

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

In re:	§	
	§	Chapter 11
	§	
WAYPOINT LEASING HOLDINGS LTD., <i>et al.</i> , ¹	§	Case No. 18-13648 (SMB)
	§	
Debtors.	§	(Jointly Administered)
	§	

**COVER SHEET FOR THE SECOND INTERIM AND FINAL FEE APPLICATION OF
HOULIHAN LOKEY CAPITAL, INC., INVESTMENT BANKER TO THE DEBTORS,
FOR ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES
RENDERED AND REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES
INCURRED
FROM NOVEMBER 25, 2018 THROUGH JULY 25, 2019**

NAME OF APPLICANT: Houlihan Lokey Capital, Inc.

TIME PERIOD: November 25, 2018 through July 25, 2019

DATE OF RETENTION: January 18, 2018 (*nunc pro tunc* to November 25, 2018)

**AUTHORIZED TO PROVIDE
PROFESSIONAL SERVICES TO:** The above-captioned debtors and debtors-in-
possession

FINAL APPLICATION:

Fees Incurred:	\$10,512,810.60 ²
Expenses Incurred:	\$52,032.27

PRIOR APPLICATIONS:

Fees Previously Requested:	\$700,000.00
Fees Previously Awarded:	N/A
Expenses Previously Requested:	\$52,032.27
Expenses Previously Awarded:	N/A

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are set forth on Exhibit A herein.

² Consists of \$1,032,500.00 in aggregate monthly fees and a deferred fee of \$9,480,310.60 (calculation attached hereto as Exhibit D).



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

In re:

WAYPOINT LEASING HOLDINGS LTD., *et al.*,
Debtors.

§
§ Chapter 11
§
§ Case No. 18-13648 (SMB)
§
§ (Jointly Administered)
§

**SECOND INTERIM AND FINAL FEE APPLICATION OF HOULIHAN LOKEY
CAPITAL, INC., INVESTMENT BANKER TO THE DEBTORS, FOR ALLOWANCE
OF COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND
REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED
FROM NOVEMBER 25, 2018 THROUGH JULY 25, 2019**

TO THE HONORABLE STUART M. BERSTEIN,
UNITED STATES BANKRUPTCY JUDGE:

Houlihan Lokey Capital, Inc. (“Houlihan Lokey”), as investment banker to the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”), hereby submits this second and final application (the “Application”)³, pursuant to sections 327(a) and 328 of title 11 of the United States Code (the “Bankruptcy Code”), Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rules 2014-1 and 2016-1 of the Local Bankruptcy Rules of the Southern District of New York (the “Local Rules”), the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases, dated June 17, 2013 (the “Local Guidelines”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, effective November 1, 2013 (the “U.S. Trustee Guidelines,” and collectively with the Local Guidelines, the “Fee Guidelines”), and the Order Establishing

³ To the extent there are any inconsistencies between this Application and any prior applications, this Application shall control.

Procedures for Interim Compensation And Reimbursement Of Expenses Of Professionals, dated December 23, 2018 (Docket No. 250) (the “Interim Compensation Order”), for an order:

- a) allowing, on a final basis, (a) compensation for professional services rendered from November 25, 2018 through and including July 25, 2019 (the “Total Compensation Period”) in the amount of \$10,512,810.60, and (b) for reimbursement of expenses incurred in connection with such services in the amount of \$52,032.27 for a total award of \$10,564,842.87; and
- b) authorizing and directing the escrow agent of the Fee Reserve Account (as defined in the Final DIP Order) (the “Escrow Agent”)⁴ to pay Houlihan Lokey the amount of \$262,500.00, which is the total unpaid amount owing to Houlihan Lokey by the Debtors for services rendered and expenses incurred during the Total Compensation Period (including any amounts “held back” during such period pursuant to the Interim Compensation Order and each order approving Houlihan Lokey’s compensation for each of the First Interim Compensation Period and the Second Interim Compensation Period (each as defined below), and in support thereof respectfully represents as follows:

BACKGROUND

1. Bankruptcy Filing. On November 25, 2018 (the “Petition Date”), the Debtors commenced the above-captioned chapter 11 cases in this Court. The Debtors’ chapter 11 cases have been consolidated for procedural purposes and are being jointly administered pursuant to

⁴ Pursuant to article V.15 of the Plan (Docket No. 893), the Debtors set up and funded the Fee Reserve Account as part of the close in order to pay in full any professional fees and expenses incurred but unpaid as of the effective date of the Plan (as defined below).

Rule 1015(b) of the Bankruptcy Rules. The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to section 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the chapter 11 cases.

2. Jurisdiction. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue of the chapter 11 cases is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding under 28 U.S.C. § 157(b)(2). The statutory predicates for the relief sought herein are sections 330 and 331 of the Bankruptcy Code. Pursuant to the Local Guidelines, a certification regarding compliance with the Fee Guidelines is attached hereto as Exhibit B.

3. Status of Chapter 11 Cases. On July 31, 2019, the Court entered an order (Docket No. 893) confirming the *Third Amended Chapter 11 Plan of Liquidation of Waypoint Leasing Holdings Ltd* (Docket No. 871). On August 9, 2019, the effective date of the Plan occurred. See *Notice of (I) Entry of Order Confirming Third Amended Chapter 11 Plan of Liquidation of Waypoint Leasing Holdings Lt. and its Affiliated Debtors and (ii) Occurrence of the Effective Date* (Docket No. 914).

**RETENTION OF HOULIHAN
AND SUMMARY OF PROFESSIONAL COMPENSATION
AND REIMBURSEMENT OF EXPENSES REQUESTED**

4. Before the Petition Date, in April 2018, the Debtors engaged Houlihan Lokey to provide investment banking and advisory services in connection with a potential financial restructuring or reorganization of the Debtors. On January 18, 2019, pursuant to the Order Authorizing the Debtors to Retain Houlihan Lokey as Investment Banker nunc pro tunc to the Petition Date (Docket No.290) (the “Retention Order”), the Court authorized Houlihan Lokey’s retention as an investment banker to the Debtors in these cases. The Retention Order authorized

Houlihan Lokey to receive compensation as outlined in the Debtor's application to retain Houlihan Lokey (Docket No.166) (the "Retention Application") pursuant to the procedures set forth in the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the Fee Guidelines, and orders of this Court. The Retention Order is attached hereto as Exhibit C.

5. The terms and conditions of Houlihan Lokey's engagement in these cases, which are embodied in the Retention Application and approved by the Court, are based upon Houlihan Lokey's agreement with the Debtors executed May 1, 2018 (the "Engagement Letter"). Pursuant to the Engagement Letter, Houlihan Lokey is to be compensated through a Monthly Retainer Fees of \$175,000.00, plus as applicable, Transaction Fee(s) (as defined in section 5 of the Engagement Letter).

6. In addition, the Engagement Letter entitles Houlihan Lokey to receive reimbursement of all actual and reasonable out-of-pocket expenses.

7. Houlihan Lokey's fees, including the Monthly Retainer Fees and Transaction Fees, were approved pursuant to the Houlihan Lokey Retention Order, and Houlihan Lokey was authorized to be compensated and reimbursed in accordance with the terms of, and at the times specified by, the Engagement Letter Houlihan Lokey prepared this application in accordance with the Guidelines.

8. On May 15, 2019, Houlihan Lokey filed its *First Interim Application for Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred* (Docket No. 779) (the "First Interim Fee Application"). In the First Interim Fee Application, Houlihan Lokey requested interim approval and allowance of (a) compensation for professional services rendered during the period from November 25, 2018 through and including March 31, 2018 (the "First Interim Compensation Period") in the amount

of \$700,000.00, and (b) reimbursement of its actual and necessary expenses incurred in connection with such services, in the amount of \$52,032.27.

9. On August 7, 2019, the Debtors, with consent of the United States Trustee, respectfully requested that the hearing on the *First Interim Application of Houlihan Lokey Capital, Inc., as Investment Banker to the Debtors, for interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred* (Docket No. 779) be adjourned from August 8, 2019, to the date that will be set for the final fee applications of the Debtors' professionals and the United States Trustee's objection deadline for this application be extended to the same objection deadline that will apply for the final fee applications of the Debtors' professionals.

10. Houlihan Lokey seeks allowance of (a) the compensation for professional services rendered to the Debtors in the aggregate amount of \$10,512,810.60, consisting of \$1,032,500.00 in aggregate monthly fees and a deferred fee of \$9,480,310.60 (calculation attached hereto as Exhibit D), as calculated pursuant to the Retention Order, and (b) reimbursement of expenses incurred in connection with the rendition of such services in the aggregate amount of \$52,032.27 during the Total Compensation Period. The deferred fee of \$9,480,310.60 was paid on March 13, 2019, as part of the closing of the sale to Macquarie Rotorcraft Leasing, and Houlihan Lokey is seeking approval as part of this application ("Final Fee Application"). Of these amounts, \$262,500.00 in monthly fee retainer remains unpaid.

(a) In accordance with the Interim Compensation Order, Houlihan Lokey submitted monthly fee statements to the Debtors seeking interim compensation for professional services rendered from April 1, 2019 through and including July 25, 2019 (the "Second Interim Compensation Period") and reimbursement of expenses incurred in connection with such services. During the Second Interim Compensation Period, Houlihan Lokey submitted the following fee statements:

(i) On June 19, 2019, pursuant to the Interim Compensation Order, Houlihan Lokey served its fifth fee

statement for the period from April 1, 2018 through and including April 30, 2018 (the “Fifth Fee Statement”). The Fifth Fee Statement sought (i) an allowance of \$87,500.00⁵ as compensation for services rendered and (ii) the reimbursement of \$0.00 in expenses. As of the date hereof, Houlihan Lokey has received a \$70,000.00 payment in regards to the Fifth Fee Statement.

(ii) On July 3, 2019, pursuant to the Interim Compensation Order, Houlihan Lokey served its sixth fee statement for the period from May 1, 2018 through and including May 31, 2018 (the “Sixth Fee Statement”). The Sixth Fee Statement sought (i) an allowance of \$87,500.00 as compensation for services rendered and (ii) the reimbursement of \$0.00 in expenses. As of the date hereof, Houlihan Lokey has received a \$70,000.00 payment in regards to the Sixth Fee Statement.

(iii) On July 30, 2019, pursuant to the Interim Compensation Order, Houlihan Lokey served its seventh fee statement for the period from June 1, 2019 through and including June 30, 2019 (the “Seventh Fee Statement”). The Seventh Fee Statement sought (i) an allowance of \$87,500.00 as compensation for services rendered and (ii) the reimbursement of \$0.00 in expenses. As of the date hereof, Houlihan Lokey has received a \$70,000.00 payment in regards to the Seventh Fee Statement.

(iv) On September 3, 2019, pursuant to the Interim Compensation Order, Houlihan Lokey served its eighth fee statement for the period from July 1, 2019 through and including July 25, 2019 (the “Eighth Fee Statement”)⁶. The Eighth Fee Statement sought (i) an allowance of \$70,000.00 as compensation for services rendered and (ii) the reimbursement of \$0.00 in expenses. As of the date hereof, Houlihan Lokey has received a \$0.00 payment in regards to the Eighth Fee Statement.

⁵ Represents 50% of the Monthly Fee Retainer included in the Engagement Letter to reflect 50% crediting after six months.

⁶ Houlihan Lokey is only seeking compensation for professional services rendered through July 25, 2019, the date at which the Plan was filed, although the Plan did not become effective until August 9, 2019.

11. Pursuant to Bankruptcy Rule 2016(a), there is no agreement or understanding between Houlihan Lokey and any other person for the sharing of compensation to be received for services rendered in these cases.

12. Houlihan Lokey respectfully submits that (a) the services provided by Houlihan Lokey were necessary for, and beneficial to, the Debtors, (b) Houlihan Lokey has satisfied the requirements of Sections 328(a) of the Bankruptcy Code as set forth in the Retention Order, and (c) the requested compensation is appropriate based on the complexity, importance and nature of the services provided.

13. Pursuant to the UST Guidelines and the Retention Order, Houlihan Lokey has provided a general summary setting forth all Houlihan Lokey professionals who have performed services in these chapter 11 cases during the Total Compensation Period, the capacities in which each such individual is employed by Houlihan Lokey and an estimate of the aggregate number of hours expended by restructuring professionals in this matter, which totaled approximately 697.0 hours for the period from January 18, 2019 through and including July 25, 2019, pursuant to the Retention Order.

14. Houlihan Lokey does not maintain, in the normal course of providing financial advisory and investment banking services to its clients, detailed written time records, and does not bill its clients based on the number of hours expended by its professionals. However, Houlihan Lokey has summarized in half-hour increments of the time expended by its restructuring professionals and such summaries were made in the rendition of professional services to the Debtors in the Total Compensation Period in accordance with the terms of the Guidelines and the Retention Order. Such time records were made in connection with the rendition of services by the person rendering such services. A schedule setting forth a list of all professionals who rendered

services to the Debtors and the total number of hours expended by each restructuring professional and by category during the Total Compensation Period is annexed hereto as Exhibit E. Since Houlihan Lokey does not have the systems in place to allow its professional staff to regularly log hours worked given the flat monthly fee nature of all of its retentions, Houlihan Lokey firmly believes the hours provided are materially understated, notwithstanding its best efforts to capture relevant activities.

15. For the avoidance of doubt, pursuant to the Retention Order, Houlihan Lokey is not required to provide any time records for services rendered prior to the entry of the Retention Order on a final, unappealable basis.

16. Annexed hereto as Exhibit F is a schedule specifying the categories of expenses for which Houlihan Lokey is seeking reimbursement and the total amount of expenses in each category.

17. Houlihan Lokey has not received any payments from the Debtors other than those sought by this Application and those set forth in Houlihan Lokey 's retention application.

SUMMARY OF SERVICES RENDERED

18. Before the Petition Date, in April 2018, the Debtors engaged Houlihan Lokey as their primary investment banker to provide investment banking and advisory services in connection with a potential financial restructuring or reorganization of the Debtors. Since being engaged, Houlihan Lokey has provided the Debtors with investment banking services, including (a) reviewing and analyzing the Debtors' assets and operations; (b) evaluating the Debtors' near-term liquidity and revenue sensitivities; (c) developing a financial model to evaluate strategic alternatives and potential outcomes; (d) presenting to the Debtors' Board of Directors (the "Board of Directors"), existing equity Sponsors (the "Sponsors"), the steering committee (the "Steering

Committee”) of certain secured lenders under the Debtors’ existing WAC Facilities (each a “WAC Facility” and the lenders thereunder, “WAC Facility Lenders”), original equipment manufacturers, and other third parties; (e) rendering strategic advice to the Debtors and participating in meetings and negotiations with the creditors and WAC Facility Lenders; and (f) advising the Debtors on the indications of interest and proposals regarding any transactions involving current and/or potential lenders, equity investors, acquirers and/or strategic partners. In addition to the foregoing, Houlihan Lokey expended considerable time prior to the Petition Date assisting the Debtors in the successful negotiation of multiple forbearance agreements under the WAC Facilities, running a comprehensive sale, and marketing process for substantially all of the Debtors’ assets.

19. During the Total Compensation Period, the following professionals in Houlihan Lokey’s Los Angeles office performed substantial services to the Debtors in this case:

Matthew R. Niemann – Managing Director
Jeff Raithel – Director
Matthew Braun – Senior Vice President
Daniel Kim – Vice President
Mackenzie Maynard – Financial Analyst

The following summarizes the significant professional services by category rendered by Houlihan Lokey during the Total Compensation Period.

Analysis, Presentations, and Due Diligence

20. Houlihan Lokey spent a significant amount of time during the Total Compensation Period (a) facilitating due diligence for Macquarie Rotorcraft Leasing LLC (“Macquarie”) and WAC Lenders, and (b) analyzing the Macquarie bid and credit bids on behalf of the Debtors. Houlihan Lokey participated in numerous calls with the Debtors’ management and

other retained professionals, Weil, Gotshal & Mange LLP (“Weil”) and FTI Consulting Inc. (“FTI”) and has prepared and delivered multiple presentations to the Debtors on these topics.

Correspondence with Creditors, and Advisors

21. During the Total Compensation Period, Houlihan Lokey participated in numerous calls with WAC Lenders and/or their advisors on a number of matters, including due diligence, business plan update, exit payment negotiations, execution of funds flow and other issues/questions of the cases.

22. During the Total Compensation Period, Houlihan Lokey continued to manage WAC specific online data rooms pursuant to the terms of the Bidding Procedures Order.

Hearings, Administrative, and Other

23. Houlihan Lokey expended time on administrative matters including, but not limited to, preparing for and attending court hearings, managing the Debtor’s online data rooms and facilitating other communication and documentation between interested parties. Houlihan Lokey was present in the Debtor’s court hearings to provide facts and expert testimony if called upon. Houlihan Lokey also coordinated any such services performed at the Debtor’s request with services of any other advisors and counsel, as appropriate, in an effort to avoid duplication of efforts. In addition, Houlihan Lokey continued to manage WAC specific online data rooms pursuant to the terms of the Bidding Procedures Order.

24. In connection with Houlihan Lokey’s retention, Houlihan Lokey financial staff also performed a comprehensive review of potential conflicts with various parties-in-interest in the case. The conflicts check was also reviewed by Houlihan Lokey’s legal department.

25. The professional services performed by Houlihan Lokey were necessary and appropriate to the administration of the Chapter 11 Cases and were in the best interests of the

Debtors and other parties in interest. Compensation for the services described above is commensurate with the complexity, importance, and nature of the problems, issues, or tasks involved.

ACTUAL AND NECESSARY DISBURSEMENTS OF HOULIHAN

26. Houlihan has disbursed \$52,032.27 as expenses incurred in providing professional services during the Total Compensation Period. It is Houlihan's policy to charge its clients for all actual and necessary expenses incurred in connection with the engagement. The expenses charged to clients include, among other things, telephone and telecopier charges, regular mail and express mail charges, special or hand delivery charges, document processing, photocopying charges, travel expenses, expenses for "working meals," and computerized research. In accordance with the applicable factors enumerated in the Bankruptcy Code, it is respectfully submitted that the amount requested by Houlihan is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

THE REQUESTED COMPENSATION SHOULD BE ALLOWED

27. Houlihan respectfully submits that the services for which it seeks compensation in the Application were necessary for, and beneficial to, the Debtors and that Houlihan has satisfied the requirements of sections 328(a), 330(a), and 331 of the Bankruptcy Code as set forth in the Retention Order. Houlihan's requested compensation is appropriate based on the complexity, importance and nature of the services provided, and is consistent with the customary compensation charged by comparable professionals both in and out of the bankruptcy context. Houlihan therefore respectfully requests that the Court grant the relief requested in this Application.

NO DUPLICATION OF SERVICE

28. Houlihan Lokey has developed a cooperative working relationship on behalf of the Debtors with Weil as the Debtors' counsel, FTI as the Debtors' financial advisor, and Accenture LLP, successor in interest to Seabury Corporate Advisors LLC (collectively "Seabury Consulting") as the Debtors' corporate advisor. Because each firm was aware of the others' role and services to the Debtors, Houlihan Lokey believe that no unnecessary duplication of services occurred.

NO PRIOR REQUEST

29. No previous motion for the relief sought herein has been made to this or any other court.

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CONCLUSION

WHEREFORE, Houlihan respectfully requests the Court enter an order: (a) allowing Houlihan (i) compensation for professional services rendered during the Total Compensation Period in the amount of \$10,512,810.60 (which includes a deferred fee of \$9,480,310.60) and (ii) reimbursement of expenses incurred in connection with rendering such services in the aggregate amount of \$52,032.27, for a total award of \$10,564,842.90; (b) authorizing and directing the Escrow Agent to pay (to the extent not previously paid in accordance with the Interim Compensation Order) to Houlihan \$262,500.00, which is amount equal to the \$262,500.00 Holdback and (c) granting such further relief as is just.

Dated: September 23, 2019
New York, New York

HOULIHAN LOKEY CAPITAL, INC.
Investment Banker to the Debtors

/s/ Matthew R. Niemann
Matthew R. Niemann
Managing Director
10250 Constellation Blvd. 5th Floor
Los Angeles, CA 90067
Telephone: (310) 788-5220

EXHIBIT A

LIST OF DEBTORS

Debtor	Last 4 Digits of Tax ID Number	Debtor	Last 4 Digits of Tax ID Number
Waypoint Leasing Holdings Ltd.	2899	MSN 760682 Trust	N/A
Waypoint Leasing (Luxembourg) S.à r.l.	7041	Waypoint 2916 Business Trust	N/A
Waypoint Leasing (Ireland) Limited	6600	MSN 920062 Trust	N/A
Waypoint Asset Co 10 Limited	2503	MSN 920125 Trust	N/A
MSN 2826 Trust	N/A	MSN 9229 AS	7652
MSN 2879 Trust	N/A	Waypoint Asset Co 3A Limited	6687
Waypoint Asset Co 11 Limited	3073	MSN 41371 Trust	N/A
MSN 2905 Trust	N/A	Waypoint Asset Euro 1A Limited	9804
Waypoint Asset Co 14 Limited	1585	Waypoint Asset Co 1K Limited	2087
Waypoint Asset Co 15 Limited	1776	MSN 4469 Trust	N/A
Waypoint Asset Co 3 Limited	3471	MSN 6655 Trust	N/A
AE Helicopter (5) Limited	N/A	Waypoint Leasing (Luxembourg) Euro S.à r.l.	8928
AE Helicopter (6) Limited	N/A	Waypoint Asset Co 1A Limited	1208
MSN 31141 Trust	N/A	Waypoint Leasing Labuan 1A Limited	2299
MSN 31492 Trust	N/A	Waypoint Asset Co 1C Limited	0827
MSN 36458 Trust	N/A	Waypoint Asset Co 1D Limited	7018
MSN 760543 Trust	N/A	Waypoint Asset Co 1F Limited	6345
MSN 760551 Trust	N/A	Waypoint Asset Co 1G Limited	6494
MSN 760581 Trust	N/A	Waypoint Asset Co 1H Limited	7349
MSN 760628 Trust	N/A	Waypoint Asset Co 1J Limited	7729
MSN 760631 Trust	N/A	MSN 20159 Trust	N/A

Debtor	Last 4 Digits of Tax ID Number	Debtor	Last 4 Digits of Tax ID Number
MSN 6658 Trust	N/A	Waypoint Asset Funding 6 LLC	4964
Waypoint 760626 Business Trust	N/A	Waypoint Asset Co 7 Limited	9689
MSN 7152 Trust	N/A	Waypoint Asset Euro 7A Limited	2406
MSN 7172 Trust	N/A	Waypoint Asset Co 8 Limited	2532
Waypoint Asset Funding 3 LLC	4960	MSN 31041 Trust	N/A
Waypoint Asset Malta Ltd	5348	MSN 31203 Trust	N/A
Waypoint Leasing Labuan 3A Limited	8120	MSN 31578 Trust	N/A
Waypoint Leasing UK 3A Limited	0702	MSN 760617 Trust	N/A
Waypoint Asset Co 4 Limited	0301	MSN 760624 Trust	N/A
Waypoint Asset Co 5 Limited	7128	MSN 760626 Trust	N/A
Waypoint Leasing Services LLC	8965	MSN 760765 Trust	N/A
MSN 14786 Trust	N/A	MSN 920063 Trust	N/A
MSN 2047 Trust	N/A	MSN 920112 Trust	N/A
MSN 2057 Trust	N/A	Waypoint 206 Trust	N/A
Waypoint Asset Co 5B Limited	2242	Waypoint 407 Trust	N/A
Waypoint Leasing UK 5A Limited	1970	Waypoint Asset Euro 1B Limited	3512
Waypoint Asset Co 6 Limited	8790	Waypoint Asset Euro 1C Limited	1060
MSN 31042 Trust	N/A	MSN 20012 Trust	N/A
MSN 31295 Trust	N/A	MSN 20022 Trust	N/A
MSN 31308 Trust	N/A	MSN 20025 Trust	N/A
MSN 920119 Trust	N/A	MSN 920113 Trust	N/A

Debtor	Last 4 Digits of Tax ID Number	Debtor	Last 4 Digits of Tax ID Number
Waypoint Asset Funding 8 LLC	4776	Waypoint Asset Co Germany Limited	5557
Waypoint Leasing UK 8A Limited	2906	MSN 31046 Trust	N/A
Waypoint Leasing US 8A LLC	8080	MSN 41511 Trust	N/A
Waypoint Asset Company Number 1 (Ireland) Limited	6861	MSN 760608 Trust	N/A
Waypoint Asset Euro 1D Limited	1360	MSN 89007 Trust	N/A
Waypoint Asset Co 1L Limited	2360	MSN 920141 Trust	N/A
Waypoint Asset Co 1M Limited	5855	MSN 920152 Trust	N/A
Waypoint Asset Co 1N Limited	3701	MSN 920153 Trust	N/A
Waypoint Asset Euro 1G Limited	4786	MSN 920273 Trust	N/A
Waypoint Asset Funding 1 LLC	7392	MSN 920281 Trust	N/A
Waypoint Leasing UK 1B Limited	0592	MSN 9205 Trust	N/A
Waypoint Leasing UK 1C Limited	0840	MSN 9229 Trust	N/A
Waypoint Asset Company Number 2 (Ireland) Limited	7847	Waypoint Asset Funding 2 LLC	7783

EXHIBIT B

NIEMANN CERTIFICATION

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

In re:

WAYPOINT LEASING HOLDINGS LTD., *et al.*,
Debtors.

§
§ Chapter 11
§
§ Case No. 18-10947 (SSC)
§
§ (Jointly Administered)
§

**CERTIFICATION UNDER GUIDELINES FOR FEES AND
DISBURSEMENTS FOR PROFESSIONALS IN RESPECT OF
SECOND AND FINAL APPLICATION OF HOULIHAN LOKEY CAPITAL, INC.,
FOR FINAL COMPENSATION AND REIMBURSEMENT OF EXPENSES**

I, Matthew, hereby certify that:

1. I am a Managing Director with the applicant firm, Houlihan Lokey Capital, Inc., (“Houlihan Lokey”), as investment banker for Waypoint Leasing Holdings Ltd., et al (the “Debtors”), in respect of compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on January 29, 2013 (the “Local Guidelines”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted January 30, 1996 (the “UST Guidelines”) and the Order Pursuant to Sections 105(a), 330, 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Rule 2016-1 Establishing Procedures for Interim Compensation And Reimbursement Of Expenses of Professionals, dated May 24, 2017 (Docket No. 544) (the “Interim Compensation Order,” and collectively with the Amended Local Guidelines and UST Guidelines, the “Fee Guidelines”).

2. This certification is made in respect of Houlihan Lokey’s application, dated September 23, 2019, (the “Application”), for final compensation and reimbursement of expenses for the period commencing November 25, 2018, through and including July 25, 2019, (the “Total Compensation Period”) in accordance with the Guidelines.

In respect of section B.1 of the Local Guidelines, I certify that:

- (a) I have read the application;
- (b) To the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Guidelines;
- (c) The Application respectfully requests that this Court enter an Order awarding Houlihan Lokey \$10,512,810.60 as compensation for services rendered during the Total Compensation Period and \$52,032.27 as reimbursement of reasonable actual and necessary expenses incurred in connection with such services;
- (d) The fees and disbursement requested in the Application are billed in accordance with practices customarily employed by Houlihan Lokey and generally accepted by Houlihan Lokey's clients; and
- (e) In providing a reimbursable service, Houlihan Lokey does not make a profit on that service, whether Houlihan performs the service in-house or through a third party.

3. In respect of section B.2 of the Local Guidelines and as required by the Interim Compensation Order, I certify that Houlihan Lokey has provided, on a monthly basis or as soon as reasonably possible, statements of Houlihan Lokey's fees and disbursements accrued during the previous month, in accordance with the Interim Compensation Order (as defined in the Application), to the Debtors, the Debtors' counsel, and the Office of the United States Trustee for the Southern District of New York, and has filed such statements with this Court.

4. In respect of section B.3 of the Local Guidelines, I certify that the Debtors, the Debtors' counsel, and the United States Trustee for the Southern District of New York are each being provided a copy of the Application concurrently with the filing thereof and will have at least 15 days to review such Application prior to any objection deadline with respect thereto.

Dated: September 23, 2019
New York, New York

HOULIHAN LOKEY CAPITAL, INC.
Investment Banker to the Debtors

/s/ Matthew R. Niemann
Matthew R. Niemann
Managing Director
10250 Constellation Blvd. 5th Floor
Los Angeles, CA 90067
Telephone: (310) 788-5220

EXHIBIT C

RETENTION ORDER

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
	:	
In re	:	Chapter 11
	:	
WAYPOINT LEASING	:	Case No. 18-13648 (SMB)
HOLDINGS LTD., <i>et al.</i> ,	:	
	:	(Jointly Administered)
Debtors. ¹	:	
-----X		

**ORDER PURSUANT TO 11 U.S.C. §§ 327 AND 328
AND FED. R. BANKR. P. 2014 AND 2016 AUTHORIZING
DEBTORS TO RETAIN HOULIHAN LOKEY CAPITAL, INC.
AS INVESTMENT BANKER *NUNC PRO TUNC* TO PETITION DATE**

Upon the application (the “**Application**”),² dated December 23, 2018 [ECF No. 166], of Waypoint Leasing Holdings Ltd. and certain of its subsidiaries and affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”), pursuant to sections 327(a) and 328 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rules 2014-1 and 2016-1 of the Local Bankruptcy Rules of the Southern District of New York (the “**Local Rules**”), for entry of an order authorizing the employment and retention of Houlihan Lokey Capital, Inc. (“**Houlihan Lokey**”), as the Debtors’ investment banker, effective *nunc pro tunc* to the Petition Date, in accordance with the terms and conditions set forth in that certain engagement letter dated as of May 1, 2018 attached to the Application as **Exhibit C** (the “**Engagement Letter**”), all as more fully set forth in the Application and the declaration of Matthew R. Niemann attached thereto as **Exhibit D**, the declaration of William Transier, attached as **Exhibit B** to the Debtors’ reply brief

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are set forth on Exhibit A to the Application.

² Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Application.

in support of the Application (the “**Reply**”), and supplemental declaration of Matthew R. Niemann attached as **Exhibit C** to the Reply (collectively, the “**Declarations**”); and the Court having jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Application and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and due and proper notice of the Application having been provided to the Notice Parties; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and the Court having reviewed the Application; and the Court having held a hearing to consider the relief requested in the Application (the “**Hearing**”); and upon the Declarations and the record of the Hearing; and the Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and it appearing that the relief requested in the Application is in the best interests of the Debtors, their estates, creditors, and all parties in interest, and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT

1. The Application is granted to the extent set forth herein.
2. The Debtors are authorized, pursuant to sections 327(a) and 328(a) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016, and Local Rules 2014-1 and 2016-1, to employ and retain Houlihan Lokey as their investment banker in accordance with the terms and conditions set forth in the Application and the Engagement Letter (as modified by this Order), incorporated herein by reference, effective *nunc pro tunc* to the Petition Date.

3. Houlihan Lokey does not hold or represent any interest adverse to the Debtors' estate with respect to the matters upon which it is to be employed and is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code.

4. The terms of the Engagement Letter are approved in all respects except as limited or modified herein.

5. Notwithstanding anything to the contrary in the Engagement Letter, Houlihan shall only have whatever fiduciary duty (if any) that is imposed on it under applicable law.

6. The compensation provisions of the Engagement Letter, including with respect to the Monthly Retainer Fees and Transaction Fees, and the other Fees and Expenses are reasonable terms and conditions of employment as required under Section 328(a) of the Bankruptcy Code, and are hereby approved pursuant to section 328(a) of the Bankruptcy Code, Houlihan Lokey's Fees shall be compensated and reimbursed pursuant to section 328(a) of the Bankruptcy Code in accordance with the terms of, and at the times specified by, the Engagement Letter.

7. Notwithstanding anything to the contrary in the Engagement Letter, the Application, or the Niemann Declaration, to the extent that the Debtors request Houlihan Lokey to perform any services other than those detailed in the Engagement Letter, the Debtors shall seek further application for an order of approval by the Court for a supplement to the retention and any related modifications to the Engagement Letter and such application shall set forth, in addition to the additional services to be performed, the additional fees sought to be paid.

8. Houlihan Lokey shall file fee applications for final allowance of compensation and reimbursement of expenses pursuant to the procedures set forth in sections 330

and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any other applicable procedures and orders of this Court; *provided, however*, that Houlihan Lokey's Fees and Expenses shall not be subject to review under the standard set forth in section 330 of the Bankruptcy Code. Notwithstanding anything to the contrary in the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, orders of this Court, the Fee Guidelines promulgated by the Office of the United States Trustee for Region 2 (the "**U.S. Trustee**"), or any other guidelines regarding submission and approval of fee applications, in light of services already provided by Houlihan Lokey, the services to be provided by Houlihan Lokey and the structure of Houlihan Lokey's compensation pursuant to the Engagement Letter, Houlihan Lokey and its professionals shall be excused from the requirement to maintain or provide detailed time records as set forth in the Bankruptcy Rules and Fee Guidelines; *provided, however*, that notwithstanding that Houlihan Lokey does not charge for its services on an hourly basis, Houlihan Lokey will nonetheless maintain reasonably detailed time records in 0.5 hour increments containing descriptions of services rendered to the Debtors after the entry of this order and shall include such records in their fee applications. For the avoidance of doubt, Houlihan Lokey shall not be required to provide any time records for services rendered prior to the entry of this order on a final, unappealable basis.

9. The indemnification provisions in the Engagement Letter are approved; *provided, however*, that all requests by Houlihan Lokey for the payment of indemnification as set forth in the Engagement Letter shall be made by means of an application to this Court and shall be subject to review by this Court to ensure that payment of such indemnity conforms to the terms of the Engagement Letter and is reasonable under the circumstances of the litigation or settlement in respect of which indemnity is sought; *provided, further, however*, that in no event shall Houlihan Lokey be indemnified, entitled to any contribution from the Debtors, exonerated, or have

contractual limitations on its liability in the case of its own bad faith, self-dealing, breach of fiduciary duty (if any), gross negligence, or willful misconduct. In the event that Houlihan Lokey seeks reimbursement from the Debtors for attorneys' fees and expenses in connection with the payment of an indemnity claim pursuant to the Engagement Letter, the invoices and supporting time records for the attorneys' fees and expenses shall be included in Houlihan Lokey's own applications but determined by this Court after notice and a hearing, and such invoices and time records shall be subject to the Fee Guidelines and the approval of the Bankruptcy Court pursuant to sections 330 and 331 of the Bankruptcy Code without regard to whether such attorneys have been retained under section 327 of the Bankruptcy Code and without regard to whether such attorneys' services satisfy section 330(a)(3)(C) of the Bankruptcy Code.

10. Notwithstanding anything in this Order to the contrary, the U.S. Trustee shall retain all rights to respond or object to Houlihan Lokey's application for compensation based on the reasonableness standard provided for in section 330 of the Bankruptcy Code; provided that reasonableness for this purpose will take into account Houlihan Lokey's prepetition services.

11. Houlihan Lokey shall use reasonable efforts to avoid any duplication of services provided by any of the Debtors' other retained professionals in these Chapter 11 Cases.

12. To the extent that there is any inconsistency between the terms of the Application, the Engagement Letter, or this Order, the terms of this Order shall govern.

13. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Application.

14. Notice of the Application as provided therein shall be deemed good and sufficient notice of such Application and the requirements of the Local Rules are satisfied by such notice.

15. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

16. The relief granted herein shall be binding upon any chapter 11 trustee appointed in these Chapter 11 Cases, or upon any chapter 7 trustee appointed in the event of a subsequent conversion of these Chapter 11 Cases to a case under chapter 7.

17. 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.

Dated: **January 18, 2019**
New York, New York

/s/ STUART M. BERNSTEIN
HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT D

HOULIHAN LOKEY FEE CALCULATION

DIP Financing Fee

Gross Proceeds of DIP Financing		\$49,000,000.00
x Financing Fee (as % of Gross Proceeds)	1.50%	

Houlihan Lokey Financing Fee [A]	\$735,000.00
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Sale Transaction Fee

Total Aggregate Gross Consideration ("AGC")		\$677,888,200.00
WAC1 AGC (Macquarie PPA)		176,800,000.00
WAC2 AGC (Credit Bid)		18,340,000.00
WAC3 AGC (Macquarie PPA)		107,250,000.00
WAC6 AGC (Macquarie PPA)		24,700,000.00
WAC7 AGC (Macquarie PPA)		42,250,000.00
WAC8 AGC (Macquarie PPA)		94,250,000.00
WAC9 AGC (Credit Bid)		99,090,200.00
WAC12 AGC (Credit Bid)		115,208,000.00

Base Sale Transaction Fee		\$7,000,000.00
Plus: Incentive Fee (AGC between \$575mm and \$650mm)	2.50%	1,875,000.00
Plus: Incentive Fee (AGC between \$650mm and \$725mm)	3.00%	836,646.00
Plus: Incentive Fee (AGC between \$725mm and \$800mm)	3.50%	-
Plus: Incentive Fee (AGC \$800mm and greater)	3.75%	-

Illustrative Gross Sale Transaction Fee	\$9,711,646.00
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(+) Pace Premium (In-Court for Less Than 180 Days)	10.00%	971,164.60
(-) Monthly Retainer Credit (50% of November to March Monthly Fees)		(437,500.00)
(-) Forbearance Transaction Fee Credit (\$1.5mm @ 100%)		(1,500,000.00)

Houlihan Lokey Sale Transaction Fee [B]	\$8,745,310.60
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Houlihan Lokey Deferred Fees [A+B]	\$9,480,310.60
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EXHIBIT E

HOURS BY EMPLOYEE

Waypoint Leasing Holdings Ltd.

Hours Expended

Date	Day	MRN	JR	MB	DK	MM	Total
1/18/19	Fri		2.5		3.5	5.0	11.0
1/19/19	Sat		2.0		3.0	4.0	9.0
1/20/19	Sun			0.5			0.5
1/21/19	Mon	1.0	1.0	1.0	1.0	1.0	5.0
1/22/19	Tue	1.0	1.0	1.0	1.0	1.5	5.5
1/23/19	Wed	1.0	4.5	3.5	3.0	7.0	19.0
1/24/19	Thu		2.0	2.0	2.0	5.0	11.0
1/25/19	Fri	2.0	5.5	4.5	7.0	7.5	26.5
1/26/19	Sat						
1/27/19	Sun						
1/28/19	Mon	1.0	4.5	1.5	7.0	5.5	19.5
1/29/19	Tue	2.0	6.0	4.0	5.0	6.5	23.5
1/30/19	Wed		2.5	2.0	4.0	4.5	13.0
1/31/19	Thu	0.5	2.0	0.5	2.0	2.0	7.0
2/1/19	Fri	2.5			4.0	6.0	12.5
2/2/19	Sat	2.0	4.0	4.0	4.5	7.5	22.0
2/3/19	Sun		1.0	0.5	1.5	3.5	6.5
2/4/19	Mon	1.5	1.5	0.5	4.0	7.0	14.5
2/5/19	Tue		2.0		5.5	4.5	12.0
2/6/19	Wed	1.0	1.0		3.0	5.0	10.0
2/7/19	Thu	1.5	1.0	0.5	1.0	1.0	5.0
2/8/19	Fri	1.0		1.0	5.0	5.0	12.0
2/9/19	Sat				1.5	1.5	3.0
2/10/19	Sun	2.0		2.0	2.0	3.0	9.0
2/11/19	Mon	4.5	6.0	4.5	7.0	8.0	30.0
2/12/19	Tue	8.0	8.0	8.0	8.0	8.0	40.0
2/13/19	Wed		2.5	1.0	1.0	6.0	10.5
2/14/19	Thu	0.5	0.5	0.5	0.5	0.5	2.5
2/15/19	Fri		1.0			6.5	7.5
2/16/19	Sat					1.0	1.0
2/17/19	Sun					1.0	1.0
2/18/19	Mon	0.5	0.5	0.5	2.5	4.5	8.5
2/19/19	Tue		3.0	3.0	3.0	3.0	12.0
2/20/19	Wed					3.0	3.0
2/21/19	Thu	0.5	1.5	2.5	3.0	10.0	17.5
2/22/19	Fri		2.0		2.0	4.0	8.0
2/23/19	Sat					1.0	1.0
2/24/19	Sun					1.0	1.0
2/25/19	Mon	0.5	1.5	0.5	2.0	4.5	9.0
2/26/19	Tue	2.0	2.5	2.0	3.0	4.0	13.5
2/27/19	Wed		1.5	1.5	3.5	5.0	11.5
2/28/19	Thu	0.5	2.0	2.0	3.0	3.0	10.5
3/1/19	Fri		2.5	1.5	4.5	9.5	18.0
3/2/19	Sat		1.0	3.0	3.0	11.0	18.0
3/3/19	Sun		2.0	2.0	3.5	7.5	15.0
3/4/19	Mon	0.5	3.0	2.5	7.5	10.5	24.0
3/5/19	Tue		1.0		2.0	8.0	11.0
3/6/19	Wed		1.0		3.0	5.5	9.5
3/7/19	Thu	0.5	2.0	2.0	3.5	7.0	15.0
3/8/19	Fri		1.5	1.5	1.5	1.5	6.0
3/9/19	Sat						
3/10/19	Sun		1.5		2.5	6.5	10.5

Waypoint Leasing Holdings Ltd.

Hours Expended

Date	Day	MRN	JR	MB	DK	MM	Total
3/11/19	Mon	0.5	2.5	0.5	3.0	11.0	17.5
3/12/19	Tue		12.5	1.5	17.5	19.5	51.0
3/13/19	Wed		3.5	1.5	3.5	5.5	14.0
3/14/19	Thu	0.5	0.5	0.5	0.5	0.5	2.5
3/15/19	Fri						
3/16/19	Sat						
3/17/19	Sun						
3/18/19	Mon	0.5	0.5	0.5	0.5	0.5	2.5
3/19/19	Tue					2.0	2.0
3/20/19	Wed		1.5	1.5	1.5	4.5	9.0
3/21/19	Thu	0.5	0.5	0.5	0.5	0.5	2.5
3/22/19	Fri						
3/23/19	Sat						
3/24/19	Sun						
3/25/19	Mon	0.5	0.5	0.5	0.5	1.0	3.0
3/26/19	Tue	1.0	1.0	1.0	1.0	1.0	5.0
3/27/19	Wed		2.0	2.0	2.0	2.0	8.0
3/28/19	Thu	0.5	0.5	0.5	0.5	0.5	2.5
3/29/19	Fri		0.5	1.5	2.5	1.0	5.5
3/30/19	Sat						
3/31/19	Sun						
Total		42.0	118.0	79.5	173.5	284.0	697.0

Waypoint Leasing Holdings Ltd.

Hours Expended by Mackenzie Maynard

1 Hearings, Administrative and Other
2 Correspondence with Creditors and Advisors
3 Analysis, Presentations, and Due Diligence

Date	Day	Activity	Hours	Category		
				1	2	3
1/18/19	Fri	Facilitated due diligence, internal discussion for various work streams, analyzed Macquarie Bid/APA waterfall and cost allocation	5.0		0.5	4.5
1/19/19	Sat	Internal discussion for various work streams, analyzed Macquarie Bid/APA waterfall and cost allocation	4.0			4.0
1/20/19	Sun					
1/21/19	Mon	Coordination call w/ Debtors' professionals	1.0	1.0		
1/22/19	Tue	Board meeting, tracker internal working hours	1.5	1.5		
1/23/19	Wed	Various internal, professional-only and board meeting(s), discussion with lender advisor, analyzed Macquarie Bid/APA and cost allocation	7.0	1.0	0.5	5.5
1/24/19	Thu	Professionals-only meetings to discuss Macquarie Bid/APA waterfall and cost allocation	5.0			5.0
1/25/19	Fri	Professionals-only meetings to discuss Macquarie Bid/APA waterfall and cost allocation, board meetings	7.5	2.0		5.5
1/26/19	Sat					
1/27/19	Sun					
1/28/19	Mon	Professionals-only meetings to discuss legal drafting, analyzed Macquarie Bid/APA waterfall and cost allocation, tracker internal working hours	5.5	2.5		3.0
1/29/19	Tue	Board meeting, discussion with a lender's counsel, discussion with Debtors' professionals, Macquarie Bid/APA waterfall and cost allocation	6.5	3.0	1.0	2.5
1/30/19	Wed	Discussion with Debtors' and professionals and analysis for Macquarie Bid/APA Waterfall, reviewed draft sale order	4.5	0.5		4.0
1/31/19	Thu	Debtors' professionals coordination call, APA waterfall analysis walkthrough with A&M	2.0	0.5	1.5	
2/1/19	Fri	Dataroom management, review of Niemann declaration, updated Macquarie APA waterfall analysis, finalized HL fee statement	6.0	1.5	1.0	3.5
2/2/19	Sat	Macquarie Sale Order discussion w/ professionals, discussion with FTI/Weil for APA waterfall analysis, updated APA waterfall analysis	7.5	2.0		5.5
2/3/19	Sun	Updated APA waterfall analysis, dataroom management	3.5	1.0		2.5
2/4/19	Mon	Debtors' professionals coordination call, intercompany claims discussion with FTI, APA waterfall analysis walkthrough with lenders, reviewed lender objections, scenario analysis for APA waterfall	7.0	1.5	1.0	4.5
2/5/19	Tue	APA waterfall analysis walkthrough with lenders, dataroom management, updated APA waterfall analysis and variance	4.5		3.5	1.0
2/6/19	Wed	APA waterfall analysis walkthrough with lenders, call w/ lenders to discuss APA waterfall analysis, updated APA waterfall variance analysis	5.0		2.5	2.5
2/7/19	Thu	Debtors' professionals coordination call, legal call w/ lessee, dataroom management, various analyses for auditors, call w/ lenders to discuss APA waterfall analysis, preparation of credit bid exit payments	1.0	2.0	1.0	2.5
2/8/19	Fri	MRN testimony prep, creation of demonstrative exhibits, preparation of exit payment statement and supporting schedules	5.0	1.5		3.5
2/9/19	Sat	Dataroom management, review of Niemann declaration	1.5	1.5		
2/10/19	Sun	Testimony prep, discussion for Waschecka obligation, preparation of demonstrative exhibits	3.0	3.0		
2/11/19	Mon	Board meetings (LuxCo, WLIL, WAC9 subs), debtors' professionals coordination call, intercompany discussion, call and prepared WAC9 Exit Payment, Niemann Hearing Prep	8.0	5.5		2.5
2/12/19	Tue	Omnibus Hearing	8.0	8.0		
2/13/19	Wed	Tax call, WAC9 Intercompany Discussion w/ Debtors' professionals, updated Macquarie APA Waterfall	6.0	1.5		4.5
2/14/19	Thu	Debtors' professionals coordination call	0.5	0.5		
2/15/19	Fri	Prepared WAC9 Exit Payment, reviewed transfer tax schedule, dataroom management	6.5	2.0		4.5
2/16/19	Sat	Dataroom management	1.0	1.0		
2/17/19	Sun	Dataroom management	1.0	1.0		
2/18/19	Mon	Debtors' professionals coordination call, preparation and finalized WAC9 Exit Payment	4.5	0.5		4.0
2/19/19	Tue	Prep and Call on WAC9 Exit Payment	3.0		1.0	2.0
2/20/19	Wed	Dataroom management for WAC9	3.0	3.0		
2/21/19	Thu	Debtors' professionals coordination call, Dataroom management, revised WAC9/12 exit payment calculations, reviewed WAC9 funds flow	10.0	3.5		6.5
2/22/19	Fri	Dataroom management, Call w/ WAC12 to discuss exit payment	4.0	2.0		2.0
2/23/19	Sat	Dataroom management	1.0	1.0		
2/24/19	Sun	Dataroom management	1.0	1.0		
2/25/19	Mon	Debtors' professionals coordination call, sent documents to WAC9 parties, revised Macquarie APA funds flow and WAC12 exit payment	4.5	2.0		2.5
2/26/19	Tue	WAC12 Hearing, revised WAC2 exit payment	4.0	2.0		2.0
2/27/19	Wed	Call w/ Debtor professionals for Macquarie APA Funds Flow, revised APA funds flow	5.0			5.0
2/28/19	Thu	Debtors' professionals coordination call, Call w/ Debtor professionals for Macquarie APA Funds Flow, WAC2 Exit Payment Call	3.0	0.5		2.5

Waypoint Leasing Holdings Ltd.

Hours Expended by Mackenzie Maynard

- 1 Hearings, Administrative and Other
- 2 Correspondence with Creditors and Advisors
- 3 Analysis, Presentations, and Due Diligence

Date	Day	Activity	Hours	Category		
				1	2	3
3/1/19	Fri	Funds Flow Discussion w/ Debtors Professionals & Company, Revising WAC2 Exit Payment and Funds Flow	9.5			9.5
3/2/19	Sat	Source & Uses and Funds Flow Analysis	11.0			11.0
3/3/19	Sun	Funds Flow Discussion w/ Debtors Professionals, Funds Flow Review Call / Analysis	7.5			7.5
3/4/19	Mon	Coordination Call, Funds Flow Discussion w/ Debtors Professionals & Company, Documentation Management, Workstream Allocation, Funds Flow Analysis	10.5	4.0		6.5
3/5/19	Tue	Funds Flow Analysis, Workstream Management	8.0	1.0		7.0
3/6/19	Wed	Funds Flow Analysis, Closing Statement	5.5			5.5
3/7/19	Thu	Coordination Call, Funds Flow Discussion w/ Debtors Professionals, FF Analysis	7.0	0.5		6.5
3/8/19	Fri	Funds Flow Discussion w/ Debtors Professionals	1.5			1.5
3/9/19	Sat					
3/10/19	Sun	WAC2 Exit Payment Analysis, Closing Statement / Funds Flow Analysis	6.5			6.5
3/11/19	Mon	Coordination Call, Closing Statement/Funds Flow Analysis, Dataroom Management	11.0	2.5	1.0	7.5
3/12/19	Tue	Funds Flow Discussion w/ Lenders, Responding to Lender FF Questions, Finalizing Closing Statement/Funds Flow Analysis	19.5		4.5	15.0
3/13/19	Wed	Funds Flow Discussion w/ Lenders, Responding to Lender FF Questions, Closing Statement/Funds Flow Analysis	5.5		2.0	3.5
3/14/19	Thu	Coordination Call	0.5	0.5		
3/15/19	Fri					
3/16/19	Sat					
3/17/19	Sun					
3/18/19	Mon	Coordination Call	0.5	0.5		
3/19/19	Tue	Dataroom Management	2.0	2.0		
3/20/19	Wed	Review Chapter 11 Plan, Dataroom Management	4.5	4.5		
3/21/19	Thu	Coordination Call	0.5	0.5		
3/22/19	Fri					
3/23/19	Sat					
3/24/19	Sun					
3/25/19	Mon	Coordination Call, Dataroom Management	1.0	1.0		
3/26/19	Tue	Waypoint Board Meeting Prep Call	1.0	1.0		
3/27/19	Wed	Review Chapter 11 Plan	2.0	2.0		
3/28/19	Thu	Coordination Call	0.5	0.5		
3/29/19	Fri	Reviewed Chapter 11 Plan Lender Questions	1.0		1.0	
3/30/19	Sat					
3/31/19	Sun					
TOTAL			116.5	20.5	8.5	87.5

Waypoint Leasing Holdings Ltd.

Hours Expended by Daniel Kim

1 Hearings, Administrative and Other
2 Correspondence with Creditors and Advisors
3 Analysis, Presentations, and Due Diligence

Date	Day	Activity	Hours	Category		
				1	2	3
1/18/19	Fri	Internal discussion for various work streams, reviewed/analyzed Macquarie Bid/APA waterfall and cost allocation	3.5	0.5		3.0
1/19/19	Sat	Internal discussion for various work streams, reviewed/analyzed Macquarie Bid/APA waterfall and cost allocation	3.0			3.0
1/20/19	Sun					
1/21/19	Mon	Coordination call w/ Debtors' professionals	1.0	1.0		
1/22/19	Tue	Board meetings	1.0	1.0		
1/23/19	Wed	Various internal, professional-only and board meeting(s), discussion with lender advisor, analyzed Macquarie Bid/APA and cost allocation	3.0	1.0	0.5	1.5
1/24/19	Thu	Professionals-only meetings to discuss Macquarie Bid/APA waterfall and cost allocation	2.0			2.0
1/25/19	Fri	Professionals-only meetings to discuss Macquarie Bid/APA waterfall and cost allocation, HL interim fee statement, board meetings	7.0	3.5		3.5
1/26/19	Sat					
1/27/19	Sun					
1/28/19	Mon	Professionals-only meetings to discuss legal drafting, analyzed Macquarie Bid/APA waterfall and cost allocation, HL interim fee statement	7.0	5.0		2.0
1/29/19	Tue	Board meeting, discussion with a lender's counsel, discussion with Debtors' professionals, various internal work streams	5.0	3.0	1.0	1.0
1/30/19	Wed	Discussion with Debtors' and professionals and analysis for Macquarie Bid/APA Waterfall, reviewed draft sale order	4.0	0.5		3.5
1/31/19	Thu	Debtors' professionals coordination call, APA waterfall analysis walkthrough with A&M	2.0	0.5	1.5	
2/1/19	Fri	Dataroom management, review of Niemann declaration, reviewed Macquarie APA waterfall analysis, finalized HL fee statement	4.0	1.5	1.0	1.5
2/2/19	Sat	Macquarie Sale Order discussion w/ professionals, discussion with FTI/Weil for APA waterfall analysis, reviewed APA waterfall analysis	4.5	2.0		2.5
2/3/19	Sun	Reviewed APA waterfall analysis	1.5			1.5
2/4/19	Mon	Debtors' professionals coordination call, intercompany claims discussion with FTI, APA waterfall analysis walkthrough with lenders, reviewed lender objections, reviewed scenario analysis for APA waterfall	4.0	1.5	1.0	1.5
2/5/19	Tue	APA waterfall analysis walkthrough with lenders, dataroom management, reviewed APA waterfall analysis and variance	5.5		3.5	2.0
2/6/19	Wed	APA waterfall analysis walkthrough with lenders, call w/ lenders to discuss APA waterfall analysis, reviewed APA waterfall variance analysis	3.0		2.5	0.5
2/7/19	Thu	Debtors' professionals coordination call, legal call w/ lessee, dataroom management, call w/ lenders to discuss APA waterfall analysis, reviewed credit bid exit payments, coordination w/ company for auditors requests	1.0	1.5	1.0	1.5
2/8/19	Fri	MRN testimony prep, reviewed exit payment statement and supporting schedules	5.0	1.5		3.5
2/9/19	Sat	Review of Niemann declaration	1.5	1.5		
2/10/19	Sun	Testimony prep, discussion for Waschecka obligation	2.0	2.0		
2/11/19	Mon	Board meetings (LuxCo, WLIL, WAC9 subs), debtors' professionals coordination call, intercompany discussion, call and reviewed WAC9 Exit Payment, Niemann Hearing Prep	7.0	5.5		1.5
2/12/19	Tue	Omnibus Hearing	8.0	8.0		
2/13/19	Wed	Tax call	1.0			1.0
2/14/19	Thu	Debtors' professionals coordination call	0.5	0.5		
2/15/19	Fri					
2/16/19	Sat					
2/17/19	Sun					
2/18/19	Mon	Debtors' professionals coordination call, reviewed WAC9 Exit Payment	2.5	0.5		2.0
2/19/19	Tue	Prep and Call on WAC9 Exit Payment	3.0		1.0	2.0
2/20/19	Wed					
2/21/19	Thu	Debtors' professionals coordination call, reviewed WAC9/12 exit payment calculations, reviewed WAC9 funds flow	3.0	0.5		2.5
2/22/19	Fri	Call w/ WAC12 to discuss exit payment	2.0			2.0
2/23/19	Sat					
2/24/19	Sun					
2/25/19	Mon	Debtors' professionals coordination call, reviewed Macquarie APA funds flow and WAC12 exit payment	2.0	0.5		1.5
2/26/19	Tue	WAC12 Hearing, reviewed WAC2 exit payment	3.0	2.0		1.0
2/27/19	Wed	Call w/ Debtor professionals for Macquarie APA Funds Flow, reviewed APA funds flow	3.5			3.5
2/28/19	Thu	Debtors' professionals coordination call, Call w/ Debtor professionals for Macquarie APA Funds Flow, WAC2 Exit Payment Call	3.0	0.5		2.5

Waypoint Leasing Holdings Ltd.

Hours Expended by Daniel Kim

- 1 Hearings, Administrative and Other
- 2 Correspondence with Creditors and Advisors
- 3 Analysis, Presentations, and Due Diligence

Date	Day	Activity	Hours	Category		
				1	2	3
3/1/19	Fri	Funds Flow Discussion w/ Debtors Professionals & Company, Review WAC2 Exit Payment and Funds Flow	4.5			4.5
3/2/19	Sat	Review Source & Uses and Funds Flow Analysis	3.0			3.0
3/3/19	Sun	Funds Flow Discussion w/ Debtors Professionals, Review Source & Uses and Funds Flow Analysis	3.5			3.5
3/4/19	Mon	Coordination Call, Funds Flow Discussion w/ Debtors Professionals & Company, Review Funds Flow Analysis	7.5	4.0		3.5
3/5/19	Tue	Review Funds Flow Analysis & Closing Statement	2.0			2.0
3/6/19	Wed	Review Funds Flow Analysis & Closing Statement	3.0			3.0
3/7/19	Thu	Coordination Call, Funds Flow Discussion w/ Debtors Professionals, Review Funds Flow and Closing Statement Analysis	3.5	0.5		3.0
3/8/19	Fri	Funds Flow Discussion w/ Debtors Professionals	1.5			1.5
3/9/19	Sat					
3/10/19	Sun	Review WAC2 Exit Payment Analysis, Review Closing Statement / Funds Flow Analysis	2.5			2.5
3/11/19	Mon	Coordination Call, Review Closing Statement/Funds Flow Analysis	3.0	0.5		2.5
3/12/19	Tue	Funds Flow Discussion w/ Lenders, Responding to Lender FF Questions, Review of Final Closing Statement/Funds Flow Analysis	17.5		4.5	13.0
3/13/19	Wed	Funds Flow Discussion w/ Lenders, Responding to Lender FF Questions, Review Closing Statement/Funds Flow Analysis	3.5		2.0	1.5
3/14/19	Thu	Coordination Call	0.5	0.5		
3/15/19	Fri					
3/16/19	Sat					
3/17/19	Sun					
3/18/19	Mon	Coordination Call	0.5	0.5		
3/19/19	Tue					
3/20/19	Wed	Review Chapter 11 Plan	1.5	1.5		
3/21/19	Thu	Coordination Call	0.5	0.5		
3/22/19	Fri					
3/23/19	Sat					
3/24/19	Sun					
3/25/19	Mon	Coordination Call	0.5	0.5		
3/26/19	Tue	Waypoint Board Meeting Prep Call	1.0	1.0		
3/27/19	Wed	Review Chapter 11 Plan	2.0	2.0		
3/28/19	Thu	Coordination Call	0.5	0.5		
3/29/19	Fri	Reviewed Chapter 11 Plan Lender Questions, Lender Call Ch. 11 Plan	2.5		2.5	
3/30/19	Sat					
3/31/19	Sun					
TOTAL			64.5	12.0	9.0	43.5

Waypoint Leasing Holdings Ltd.

Hours Expended by Matthew Braun

- 1 Hearings, Administrative and Other
- 2 Correspondence with Creditors and Advisors
- 3 Analysis, Presentations, and Due Diligence

Date	Day	Activity	Hours	Category		
				1	2	3
1/18/19	Fri					
1/19/19	Sat					
1/20/19	Sun	Reviewed Macquarie Bid/APA waterfall and cost allocation	0.5			0.5
1/21/19	Mon	Coordination call w/ Debtors' professionals	1.0	1.0		
1/22/19	Tue	Board meeting	1.0	1.0		
1/23/19	Wed	Reviewed Macquarie Bid/APA waterfall and costs allocation, board meetings, call w/ A&M, team meetings	3.5	1.0	0.5	2.0
1/24/19	Thu	Team meetings and calls w/ Weil to discuss APA waterfall and cost allocation analysis	2.0			2.0
1/25/19	Fri	Professionals-only meetings to discuss Macquarie Bid/APA waterfall and cost allocation, board meetings	4.5	2.0		2.5
1/26/19	Sat					
1/27/19	Sun					
1/28/19	Mon	Coordination call w/ Debtors' professionals, responded to diligence e-mails, internal discussions for various work streams	1.5	1.5		
1/29/19	Tue	Board meeting, discussion with a lender's counsel, discussion with Debtors' professionals	4.0	3.0	1.0	
1/30/19	Wed	Discussion with Debtors' and professionals and analysis for Macquarie Bid/APA Waterfall	2.0	2.0		
1/31/19	Thu	Debtors' professionals coordination call	0.5	0.5		
2/1/19	Fri					
2/2/19	Sat	Macquarie Sale Order discussion w/ professionals, discussion with FTI/Weil for APA waterfall analysis	4.0	2.0		2.0
2/3/19	Sun	Reviewed APA waterfall analysis	0.5			0.5
2/4/19	Mon	Debtors' professionals coordination call	0.5	0.5		
2/5/19	Tue					
2/6/19	Wed					
2/7/19	Thu	Debtors' professionals coordination call	0.5	0.5		
2/8/19	Fri	MRN testimony prep	1.0	1.0		
2/9/19	Sat					
2/10/19	Sun	Testimony prep, discussion for Waschecka obligation	2.0	2.0		
2/11/19	Mon	Board meetings (LuxCo, WLIL, WAC9 subs), debtors' professionals coordination call, Niemann Hearing Prep	4.5	4.5		
2/12/19	Tue	Omnibus Hearing	8.0	8.0		
2/13/19	Wed	Tax call	1.0			1.0
2/14/19	Thu	Debtors' professionals coordination call	0.5	0.5		
2/15/19	Fri					
2/16/19	Sat					
2/17/19	Sun					
2/18/19	Mon	Debtors' professionals coordination call	0.5	0.5		
2/19/19	Tue	Prep and Call on WAC9 Exit Payment	3.0		1.0	2.0
2/20/19	Wed					
2/21/19	Thu	Debtors' professionals coordination call, reviewed Macquarie APA funds flow	2.5	0.5		2.0
2/22/19	Fri					
2/23/19	Sat					
2/24/19	Sun					
2/25/19	Mon	Debtors' professionals coordination call	0.5	0.5		
2/26/19	Tue	WAC12 Hearing	2.0	2.0		
2/27/19	Wed	Call w/ Debtor professionals for Macquarie APA Funds Flow, reviewed APA funds flow	1.5			1.5
2/28/19	Thu	Debtors' professionals coordination call, Call w/ Debtor professionals for Macquarie APA Funds Flow	2.0	0.5		1.5
3/1/19	Fri	Funds Flow Discussion w/ Debtors Professionals & Company	1.5			1.5
3/2/19	Sat		3.0			3.0
3/3/19	Sun	Review Source & Uses and Funds Flow Analysis	2.0			2.0

Waypoint Leasing Holdings Ltd.

Hours Expended by Matthew Braun

1 Hearings, Administrative and Other						
2 Correspondence with Creditors and Advisors						
3 Analysis, Presentations, and Due Diligence						
Date	Day	Activity	Hours	Category		
				1	2	3
3/4/19	Mon	Coordination Call, Funds Flow Discussion w/ Debtors Professionals & Company	2.5	2.5		
3/5/19	Tue					
3/6/19	Wed					
3/7/19	Thu	Coordination Call, Funds Flow Discussion w/ Debtors Professionals	2.0	0.5		1.5
3/8/19	Fri	Funds Flow Discussion w/ Debtors Professionals	1.5			1.5
3/9/19	Sat					
3/10/19	Sun					
3/11/19	Mon	Coordination Call	0.5	0.5		
3/12/19	Tue	Funds Flow Discussion w/ Lenders	1.5			1.5
3/13/19	Wed	Funds Flow Discussion w/ Lenders	1.5			1.5
3/14/19	Thu	Coordination Call	0.5	0.5		
3/15/19	Fri					
3/16/19	Sat					
3/17/19	Sun					
3/18/19	Mon	Coordination Call	0.5	0.5		
3/19/19	Tue					
3/20/19	Wed	Review Chapter 11 Plan	1.5	1.5		
3/21/19	Thu	Coordination Call	0.5	0.5		
3/22/19	Fri					
3/23/19	Sat					
3/24/19	Sun					
3/25/19	Mon	Coordination Call	0.5	0.5		
3/26/19	Tue	Waypoint Board Meeting Prep Call	1.0	1.0		
3/27/19	Wed	Review Chapter 11 Plan	2.0	2.0		
3/28/19	Thu	Coordination Call	0.5	0.5		
3/29/19	Fri	Reviewed Chapter 11 Plan Lender Questions, Lender Call Ch. 11 Plan	1.5		1.5	
3/30/19	Sat					
3/31/19	Sun					
TOTAL			24.5	10.5	1.5	12.5

Waypoint Leasing Holdings Ltd.

Hours Expended by Jeffrey Raithel

- 1 Hearings, Administrative and Other
- 2 Correspondence with Creditors and Advisors
- 3 Analysis, Presentations, and Due Diligence

Date	Day	Activity	Hours	Category		
				1	2	3
1/18/19	Fri	Internal discussion for various work streams, reviewed/analyzed Macquarie Bid/APA waterfall and cost allocation	2.5	0.5		2.0
1/19/19	Sat	Reviewed Macquarie Bid/APA waterfall and cost allocation, internal discussion for various work streams	2.0			2.0
1/20/19	Sun					
1/21/19	Mon	Coordination call w/ Debtors professionals	1.0	1.0		
1/22/19	Tue	Board Meetings	1.0	1.0		
1/23/19	Wed	Reviewed Macquarie Bid/APA waterfall and costs allocation, board meetings, call w/ A&M, team meetings	4.5	1.0	0.5	3.0
1/24/19	Thu	Team meetings and calls w/ Weil to discuss APA waterfall and cost allocation analysis	2.0			2.0
1/25/19	Fri	Professionals-only meetings to discuss Macquarie Bid/APA waterfall and cost allocation, board meetings	5.5	2.0		3.5
1/26/19	Sat					
1/27/19	Sun					
1/28/19	Mon	Coordination call w/ Debtors professionals, internal discussions for various work streams, reviewed illustrative Macquarie bid, call re: Sale Order	4.5	3.0		1.5
1/29/19	Tue		6.0	3.0	2.0	1.0
		Board meeting, discussion with a lender's counsel, discussion with Debtors' professionals, reviewed Macquarie Bid/APA waterfall and cost allocation				
1/30/19	Wed	Discussion with Debtors' and professionals and analysis for Macquarie Bid/APA Waterfall	2.5			2.5
1/31/19	Thu	Debtors' professionals coordination call, APA waterfall analysis walkthrough with A&M	2.0	0.5	1.5	
2/1/19	Fri					
2/2/19	Sat	Macquarie Sale Order discussion w/ professionals, discussion with FTI/Weil for APA waterfall analysis	4.0	2.0		2.0
2/3/19	Sun	Reviewed APA waterfall analysis	1.0			1.0
2/4/19	Mon	Debtors' professionals coordination call, APA waterfall analysis walkthrough with lenders	1.5	0.5	1.0	
2/5/19	Tue	APA waterfall analysis walkthrough with lenders	2.0		2.0	
2/6/19	Wed	APA waterfall analysis walkthrough with lenders	1.0		1.0	
2/7/19	Thu	Debtors' professionals coordination call, legal call w/ lessee	1.0			
2/8/19	Fri					
2/9/19	Sat					
2/10/19	Sun					
2/11/19	Mon	Board meetings (LuxCo, WLIL, WAC9 subs), debtors' professionals coordination call, intercompany discussion, call and reviewed WAC9 Exit Payment, Niemann Hearing Prep	6.0	5.5		0.5
2/12/19	Tue	Omnibus Hearing	8.0	8.0		
2/13/19	Wed	Tax call, reviewed WAC9 exit payment and macquarie APA waterfall	2.5			2.5
2/14/19	Thu	Debtors' professionals coordination call	0.5	0.5		
2/15/19	Fri	Reviewed WAC9 Exit Payment	1.0			1.0
2/16/19	Sat					
2/17/19	Sun					
2/18/19	Mon	Debtors' professionals coordination call	0.5	0.5		
2/19/19	Tue	Prep and Call on WAC9 Exit Payment	3.0		1.0	2.0
2/20/19	Wed					
2/21/19	Thu	Debtors' professionals coordination call, reviewed WAC9/12 exit payment calculations, reviewed WAC9 funds flow	1.5	0.5		1.0
2/22/19	Fri	Call w/ WAC12 to discuss exit payment	2.0			2.0
2/23/19	Sat					
2/24/19	Sun					
2/25/19	Mon	Debtors' professionals coordination call, reviewed Macquarie APA funds flow and WAC12 exit payment	1.5	0.5		1.0
2/26/19	Tue	WAC12 Hearing, reviewed WAC2 exit payment	2.5	2.0		0.5
2/27/19	Wed	Call w/ Debtor professionals for Macquarie APA Funds Flow, reviewed APA funds flow	1.5			1.5
2/28/19	Thu	Debtors' professionals coordination call, Call w/ Debtor professionals for Macquarie APA Funds Flow, WAC2 Exit Payment Call	2.0	0.5		1.5
3/1/19	Fri	Funds Flow Discussion w/ Debtors Professionals & Company, Review WAC2 Exit Payment and Funds Flow	2.5			2.5

Waypoint Leasing Holdings Ltd.

Hours Expended by Jeffrey Raithel

- 1 Hearings, Administrative and Other
- 2 Correspondence with Creditors and Advisors
- 3 Analysis, Presentations, and Due Diligence

Date	Day	Activity	Hours	Category		
				1	2	3
3/2/19	Sat	Review Source & Uses and Funds Flow Analysis	1.0			1.0
3/3/19	Sun	Funds Flow Discussion w/ Debtors Professionals, Review Source & Uses and Funds Flow Analysis	2.0			2.0
3/4/19	Mon	Coordination Call, Funds Flow Discussion w/ Debtors Professionals & Company, Review Funds Flow Analysis	3.0	1.0		2.0
3/5/19	Tue	Review Funds Flow Analysis & Closing Statement	1.0			1.0
3/6/19	Wed	Review Funds Flow Analysis & Closing Statement	1.0			1.0
3/7/19	Thu	Coordination Call, Funds Flow Discussion w/ Debtors Professionals, Review Funds Flow and Closing Statement Analysis	2.0	0.5		1.5
3/8/19	Fri	Funds Flow Discussion w/ Debtors Professionals	1.5			1.5
3/9/19	Sat					
3/10/19	Sun	Review WAC2 Exit Payment Analysis, Review Closing Statement / Funds Flow Analysis	1.5			1.5
3/11/19	Mon	Coordination Call, Review Closing Statement/Funds Flow Analysis	2.5	0.5		2.0
3/12/19	Tue	Funds Flow Discussion w/ Lenders, Responding to Lender FF Questions, Review of Final Closing Statement/Funds Flow Analysis	12.5		4.0	8.5
3/13/19	Wed	Funds Flow Discussion w/ Lenders, Responding to Lender FF Questions, Review Closing Statement/Funds Flow Analysis	3.5		2.0	1.5
3/14/19	Thu	Coordination Call	0.5	0.5		
3/15/19	Fri					
3/16/19	Sat					
3/17/19	Sun					
3/18/19	Mon	Coordination Call	0.5	0.5		
3/19/19	Tue					
3/20/19	Wed	Review Chapter 11 Plan	1.5	1.5		
3/21/19	Thu	Coordination Call	0.5	0.5		
3/22/19	Fri					
3/23/19	Sat					
3/24/19	Sun					
3/25/19	Mon	Coordination Call	0.5	0.5		
3/26/19	Tue	Waypoint Board Meeting Prep Call	1.0	1.0		
3/27/19	Wed	Review Chapter 11 Plan	2.0	2.0		
3/28/19	Thu	Coordination Call	0.5	0.5		
3/29/19	Fri	Reviewed Chapter 11 Plan Lender Questions	0.5		0.5	
3/30/19	Sat					
3/31/19	Sun					
TOTAL			41.5	9.0	6.5	26.0

Waypoint Leasing Holdings Ltd.

Hours Expended by Matthew Niemann

- 1 Hearings, Administrative and Other
- 2 Correspondence with Creditors and Advisors
- 3 Analysis, Presentations, and Due Diligence

Date	Day	Activity	Hours	Category		
				1	2	3
1/18/19	Fri					
1/19/19	Sat					
1/20/19	Sun					
1/21/19	Mon	Coordination call w/ Debtors professionals	1.0	1.0		
1/22/19	Tue	Board meeting	1.0	1.0		
1/23/19	Wed	Board meeting	1.0	1.0		
1/24/19	Thu					
1/25/19	Fri	Board meetings	2.0	2.0		
1/26/19	Sat					
1/27/19	Sun					
1/28/19	Mon	Coordination call w/ Debtors professionals	1.0	1.0		
1/29/19	Tue	Board meeting, discussion with a lender's counsel	2.0	2.0		
1/30/19	Wed					
1/31/19	Thu	Debtors' professionals coordination call	0.5	0.5		
2/1/19	Fri	Reviewed and updated Macquarie Bid Sale Declaration	2.5	2.5		
2/2/19	Sat	Macquarie Sale Order discussion w/ professionals	2.0	2.0		
2/3/19	Sun					
2/4/19	Mon	Debtors' professionals coordination call, reviewed and updated Macquarie Sale Order Declaration	1.5	1.5		
2/5/19	Tue					
2/6/19	Wed	Revised Macquarie Bid Sale Declaration	1.0	1.0		
2/7/19	Thu	Debtors' professionals coordination call, revised Macquarie Bid Sale Declaration	1.5	1.5		
2/8/19	Fri	MRN testimony prep	1.0	1.0		
2/9/19	Sat					
2/10/19	Sun	Testimony prep, discussion for Waschecka obligation	2.0	2.0		
2/11/19	Mon	Board meetings (LuxCo, WLIL, WAC9 subs), debtors' professionals coordination call, Niemann Hearing Prep	4.5	4.5		
2/12/19	Tue	Omnibus Hearing	8.0	8.0		
2/13/19	Wed					
2/14/19	Thu	Debtors' professionals coordination call	0.5	0.5		
2/15/19	Fri					
2/16/19	Sat					
2/17/19	Sun					
2/18/19	Mon	Debtors' professionals coordination call	0.5	0.5		
2/19/19	Tue					
2/20/19	Wed					
2/21/19	Thu	Debtors' professionals coordination call	0.5	0.5		
2/22/19	Fri					
2/23/19	Sat					
2/24/19	Sun					
2/25/19	Mon	Debtors' professionals coordination call	0.5	0.5		
2/26/19	Tue	WAC12 Hearing	2.0	2.0		
2/27/19	Wed					
2/28/19	Thu	Debtors' professionals coordination call	0.5	0.5		
3/1/19	Fri					
3/2/19	Sat					
3/3/19	Sun					

Waypoint Leasing Holdings Ltd.

Hours Expended by Matthew Niemann

					<div>1 Hearings, Administrative and Other 2 Correspondence with Creditors and Advisors 3 Analysis, Presentations, and Due Diligence</div>			
Date	Day	Activity	Hours	Category				
				1	2	3		
3/4/19	Mon	Coordination Call	0.5	0.5				
3/5/19	Tue							
3/6/19	Wed							
3/7/19	Thu	Coordination Call	0.5	0.5				
3/8/19	Fri							
3/9/19	Sat							
3/10/19	Sun							
3/11/19	Mon	Coordination Call	0.5	0.5				
3/12/19	Tue	Funds Flow Discussion w/ Lenders						
3/13/19	Wed	Funds Flow Discussion w/ Lenders						
3/14/19	Thu	Coordination Call	0.5	0.5				
3/15/19	Fri							
3/16/19	Sat							
3/17/19	Sun							
3/18/19	Mon	Coordination Call	0.5	0.5				
3/19/19	Tue							
3/20/19	Wed							
3/21/19	Thu	Coordination Call	0.5	0.5				
3/22/19	Fri							
3/23/19	Sat							
3/24/19	Sun							
3/25/19	Mon	Coordination Call	0.5	0.5				
3/26/19	Tue	Waypoint Board Meeting Prep Call	1.0	1.0				
3/27/19	Wed							
3/28/19	Thu	Coordination Call	0.5	0.5				
3/29/19	Fri							
3/30/19	Sat							
3/31/19	Sun							
TOTAL			5.0	5.0	0.0	0.0		

EXHIBIT F

EXPENSE SUMMARY

Waypoint Leasing Holdings, Ltd.

Houlihan Lokey Capital, Inc.

Houlihan Lokey Out-of-Pocket Expenses - November 25, 2018 - July 25, 2019

	First	Second	Third	Fourth	Fifth	Sixth	Seventh	Eighth	Total
Lodging	\$8,239.13	\$5,352.25	\$3,229.06	\$1,990.76	-	-	-	-	\$18,811.20
Airfare	6,930.04	6,979.80	4,677.49	3,200.00	-	-	-	-	21,787.33
Travel and Overtime Meals	2,111.56	1,374.01	1,138.31	932.77	-	-	-	-	5,556.65
Ground Transportation	1,774.94	798.99	1,084.15	484.21	-	-	-	-	4,142.29
Data Services	260.79	596.96	143.45	128.89	-	-	-	-	1,130.09
Shipping	-	-	-	604.71	-	-	-	-	604.71
Total Out-of-Pocket Expenses	\$19,316.46	\$15,102.01	\$10,272.46	\$7,341.34	-	-	-	-	\$52,032.27

Transaction Date	GL Account Code	Invoice Number	Amount (USD)	Employee	Merchant	Explanation
11/25/2018	Hotel Room & Taxes	CR00151313	646.10	Raithel, Jeffrey T	The New York Palace	Lodging Expense
11/26/2018	Hotel Room & Taxes	CR00151313	646.10	Raithel, Jeffrey T	The New York Palace	Lodging Expense
11/27/2018	Hotel Room & Taxes	CR00151313	646.10	Raithel, Jeffrey T	The New York Palace	Lodging Expense
11/28/2018	Hotel Room & Taxes	CR00151313	646.10	Raithel, Jeffrey T	The New York Palace	Lodging Expense
11/28/2018	Hotel Room & Taxes	CR00151133	317.31	Braun, Matthew	Lotte Palace New York	Lodging Expense
11/29/2018	Hotel Room & Taxes	CR00151313	646.10	Raithel, Jeffrey T	The New York Palace	Lodging Expense
11/29/2018	Hotel Room & Taxes	CR00151133	317.31	Braun, Matthew	Lotte Palace New York	Lodging Expense
12/3/2018	Hotel Room & Taxes	CR00152471	771.44	Braun, Matthew	The Parker	Lodging Expense
12/4/2018	Hotel Room & Taxes	CR00152471	771.44	Braun, Matthew	The Parker	Lodging Expense
12/5/2018	Hotel Room & Taxes	CR00152471	771.44	Braun, Matthew	The Parker	Lodging Expense
12/9/2018	Hotel Room & Taxes	CR00152471	548.57	Braun, Matthew	The Parker	Lodging Expense
12/9/2018	Hotel Room & Taxes	CR00153346	191.40	Maynard, Mackenzie A	Warwick International Hotels	Lodging Expense
12/10/2018	Hotel Room & Taxes	CR00152471	4.17	Braun, Matthew	The Parker	Lodging Expense
12/10/2018	Hotel Room & Taxes	CR00152471	7.99	Braun, Matthew	The Parker	Lodging Expense
12/10/2018	Hotel Room & Taxes	CR00152471	548.57	Braun, Matthew	The Parker	Lodging Expense
12/11/2018	Hotel Room & Taxes	CR00153346	407.52	Maynard, Mackenzie A	Salisbury Hotel	Lodging Expense
12/12/2018	Hotel Room & Taxes	CR00153346	351.47	Maynard, Mackenzie A	Warwick International Hotels	Lodging Expense
12/5/2018	Hotel Room & Taxes	CR00157773	527.21	Niemann, Matthew R	Intercontinental	Lodging Expense
12/5/2018	Hotel Room & Taxes	CR00157773	3,479.40	Niemann, Matthew R	Intercontinental	Lodging Expenses (3 nights)
1/17/2019	Hotel Room & Taxes	CR00161099	1,345.64	Niemann, Matthew R	The Peninsula Hotel	Lodging Expenses (2 nights)
2/11/19	Hotel Room & Taxes	CR00161103	1,266.01	Niemann, Matthew R	Lotte New York Palace	Lodging for One Person - NY Hearing
2/12/19	Hotel Room & Taxes	CR00161103	1,266.01	Niemann, Matthew R	Lotte New York Palace	Lodging for One Person - NY Hearing
2/10/19	Hotel Room & Taxes	CR00161256	174.26	Braun, Matthew	Lotte Palace New York	Lodging for One Person - NY Hearing
2/11/19	Hotel Room & Taxes	CR00161256	174.26	Braun, Matthew	Lotte Palace New York	Lodging for One Person - NY Hearing
2/12/19	Hotel Room & Taxes	CR00161256	174.26	Braun, Matthew	Lotte Palace New York	Lodging for One Person - NY Hearing
2/13/19	Hotel Room & Taxes	CR00161256	174.26	Braun, Matthew	Lotte Palace New York	Lodging for One Person - NY Hearing
3/11/19	Hotel Room & Taxes	CR00163869	967.38	Niemann, Matthew R	Lotte New York Palace	Lodging for One Person - Macquarie Close
3/12/19	Hotel Room & Taxes	CR00163869	1,023.38	Niemann, Matthew R	Lotte New York Palace	Lodging for One Person - Macquarie Close
Hotel Room & Taxes Total			\$18,811.20			

11/25/2018	Airfare	CR00151313	959.69	Raithel, Jeffrey T	Delta Air Lines	Trip to New York for Hearing
11/30/2018	Airfare	CR00151313	1,140.70	Raithel, Jeffrey T	Delta Air Lines	Trip to New York for Hearing
12/2/2018	Airfare	CR00152471	1,444.48	Braun, Matthew	United Airlines	Trip to New York for Hearing
12/2/2018	Airfare	CR00152471	380.86	Braun, Matthew	Delta Air Lines	Trip to New York for Hearing
12/7/2018	Airfare	CR00152471	1,690.70	Braun, Matthew	Delta Air Lines	Trip to New York for Hearing
12/7/2018	Airfare	CR00153346	798.34	Maynard, Mackenzie A	United	Trip to New York for Hearing
12/9/2018	Airfare	CR00152471	247.86	Braun, Matthew	United Airlines	Trip to New York for Hearing
12/9/2018	Airfare	CR00153346	267.41	Maynard, Mackenzie A	Air Canada	Trip to New York for Hearing
11/30/2018	Airfare	CR00157773	1,600.00	Niemann, Matthew R	American Airlines	Trip to New York for Hearing
12/6/2018	Airfare	CR00157773	1,600.00	Niemann, Matthew R	American Airlines	Trip to New York for Hearing
12/10/2018	Airfare	CR00157773	1,600.00	Niemann, Matthew R	American Airlines	Trip to New York for Hearing
12/20/2018	Airfare	CR00157773	579.80	Niemann, Matthew R	Delta	Trip to New York for Hearing
1/10/2019	Airfare	CR00161099	1,600.00	Niemann, Matthew R	United Airlines	Trip to New York for Hearing
2/7/19	Airfare	CR00161103	1,600.00	Niemann, Matthew R	American Airlines	Flight for One Person - NY Hearing
2/7/19	Airfare	CR00161099	1,600.00	Niemann, Matthew R	United Airlines	Flight for One Person - NY Hearing
2/7/19	Airfare	CR00161256	829.15	Braun, Matthew	American Airlines	Flight for One Person - NY Hearing
2/7/19	Airfare	CR00161256	648.34	Braun, Matthew	United Airlines	Flight for One Person - NY Hearing
3/11/19	Airfare	CR00163869	1,600.00	Niemann, Matthew R	American Airlines	Travel to NY - Macquarie Close
3/12/19	Airfare	CR00163869	1,600.00	Niemann, Matthew R	American Airlines	Travel to NY - Macquarie Close
Airfare Total			\$21,787.33			

11/26/2018	Overtime Meals	CR00152774	15.31	Braun, Matthew	Om Nom	Meal for one employee
11/26/2018	Overtime Meals	CR00156566	20.00	Kim, Daniel	Cuvee	Meal for one employee
11/26/2018	Overtime Meals	CR00151471	16.97	Maynard, Mackenzie A	Tender Greens	Meal for one employee
11/26/2018	Overtime Meals	CR00151471	38.98	Maynard, Mackenzie A	Tocaya Organica	Meal for one employee
11/26/2018	Overtime Meals	CR00149030	29.77	Wang, Yijun	Greenview Thai Restaurant	Meal for one employee
11/27/2018	Overtime Meals	CR00156566	26.67	Kim, Daniel	Earthbar	Meal for one employee
11/27/2018	Overtime Meals	CR00151471	18.29	Maynard, Mackenzie A	Sweetgreen	Meal for one employee
11/27/2018	Overtime Meals	CR00149030	39.00	Wang, Yijun	Terra LA	Meal for one employee
11/28/2018	Overtime Meals	CR00151471	20.00	Maynard, Mackenzie A	Wexlers	Meal for one employee
11/28/2018	Overtime Meals	CR00149030	40.00	Wang, Yijun	The Backhouse	Meal for one employee
11/29/2018	Overtime Meals	CR00153346	40.00	Maynard, Mackenzie A	Meihou	Meal for one employee
11/29/2018	Overtime Meals	CR00149030	10.09	Wang, Yijun	La Vaca Brazilian Grill	Meal for one employee
11/30/2018	Overtime Meals	CR00151471	37.01	Maynard, Mackenzie A	Spice Affair	Meal for one employee
12/1/2018	Overtime Meals	CR003042606	22.94	Wang, Yijun	Cuvee	Meal for one employee
12/1/2018	Overtime Meals	CR003042606	28.78	Braun, Matthew	Chin Chin (Beverly Hills)	Meal for one employee
12/1/2018	Overtime Meals	CR00151471	29.57	Maynard, Mackenzie A	Crack Shack	Meal for one employee
12/3/2018	Overtime Meals	CR00152774	17.41	Braun, Matthew	Om Nom	Meal for one employee
12/3/2018	Overtime Meals	CR00156566	26.67	Kim, Daniel	Earthbar	Meal for one employee
12/3/2018	Overtime Meals	CR00151471	27.30	Maynard, Mackenzie A	Sunlife	Meal for one employee
12/3/2018	Overtime Meals	CR00151313	14.38	Raithel, Jeffrey T	Chick-Fil-A	Meal for one employee
12/4/2018	Overtime Meals	CR00156566	27.68	Kim, Daniel	Earthbar	Meal for one employee
12/4/2018	Overtime Meals	CR00151471	40.00	Maynard, Mackenzie A	Rocksugar	Meal for one employee
12/4/2018	Overtime Meals	CR00149974	35.00	Wang, Yijun	Rocksugar	Meal for one employee
12/5/2018	Overtime Meals	CR00156566	25.86	Kim, Daniel	Gomacro	Meal for one employee
12/5/2018	Overtime Meals	CR00151471	40.00	Maynard, Mackenzie A	Tocaya Organica	Meal for one employee
12/5/2018	Overtime Meals	CR00149974	39.64	Wang, Yijun	Daikokuya	Meal for one employee
12/6/2018	Overtime Meals	CR00156566	13.96	Kim, Daniel	Sweetgreen	Meal for one employee
12/6/2018	Overtime Meals	CR00151471	13.10	Maynard, Mackenzie A	Pressed Juice	Meal for one employee
12/6/2018	Overtime Meals	CR00151471	20.00	Maynard, Mackenzie A	Eataly	Meal for one employee
12/6/2018	Overtime Meals	CR00149974	28.00	Wang, Yijun	Toscanova	Meal for one employee
12/7/2018	Overtime Meals	CR00151471	35.04	Maynard, Mackenzie A	Obica	Meal for one employee
12/8/2018	Overtime Meals	CR003046774	21.53	Maynard, Mackenzie A	Cuvee	Meal for one employee
12/8/2018	Overtime Meals	CR003046774	22.94	Wang, Yijun	Cuvee	Meal for one employee
12/8/2018	Overtime Meals	CR003046774	14.59	Wang, Yijun	Carvery Kitchen	Meal for one employee
12/10/2018	Overtime Meals	CR00156566	20.74	Kim, Daniel	Earthbar	Meal for one employee
12/11/2018	Overtime Meals	CR00152774	18.66	Braun, Matthew	Om Nom	Meal for one employee
12/11/2018	Overtime Meals	CR00156566	34.66	Kim, Daniel	Earthbar	Meal for one employee
12/11/2018	Overtime Meals	CR00149974	10.90	Wang, Yijun	Panda Express	Meal for one employee
12/12/2018	Overtime Meals	CR00152774	13.66	Braun, Matthew	Habanero Grill	Meal for one employee
12/12/2018	Overtime Meals	CR00156566	22.68	Kim, Daniel	Earthbar	Meal for one employee
12/13/2018	Overtime Meals	CR00156566	20.00	Kim, Daniel	Earthbar	Meal for one employee
12/16/2018	Overtime Meals	CR00151471	28.27	Maynard, Mackenzie A	Le Pain Quotidien	Meal for one employee
12/17/2018	Overtime Meals	CR00156566	18.98	Kim, Daniel	Earthbar	Meal for one employee
12/17/2018	Overtime Meals	CR00151471	11.96	Maynard, Mackenzie A	Chipotle Mexican Grill	Meal for one employee
12/18/2018	Overtime Meals	CR00156566	27.67	Kim, Daniel	Earthbar	Meal for one employee
12/18/2018	Overtime Meals	CR00156391	16.32	Maynard, Mackenzie A	Big Fish Little Fish	Meal for one employee
12/19/2018	Overtime Meals	CR00156566	24.79	Kim, Daniel	Earthbar	Meal for one employee
12/21/2018	Overtime Meals	CR00156391	13.11	Maynard, Mackenzie A	Mcdonald's	Meal for one employee
1/2/2019	Overtime Meals	CR00156391	18.29	Maynard, Mackenzie A	Tocaya Organica	Meal for one employee
1/3/2019	Overtime Meals	CR00156566	23.78	Kim, Daniel	Earthbar	Meal for one employee
1/3/2019	Overtime Meals	CR00156391	24.85	Maynard, Mackenzie A	Sunlife	Meal for one employee
1/5/2019	Overtime Meals	CR00156391	38.75	Maynard, Mackenzie A	Kazu Nori	Meal for one employee
1/6/2019	Overtime Meals	CR00156391	31.65	Maynard, Mackenzie A	Tocaya	Meal for one employee
1/7/2019	Overtime Meals	CR00156566	27.67	Kim, Daniel	Earthbar	Meal for one employee

Transaction Date	GL Account Code	Invoice Number	Amount (USD)	Employee	Merchant	Explanation
1/7/2019	Overtime Meals	CR00156981	37.69	Maynard, Mackenzie A	FALA BAR	Meal for one employee
1/7/2019	Overtime Meals	CR00156871	14.78	Raithel, Jeffrey T	Tender Greens	Meal for one employee
1/8/2019	Overtime Meals	3062189	22.94	Kim, Daniel	Cuvee	Meal for one employee
1/8/2019	Overtime Meals	CR00156566	27.67	Kim, Daniel	Earthbar	Meal for one employee
1/8/2019	Overtime Meals	CR00156566	12.33	Kim, Daniel	Earthbar	Meal for one employee
1/8/2019	Overtime Meals	CR00156391	18.27	Maynard, Mackenzie A	Brazilian Grill	Meal for one employee
1/9/2019	Overtime Meals	CR00156566	27.67	Kim, Daniel	Earthbar	Meal for one employee
1/9/2019	Overtime Meals	CR00156391	18.45	Maynard, Mackenzie A	Wahlburgers	Meal for one employee
1/10/2019	Overtime Meals	CR00156391	18.03	Maynard, Mackenzie A	Asian Box	Meal for one employee
1/10/2019	Overtime Meals	CR00156871	9.50	Raithel, Jeffrey T	Carrillo's	Meal for one employee
1/11/2019	Overtime Meals	CR00156391	8.97	Maynard, Mackenzie A	Gelsons	Meal for one employee
1/12/2019	Overtime Meals	CR00156391	43.35	Maynard, Mackenzie A	Clementine	Meal for one employee
1/14/2019	Overtime Meals	CR00156566	16.47	Kim, Daniel	Chick-Fil-A	Meal for one employee
1/14/2019	Overtime Meals	CR00156391	36.68	Maynard, Mackenzie A	Tender Greens	Meal for one employee
1/15/2019	Overtime Meals	CR00156566	27.67	Kim, Daniel	Earthbar	Meal for one employee
1/15/2019	Overtime Meals	CR00156391	37.69	Maynard, Mackenzie A	Fala Bar	Meal for one employee
1/15/2019	Overtime Meals	CR00160597	11.17	Raithel, Jeffrey T	Panda Express	Meal for one employee
1/16/2019	Overtime Meals	CR00156566	16.37	Kim, Daniel	Piknic	Meal for one employee
1/16/2019	Overtime Meals	CR00156391	16.37	Maynard, Mackenzie A	Piknic	Meal for one employee
1/16/2019	Overtime Meals	CR00160597	20.00	Raithel, Jeffrey T	Sweetgreen	Meal for one employee
1/17/2019	Overtime Meals	CR00156981	18.03	Maynard, Mackenzie A	Fala Bar	Meal for one employee
1/17/2019	Overtime Meals	CR00160597	15.33	Raithel, Jeffrey T	Tender Greens	Meal for one employee
1/19/2019	Overtime Meals	CR00156981	10.46	Maynard, Mackenzie A	Mcdonald'S	Meal for one employee
1/20/2019	Overtime Meals	CR00156981	20.00	Maynard, Mackenzie A	Eataly	Meal for one employee
1/21/2019	Overtime Meals	CR00156981	8.94	Maynard, Mackenzie A	McDonald's	Meal for one employee
1/22/2019	Overtime Meals	CR00156981	35.19	Maynard, Mackenzie A	Fala Bar	Meal for one employee
1/22/2019	Overtime Meals	CR00160597	14.75	Raithel, Jeffrey T	Habanero Grill	Meal for one employee
1/23/2019	Overtime Meals	CR00156981	19.49	Maynard, Mackenzie A	Massis Kabob	Meal for one employee
1/23/2019	Overtime Meals	CR00160597	15.33	Raithel, Jeffrey T	Tender Greens	Meal for one employee
1/24/2019	Overtime Meals	CR00156981	18.00	Maynard, Mackenzie A	Tsukiji	Meal for one employee
1/26/2019	Overtime Meals	CR00156981	20.00	Maynard, Mackenzie A	Tarte Tatin	Meal for one employee
1/27/2019	Overtime Meals	CR00156981	20.00	Maynard, Mackenzie A	Charmont Bakery	Meal for one employee
1/28/2019	Overtime Meals	CR00156981	37.23	Maynard, Mackenzie A	Tosai	Meal for one employee
1/28/2019	Overtime Meals	CR00160597	15.28	Raithel, Jeffrey T	Big Fish Little Fish	Meal for one employee
1/29/2019	Overtime Meals	CR00156981	19.34	Maynard, Mackenzie A	Habanero Grill	Meal for one employee
1/29/2019	Overtime Meals	CR00160597	14.75	Raithel, Jeffrey T	Habanero Grill	Meal for one employee
1/30/2019	Overtime Meals	CR00156981	36.41	Maynard, Mackenzie A	Tender Greens	Meal for one employee
1/30/2019	Overtime Meals	CR00160597	15.33	Raithel, Jeffrey T	Tender Greens	Meal for one employee
1/31/2019	Overtime Meals	CR00156981	27.54	Maynard, Mackenzie A	Tocaya	Meal for one employee
2/1/19	Overtime Meals	CR00156981	13.09	Maynard, Mackenzie A	Sweetgreen	Meal for One Person
2/2/19	Overtime Meals	CR00156981	12.20	Maynard, Mackenzie A	McDonalds	Meal for One Person
2/3/19	Overtime Meals	CR00156981	10.00	Maynard, Mackenzie A	Einstein Bagel Bros	Meal for One Person
2/4/19	Overtime Meals	CR00156981	24.68	Maynard, Mackenzie A	La Vaca	Meal for One Person
2/4/19	Overtime Meals	CR00160597	20.00	Raithel, Jeffrey T	Shake Shack	Meal for One Person
2/4/19	Overtime Meals	CR00165421	33.27	Kim, Daniel	Earthbar	Meal for One Person
2/5/19	Overtime Meals	CR00156981	16.92	Maynard, Mackenzie A	Bibigo	Meal for One Person
2/5/19	Overtime Meals	CR00165421	28.28	Kim, Daniel	Earthbar	Meal for One Person
2/6/19	Overtime Meals	CR00156981	21.34	Maynard, Mackenzie A	Fala Bar	Meal for One Person
2/6/19	Overtime Meals	CR00165421	24.32	Kim, Daniel	Earthbar	Meal for One Person
2/7/19	Overtime Meals	CR00156981	40.00	Maynard, Mackenzie A	Tocaya Organica	Meal for One Person
2/7/19	Overtime Meals	CR00165421	29.28	Kim, Daniel	Earthbar	Meal for One Person
2/8/19	Overtime Meals	CR00156981	40.00	Maynard, Mackenzie A	Cafe Gratitude	Meal for One Person
2/8/19	Overtime Meals	CR00165421	28.17	Kim, Daniel	Earthbar	Meal for One Person
2/11/19	Overtime Meals	CR00165421	28.27	Kim, Daniel	Earthbar	Meal for One Person
2/12/19	Overtime Meals	CR00160597	15.33	Raithel, Jeffrey T	Tender Greens	Meal for One Person
2/12/19	Overtime Meals	CR00165421	20.00	Kim, Daniel	Gelson's	Meal for One Person
2/13/19	Overtime Meals	CR00160597	15.33	Raithel, Jeffrey T	Tender Greens	Meal for One Person
2/13/19	Overtime Meals	CR00165421	28.27	Kim, Daniel	Earthbar	Meal for One Person
2/14/19	Overtime Meals	CR00165421	28.27	Kim, Daniel	Earthbar	Meal for One Person
2/15/19	Overtime Meals	CR00165421	28.43	Kim, Daniel	Sunlife	Meal for One Person
2/19/19	Overtime Meals	CR00165421	27.28	Kim, Daniel	Earthbar	Meal for One Person
2/20/19	Overtime Meals	CR00165421	32.30	Kim, Daniel	RockSugar	Meal for One Person
2/21/19	Overtime Meals	CR00165421	28.27	Kim, Daniel	Earthbar	Meal for One Person
2/22/19	Overtime Meals	CR00165421	28.27	Kim, Daniel	Earthbar	Meal for One Person
2/25/19	Overtime Meals	CR00165421	31.71	Kim, Daniel	Earthbar	Meal for One Person
2/26/19	Overtime Meals	CR00165421	20.00	Kim, Daniel	Cuvee	Meal for One Person
2/26/19	Overtime Meals	CR00165421	31.26	Kim, Daniel	Earthbar	Meal for One Person
2/27/19	Overtime Meals	CR00165421	25.00	Kim, Daniel	Gelson's	Meal for One Person
2/28/19	Overtime Meals	CR00165421	31.26	Kim, Daniel	Earthbar	Meal for One Person
3/1/19	Overtime Meals	CR00165421	26.46	Kim, Daniel	Earthbar	Meal for one person
3/4/19	Overtime Meals	CR00165421	31.26	Kim, Daniel	Earthbar	Meal for one person
3/5/19	Overtime Meals	CR00165421	32.85	Kim, Daniel	Earthbar	Meal for one person
3/6/19	Overtime Meals	CR00165421	31.26	Kim, Daniel	Earthbar	Meal for one person
3/7/19	Overtime Meals	CR00165421	32.36	Kim, Daniel	Earthbar	Meal for one person
3/8/19	Overtime Meals	CR00165421	20.00	Kim, Daniel	Sunlife	Meal for one person
3/11/19	Overtime Meals	CR00165421	25.00	Kim, Daniel	Gelson's	Meal for one person
3/12/19	Overtime Meals	CR00165421	25.00	Kim, Daniel	Gelson's	Meal for one person
3/14/19	Overtime Meals	CR00165421	20.00	Kim, Daniel	Cuvee	Meal for one person
3/3/19	Overtime Meals	CR00160594	10.50	Maynard, Mackenzie A	Nekter Juice	Meal for one person
3/4/19	Overtime Meals	CR00160594	20.00	Maynard, Mackenzie A	Cuvee	Meal for one person
3/5/19	Overtime Meals	CR00160594	15.28	Maynard, Mackenzie A	Big Fish	Meal for one person
3/6/19	Overtime Meals	CR00160594	20.00	Maynard, Mackenzie A	Clementine	Meal for one person
3/7/19	Overtime Meals	CR00160594	23.25	Maynard, Mackenzie A	Sunlife	Meal for one person
3/10/19	Overtime Meals	CR00160594	28.84	Maynard, Mackenzie A	Rockhouse	Meal for one person
3/11/19	Overtime Meals	CR00160594	14.73	Maynard, Mackenzie A	Bibigo	Meal for one person
3/12/19	Overtime Meals	CR00165734	33.93	Maynard, Mackenzie A	Kazu Nori	Meal for one person
3/13/19	Overtime Meals	CR00160594	20.00	Maynard, Mackenzie A	Cuvee	Meal for one person
3/19/19	Overtime Meals	CR00165734	24.20	Maynard, Mackenzie A	Sunlife	Meal for one person
3/20/19	Overtime Meals	CR00165734	36.38	Maynard, Mackenzie A	Sweetfin	Meal for one person
3/21/19	Overtime Meals	CR00165734	23.35	Maynard, Mackenzie A	Sunlife	Meal for one person
3/22/19	Overtime Meals	CR00165734	30.01	Maynard, Mackenzie A	La Vaca	Meal for one person
3/23/19	Overtime Meals	CR00165734	12.98	Maynard, Mackenzie A	Nonna's Empanadas	Meal for one person
3/24/19	Overtime Meals	CR00160594	8.36	Maynard, Mackenzie A	Einstein Bros	Meal for one person
3/25/19	Overtime Meals	CR00165734	30.11	Maynard, Mackenzie A	Wexlers	Meal for one person
3/26/19	Overtime Meals	CR00165734	33.67	Maynard, Mackenzie A	Tender Greens	Meal for one person
3/27/19	Overtime Meals	CR00165734	39.26	Maynard, Mackenzie A	Tocaya	Meal for one person
3/28/19	Overtime Meals	CR00165734	17.96	Maynard, Mackenzie A	Eataly	Meal for one person
3/29/19	Overtime Meals	CR00165734	36.14	Maynard, Mackenzie A	The Crack Shack	Meal for one person
3/31/19	Overtime Meals	CR00165734	14.40	Maynard, Mackenzie A	Sunlife	Meal for one person
3/4/19	Overtime Meals	CR00165939	20.00	Raithel, Jeffrey T	Cuvee	Meal for one person
3/7/19	Overtime Meals	CR00165939	16.54	Raithel, Jeffrey T	N/A	Meal for one person
3/11/19	Overtime Meals	CR00165939	16.70	Raithel, Jeffrey T	Tender Greens	Meal for one person
3/12/19	Overtime Meals	CR00165939	11.44	Raithel, Jeffrey T	Tocaya	Meal for one person
3/13/19	Overtime Meals	CR00165939	15.00	Raithel, Jeffrey T	Cuvee	Meal for one person
3/14/19	Overtime Meals	CR00165939	11.45	Raithel, Jeffrey T	Om Nom	Meal for one person

Transaction Date	GL Account Code	Invoice Number	Amount (USD)	Employee	Merchant	Explanation
Overtime Meals Total			\$3,756.81			
11/25/2018	Meal & Entertainment	CR00151313	12.07	Raithel, Jeffrey T	Blaze Pizza At IAH	Meal for one employee
11/28/2018	Meal & Entertainment	CR00151133	34.34	Braun, Matthew	Lotte Palace New York	Meal for one employee
11/29/2018	Meal & Entertainment	CR00151133	27.13	Braun, Matthew	Lotte Palace New York	Meal for one employee
11/30/2018	Meal & Entertainment	CR00151133	19.32	Braun, Matthew	Classified	Meal for one employee
12/4/2018	Meal & Entertainment	CR00152471	61.68	Braun, Matthew	The Parker	Meal for one employee
12/4/2018	Meals & Entertainment	CR00157773	12.50	Niemann, Matthew R	Hungarian Pastry	Meal for one employee
12/5/2018	Meal & Entertainment	CR00152471	9.36	Braun, Matthew	Weil Cafe	Meal for one employee
12/5/2018	Meal & Entertainment	CR00152471	72.87	Braun, Matthew	Sushi Of Gari	Meal for one employee
12/5/2018	Meal & Entertainment	CR00152471	60.42	Braun, Matthew	The Parker	Meal for one employee
12/5/2018	Meals & Entertainment	CR00157773	5.54	Niemann, Matthew R	Starbucks	Meal for one employee
12/6/2018	Meal & Entertainment	CR00152471	9.36	Braun, Matthew	Weil Cafe	Meal for one employee
12/6/2018	Meal & Entertainment	CR00152471	86.28	Braun, Matthew	Due Amici	Meal for one employee
12/6/2018	Meal & Entertainment	CR00152471	64.20	Braun, Matthew	The Parker	Meal for one employee
12/6/2018	Meals & Entertainment	CR00157773	3.54	Niemann, Matthew R	CIBO Express Gourmet Market	Meal for one employee
12/6/2018	Meals & Entertainment	CR00157773	54.60	Niemann, Matthew R	Lotte New York Palace	Meal for one employee
12/8/2018	Meal & Entertainment	CR00153346	4.79	Maynard, Mackenzie A	Hudson News	Meal for one employee
12/9/2018	Meal & Entertainment	CR00152471	22.80	Braun, Matthew	Ye Ole College Inn	Meal for one employee
12/9/2018	Meal & Entertainment	CR00153346	26.10	Maynard, Mackenzie A	Xian	Meal for one employee
12/9/2018	Meal & Entertainment	CR00153346	12.85	Maynard, Mackenzie A	Joe The Juice	Meal for one employee
12/9/2018	Meal & Entertainment	CR00153346	31.10	Maynard, Mackenzie A	Sakori Thai	Meal for one employee
12/10/2018	Meal & Entertainment	CR00152471	71.79	Braun, Matthew	Quality Italian	Meal for one employee
12/10/2018	Meal & Entertainment	CR00152471	25.28	Braun, Matthew	The Parker	Meal for one employee
12/10/2018	Meal & Entertainment	CR00153346	5.39	Maynard, Mackenzie A	Starbucks	Meal for one employee
12/10/2018	Meal & Entertainment	CR00153346	15.19	Maynard, Mackenzie A	Chipotle	Meal for one employee
12/10/2018	Meals & Entertainment	CR00157773	69.70	Niemann, Matthew R	Harry Cipriani	Meal for one employee
12/11/2018	Meal & Entertainment	CR00152471	47.00	Braun, Matthew	The Parker	Meal for one employee
12/11/2018	Meal & Entertainment	CR00153346	20.47	Maynard, Mackenzie A	Joe The Juice	Meal for one employee
12/11/2018	Meal & Entertainment	CR00153346	35.83	Maynard, Mackenzie A	Times Square Pizza	Meal for one employee
12/11/2018	Meal & Entertainment	CR00153346	64.23	Maynard, Mackenzie A	Warwick International Hotels	Meal for one employee
12/12/2018	Meal & Entertainment	CR00153346	11.74	Maynard, Mackenzie A	Garden State Deli And Bar	Meal for one employee
12/12/2018	Meals & Entertainment	CR00157773	53.55	Niemann, Matthew R	Cafe St. Barts	Meal for one employee
12/13/2018	Meals & Entertainment	CR00157773	41.55	Niemann, Matthew R	Via Quadronno	Meal for one employee
12/14/2018	Meal & Entertainment	CR00153346	3.74	Maynard, Mackenzie A	Paradtes Lagardere	Meal for one employee
12/14/2018	Meal & Entertainment	CR00153346	8.58	Maynard, Mackenzie A	Cibo	Meal for one employee
12/19/2018	Meal & Entertainment	CR00156391	68.77	Maynard, Mackenzie A	Din Tai Fung	Meal for one employee
12/20/2018	Meals & Entertainment	CR00157773	52.00	Niemann, Matthew R	Sant Ambroeus	Meal for one employee
1/24/2019	Meals & Entertainment	CR00160597	92.57	Raithel, Jeffrey T	Petros	Meal for one employee
2/10/19	Meals & Entertainment	CR00161256	35.68	Braun, Matthew	Lotte Palace New York	Meal for One Person
2/12/19	Meals & Entertainment	CR00161103	57.03	Niemann, Matthew R	Lotte New York Palace	Meal for One Person
2/12/19	Meals & Entertainment	CR00161256	28.56	Braun, Matthew	Lotte Palace New York	Meal for One Person
2/12/19	Meals & Entertainment	CR00161256	11.84	Braun, Matthew	Lotte Palace New York	Meal for One Person
2/12/19	Meals & Entertainment	CR00161256	3.26	Braun, Matthew	Lotte Palace New York	Meal for One Person
2/12/19	Meals & Entertainment	CR00161256	33.74	Braun, Matthew	Lotte Palace New York	Meal for One Person
2/12/19	Meals & Entertainment	CR00161119	43.76	Niemann, Matthew R	Traders Express Deli	Meal for One Person
2/13/19	Meals & Entertainment	CR00161103	54.60	Niemann, Matthew R	Lotte New York Palace	Meal for One Person
2/13/19	Meals & Entertainment	CR00161256	20.44	Braun, Matthew	Lotte Palace New York	Meal for One Person
2/13/19	Meals & Entertainment	CR00161256	12.93	Braun, Matthew	Lotte Palace New York	Meal for One Person
2/13/19	Meals & Entertainment	CR00161119	34.67	Niemann, Matthew R	Loews Regency Hotel F & B	Meal for One Person
2/14/19	Meals & Entertainment	CR00161256	9.33	Braun, Matthew	EWB Airport	Meal for One Person
2/14/19	Meals & Entertainment	CR00161256	31.67	Braun, Matthew	Lotte Palace New York	Meal for One Person
3/13/19	Meals & Entertainment	CR00163869	57.03	Niemann, Matthew R	Lotte New York Palace	Meal for one person
3/13/19	Meals & Entertainment	CR00163869	47.07	Niemann, Matthew R	Lotte New York Palace	Meal for one person
Meal & Entertainment Total			\$1,799.84			
Travel and Overtime Meals			\$5,556.65			
11/25/2018	Ground Transportation	CR00151313	126.00	Raithel, Jeffrey T	Platinum Touch	Airport transportation for one person
11/25/2018	Ground Transportation	CR00151313	343.94	Raithel, Jeffrey T	Rely Limo	Airport transportation for one person
11/27/2018	Ground Transportation	CR00149030	5.59	Wang, Yijun	Uber	Late Night Transportation
11/28/2018	Ground Transportation	CR00151133	34.89	Braun, Matthew	Uber	Transportation for one person
11/29/2018	Ground Transportation	CR00151133	75.00	Braun, Matthew	Carey	Airport transportation for one person
11/30/2018	Ground Transportation	CR00151313	145.21	Raithel, Jeffrey T	Rely Limo	Airport transportation for one person
11/30/2018	Ground Transportation	CR00151133	60.40	Braun, Matthew	Europe Limo	Airport transportation for one person
11/30/2018	Ground Transportation	CR00151133	67.98	Braun, Matthew	Empire	Airport transportation for one person
12/3/2018	Ground Transportation	CR00152471	8.25	Braun, Matthew	Uber	Transportation for one person
12/3/2018	Ground Transportation	CR00152471	63.87	Braun, Matthew	Uber	Transportation for one person
12/4/2018	Ground Transportation	CR00152471	92.50	Braun, Matthew	Taxi Pass	Transportation for two people
12/4/2018	Ground Transportation	CR00152471	70.05	Braun, Matthew	Uber	Transportation for one person
12/4/2018	Ground Transportation	CR00152471	68.91	Braun, Matthew	Uber	Transportation for two people
12/6/2018	Ground Transportation	CR00152471	15.00	Braun, Matthew	Uber	Transportation for one person
12/6/2018	Ground Transportation	CR00152471	31.41	Braun, Matthew	Lyft	Transportation for one person
12/6/2018	Ground Transportation	CR00152471	111.72	Braun, Matthew	Europe Limo	Airport transportation for one person
12/8/2018	Ground Transportation	CR00153346	70.68	Maynard, Mackenzie A	Uber	Transportation for two people
12/9/2018	Ground Transportation	CR00152471	50.85	Braun, Matthew	Uber	Transportation for one person
12/10/2018	Ground Transportation	CR00153346	56.76	Maynard, Mackenzie A	Uber	Transportation for one person
12/10/2018	Ground Transportation	CR00149974	7.07	Wang, Yijun	Uber	Late Night Transportation
12/11/2018	Ground Transportation	CR00152471	10.00	Braun, Matthew	Uber	Transportation for one person
12/11/2018	Ground Transportation	CR00152471	79.45	Braun, Matthew	Uber	Transportation for two people
12/11/2018	Ground Transportation	CR00152471	8.30	Braun, Matthew	Uber	Transportation for one person
12/11/2018	Ground Transportation	CR00152471	108.62	Braun, Matthew	Uber	Transportation for two people
12/12/2018	Ground Transportation	CR00153346	40.91	Maynard, Mackenzie A	Uber	Transportation for one person
12/14/2018	Ground Transportation	CR00153346	21.58	Maynard, Mackenzie A	Uber	Transportation for one person
12/2/2018	Ground Transportation	CR00157773	193.13	Niemann, Matthew R	MG limo	Airport transportation for one person
12/4/2018	Ground Transportation	CR00157773	13.80	Niemann, Matthew R	TLC taxi	Transportation for one person
12/12/2018	Ground Transportation	CR00157773	9.12	Niemann, Matthew R	TLC taxi	Transportation for one person
12/16/2018	Ground Transportation	CR00157773	195.38	Niemann, Matthew R	MG Limousine Inc.	Airport transportation for one person
1/15/2019	Ground Transportation	CR00161099	250.12	Niemann, Matthew R	Empire CLS Worldwide	Airport transportation for one person
1/21/2019	Ground Transportation	CR00161099	137.44	Niemann, Matthew R	MGCLS	Airport transportation for one person
2/10/19	Ground Transportation	CR00161256	41.35	Braun, Matthew	Uber	Ground Transportation for One Person
2/11/19	Ground Transportation	CR00161103	196.29	Niemann, Matthew R	Empire CLS Worldwide	Ground Transportation for One Person
2/11/19	Ground Transportation	CR00161103	109.44	Niemann, Matthew R	MG Limousines Inc.	Ground Transportation for One Person
2/12/19	Ground Transportation	CR00161256	11.66	Braun, Matthew	Uber	Ground Transportation for One Person
2/12/19	Ground Transportation	CR00161119	64.70	Niemann, Matthew R	Uber	Ground Transportation for One Person
2/12/19	Ground Transportation	CR00161256	74.32	Braun, Matthew	Carey	Ground Transportation for One Person
2/13/19	Ground Transportation	CR00161256	4.97	Braun, Matthew	NY Taxi	Ground Transportation for One Person
2/13/19	Ground Transportation	CR00161256	5.28	Braun, Matthew	Medallion	Ground Transportation for One Person
2/13/19	Ground Transportation	CR00161119	84.45	Niemann, Matthew R	Uber	Ground Transportation for One Person
2/13/19	Ground Transportation	CR00161103	204.87	Niemann, Matthew R	Empire CLS Worldwide	Ground Transportation for One Person
2/13/19	Ground Transportation	CR00161103	137.44	Niemann, Matthew R	MG Limousines Inc.	Ground Transportation for One Person
2/14/19	Ground Transportation	CR00161256	24.45	Braun, Matthew	Beverly Hills Cab	Ground Transportation for One Person
2/14/19	Ground Transportation	CR00161256	54.29	Braun, Matthew	Uber	Ground Transportation for One Person
2/14/19	Ground Transportation	CR00161256	59.82	Braun, Matthew	Uber	Ground Transportation for One Person
2/14/19	Ground Transportation	CR00161256	10.82	Braun, Matthew	Uber	Ground Transportation for One Person

Transaction Date	GL Account Code	Invoice Number	Amount (USD)	Employee	Merchant	Explanation
3/11/19	Ground Transportation	CR00163869	109.44	Niemann, Matthew R	MG Limousine Inc	Ground Transportation for One Person
3/13/19	Ground Transportation	CR00163869	125.61	Niemann, Matthew R	Europe Limousine Service	Ground Transportation for One Person
3/14/19	Ground Transportation	CR00163869	137.44	Niemann, Matthew R	MG Limousine Inc	Ground Transportation for One Person
3/14/19	Ground Transportation	CR00163869	111.72	Niemann, Matthew R	Europe Limousine Service	Ground Transportation for One Person
Ground Transportation Total			\$4,142.29			
11/25/2018	Data Services	CR00151313	32.42	Raithel, Jeffrey T	Gogo	Telecommunication Services
11/28/2018	Data Services	CR00151133	8.00	Braun, Matthew	Lotte Palace New York	Telecommunication Services
11/28/2018	Data Services	CR00151133	14.00	Braun, Matthew	United In-Flight Wifi	Telecommunication Services
11/30/2018	Data Services	CR00151313	39.95	Raithel, Jeffrey T	Gogo	Telecommunication Services
11/30/2018	Data Services	CR00151133	20.50	Braun, Matthew	Gogo	Telecommunication Services
12/3/2018	Data Services	CR00152471	40.99	Braun, Matthew	Gogo	Telecommunication Services
12/6/2018	Data Services	CR00152471	25.00	Braun, Matthew	Gogo	Telecommunication Services
12/9/2018	Data Services	CR00152471	9.99	Braun, Matthew	United In-Flight Wifi	Telecommunication Services
12/11/2018	Data Services	CR00152471	39.95	Braun, Matthew	Gogo	Telecommunication Services
12/27/2018	Data Services	CR00156566	29.99	Kim, Daniel	United In-Flight	Telecommunication Services
12/6/2018	Data Services	CR00157773	59.95	Niemann, Matthew R	GOGOAIR	Telecommunication Services
12/12/2018	Data Services	CR00156391	86.00	Maynard, Mackenzie A	AT&T Wireless	Telecommunication Services
12/21/2018	Data Services	CR00159133	81.03	Braun, Matthew	Tahiti Wifi	Telecommunication Services
12/24/2018	Data Services	76447831LA	148.14	Global Crossing Conferencing	Global Crossing Conferencing	Telecommunication Services
1/1/2019	Data Services	CR00156566	21.99	Kim, Daniel	United In-Flight	Telecommunication Services
1/2/2019	Data Services	CR00156871	35.96	Raithel, Jeffrey T	Verizon Wireless	Telecommunication Services
1/2/2019	Data Services	CR00156871	10.95	Raithel, Jeffrey T	Verizon Wireless	Telecommunication Services
1/6/2019	Data Services	CR00157773	36.49	Niemann, Matthew R	Verizon Wireless	Telecommunication Services
1/6/2019	Data Services	CR00157773	33.51	Niemann, Matthew R	Verizon Wireless	Telecommunication Services
1/6/2019	Data Services	CR00157773	59.95	Niemann, Matthew R	GOGOAIR	Telecommunication Services
1/17/2019	Data Services	CR00161099	22.99	Niemann, Matthew R	United Wifi	Telecommunication Services
2/14/19	Data Services	CR00161256	12.49	Braun, Matthew	United In-flight	Telecommunication Services
2/14/19	Data Services	CR00161256	12.49	Braun, Matthew	United in-flight	Telecommunication Services
2/24/19	Data Services	78317388LA	118.47	Global Crossing Conferencing	Global Crossing Conferencing	Telecommunication Services
3/24/19	Data Services	79114050LA	128.89	Global Crossing Conferencing	Global Crossing Conferencing	Telecommunication Services
Data Services			\$1,130.09			
2/25/19	Shipping Costs	CR00160594	73.47	Maynard, Mackenzie A	Fedex	Shipping Data to Lenders
2/28/19	Shipping Costs	CR00160594	132.88	Maynard, Mackenzie A	Fedex	Shipping Data to Lenders
3/11/19	Shipping Costs	CR00160594	16.55	Maynard, Mackenzie A	Fedex	Shipping Data to Lenders
2/20/19	Memory Stick	CR00160594	74.39	Maynard, Mackenzie A	Staples	Supplies to Ship Data to Lenders
2/25/19	Memory Stick	CR00160594	109.39	Maynard, Mackenzie A	Staples	Supplies to Ship Data to Lenders
2/25/19	Memory Stick	CR00160594	109.39	Maynard, Mackenzie A	Staples	Supplies to Ship Data to Lenders
3/6/19	Memory Stick	CR00160594	88.64	Maynard, Mackenzie A	Staples	Supplies to Ship Data to Lenders
Shipping Costs			\$604.71			
Grand Total			\$52,032.27			