

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

TECT AEROSPACE GROUP
HOLDINGS, INC. *et al.*,¹

Debtors.

Chapter 11

Case No. 21-10670 (KBO)

(Jointly Administered)

Objection Deadline: May 16, 2022 at 4:00 p.m. (ET)

Hearing Date: Scheduled only if necessary

**NOTICE OF TWELFTH MONTHLY FEE APPLICATION OF
WOMBLE BOND DICKINSON (US) LLP FOR COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS
CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD MARCH 1, 2022 THROUGH MARCH 11, 2022**

PLEASE TAKE NOTICE that on April 25, 2022, Womble Bond Dickinson (US) LLP (“WBD”), co-counsel to the Official Committee of Unsecured Creditors (the “Committee”) of TECT Aerospace Group Holdings, Inc. and its affiliated debtors (collectively, the “Debtors”), filed the attached *Twelfth Monthly Fee Application of Womble Bond Dickinson (US) LLP for Compensation for Services Rendered and Reimbursement of Expenses as Co-Counsel for the Official Committee of Unsecured Creditors for the Period March 1, 2022 Through March 11, 2022* (the “Application”) with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, Wilmington, Delaware 19801 (the “Court”).

PLEASE TAKE FURTHER NOTICE that, pursuant to the Court’s *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals and (II) Granting Related Relief* [Docket No. 135] (the “Interim Compensation”

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: TECT Aerospace Group Holdings, Inc. (9338); TECT Aerospace Kansas Holdings, LLC (4241); TECT Aerospace Holdings, LLC (9112); TECT Aerospace Wellington Inc. (4768); TECT Aerospace, LLC (8650); TECT Hypervelocity, Inc. (8103); and Sun Country Holdings, LLC (6079). The Debtors’ mailing address is TECT Aerospace Group Holdings, Inc., c/o Conway MacKenzie, LLC, Attn: Shaun Martin, 265 Franklin Street, Suite 1004, Boston, MA 02110.



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Order”), objections, if any, to the Application must be filed with the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, and be served upon: (i) the Debtors, TECT Aerospace Group Holdings, Inc., et al., c/o Conway MacKenzie, LLC, 265 Franklin Street, Suite 1004, Boston, Massachusetts 02110 (Attn: Shaun Martin); (ii) counsel for the Debtors, Richards, Layton & Finger, P.A., One Rodney Square, 920 N. King Street, Wilmington, Delaware 19801 (Attn: Daniel DeFranceschi, Esq. (defranceschi@rlf.com), Paul N. Heath, Esq. (heath@rlf.com) and Amanda R. Steele, Esq. (steele@rlf.com)); (iii) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, Delaware 19801 (Attn: Linda Casey, Esq. (linda.casey@usdoj.gov)); (iv) counsel for the Committee, Kilpatrick Townsend & Stockton LLP, 1114 Avenue of the Americas, New York, New York 10036 (Attn: David Posner, Esq. (dposner@kilpatricktownsend.com) and Gianfranco Finizio, Esq. (gfinizio@kilpatricktownsend.com)) and Womble Bond Dickinson (US) LLP, 1313 North Market Street, Suite 1200, Wilmington, Delaware 19801 (Attn: Matthew Ward, Esq. (matthew.ward@wbd-us.com)); and (v) counsel to the DIP Agent, Perkins Coie LLP, 1201 Third Avenue, Suite 4900, Seattle, Washington 98101 (Attn: Alan D. Smith, Esq. (adsmith@perkinscoie.com)) and Young Conaway Stargatt & Taylor, LLP, 1000 N. King Street, Wilmington, Delaware 19801 (Attn: Kenneth J. Enos, Esq. (kenos@ycst.com)), by no later than **4:00 p.m. (prevailing Eastern Time) on May 16, 2022** (the “Objection Deadline”). A hearing on the Application shall be held only in the event timely objections are filed.

PLEASE TAKE FURTHER NOTICE that pursuant to the Interim Compensation Order, in the absence of any objection or responsive papers to the Application, WBD is authorized to file a certificate of no objection with the Court, after which the Debtors are

authorized to pay WBD an amount equal to eighty percent (80%) of the fees and one-hundred percent (100%) of the expenses requested in the Application. If an objection to the Application is timely filed and served prior to the Objection Deadline, WBD is authorized to be paid eighty percent (80%) of the fees and one-hundred percent (100%) of the expenses not subject to such objection.

Dated: April 25, 2022
Wilmington, Delaware

WOMBLE BOND DICKINSON (US) LLP

/s/ Morgan L. Patterson

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-AND-

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*Counsel to the Official Committee of Unsecured
Creditors*

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

In re:

TECT AEROSPACE GROUP
HOLDINGS, INC. *et al.*,¹

Debtors.

Chapter 11

Case No. 21-10670 (KBO)

(Jointly Administered)

Objection Deadline: May 16, 2022 at 4:00 p.m. (ET)
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**SUMMARY OF TWELFTH MONTHLY FEE APPLICATION OF
WOMBLE BOND DICKINSON (US) LLP FOR COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS
CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD MARCH 1, 2022 THROUGH MARCH 11, 2022**

Name of Applicant:	Womble Bond Dickinson (US) LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Date of Retention:	May 20, 2021, effective as of April 22, 2021
Period for which Compensation and Reimbursement is Sought:	March 1, 2022 through March 11, 2022
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$2,970.50
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$0.00
This is a(n): <u> X </u> Monthly <u> </u> Interim <u> </u> Final Fee Application	

This is WBD's twelfth monthly application. The total time expended in connection with the preparation of this fee application is not included herein as such time was expended after the Application Period. In connection with preparation of prior monthly and interim fee applications and related work not previously calculated, approximately 0.00 hours were expended. The time spent reviewing the invoices was not calculated separately from the preparation of the fee

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: TECT Aerospace Group Holdings, Inc. (9338); TECT Aerospace Kansas Holdings, LLC (4241); TECT Aerospace Holdings, LLC (9112); TECT Aerospace Wellington Inc. (4768); TECT Aerospace, LLC (8650); TECT Hypervelocity, Inc. (8103); and Sun Country Holdings, LLC (6079). The Debtors' mailing address is TECT Aerospace Group Holdings, Inc., c/o Conway MacKenzie, LLC, Attn: Shaun Martin, 265 Franklin Street, Suite 1004, Boston, MA 02110.

application as such time was minimal and intertwined with the actual preparation of the application and redactions were not necessary.

SUMMARY OF PREVIOUS MONTHLY FEE APPLICATIONS:

		Requested		Approved		Fee Holdback (20%)
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses	
First Monthly; Filed 5/27/2021; D.I. 216	4/22/2021 – 4/30/2021	\$35,921.00	\$163.40	\$28,736.80 (80%) [D.I. 289]	\$163.40 (100%) [D.I. 289]	\$7,184.20
Second Monthly; Filed 6/28/2021; D.I. 324	5/1/2021 – 5/31/2021	\$86,074.50	\$8,835.71	\$68,859.60 (80%) [D.I. 386]	\$8,835.71 (100%) [D.I. 386]	\$17,214.90
Third Monthly; Filed 7/21/2021; D.I. 388	6/1/2021 – 6/30/2021	\$65,803.00	\$1,338.56	\$52,642.40 (80%) [D.I. 416]	\$1,338.56 (100%) [D.I. 416]	\$13,160.60
Fourth Monthly; Filed 8/24/2021; D.I. 448	7/1/2021 – 7/31/2021	\$25,260.00	\$451.04	\$20,208.00 (80%) [D.I. 491]	\$451.04 (100%) [D.I. 491]	\$5,052.00
Fifth Monthly; Filed 9/22/2021; D.I. 509	8/1/2021 – 8/31/2021	\$18,918.00	\$184.74	\$15,134.40 (80%) [D.I. 551]	\$184.74 (100%) [D.I. 551]	\$3,783.60
Sixth Monthly; Filed 10/25/2021; D.I. 584	9/1/2021 – 9/30/2021	\$34,459.50	\$802.13	\$27,567.60 (80%) [D.I. 624]	\$802.13 (100%) [D.I. 624]	\$6,891.90

		Requested		Approved		Fee Holdback (20%)
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses	
Seventh Monthly; Filed 12/15/2021; D.I. 652	10/1/2021 – 10/31/2021	\$7,055.00	\$230.67	\$5,644.00 (80%) [D.I. 703]	\$230.67 (100%) [D.I. 703]	\$1,411.00
Eighth Monthly; Filed 12/21/2021; D.I. 671	11/1/2021 – 11/30/2021	\$4,138.50	\$199.57	\$3,310.80 (80%) [D.I. 706]	\$199.57 (100%) [D.I. 706]	\$827.70
Ninth Monthly; Filed 1/24/2022; D.I. 734	12/1/2021 – 12/31/2021	\$7,217.00	\$0.00	\$5,773.60 (80%) [D.I. 770]	\$0.00 (100%) [D.I. 770]	\$1,443.40
Tenth Monthly; Filed 2/24/2022; D.I. 783	1/1/2022- 1/31/2022	\$10,816.50	\$390.25	\$8,653.20 (80%) [D.I. 827]	\$390.25 (100%) [D.I. 827]	\$2,163.50
Eleventh Monthly; Filed 4/6/2022; D.I. 870	2/1/2022- 2/28/2022	\$5,898.50	\$0.00	Objection Deadline: 4/27/2022	Objection Deadline: 4/27/2022	\$5,898.50

**SUMMARY OF PROFESSIONAL SERVICES RENDERED
BY WOMBLE BOND DICKINSON (US), LLP ON BEHALF
OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD MARCH 1, 2022 THROUGH MARCH 11, 2022**

NAME OF PROFESSIONAL PERSON	POSITION/DATE ADMITTED TO BAR	HOURLY BILLING RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION SOUGHT (REFLECTS REDUCTIONS)
Ward, Matthew P.	Partner; Admitted to Delaware Bar 2003; Joined WCSR 2008; Partner since 2008	\$725.00	0.10	\$72.50
Patterson, Morgan L.	Partner; Admitted to Delaware Bar 2009; Joined WCSR 2013; Partner since 2013	\$580.00	1.80	\$1,044.00
Tancredi, Lisa B.	Of Counsel; Admitted to Delaware Bar 2005; Joined WCSR 2021	\$515.00	3.60	\$1,854.00
TOTALS:			5.50	\$2,970.50
TOTAL BLENDED RATE:				\$540.10

**SUMMARY OF SERVICES BY TASK CODE FOR PROFESSIONAL
SERVICES RENDERED BY WOMBLE BOND DICKINSON (US) LLP
ON BEHALF OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD MARCH 1, 2022 THROUGH MARCH 11, 2022**

Task Code	Task Description	Hours	Amount
BKD	Documentations/Plan Negotiation	0.70	\$406.00
BKG	General Case Administration	4.00	\$2,086.00
BKH	Court Hearings/Preparation/Agenda	0.70	\$406.00
BKPO	Plan of Reorganization	0.10	\$72.50
	TOTAL	5.50	\$2,970.50

**SUMMARY OF EXPENSES INCURRED BY
WOMBLE BOND DICKINSON (US) LLP ON BEHALF OF
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD MARCH 1, 2022 THROUGH MARCH 11, 2022**

EXPENSES	AMOUNTS
N/A	
TOTAL EXPENSES REQUESTED:	\$0.00

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**TWELFTH MONTHLY FEE APPLICATION OF
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CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD MARCH 1, 2022 THROUGH MARCH 11, 2022**

Womble Bond Dickinson (US) LLP (“WBD”), Delaware co-counsel to the Official Committee of Unsecured Creditors (the “Committee”) of TECT Aerospace Group Holdings, Inc. and its affiliated debtors (collectively, the “Debtors”), submits its twelfth monthly fee application (the “Application”), pursuant to sections 330(a), 331, and 1103 of Title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (as amended, the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Local Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), the *United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330* issued by the Executive Office for United States Trustees (the “Guidelines”), and this Court’s *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of*

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: TECT Aerospace Group Holdings, Inc. (9338); TECT Aerospace Kansas Holdings, LLC (4241); TECT Aerospace Holdings, LLC (9112); TECT Aerospace Wellington Inc. (4768); TECT Aerospace, LLC (8650); TECT Hypervelocity, Inc. (8103); and Sun Country Holdings, LLC (6079). The Debtors’ mailing address is TECT Aerospace Group Holdings, Inc., c/o Conway MacKenzie, LLC, Attn: Shaun Martin, 265 Franklin Street, Suite 1004, Boston, MA 02110.

Professionals and (II) Granting Related Relief [Docket No. 135] (the “Interim Compensation Order”), entered May 5, 2021,² for the allowance of (i) interim compensation for professional services performed by WBD for the period March 1, 2022 through March 11, 2022 (the “Application Period”) in the amount of \$2,970.50 and (ii) reimbursement of its actual and necessary expenses in the amount of \$0.00 incurred during the Application Period. In support of the Application, WBD respectfully represents as follows:

JURISDICTION AND VENUE

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

BACKGROUND

4. On April 5, 2021 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code with this Court. Since the Petition Date, the Debtors have remained in possession of their assets and have continued to operate and manage their business as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

5. On April 20, 2021, the Office of the United States Trustee for Region 3 appointed a five-member Committee consisting of: (i) Niigata Machine Techno USA, Inc.; (ii) All Metal

² Capitalized terms used herein but not capitalized shall have the meaning(s) ascribed to them in the Interim Compensation Order.

Services Limited; (iii) Quality Stamping & Machining, Inc.; (iv) WM F Hurst Co., LLC; and (v) Mecadaq Tarnos [Docket No. 76].

6. The Committee selected Kilpatrick Townsend & Stockton LLP as its lead counsel and Womble Bond Dickinson (US) LLP as Delaware co-counsel. The Committee also selected Province, Inc. to serve as its financial advisor.

7. On May 4, 2021, the Committee applied to the Court for an order authorizing the Committee to retain and employ WBD as co-counsel, effective as of April 22, 2021 [Docket No. 120]. On May 20, 2021 the Court entered an Order approving the retention of WBD as co-counsel to the Committee, effective as of April 22, 2021 [Docket No. 186].

SUMMARY OF APPLICATION PERIOD

8. During the Application Period, WBD performed the services for the Committee for which it is seeking compensation. WBD received no payment and no promises of payment from any source, other than the Debtors, for services rendered, or to be rendered, in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between WBD and any other person, other than members of the firm, for the sharing of compensation received for services rendered in this case.

9. WBD maintains computerized records of the time spent by all WBD attorneys and paraprofessionals in connection with its representation of the Committee. Subject to redaction where necessary to preserve attorney-client privilege, relevant copies of the computerized records showing detailed time entries relating to the fees incurred by WBD in the amount of \$2,970.50 during the Application Period are attached as Exhibit A.

10. WBD also expended costs on behalf of the Committee in the sum of \$0.00.

11. WBD seeks monthly allowance and payment, pursuant to Bankruptcy Code sections 330 and 331, of all fees and expenses incurred from the commencement of its services

on March 1, 2022 through and including March 11, 2022. The firm's total fees sought for the Application Period are \$2,970.50, and its total expenses are \$0.00.

12. Pursuant to the Interim Compensation Order, 80% of the firm's fees, or \$2,376.40 is payable to WBD, together with 100% of the firm's expenses, absent an objection to the Application.

A. Summary of Services Rendered by WBD during the Application Period

13. This Application is the twelfth monthly fee application for interim compensation that WBD has filed with the Court in these cases. During the Application Period, WBD provided significant professional services to the Committee in its efforts to maximize value to the estates' stakeholders.

14. During the Application Period, WBD professionals reviewed and analyzed a draft of the Debtors' disclosure statement and plan of liquidation. Additional services rendered to the Committee by WBD during the Application Period are described in the itemized time records for professionals and paraprofessionals attached hereto as Exhibit A.

15. During the Application Period, WBD billed the estate for time expended by attorneys and paraprofessionals based on hourly rates ranging from \$515.00 to \$725.00 per hour. The professional services performed by WBD on behalf of the Committee during the Application Period required an aggregate expenditure of 5.50 recorded hours by WBD's partners, counsel, associates, and paraprofessionals. WBD's blended hourly rate for services provided during the Application Period was \$540.10.

16. The fees charged by WBD, as set forth in Exhibit A, are billed in accordance with WBD's existing billing rates and procedures in effect during the Application Period. The rates that WBD charges for services rendered by its professionals and paraprofessionals in these

chapter 11 cases were comparable rates for professional and paraprofessional services rendered in bankruptcy and non-bankruptcy related matters in a competitive national legal market.

17. All entries itemized in WBD's time records comply with the requirements set forth in Local Rule 2016-2, including, without limitation, (i) the utilization of project categories, (ii) a description of each activity or service that each individual performed, and (iii) the number of hours (in increments of one-tenth of an hour) spent by each individual providing the services. Each project category in Exhibit A is organized in accordance with WBD's internal system of project category or work codes (each a "Task Code"). If a Task Code does not appear, then WBD did not bill time or expenses for that Task Code during the Application Period, but may bill time for that Task Code in the future. In accordance with Local Rule 2016-2(d)(viii), task code BKTT-Travel Time is billed at 50% of the regular hourly rates. Furthermore, in accordance with Local Rule 2016-2(d)(x), all activity descriptions in Exhibit A are presented chronologically within each Task Code category.

18. The professional services performed by WBD were necessary and appropriate to the administration of this case. The professional services performed by WBD were in the best interests of the Committee and other parties in interest. Compensation for the foregoing services as requested is commensurate with the complexity, importance, and time-sensitive nature of the problems, issues, or tasks involved. The professional services were performed with expedition and in an efficient manner.

19. In accordance with the factors enumerated in Bankruptcy Code section 330, the amount of fees requested is fair and reasonable given: (a) the complexity of the case; (b) the time expended; (c) the nature and extent of the services rendered; (d) the value of such services;

(e) WBD's established expertise in the bankruptcy field; and (f) the costs of comparable services other than in a case under the Bankruptcy Code.

B. Actual and Necessary Expenses

20. Pursuant to Local Rule 2016-2(e), attached as Exhibit B are WBD's itemized records detailing expenses incurred on behalf of Committee during the Application Period.

21. As more fully described in Exhibit B, WBD seeks reimbursement for the following categories of expenses: (i) filings fees; (ii) photocopies; and (iii) postage. All entries detailed in Exhibit B comply with the requirements set forth in Local Rule 2016-2(e), including an itemization of the expenses by category, the date the expense was incurred, and the individual incurring the expense, where available.

22. WBD charges \$0.10 per page for internal photocopying expenses. WBD does not charge for outgoing facsimile transmissions.³ The rates charged by WBD for Westlaw and Lexis computerized research vary according to the type of research conducted and the specific files researched, but, in any event, such charges are billed at cost, as set forth in Exhibit B, if applicable. As per the Guidelines, WBD has not requested reimbursement of expenses related to overhead charges, such as secretarial services and proofreading.

23. WBD has incurred \$0.00 in out-of-pocket expenses incurred as reasonable and necessary costs relating to serving as counsel to the Committee during the Application Period. These charges are intended to cover WBD's direct costs incurred in representing the Committee, which costs are not incorporated in any respect into WBD's hourly billing rates. The effect of including such expenses as part of the hourly billing rates would impose that cost upon clients who do not require extensive photocopying and other facilities and services. Only clients who

³ To the extent WBD uses an outside vendor for volume faxing, WBD bills those charges at cost. WBD seeks competitive market rates for such outside vendor services.

actually use services of the types set forth in Exhibit B are separately charged for such services. WBD has made every effort to minimize its expenses in this case. The actual expenses incurred in providing professional services were necessary, reasonable, and tailored to serve the needs of the Committee.

C. The Requested Compensation Should Be Allowed

24. The professional time expended by the firm, the value of said time in fees, and the value of the actual expenses incurred by the firm were actual, reasonable, and necessary. In all respects, the firm's fees and expenses meet the standards for allowance under Bankruptcy Code section 330, as well as the standards that govern the review and allowance of bankruptcy professionals' fees. See, e.g., In re Busy Beaver Bldg. Ctrs., Inc., 19 F.3d 833 (3d Cir. 1994).

25. Bankruptcy Code section 331 provides for interim compensation of professionals and incorporates the substantive standards of Bankruptcy Code section 330 to govern the Court's award of such compensation. See 11 U.S.C. § 331. Bankruptcy Code section 330 provides that a court may award a professional employed under Bankruptcy Code section 1103 the "reasonable compensation for actual, necessary services rendered . . . and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1)(A) (B). Bankruptcy Code section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded . . . the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;

- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

26. The professional services performed by WBD were in the best interests of the Committee and other parties in interest. Compensation for the foregoing services as requested is commensurate with the complexity, importance, and time-sensitive nature of the problems, issues, or tasks involved. The professional services were performed with expedition and in an efficient manner.

27. Whenever possible, WBD sought to minimize the costs of its services to the Committee by assigning tasks as appropriate to junior attorneys and paraprofessionals whose rates are lower. WBD's delegation as such has resulted in a very desirable blended rate for its timekeepers in this engagement.

28. In sum, the services rendered by WBD were necessary and beneficial to the Committee, the Debtors' estates and were consistently performed in a timely manner commensurate with the complexity, importance, and nature of the issues involved. Accordingly, approval of the compensation for professional services and reimbursement of expenses sought herein is warranted.

RESPONSES TO FEE GUIDELINES QUESTIONNAIRE:

Question	Response	Explanation
Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain.	No	N/A
If the fees sought in this fee application as compared to the fees budgeted for this time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?	N/A	N/A
Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?	No	N/A
Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices?	Yes	This application includes 0.00 hours for fee application preparation and related work that includes some time spent reviewing invoices.
Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information?	No	N/A
<p>If the fee application includes any rate increases since retention:</p> <p>i. Did your client review and approve those rate increases in advance?</p> <p>ii. Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA formal Ethics Opinion 11-458?</p>	This application includes rate increases.	WBD's rates were increased firm-wide as of October 1, 2021. The Committee was informed that WBD fees are generally subject to adjustment at the beginning of WBD's fiscal year (which is October 1).

RESERVATION OF RIGHTS

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

CERTIFICATE OF COMPLIANCE AND WAIVER

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

NOTICE

31. In accordance with the Interim Compensation Order, this Application and notice thereof will be served upon: (i) the Debtors, TECT Aerospace Group Holdings, Inc., et al., c/o Conway MacKenzie, LLC, 265 Franklin Street, Suite 1004, Boston, Massachusetts 02110 (Attn: Shaun Martin, Chief Restructuring Officer); (ii) counsel for the Debtors, Richards, Layton & Finger, P.A., One Rodney Square, 920 N. King Street, Wilmington, Delaware 19801 (Attn: Daniel DeFranceschi, Esq., Paul N. Heath, Esq. and Amanda R. Steele, Esq.); (iii) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, Delaware 19801 (Attn: Linda Casey, Esq.); and (iv) counsel to the DIP Agent, Perkins Coie LLP, 1201 Third Avenue, Suite 4900, Seattle, Washington 98101 (Attn: Alan D. Smith, Esq.) and Young Conaway Stargatt & Taylor, LLP, 1000 N. King Street, Wilmington, Delaware 19801 (Attn: Kenneth J. Enos, Esq.).

CONCLUSION

WHEREFORE, WBD respectfully requests that it be granted (i) a monthly allowance of fees in the amount of \$2,970.50, and authority for an interim payment of compensation for professional services rendered herein as counsel to the Committee during the Application Period in the amount of \$2,376.50, which is eighty percent (80%) of the fees incurred; (ii) reimbursement of expenses in the amount of \$0.00; and (iii) such further relief as the Court may deem just and proper.

Dated: April 25, 2022
Wilmington, Delaware

WOMBLE BOND DICKINSON (US) LLP

/s/ Morgan L. Patterson

Matthew P. Ward (Del. Bar No. 4471)

Morgan L. Patterson (Del. Bar No. 5388)

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*Co-Counsel to the Official Committee of Unsecured
Creditors*

EXHIBIT A

TECT Aerospace Group Holdings, Inc. Official Committee of Unsecured Creditors
TECT Aerospace

112957.0001.4/4523766

ITEMIZED SERVICES BILL

Date:	Description:	Attorney:	Hours:	Rate:	Amount:
BKD - Documentations/Plan Negotiation					
03/01/2022	Review confirmation order (.3); review revised Plan regarding exculpation (.2)	Patterson, Morgan L. (2372)	0.50	580.00	\$ 290.00
03/03/2022	Multiple correspondence with co-counsel and Debtors' counsel regarding final Plan filings revisions	Patterson, Morgan L. (2372)	0.20	580.00	\$ 116.00
Total for Task:					\$ 406.00
BKG - General Case Administration					
03/01/2022	Review omnibus objection	Tancredi, Lisa B. (311)	0.80	515.00	\$ 412.00
03/03/2022	Review claim objections	Tancredi, Lisa B. (311)	0.90	515.00	\$ 463.50
03/04/2022	Review Mecadaq papers and email to M. Patterson regarding same	Tancredi, Lisa B. (311)	1.50	515.00	\$ 772.50
03/04/2022	Email to Z. Shapiro regarding omnibus objections and review revised objections	Tancredi, Lisa B. (311)	0.30	515.00	\$ 154.50
03/09/2022	Call Z. Shapiro regarding claims	Tancredi, Lisa B. (311)	0.10	515.00	\$ 51.50
03/11/2022	Review confirmed plan and incorporate deadlines for trust	Patterson, Morgan L. (2372)	0.40	580.00	\$ 232.00
Total for Task:					\$ 2,086.00
BKH - Court Hearings/Preparation/Agenda					
03/07/2022	Prepare for confirmation hearing	Patterson, Morgan L. (2372)	0.30	580.00	\$ 174.00
03/08/2022	Attend Confirmation Hearing	Patterson, Morgan L. (2372)	0.40	580.00	\$ 232.00
Total for Task:					\$ 406.00
BKPO - Plan of Reorganization					
03/02/2022	Teleconference with P. Heath regarding litigation trustee matter	Ward, Matthew P. (2176)	0.10	725.00	\$ 72.50
Total for Task:					\$ 72.50
Total for Services:					<u>\$ 2,970.50</u>

TECT Aerospace Group Holdings, Inc. Official Committee of Unsecured Creditors
TECT Aerospace

112957.0001.4/4523766

TIMEKEEPER SUMMARY

Attorney:	Hours:	Amount:	Rate:
Ward, Matthew P.	0.10	\$ 72.50	\$ 725.00
Patterson, Morgan L.	1.80	\$ 1,044.00	\$ 580.00
Tancredi, Lisa B.	3.60	\$ 1,854.00	\$ 515.00
Totals:	<u>5.50</u>	<u>\$ 2,970.50</u>	

TECT Aerospace Group Holdings, Inc. Official Committee of Unsecured Creditors
TECT Aerospace

112957.0001.4/4523766

TASK SUMMARY BILLING INFORMATION

Task Code	Task Description	Hours	Amount
BKD	Documentations/Plan Negotiation	0.70	\$ 406.00
BKG	General Case Administration	4.00	\$ 2,086.00
BKH	Court Hearings/Preparation/Agenda	0.70	\$ 406.00
BKPO	Plan of Reorganization	0.10	\$ 72.50
Total		<u>5.50</u>	<u>\$ 2,970.50</u>

Use of Legal Support Service Providers

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

EXHIBIT B

EXPENSES	AMOUNTS
N/A	
TOTAL EXPENSES REQUESTED:	\$0.00