,364.25	\$32,364.25	\$6,472.85	\$38,188.69	\$70,552.94	\$0.00	\$0.00
Kurtzman Carson Consultants LLC	3/3/2014 [ECF Doc. # 6549]	9/1/2013 – 12/17/2013	\$118,366.50	\$118,366.50	\$23,673.30	\$9,407.40	\$127,773.90	\$0.00	\$0.00
Locke Lord LLP	3/3/2014 [ECF Doc. # 6553]	9/1/2013 – 12/17/2013	\$140,400.80	\$140,400.80	\$28,080.16	\$48,070.04	\$188,470.84	\$8,924.87	\$8,924.87
Mercer US, Inc.	3/3/2014 [ECF Doc. # 6571]	9/1/2013 – 12/17/2013	\$46,497.16	\$46,497.16	\$7,484.99	\$9,474.71 <sup>7</sup>	\$55,971.87	\$5,054.46	\$3,240.02
Morrison & Foerster LLP	3/3/2014 [ECF Doc. # 6567] <sup>8</sup>	9/1/2013 – 12/17/2013	\$18,626,667.90	\$18,626,667.90	\$725,333.58	\$4,427,645.54	\$23,054,313.44	\$1,118,669.96	\$1,118,669.96
Orrick, Herrington & Sutcliffe LLP	3/3/2014 [ECF Doc. # 6550] <sup>9</sup>	9/1/2013 – 12/17/2013	\$120,018.94	\$108,272.94	\$12,200.49	\$37,442.90	\$145,715.84	\$2,290.80	\$2,233.50
Pepper Hamilton LLP	11/18/2013 [ECF Doc. # 5819]	5/1/2013 – 10/31/2013	\$1,164,392.25	\$1,159,214.75	\$227,071.45	\$0.00	\$1,159,214.75	\$14,973.79	\$14,344.29

<sup>7</sup> Includes a reduction of allowed expenses for the fourth interim period of \$4,064.43.

<sup>8</sup> A Notice of Amended Summary Sheet for Fifth Interim and Final Fee Application of Morrison & Foerster LLP as Bankruptcy Counsel for the Debtors [Docket No. 6977] was filed on May 21, 2014.

<sup>9</sup> A Notice of Filing of Amended Exhibit F-2 to Fifth Interim Fee Application and Final Fee Application of Orrick, Herrington & Sutcliffe LLP, as Special Securitization Transactional and Litigation Counsel for the Debtors, for Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred from May 14, 2014 through December 17, 2013 [Docket No. 6972] was filed on May 20, 2014.

Case No.: 12-12020 (MG)

CURRENT INTERIM FEE PERIOD

Schedule A

Case Name: In re Residential Capital, LLC, et al.

9/01/2013 through 12/17/2013<sup>1</sup>

(1) Applicant	(2) Date/ Document Number of Application	(3) Interim Period Covered by Application	(4) Interim Fees Requested on Application	(5) Interim Fees Allowed	(6) Holdback to be Released for Current Fee Period <sup>2</sup>	(7) Fees to be Paid for Prior Fee Period(s), if any (i.e. Holdback Release)	(8) Total Fees to be Paid <sup>3</sup>	(9) Interim Expenses Requested	(10) Interim Expenses Allowed
Perkins Coie LLP	3/3/2014 [ECF Doc. # 6552]	9/1/2013 – 12/17/2013	\$154,754.25	\$143,718.15	\$19,175.02	\$131,486.38	\$275,204.53	\$873.63	\$133.90
Rubenstein Associates, Inc.	3/3/2014 [ECF Doc. # 6579]	5/14/2012 – 4/30/2013	\$0.00	\$0.00	\$0.00	\$231.75	\$231.75	\$0.00	\$0.00
Severson & Werson, P.C.	3/3/2014 [ECF Doc. # 6561]	9/1/2013 – 12/17/2013	\$165,671.55	\$165,671.55	\$30,661.17	\$77,567.69	\$243,239.24	\$12,386.44	\$9,913.30
Towers Watson Delaware Inc.	2/27/2014 [ECF Doc. # 6528]	6/25/2012 – 4/30/2013	\$0.00	\$0.00	\$0.00	\$730.81	\$730.81	\$0.00	\$0.00
Troutman Sanders LLP	3/3/2014 [ECF Doc. # 6560]	5/14/2012 – 12/17/2013	\$0.00	\$0.00	\$0.00	\$33,045.20	\$33,045.20	\$0.00	\$0.00
<b>Committee's Professionals</b>									
AlixPartners, LLP	3/3/2014 [ECF Doc. # 6580]	9/1/2013 – 12/17/2013	\$2,086,086.18	\$2,086,086.18	\$129,217.24	\$651,327.26	\$2,737,413.44	\$3,873.61	\$3,873.61
Analytic Focus LLC	3/3/2014 [ECF Doc. # 6581]	8/28/2012 – 12/17/2013	\$0.00	\$0.00	\$0.00	\$1,413.50	\$1,413.50	\$0.00	\$0.00
Coherent Economics, LLC	3/3/2014 [ECF Doc. # 6586]	8/11/2012 – 12/17/2013	\$0.00	\$0.00	\$0.00	\$18,598.20	\$18,598.20	\$0.00	\$0.00

Case No.: 12-12020 (MG)

CURRENT INTERIM FEE PERIOD

Schedule A

Case Name: In re Residential Capital, LLC, et al.

9/01/2013 through 12/17/2013<sup>1</sup>

(1) Applicant	(2) Date/ Document Number of Application	(3) Interim Period Covered by Application	(4) Interim Fees Requested on Application	(5) Interim Fees Allowed	(6) Holdback to be Released for Current Fee Period <sup>2</sup>	(7) Fees to be Paid for Prior Fee Period(s), if any (i.e. Holdback Release)	(8) Total Fees to be Paid <sup>3</sup>	(9) Interim Expenses Requested	(10) Interim Expenses Allowed
EPIQ Bankruptcy Solutions, LLC	3/3/2014 [ECF Doc. #6582]	9/1/2013 – 12/17/2013	\$38,906.00	\$37,197.10	\$6,072.30	\$5,363.49	\$42,560.59	\$42,135.64	\$42,135.64
J. F. Morrow	3/3/2014 [ECF Doc. # 6587]	9/5/2012 – 8/31/2013	\$0.00	\$0.00	\$0.00	\$11,492.00	\$11,492.00	\$0.00	\$0.00
Kramer Levin Naftalis & Frankel LLP	3/3/2014 [ECF Doc. # 6589]	9/1/2013 – 12/17/2013	\$12,927,413.00	\$12,293,128.30	\$1,801,686.10	\$2,646,859.29	\$14,939,987.59	\$516,511.68	\$516,511.68
Moelis & Company LLC	3/3/2014 [ECF Doc. # 6583]	9/1/2013 – 12/17/2013	\$7,525,000.00	\$7,525,000.00	\$1,504,137.41	\$330,000.00	\$7,855,000.00	\$5,172.69	\$4,310.10
Pachulski Stang Ziehl & Jones LLP	3/3/2014 [ECF Doc. # 6565]	9/1/2013 – 12/17/2013	\$1,865,431.00	\$1,864,951.40	\$365,568.45	\$264,604.13	\$2,129,555.53	\$50,444.07	\$43,405.92
San Marino Business Partners LLC	3/3/2014 [ECF Doc. # 6590]	8/11/2012 – 12/17/2013	\$0.00	\$0.00	\$0.00	\$4,755.11	\$4,755.11	\$0.00	\$0.00
Silverman Acampora LLP	3/3/2014 [ECF Doc. # 6559]	9/1/2013 – 12/16/2013	\$379,204.75	\$378,864.75	\$75,840.95	\$72,173.05	\$451,037.80	\$10,700.73	\$10,700.73
Wilmer Cutler Pickering Hale & Dorr LLP	3/3/2014 [ECF Doc. # 6584]	9/1/2013 – 12/17/2013	\$128,252.50	\$125,181.50	\$21,696.35	\$70,349.90	\$195,531.40	\$1,026.67	\$1,026.67

Case No.: 12-12020 (MG)

CURRENT INTERIM FEE PERIOD

Schedule A

Case Name: In re Residential Capital, LLC, et al.

9/01/2013 through 12/17/2013<sup>1</sup>

(1) Applicant	(2) Date/ Document Number of Application	(3) Interim Period Covered by Application	(4) Interim Fees Requested on Application	(5) Interim Fees Allowed	(6) Holdback to be Released for Current Fee Period <sup>2</sup>	(7) Fees to be Paid for Prior Fee Period(s), if any (i.e. Holdback Release)	(8) Total Fees to be Paid <sup>3</sup>	(9) Interim Expenses Requested	(10) Interim Expenses Allowed
Examiner's Professionals									
Chadbourne & Parke LLP	3/3/2014 [ECF Doc. # 6577]	11/1/2013 – 12/17/2013	\$172,561.00	\$142,561.00	\$4,512.20	\$2,631,546.52 <sub>10</sub>	\$2,774,107.52	\$4,871.65	\$4,871.65
Arthur J. Gonzalez	11/18/2013 [ECF Doc. # 5850]	7/3/2012 – 5/21/2013	\$0.00	\$0.00	\$0.00	\$36,772.50	\$36,772.50	\$0.00	\$0.00
Leonard, Street & Deinard Professional Association	11/18/2013 [ECF Doc. # 5844]	4/15/2013 – 5/31/2013	\$0.00	\$0.00	\$0.00	\$10,000.00	\$10,000.00	\$0.00	\$0.00
Mesirow Financial Consulting, LLC	3/3/2014 [ECF Doc. # 6578]	11/1/2013 – 12/17/2013	\$57,179.00	\$37,179.00	\$37,179.00	\$2,097,325.3 <sub>0</sub> <sup>11</sup>	\$2,134,504.30	\$0.00	\$0.00
Wolf Haldenstein Adler Freeman & Herz LLP	11/18/2013 [ECF Doc. # 5846]	10/15/2012 – 4/30/2013	\$0.00	\$0.00	\$0.00	\$7,346.84	\$7,346.84	\$0.00	\$0.00

DATE ON WHICH ORDER WAS SIGNED: July 11, 2014INITIALS: MG USBJ

<sup>10</sup> Includes a voluntary reduction of \$61,056.00 to final fees taken prior to the Hearing.

<sup>11</sup> Includes voluntary reductions of \$268,343.00 in fees and \$225,167.00 in expenses incurred in connection with non-working travel time and expenses for non-NYC-based professionals requested by applicant on a final basis as directed at the Hearing.



Case No.: 12-12020 (MG)

Case Name: In re Residential Capital, LLC, et al.

**FINAL FEE PERIOD**

5/14/2012 through 12/17/2013<sup>1</sup>

Schedule B

**Final Fee Applications**

(1) Applicant	(2) Final Application Period	(3) Final Fees Requested	(4) Final Fees Paid	(5) Final Expenses Requested	(6) Final Expenses Paid
<b>Debtors' Professionals</b>					
Bradley Arant Boult Cummings LLP	5/14/2012 – 12/17/2013	\$11,959,869.89	\$11,456,954.36	\$613,918.47	\$613,321.35
Bryan Cave LLP	5/14/2012 – 6/30/2013	\$279,187.50	\$279,187.50	\$116.60	\$116.60
Carpenter Lipps & Leland LLP	5/14/2012 – 12/17/2013	\$6,163,425.00	\$6,163,315.00	\$2,609,058.89	\$2,609,058.89
Centerview Partners LLC	5/14/2012 – 12/17/2013	\$5,700,000.00 + \$3,800,000.00 (in- court transaction fee)	\$5,700,000.00 + \$3,800,000.00 (in- court transaction fee)	\$68,853.16	\$67,336.36
Curtis, Mallet-Prevost, Colt & Mosle LLP	5/14/2012 – 12/17/2013	\$9,957,770.80	\$9,847,770.80	\$53,990.94	\$53,990.94
Deloitte & Touche LLP	5/14/2012 – 8/31/2013	\$5,497,620.65	\$5,497,620.65	\$0.00	\$0.00
Dorsey & Whitney LLP	5/14/2012 – 12/17/2013	\$812,063.65	\$812,063.65	\$5,480.03	\$5,480.03

<sup>1</sup> Except as otherwise noted in column 3.

Case No.: 12-12020 (MG)

Case Name: In re Residential Capital, LLC, et al.

**FINAL FEE PERIOD**

5/14/2012 through 12/17/2013<sup>1</sup>

Schedule B

(1) Applicant	(2) Final Application Period	(3) Final Fees Requested	(4) Final Fees Paid	(5) Final Expenses Requested	(6) Final Expenses Paid
Ernst & Young LLP	10/1/2012 – 12/17/2013	\$1,886,517.75	\$1,884,808.75	\$43,285.29	\$43,230.48
Fortace LLC	5/21/2012 – 12/17/2013	\$2,203,213.5	\$2,203,213.5	\$659,745.97	\$659,745.97
FTI Consulting, Inc.	5/14/2012 – 12/17/2013	\$32,491,560.75	\$32,364,884.11	\$920,158.65	\$908,878.43
Hudson Cook LLP	5/14/2012 – 6/30/2013	\$2,284,737.50	\$2,284,737.50	\$30,550.67	\$30,550.67
KPMG LLP	5/14/2012 – 12/17/2013	\$1,791,439.65	\$1,791,439.65	\$102,515.04	\$102,515.04
Kurtzman Carson Consultants LLC	5/14/2012 – 12/17/2013	\$212,440.50	\$212,440.50	\$0.00	\$0.00
Locke Lord LLP	5/14/2012 – 12/17/2013	\$1,222,388.78	\$1,222,388.78	\$22,716.90	\$22,716.90
Mercer US, Inc.	5/14/2012 – 12/17/2013	\$317,003.56	\$317,003.56	\$45,041.90	\$39,434.27
Morrison & Foerster LLP	5/14/2012 – 12/17/2013	\$95,457,127.80	\$95,457,127.80	\$3,043,012.82	\$3,043,012.82
Orrick, Herrington & Sutcliffe LLP	5/14/2012 – 12/17/2013	\$1,844,902.19	\$1,833,156.19	\$4,807.25	\$4,749.95

Case No.: 12-12020 (MG)

Case Name: In re Residential Capital, LLC, et al.

**FINAL FEE PERIOD**

5/14/2012 through 12/17/2013<sup>1</sup>

Schedule B

(1) Applicant	(2) Final Application Period	(3) Final Fees Requested	(4) Final Fees Paid	(5) Final Expenses Requested	(6) Final Expenses Paid
Pepper Hamilton LLP	5/15/2012 – 10/31/2013	\$5,313,886.00	\$5,298,008.50	\$125,553.64	\$124,924.14
Perkins Coie LLP	3/20/2013 – 12/17/2013	\$1,469,618.00	\$1,458,581.90	\$14,725.01	\$13,985.28
Prince Lobel Tye LLP	5/14/2012 – 12/17/2013	\$222,328.00	\$222,328.00	\$29,451.34	\$29,451.34
Rubenstein Associates, Inc.	5/14/2012 – 4/30/2013	\$38,276.00	\$38,276.00	\$9,920.93	\$9,920.93
Severson & Werson, P.C.	5/14/2012 – 12/17/2013	\$3,321,340.39	\$3,321,340.39	\$297,513.49	\$295,040.35
Tilghman & Co., P.C.	5/14/2012 – 12/17/2013	\$11,507.50	\$11,507.50	\$29,046.14	\$29,046.14
Towers Watson Delaware Inc.	6/25/2012 – 4/30/2013	\$175,665.92	\$175,665.92	\$9,550.01	\$9,550.01
Troutman Sanders LLP	5/14/2012 – 12/17/2013	\$1,043,948.96	\$1,043,948.96	\$16,823.37	\$16,823.37
Weir & Partners LLP	5/14/2012 – 12/17/2013	\$2,349.00	\$2,349.00	\$154.68	\$154.68
<b>Committee's Professionals</b>					

Case No.: 12-12020 (MG)

Case Name: In re Residential Capital, LLC, et al.

**FINAL FEE PERIOD**

5/14/2012 through 12/17/2013<sup>1</sup>

Schedule B

(1) Applicant	(2) Final Application Period	(3) Final Fees Requested	(4) Final Fees Paid	(5) Final Expenses Requested	(6) Final Expenses Paid
AlixPartners, LLP	5/21/2012 – 12/17/2013	\$14,718,273.53	\$14,718,273.53	\$103,325.70	\$103,325.70
Analytic Focus LLC	8/28/2012 – 12/17/2013	\$592,840.25	\$592,840.25	\$355.29	\$355.29
Carter Ledyard & Milburn LLP	8/21/2013 – 11/20/2013	\$121,808.76	\$89,124.51	\$707.01	\$673.26
Coherent Economics, LLC	8/11/2012 – 12/17/2013	\$1,135,367.52	\$1,135,367.52	\$15,194.52	\$15,194.52
EPIQ Bankruptcy Solutions, LLC	5/22/2012 – 12/17/2013	\$186,302.06	\$184,593.16	\$255,878.82	\$255,878.82
J. F. Morrow	9/5/2012 – 8/31/2013	\$243,303.00	\$243,303.00	\$1,345.61	\$1,345.61
Kramer Levin Naftalis & Frankel LLP	5/16/2012 – 12/17/2013	\$65,000,300.55	\$64,366,016.25	\$2,416,309.04	\$2,416,309.04
Moelis & Company LLC	5/16/2012 – 12/17/2013	\$14,616,129.03	\$14,616,129.03	\$250,527.01	\$249,664.42
Pachulski Stang Ziehl & Jones LLP	9/19/2012 – 12/17/2013	\$4,844,469.07	\$4,843,989.47	\$94,832.44	\$87,794.29
Quest Turnaround Advisors LLC	9/16/2013 – 12/17/2013	\$345,646.12	\$345,646.12	\$17,614.09	\$17,614.09

Case No.: 12-12020 (MG)

Case Name: In re Residential Capital, LLC, et al.

**FINAL FEE PERIOD**

5/14/2012 through 12/17/2013<sup>1</sup>

Schedule B

(1) Applicant	(2) Final Application Period	(3) Final Fees Requested	(4) Final Fees Paid	(5) Final Expenses Requested	(6) Final Expenses Paid
San Marino Business Partners LLC	8/11/2012 – 12/17/2013	\$236,157.38	\$236,157.38	\$11,404.30	\$11,404.30
Silverman Acampora LLP	10/25/2012 – 12/16/2013	\$1,160,460.25	\$1,160,120.25	\$15,099.70	\$15,099.70
Wilmer Cutler Pickering Hale & Dorr LLP	12/12/2012 – 12/17/2013	\$831,751.50	\$828,680.50	\$3,713.58	\$3,713.58
<b>Examiner's Professionals</b>					
Chadbourne & Parke LLP	7/11/2012 – 12/17/2013	\$46,890,806.66	\$46,799,750.66	\$2,995,419.47	\$2,995,419.47
Arthur J. Gonzalez	7/3/2012 – 5/21/2013	\$568,612.50	\$568,612.50	\$0.00	\$0.00
Leonard, Street & Deinard Professional Association	4/15/2013 – 5/31/2013	\$100,000.00	\$100,000.00	\$4,210.00	\$4,210.00
Mesirow Financial Consulting, LLC	7/24/2012 – 12/17/2013	\$39,492,705.00	\$39,204,362.00	\$344,747.00	\$119,580.00
Wolf Haldenstein Adler Freeman & Herz LLP	10/15/2012 – 4/30/2013	\$82,997.85	\$82,997.85	\$1,670.56	\$1,670.56

DATE ON WHICH ORDER WAS SIGNED: July 11, 2014

INITIALS: MG USBJ