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*Counsel to the Statutory Unsecured Claimholders’
Committee of Westinghouse Electric Company LLC, et al.*

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

In re

**Westinghouse Electric Company LLC, et al.,

Debtors.¹**

Chapter 11

Case No. 17-10751 (MEW)

(Jointly Administered)

**SECOND FEE STATEMENT OF PROSKAUER ROSE LLP
FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED AS COUNSEL TO
THE STATUTORY COMMITTEE OF UNSECURED CLAIMHOLDERS
DURING THE PERIOD FROM MAY 1, 2017 THROUGH MAY 31, 2017**

Name of Applicant: Proskauer Rose LLP (“Proskauer”)

Authorized to Provide Professional Services to: The Statutory Committee of Unsecured Claimholders

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, if any, are: Westinghouse Electric Company LLC (0933), CE Nuclear Power International, Inc. (8833), Fauske and Associates LLC (8538), Field Services, LLC (2550), Nuclear Technology Solutions LLC (1921), PaR Nuclear Holding Co., Inc. (7944), PaR Nuclear, Inc. (6586), PCI Energy Services LLC (9100), Shaw Global Services, LLC (0436), Shaw Nuclear Services, Inc. (6250), Stone & Webster Asia Inc. (1348), Stone & Webster Construction Inc. (1673), Stone & Webster International Inc. (1586), Stone & Webster Services LLC (5448), Toshiba Nuclear Energy Holdings (UK) Limited (N/A), TSB Nuclear Energy Services Inc. (2348), WEC Carolina Energy Solutions, Inc. (8735), WEC Carolina Energy Solutions, LLC (2002), WEC Engineering Services Inc. (6759), WEC Equipment & Machining Solutions, LLC (3135), WEC Specialty LLC (N/A), WEC Welding and Machining, LLC (8771), WECTEC Contractors Inc. (4168), WECTEC Global Project Services Inc. (8572), WECTEC LLC (6222), WECTEC Staffing Services LLC (4135), Westinghouse Energy Systems LLC (0328), Westinghouse Industry Products International Company LLC (3909), Westinghouse International Technology LLC (N/A), and Westinghouse Technology Licensing Company LLC (5961). The Debtors’ principal offices are located at 1000 Westinghouse Drive, Cranberry Township, Pennsylvania 16066.

Date of Retention: Order entered on June 27, 2017 [ECF No. 781],
retaining Proskauer *nunc pro tunc* to April 7, 2017

Period for which compensation
and reimbursement is sought: May 1, 2017 – May 31, 2017 (the “Fee Period”)

Amount of compensation sought
as actual, reasonable and necessary: \$1,328,976.00

Amount of expense
reimbursement sought as
actual, reasonable and necessary: \$6,355.65

Total compensation and
expense reimbursement sought
as actual, reasonable and necessary: \$1,335,331.65

This is a: Monthly Fee Statement Interim Application Final Application

**SUMMARY OF MONTHLY FEE STATEMENT OF
PROSKAUER ROSE LLP FOR SERVICES RENDERED
(MAY 1, 2017 – MAY 31, 2017)**

Name of Professional (Partners and Counsel)	Practice Group (Year Admitted)	Hourly Rate	Total Hours	Total Compensation
Charles E. Dropkin	Corporate (1978)	\$1,425.00	2.30	\$3,277.50
David A. Picon	Litigation (1987)	\$1,000.00	77.50	\$77,500.00
Ira M. Golub	Labor & Employment (1983)	\$1,075.00	11.30	\$12,147.50
James P. Gerkis	Corporate (1984)	\$1,400.00	10.30	\$14,420.00
Jeffrey W. Levitan	Corporate (1983)	\$1,250.00	94.00	\$117,500.00
Kevin R. Hackett	Corporate (1975)	\$1,425.00	24.90	\$35,482.50
Kristen V. Campana	Corporate (2000)	\$975.00	72.00	\$70,200.00
Mark Fennessy	Corporate (1993)	\$1,250.00	101.50	\$126,875.00
Martin J. Bienenstock	Corporate (1978)	\$1,350.00	22.50	\$30,375.00
Michael T. Mervis	Litigation (1991)	\$1,025.00	2.90	\$2,972.50
Richard M. Corn	Tax (2005)	\$975.00	12.40	\$12,090.00
Timothy Q. Karcher	Corporate (1998)	\$1,125.00	201.00	\$226,125.00
Tara B. Mulrooney	Real Estate (2002)	\$925.00	10.60	\$9,805.00
Total			643.20	\$738,770.00

Name of Professional (Associates)	Practice Group (Year Admitted)	Hourly Rate	Total Hours	Total Compensation
Brian Hooven	Corporate (2016)	\$650.00	15.90	\$10,335.00
Brittany Perskin	Corporate (2017)	\$550.00	8.00	\$4,400.00
Crispin Daly	Corporate (2010)	\$875.00	80.50	\$70,437.50
James R. Huffman	Tax (2017)	\$550.00	13.70	\$7,535.00
Jared Zajac	Corporate (2009)	\$900.00	154.50	\$139,050.00
Jeremy D. Webb	Corporate (2015)	\$650.00	10.90	\$7,085.00
Joshua A. Esses	Corporate (2017)	\$550.00	58.50	\$32,175.00
Justin S. Alex	Labor & Employment (2014)	\$845.00	18.70	\$15,801.50
Marissa D. Tillem	Corporate (2009)	\$845.00	80.20	\$67,769.00
Michael Freeman	Corporate (2014)	\$735.00	32.20	\$23,667.00
Nicholas Pellegrino	Corporate (2017)	\$550.00	62.90	\$34,595.00
Sarah M. Nasser	Corporate (2017)	\$495.00	12.00	\$5,940.00
Sunay Radia	Corporate (2010)	\$875.00	76.10	\$66,587.50

Tiffany Woo	Litigation (2016)	\$650.00	5.80	\$3,770.00
Vincent Indelicato	Corporate (2009)	\$900.00	73.60	\$66,240.00
Total			703.50	\$555,387.50

Name of Professional (Paraprofessionals and Non-Legal Staff)	Position	Hourly Rate	Total Hours	Total Compensation
Evelyn Rodriguez	Senior Paralegal	\$360	2.50	\$900.00
Gabriella A. Urias	Paralegal	\$240	2.00	\$480.00
Hannah Silverman	Paralegal	\$240	15.00	\$3,600.00
Magali Giddens	Senior Paralegal	\$415	71.90	\$29,838.50
Total			91.40	\$34,818.50

Professionals	Blended Rate	Total Hours	Total Compensation
Attorneys	\$971.30	1,332.40	\$1,294,157.50
Paraprofessionals and Non-Legal Staff	\$380.95	91.40	\$34,818.50
Blended Rate for All Timekeepers	\$924.12		
Blended Rate for Attorneys Only	\$971.30		
Total		1,423.80	\$1,328,976.00

**COMPENSATION BY WORK TASK CODE
FOR SERVICES RENDERED BY PROSKAUER ROSE LLP
(MAY 1, 2017 – MAY 30, 2017)**

Task Code	Matter Description	Total Billed Hours	Total Fees Requested
001	Asset Analysis and Recovery	69.50	62,086.50
002	Asset Disposition	2.50	2,420.00
003	Assignment and Rejection of Leases and Contracts	13.00	12,292.50
006	Business Operations	40.00	38,380.00
007	Case Administration	28.90	21,181.00
008	Claims Administration and Objections	4.70	4,335.00
009	Committee Governance	8.20	7,777.50
010	Employment and Benefits/Pensions	68.90	63,684.00
011	Employment and Fee Applications	48.20	29,008.00
012	Employment and Fee Objections	20.50	19,702.50
013	Financing and Cash Collateral / Lien Avoidance	437.70	414,661.50
014	Litigation	117.20	102,047.00
015	Meeting and Communication with Committee	141.80	149,698.00
016	Non-Working Travel	2.60	2,396.00
019	Relief from Stay and Adequate Protection	6.20	6,250.00
021	Tax	12.40	12,090.00
023	Case Strategy	43.00	42,346.50
024	Pleading and Docket Review	29.40	20,383.50
025	Communication with Financial Advisor	33.80	34,815.50
026	Communication with the Debtors	86.40	89,176.50
028	United States Trustee	0.70	700.00
029	Legal Research and Analysis	24.60	19,678.50
030	Preparation of Pleadings	110.30	99,305.00
031	Hearings and Court Pleadings	87.60	74,561.00
Total		1438.10	\$1,328,976.00

EXPENSE SUMMARY BY PROSKAUER ROSE LLP
(MAY 1, 2017 – MAY 31, 2017)

Disbursements	Amount
Reproduction	1,927.80
Lexis	90.00
Westlaw	1,294.00
Transcripts & Depositions	2,701.94
Taxicab/Cars VC.	252.68
Meals/Dinner Voucher	15.00
Long Distance Telephone	9.52
Dinner Vouchers/Web	58.72
Local Meals	5.99
Total	\$6,355.65

NOTICE

No trustee or examiner has been appointed in the Debtors' cases. Pursuant to the Interim Compensation Order, notice of this monthly statement has been served upon:

- (a) the Debtors c/o Westinghouse Electric Company LLC 1000 Westinghouse Drive, Cranberry Township, Pennsylvania 16066 (Attn: Michael Sweeney, Esq.);
- (b) the attorneys for the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153 (Attn: Gary T. Holtzer, Esq., Robert J. Lemons, Esq., and Garrett A. Fail, Esq.);
- (c) the attorneys to Debtor Toshiba Nuclear Energy Holdings (UK) Limited, Togut, Segal & Segal LLP, One Penn Plaza, Suite 3335, New York, NY 10119 (Attn: Albert Togut, Esq.);
- (d) the US Trustee, 201 Varick Street, Suite 1006, New York, NY 10014 (Attn: Albert Togut, Esq.); and
- (e) the attorneys for the DIP lenders, (i) Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, NY 10019-6064 (Attn: Jeffrey D. Saferstein, Esq.) and (ii) Paul, Weiss, Rifkind, Wharton & Garrison LLP, 2001 K Street, NW, Washington, DC 20006-1047 (Attn: Claudia R. Tobler, Esq.)

Proskauer submits that, in light of the foregoing, no other or further notice need be provided.

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WHEREFORE, Proskauer respectfully requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of eighty percent (80%) of the compensation sought, in the amount of \$1,063,180.80, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$6,355.65) in the total amount of \$1,069,536.45.

Dated: August 10, 2017
New York, New York

PROSKAUER ROSE LLP

/s/ Timothy Q. Karcher

Martin J. Bienenstock

Timothy Q. Karcher

Jeffrey W. Levitan

Vincent Indelicato

Jared D. Zajac

Eleven Times Square

New York, NY 10036

Tel: (212) 969-3000

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Counsel to the Statutory

Unsecured Claimholders' Committee of

Westinghouse Electric Company LLC, et al.

Exhibit A

Time-Entry Records

Client/Matter Recap:

Matter Name	Fees Billed	Hours Billed
ASSET ANALYSIS AND RECOVERY	62,086.50	69.50
ASSET DISPOSITION	2,420.00	2.50
ASSIGNMENT AND REJECTION OF LEASES AND CONTRACTS	12,292.50	13.00
BUSINESS OPERATIONS	38,380.00	40.00
CASE ADMINISTRATION	21,181.00	28.90
CLAIMS ADMINISTRATION AND OBJECTIONS	4,335.00	4.70
COMMITTEE GOVERNANCE	7,777.50	8.20
EMPLOYMENT AND BENEFITS/PENSIONSS	63,684.00	68.90
EMPLOYMENT AND FEE APPLICATIONS	29,008.00	48.20
EMPLOYMENT AND FEE OBJECTIONS	19,702.50	20.50
FINANCING AND CASH COLLATERAL/LIEN AVOIDANCE	414,661.50	437.70
LITIGATION	102,047.00	117.20
MEETINGS AND COMMUNICATION WITH COMMITTEE	149,698.00	141.80
NON-WORKING TRAVEL	2,396.00	2.60
RELIEF FROM STAY AND ADEQUATE PROTECTION	6,250.00	6.20
TAX	12,090.00	12.40
CASE STRATEGY	42,346.50	43.00
PLEADING AND DOCKET REVIEW	20,383.50	29.40
COMMUNICATION WITH FINANCIAL ADVISOR	34,815.50	33.80
COMMUNICATION WITH THE DEBTORS	89,176.50	86.40
UNITED STATES TRUSTEE	700.00	0.70
LEGAL RESEARCH AND ANALYSIS	19,678.50	24.60
PREPARATION OF PLEADINGS	99,305.00	110.30
HEARINGS AND COURT MATTERS	74,561.00	87.60
Total this Invoice	\$ 1,328,976.00	1438.10

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
CHARLES E. DROPKIN	2.30	1,425.00	3,277.50
DAVID A. PICON	77.50	1,000.00	77,500.00
IRA M. GOLUB	11.30	1,075.00	12,147.50
JAMES P. GERKIS	10.30	1,400.00	14,420.00
JEFFREY W. LEVITAN	94.00	1,250.00	117,500.00
KEVIN R. HACKETT	24.90	1,425.00	35,482.50
KRISTEN V. CAMPANA	72.00	975.00	70,200.00
MARK FENNESSY	101.50	1,250.00	126,875.00
MARTIN J. BIENENSTOCK	22.50	1,350.00	30,375.00
MICHAEL T. MERVIS	2.90	1,025.00	2,972.50
RICHARD M. CORN	12.40	975.00	12,090.00
TIMOTHY Q. KARCHER	201.00	1,125.00	226,125.00
Total For Partner	632.60		728,965.00
TARA B. MULROONEY	10.60	925.00	9,805.00
Total For Counsel	10.60		9,805.00
BRIAN HOOVEN	15.90	650.00	10,335.00
BRITTANY A. PERSKIN	8.00	550.00	4,400.00
CRISPIN DALY	80.50	875.00	70,437.50
JAMES R. HUFFMAN	13.70	550.00	7,535.00
JARED ZAJAC	154.50	900.00	139,050.00
JERAMY WEBB	10.90	650.00	7,085.00
JOSHUA A. ESSES	58.50	550.00	32,175.00
JUSTIN S. ALEX	18.70	845.00	15,801.50
MARISSA D. TILLEM	80.20	845.00	67,769.00
MICHAEL FREEMAN	32.20	735.00	23,667.00
NICHOLAS PELLEGRINO	62.90	550.00	34,595.00
SARAH M. NASSER	12.00	495.00	5,940.00
SUNAY RADIA	76.10	875.00	66,587.50
TIFFANY WOO	5.80	650.00	3,770.00
VINCENT INDELICATO	73.60	900.00	66,240.00
Total For Associate	703.50		555,387.50
EVELYN RODRIGUEZ	2.50	360.00	900.00
GABRIELA A. URIAS	2.00	240.00	480.00
HANNAH SILVERMAN	15.00	240.00	3,600.00
MAGALI GIDDENS	71.90	415.00	29,838.50
Total For Legal Assistant	91.40		34,818.50

Professional Fees

\$ 1,328,976.00

ASSET ANALYSIS AND RECOVERY
Client/Matter No. 78108.0001

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/03/17	JWL	Confer with J. Gerkis, S. Nasser, B. Pershing, T. Mulrooney regarding company overview, corporate diligence.	0.60	750.00
05/03/17	TBM	Attend meeting with J. Gerkis, J. Levitan, B. Perskin, and S. Nasser regarding corporate and construction issues (.6); multiple correspondence related to requests for required diligence materials (.3).	0.90	832.50
05/03/17	JRH	Review and prepare summary of documents in data room (and refine diligence document requests based on findings).	3.80	2,090.00
05/03/17	JPG	Internal meeting regarding corporate diligence (.6); correspondence regarding same (.1); review diligence list precedents, A&M material and other documents (1.1).	1.80	2,520.00
05/03/17	SMN	Conference with J. Gerkis, B. Perskin, T. Mulrooney and J. Levitan to discuss case background (.6); begin preparation of due diligence checklist (.5); review diligence requests from Alvarez & Marsal (.3).	1.40	693.00
05/03/17	BAP	Meeting with J. Gerkis, J. Levitan, S. Nasser regarding corporate diligence (.6); E-mail to J. Esses regarding memo and data room access (.1); prepare initial diligence checklist (.1); General overview of data room contents and e-mail to team regarding same (.2).	1.00	550.00
05/04/17	IMG	Review due diligence request letter.	0.20	215.00
05/04/17	TBM	Analyze diligence requests required for analysis of rights and remedies under the EPC Agreements.	0.60	555.00
05/04/17	JPG	Review data room index (.1); Review correspondence (.2); Review A&M list (.1); Internal conferences with team regarding same (.1).	0.50	700.00
05/04/17	KRH	Review corporate documents(1.9); confer with M. Bienenstock, J. Gerkis regarding same (.2); follow up (.2).	2.30	3,277.50
05/04/17	SMN	Draft initial diligence request list for distribution on May 5, 2017 (2.4); review diligence requests from V. Indelicato and Alvarez & Marsal (.8).	3.20	1,584.00
05/05/17	JWL	Conference with B. Perskin, S. Nasser regarding corporate due diligence request (.4); email S. Nasser regarding diligence list (.1).	0.50	625.00
05/05/17	TBM	Correspond regarding required diligence.	0.20	185.00
05/05/17	JRH	Revise diligence request to incorporate benefits requests (2.1); conference call with J. Alex regarding benefits diligence request (.2).	2.30	1,265.00
05/05/17	JPG	Correspond with team regarding corporate diligence (.1); Internal conferences with S. Nasser, B. Perskin and V. Indelicato (.4).	0.50	700.00

ASSET ANALYSIS AND RECOVERY
Client/Matter No. 78108.0001

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/05/17	JSA	Email correspondence with S. Nasser, I. Golub, and J. Huffman regarding benefits diligence request (.2); conference call with J. Huffman regarding revisions to same (.2); finalize benefits diligence request and send same to S. Nasser (.3).	0.60	507.00
05/05/17	SMN	Confer with J. Levitan and B. Perskin regarding due diligence checklist (.4); Coordinate with J.Alex and R. Corn to obtain specialist comments (.8); prepare updated draft of due diligence checklist (1.6).	2.80	1,386.00
05/05/17	BAP	Review and revise due diligence request list (1.3); meet with J. Levitan and S. Nasser regarding diligence request list. (.4).	1.70	935.00
05/08/17	TBM	Review due diligence request checklist (.1); draft correspondence to diligence team regarding same (.2); review draft diligence request (.2); correspondence regarding required diligence related to construction agreements (.3).	0.80	740.00
05/08/17	MJF	Call with C. Daly and S. Radia to review EMEA-related issues.	1.00	1,250.00
05/08/17	JPG	Work on legal due diligence request list (.6); conference with S. Nasser regarding same (.1); correspondence with diligence team regarding diligence issues (.3).	1.00	1,400.00
05/08/17	SMN	Coordinate with Proskauer working group and Alvarez & Marsal to obtain comments to the due diligence request checklist.	0.40	198.00
05/09/17	TBM	Review and respond to correspondence related to diligence requests.	0.20	185.00
05/09/17	TQK	Review materials from data room.	4.00	4,500.00
05/09/17	JPG	Correspond with corporate diligence team regarding status.	0.10	140.00
05/10/17	JWL	Emails with V. Indelicato regarding legal due diligence, review final list.	0.30	375.00
05/10/17	CD	Emails with J. Alex and J. Levitan regarding dataroom and documents.	0.40	350.00
05/10/17	JPG	Correspondence regarding corporate diligence with (.1); Internal conferences with J. Alex, V. Indelicato and S. Nasser regarding same (.2).	0.30	420.00
05/10/17	VI	Conference with J. Gerkis regarding corporate due diligence.	0.10	90.00
05/10/17	SMN	Coordinate with J. Alex, V. Indelicato and J. Gerkis to discuss and distribute initial diligence request list. (.3); Review comments from Proskauer specialists and prepare revised draft of request list. (.5).	0.80	396.00
05/15/17	VI	Conference with K. Hackett regarding corporate due diligence.	0.20	180.00
05/15/17	KRH	Review due diligence memos (.3); confer with V. Indelicato regarding same (.2).	0.50	712.50
05/17/17	JWL	Review Debtors presentation of hearing overseas operations.	0.70	875.00
05/18/17	KVC	Review A&M EMEA presentation and correspondence regarding same.	0.60	585.00

ASSET ANALYSIS AND RECOVERY
Client/Matter No. 78108.0001

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/19/17	MJF	Review and Analyze EMEA presentation from Debtors professionals and emails from A&M.	1.90	2,375.00
05/19/17	KRH	Review diligence papers (.7); confer with V. Indelicato regarding status (.1).	0.80	1,140.00
05/19/17	NP	Review corporate diligence document index and incorporate edits.	1.20	660.00
05/22/17	DAP	Telephone conference with M. Mervis regarding same.	0.10	100.00
05/22/17	JPG	Exchange correspondence regarding corporate due diligence issues.	0.10	140.00
05/23/17	VI	Revise draft discovery motion (2.0); analyze PJT presentation to Committee (2.0).	4.00	3,600.00
05/24/17	JWL	Conference with J. Gerkis regarding public information review (.1); email V. Indelicato regarding corporate due diligence (.1).	0.20	250.00
05/24/17	JWL	Review discovery motion, email D. Picon regarding same.	0.20	250.00
05/24/17	DAP	Email with M. Mervis regarding discovery (.1); emails with J. Levitan regarding same (.1).	0.20	200.00
05/24/17	JZ	Review discovery draft motion.	0.30	270.00
05/24/17	MJF	Review draft discovery motion regarding examination/request for documentation (.4); review of investment banker presentations to Committee and email from J. Esses regarding same (.5); consider the PJT/Weil/Alix Partners' deck on EMEA issues (.8).	1.70	2,125.00
05/24/17	CD	Review draft discovery motion.	0.90	787.50
05/24/17	JPG	Conferences with J. Levitan (.1), S. Nasser (.1) and B. Perskin (.1) regarding corporate due diligence issues, correspondence regarding due diligence (.1); correspondence with team regarding lending protocol (.1); Review banker presentation and correspondence regarding banker presentation (.5).	1.00	1,400.00
05/25/17	JWL	Teleconference with J. Gerkis regarding corporate due diligence (.1); review Toshiba Georgia Power guaranty (.3).	0.40	500.00
05/25/17	JWL	Email J. Gerkis regarding construction contracts.	0.10	125.00
05/25/17	DAP	Review discovery motion.	0.50	500.00
05/25/17	JPG	Conference with J. Levitan regarding due diligence (.1); review correspondence regarding guaranty (.2); conference with T. Mulrooney (.1).	0.40	560.00
05/25/17	KRH	Review diligence materials (.4); confer with J. Gerkis regarding same (.1).	0.50	712.50
05/25/17	SMN	Review filings and various data room updates (1.8); prepare draft of corporate profile summary (1.6).	3.40	1,683.00
05/26/17	CD	Review of documents in data room.	1.50	1,312.50
05/26/17	VI	Telephone conference with Jones Day regarding confidentiality.	0.30	270.00
05/27/17	JPG	Review correspondence regarding Toshiba (.1); Review presentations financial advisor presentations (.7).	0.80	1,120.00

ASSET ANALYSIS AND RECOVERY
Client/Matter No. 78108.0001

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/29/17	BAP	Review data room documents and public filings for corporate summary profile.	2.00	1,100.00
05/30/17	JWL	Email and conference with V. Indelicato regarding corporate due diligence requests.	0.20	250.00
05/30/17	MJF	Analyze aspects of the PJT/Weil/Alix deck.	0.50	625.00
05/30/17	SR	Call with M. Freeman and M. Fennessy to discuss PJT presentation (.7); Comments on the same and email to London team (2.3).	3.00	2,625.00
05/30/17	MWF	Review PJT presentation and call with M. Fennessy and S. Radia regarding memos to A&M.	0.70	514.50
05/30/17	JPG	Review draft corporate profile.	0.50	700.00
05/30/17	BAP	Draft and edit corporate summary profile for Westinghouse.	3.30	1,815.00
05/31/17	MJF	Review materials sent to A&M and PJT deck.	1.50	1,875.00
05/31/17	MWF	Update to comments on PJT presentation and send to A&M.	1.00	735.00

ASSET ANALYSIS AND RECOVERY
Client/Matter No. 78108.0001

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DAVID A. PICON	0.80	1,000.00	800.00
IRA M. GOLUB	0.20	1,075.00	215.00
JAMES P. GERKIS	7.00	1,400.00	9,800.00
JEFFREY W. LEVITAN	3.20	1,250.00	4,000.00
KEVIN R. HACKETT	4.10	1,425.00	5,842.50
KRISTEN V. CAMPANA	0.60	975.00	585.00
MARK FENNESSY	6.60	1,250.00	8,250.00
TIMOTHY Q. KARCHER	4.00	1,125.00	4,500.00
Total For Partner	26.50		33,992.50
TARA B. MULROONEY	2.70	925.00	2,497.50
Total For Counsel	2.70		2,497.50
BRITTANY A. PERSKIN	8.00	550.00	4,400.00
CRISPIN DALY	2.80	875.00	2,450.00
JAMES R. HUFFMAN	6.10	550.00	3,355.00
JARED ZAJAC	0.30	900.00	270.00
JUSTIN S. ALEX	0.60	845.00	507.00
MICHAEL FREEMAN	1.70	735.00	1,249.50
NICHOLAS PELLEGRINO	1.20	550.00	660.00
SARAH M. NASSER	12.00	495.00	5,940.00
SUNAY RADIA	3.00	875.00	2,625.00
VINCENT INDELICATO	4.60	900.00	4,140.00
Total For Associate	40.30		25,596.50
Professional Fees	69.50	\$	62,086.50
Total this Matter		\$	<u>62,086.50</u>

ASSET DISPOSITION
Client/Matter No. 78108.0002

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/01/17	JW	Revise Debtors' proposed order regarding nonessential sale motion.	0.30	195.00
05/02/17	JZ	Review asset sale motion.	0.30	270.00
05/04/17	JWL	Review motion to sell Pennsylvania property (.5); email R. Newman regarding business review (.2).	0.70	875.00
05/08/17	VI	Review issues related to proposed sale of nonessential real estate assets.	0.70	630.00
05/15/17	VI	Review nonessential asset sale issues.	0.50	450.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JEFFREY W. LEVITAN	0.70	1,250.00	875.00
Total For Partner	0.70		875.00
JARED ZAJAC	0.30	900.00	270.00
JERAMY WEBB	0.30	650.00	195.00
VINCENT INDELICATO	1.20	900.00	1,080.00
Total For Associate	1.80		1,545.00
Professional Fees	2.50	\$	2,420.00
Total this Matter		\$	<u>2,420.00</u>

ASSIGNMENT AND REJECTION OF LEASES AND CONTRACTS
Client/Matter No. 78108.0003

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/03/17	JWL	Email T. Mulrooney, V. Indelicato regarding construction agreements.	0.10	125.00
05/03/17	TBM	Review and analyze bankruptcy filings and interim assessment agreements.	3.70	3,422.50
05/04/17	VI	Analyze interim assessment agreement issues.	1.00	900.00
05/05/17	JWL	Email T. Mulrooney regarding construction agreement adjournment.	0.10	125.00
05/08/17	JWL	Prepare list of open matters, tasks list, potential objections.	0.40	500.00
05/25/17	TBM	Review and analyze email summarizing EPC agreement (.5); review and analyze correspondence summarizing Summer EPC Agreement (.6).	1.10	1,017.50
05/25/17	JPG	Correspondence regarding construction contract.	0.10	140.00
05/25/17	VI	Analyze Vogtle Agency agreements and related amendments regarding sharing of Committee work product (2.5); telephone conference with M. Mervis regarding same (.3).	2.80	2,520.00
05/26/17	TBM	Analyze significant terms of EPC Agreement for the Summer Project (1.1); draft, review and revise correspondence summarizing analysis (2.0).	3.10	2,867.50
05/26/17	TQK	Review interim assessment agreements.	0.60	675.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAMES P. GERKIS	0.10	1,400.00	140.00
JEFFREY W. LEVITAN	0.60	1,250.00	750.00
TIMOTHY Q. KARCHER	0.60	1,125.00	675.00
Total For Partner	1.30		1,565.00
TARA B. MULROONEY	7.90	925.00	7,307.50
Total For Counsel	7.90		7,307.50
VINCENT INDELICATO	3.80	900.00	3,420.00
Total For Associate	3.80		3,420.00
Professional Fees	13.00	\$	12,292.50
Total this Matter		\$	<u>12,292.50</u>

BUSINESS OPERATIONS
 Client/Matter No. 78108.0006

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/02/17	JZ	Review revised critical vendor order (.2); email J. Esses regarding orders (.1); call J. Esses regarding orders (.1).	0.40	360.00
05/04/17	MJF	Further discuss EMEA-related issues regarding nuclear regulatory advice with C. Daly and S. Radia.	0.50	625.00
05/04/17	SR	Further discuss EMEA issues regarding regulatory advice required for LFA.	0.50	437.50
05/04/17	CD	Research service providers in nuclear regulatory field for three jurisdictions (1.5); discuss same with M. Fennessy and S. Radia (.4).	1.90	1,662.50
05/10/17	MJF	Discussion with M. Freeman, C. Daly and S. Radia regarding nuclear-regulatory and pensions-related advice needed after call with A&M.	0.50	625.00
05/10/17	SR	Discuss nuclear regulatory and pensions advice required with respect to EMEA issues with M. Fennessy, M. Freeman and C. Daly.	0.50	437.50
05/10/17	MWF	Telephone call with M. Fennessy and S. Radia to discuss pension advise.	0.50	367.50
05/10/17	VI	Analyze proposed NRC mediation issues (.5); review Westinghouse organizational chart (.3).	0.80	720.00
05/11/17	JZ	Email M. Freeman regarding UK decommissioning issue (.1); call with J. Esses regarding same (.1); email T. Karcher and J. Levitan regarding same (.1); call M. Freeman regarding same (.1).	0.40	360.00
05/11/17	MJF	Consider decommissioning data from dataroom and email regarding tasks to team (.4); emails regarding nuclear decommissioning issues (.3); update discussion with London team regarding approach to EMEA issues regarding nuclear decommissioning issues (.5).	1.20	1,500.00
05/11/17	SR	Meet to discuss nuclear decommissioning issues.	0.50	437.50
05/11/17	MWF	Discussion with London team regarding approach to EMEA nuclear decommissioning issues.	0.50	367.50
05/12/17	JZ	Review dataroom for nuclear decommission letter (.2); email M. Freeman regarding same (.1); review batches of produced documents (1.2); meeting with J. Levitan regarding same (.1).	1.60	1,440.00
05/12/17	MJF	Analyze Nuclear Decommissioning Authority letter and guarantee claim regarding UK decommissioning and emails regarding the same (.8); review and consider letter regarding UK decommissioning from Nuclear Decommissioning Authority and guarantee (1.5); teleconference with S. Radia and C. Daly to discuss EMEA-related nuclear decommissioning issues (.5).	2.80	3,500.00
05/12/17	SR	Calls regarding LFA issues and decommissioning points.	0.80	700.00
05/12/17	CD	Call with M. Fennessy and S. Radia regarding decommissioning workstreams and tasks.	0.80	700.00

BUSINESS OPERATIONS
Client/Matter No. 78108.0006

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/15/17	SR	Review parent guarranty relating to NDA and related letter on decommissioning issue (1.2) and related draft memorandum with analysis of issues (1.8) prepare memo on next steps/ diligence requests (1.0).	4.00	3,500.00
05/15/17	CD	Review S. Radia memorandum on UK decommissioning issues with underlying documents and send comments.	1.50	1,312.50
05/16/17	KVC	Review memos regarding call with Weil, UK issues regarding the advance request for WE Holdings, decommissioning costs and pension issues.	1.20	1,170.00
05/16/17	MJF	Revise email to New York team regarding Nuclear Decommissioning Authority guarantee claim in connection with Nuclear Decommissioning of Springfields.	0.70	875.00
05/16/17	SR	Prepare bullet list of EMEA issues for M. Fennessy (.6); call with M. Fennessy and C. Daly regarding EMEA update (.5); review comments from C. Daly on guarantee/ Springfields issue note (.3); revise note (.7); prepare EMEA update and send to working group (2.0).	4.10	3,587.50
05/16/17	CD	Discuss note on decommissioning issues in UK with S. Radia (.7); research (.8) and draft (1.2); memo on UK Nuclear Decommissioning Authority and its regulatory and contractual relationships with Springfields Fuels Ltd (2.0).	2.70	2,362.50
05/17/17	MJF	Review memo on Springfields and decommissioning and email to Proskauer London team with comments and workstreams regarding preparation of further internal memorandum on EMEA (specifically UK) Nuclear Decommissioning Authority issues.	0.80	1,000.00
05/17/17	SR	Discuss UK decommissioning note and guarantee note with C. Daly.	0.70	612.50
05/17/17	CD	Discuss UK decommissioning note and guarantee note with S. Radia (.7); draft and revise email for Proskauer/ A&M regarding decommissioning (.5).	1.20	1,050.00
05/18/17	MJF	Review and analyze email on Nuclear Decommissioning Authority and nuclear regulatory issues from C. Daly and email comments regarding the same.	0.60	750.00
05/18/17	SR	Meet with C. Daly regarding comments on decommissioning update.	0.50	437.50
05/18/17	CD	Discuss decommissioning update with S. Radia (.5); meeting with S. Radia regarding Nuclear Decommissioning Authority and update (.5).	1.00	875.00
05/19/17	CD	Email to A&M and New York team regarding Nuclear Decommissioning Authority issues.	0.70	612.50
05/19/17	VI	Analyze UK Nuclear Decommissioning Authority issues.	1.50	1,350.00
05/23/17	SR	Review EMEA issues.	0.40	350.00
05/26/17	VI	Review proposed draft final critical vendor.	0.30	270.00
05/30/17	JZ	Review NRC letter regarding order.	0.20	180.00
05/31/17	JWL	Review DOJ letter regarding NRC, email T. Karcher regarding same (.2); review April monthly operating report (.2).	0.40	500.00

BUSINESS OPERATIONS
Client/Matter No. 78108.0006

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/31/17	KVC	Review April monthly operating report.	0.60	585.00
05/31/17	JZ	Review MOR (.2); email V. Indelicato regarding vendor order (.1); review revised vendor order/transcript regarding revisions (.2); review data room regarding permits/licenses (.3); email J. Conte regarding final critical vendor order (.1).	0.90	810.00
05/31/17	TQK	Review critical vendor order and related correspondence.	0.40	450.00
05/31/17	CD	Review April monthly operating report.	0.40	350.00
05/31/17	JPG	Review correspondence and operating report and other related documents.	0.50	700.00
05/31/17	VI	Analyze Debtors' April monthly operating report.	0.50	450.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAMES P. GERKIS	0.50	1,400.00	700.00
JEFFREY W. LEVITAN	0.40	1,250.00	500.00
KRISTEN V. CAMPANA	1.80	975.00	1,755.00
MARK FENNESSY	7.10	1,250.00	8,875.00
TIMOTHY Q. KARCHER	0.40	1,125.00	450.00
Total For Partner	10.20		12,280.00
CRISPIN DALY	10.20	875.00	8,925.00
JARED ZAJAC	3.50	900.00	3,150.00
MICHAEL FREEMAN	1.00	735.00	735.00
SUNAY RADIA	12.00	875.00	10,500.00
VINCENT INDELICATO	3.10	900.00	2,790.00
Total For Associate	29.80		26,100.00
Professional Fees	40.00	\$	38,380.00
Total this Matter		\$	<u>38,380.00</u>

CASE ADMINISTRATION
Client/Matter No. 78108.0007

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/01/17	MG	Review calendar (.1); prepare electronic calendar notifications (.3) and forward same to team (.1).	0.50	207.50
05/02/17	MG	Organize electronic case files (.5); review and begin to update pleadings category sheet (.4).	0.90	373.50
05/03/17	JWL	Confer with T. Karcher regarding objection deadline (.1). teleconference with Chambers regarding objection deadline (.1).	0.20	250.00
05/05/17	MG	Briefly review (.6) prepare for (.3) electronically file Committee objections (.5) and prepare email to KCC requesting service of same.	1.40	581.00
05/05/17	NP	General research and case administration.	0.40	220.00
05/08/17	JZ	Review case calendar (.1); meeting with J. Levitan regarding case issues (.1); call with J. Esses regarding same (.1); email M. Giddens regarding first day hearing transcript (.1); review Committee call agenda and related documents (.1).	0.50	450.00
05/08/17	MJF	Review background reports on Toshiba and agenda for Committee and advisors call on 05/09/17 (.5); various emails regarding administrative matters regarding call on DIP and LFA (.2).	0.70	875.00
05/08/17	MG	Prepare case calendar and related electronic calendar notifications for team (1.0); correspondence and telephone conference with J. Esses regarding contact information for H. Allanson (.1); review Alvarez website and Google regarding same (.3); contact H. Allanson regarding additional contact information (.1); update working group list regarding same (.1).	1.60	664.00
05/08/17	VI	Analyze draft A&M presentation to Committee regarding case developments.	1.50	1,350.00
05/08/17	JAE	Attend to case administration and related calls.	0.90	495.00
05/10/17	JWL	Teleconference with M. Giddens regarding Section 341 meeting schedule (.1); teleconference with V. Indelicato regarding foreign counsel (.1).	0.20	250.00
05/10/17	MJF	Review WSJ article circulated to Proskauer team regarding Toshiba possible bankruptcy filing.	0.30	375.00
05/10/17	VI	Conference call with H. Kackett and J. Alex regarding Toshiba potential filing and Japanese local counsel (.3); conference with J. Alex regarding local counsel (.2).	0.50	450.00
05/10/17	JSA	Conference call with K. Hackett and V. Indelicato regarding Japanese local counsel (.3); conference calls with V. Indelicato regarding local counsel (.2).	0.50	422.50
05/10/17	KRH	Conference with V. Indelicato regarding possible Japanese local counsel (.3); conference with M. Bienenstock regarding same (.1); follow up (.6).	1.00	1,425.00
05/10/17	JAE	Respond to emails and organize calls and other information regarding case administration.	0.70	385.00

CASE ADMINISTRATION
Client/Matter No. 78108.0007

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/11/17	KVC	Review revised letter and correspondence regarding same.	0.50	487.50
05/11/17	KRH	Confer with P. Lee, chief legal officer of Rockefeller Group, regarding potential Japanese counsel (.3); memo to V. Indelicato regarding same (.1); follow up (.1).	0.50	712.50
05/11/17	JAE	Case administration and coordination with N. Pellegrino.	0.20	110.00
05/12/17	MG	Review docket notification, and pleadings (1.0); review FileSite documents and correspondence regarding case status and document organization (.6); update an electronic calendar entry (.1).	1.70	705.50
05/15/17	MWF	Revisions to attendance note regarding calls with Weil.	0.50	367.50
05/15/17	JW	Review case management procedures.	0.30	195.00
05/15/17	JAE	Perform case administration tasks.	0.40	220.00
05/16/17	JZ	Review bankruptcy code/rules regarding sealing issues (.2); review local and chambers rules regarding same (.2); meeting with J. Esses regarding sealing motion (.2); call J. Esses regarding same (.1); email J. Esses regarding reports (.1); review A&M presentation (.2).	1.00	900.00
05/16/17	MJF	Review recent Westinghouse news items circulated by J. Esses ahead of Committee call.	0.30	375.00
05/17/17	JZ	Review chambers rules regarding sealing motions (.1); calls with J. Esses regarding sealing motion (.2).	0.30	270.00
05/17/17	SR	Email to K. Campana regarding attendance note.	0.20	175.00
05/17/17	MG	Review FileSite correspondence and documents regarding case development.	0.30	124.50
05/18/17	JZ	Meeting with M. Giddens regarding filings (.3); calls with chambers clerk regarding sealing procedure (.2); meeting with J. Levitan regarding same (.1); email D. Picon regarding sealing motion (.1); email M. Giddens regarding same (.1).	0.80	720.00
05/18/17	MG	Pleading review (.9); electronically file objections (.8); circulate documents (.2); calendar items (.5).	2.40	996.00
05/19/17	JZ	Calls with M. Giddens regarding chambers copies of documents to be filed under seal.	0.20	180.00
05/22/17	KRH	Consider and handle Committee issues (.7); teleconference with T. Karcher regarding same (.1).	0.80	1,140.00
05/23/17	MJF	Review and consider presentation of A&M regarding previous meeting/call Committee and intercompany transfer protocol and other documentation in preparation for call with Committee on 05/23/17.	0.90	1,125.00
05/23/17	SR	Review and comments on minutes of call with Weil.	0.80	700.00
05/23/17	MWF	Comments to note of call with Weil.	0.20	147.00
05/23/17	MG	Distribute pleadings (.3); order hearing transcript (.1); review draft of discovery motion and investment banker presentations (1.4).	1.80	747.00
05/24/17	MJF	Email to London team regarding tasks regarding EMEA issues.	0.10	125.00

CASE ADMINISTRATION
 Client/Matter No. 78108.0007

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/26/17	VI	Multiple email correspondences and telephone conferences with J. Esses regarding scheduling of in-person meeting with Debtors.	0.20	180.00
05/28/17	MG	Review FileSite regarding correspondence and documents (.8), review certain Committee correspondence in connection with case status (.5); prepare list of case management open items (.2).	1.50	622.50
05/29/17	MJF	Email to London team regarding tasks regarding EMEA issues and email to A&M regarding the same.	0.30	375.00
05/30/17	MJF	Email to and from M. Freeman regarding tasks regarding EMEA presentation.	0.20	250.00
05/30/17	MG	Draft notice of appearance for D. Picon, including researching sample for attorney filing when firm already appeared.	0.50	207.50
05/31/17	MJF	Review article sent to Committee by V. Indelicato.	0.20	250.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JEFFREY W. LEVITAN	0.40	1,250.00	500.00
KEVIN R. HACKETT	2.30	1,425.00	3,277.50
KRISTEN V. CAMPANA	0.50	975.00	487.50
MARK FENNESSY	3.00	1,250.00	3,750.00
Total For Partner	6.20		8,015.00
JARED ZAJAC	2.80	900.00	2,520.00
JERAMY WEBB	0.30	650.00	195.00
JOSHUA A. ESSES	2.20	550.00	1,210.00
JUSTIN S. ALEX	0.50	845.00	422.50
MICHAEL FREEMAN	0.70	735.00	514.50
NICHOLAS PELLEGRINO	0.40	550.00	220.00
SUNAY RADIA	1.00	875.00	875.00
VINCENT INDELICATO	2.20	900.00	1,980.00
Total For Associate	10.10		7,937.00
MAGALI GIDDENS	12.60	415.00	5,229.00
Total For Legal Assistant	12.60		5,229.00
Professional Fees	28.90		\$ 21,181.00
Total this Matter			\$ <u>21,181.00</u>

CLAIMS ADMINISTRATION AND OBJECTIONS
Client/Matter No. 78108.0008

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/12/17	VI	Analyze issues related to potential contribution and reimbursement claims.	1.30	1,170.00
05/26/17	TQK	Call with creditor regarding reclamation issues (.4); review documents regarding reclamation claims (.8), call with J. Esses regarding reclamation (.2).	1.40	1,575.00
05/26/17	JAE	Conduct reclamation claims research for T. Karcher (1.1); teleconference with T. Karcher regarding same (.2).	1.30	715.00
05/29/17	MJF	Further review the Debtors' schedules and SoFAs.	0.50	625.00
05/30/17	JWL	Conference with T. Karcher, J. Zajac regarding schedule and statement review.	0.20	250.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JEFFREY W. LEVITAN	0.20	1,250.00	250.00
MARK FENNESSY	0.50	1,250.00	625.00
TIMOTHY Q. KARCHER	1.40	1,125.00	1,575.00
Total For Partner	2.10		2,450.00
JOSHUA A. ESSES	1.30	550.00	715.00
VINCENT INDELICATO	1.30	900.00	1,170.00
Total For Associate	2.60		1,885.00
Professional Fees	4.70	\$	4,335.00
Total this Matter		\$	<u>4,335.00</u>

COMMITTEE GOVERNANCE
Client/Matter No. 78108.0009

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/01/17	JWL	Review draft Rule 2019 statement, email V. Indelicato regarding same.	0.20	250.00
05/01/17	TQK	Review and revise Rule 2019 statement.	0.40	450.00
05/01/17	VI	Revise draft Committee bylaws.	0.80	720.00
05/03/17	JWL	Confer with V. Indelicato, email M. Bienenstock regarding bylaws.	0.20	250.00
05/03/17	TQK	Confer with V. Indelicato regarding Rule 2019 statement and Committee governance issues.	0.40	450.00
05/03/17	VI	Revise draft Committee Rule 2019 statement.	0.50	450.00
05/08/17	VI	Analyze Committee confidentiality issues.	0.50	450.00
05/09/17	JWL	Review revised bylaws (.2); conference with V. Indelicato regarding same (.1).	0.30	375.00
05/09/17	VI	Review draft Committee bylaws (.7); telephone conference with Jones Day regarding Committee bylaw confidentiality provisions (.5).	1.20	1,080.00
05/10/17	VI	Revise draft Committee bylaws.	0.40	360.00
05/11/17	JWL	Confer with V. Indelicato regarding bylaws, retention issues.	0.10	125.00
05/12/17	VI	Review Committee bylaws.	0.40	360.00
05/12/17	JW	Draft joinder to Committee bylaws.	0.50	325.00
05/15/17	JW	Review Committee bylaws and joinder.	0.20	130.00
05/17/17	TQK	Confer with V. Indelicato regarding sharing of confidential information pursuant to Committee bylaws.	0.50	562.50
05/18/17	JZ	Review Rule 2019 statement.	0.10	90.00
05/18/17	VI	Revise and finalize Committee Rule 2019 Statement for filing.	0.50	450.00
05/22/17	VI	Review status of Committee bylaws.	0.50	450.00
05/26/17	VI	Review Committee bylaws in advance of telephone conference with Jones Day regarding confidentiality.	0.50	450.00

COMMITTEE GOVERNANCE
Client/Matter No. 78108.0009

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JEFFREY W. LEVITAN	0.80	1,250.00	1,000.00
TIMOTHY Q. KARCHER	1.30	1,125.00	1,462.50
Total For Partner	2.10		2,462.50
JARED ZAJAC	0.10	900.00	90.00
JERAMY WEBB	0.70	650.00	455.00
VINCENT INDELICATO	5.30	900.00	4,770.00
Total For Associate	6.10		5,315.00
Professional Fees	8.20	\$	7,777.50
Total this Matter		\$	<u>7,777.50</u>

EMPLOYMENT AND BENEFITS/PENSIONSS
Client/Matter No. 78108.0010

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/02/17	IMG	Conference with J. Alex regarding benefits issues (.1); conference with V. Indelicato and J. Alex regarding benefits issues and due diligence (.1); teleconference with P. Wessel and A. Rosenblum regarding employee benefits due diligence issues (.4); review benefits issues in limited objections (.3).	0.90	967.50
05/02/17	JSA	Conference call with I. Golub regarding Debtors' benefits and compensation agreements.	0.10	84.50
05/03/17	IMG	Review documents regarding employee benefit liabilities (.6); teleconference with J. Alex regarding call with PBGC regarding employee benefit plans (.1); email J. Alex regarding pension underfunding (.1); Correspond with J. Alex regarding PBGC information requests and questions (.1).	0.90	967.50
05/03/17	JRH	Review wage motion for benefits information (and refine diligence document requests based on information therein) (1.0); discuss benefits materials and document requests with J. Alex (.2).	1.20	660.00
05/03/17	JSA	Conference calls with PBGC regarding benefits diligence (.5); conference calls with I. Golub and V. Indelicato regarding same (.2); review and revise draft benefits diligence request list (.4); review index of dataroom documents (.6) and discuss same with J. Huffman (.2).	1.90	1,605.50
05/04/17	JRH	Research information regarding all Westinghouse Electric Company pension plans (including Pension Plan, Savings Plan, Windsor Plan, and Newington Plan) for J. Alex.	0.60	330.00
05/04/17	JSA	Revise and finalize initial draft of benefits diligence request list (.7); discuss Westinghouse controlled group structure with J. Esses (.1); draft email to I. Golub regarding same (.1).	0.90	760.50
05/05/17	IMG	Review due diligence list for pension and benefits issues (.2); review J. Alex regarding revisions to list (.1).	0.30	322.50
05/09/17	IMG	Emails with team regarding European pension issues.	0.10	107.50
05/09/17	TQK	Review and respond to correspondence regarding payment of employee expenses.	0.50	562.50
05/09/17	MJF	Exchange various emails regarding pensions-related advice regarding EMEA lending following Committee call.	0.50	625.00
05/09/17	CD	Call with M. Fennessy regarding EMEA pensions issues on Westinghouse (.5) and arrange conference call (.2).	0.70	612.50
05/09/17	JSA	Email correspondence with V. Indelicato, I. Golub, and M. Fennessy regarding European pension liabilities.	0.30	253.50

EMPLOYMENT AND BENEFITS/PENSIONSS
Client/Matter No. 78108.0010

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/10/17	IMG	Confer with J. Alex regarding call with PBGC regarding off-shore pension issues (.1); conference call with M. Fennessey, C. Daly et al. regarding pension issues (.5); Review information from data room (.5); confer with J. Alex regarding pension plan due diligence needs and strategy (.1); telephone call M. Fennessy, J. Alex, et al. regarding pension issues and due diligence (.5); conference with J. Alex regarding request for documents (.1); email J. Alex and review issues for request to Weil for documents (.1); conferences with J. Alex regarding local counsel engagement issues (.2).	2.10	2,257.50
05/10/17	JRH	Review benefits diligence requests to be sent to Weil (.7); review data room for new documents of interest for benefits (including review for pension budget information) (1.6).	2.30	1,265.00
05/10/17	MJF	Prepare for call with J. Alex and I. Golub regarding pension issues and EMEA representation with London team (.8); teleconference with J. Alex and I. Golub regarding pension issues and EMEA representation with London team (.5).	1.30	1,625.00
05/10/17	SR	Prepare for call with J. Alex and I. Golub regarding pensions issues (.8); call with New York team regarding pensions (.5).	1.30	1,137.50
05/10/17	CD	Call with F. Sami to explain background for UK pensions issues (.8); emails and call with D. Spitzer regarding French pensions advice (.7); call and emails with 39 Essex Court regarding nuclear regulation advice (.7); emails with Sackers regarding UK pensions advice (.3); review pension information provided by J. Alex (.6).	3.10	2,712.50
05/10/17	MWF	Discussion with M. Fennessy, C. Daly and S. Radia regarding nuclear-regulatory and pensions-related advice needed after call with A&M (.5); prepare for call with I. Golub and J. Alex regarding pensions issues and EMEA representation with London team (.8).	1.30	955.50
05/10/17	JSA	Conference calls with M. Fennessy, I. Golub, and C. Daly regarding same (.9); revise benefits diligence list (.5); draft and exchange email correspondence with Debtors' counsel regarding same (.8).	2.20	1,859.00
05/11/17	IMG	Emails with J. Alex and M. Fennessy about status (.1); Review information from data room regarding pensions (.3).	0.40	430.00

EMPLOYMENT AND BENEFITS/PENSIONSS
Client/Matter No. 78108.0010

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/11/17	MJF	Teleconference with C. Daly regarding specifics of advice needed regarding EMEA pensions issues (.5); consider pensions-related information regarding EMEA from dataroom and various other emails regarding EMEA pension issues (.5); review emails regarding EMEA (specifically UK) pension issues (.3); exchange emails regarding EMEA pensions issues (.3); emails to London team and J. Levitan regarding procedure for engagement of external advisors (.2). emails to US team and UK teams regarding pensions issues (.1); exchange emails regarding pension-related issues (EMEA) (.5); further Update discussion with London team regarding approach to EMEA issues regarding pensions (.5); update discussion with London team regarding approach to EMEA issues regarding pensions (.5).	3.40	4,250.00
05/11/17	CD	Calls and emails with M. De Ferrars regarding UK pensions issues (.6); review data room materials on pensions (.5); calls and emails with Swedish lawyers (A. Thomander, J. Tessmar, H. Diefke) regarding Swedish pensions advice (.8); exchange emails and call with V. Vroom and S. Deckmyn regarding Belgian pensions advice (.8); emails with G. Lutz regarding German pensions advice (.6); calls and emails with M. De Ferrars regarding UK pensions advice (1.0); call with M. Fennessy regarding pension advice specifics (.5); review A&M report regarding DIP and current pensions liabilities (.8); emails with D. Spitzer regarding French pensions issues (.6).	6.20	5,425.00
05/11/17	MWF	Update discussion with London team regarding approach to EMEA issues regarding pensions (.5); further Update discussion with London team regarding approach to EMEA issues regarding pensions (.5); prepare email regarding pension issues (.5).	1.50	1,102.50
05/11/17	JSA	Email correspondence with I. Golub and M. Fennessy regarding EMEA pension liabilities.	0.20	169.00
05/12/17	IMG	Conference call M. Fennessy, C. Daly et al. regarding pension due diligence and need to confer with Weil.	0.60	645.00
05/12/17	MJF	Review and analyze email and list of pension-related information and documentation requests sent to Weil from J. Alex (.5); teleconference with S. Radia and C. Daly to discuss EMEA-related pensions issues (.7); prepare for call with I. Golub and J. Alex regarding EMEA-pensions related matters (.5); call with I. Golub and J. Alex and S. Radia and C. Daly regarding EMEA-pensions related matters (.6).	2.30	2,875.00
05/12/17	SR	Call with M. Fennessy and C. Daly regarding EMEA pension issues (.7); prepare for (.2) and participate in call with pensions teams in DC/ NY regarding EMEA-related pensions issues (.6).	1.50	1,312.50

EMPLOYMENT AND BENEFITS/PENSIONSS
Client/Matter No. 78108.0010

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/12/17	CD	Draft and send table of pensions advisors and contact details (.7); exchange emails with Swedish pensions counsel (.2); review due diligence requests regarding regulatory issues (.4); prepare for pensions call with I. Golub and J. Alex (.6); call with I. Golub and J. Alex regarding pension issues (.6) and follow up emails (.3); review due diligence requests document regarding pensions (.4).	3.20	2,800.00
05/12/17	JSA	Conference call with I. Golub, M. Fennessy, S. Radia, and C. Daly regarding EMEA pension liabilities (.6); review email correspondence regarding same (.1).	0.70	591.50
05/15/17	IMG	Email P. Wessel regarding benefits issues, email M. Fennessy, email regarding Committee update.	0.10	107.50
05/15/17	MJF	Email from and to I. Golub regarding pensions issues.	0.30	375.00
05/16/17	JWL	Review S. Radia, J. Alex email regarding EMEA pensions.	0.10	125.00
05/16/17	JZ	Emails with J. Alex regarding pension funding.	0.20	180.00
05/16/17	MJF	Review email and additional documentation regarding EMEA pension scheme forwarded by J. Alex (.5); emails from and to I. Golub and J. Alex regarding follow-up from call with Weil (.3).	0.80	1,000.00
05/16/17	SR	Review correspondence regarding Swedish pension fund issues.	0.30	262.50
05/16/17	CD	Review documents sent by J. Alex regarding pensions (.2); emails to and from H. Allanson regarding pensions (.2).	0.40	350.00
05/16/17	MWF	Emails from and to I. Golub and J. Alex regarding call with Weil concerning pensions.	0.30	220.50
05/16/17	VI	Review Swedish pension issues.	0.50	450.00
05/16/17	JSA	Draft email to internal bankruptcy team regarding benefits diligence issues (.2); participate in conference call with I. Golub regarding EMEA pension liabilities (.3).	0.50	422.50
05/17/17	JSA	Email correspondence with V. Indelicato regarding UK pension liabilities (.1); conference call with A. Rosenblum regarding same (.1).	0.20	169.00
05/18/17	CD	Review email from M. Freeman to I. Golub regarding pensions (.3) and call regarding same (.2).	0.50	437.50
05/18/17	VI	Review PBGC correspondence and related issues regarding Westinghouse pension plans.	0.50	450.00
05/19/17	IMG	Review J. Alix/Weil Presentation to Committee dated May 19 (.2); review M. Fennessy email regarding pension status and email J. Alex regarding Cadwalader (.1); review J. Alex regarding requests for pension information (.1).	0.30	322.50
05/19/17	MJF	Various emails to and from I. Golub, J. Alex regarding pension issues (.2); email to I. Golub and J. Alex regarding pensions issues (EMEA) (.3); teleconference with M. Freeman and S. Radia to discuss EMEA pension and LFA issues (.5).	1.00	1,250.00
05/19/17	SR	Call with M. Fennessy and M. Freeman regarding EMEA pension and LFA issues.	0.50	437.50

EMPLOYMENT AND BENEFITS/PENSIONSS
Client/Matter No. 78108.0010

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/19/17	CD	Review two versions of A&M deck regarding pension issues.	0.80	700.00
05/19/17	MWF	Telephone call with M. Fennessy and S. Radia to discuss EMEA pension and LFA issues (.5); emails with C. Daly on pensions (.5).	1.00	735.00
05/19/17	JSA	Review and respond to email correspondence from M. Fennessy and I. Golub regarding pension diligence.	0.30	253.50
05/21/17	IMG	Confer with J Alex regarding benefits diligence.	0.10	107.50
05/21/17	MJF	Exchange various emails regarding pensions-related EMEA issues.	0.60	750.00
05/21/17	CD	Review emails from M. Fennessy and J. Alex regarding pension updates.	0.70	612.50
05/21/17	JSA	Draft and respond to email correspondence with M. Fennessy regarding pensions update.	0.30	253.50
05/22/17	IMG	Conference with J. Alex regarding diligence call with Weil and review status of issues regarding DIP Financing and Boilermakers (.1); correspond with C. Daly regarding diligence issues regarding Weil request for information (.1); Review J. Alex email to Weil regarding benefits due diligence (.1).	0.30	322.50
05/22/17	MJF	Review and consider emails sent to Weil regarding pension issues (EMEA and US) (.2); prepare for call with Weil regarding pension issues (.3); teleconference with I. Golub, J. Alex, C. Daly, and M. Freeman regarding EMEA and general pensions issues (.4); two teleconferences with C. Daly regarding discussion of pension issues and follow-up tasks (.4).	1.30	1,625.00
05/22/17	CD	Search electronically and review filed accounts for UK Combine Nuclear Pension Plan (2.3); calls with M. Fennessy regarding pensions issues follow up (.4); emails to D.C. team and A&M regarding pensions follow up and CNPP research (.4);	3.10	2,712.50
05/22/17	MWF	Prepare for call with Weil regarding pension issues (.3); telephone call with I. Golub, J. Alex, M. Fennessy and C. Daly regarding EMEA and general pensions issues (.4).	0.70	514.50
05/22/17	JSA	Review actuarial valuation reports for U.S. pensions (.2); draft email to I. Golub regarding same (.1).	0.30	253.50
05/23/17	IMG	Review information regarding U.S. pensions (.4); email J. Alex regarding same (.1).	0.50	537.50
05/23/17	JRH	Review data room for new benefits items.	0.10	55.00
05/23/17	MJF	Discuss UK actuarial summaries and information on CNPP with London team.	0.50	625.00
05/23/17	CD	Discuss UK actuarial summaries and information on CNPP with London team.	0.50	437.50
05/23/17	JSA	Review actuarial valuation reports for U.S. pensions (.4); draft email to I. Golub and V. Indelicato regarding same (.3).	0.70	591.50

EMPLOYMENT AND BENEFITS/PENSIONSS
Client/Matter No. 78108.0010

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/24/17	IMG	Confer with J. Alex regarding actuarial valuations (.1); Review Bloomberg article regarding PBGC premiums (.1); confer with J. Alex regarding Swedish Pension (.1).	0.30	322.50
05/24/17	JRH	Review data room for new documents of benefits and compensation significance.	0.10	55.00
05/24/17	JSA	Email correspondence with I. Golub and J. Huffman regarding benefits.	0.30	253.50
05/25/17	IMG	Review pension funding information.	0.10	107.50
05/25/17	JRH	Review data room for new documents of relevance to benefits and compensation.	0.10	55.00
05/25/17	MJF	Review and consider emails from J. Alex regarding EMEA pension issues (.2); email from and to J. Alex regarding benefit documents (.3) and email to C. Daly regarding pension issues (.1).	0.60	750.00
05/25/17	VI	Analyze employee information per Weil inquiry.	0.50	450.00
05/26/17	JRH	Review benefits contents in data room.	0.30	165.00
05/26/17	MJF	Email from C. Daly and reply regarding EMEA pension-related issues (.2); review email from C. Daly regarding Swedish pension issues and email in reply (.2); calls with team to discuss format of EMEA-related report needed (.5).	0.90	1,125.00
05/26/17	CD	Translation of Swedish pensions insurance document and analysis.	1.20	1,050.00
05/26/17	VI	Analyze issues related to potential Westinghouse CEO severance claims.	0.80	720.00
05/26/17	JSA	Draft email to J. Huffman regarding review of executive employment agreement and other benefits diligence.	0.20	169.00
05/27/17	JRH	Review new benefits documents in data room (1.0) and prepare index (.5).	1.50	825.00
05/27/17	JSA	Email correspondence with J. Huffman regarding new benefits diligence documents.	0.10	84.50
05/28/17	JRH	Review and prepare summary of executive's employment agreement.	0.90	495.00
05/30/17	JRH	Review data room for new benefits materials.	0.10	55.00
05/30/17	JSA	Review summary of prior payouts to terminated Westinghouse CEO.	0.10	84.50

EMPLOYMENT AND BENEFITS/PENSIONSS
Client/Matter No. 78108.0010

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
IRA M. GOLUB	7.00	1,075.00	7,525.00
JEFFREY W. LEVITAN	0.10	1,250.00	125.00
MARK FENNESSY	13.50	1,250.00	16,875.00
TIMOTHY Q. KARCHER	0.50	1,125.00	562.50
Total For Partner	21.10		25,087.50
CRISPIN DALY	20.40	875.00	17,850.00
JAMES R. HUFFMAN	7.20	550.00	3,960.00
JARED ZAJAC	0.20	900.00	180.00
JUSTIN S. ALEX	9.30	845.00	7,858.50
MICHAEL FREEMAN	4.80	735.00	3,528.00
SUNAY RADIA	3.60	875.00	3,150.00
VINCENT INDELICATO	2.30	900.00	2,070.00
Total For Associate	47.80		38,596.50
Professional Fees	68.90	\$	63,684.00
Total this Matter		\$	<u>63,684.00</u>

EMPLOYMENT AND FEE APPLICATIONS
Client/Matter No. 78108.0011

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/01/17	MG	Review and revise April billing statement to assist attorneys in categorizing entries properly.	2.90	1,203.50
05/02/17	MG	Review and revise April billing statement (.8); telephone conference with M. Freeman regarding location of his time entries (.1); telephone conferences and correspondence with J. Khan regarding pulling additional timekeeper entries (.4).	1.30	539.50
05/03/17	MG	Review and revise April billing statement.	1.70	705.50
05/04/17	MG	Review and revise April billing statement.	1.90	788.50
05/04/17	JW	Email to T. Karcher regarding Proskauer retention application.	0.10	65.00
05/05/17	JZ	Review disclosures report for Toshiba (.1); emails with J. Levitan and V. Indelicato regarding same (.2).	0.30	270.00
05/05/17	TQK	Review Proskauer retention application comments and disclosure reports.	1.40	1,575.00
05/05/17	MG	Review and revise April billing statement and handle billing issues.	1.10	456.50
05/05/17	JW	Revise retention application pursuant to P. Possinger comments (.4); research regarding same (.4).	0.80	520.00
05/06/17	MG	Review and revise April billing statement.	1.30	539.50
05/08/17	MG	Review and revise April billing statement to assist attorneys in describing entries.	2.30	954.50
05/08/17	JW	Review materials regarding retention application.	0.20	130.00
05/09/17	MG	Teleconference with H. Sanchez regarding April billing statement (.1); briefly review revised billing statement (.8).	0.90	373.50
05/10/17	MG	Review and revise April billing statement to assist attorneys in accurately categorizing entries.	2.20	913.00
05/11/17	MG	Review and revise April billing statement.	1.90	788.50
05/12/17	MG	Review and revise April billing statement to assist attorneys in exercise of billing judgment.	1.70	705.50
05/15/17	MG	Review and revise April billing statement (1.9); teleconference with J. Khan regarding disbursements (.1).	2.00	830.00
05/16/17	VI	Revise draft KCC services agreement.	1.00	900.00
05/17/17	ER	Review and revise April billing statement.	2.00	720.00
05/17/17	MG	Review and revise April billing statement to assist attorneys in accurately categorizing time entries.	1.70	705.50
05/18/17	ER	Review and revise April billing statement.	0.50	180.00
05/24/17	TQK	Attend to KCC retention for Committee (.4) call with R. Jordan (.2).	0.60	675.00

EMPLOYMENT AND FEE APPLICATIONS
Client/Matter No. 78108.0011

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/24/17	MG	Review and revise April billing statement (2.7); prepare list of timekeepers for disbursement search (.3); telephone conferences and correspondence with J. Khan regarding same (.3); review M. Bienenstock matter regarding additional entries (.1); review disbursement results and correspondence regarding moving certain M. Bienenstock entries to Westinghouse (.2).	3.60	1,494.00
05/24/17	VI	Review final KCC Claims agent service agreement.	0.50	450.00
05/25/17	MG	Review and revise April billing statement to assist attorneys describing entries.	2.80	1,162.00
05/25/17	VI	Review draft A&M Retention Application.	1.00	900.00
05/26/17	TQK	Review and revise Proskauer retention application.	4.80	5,400.00
05/28/17	MG	Review and revise April billing statement.	0.70	290.50
05/29/17	TQK	Review and revise Proskauer retention application.	2.50	2,812.50
05/30/17	TQK	Review and revise retention affidavit (1.1) and meeting with M. Bienenstock regarding same (.2).	1.30	1,462.50
05/30/17	MG	Review and revise April billing statement.	0.50	207.50
05/31/17	MG	Review and revise April billing statement.	0.70	290.50

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
TIMOTHY Q. KARCHER	10.60	1,125.00	11,925.00
Total For Partner	10.60		11,925.00
JARED ZAJAC	0.30	900.00	270.00
JERAMY WEBB	1.10	650.00	715.00
VINCENT INDELICATO	2.50	900.00	2,250.00
Total For Associate	3.90		3,235.00
EVELYN RODRIGUEZ	2.50	360.00	900.00
MAGALI GIDDENS	31.20	415.00	12,948.00
Total For Legal Assistant	33.70		13,848.00
Professional Fees	48.20	\$	29,008.00
Total this Matter		\$	<u>29,008.00</u>

EMPLOYMENT AND FEE OBJECTIONS
Client/Matter No. 78108.0012

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/01/17	JWL	Review, prepare list of comments and issues on first draft of PJT objection (.6); teleconference with J. Zajac, J. Esses regarding revisions to first draft of PJT objection (.2); email T. Karcher, V. Indelicato regarding PJT objection (.1); review revised PJT objection, revise preliminary statement, confer with J. Zajac regarding preparing revised draft (1.3); teleconference with B. Moore regarding Togut Segal retention (.1); edit second revised PJT objection (.6); email exchange with B. Moore regarding Togut Segal retention order (.2).	3.10	3,875.00
05/01/17	JZ	Review and revise PJT objection (2.9); meeting with J. Levitan and J. Esses regarding same (.2); review and analyze fee structure (.4); call with J. Webb regarding objection (.1); call with T. Karcher regarding same (.1); email V. Indelicato and J. Webb regarding same (.1); email J. Levitan regarding objection (.1).	3.90	3,510.00
05/01/17	TQK	Review and comment on pleading related to PJT Retention and send to V. Indelicato.	0.40	450.00
05/01/17	VI	Analyze Debtors' proposed retention applications.	0.40	360.00
05/01/17	JW	Call with J. Levitan regarding PJT retention objection (.1); revise same (1.6); review J. Zajac edits to same (.3); review T. Karcher edits to same (.2).	2.20	1,430.00
05/01/17	JAE	Teleconference with J. Levitan and J. Zajac regarding PJT retention.	0.20	110.00
05/02/17	JWL	Edit objection to PJT retention documents (.3); conferences with J. Zajac regarding same (.3).	0.60	750.00
05/02/17	JZ	Meeting with T. Karcher and J. Levitan regarding PJT objection (.3); revise objection (2.0); meetings with J. Levitan regarding same (.2).	2.50	2,250.00
05/02/17	TQK	Meet with J. Levitan and J. Zajac regarding PJT objection.	0.30	337.50
05/03/17	JWL	Email V. Indelicato regarding PJT objection (.1); edit revised PJT objection (.6); email M. Bienenstock regarding revisions to PJT objection (.1).	0.80	1,000.00
05/03/17	JZ	Review comments to PJT objection (.2); email V. Indelicato regarding same (.1).	0.30	270.00
05/04/17	JZ	Review and revise PJT objection (.4); email J. Levitan regarding same (.1); cite check and review all cases in PJT objection (1.8).	2.30	2,070.00
05/05/17	JZ	Email V. Indelicato regarding PJT objection.	0.10	90.00
05/09/17	VI	Email correspondences with M. Bienenstock regarding PJT retention.	0.20	180.00
05/10/17	VI	Analyze PJT retention issues.	0.30	270.00
05/17/17	JWL	Email exchange and teleconference with V. Indelicato regarding PJT retention.	0.30	375.00
05/17/17	VI	Analyze PJT retention issues.	1.00	900.00

EMPLOYMENT AND FEE OBJECTIONS
Client/Matter No. 78108.0012

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/19/17	VI	Review proposed revised PJT retention order.	0.50	450.00
05/24/17	JWL	Review emails and confer with T. Karcher regarding investment banker retention.	0.10	125.00
05/31/17	VI	Analyze proposed draft K&L Gates retention materials.	1.00	900.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JEFFREY W. LEVITAN	4.90	1,250.00	6,125.00
TIMOTHY Q. KARCHER	0.70	1,125.00	787.50
Total For Partner	5.60		6,912.50
JARED ZAJAC	9.10	900.00	8,190.00
JERAMY WEBB	2.20	650.00	1,430.00
JOSHUA A. ESSES	0.20	550.00	110.00
VINCENT INDELICATO	3.40	900.00	3,060.00
Total For Associate	14.90		12,790.00
Professional Fees	20.50	\$	19,702.50
Total this Matter		\$	<u>19,702.50</u>

FINANCING AND CASH COLLATERAL/LIEN AVOIDANCE
Client/Matter No. 78108.0013

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/01/17	CED	Correspondence with V. Indelicato regarding corporate diligence (.2); review Swaps correspondence, ISDA master close-out provisions, remedies analysis (2.1).	2.30	3,277.50
05/01/17	JWL	Review email regarding Swaps, confer and email with T. Karcher regarding same (.2); confer with T. Karcher regarding DIP objection (.1); review M. Bienenstock comments to DIP objection (.2).	0.50	625.00
05/01/17	KVC	Review further revised drafts of DIP objection and correspondence regarding same (1.8); review further revised drafts of DIP and LFA and correspondence regarding same (1.7).	3.50	3,412.50
05/01/17	JZ	Review and revise DIP objection (.6); email T. Karcher regarding same (.2); multiple meetings with J. Levitan regarding DIP objection (.4); emails with J. Levitan and T. Karcher regarding objection (.2); meeting with K. Campana regarding DIP (.1); email G. Fail regarding same (.1); emails with R. Dombrowski regarding same (.1); review redlines of DIP documents (.9).	2.70	2,430.00
05/01/17	TQK	Review and revise DIP objection (2.7); discuss with M. Bienenstock (.3); circulate draft (.5); confer with J. Levitan regarding DIP objection (.3) and correspond with J. Levitan regarding Swaps (.2); review various emails from Proskauer related to Swap issues and request for funding (.6); confer with V. Indelicato regarding same (.1); draft email to M. Bienenstock and M. Fennessy regarding inclusion of this in DIP objection (.5); various follow up calls with Proskauer team regarding funding request impact on DIP negotiations (.6).	5.80	6,525.00
05/01/17	MJF	Review draft Objection to the DIP (1.3); review amended Objection to the DIP and send comments (.5); emails from T. Karcher and M. Bienenstock regarding DIP objection (.5); emails from and to T. Karcher regarding EMEA Swap issues (.5).	2.80	3,500.00
05/01/17	CD	Review emails from M. Fennessy and T. Karcher regarding Swap determination and related issues.	0.90	787.50
05/01/17	VI	Analyze cash management issues.	0.40	360.00
05/02/17	JWL	Confer with J. Zajac regarding status of DIP documents (.1); review revised LFA, confer with J. Zajac regarding review of same (.4); teleconference with T. Karcher, K. Campana, J. Zajac regarding DIP financing issues, revisions to documents, Committee objections (1.2); confer with D. Picon regarding DIP discovery requests (.2); confer with T. Karcher, M. Bienenstock regarding revisions to DIP objections (.3); review note comments on final DIP order (.6); email T. Karcher regarding credit bid in DIP order (.2).	3.00	3,750.00
05/02/17	DAP	Call with team regarding document request.	0.10	100.00

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/02/17	KVC	Review revised LFA, DIP issues list and draft DIP Objection (.9); meet with New York team regarding DIP (1.2).	2.10	2,047.50
05/02/17	JZ	Email M. Fennessy regarding DIP (.1); Email V. Indelicato regarding DIP issues and objection (.1); prepare for (.2) and meeting with J. Levitan, T. Karcher, K. Campana, and V. Indelicato regarding DIP issues (1.2); review transcript regarding DIP issues from Court (.4); meeting with J. Levitan, K. Campana and T. Karcher regarding DIP issues (.4); prepare for DIP issues call (.4); call with T. Karcher regarding DIP objection (.2); review and analyze revised LFA and DIP documents (2.1); revise DIP objection (2.0).	7.10	6,390.00
05/02/17	TQK	Research Sun Edison Protocol and incorporate into draft of DIP Objection (1.7); pull transcript from Sun Edison hearing and review (.2); teleconference with J. Levitan, J. Zajac and K. Campana regarding DIP financing issues (1.2); confer with J. Levitan and M. Bienenstock regarding DIP objection revisions (.3); revise proposed inter-company transfer protocol (.5); call with J. Zajac regarding DIP objection (.2).	4.10	4,612.50
05/02/17	SR	Review DIP objection.	0.80	700.00
05/02/17	NP	Meeting with K. Campana regarding revisions to the draft and case strategy (.4); Review draft Liquidity Facility Agreement (.4) and draft DIP credit agreement (.7); attend internal meeting regarding DIP credit agreement and interim order (1.2).	2.70	1,485.00
05/03/17	JWL	Email T. Karcher regarding DIP order, credit bid (.2); edit revised DIP objection, email T. Karcher regarding suggested revisions (.7); confer with T. Karcher, K. Campana regarding revisions to LFA (.3); review American Home Association DIP objection (.4); teleconference with T. Karcher regarding EMEA issues (.1).	1.70	2,125.00
05/03/17	KVC	Review revised DIP Objection and correspondence with working group regarding same (1.5); prepare initial draft of revised LFA (1.2).	2.70	2,632.50
05/03/17	JZ	Email M. Fennessy regarding DIP objection comments (.1); review joinder to DIP orders (.1); review M. Fennessy comments to LFA (.1); email N. Pellegrino regarding LFA (.1); call N. Pellegrino regarding same (.1); review and analyze proposed final DIP order (.9); review revised DIP credit documents (1.2).	2.60	2,340.00
05/03/17	TQK	Review proposed DIP order (.4) and confer with J. Levitan regarding same (.2).	0.60	675.00

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/03/17	MJF	Further review of the draft DIP Objection and regarding Liquidity Financing Agreement and email to T. Karcher (.5); call with S. Radia, C. Daly and M. Freeman regarding instructions concerning schedule of comments on the DIP objection and Liquidity Financing Agreement (.5); review and consider revised objections to the DIP motion and emails to S. Radia regarding same (1.0); review and consider email update from T. Karcher on extension of time regarding filing objections and emails in reply (.3); review various emails from and to K. Campana regarding DIP Facility and LFA (.8); further consider points on LFA with London team and email from S. Radia regarding highlighted issues on the LFA (.3); discuss email regarding points on LFA with London team and draft email to New York team (.5).	3.90	4,875.00
05/03/17	SR	Call with M. Fennessy regarding LFA and request for comments (.8); review DIP objection and comments on LFA issues list (2.7); draft email for M. Fennessy regarding same (.3); discuss email regarding LFA with M. Fennessy (.5); call with C. Daly, M. Fennessy and M. Freeman regarding comments on the DIP Objection and LFA (.5); meet with M. Freeman and C. Daly regarding comments on DIP objection and LFA issues list (.5).	5.30	4,637.50
05/03/17	CD	Review DIP objection mark up (1.0); call with M. Fennessy regarding schedule of comments on DIP objection and LFA (.5); review LFA mark up following points from call with Weil (1.0); discuss LFA issues from call with Weil with S. Radia (.5); discuss draft points on LFA with M. Fennessy and S. Radia (.5).	3.50	3,062.50
05/03/17	MWF	Call with M. Fennessy, S. Radia and C. Daly regarding instructions on schedule of comments on the DIP Objection and Liquidity Financing Agreement.	0.50	367.50
05/03/17	VI	Analyze DIP financing motion issues.	1.50	1,350.00
05/03/17	NP	Review Liquidity Facility Agreement draft.	0.40	220.00
05/04/17	JWL	Confer with T. Karcher regarding DIP objection (.1); conferences with J. Zajac regarding comments to DIP order, collateral carve outs (.2); email K. Campana regarding DIP credit agreement (.1); teleconference with T. Karcher, J. Saferstein regarding DIP modifications (.3); confer with J. Zajac regarding make whole and interim order (.2); emails with K. Campana regarding ancillary documents, markup of documents (.3); teleconference with K. Campana regarding comments to DIP documents (.2); analyze DIP collateral grants (.4); conferences with T. Karcher regarding conditions to adjournment of DIP hearing (.3).	2.10	2,625.00
05/04/17	KVC	Review London team comments to the LFA and continue drafting revisions to same (2.6); correspondence with Committee members regarding DIP hearing adjournment, other motions, call with DIP Lenders and intercompany transfer protocol (1.0).	3.60	3,510.00

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/04/17	JZ	Meeting with J. Levitan regarding security documents (.1); email K. Campana regarding same (.1); email N. Pellegrino regarding same (.1); call with N. Pellegrino regarding order (.1); conference with J. Levitan regarding make whole provisions and comments to DIP order (.4); review new joinders to DIP objection (.5).	1.30	1,170.00
05/04/17	MJB	Emails with G. Fail regarding Committee objections to DIP motion (.3); review and revise Committee objections (1.8).	2.10	2,835.00
05/04/17	TQK	Confer with J. Levitan regarding DIP objection and conditions to adjournment of DIP hearing and PJT objection (.5); prepare for (.2) and call with Paul Weiss regarding DIP financing (.3).	1.00	1,125.00
05/04/17	MJF	Email update on LFA and timing of objections hearing from K. Campana and email in reply (.3); discuss LFA-related issues with S. Radia (.5); discuss EMEA-related issues with M. Freeman, S. Radia, and C. Daly in view of amendments to the LFA (.8); discuss suggested revisions to the LFA with S. Radia and teleconference regarding draft email to K. Campana regarding the same (1.0); discuss revisions to LFA with S. Radia (.3), and covering email to K. Campana (.1); analyze revisions to the LFA (.4); review email from T. Karcher to Weil with various documents regarding Committee objections (.8); review and respond to K. Campana regarding LFA issues (.3); calls (2) with S. Radia regarding discussion of issues regarding LFA (.8); review and consider email exchanges with the Committee and A&M regarding DIP objection and other related issues (.5); review LFA and DIP loan documentation before discussing mark-up with S. Radia (1.8).	8.00	10,000.00
05/04/17	SR	Discuss EMEA-related issues with M. Fennessy, C. Daly and M. Freeman in context of LFA (.8); discuss amendments to the LFA with M. Fennessy (.8) and email to K. Campana (.2); various calls with M. Fennessy regarding comments on the LFA (.8); comments on the LFA and email to K. Campana (3.8); review DIP security and loan document and analyze in connection with LFA (2.6).	9.00	7,875.00
05/04/17	CD	Review LFA regarding regulation for Belgium, UK and Sweden (.7); call with M. Fennessy, S. Radia and M. Freeman regarding LFA revisions relating to EMEA (.8).	1.50	1,312.50
05/04/17	MWF	Call with M. Fennessy, S. Radia and C. Daly to discuss EMEA-related issues in view of revisions the LFA.	0.80	588.00
05/04/17	NP	Research into provisions of DIP credit agreement per K. Campana (2.4); review DIP credit agreement draft (1.1); coordinate with J. Zajac to obtain documents from Weil (.3).	3.80	2,090.00

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/05/17	JWL	Review emails regarding adjournment of DIP hearing (.3); edit DIP objection, conferences with J. Zajac regarding revisions (.6); review DIP collateral documents, analyze scope of liens (.7); email with C. Wong regarding DIP objection (.2); email with G. Fail, R. Dombrowski regarding adjournment of DIP (.1); conference with M. Bienenstock, T. Karcher regarding interim protocol (.3).	2.20	2,750.00
05/05/17	KVC	Continued review and revision of LFA.	1.80	1,755.00
05/05/17	JZ	Meet with T. Karcher regarding DIP objection (.2); meet with J. Levitan regarding same (.3); prepare markup of final DIP order (1.2).	1.70	1,530.00
05/05/17	MJB	Confer with T. Karcher regarding filing objections to DIP loan (.3); teleconference with A. Togut regarding DIP loan motion and timing (.3); teleconference with V. Durer and C. Mallon regarding DIP loan and objections (.3); confer with T. Karcher and J. Levitan regarding proposal regarding Debtor advances to non-debtor affiliates (.4); teleconference with Skadden regarding DIP motion adjournment terms (.4); review and revise deposition notice for Westinghouse witness regarding DIP loan motion objection issues (1.5).	3.20	4,320.00
05/05/17	MTM	Telephone conference with D. Picon regarding CFO deposition.	0.10	102.50
05/05/17	VI	Analyze revised draft DIP objection.	0.60	540.00
05/05/17	NP	Review various updated documents, including liquidity facility agreement (1.6), DIP credit agreement (2.2), and draft final order (1.5).	5.30	2,915.00
05/08/17	JWL	Conference with J. Zajac regarding cash management, DIP documents (.1); review R. Dombrowski emails regarding intercompany transfers (.1); review response to document request on DIP (.3); review CFO deposition notice (.1); conference with K. Campana regarding markup of LFA, DIP credit agreement (.2); conference with J. Zajac regarding Swap documents, template objection to interim transfers (.2); emails with J. Zajac regarding Swap documents (.2).	1.20	1,500.00
05/08/17	KVC	Initial review of DIP security and guaranty documentation (1.3); continued revision to LFA and DIP Credit Agreement (2.2); conferences with J. Levitan regarding LFA revisions (.2).	3.70	3,607.50
05/08/17	JZ	Meeting with J. Levitan regarding DIP issues (.2); email E. Rodriguez regarding final DIP order (.1); email K. Campana regarding DIP (.1); emails with K. Campana and N. Pellegrino regarding security documents (.2); review Swap production (1.6); draft summary and email J. Levitan regarding same (.2); email E. Rodriguez regarding LFA (.1); conference with J. Levitan regarding Swap documents and interim transfers (.2).	2.70	2,430.00
05/08/17	MJF	Further discussion regarding EMEA issues with S. Radia and discuss email to K. Campana regarding DIP and LFA workstreams.	0.50	625.00

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/08/17	SR	Further discussion regarding EMEA issues with M. Fennessy regarding DIP and LFA (.5); email to NY finance team regarding DIP and LFA (.3).	0.80	700.00
05/08/17	CD	Update on EMEA issues with M. Fennessy and S. Radia.	0.50	437.50
05/08/17	VI	Analyze DIP financing motion issues.	1.30	1,170.00
05/08/17	NP	Review pledge, assignment, control agreement and other ancillary documents.	2.20	1,210.00
05/09/17	JWL	Review debt documents produced by Debtors (.2); review chart of Swaps (.1); review Toshiba guarantee of BNP Paribas (.1); conference with J. Esses regarding cash management (.1); review BNP terminations, conference with J. Zajac (.3); confer J. Zajac regarding cash management motion (.1); review notice of intercompany lending (.1); conference with D. Picon regarding discovery on intercompany loans (.2); review emails regarding information request on intercompany loans (.1); conference with J. Zajac regarding objection to intercompany loans (.1); review loan request (.1).	1.50	1,875.00
05/09/17	MDT	Participate in telephone conference with J. Zajac regarding Debtors' cash management system.	0.30	253.50
05/09/17	KVC	Continue to mark-up draft of LFA and DIP credit agreement (2.0); draft response to on-lending request (1.5).	3.50	3,412.50
05/09/17	JZ	Revise DIP order with Proskauer comments (.6); meeting with K. Campana regarding same (.1); meeting with J. Levitan regarding Swap and other DIP funding requests (.3); draft template objection to on-lending requests (1.1); meetings with J. Levitan regarding cash management objection (.2); call with J. Esses regarding same (.1); review cash pooling agreement (.5); call with N. Pellegrino regarding same (.2); call with M. Tillem regarding cash management issues (.3).	3.20	2,880.00
05/09/17	MJF	Various emails from K. Campana and to London team regarding DIP-related issues and consider on-lending request from Weil (.5); teleconference with S. Radia (.1) and emails from London team to New York regarding LFA issues (.4).	1.00	1,250.00
05/09/17	SR	Emails to K. Campana regarding follow up on DIP/ LFA issues (.5); review information request in connection with lending request (.2).	0.70	612.50
05/09/17	NP	Review financing documents and convert versions per K. Campana (1.9); research into cash pooling per J. Zajac (3.8); Begin review of cash pooling agreement (.2); teleconference with J. Zajac regarding cash pooling agreement (.2).	6.10	3,355.00

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/10/17	JWL	Conference with K. Campana, T. Karcher regarding response to notice of intercompany transfers (.3); conference with J. Zajac regarding objection to intercompany transfers (.1); email K. Campana regarding DIP agreement markup (.1); conference with T. Karcher regarding response to lending request (.2); email K. Campana regarding LFA Mechanics (.1); review R. Dombrowski summary of J. Alex call (.1); review BNP notices regarding UK Swap termination (.3); conferences with T. Karcher, K. Campana regarding intercompany loans (.2); review emails and chart regarding cash pool (.3); review draft letter regarding intercompany transfers (.3); conference with D. Picon, teleconference with T. Karcher, regarding DIP (.2); review revised intercompany information request letter, conference with K. Campana (.4); review and edit draft objection to intercompany transfers (.4); review J. Zajac comments to final DIP order (.3); conference with J. Zajac regarding objection to cash management motion (.7); review deposition notice, email M. Tillem regarding same (.2); conference with D. Picon, teleconference with T. Karcher regarding DIP hearing preparation, discovery, research issues (1.1).	4.70	5,875.00
05/10/17	DAP	Conference with M. Tillem, J. Levitan and T. Karcher regarding DIP issues and deposition of WEC, meeting regarding same.	1.10	1,100.00
05/10/17	MDT	Teleconference with J. Zajac regarding cash management (.3); prepare for (.2) and participate in meeting with T. Karcher, J. Levitan and D. Picon regarding DIP motion and cash management motion (1.1); participate in telephone conference with D. Picon regarding DIP and deposition preparation (1.1).	2.70	2,281.50
05/10/17	KVC	Prepare for (.1) and meet with ERISA and London teams regarding LFA and ERISA matters (.5); prepare for (.3) and participate in conferences with working group regarding letter regarding on-lending arrangements (.5); draft letter regarding on-lending transactions and revise same (1.9); conferences with J. Levitan and T. Karcher regarding intercompany transfers (.5); review due diligence request response and documentation and correspondence regarding cash pooling (1.3).	5.10	4,972.50

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/10/17	JZ	Draft objection to on-lending requests (2.2); meeting with J. Levitan regarding cash management motion objection (.7); meeting with J. Levitan regarding DIP documents (.1); email T. Karcher regarding funding requests (.1); review lending requests (.2); review response to notice of adjournment (.1); meeting with J. Levitan regarding same (.1); email with J. Levitan, T. Karcher and V. Indelicato regarding DIP order comments (.1); review N. Pellegrino summary of cash pool (.2); email K. Campana regarding same (.1); call with M. Tillem regarding cash management issues (.3); email J. Levitan regarding same (.1); emails with M. Tillem regarding DIP/LFA issues (.2); review data room regarding variance reports (.2); email J. Alex regarding same (.1); review historic cash pool chart (.1).	4.90	4,410.00
05/10/17	TQK	Research materials related to global cash pool and movement of funds (1.8); conferences with J. Levitan and K. Campana regarding intercompany transfers (.5); research pre-petition intercompany transfers in connection with objection to cash management and DIP (1.5); meet with J. Levitan, D. Picon and M. Tillem regarding DIP and deposition preparation (1.1); confer with J. Levitan and M. Bienenstock regarding same (.2).	5.10	5,737.50
05/10/17	MJF	Email from and to K. Campana and review of mark-up of the LFA ahead of calls on 05/10/17 (1.0); teleconference with K. Campana, N. Pellegrino, M. Freeman and S. Radia to discuss LFA (.5); review draft responses to the on-lending requests and associated emails (.5); analyze Westinghouse cash pool and various emails from New York team and from A & M regarding commentary regarding same (.5); review on-lending request into the UK entity from S. Radia (.3); various emails regarding LFA and DIP calls with Weil (logistics) and discussing EMEA issues with S. Radia (.8).	3.60	4,500.00
05/10/17	SR	Call with K. Campana, N. Pellegrino, and M. Freeman regarding LFA issues (.5); review and comments on latest mark-up of the LFA as received by K. Campana (3.0); review of DIP loan documents (1.3); review on-lending request letter regarding letter of credit fees and expenses (.3).	5.10	4,462.50
05/10/17	JSA	Review materials regarding DIP financing.	1.00	845.00
05/10/17	NP	Complete review of cash pooling agreement (2.3); attend internal team call and strategy meeting with K. Campana (1.3); draft and revise letter responding to on-lending requests (3.1); review updated versions to letter (.5) and other administrative tasks (.7).	7.90	4,345.00

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/11/17	JWL	Teleconference with M. Fennessy regarding EMEA funding needs (.5); Teleconference and email with M. Tillem regarding document production (.4); teleconference with T. Karcher, D. Picon, and J. Dischner regarding Brazilian loan; other intercompany; loans, depositions (.2); email K. Campana regarding LFA revisions (.2); review revised letter regarding intercompany transfers, conference with T. Karcher regarding same (.1); conferences with J. Zajac regarding cash management objections (.4); email Kramer regarding DIP documents (.1); review draft markup of LFA, email T. Karcher, K. Campana (.4); analyze cash management motion, email D. Picon regarding same (.4).	2.90	3,625.00
05/11/17	MDT	Participate in telephone conference with T. Woo regarding legal research for DIP objection (.5); telephone conference with J. Levitan regarding Weil document productions (.1); telephone conference with J. Zajac regarding Weil document productions (.2).	0.80	676.00
05/11/17	KVC	Revise LFA draft (1.1); revise DIP (1.2); review Westinghouse UK LFA documentation (1.0); meeting with J. Zajac regarding produced documents (.3).	3.60	3,510.00
05/11/17	JZ	Call with T. Woo regarding cash management (.2); email N. Pellegrino regarding documents list (.1); emails with J. Esses regarding Toshiba disclosures (.2); review disclosures (.1); teleconference with J. Levitan regarding cash management (.4); review term sheet regarding investments (.3); draft summary of authority for T. Karcher (.3); review email from K. Campana regarding DIP credit agreement and investments (.1); call with T. Woo regarding cash management (.2); review produced documents (.6); meeting with K. Campana regarding same (.3); email T. Karcher regarding lending request (.1).	2.90	2,610.00
05/11/17	MJF	Teleconference with J. Levitan to discuss EMEA funding related issues (.6); email with updated amended LFA from K. Campana and email in reply (.3); review amended LFA (.7); update discussion with London team regarding approach to EMEA issues regarding LFA issues (.5).	2.10	2,625.00
05/11/17	SR	Meet with M. Fennessy regarding approach to LFA (.5); send email to M. Fennessy regarding UK security (.3).	0.80	700.00
05/11/17	MWF	Discuss updates with London team regarding approach to EMEA issues in connection with LFA issues (.5); review email with updated amended LFA from K. Campana and email in reply (.3); review amended LFA (.8).	1.50	1,102.50
05/11/17	NP	Redline and review draft LFA (.5); and team meeting (.5); draft and revise corporate document index and review applicable documents (5.6).	6.60	3,630.00
05/12/17	JWL	Teleconference with D. Picon regarding DIP discovery (.1); confer with K. Campana regarding DIP credit agreement comments (.2); email D. Picon, T. Karcher regarding DIP issues (.2); teleconference with T. Karcher regarding LFA, cash management (.1).	0.60	750.00

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/12/17	KVC	Draft DIP issues list (1.0); correspond with working group regarding additional LFA loan requests (.7); confer with J. Levitan regarding DIP credit agreement (.2).	1.90	1,852.50
05/12/17	JZ	Call with D. Picon and T. Woo regarding objection (.2); meeting with J. Levitan regarding objection (.1); email T. Woo regarding same (.1); email T. Woo regarding distinguishing cases and cites (.1); email J. Levitan regarding objection (.1).	0.70	630.00
05/12/17	MJF	Teleconference with S. Radia and C. Daly to discuss EMEA-related LFA issues.	0.30	375.00
05/12/17	SR	Review amended LFA and email to K. Campana regarding same.	1.50	1,312.50
05/12/17	CD	Review NBC letter and guarantee document and M. Freeman analysis regarding same.	1.50	1,312.50
05/12/17	VI	Analyze cash management issues.	1.00	900.00
05/12/17	HS	Organize materials for deposition per M. Tillem.	4.00	960.00
05/12/17	NP	Review various documents from Debtors' counsel (2.2) and handle administrative tasks associated with such documents (.6); revise corporate document index per K. Campana (1.6).	4.40	2,420.00
05/13/17	DAP	Prepare deposition outline and emails with team regarding related issues.	3.60	3,600.00
05/13/17	KVC	Review revised DIP Objection and correspondence regarding same.	1.30	1,267.50
05/13/17	JZ	Review email from T. Karcher regarding updated DIP objection issues (.1); review revised DIP credit documents (.3); email K. Campana regarding same (.1).	0.50	450.00
05/14/17	JZ	Review cash management issue list from D. Picon.	0.10	90.00
05/14/17	TQK	Finalize draft of objection to cash management system and send to M. Bienenstock (9.5); confer with D. Picon regarding same (.1).	9.60	10,800.00
05/14/17	MJF	Email from and to T. Karcher and check on-lending requests.	0.30	375.00
05/14/17	CD	Review fund request documents.	1.20	1,050.00

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/15/17	JWL	Email D. Picon regarding document review (.1); teleconference with D. Picon regarding objections, deposition issues (.1); prepare list of discussion points for Apollo (.5); review revised objection to DIP financing, prepare list of issues (.4); review interim order markup, add issues to Apollo discussion points (.3); teleconference with T. Karcher, J. Zajac, J. Saferstein regarding resolution of DIP objection (.7); teleconference with K. Campana regarding DIP documentation (.1); conference with J. Zajac regarding DIP document discovery (.1); conference with D. Picon, T. Karcher regarding DIP objection, cash management hearing, deposition preparation, hearing preparation, case strategy (1.4); email J. Saferstein regarding DIP revisions (.1); email D. Picon regarding document review (.1); teleconference with D. Picon regarding objections, depositions issues (.2); prepare list of discussion points for Apollo (.4); review revised objection to DIP financing, prepare list of issues (.4); review interim order markup, add issues to Apollo discussion points (.3).	3.90	4,875.00
05/15/17	DAP	Internal conference with Proskauer team regarding DIP objections and cash management (1.4); teleconference with J. Levitan and T. Karcher regarding DIP, cash management and hearing issues (.2).	1.60	1,600.00
05/15/17	MDT	Meet with J. Levitan, T. Karcher, and D. Picon regarding cash management and DIP issues.	1.40	1,183.00
05/15/17	KVC	Review revised LFA and revise further draft (1.8); correspondence with Paul Weiss (DIP Lender counsel) regarding proposed revisions to DIP Credit Agreement (.8); review DIP negotiation documentation (1.0).	3.60	3,510.00
05/15/17	JZ	Call with M. Tillem regarding DIP and cash collateral objections (.3); review Westinghouse organization chart regarding non-debtors (.1); email M. Tillem regarding same (.1); call with T. Karcher regarding DIP objection (.1); prepare for (.3) and call with T. Karcher, J. Levitan, and J. Saferstein regarding DIP comments (.7); follow up meeting with T. Karcher and J. Levitan regarding same (.2); review and analysis of LFA comments (.3); multiple emails with K. Campana regarding DIP and LFA provisions (.3).	2.40	2,160.00
05/15/17	MJB	Emails to Committee regarding status of issues involved in settling objection to DIP motion.	1.00	1,350.00
05/15/17	TQK	Review comments to LFA (.4); meeting with J. Levitan and J. Zajac regarding DIP comments (.2); meeting with Proskauer team regarding DIP objection, cash management, discovery and upcoming hearing (1.4).	2.00	2,250.00
05/15/17	MJF	Check on-lending requests (dated 09/05/17) (.3); discuss funding request documentation (WEC LLC to WE UK Holdings) with M. Freeman, C. Daly and S. Radia (.5); review funding request documentation (WEC LLC to WE UK Holdings) (.5).	1.30	1,625.00

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/15/17	SR	Notes regarding call with Weil (1.6); email same to M. Fennessy (.1); revise to reflect his comments (.2); email to K. Campana (.1).	2.00	1,750.00
05/15/17	CD	Discuss funding request documents with M. Fennessy and S. Radia.	0.50	437.50
05/15/17	JAE	Call with Apollo (.7); follow-up (.2).	0.90	495.00
05/15/17	NP	Review mark-up of Weil LFA drafts and incorporate comments and revisions per K. Campana.	4.10	2,255.00
05/16/17	JWL	Teleconference with D. Picon regarding deposition (.1); email and teleconference with T. Karcher regarding filing objection (.2); teleconference with E. Soto, T. Karcher regarding objection (.1); confer with T. Karcher regarding potential resolution of objection (.3); teleconference with T. Karcher regarding settlement structures (.3).	1.00	1,250.00
05/16/17	KVC	Review revised LFA and further revision of draft.	2.30	2,242.50
05/16/17	JZ	Meeting with J. Levitan regarding DIP objection (.1); review memo and related email from S. Radia regarding NDA funding (.3); prepare exhibits to DIP objection (.3); email S. Radia regarding on-lending (.1); email T. Karcher regarding objection (.1); call N. Pellegrino regarding LFA (.1); review and analyze regarding LFA comments from Weil and PW (1.0); email K. Campana regarding same (.1); call with T. Karcher regarding DIP (.1).	2.30	2,070.00
05/16/17	TQK	Call with J. Levitan regarding settlement structures.	0.30	337.50
05/16/17	MJF	Review note of call with Weil on 05/11/17 relating to the LFA and various emails regarding the same (.5). review and revise various drafts of email analyzing the advance loan requests to T. Karcher ahead of Committee call (.3) and calls with S. Radia to discuss the same (.5); review A&M presentation and draft DIP Objection (.4); review draft of Committee Cash Management objection (.3); draft of omnibus objection (.2); review PJT Objection and various other documentation ahead of Committee call (.4).	2.60	3,250.00
05/16/17	SR	Review funding requests for WEC UK as sent by T. Karcher (1.9); analyze and email to T. Karcher summarizing UK issues (.6); email telephone call memo to K. Campana for review (.2).	2.70	2,362.50
05/17/17	JWL	Review T. Karcher proposal to Debtors (.1); email K. Campana regarding DIP hearing (.1); email J. Zajac regarding sealing objection (.1); teleconference with J. Saferstein regarding revisions to order, DIP agreement (.3); confer with T. Karcher regarding cash management, deposition, negotiations (.3); prepare insert to DIP objection (.8); conference with D. Picon regarding deposition (.1); edit motion to seal (.4); review L. Donohue, R. Dombrowski, proposals (.2); conference with J. Zajac regarding revisions to motion to seal (.2); conference with K. Campana regarding DIP hearing (.1).	2.70	3,375.00
05/17/17	KVC	Review revised DIP.	1.20	1,170.00

FINANCING AND CASH COLLATERAL/LIEN AVOIDANCE
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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/17/17	JZ	Email K. Campana regarding DIP hearing (.1); meeting with J. Levitan regarding sealing motion (.1); meetings/calls with T. Karcher and J. Levitan regarding motion (.2); review Section 503(b)(9) motion filed by creditor (.1); meeting with J. Levitan regarding redactions (.1); email T. Karcher and J. Levitan regarding same (.1); call J. Levitan regarding DIP (.1); review DIP objection chart and revise same (.2); email T. Karcher regarding objection (.1); email M. Fennessy regarding on-lending funding (.1).	1.30	1,170.00
05/17/17	TQK	Review and discuss revised proposal from Debtors for inter-company transfers (1.4); draft emails to M. Bienenstock regarding same (.5); confer with J. Levitan and team regarding same (.9) and prepare to file objections under seal (1.0).	3.80	4,275.00
05/17/17	MJF	Review and analyze email from T. Karcher regarding objections to the DIP and cash management/inter-company transfers and also email chain with Weil regarding same.	0.80	1,000.00
05/17/17	JSA	Review email update from T. Karcher regarding DIP financing issues.	0.20	169.00
05/17/17	BH	Correspondence with team regarding DIP documents (.3); Review of DIP documents (1.7).	2.00	1,300.00
05/17/17	NP	Review DIP credit agreement draft for certain provisions.	0.60	330.00
05/18/17	JWL	Review Debtors' proposal, R. Dombrowski emails (.2); review draft of redactions to DIP objection (.3); conference with T. Karcher regarding DIP objection, status of negotiations (.1); teleconference with J. Saferstein regarding DIP modifications (.1); review revised DIP objections (.3); conference with T. Karcher (.1); edit motion to seal, conference with J. Zajac regarding same (.4); revise redactions to cash management and DIP objection (.7); conference with K. Campana regarding asset sale covenant (.1); conference with D. Picon regarding motion to seal (.2); email with J. Saferstein regarding DIP objection (.1).	2.60	3,250.00
05/18/17	DAP	Conference with J. Levitan regarding motion to seal.	0.20	200.00
05/18/17	MDT	Participate in telephone conference with D. Picon regarding objection to DIP motion (.3); draft inserts to objection to DIP motion (2.4); participate in telephone conference with D. Picon regarding insert to objection to DIP motion (.3).	3.00	2,535.00
05/18/17	JZ	Email D. Picon regarding DIP objection (.1); meeting with K. Campana regarding same (.2); multiple emails with D. Picon, M. Tillem and T. Karcher regarding DIP objection (.3); multiple calls with T. Karcher regarding DIP objection (.4); emails with J. Levitan regarding same (.2); propose redactions regarding objection (.4); email T. Karcher and J. Levitan regarding same (.1); confer with J. Levitan regarding motion to seal (.2).	1.90	1,710.00
05/18/17	TQK	Attend to request from Debtors for ability to set off JPMorgan claims in connection with cash management (.4); calls with J. Zajac regarding DIP objection (.4).	0.80	900.00

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/18/17	MJF	Various emails from and to K. Campana and to London team regarding call to discuss intercompany protocol (.3). email to T. Karcher regarding comments on suggested intercompany transfer protocol (.5); review materials circulated by A&M to Committee regarding EMEA related expenditure (.5); review of email regarding further updates from R. Dombrowski (.1).	1.40	1,750.00
05/18/17	VI	Analyze EMEA funding issues.	0.50	450.00
05/18/17	BH	Review and analyze DIP financing documents.	5.50	3,575.00
05/19/17	JWL	Review revised drafts of intercompany protocol (.5); conference with T. Karcher regarding possible resolution of protocol issues (.2); teleconference with J. Saferstein regarding revisions to DIP credit agreement (.3); email J. Saferstein regarding response to objection (.1); conference with M. Bienenstock regarding preparing for hearing (.2); email C. Durrer regarding DIP (.1).	1.40	1,750.00
05/19/17	DAP	Review new proposal on DIP (.2); review A&M deck regarding EMEA (.3).	0.50	500.00
05/19/17	KVC	Correspondence with working group regarding UK decommissioning issues and EMEA on lending protocol and issues (1.5); review A&M presentation regarding same (.4); review DIP objection and correspondence with Committee regarding same (1.2).	3.10	3,022.50
05/19/17	JZ	Email N. Pellegrino regarding revised DIP documents (.1); review EMEA funding chart from A&M (.2); prepare unredacted copies and email chambers regarding same (.2); review R. Dombrowski presentation materials and email D. Picon regarding same (.2); review deposition transcript (.9); review EMEA presentation from Debtors (.4).	2.00	1,800.00
05/19/17	MJB	Research regarding section 363 rulings in advance of knowing a transaction's actual terms.	5.00	6,750.00
05/19/17	TQK	Meeting with J. Esses regarding assignment agreement.	0.50	562.50
05/19/17	MJF	Review Debtors' advisors' deck regarding inter-relationship of WEC and EMEA entities and emails to London team regarding same (.6); review email updates and articles regarding EMEA and email to M. Freeman; review notes of Committee call on 05/18/17 (.7); email from and to K. Campana regarding LFA issues (.2); emails between London team and New York team dealing with various issues regarding EMEA (LFA and pensions) (.8).	1.60	2,000.00
05/19/17	SR	Teleconference with M. Fennessy and M. Freeman on EMEA and workteams required.	1.30	1,137.50
05/19/17	JAE	Review proposed orders from the Debtors and confirm they are in accordance with email agreement (2.9); meeting with T. Karcher regarding the same (.5).	3.40	1,870.00

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/20/17	JWL	Email J. Zajac regarding research on DIP response (.3); email K. Campana regarding LFA (.1); email M. Fennessy regarding UK documents (.1); draft insert for DIP order (1.3); teleconference with T. Karcher regarding response (.1); draft email to C. Durrer regarding Toshiba covenant (.4); email D. Picon regarding DIP loan costs (.2); email K. Ortiz regarding DIP lending (.1); conference with T. Karcher regarding revised proposal (.3); teleconference with T. Karcher, R. Dombrowski regarding potential settlement (.6); teleconference with X. Ortiz regarding potential settlement (.1); emails with M. Bienenstock, J. Zajac regarding revised DIP order (.2); review Appollo revisions to DIP order (.6).	4.30	5,375.00
05/20/17	KVC	Review revised drafts of LFA and DIP credit agreement and correspondence regarding same.	2.20	2,145.00
05/20/17	JZ	Review and analyze Debtors' reply objection (.8); review assignment agreement (.5); review and analyze DIP lender response (.6); emails with J. Levitan regarding responses (.2); email J. Esses regarding same (.1); emails with K. Campana and N. Pellegrino regarding LFA (.2); review revised credit agreement and LFA (.9); review cases and dockets cited in Debtors' reply regarding distinguishing (3.1).	6.40	5,760.00
05/20/17	MJF	Various emails regarding EMEA (LFA and pension issues).	0.20	250.00
05/20/17	MWF	Review emails from T. Karcher and review DIP objection.	2.00	1,470.00
05/20/17	VI	Analyze unredacted responses and related issues regarding DIP motion.	2.00	1,800.00
05/21/17	JWL	Emails with J. Zajac regarding revised DIP order (.3); review X. Tobler email, proposed revised acceptable plan provision (.2); email M. Bienenstock regarding revised DIP order (.5); outline revisions to DIP order (.4); teleconference with J. Zajac regarding revised DIP order (.2); teleconference with T. Karcher regarding revisions to DIP order (.1); email M. Fennessy regarding UK DIP documents (.2); review revisions to DIP order, prepare list of comments (.4); teleconference with J. Zajac, T. Karcher, regarding revisions to DIP order (.4); email exchange with X. Ortiz regarding TNEH guarantee (.1); review revised DIP order, emails regarding Debtors' proposals (.1); teleconference with T. Karcher regarding response to Debtors (.1); review markup of Debtors' proposal, emails with T. Karcher (.2); review revised DIP order, teleconference with T. Karcher (.1).	3.30	4,125.00
05/21/17	KVC	Continued review of revised LFA, DIP credit agreement and DIP order and correspondence with working group regarding same (2.3); correspondence with working group regarding DIP notices and reporting (1.0).	3.30	3,217.50

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/21/17	JZ	Emails with K. Campana and N. Pellegrino regarding DIP order revisions (.2); emails with J. Levitan regarding same (.2); call with T. Karcher regarding DIP orders (.2); prepare for (.1) and call with J. Levitan and T. Karcher regarding DIP order revisions (.4); draft protocol and revise DIP order to incorporate same (2.9); discussion with T. Karcher regarding Debtor protocol issues (.1); email T. Karcher regarding DIP order (.1); review revised order (.2) and email T. Karcher regarding same (.1); email T. Karcher regarding outstanding DIP issues (.1); review docket of all cases cited by Debtors regarding distinguishing same (3.2); draft chart distinguishing cases (.7); call with T. Karcher regarding DIP (.3); review credit agreement regarding investment issue (.3); draft summary of same in email for T. Karcher (.2); emails with K. Campana and T. Karcher regarding DIP order revisions (.2).	9.50	8,550.00
05/21/17	TQK	Review revised DIP order and circulate to team (.3); review language from DIP counsel to address definitions in credit agreement and provide comments regarding same (.4); teleconference with J. Levitan and J. Zajac regarding DIP order Objections (.4); confer with J. Zajac regarding DIP (.3).	1.40	1,575.00
05/21/17	MJF	Emails to and from K. Campana regarding LFA issues (.5); review and consider Debtors' response to DIP Objection (2.5); various emails to NY and London teams including comments on Debtors' response to DIP Objection (1.5).	4.50	5,625.00
05/21/17	SR	Review and comments on Debtor response to objection to DIP (6.8); various calls and emails regarding the same (1.2).	8.00	7,000.00
05/21/17	CD	Review and note reply to objection and English law finance documents (2.0); review Weil DIP documents (2.2); conference call with S. Radia and M. Freeman regarding table of DIP responses (.3); draft table of comments and cover email to LFA revisions and response to objection (1.2); review composite table of comments on DIP response documents (.6); emails from and to M. Fennessy and M. Freeman regarding response document (.8); review comments on LFA table (.8).	7.90	6,912.50
05/21/17	MWF	Review of DIP Objection (1); prepare comments table in respect of UK documents (.5); emails and calls with London team to discuss comments and finalize table (2).	8.00	5,880.00
05/21/17	VI	Analyze issues related to proposed final DIP order.	1.00	900.00
05/21/17	NP	Review certain provisions of updated drafts from Debtor counsel per K. Campana and create redlines against prior drafts.	1.30	715.00
05/22/17	JWL	Conference with D. Picon regarding preparing for DIP hearing (.1); teleconference with M. Bienenstock regarding revised protocol (.1); teleconference with Berry regarding motion to seal (.2); conference with J. Zajac regarding revised DIP order. (.1); review emails, conferences with J. Zajac regarding DIP order and avoidance actions (.3).	0.80	1,000.00

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/22/17	KVC	Exchange Correspondence regarding DIP notice and documentation provisions (.5); review revised DIP order and correspondence internally (1.0); review revised DIP order (1.0) and internal correspondence regarding same (.3).	2.80	2,730.00
05/22/17	JZ	Email K. Campana regarding DIP hearing (.1); review final DIP order (.9); email with M. Bienenstock, T. Karcher, J. Levitan and K. Campana regarding DIP revisions (.2); email K. Campana regarding Committee notice provisions (.1); review revised final order (.2); review Debtors' omnibus DIP objection chart and comparison to order (.6).	2.10	1,890.00
05/22/17	MJB	Review current DIP proposed final order and credit document (3.2); confer with T. Karcher regarding Debtors and EMEA proposals to settle (.8).	4.00	5,400.00
05/22/17	MJF	Review and consider the intercompany transfer protocol and also previous versions of the same (1.3); email to T. Karcher regarding intercompany protocol and reply (.1); review updated revised drafts of LFA (.9).	2.30	2,875.00
05/22/17	SR	Review presentation to Committee and analysis from perspective of LFA (1.5); review updated LFA (1.4); discuss security review with M. Fennessy, C. Daly and M. Freeman (.1); continue work on security review (.9).	3.90	3,412.50
05/22/17	CD	Prepare for call with Weil regarding LFA.	0.40	350.00
05/22/17	MWF	Review updated revised drafts of LFA (.9); email to T. Karcher regarding intercompany protocol and reply (.1).	1.00	735.00
05/22/17	VI	Analyze revised DIP order and related issues.	1.00	900.00
05/22/17	BH	Review and analyze L. Donahue declaration, motion for DIP financing, and DIP financing issues.	4.30	2,795.00
05/22/17	NP	Review updated drafts of DIP documents per K. Campana.	1.60	880.00
05/23/17	JWL	Preliminary review of revised DIP loan documents (.4); conference with J. Zajac regarding DIP loan points discussed with Apollo (.1); review revisions to final DIP order (.1); confer with J. Zajac regarding review of loan documents (.1); conference with J. Saferstein regarding asset sale covenant (.1); conference with J. Zajac regarding LFA, DIP agreement issues (.3); review revised acceptance plan of reorganization definition, confer J. Zajac, T. Karcher regarding same (.3).	1.40	1,750.00
05/23/17	MDT	Manage DIP Objection files.	0.50	422.50
05/23/17	KVC	Review revised DIP order, DIP credit agreement and LFA (3.3) and correspondence with working group regarding same (.4).	3.70	3,607.50

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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/23/17	JZ	Review revised credit agreement and analyze resolution of issues (.8); review revised LFA and analysis of resolution of issues (1.2); multiple emails with K. Campana regarding revised DIP order and documents (.6); call with C. Tobler regarding revised DIP documents (.1); email T. Karcher regarding order revisions (.1); review revised order (.2); call with T. Karcher regarding same (.1); review K. Campana issues list (.1); email T. Karcher and J. Levitan regarding same (.1); email N. Pellegrino regarding DIP documents (.1); meeting with J. Levitan regarding revised documents (.2); review credit agreement letter of credit issue (.1); email T. Karcher regarding same (.1); call T. Karcher regarding same (.1); review of multiple revised DIP orders (.3).	4.20	3,780.00
05/23/17	JRH	Review financials from opposing counsel for plan funding information.	0.40	220.00
05/23/17	TQK	Review final DIP agreement and changes to DIP order, LFA, credit agreement (3.7); calls with J. Levitan regarding same (.2); revise intercompany protocol and incorporate into DIP order (1.5).	5.40	6,075.00
05/23/17	SR	Review intercompany protocol.	0.50	437.50
05/23/17	VI	Analyze final exhibits to DIP and cash management motions and related issues.	1.40	1,260.00
05/23/17	NP	Review updated drafts of DIP documents (3.9); run redlines on prior versions per K. Campana (.7).	4.60	2,530.00
05/24/17	JWL	Conference with J. Zajac, T. Karcher, review K. Ortiz email regarding final documentation and order (.3); review revised order, G. Fail email, email K. Campana (.2).	0.50	625.00
05/24/17	KVC	Review PJT Committee presentation and correspondence regarding same (1.0); correspondence regarding letter of credit cash collateral obligations under the DIP (.3); review revised DIP Order and correspondence regarding same (.5).	1.80	1,755.00
05/24/17	JZ	Review revised DIP order (.1); email J. Levitan and T. Karcher regarding same (.1); email K. Campana regarding same (.1).	0.30	270.00
05/24/17	TQK	Review and analyze DIP order.	3.30	3,712.50
05/25/17	JWL	Review J. Saferstein email regarding revisions to DIP agreement (.1); conference with T. Karcher regarding revisions to credit agreement (.2); teleconference with J. Saferstein, T. Karcher regarding DIP agreement revisions (.2); review revised document submitted to court (.2); teleconference with Organek regarding DIP agreement (.1).	0.80	1,000.00
05/26/17	JZ	Prepare redline and review final DIP order (.3); email T. Karcher and J. Levitan regarding same (.1).	0.40	360.00
05/26/17	MG	Retrieve and circulate final DIP order to team.	0.20	83.00
05/31/17	JZ	Email N. Pellegrino regarding LFA (.1); review filed LFA (.1) and email K. Campana and N. Pellegrino regarding same (.1).	0.30	270.00
05/31/17	NP	Develop redlines and review edits to LFA per K. Campana.	1.60	880.00

FINANCING AND CASH COLLATERAL/LIEN AVOIDANCE
Client/Matter No. 78108.0013

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
CHARLES E. DROPKIN	2.30	1,425.00	3,277.50
DAVID A. PICON	7.10	1,000.00	7,100.00
JEFFREY W. LEVITAN	43.10	1,250.00	53,875.00
KRISTEN V. CAMPANA	56.80	975.00	55,380.00
MARK FENNESSY	37.20	1,250.00	46,500.00
MARTIN J. BIENENSTOCK	15.30	1,350.00	20,655.00
MICHAEL T. MERVIS	0.10	1,025.00	102.50
TIMOTHY Q. KARCHER	43.70	1,125.00	49,162.50
Total For Partner	205.60		236,052.50
BRIAN HOOVEN	11.80	650.00	7,670.00
CRISPIN DALY	17.90	875.00	15,662.50
JAMES R. HUFFMAN	0.40	550.00	220.00
JARED ZAJAC	63.50	900.00	57,150.00
JOSHUA A. ESSES	4.30	550.00	2,365.00
JUSTIN S. ALEX	1.20	845.00	1,014.00
MARISSA D. TILLEM	8.70	845.00	7,351.50
MICHAEL FREEMAN	13.80	735.00	10,143.00
NICHOLAS PELLEGRINO	53.20	550.00	29,260.00
SUNAY RADIA	42.40	875.00	37,100.00
VINCENT INDELICATO	10.70	900.00	9,630.00
Total For Associate	227.90		177,566.00
HANNAH SILVERMAN	4.00	240.00	960.00
MAGALI GIDDENS	0.20	415.00	83.00
Total For Legal Assistant	4.20		1,043.00
Professional Fees	437.70	\$	414,661.50
Total this Matter		\$	<u>414,661.50</u>

LITIGATION

Client/Matter No. 78108.0014

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/05/17	JWL	Conferences with D. Picon regarding status of preparation for hearing.	0.30	375.00
05/05/17	DAP	Review and revise deposition notice (.7) and telephone conference with T. Karcher and J. Levitan regarding same (.1); begin potential deposition outline (1.6); emails with M. Bienenstock regarding deposition notice (.1); telephone conference with J. Levitan regarding status (.3).	2.80	2,800.00
05/05/17	TQK	Various conferences and correspondence with litigation team regarding preparation for contested DIP hearing (1.7); review notice of deposition (.5).	2.20	2,475.00
05/08/17	JWL	Conferences with D. Picon regarding notice of deposition, review same (.2); conference with D. Picon, T. Karcher regarding DIP hearing discovery (.2).	0.40	500.00
05/08/17	DAP	Emails (.7) and telephone conference with J. Levitan, M. Bienenstock, V. Indelicato, T. Karcher regarding deposition notice (.2); numerous telephone conferences and emails with M. Tillem regarding objections; deposition and Debtors document production (.7); review objections filed by Debtors (.2); telephone conference with M. Tillem regarding same (.3); begin document review (1.7); teleconference with J. Levitan regarding notices of deposition (.2).	4.00	4,000.00
05/08/17	MDT	Participate on call with D. Picon regarding deposition of K. Ideda (.2); Review responses and objections to Committee request for production No. 2 (.5); Review documents produced in response to Committee request for production No. 2 (3.5); Summarize documents produced in response to Committee request for production No. 2 (2.0); participate on call with D. Picon regarding documents produced in response to Committee request for production No. 2 (.3).	6.50	5,492.50
05/08/17	TQK	Confer with D. Picon, M. Bienenstock, J. Levitan and V. Indelicato to discuss litigation preparation (.7); prepare for DIP hearing litigation (2.2).	2.90	3,262.50
05/08/17	VI	Review Debtors' responses and objections to Committee discovery.	0.40	360.00
05/09/17	DAP	Review DIP document production (2.2) and office conference with M. Tillem regarding same (1.5); conference with J. Levitan regarding discovery in connection with intercompany (.2).	3.90	3,900.00
05/09/17	MDT	Meet with D. Picon regarding deposition preparation (1.5); draft deposition outline (2.3).	3.80	3,211.00
05/10/17	DAP	Review of Weil production regarding intercompany loans (3.8); numerous conferences with M. Tillem regarding same (.4); work regarding revised deposition notice (.4); conduct research on new issue (.4).	5.00	5,000.00

LITIGATION

Client/Matter No. 78108.0014

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/10/17	MDT	Prepare Rule 30(b)(6) deposition notice (1.0); draft deposition outline for Rule 30(b)(6) deposition (4.5); participate in telephone conferences with D. Picon regarding deposition preparation (.4); meeting with H. Silverman regarding deposition preparation (.3).	6.20	5,239.00
05/10/17	VI	Review draft due diligence requests.	0.50	450.00
05/11/17	JWL	Prepare for (.2) and meeting with T. Karcher, M. Bienenstock, and D. Picon regarding DIP objection (.3); cash management and deposition strategy (.5); teleconference with D. Picon regarding deposition issues (.2).	0.70	875.00
05/11/17	DAP	Review cash management motion, L. Donohue declaration and other materials in preparation for deposition (1.2); meeting with M. Tillem regarding deposition preparation (1.0); meeting with M. Bienenstock, T. Karcher and J. Levitan regarding deposition approach and related issues (.5); teleconference with J. Levitan regarding deposition issues (.2).	2.90	2,900.00
05/11/17	MDT	Attend meeting with D. Picon regarding preparation for Rule 30(b)(6) deposition (1.0); prepare materials for Rule 30(b)(6) deposition with H. Silverman (.3); participate in telephone conferences with D. Picon regarding Rule 30(b)(6) deposition (.5); draft Rule 30(b)(6) deposition outline (7.8).	9.50	8,027.50
05/11/17	TQK	Attend meeting with M. Bienenstock, D. Picon, and J. Levitan regarding DIP cash management and depositon.	0.50	562.50
05/11/17	HS	Organize materials for deposition per M. Tillem.	0.50	120.00
05/12/17	DAP	Internal calls regarding same (.4); prepare for deposition (.8), including meeting with M. Tillem regarding deposition preparation (1.8).	3.00	3,000.00
05/12/17	MDT	Continue to draft Rule 30(b)(6) deposition outline (4.2); meet with D. Picon regarding 30(b)(6) deposition preparation (1.8).	6.00	5,070.00
05/14/17	DAP	Draft deposition outline.	0.30	300.00
05/15/17	DAP	Handle deposition outline/issues (.6); confer with T. Karcher and M. Tillem regarding deposition (.3); conference with M. Tillem regarding deposition issues (.5).	1.00	1,000.00
05/15/17	MDT	Prepare deposition outline (4.6); meet with D. Picon regarding deposition outline (.3); Telephone conference with D. Picon and T. Karcher regarding deposition (.3).	5.20	4,394.00
05/15/17	JZ	Meeting with J. Levitan regarding DIP dataroom documents.	0.10	90.00
05/15/17	NP	Research into Weil document production per K. Campana.	0.50	275.00
05/16/17	DAP	Research regarding deposition location (1.1); prepare for deposition (1.3); meet with M. Tillem regarding deposition outline (2.0).	4.40	4,400.00

LITIGATION

Client/Matter No. 78108.0014

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/16/17	MDT	Revise deposition outline (4.2); meet with D. Picon regarding deposition outline (2.0); meet with B. Hooven regarding Weil document productions (1.0); prepare materials for deposition with H. Silverman (.5).	7.70	6,506.50
05/16/17	MTM	Telephone conference with D. Picon regarding strategy for Rule 30(b)(6) deposition regarding DIP financing.	0.10	102.50
05/16/17	BH	Research time and place for Rule 30(b)(6) witness (2.5); meeting with M. Tillem regarding documents produced by Weil (1.0) and correspondence with H. Silverman regarding DIP documents (.3); review L. Donahue Declaration (.3).	4.10	2,665.00
05/16/17	HS	Prepare deposition materials per M. Tillem (3.2); discuss creating an inventory of received DIP documents with B. Hooven (.3).	3.50	840.00
05/16/17	NP	Review various documents produced and incorporate into document index.	1.90	1,045.00
05/17/17	DAP	Meet with M. Tillem regarding deposition (.5); prepare for (1.9) and take Rule 30(b)(6) deposition of (3.3); conference with M. Tillem regarding deposition and status of motions (.1); begin review of rough draft of transcript (.4).	6.20	6,200.00
05/17/17	MDT	Prepare for S. Dasari deposition (1.0); meet with D. Picon regarding S. Dasari deposition (.5); attend deposition of S. Dasari (3.3); participate in telephone conference with B. Hooven regarding Weil document productions (.2); Email B. Hooven regarding Weil document productions (.2); participate in telephone conference with H. Silverman regarding S. Dasari deposition (.1); participate in telephone conference with J. Zajac regarding Weil document productions (.2); Review Weil document production index (.2).	5.70	4,816.50
05/17/17	JZ	Call with M. Tillem regarding Weil document production.	0.20	180.00
05/17/17	TQK	Prepare for (1.2) and attend deposition of Westinghouse Treasurer (3.3); review PJT presentation for Committee in preparation for deposition (2.1) and communicate with D. Picon regarding same (.1).	6.70	7,537.50
05/17/17	MTM	Telephone conference with D. Picon regarding deposition of Debtors' treasurer and potential evidentiary hearing regarding motion regarding final approval of DIP financing.	0.20	205.00
05/17/17	GAU	Create and organize index of key case documents and productions per H. Silverman.	2.00	480.00
05/17/17	HS	Organize DIP document production materials on network drive and create inventory per B. Hooven.	2.50	600.00
05/18/17	DAP	Review transcript of deposition (.8); review B. Hooven index of documents (.1); begin preparation for direct outline (.9).	1.80	1,800.00
05/19/17	JZ	Review document production regarding DIP-related documents (.2); email K. Campana regarding same (.1).	0.30	270.00

LITIGATION

Client/Matter No. 78108.0014

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/22/17	JZ	Email M. Tillem regarding hearing exhibits (.1); review monthly report exhibits (.2); review data room regarding confidentiality (.2); email T. Karcher, V. Indelicato, and J. Levitan regarding confidentiality issue (.1); email M. Tillem regarding same (.1); email M. Tillem regarding settlement (.1).	0.80	720.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DAVID A. PICON	35.30	1,000.00	35,300.00
JEFFREY W. LEVITAN	1.40	1,250.00	1,750.00
MICHAEL T. MERVIS	0.30	1,025.00	307.50
TIMOTHY Q. KARCHER	12.30	1,125.00	13,837.50
Total For Partner	49.30		51,195.00
BRIAN HOOVEN	4.10	650.00	2,665.00
JARED ZAJAC	1.40	900.00	1,260.00
MARISSA D. TILLEM	50.60	845.00	42,757.00
NICHOLAS PELLEGRINO	2.40	550.00	1,320.00
VINCENT INDELICATO	0.90	900.00	810.00
Total For Associate	59.40		48,812.00
GABRIELA A. URIAS	2.00	240.00	480.00
HANNAH SILVERMAN	6.50	240.00	1,560.00
Total For Legal Assistant	8.50		2,040.00
Professional Fees	117.20		\$ 102,047.00
Total this Matter			\$ <u>102,047.00</u>

MEETINGS AND COMMUNICATION WITH COMMITTEE
Client/Matter No. 78108.0015

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/01/17	JWL	Conference with T. Karcher, V. Indelicato regarding preparation of agenda for Committee call (.2); review draft agenda, email V. Indelicato (.1); confer with T. Karcher, and V. Indelicato regarding preparing for Committee meeting (.2).	0.50	625.00
05/01/17	DAP	Review agenda for Committee meeting.	0.10	100.00
05/01/17	TQK	Meeting with J. Levitan and V. Indelicato regarding Committee meeting.	0.20	225.00
05/01/17	VI	Confer with T. Karcher and J. Levitan regarding Committee meeting preparation.	0.20	180.00
05/01/17	KRH	Review papers (2.2); confer with V. Indelicato, J. Levitan regarding same (.1); prepare for 5.2.17 Committee weekly call (.5).	2.80	3,990.00
05/01/17	JAE	Call with T. Karcher and Committee member.	0.50	275.00
05/02/17	JWL	Email V. Indelicato regarding Committee call preparation (.1); conference with T. Karcher regarding preparing for Committee call (.2); teleconference with V. Indelicato regarding preparing for Committee call (.1); attend call with Committee regarding DIP, first day orders (1.1).	1.50	1,875.00
05/02/17	KVC	Review A&M presentation and prepare for (.2) and participate in Committee update call (1.1).	1.30	1,267.50
05/02/17	JZ	Attend weekly Committee call.	1.20	1,080.00
05/02/17	TQK	Prepare for (.8); conference with J. Levitan regarding same (.2) and attend call with the Committee and team meeting regarding strategy (1.2).	2.20	2,475.00
05/02/17	MJF	Review A&M presentation (1.5); review Liquidity Facility Agreement (1.3) and attend weekly Committee call (1.2).	4.00	5,000.00
05/02/17	SR	Attend call with Committee.	1.10	962.50
05/02/17	CD	Attend Committee call.	1.00	875.00
05/02/17	VI	Telephone conference with Committee regarding weekly case update.	1.10	990.00
05/02/17	JW	Participate in Committee call.	1.10	715.00
05/02/17	KRH	Prepare for (2.2), participate (1.1), follow up on (.5), standing Committee weekly meeting.	3.80	5,415.00
05/02/17	JAE	Attend call with Committee.	1.10	605.00
05/03/17	TQK	Prepare update email to Committee regarding Debtors' request that the Committee not file its objection to DIP financing (.8); discussions with J. Levitan and M. Bienenstock regarding same (.2); discussion with J. Ellman regarding case update (.5).	1.50	1,687.50
05/04/17	JWL	Email exchanges with J. Ellman regarding draft PJT objection.	0.20	250.00

MEETINGS AND COMMUNICATION WITH COMMITTEE
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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/04/17	TQK	Various calls with Committee Members regarding status (.4); and prepare update email to Committee to report on day's events and progress (.9).	1.30	1,462.50
05/05/17	JWL	Teleconference with J. Ellman, P. Singer, T. Karcher regarding interim DIP protocol (.6); teleconference with G. Gordon, J. Ellman, M. Bienenstock and T. Karcher regarding DIP hearing adjournment (.8).	1.40	1,750.00
05/05/17	KVC	Correspond with Committee regarding DIP objection matters.	1.00	975.00
05/05/17	MJB	Conference call with J. Ellman regarding issues on DIP motion and objections (.7); teleconference with P. Singer and J. Ellman regarding objection to DIP loan (.4); emails with J. Ellman and P. Singer regarding DIP motion objection and adjournment terms (.7); teleconference with T. Karcher and J. Levitan, J. Ellman and G. Gordon regarding closing agreement with Weil regarding protocol during adjournment of hearing on DIP loan motion (.8).	2.60	3,510.00
05/05/17	TQK	Teleconference with J. Ellman, G. Gordon, M. Bienenstock, and J. Levitan regarding intercompany protocol and DIP hearing adjournment (.8); various discussions with Committee Co-Chairs regarding intercompany protocol (.9); prepare Committee update email (.7).	2.40	2,700.00
05/05/17	MJF	Review and consider email from M. Bienenstock to Committee and A&M regarding apportioning costs.	0.30	375.00
05/05/17	MTM	Review correspondence with Committee members regarding status of DIP financing negotiations.	0.10	102.50
05/06/17	MJF	Review and consider emails from T. Karcher to the Committee regarding LFA loans and DIP and other motions (.3); consider LFA issues (.2).	0.50	625.00
05/08/17	JWL	Email T. Karcher, V. Indelicato regarding agenda for Committee meeting (.1); email R. Newman regarding Committee meeting agenda (.1); conference with T. Karcher, V. Indelicato regarding preparing for Committee call, open issues (.5).	0.70	875.00
05/08/17	TQK	Meeting with J. Levitan, V. Indelicato regarding case strategy and litigation preparation.	0.50	562.50
05/08/17	VI	Confer with Proskauer team regarding Committee call agenda.	0.50	450.00
05/08/17	KRH	Review papers (.2); attend standing call with Committee (.8).	1.00	1,425.00
05/09/17	JWL	Review meeting agenda, teleconference with V. Indelicato regarding same (.2); review A&M presentation (.3); attend Committee call (.8).	1.30	1,625.00
05/09/17	DAP	Prepare for Committee (.3); attend meeting with Committee (.8).	1.10	1,100.00
05/09/17	KVC	Participate in conference with Committee.	0.80	780.00
05/09/17	JZ	Attend weekly Committee call.	0.80	720.00

MEETINGS AND COMMUNICATION WITH COMMITTEE
Client/Matter No. 78108.0015

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/09/17	MJB	Participate in Committee meeting regarding all pending matters.	0.70	945.00
05/09/17	TQK	Prepare for (1.2) and attend meeting with Committee (.8).	2.00	2,250.00
05/09/17	MJF	Review updated confidentiality provisions and email from V. Indelicato and sent to Committee (.5); additional review of documentation ahead of the Committee call (.8); attend Committee call (.8); review materials circulated in preparation for Committee call (1.3).	3.40	4,250.00
05/09/17	SR	Review documents and materials prior to Committee call (1.0); attend Committee call (.8).	1.80	1,575.00
05/09/17	CD	Attend on Committee call.	0.80	700.00
05/09/17	MWF	Review of documentation ahead of the Committee call (.8); attend Committee call (.8).	1.60	1,176.00
05/09/17	VI	Telephone conference with Committee regarding case update (.8); analyze documents in advance of Committee call (.3); conference with J. Levitan regarding meeting (.2).	1.30	1,170.00
05/09/17	JW	Participate in Committee call.	0.80	520.00
05/09/17	KRH	Prepare for (.4), participate in (.8), follow up on weekly Committee call (.2); teleconference with T. Karcher regarding same (.1).	1.50	2,137.50
05/09/17	JAE	Attend call with Committee (.8); set-up for Committee call (.8).	1.60	880.00
05/11/17	TQK	Draft email to Committee Co-chairs regarding on-lending request.	0.50	562.50
05/12/17	JWL	Teleconference with T. Karcher, P. Singer regarding Brazil payment, Committee information request.	0.20	250.00
05/12/17	TQK	Confer with J. Levitan and P. Singer regarding Brazilian payment and Committee information request.	0.20	225.00
05/13/17	JAE	Prepare interim assessment Amendment summary for distribution to Committee.	0.60	330.00
05/15/17	JWL	Review draft agenda for Committee meeting, emails with V. Indelicato (.2); teleconference with M. Bienenstock, T. Karcher and P. Singer regarding Committee meeting preparation (.4).	0.60	750.00
05/15/17	KVC	Correspondence with Committee regarding update in connection with non-debtor transfers.	0.70	682.50
05/15/17	TQK	Various discussions and emails with Committee Members regarding DIP objection and potential meeting with the Debtors (2.9); prepare for Committee meeting and coordinate with V. Indelicato and J. Esses (.9).	3.80	4,275.00
05/15/17	MJF	Review two email updates to the Committee from M. Bienenstock (.5); discuss pensions update with M. Freeman and C. Daly ahead of call with Committee (.5).	1.00	1,250.00
05/15/17	CD	Discuss pensions update with M. Fennessy on pre-call to Committee.	0.50	437.50
05/15/17	MTM	Review M. Bienenstock update emails to Committee.	0.10	102.50

MEETINGS AND COMMUNICATION WITH COMMITTEE
Client/Matter No. 78108.0015

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/15/17	JW	Review correspondence with Committee regarding agreement with Debtors.	0.20	130.00
05/16/17	IMG	Attend Committee conference call.	1.20	1,290.00
05/16/17	JWL	Prepare outline of discussion points for Committee meeting (.8); attend Committee call (1.2).	2.00	2,500.00
05/16/17	DAP	Attend Committee meeting.	1.20	1,200.00
05/16/17	KVC	Prepare for (.1) and participate in weekly Committee call (1.2).	1.30	1,267.50
05/16/17	JZ	Attend Committee call.	1.20	1,080.00
05/16/17	TQK	Attend weekly Committee meeting.	1.20	1,350.00
05/16/17	MJF	Call with S. Radia and C. Daly regarding update email to be sent before Committee call (.5); review amended by-laws and agenda in preparation for Committee call (.5); attend weekly Committee call (1.2); further review of various other documentation ahead of Committee call (.4).	2.60	3,250.00
05/16/17	SR	Attend call with Committee.	1.20	1,050.00
05/16/17	CD	Participate on Committee call.	1.20	1,050.00
05/16/17	JPG	Participate in Committee meeting/conference call.	1.00	1,400.00
05/16/17	VI	Telephone conference with Committee regarding weekly case update.	1.20	1,080.00
05/16/17	JSA	Prepare for (.1) and participate in weekly conference call with Committee (1.2).	1.30	1,098.50
05/16/17	JW	Participate in Committee call.	1.20	780.00
05/16/17	KRH	Prepare for (1.0), participate in (1.2).	2.20	3,135.00
05/16/17	JAE	Prepare for call with Committee (3.6); attend call with Committee (1.2).	4.80	2,640.00
05/17/17	KVC	Correspondence with Committee regarding update on potential DIP objection.	0.40	390.00
05/17/17	MTM	Review T. Karcher update email to Committee and financial advisors.	0.10	102.50
05/17/17	KRH	Review Proskauer memorandum regarding various diligence issues (.3); prepare for Committee call on 5.18.17 (.3); follow up (.4).	1.00	1,425.00
05/18/17	IMG	Attend Committee call.	1.20	1,290.00
05/18/17	JWL	Prepare for (.4) and participate in Committee call (1.2).	1.60	2,000.00
05/18/17	KVC	Participate in Committee update call.	1.20	1,170.00
05/18/17	JZ	Prepare for (.3) and call with Committee regarding objection status (1.2).	1.50	1,350.00
05/18/17	MJB	Committee meeting to discuss outstanding issues on DIP motion settlement.	0.70	945.00
05/18/17	TQK	Prepare for (2.0) and attend Committee meeting on filing objections (1.2); prepare email to Committee regarding status (.9).	4.10	4,612.50
05/18/17	MJF	Review recent A&M decks ahead of Committee call (.6); participate in teleconference with the Committee (1.2).	1.80	2,250.00

MEETINGS AND COMMUNICATION WITH COMMITTEE
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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/18/17	SR	Attend Committee call regarding DIP objection (1.2); review all email correspondence and updates in preparation for call with Committee (.2).	1.40	1,225.00
05/18/17	MWF	Attend teleconference with the Committee.	1.20	882.00
05/18/17	MTM	Attend Committee conference call.	1.20	1,230.00
05/18/17	JPG	Attend Committee conference call (partial attendance).	1.00	1,400.00
05/18/17	VI	Telephone conference with Committee regarding weekly case update (1.2); review documents in advance of weekly Committee call (.5).	1.70	1,530.00
05/18/17	JSA	Attend conference call with Committee (partial attendance).	0.60	507.00
05/18/17	JW	Participate in Committee call (partial) (.3); review A&M funding presentation regarding same (.1).	0.40	260.00
05/18/17	KRH	Prepare for (.1); participate in (1.2) Committee conference call.	1.30	1,852.50
05/18/17	JAE	Call with Committee (.3) and preparation for call (1.2); hard related case administration (.5).	2.00	1,100.00
05/19/17	TQK	Prepare Committee update (.4); various discussions with J. Levitan and Committee Co-Chairs regarding Vogtle proposed settlement (1.6).	2.00	2,250.00
05/19/17	MJF	Review email update from T. Karcher to Committee.	0.20	250.00
05/19/17	VI	Telephone conference with Westinghouse unsecured claimholder regarding case update.	0.30	270.00
05/20/17	JAE	Communications with Committee regarding status.	0.40	220.00
05/21/17	JZ	Email with Committee Co-Chairs regarding revised DIP order.	0.10	90.00
05/22/17	JWL	Prepare for (.1) and teleconference with M. Bienenstock, T. Karcher, Georgia Power, Scana regarding status of DIP negotiations (.6); teleconference with P. Singer regarding revised protocol (.2); teleconference with J. Ellman regarding protocol (.1).	1.00	1,250.00
05/22/17	DAP	Conference with Committee regarding status of negotiations (.5); call with J. Levitan regarding same (.1).	0.60	600.00
05/22/17	KVC	Correspondence with Committee regarding DIP order.	0.30	292.50
05/22/17	JZ	Call with Committee Co-chairs regarding DIP objection status.	0.40	360.00
05/22/17	MJB	Teleconference with J. Ellman regarding status and open issues.	0.30	405.00
05/22/17	JSA	Attend call with Committee.	0.30	253.50
05/23/17	JWL	Prepare for (.2) and participate in Committee call (.5).	0.70	875.00
05/23/17	JZ	Prepare for (.1) attend weekly Committee call (.5).	0.60	540.00
05/23/17	MJB	Participate in Committee meeting.	0.50	675.00
05/23/17	TQK	Attend Committee call to provide update regarding hearing.	0.50	562.50
05/23/17	MJF	Prepare for Committee call and discuss EMEA-related issues with London team (.3); attend Committee call (.5).	0.80	1,000.00
05/23/17	SR	Attend Committee call.	0.50	437.50

MEETINGS AND COMMUNICATION WITH COMMITTEE
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<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/23/17	CD	Prepare for Committee call (.3); attend call with Committee (.5).	0.80	700.00
05/23/17	MWF	Prepare for Committee call (.2) and discuss EMEA-related issues with London team (.1); attend Committee call (.5).	0.80	588.00
05/23/17	JPG	Prepare for (.2) and participate in Committee conference call (.5).	0.70	980.00
05/23/17	VI	Prepare for (.1) and telephone conference with Committee regarding weekly case update (.5); telephone conference with PBGC regarding same (.5); telephone conference with Westinghouse unsecured claimholder regarding case update (.5).	1.60	1,440.00
05/23/17	JSA	Attend conference call with Committee.	0.50	422.50
05/23/17	JW	Participate in Committee call (partial).	0.30	195.00
05/23/17	KRH	Prepare for (.5), participate in (.5), follow up on (.3), Committee telephonic meeting.	1.30	1,852.50
05/23/17	JAE	Call with Committee (.5) and prepare therefore (.3); distribute investment bank information to Committee (.7).	1.50	825.00
05/24/17	MJF	Review email from R. Dombroski to Committee regarding EMEA issues.	0.10	125.00
05/24/17	JAE	Prepare and send Committee communications.	0.30	165.00
05/25/17	MJF	Review emails from Committee member and A&M regarding PJT calls.	0.20	250.00
05/25/17	JSA	Draft email to Committee member regarding actuarial valuation reports.	0.30	253.50
05/26/17	CD	Review Weil presentation to Committee.	1.50	1,312.50
05/26/17	VI	Telephone conference with unsecured claimholder regarding case update.	0.50	450.00
05/29/17	VI	Email correspondences with Proskauer team regarding Committee call agenda (.1); prepare email correspondence to Committee regarding call agenda (.1).	0.20	180.00
05/30/17	JWL	Prepare for (.2) and attend Committee call (.5).	0.70	875.00
05/30/17	JZ	Prepare for (.1) and attend weekly Committee call (.5).	0.60	540.00
05/30/17	TQK	Prepare for (.4) and conduct Committee meeting (.5).	0.90	1,012.50
05/30/17	MJF	Prepare for Committee call (.5); attend Committee call (.5).	1.00	1,250.00
05/30/17	SR	Attend Committee call.	0.50	437.50
05/30/17	MTM	Attend Committee conference call.	0.50	512.50
05/30/17	VI	Telephone conference with Committee regarding weekly case update (.5); telephone conference with PBGC regarding same (.3).	0.80	720.00
05/30/17	JSA	Attend conference call with Committee.	0.60	507.00
05/30/17	KRH	Prepare for (.8), attend (.5); Committee weekly meeting.	1.30	1,852.50

MEETINGS AND COMMUNICATION WITH COMMITTEE
Client/Matter No. 78108.0015

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DAVID A. PICON	3.00	1,000.00	3,000.00
IRA M. GOLUB	2.40	1,075.00	2,580.00
JAMES P. GERKIS	2.70	1,400.00	3,780.00
JEFFREY W. LEVITAN	12.40	1,250.00	15,500.00
KEVIN R. HACKETT	16.20	1,425.00	23,085.00
KRISTEN V. CAMPANA	7.00	975.00	6,825.00
MARK FENNESSY	15.90	1,250.00	19,875.00
MARTIN J. BIENENSTOCK	4.80	1,350.00	6,480.00
MICHAEL T. MERVIS	2.00	1,025.00	2,050.00
TIMOTHY Q. KARCHER	23.30	1,125.00	26,212.50
Total For Partner	89.70		109,387.50
CRISPIN DALY	5.80	875.00	5,075.00
JARED ZAJAC	6.40	900.00	5,760.00
JERAMY WEBB	4.00	650.00	2,600.00
JOSHUA A. ESSES	12.80	550.00	7,040.00
JUSTIN S. ALEX	3.60	845.00	3,042.00
MICHAEL FREEMAN	3.60	735.00	2,646.00
SUNAY RADIA	6.50	875.00	5,687.50
VINCENT INDELICATO	9.40	900.00	8,460.00
Total For Associate	52.10		40,310.50
Professional Fees	141.80	\$	149,698.00
Total this Matter		\$	<u>149,698.00</u>

NON-WORKING TRAVEL
Client/Matter No. 78108.0016

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/19/17	MG	Travel to and from court (actual travel time .8, billed at .4).	0.40	166.00
05/23/17	JWL	Travel to and from hearing (actual travel time 1.1, billed at .5).	0.50	625.00
05/23/17	JZ	Travel to and from hearing (actual travel time 1.2, billed at .6).	0.60	540.00
05/23/17	TQK	Travel to and from hearing on DIP (actual travel time 1.6, billed at .8).	0.80	900.00
05/23/17	JAE	Travel to and from hearing (actual travel time .7, billed at .3).	0.30	165.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JEFFREY W. LEVITAN	0.50	1,250.00	625.00
TIMOTHY Q. KARCHER	0.80	1,125.00	900.00
Total For Partner	1.30		1,525.00
JARED ZAJAC	0.60	900.00	540.00
JOSHUA A. ESSES	0.30	550.00	165.00
Total For Associate	0.90		705.00
MAGALI GIDDENS	0.40	415.00	166.00
Total For Legal Assistant	0.40		166.00
Professional Fees	2.60	\$	2,396.00
Total this Matter		\$	<u>2,396.00</u>

RELIEF FROM STAY AND ADEQUATE PROTECTION
Client/Matter No. 78108.0019

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/01/17	JWL	Review D. Picon email and conference with D. Picon regarding Duke stipulation.	0.20	250.00
05/01/17	DAP	Complete review of Duke Energy papers and prepare outline regarding same (2.8); review Objection and emails regarding same (.4); email with Weil regarding stipulation (.1); office conference with J. Levitan regarding same (.2).	3.50	3,500.00
05/02/17	JWL	Email exchange with D. Cohen regarding Duke lift stay stipulation.	0.10	125.00
05/02/17	DAP	Preparation for lift stay presentation and review documents regarding Committee meeting (.9); review revised objection (.3); review and analyze A&M report (.5).	1.70	1,700.00
05/03/17	JWL	Email D. Cohen regarding Duke stipulation.	0.10	125.00
05/03/17	DAP	Review emails regarding Duke lift stay.	0.10	100.00
05/08/17	VI	Review draft Duke Energy stipulation and related issues.	0.50	450.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DAVID A. PICON	5.30	1,000.00	5,300.00
JEFFREY W. LEVITAN	0.40	1,250.00	500.00
Total For Partner	5.70		5,800.00
VINCENT INDELICATO	0.50	900.00	450.00
Total For Associate	0.50		450.00
Professional Fees	6.20	\$	6,250.00
Total this Matter		\$	<u>6,250.00</u>

TAX
Client/Matter No. 78108.0021

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/01/17	RMC	Review tax issues with respect to Westinghouse US entities.	1.80	1,755.00
05/03/17	RMC	Review tax issues with respect to Westinghouse US entities.	1.10	1,072.50
05/04/17	RMC	Review documents in data room regarding tax issues.	3.30	3,217.50
05/05/17	RMC	Review documents in data room in connection with tax issues.	2.40	2,340.00
05/08/17	RMC	Review documents in data room in connection with tax aspects.	2.70	2,632.50
05/16/17	RMC	Review documents in data room regarding tax issues.	1.10	1,072.50

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
RICHARD M. CORN	12.40	975.00	12,090.00
Total For Partner	12.40		12,090.00

Professional Fees	12.40	\$	12,090.00
Total this Matter		\$	<u>12,090.00</u>

CASE STRATEGY
Client/Matter No. 78108.0023

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/02/17	JAE	Follow-up after Committee call.	0.50	275.00
05/03/17	JWL	Confer with D. Picon regarding status of negotiations (.2).	0.20	250.00
05/03/17	TQK	Confer with J. Esses regarding Weil's revisions to various first day orders.	0.50	562.50
05/04/17	JWL	Prepare list of open items/tasks (.3); confer with T. Karcher, J. Esses, J. Zajac regarding first day orders, DIP, bylaws (.9).	1.20	1,500.00
05/04/17	JZ	Prepare for (.4) and meeting with J. Levitan and T. Karcher regarding task list (.9); meeting with J. Levitan and V. Indelicato regarding same (.6).	1.90	1,710.00
05/04/17	TQK	Discussion with Proskauer team regarding communication with Debtors (.4); confer with J. Levitan and J. Zajac regarding open items (.9).	1.30	1,462.50
05/04/17	JAE	Meeting to discuss first day orders.	1.20	660.00
05/05/17	DAP	Emails with T. Karcher and J. Levitan regarding status of objections discussions.	0.10	100.00
05/05/17	JZ	Emails with T. Karcher regarding objections (.2); multiple meetings with T. Karcher and J. Levitan regarding all objection filings (1.2).	1.40	1,260.00
05/05/17	TQK	Various meetings and discussions with J. Levitan and M. Bienenstock regarding case strategy in connection with upcoming hearing.	2.40	2,700.00
05/05/17	CD	Review email updates on objection process.	1.30	1,137.50
05/06/17	TQK	Review various emails from M. Bienenstock regarding case strategy.	0.50	562.50
05/08/17	TQK	Review docket.	1.00	1,125.00
05/09/17	JWL	Prepare for (.1) and conference with M. Bienenstock, T. Karcher, D. Picon and other regarding sale issues, cash management, DIP hearing preparation (.5).	0.60	750.00
05/09/17	DAP	Prepare for meeting (.1) and discuss case strategy with team (.5); discuss deposition with J. Levitan and T. Karcher (.2).	0.80	800.00
05/09/17	KVC	Working group meeting regarding protocol/strategy and on-lending request issues.	0.50	487.50
05/09/17	JZ	Attend post-Committee meeting with J. Levitan, T. Karcher, K. Campana, V. Indelicato, and D. Picon regarding various issues.	0.50	450.00
05/09/17	MJF	Attend post-Committee call discussion with London team regarding workstreams, including preparation for call to discuss DIP and LFA (.5); discussion of EMEA-related issues with London team (.8).	1.30	1,625.00
05/09/17	SR	Meet with London team regarding EMEA-related issues (.8); attend post Committee call meeting regarding workstreams and prepare for call to discuss DIP and LFA issues (.5).	1.30	1,137.50
05/09/17	CD	Discussion of EMEA issues, including pensions with M. Fennessy and S. Radia.	0.80	700.00

CASE STRATEGY
Client/Matter No. 78108.0023

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/09/17	MWF	Attend post-Committee call discussion with London team regarding workstreams, including preparation for call to discuss DIP and LFA.	0.50	367.50
05/09/17	JAE	Attend discussion after Committee call.	0.60	330.00
05/10/17	MDT	Confer with M. Mervis regarding deposition strategy.	0.20	169.00
05/10/17	CD	Discuss entities pensions and nuclear regulatory issues for EMEA with M. Fennessy and S. Radia.	0.50	437.50
05/10/17	MTM	Conference with M. Tillem regarding strategy for Rule 30(b)(6) deposition.	0.20	205.00
05/15/17	CD	Review update email from M. Bienenstock (.3); review email from M. Bienenstock with further update (.1).	0.40	350.00
05/15/17	JSA	Consider open employee benefits diligence items and next steps.	0.30	253.50
05/15/17	JW	Call with V. Indelicato regarding case update.	0.10	65.00
05/16/17	IMG	Emails with M. Fennessy and telephone call with J. Alex regarding need for additional information and strategy.	0.10	107.50
05/16/17	TQK	Prepare email to M. Bienenstock and J. Levitan regarding update and strategy (.7); discussion with J. Levitan and J. Zajac regarding DIP and cash management objection filing under seal (.7).	1.40	1,575.00
05/16/17	KRH	Follow-up on Committee weekly meeting.	0.30	427.50
05/16/17	JAE	Attend internal discussion after call with Committee.	0.60	330.00
05/18/17	DAP	Telephone conference with M. Mervis regarding Committee call.	0.10	100.00
05/18/17	JZ	Follow up meeting with T. Karcher, J. Levitan, J. Esses and V. Indelicato regarding Committee call.	0.50	450.00
05/18/17	MJF	Emails to London team regarding tasks concerning EMEA issues (.3); review update from T. Karcher regarding case status (.3).	0.60	750.00
05/18/17	CD	Review status updates from T. Karcher.	0.70	612.50
05/18/17	MTM	Telephone conference with D. Picon regarding strategy/status regarding objection to motion to approve DIP financing.	0.10	102.50
05/18/17	KRH	Follow up on Committee call (.2); Committee conference call.	0.20	285.00
05/18/17	JAE	Follow-up after call with Committee (.5).	0.50	275.00
05/19/17	MJF	Teleconference regarding EMEA issues and workstreams needed.	1.30	1,625.00
05/19/17	CD	Discuss with and instruct M. Freeman on Westinghouse updates (.5); review update items from M. Freeman and call with M. Freeman regarding same (.8).	1.30	1,137.50
05/19/17	MWF	Draft and circulate attendance note of call regarding pension issues (.8); review of EMEA presentation (1.0).	1.80	1,323.00
05/21/17	MJF	Further Internal emails to Londn team regarding tasks concerning EMEA issues (.1); internal emails to London team regarding tasks concerning EMEA issues (.2).	0.30	375.00

CASE STRATEGY
Client/Matter No. 78108.0023

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/21/17	VI	Telephone conference with T. Karcher regarding case update.	0.20	180.00
05/22/17	MJF	Review and consider email from T. Karcher regarding second day hearings/motions (.2); attend post-Weil London call discussing work-tasks (.2).	0.40	500.00
05/22/17	MWF	Discussions ahead of call with Weil London and Weil NY with New York and London team (.4); attend post-Weil London call discussing workstreams (.2); attend pre-call with Weil (pensions issues) discussing with C. Daly (.2).	0.80	588.00
05/23/17	JWL	Conference with M. Bienenstock, T. Karcher, V. Indelicato regarding potential investigations, potential sale process, next steps.	0.30	375.00
05/23/17	MJF	Email to London team regarding tasks concerning pensions and LFA/EMEA issues.	0.10	125.00
05/23/17	VI	Confer with T. Karcher and J. Levitan regarding case update (.3); Confer with T. Karcher and J. Levitan regarding Committee call Follow-up (.2).	0.50	450.00
05/24/17	JZ	Meeting with J. Levitan regarding outstanding orders.	0.10	90.00
05/24/17	KRH	Review materials regarding case status (.6); confer with J. Gerkis regarding same (.2).	0.80	1,140.00
05/25/17	TQK	Discussions regarding retention of investment banker and review presentations regarding same.	1.60	1,800.00
05/25/17	MTM	Telephone conference with V. Indelicato regarding Committee communications issue.	0.20	205.00
05/29/17	MJF	Email to London team regarding tasks and instructions regarding EMEA issues.	0.20	250.00
05/30/17	JZ	Follow up Committee call meeting with J. Levitan, T. Karcher and V. Indelicato.	0.40	360.00
05/30/17	MJF	Email to T. Karcher regarding update on workstreams regarding A&M deck (.1); email to M. Freeman and S. Radia regarding instructions in connection with workstreams regarding A&M deck before Committee call to discuss PJT deck (.1).	0.20	250.00
05/30/17	KRH	Follow up on Committee call.	0.50	712.50
05/31/17	DAP	Telephone conference with J. Levitan regarding status (.1); emails with M. Morris regarding same (.1).	0.20	200.00
05/31/17	MJF	Discussion with London team regarding outline report on EMEA issues to send to A&M prior to finalization of the presentation to the Committee.	0.80	1,000.00
05/31/17	SR	Discuss outline comments for A&M's views on PJT presentation with Proskauer team (.8); further review of comments table from M. Freeman and email regarding same (.5).	1.30	1,137.50
05/31/17	CD	Review draft EMEA table and emails regarding same (.9); discussion of table from A&M with M. Freeman (.8).	1.70	1,487.50
05/31/17	MWF	Discussion with London team regarding outline report on EMEA issues to go to A&M prior to finalization of the presentation to the Committee.	0.80	588.00

CASE STRATEGY
Client/Matter No. 78108.0023

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DAVID A. PICON	1.20	1,000.00	1,200.00
IRA M. GOLUB	0.10	1,075.00	107.50
JEFFREY W. LEVITAN	2.30	1,250.00	2,875.00
KEVIN R. HACKETT	1.80	1,425.00	2,565.00
KRISTEN V. CAMPANA	0.50	975.00	487.50
MARK FENNESSY	5.20	1,250.00	6,500.00
MICHAEL T. MERVIS	0.50	1,025.00	512.50
TIMOTHY Q. KARCHER	8.70	1,125.00	9,787.50
Total For Partner	20.30		24,035.00
CRISPIN DALY	6.70	875.00	5,862.50
JARED ZAJAC	4.80	900.00	4,320.00
JERAMY WEBB	0.10	650.00	65.00
JOSHUA A. ESSES	3.40	550.00	1,870.00
JUSTIN S. ALEX	0.30	845.00	253.50
MARISSA D. TILLEM	0.20	845.00	169.00
MICHAEL FREEMAN	3.90	735.00	2,866.50
SUNAY RADIA	2.60	875.00	2,275.00
VINCENT INDELICATO	0.70	900.00	630.00
Total For Associate	22.70		18,311.50
Professional Fees	43.00	\$	42,346.50
Total this Matter		\$	<u>42,346.50</u>

PLEADING AND DOCKET REVIEW
Client/Matter No. 78108.0024

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/01/17	MG	Review ECF notifications (.2); download and review certain pleadings and circulate with brief summaries (.4).	0.60	249.00
05/02/17	MDT	Review first day filings and transcript of first day motions.	1.30	1,098.50
05/02/17	MG	Review ECF notifications (.2); review certain pleadings (.5); download same and circulate it to team with brief summary (.2).	0.90	373.50
05/02/17	JSA	Draft email to J. Esses regarding first day wage motion.	0.10	84.50
05/03/17	MG	Review and circulate pleadings.	1.10	456.50
05/05/17	KRH	Review and analyze motion papers, etc. (.3); confer with J. Levitan regarding same (.1); follow up (.2).	0.50	712.50
05/07/17	JAE	Prepare docket summaries for distribution to Committee.	1.30	715.00
05/08/17	JZ	Review cash management objection (.6); email J. Esses regarding same (.1).	0.70	630.00
05/08/17	MG	Review ECF notifications and pleadings in connection with case status and calendar items.	0.30	124.50
05/09/17	JWL	Email exchange with V. Indelicato regarding filing of schedules.	0.10	125.00
05/09/17	MG	Monitor ECF notifications and review pleadings.	0.40	166.00
05/10/17	MG	Monitor ECF notifications and review docket regarding case status and calendar items.	0.70	290.50
05/10/17	VI	Review draft final DIP order.	0.40	360.00
05/11/17	JWL	Review motion to extend time to file schedules.	0.10	125.00
05/11/17	JZ	Review schedule extension motion.	0.10	90.00
05/11/17	MG	Monitor ECF notifications (.4); circulate one pleading (.1).	0.50	207.50
05/14/17	JAE	Prepare docket summary for distribution to Committee.	0.50	275.00
05/16/17	MG	Review ECF notifications and certain filings regarding case status and calendar issues.	0.40	166.00
05/17/17	MG	Review ECF notifications and certain filings.	1.00	415.00
05/20/17	TQK	Review responses to objections filed by Committee under seal and circulate same.	1.40	1,575.00
05/21/17	MJF	Briefly review materials (Debtor schedules and SoFAs).	0.90	1,125.00
05/22/17	JWL	Review Dow Jones intervention motion.	0.30	375.00
05/22/17	JZ	Review motion to intervene.	0.20	180.00
05/22/17	MG	Review and circulate substantive pleadings, including providing brief summary for one.	1.70	705.50
05/22/17	JW	Review Dow Jones motion to intervene.	0.10	65.00
05/22/17	JAE	Prepare docket summary for distribution to Committee.	1.40	770.00
05/24/17	MG	Monitor ECF notices and review certain filings.	0.70	290.50
05/25/17	JZ	Review filed OCP declarations.	0.20	180.00
05/25/17	MG	Monitor ECF notices and pleadings.	0.40	166.00
05/27/17	JAE	Compile schedules and SoFAs (1.1); prepare docket summary to distribute to Committee (.3).	1.40	770.00

PLEADING AND DOCKET REVIEW
Client/Matter No. 78108.0024

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/30/17	MG	Monitor pleadings (.7); review schedules and SoFAs (.7).	1.40	581.00
05/30/17	VI	Review SoFAs and Schedules.	2.70	2,430.00
05/31/17	JZ	Review and analyze schedules/SoFAs.	4.50	4,050.00
05/31/17	MG	Compile docket Review.	1.10	456.50

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JEFFREY W. LEVITAN	0.50	1,250.00	625.00
KEVIN R. HACKETT	0.50	1,425.00	712.50
MARK FENNESSY	0.90	1,250.00	1,125.00
TIMOTHY Q. KARCHER	1.40	1,125.00	1,575.00
Total For Partner	3.30		4,037.50
JARED ZAJAC	5.70	900.00	5,130.00
JERAMY WEBB	0.10	650.00	65.00
JOSHUA A. ESSES	4.60	550.00	2,530.00
JUSTIN S. ALEX	0.10	845.00	84.50
MARISSA D. TILLEM	1.30	845.00	1,098.50
VINCENT INDELICATO	3.10	900.00	2,790.00
Total For Associate	14.90		11,698.00
MAGALI GIDDENS	11.20	415.00	4,648.00
Total For Legal Assistant	11.20		4,648.00
Professional Fees	29.40	\$	20,383.50
Total this Matter		\$	<u>20,383.50</u>

COMMUNICATION WITH FINANCIAL ADVISOR
Client/Matter No. 78108.0025

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/02/17	JWL	Teleconference with T. Karcher, J. Zajac, R. Dombrowski, and H. Allanson regarding DIP objection comments (.3); review A&M Committee presentation, email H. Allanson regarding same (.6).	0.90	1,125.00
05/02/17	KVC	Prepare for (.1) and teleconference with A&M, T. Karcher, J. Levitan and J. Zajac regarding DIP evaluation (.3).	0.40	390.00
05/02/17	JZ	Review A&M presentation regarding DIP issues (.2); prepare for (.1) and call with A&M team regarding DIP issues (.3).	0.60	540.00
05/02/17	TQK	Prepare for (.1) and teleconference with R. Dombrowski, J. Levitan, K. Campana and J. Zajac regarding DIP financing (.3).	0.40	450.00
05/02/17	JAE	Call with Alvarez & Marsal regarding Committee call (partial attendance).	0.20	110.00
05/03/17	TQK	Calls with A&M/ R. Dombrowski regarding diligence and DIP financing.	0.90	1,012.50
05/04/17	JWL	Teleconference with T. Karcher, R. Dombrowski regarding possible alternative DIP proposal (.3); email R. Dombrowski regarding make whole (.2).	0.50	625.00
05/04/17	JAE	Call with R. Dombrowski regarding DIP issues.	0.40	220.00
05/05/17	JWL	Teleconference with T. Karcher, R. Dombrowski regarding DIP adjournment.	0.10	125.00
05/06/17	TQK	Calls and emails with A&M regarding protocol and document requests (); call with R. Dombrowski regarding strategy and case management ().	1.50	1,687.50
05/08/17	TQK	Communication with A&M regarding wage motion and status of various employees.	0.20	225.00
05/08/17	VI	Telephone conference with Alvarez & Marsal regarding case update.	0.30	270.00
05/09/17	TQK	Confer with A&M regarding permitted investments.	0.70	787.50
05/09/17	MJF	Various emails to and from A&M, J. Levitan and T. Karcher regarding European pension-related issues and LFA.	1.00	1,250.00
05/10/17	JWL	Participate in call with K. Campana, T. Karcher, and R. Dombrowski regarding EMEA funding requirements.	0.70	875.00
05/10/17	KVC	Participate in conference with A&M regarding EMEA funding.	0.70	682.50
05/10/17	JZ	Review multiple emails from H. Allanson and R. Dombrowski regarding on-lending requests.	0.20	180.00
05/10/17	TQK	Telephone conferences with J. Levitan and K. Campana regarding DIP issues (.5); attend call with J. Levitan, K. Campana and R. Dombrowski regarding EMEA funding requirements (.7).	1.20	1,350.00
05/10/17	MJF	Prepare for (.1) and call with A&M to discuss pension issues regarding EMEA and generally (.7).	0.80	1,000.00

COMMUNICATION WITH FINANCIAL ADVISOR
Client/Matter No. 78108.0025

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/10/17	SR	Prepare for (.6) and attend call with A&M regarding pensions issues, regulatory issues and LFA (.7).	1.30	1,137.50
05/10/17	CD	Call with A&M, I. Golub and J. Alex regarding pension issues and jurisdictional advice.	0.50	437.50
05/10/17	MWF	Telephone call with A&M, I. Golub and J. Alex regarding pension issues and EMEA representation with London team.	0.50	367.50
05/10/17	JSA	Conference call with A&M, M. Fennessy, I. Golub, and C. Daly regarding European pension liabilities.	0.50	422.50
05/11/17	DAP	Conference with A&M regarding cash management issues.	0.40	400.00
05/11/17	MJF	Review email from R. Dombrowski regarding guarantee and demand regarding NDA (.1); discuss same with C. Daly and M. Freeman (.4).	0.50	625.00
05/11/17	MWF	Discuss email from R. Dombrowski regarding guarantee and demand regarding NDA with M. Fennessy and C. Daly.	0.50	367.50
05/12/17	DAP	Conference call with A&M regarding cash management system.	0.40	400.00
05/12/17	CD	Review A&M presentation and data room documents and email to H. Allanson regarding UK pension deficit issues.	0.80	700.00
05/15/17	JWL	Teleconference with D. Picon, T. Karcher, M. Tillem, R. Dombrowski, H. Allanson regarding cash management issues, preparing for Committee meeting.	0.40	500.00
05/15/17	DAP	Conference with J. Levitan, T. Karcher, M. Tillem, and A&M.	0.40	400.00
05/15/17	MDT	Participate in telephone conference with D. Picon, T. Karcher, R. Dombrowski, H. Allanson, and J. Levitan regarding cash management issues.	0.40	338.00
05/15/17	TQK	Meeting with J. Levitan, D. Picon and A&M regarding cash management (.4); discussions with A&M regarding case strategy to address outstanding issues related to cash management, DIP financing and on-lending requests (.6).	1.00	1,125.00
05/15/17	VI	Analyze draft A&M presentation regarding cash management.	1.00	900.00
05/16/17	JWL	Teleconference with T. Karcher and R. Dombrowski regarding preparing for Committee call (.2); review A&M presentation (.2); teleconference with R. Dombrowski, T. Karcher regarding DIP lending (.3).	0.70	875.00
05/16/17	TQK	Calls with R. Dombrowski regarding status and DIP lending.	0.50	562.50
05/16/17	CD	Review email table of UK pension deficiency from J. Alex and email with H. Allanson regarding same.	0.30	262.50
05/17/17	DAP	Conference with T. Karcher and A&M regarding intercompany transfers.	0.20	200.00
05/17/17	TQK	Confer with R. Dombrowski regarding intercompany transfers.	0.70	787.50
05/19/17	JWL	Teleconference with R. Dombrowski regarding cash flow.	0.20	250.00
05/19/17	CD	Emails from and to H. Allanson regarding A&M deck pension issues.	0.40	350.00

COMMUNICATION WITH FINANCIAL ADVISOR
Client/Matter No. 78108.0025

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/19/17	MWF	Emails to A&M and New York team regarding EMEA news updates.	0.50	367.50
05/20/17	DAP	Hearing preparation, including call with M. Tillem, R. Dombrowski and H. Allanson.	1.10	1,100.00
05/20/17	MDT	Participate in telephone conference with D. Picon, R. Dombrowski, and H. Allanson.	1.10	929.50
05/21/17	DAP	Call with R. Dombrowski, H. Allanson and M. Tillem regarding hearing.	0.90	900.00
05/21/17	MDT	Participate in telephone conference with R. Dombrowski, H. Allanson, and D. Picon.	0.90	760.50
05/21/17	MJF	Emails to and from A&M regarding Debtors' response to DIP Objection.	1.00	1,250.00
05/23/17	VI	Review potential investment banker candidate profiles.	0.50	450.00
05/24/17	TQK	Call with R. Dombrowski regarding status.	0.50	562.50
05/25/17	TQK	Call with R. Dombrowski regarding case status.	0.50	562.50
05/29/17	VI	Email correspondence with A&M regarding Committee call agenda.	0.10	90.00
05/30/17	JZ	Email H. Allanson regarding schedules of assets and liabilities.	0.10	90.00
05/30/17	MJF	Prepare for (.1) and call with M. Freeman and S. Radia to discuss PJT presentation and commentary to be provided to A&M (.7); review and reply to email from H. Allanson regarding EMEA issues (.3); email from S. Radia regarding EMEA commentary for A&M (.3).	1.40	1,750.00
05/30/17	VI	Telephone conference with R. Dombrowski regarding case update.	0.30	270.00
05/31/17	JZ	Prepare for and call with H. Allanson and N. Andrade regarding schedules.	0.80	720.00
05/31/17	CD	Review Westinghouse updates from H. Allanson.	0.80	700.00

COMMUNICATION WITH FINANCIAL ADVISOR
Client/Matter No. 78108.0025

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DAVID A. PICON	3.40	1,000.00	3,400.00
JEFFREY W. LEVITAN	3.50	1,250.00	4,375.00
KRISTEN V. CAMPANA	1.10	975.00	1,072.50
MARK FENNESSY	4.70	1,250.00	5,875.00
TIMOTHY Q. KARCHER	8.10	1,125.00	9,112.50
Total For Partner	20.80		23,835.00
CRISPIN DALY	2.80	875.00	2,450.00
JARED ZAJAC	1.70	900.00	1,530.00
JOSHUA A. ESSES	0.60	550.00	330.00
JUSTIN S. ALEX	0.50	845.00	422.50
MARISSA D. TILLEM	2.40	845.00	2,028.00
MICHAEL FREEMAN	1.50	735.00	1,102.50
SUNAY RADIA	1.30	875.00	1,137.50
VINCENT INDELICATO	2.20	900.00	1,980.00
Total For Associate	13.00		10,980.50
Professional Fees	33.80	\$	34,815.50
Total this Matter		\$	<u>34,815.50</u>

COMMUNICATION WITH THE DEBTORS
Client/Matter No. 78108.0026

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/01/17	JWL	Teleconference with D. Cohen, D. Picon (.2), conference (.1) with D. Picon regarding Duke stipulation.	0.30	375.00
05/01/17	DAP	Conference call with Weil and J. Levitan regarding Duke stipulation (.2); email with Weil regarding existence of other potential lift stay application (.1).	0.30	300.00
05/01/17	TQK	Discussion with R. Lemons regarding first day motions, including critical vendors (.4); request Debtors to produce presentations regarding Swaps and call with D. Griffiths regarding same (.3).	0.70	787.50
05/02/17	JWL	Prepare for call with Debtors.	0.10	125.00
05/02/17	DAP	Draft document request, emails regarding edits and serve on Weil (.8); emails with J. Levitan and Weil regarding stipulation (.1).	0.90	900.00
05/02/17	KVC	Participate in conference with Weil regarding DIP and LFA issues (partial attendance).	1.20	1,170.00
05/02/17	JZ	Attend call with Weil regarding DIP issues.	1.80	1,620.00
05/02/17	TQK	Prepare for (.7) and attend call with the Debtors regarding issues related to DIP Financing (1.8).	2.50	2,812.50
05/02/17	MJF	Prepare and review of documentation for call with Weil regarding DIP issues (.5); call with Weil regarding issues DIP loan and LFA (partial attendance) (1.5).	2.00	2,500.00
05/02/17	SR	Attend call with Weil regarding DIP issues (partial attendance) (1.0); review documents in preparation for call with Weil (.7).	1.70	1,487.50
05/02/17	CD	Attendance on call with Proskauer, Weil, Alvarez and Alex (partial attendance).	1.50	1,312.50
05/02/17	JSA	Conference call with Weil Gotshal regarding Debtor's benefits and compensation arrangements (.4); review background materials to prepare for call (.4); draft summary of call and next steps (.4).	1.20	1,014.00
05/02/17	JW	Email to Debtors regarding reclamation procedures.	0.10	65.00
05/02/17	JAE	Call with Debtors about DIP documents (partial attendance) (.5); follow-up after call (.4).	0.90	495.00
05/02/17	NP	Prepare for (.3) and call with Weil regarding revisions to the DIP credit agreement (1.8).	2.10	1,155.00
05/03/17	DAP	Telephone conference with J. Levitan regarding discovery with Weil and adjournment of date for filing objection (.1); review T. Karcher email regarding related issues (.1).	0.20	200.00
05/03/17	TQK	Call from G. Fail regarding objections and Debtors' request that the Committee not file its objections to DIP motion (.3); convey to team (.1); review revisions to various first day orders from Weil in connection with comments provided by Committee (1.0); send DIP objection transfer protocol and omnibus objection to Debtors' counsel in connection with hearings scheduled for May 10 (.2).	1.60	1,800.00

COMMUNICATION WITH THE DEBTORS
Client/Matter No. 78108.0026

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/04/17	JWL	Email T. Karcher regarding PJT objection (.1); email G. Fail regarding draft PJT objection (1); revise PJT objection (.4); teleconference with G. Fail regarding make whole (.1).	0.70	875.00
05/04/17	JZ	Review T. Karcher email with Debtors regarding DIP (.1); email G. Fail regarding DIP documents (.1).	0.20	180.00
05/04/17	TQK	Call from Debtors regarding request to adjourn DIP hearing (.4); draft correspondence indicating that any adjournment must be on terms favorable to the Committee (1.0); emails and calls with Debtors to discuss first day objections (.8).	2.20	2,475.00
05/04/17	JAE	Call with R. Lemons regarding first day issues.	0.50	275.00
05/04/17	NP	Review final DIP order draft from Weil.	1.40	770.00
05/05/17	JWL	Teleconference with T. Karcher, G. Fail regarding DIP hearing (.2); email with G. Fail regarding LFA (.1); series of calls with T. Karcher, R. Dombrowski, Debtor representatives regarding interim protocol (4.2); teleconference with T. Karcher, E. Soto regarding interim protocol (.2); review E. Soto email regarding settlement proposal (.2); teleconference with E. Soto, T. Karcher regarding terms of adjournment hearing (.2).	5.10	6,375.00
05/05/17	TQK	Various calls and negotiations with J. Levitan and Debtors regarding terms for agreed adjournment of DIP hearing and acceptable protocol for Committee protections (4.3); review comments from R. Lemons regarding various orders and various discussions regarding same (1.2).	5.50	6,187.50
05/08/17	DAP	Serve deposition notice on counsel.	0.10	100.00
05/09/17	JWL	Email exchange with D. Cohen regarding Duke stipulation (.1); teleconference with D. Cohen regarding Duke stipulation (.1).	0.20	250.00
05/10/17	JWL	Teleconference with T. Karcher, D. Picon, E. Soto regarding discovery, intercompany transfers.	0.30	375.00
05/10/17	DAP	Call with Weil, M. Tillem, J. Levitan and T. Karcher regarding LFA issues.	0.30	300.00
05/10/17	KVC	Prepare for (.2) and participate in conference with E. Soto regarding on-lending arrangements (.3).	0.50	487.50
05/10/17	TQK	Telephone with J. Levitan, K. Campana and E. Soto regarding discovery and intercompany transfers (.3); revise and circulate draft letter to E. Soto regarding objection to proposed on-lending (1.6).	1.90	2,137.50
05/10/17	SR	Emails regarding call with Weil and Proskauer on LFA issues.	0.50	437.50
05/10/17	NP	Prepare for (.6) and attend call with Debtors' counsel regarding LFA (.3).	0.90	495.00
05/11/17	JWL	Attend call with K. Campana, M. Fennessy, and Weil regarding LFA (.5); email J. Saferstein and teleconference with T. Karcher regarding possible resolution of objection (.2).	0.70	875.00
05/11/17	DAP	Conferences with deponent counsel regarding deposition and meeting in advance.	0.50	500.00

COMMUNICATION WITH THE DEBTORS
Client/Matter No. 78108.0026

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/11/17	KVC	Prepare for (.3) and participate in conference with Weil banking team regarding advances under LFA and intercompany proposed advances (.5).	0.80	780.00
05/11/17	TQK	Engage in various discussions and negotiations with the Debtors regarding on-lending requests and protocol.	3.40	3,825.00
05/11/17	MJF	Prepare for call with Weil to discuss LFA and DIP (.8); teleconference with Weil, New York team and London team to discuss LFA issues (.5).	1.30	1,625.00
05/11/17	SR	Prepare for (.3) and participate in call with Weil finance teams regarding LFA (.5).	0.80	700.00
05/11/17	MWF	Telephone call with Weil, Proskauer New York team and London to discuss LFA issues.	0.50	367.50
05/11/17	NP	Call with Debtors' counsel.	0.50	275.00
05/12/17	IMG	Email Weil regarding meeting to discuss pension due diligence.	0.10	107.50
05/12/17	DAP	Conference with deponent's counsel regarding all-hands conference and deposition.	0.40	400.00
05/12/17	TQK	Various calls with E. Soto regarding Intercompany transfers (.4) and research same (.2).	0.60	675.00
05/12/17	VI	Review Proskauer letter correspondence to Weil and related issues regarding LFA payments.	0.30	270.00
05/13/17	VI	Multiple email correspondences with Proskauer team regarding in-person meeting with Debtors.	0.30	270.00
05/15/17	JWL	Conference with T. Karcher, D. Picon, H. Allanson, E. Soto, J. Dischner regarding Debtors cash management.	1.30	1,625.00
05/15/17	DAP	Conference call with A&M and Debtors regarding open issues (1.3); telephone conference with Debtors' counsel regarding deposition (.3).	1.60	1,600.00
05/15/17	MDT	Participate in telephone meeting with D. Picon, T. Karcher, R. Dombrowski, H. Allanson, J. Levitan, S. Dasari of WEC, individuals at Alix Partners, and individuals at Weil.	1.30	1,098.50
05/15/17	TQK	Prepare for (1.2) and attend call with Westinghouse treasurer and Debtors' professionals to discuss cash pool (1.3).	2.50	2,812.50
05/16/17	IMG	Review materials for call with Weil (.5); confer with J. Alex regarding call with Weil concerning pensions (.3); telephone call with Weil (A. Rosenblum) regarding benefits due diligence (.3).	1.10	1,182.50
05/16/17	JWL	Teleconference with E. Soto, T. Karcher regarding intercompany transfers.	0.30	375.00
05/16/17	DAP	Prepare for (.3) and conference with Weil regarding deposition and other issues (.3).	0.60	600.00
05/16/17	MDT	Coordination for deposition with E. Soto, D. Picon, and R. Hernandez.	0.40	338.00
05/16/17	TQK	Draft email to Debtors regarding proposal to resolve deposition, including revised protocol (.5); teleconference with E. Soto and T. Levitan regarding inter-company transfers (.3).	0.80	900.00

COMMUNICATION WITH THE DEBTORS
Client/Matter No. 78108.0026

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/16/17	MJF	Call with Weil with I. Golub, J. Alex, C. Daly and M. Freeman regarding EMEA pension liabilities (.3); analyze the advance loan requests for WE Holdings UK forwarded by Weil (.8).	1.10	1,375.00
05/16/17	SR	Attend call with Weil regarding pensions.	0.30	262.50
05/16/17	CD	Attend call with J. Goldblum at Weil regarding pensions.	0.30	262.50
05/16/17	MWF	Attend call with Weil with I. Golub, J. Alex, C. Daly and M. Fennessy.	0.30	220.50
05/16/17	JSA	Prepare for call with Weil Gotshal regarding EMEA pension liabilities (.5); conference call with Weil Gotshal regarding same (.3).	0.80	676.00
05/17/17	TQK	Various discussions and emails with R. Lemons regarding cash management objection and potential resolution of same.	0.40	450.00
05/18/17	IMG	Review email from Weil regarding PBGC request.	0.10	107.50
05/18/17	JZ	Email Debtors and DIP lender counsel regarding unsealed copies of pleadings.	0.20	180.00
05/18/17	TQK	Negotiations with Debtors regarding revised protocol (2.7); various calls with E. Soto regarding potential resolution of objection (1.0).	3.70	4,162.50
05/19/17	JWL	Teleconference with E. Soto, T. Karcher regarding potential resolution of objections (.7); teleconference with T. Karcher, E. Soto, G. Fail regarding intercompany protocol (.4); teleconference with E. Soto regarding settlement (.2); teleconference with G. Gordon regarding open issues (.2).	1.50	1,875.00
05/19/17	TQK	Negotiations with Debtors regarding DIP Financing objections and potential resolution (4.8); including call with E. Soto and J. Levitan. (.7).	5.50	6,187.50
05/19/17	JSA	Draft email to Debtors' counsel regarding pension diligence.	0.10	84.50
05/20/17	JWL	Review Debtors' response to Committee DIP objection.	0.70	875.00
05/20/17	MJF	Email from and to DU (Weil); emails to S. Radia regarding call on LFA.	0.20	250.00
05/20/17	NP	Review updated drafts from Debtors' counsel (.7) and redline changes (.1).	0.80	440.00
05/21/17	DAP	Call with T. Karcher, E. Soto and M. Tillem regarding hearing.	0.30	300.00
05/21/17	MDT	Participate in telephone conference with E. Soto, D. Picon, and T. Karcher.	0.30	253.50
05/21/17	JZ	Email with Debtors regarding revised DIP (.1); email DIP lenders regarding same (.1); call with G. Fail regarding protocol issues (.3); call with T. Karcher, G. Fail, and E. Soto regarding same (.3).	0.80	720.00
05/21/17	TQK	Conference call with D. Picon, E. Soto and M. Tillem.	0.30	337.50
05/22/17	IMG	Telephone conference with Weil (P. Wessel and A. Rosenblum) regarding revisions to intercompany protocol.	0.30	322.50

COMMUNICATION WITH THE DEBTORS
Client/Matter No. 78108.0026

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/22/17	JWL	Teleconference with T. Karcher, Togut regarding revisions to protocol (.6); teleconference with D. Cohen, E. Soto regarding sealing motion (.2); teleconferences with E. Soto, T. Karcher regarding revised protocol (.3).	1.10	1,375.00
05/22/17	KVC	Prepare for (.8) and participate in conference with Weil UK and US finance teams regarding on-lending status and documentation (.4).	1.20	1,170.00
05/22/17	JZ	Multiple emails with D. Cohen regarding DIP revisions.	0.20	180.00
05/22/17	TQK	Confer with R. Lemons regarding proposed orders.	0.90	1,012.50
05/22/17	MJF	Pre-call with Weil (pensions issues) and discuss with C. Daly (.2); prepare for call with Weil London and Weil NY with Proskauer New York and Proskauer London (.4); teleconference with Weil London and Weil NY with Proskauer New York and London teams (.4).	1.00	1,250.00
05/22/17	SR	Attend call with Weil and Proskauer finance teams.	0.40	350.00
05/22/17	CD	Attend call with Weil regarding LFA (.4); prepare for pensions call with Weil (.5); call with Weil regarding pensions (.4).	1.30	1,137.50
05/22/17	MWF	Teleconference with Weil London, Weil NY, New York team and London team regarding pensions.	0.40	294.00
05/22/17	JSA	Conference call and follow-up email correspondence with Weil Gotshal regarding benefits diligence.	0.40	338.00
05/22/17	JAE	Calls with T. Karcher, J. Levitan and Debtors' counsel about resolving DIP objection.	0.80	440.00
05/23/17	JZ	Multiple emails among D. Cohen, G. Fail, E. Soto, T. Claudia, J. Levitan and T. Karcher regarding DIP order revisions (.4); email D. Cohen regarding revised order (.1).	0.50	450.00
05/23/17	TQK	Negotiate revised protocol incorporated into DIP order with Debtors.	0.30	337.50
05/24/17	JSA	Conference call with Weil Gotshal regarding benefits diligence.	0.10	84.50
05/25/17	JWL	Review T. Karcher, D. Cohen emails regarding final documents.	0.10	125.00
05/26/17	MJF	Review email from J. Alex regarding Weil disclosure regarding EMEA pensions (.1); reply and email to London team regarding same (.1).	0.20	250.00

COMMUNICATION WITH THE DEBTORS
Client/Matter No. 78108.0026

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DAVID A. PICON	5.20	1,000.00	5,200.00
IRA M. GOLUB	1.60	1,075.00	1,720.00
JEFFREY W. LEVITAN	12.40	1,250.00	15,500.00
KRISTEN V. CAMPANA	3.70	975.00	3,607.50
MARK FENNESSY	5.80	1,250.00	7,250.00
TIMOTHY Q. KARCHER	32.80	1,125.00	36,900.00
Total For Partner	61.50		70,177.50
CRISPIN DALY	3.10	875.00	2,712.50
JARED ZAJAC	3.70	900.00	3,330.00
JERAMY WEBB	0.10	650.00	65.00
JOSHUA A. ESSES	2.20	550.00	1,210.00
JUSTIN S. ALEX	2.60	845.00	2,197.00
MARISSA D. TILLEM	2.00	845.00	1,690.00
MICHAEL FREEMAN	1.20	735.00	882.00
NICHOLAS PELLEGRINO	5.70	550.00	3,135.00
SUNAY RADIA	3.70	875.00	3,237.50
VINCENT INDELICATO	0.60	900.00	540.00
Total For Associate	24.90		18,999.00
Professional Fees	86.40	\$	89,176.50
Total this Matter		\$	<u>89,176.50</u>

UNITED STATES TRUSTEE
Client/Matter No. 78108.0028

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/20/17	JZ	Review email from U.S. Trustee regarding sealing issues.	0.10	90.00
05/22/17	JWL	Teleconference with T. Karcher and P. Schwartzberg regarding Chambers conference.	0.20	250.00
05/22/17	VI	Analyze U.S. Trustee letter correspondence and related issues regarding seal motions.	0.20	180.00
05/23/17	VI	Telephone conference with U.S. Trustee regarding Committee governance.	0.20	180.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JEFFREY W. LEVITAN	0.20	1,250.00	250.00
Total For Partner	0.20		250.00
JARED ZAJAC	0.10	900.00	90.00
VINCENT INDELICATO	0.40	900.00	360.00
Total For Associate	0.50		450.00
Professional Fees	0.70	\$	700.00
Total this Matter		\$	<u>700.00</u>

LEGAL RESEARCH AND ANALYSIS
Client/Matter No. 78108.0029

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/02/17	JW	Research regarding ordinary course.	1.10	715.00
05/03/17	JZ	Review J. Webb research regarding ordinary course test (.2); research regarding secured loans and 363(b) (.8); research regarding avoidance actions and DIP liens (.6).	1.60	1,440.00
05/05/17	JAE	Research regarding critical vendors.	0.50	275.00
05/10/17	MDT	Meet with T. Woo regarding legal research concerning DIP objection.	0.30	253.50
05/11/17	DAP	Work with T. Woo and M. Tillem regarding research issues for "ordinary course".	0.80	800.00
05/11/17	JZ	Research regarding dissipation of assets and ordinary course.	0.80	720.00
05/11/17	TW	Conduct research on "ordinary course of business" under section 363(c) of the Bankruptcy Code.	5.80	3,770.00
05/12/17	JZ	Call with T. Woo regarding ordinary course research.	0.40	360.00
05/17/17	JZ	Research regarding Section 107 of the Bankruptcy Code.	1.60	1,440.00
05/20/17	JAE	Research DIP objection research (.6); pulling docket for DIP objection (1.0).	1.60	880.00
05/26/17	CD	Review WEC UK documents.	1.80	1,575.00
05/28/17	CD	Review and collate materials for memorandum on Westinghouse EMEA issues.	3.80	3,325.00
05/29/17	MJF	Review draft memorandum issues and emails from C. Daly regarding the same to London team and A&M (.4); email in reply with comments (.1).	0.50	625.00
05/29/17	CD	Research draft memorandum on EMEA issues (3.5); emails regarding EMEA memorandum to London team and A&M team (.5).	4.00	3,500.00

LEGAL RESEARCH AND ANALYSIS
Client/Matter No. 78108.0029

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DAVID A. PICON	0.80	1,000.00	800.00
MARK FENNESSY	0.50	1,250.00	625.00
Total For Partner	1.30		1,425.00
CRISPIN DALY	9.60	875.00	8,400.00
JARED ZAJAC	4.40	900.00	3,960.00
JERAMY WEBB	1.10	650.00	715.00
JOSHUA A. ESSES	2.10	550.00	1,155.00
MARISSA D. TILLEM	0.30	845.00	253.50
TIFFANY WOO	5.80	650.00	3,770.00
Total For Associate	23.30		18,253.50
Professional Fees	24.60	\$	19,678.50
Total this Matter		\$	<u>19,678.50</u>

PREPARATION OF PLEADINGS
Client/Matter No. 78108.0030

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/01/17	JWL	Review first draft of objection to first day relief, conference with J. Zajac regarding revisions to same (.4); conference with J. Esses regarding revisions to first day objection (.2); edit revised draft of objection (.6).	1.20	1,500.00
05/01/17	JZ	Multiple meetings with J. Levitan regarding first day orders and objection (.4); call with J. Esses regarding objection (.1); email E. Rodriguez regarding case filings (.1); review and revise omnibus objection to first day motions (1.6); email J. Esses regarding same (.1); review administrative expense motion (.1); email T. Karcher regarding critical vendor payments (.1); call J. Esses regarding omnibus objection (.1).	2.60	2,340.00
05/01/17	JAE	Draft First Day limited objection (1.1); conference with J. Levitan regarding first day objection (.2).	1.30	715.00
05/02/17	JWL	Confer with J. Esses regarding revisions to first day orders.	0.30	375.00
05/02/17	TQK	Review and revise omnibus objection to motions and circulate to team.	3.70	4,162.50
05/02/17	VI	Revise draft Committee objections.	1.90	1,710.00
05/02/17	JAE	Draft first day objections (2.7); confer with J. Levitan regarding first day orders (.3).	3.00	1,650.00
05/03/17	JWL	Edit draft obligation to first/second day relief (.2); confer with J. Esses regarding same (.1).	0.30	375.00
05/03/17	JZ	Review and revise omnibus objection (.6); review J. Esses comments regarding same (.2); email T. Karcher regarding omnibus objection (.1); call with J. Esses regarding same (.1); emails with T. Karcher and J. Levitan regarding same (.2); email H. Allanson regarding critical vendor order (.1); review and comments to revised orders (.7); revise DIP objection (.7); review all cases and cite check DIP objection cases (2.4).	5.10	4,590.00
05/03/17	TQK	Finalize draft objection to DIP financing, intercompany transfer protocol, and Omnibus objection.	3.50	3,937.50
05/03/17	VI	Revise draft Committee objection to first day motions.	0.70	630.00
05/03/17	JAE	Draft first day objections (2.2); Coordinate with B. Perskin on case management (.2).	2.40	1,320.00
05/04/17	JZ	Revise DIP objection (1.2); review new cases in ordinary course section of DIP objection (1.0).	2.20	1,980.00
05/04/17	TQK	Review additional revisions to various orders (wage, tax, critical vendors, cash management) and input from A&M (1.6); meetings and emails with J. Esses regarding same (1.2).	2.80	3,150.00
05/04/17	JAE	Draft first day objections (1.1); meetings with T. Karcher regarding same (.7).	1.80	990.00
05/05/17	JZ	Revise and finalize DIP objection and exhibits.	2.80	2,520.00
05/05/17	VI	Revise draft Committee first day objections.	1.50	1,350.00

PREPARATION OF PLEADINGS
Client/Matter No. 78108.0030

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/05/17	JAE	Review agent application claims	0.80	440.00
05/08/17	JWL	Conference with J. Esses regarding objection to cash management motion.	0.20	250.00
05/08/17	JAE	Draft and review cash management objection.	2.70	1,485.00
05/09/17	JZ	Review and revise cash management objection (1.5); prepare for (.2) and meeting with J. Esses regarding cash management objection (1.1).	3.00	2,700.00
05/09/17	JAE	Draft cash Management with J. Zajac (1.1) and review same (1.0).	2.10	1,155.00
05/10/17	JZ	Emails with J. Esses regarding cash management objection.	0.20	180.00
05/10/17	JAE	Drafting cash management objection (1.5); emails with J. Zajac regarding same (.2).	1.70	935.00
05/11/17	JZ	Review and analyze cash management objection (.9); draft and revise same (6.8).	7.70	6,930.00
05/11/17	VI	Revise draft of Section 1102(b)(3) motion.	0.50	450.00
05/11/17	JAE	Research Toshiba cash management (1.5); prepare cash management objection (.8).	2.30	1,265.00
05/12/17	JWL	Edit cash management objection (.8); confer with J. Zajac regarding revisions to cash management motion (.2).	1.00	1,250.00
05/12/17	DAP	Review objections.	0.60	600.00
05/12/17	JZ	Revise cash management objection (1.4); conference with J. Levitan regarding same (.2)	1.60	1,440.00
05/13/17	DAP	Meet with T. Karcher and M. Tillem regarding cash management system.	0.30	300.00
05/13/17	MDT	Email communications with D. Picon and T. Karcher regarding cash management system (.7); Review objection to cash management motion (.3).	1.00	845.00
05/13/17	TQK	Research and prepare objection to cash management system (5.9); confer with D. Picon and M. Tillem regarding cash management system (.3); confer with M. Bienenstock and D. Picon regarding same (1.3).	7.50	8,437.50
05/14/17	DAP	Review cash management objection and emails with T. Woo and M. Tillem regarding same.	0.40	400.00
05/15/17	JZ	Review and revise DIP and cash collateral objections.	2.10	1,890.00
05/15/17	JW	Review draft Committee objections to Debtors' motions.	0.30	195.00
05/16/17	TQK	DIP and Cash Management Objection (.1); finalize drafts of DIP objection and cash management objection (3.8).	3.90	4,387.50
05/16/17	VI	Review revised Committee draft objections.	2.00	1,800.00
05/17/17	JZ	Draft and revise sealing motion (4.9); review all cases cited in same (1.2).	6.10	5,490.00
05/17/17	JAE	Draft motion to file under seal.	1.40	770.00
05/18/17	JWL	Review revised omnibus first day objection, conference with J. Esses.	0.30	375.00
05/18/17	DAP	Revise objections and sealing motion and emails and calls with team regarding same.	2.90	2,900.00

PREPARATION OF PLEADINGS
Client/Matter No. 78108.0030

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/18/17	JZ	Review deposition transcript regarding citations for objection (.6); update citations in objections (.3); review and revise limited omnibus objection (.5); review all new cases cited in objections (.9); email T. Karcher regarding status of objections (.1); review and revise DIP objection (2.3); review and revise cash management objection (.6); call with J. Levitan regarding omnibus objection (.1); call with J. Esses regarding same (.1); call with D. Picon, T. Karcher, and J. Levitan regarding sealing motion (.2); revise same (.3); email V. Indelicato regarding PJT (.1); email V. Indelicato regarding omnibus objection (.1).	6.20	5,580.00
05/18/17	TQK	Finalize preparation of objections and motions to file under seal (.2); confer with M. Bienenstock regarding same (3.4); call with D. Picon, J. Levitan and J. Zajac regarding sealing motion (.2).	3.80	4,275.00
05/18/17	CD	Review proposed final orders sent by T. Karcher.	1.20	1,050.00
05/18/17	VI	Revise final Committee objections.	2.30	2,070.00
05/20/17	JZ	Review CNOs for first day orders (.9); emails with J. Esses regarding case cites (.2).	1.10	990.00
05/22/17	TQK	Prepare and review motion to withdraw documents.	1.40	1,575.00
05/22/17	VI	Revise draft notice of withdrawal regarding Committee objections.	0.50	450.00
05/22/17	JAE	Meeting with T. Karcher to review proposed final orders.	1.20	660.00
05/23/17	VI	Review revised wages order.	0.30	270.00
05/26/17	TQK	Review comments to critical vendor order.	0.40	450.00
05/26/17	VI	Revise draft Section 1102(b)(3) motion (1.0); review further revised draft cash management order (.6).	1.60	1,440.00
05/31/17	JAE	Draft Section 1102(b)(3) motion.	0.60	330.00

PREPARATION OF PLEADINGS
Client/Matter No. 78108.0030

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DAVID A. PICON	4.20	1,000.00	4,200.00
JEFFREY W. LEVITAN	3.30	1,250.00	4,125.00
TIMOTHY Q. KARCHER	27.00	1,125.00	30,375.00
Total For Partner	34.50		38,700.00
CRISPIN DALY	1.20	875.00	1,050.00
JARED ZAJAC	40.70	900.00	36,630.00
JERAMY WEBB	0.30	650.00	195.00
JOSHUA A. ESSES	21.30	550.00	11,715.00
MARISSA D. TILLEM	1.00	845.00	845.00
VINCENT INDELICATO	11.30	900.00	10,170.00
Total For Associate	75.80		60,605.00
Professional Fees	110.30	\$	99,305.00
Total this Matter		\$	<u>99,305.00</u>

HEARINGS AND COURT MATTERS
Client/Matter No. 78108.0031

DETAIL DESCRIPTION OF SERVICES RENDERED:

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/18/17	DAP	Participate in telephone conference with D. Picon regarding preparation of direct testimony for hearing to DIP motion.	0.40	400.00
05/18/17	MDT	Participate in telephone conference with D. Picon regarding preparation of direct testimony for hearing to DIP motion.	0.40	338.00
05/18/17	MG	Prepare for hearing.	4.20	1,743.00
05/19/17	DAP	Begin hearing preparation.	1.10	1,100.00
05/19/17	MG	Highlight all redacted material for Chambers copy of DIP materials (.9); calls with J. Zajac regarding same (.2); call with court room deputy regarding motion to seal (.1); organize documents and prepare under seal package (1.2); prepare chambers' courtesy copy (.1); speak to clerk (.1); review ECF notifications and certain relevant pleadings (.8); telephone call with P. Schwartzberg regarding hard copies of seal motions (.1).	3.50	1,452.50
05/20/17	JWL	Outline possible testimony (.3); conference with T. Karcher regarding preparing for hearing, objections (.3); email J. Zajac regarding research on objection (.1); teleconference with D. Picon regarding discovery for DIP hearing (.2).	0.90	1,125.00
05/20/17	DAP	Calls with M. Tillem regarding R. Dombrowski direct examination (.5); prepare outlines (1.2); calls with witnesses (.7); emails regarding new production (.3).	2.70	2,700.00
05/20/17	MDT	Participate in telephone conference with D. Picon regarding direct examination of R. Dombrowski (.2); participate in telephone conference with D. Picon regarding direct examination of R. Dombrowski (.3); draft direct examination outline of R. Dombrowski (2.9); Edit direct examination outline of R. Dombrowski (2.2).	5.60	4,732.00
05/20/17	TQK	Prepare for contested DIP Hearing (6.2); confer with J. Levitan regarding hearing and objection to certain motions (.3).	6.50	7,312.50
05/21/17	DAP	Prepare for hearing, including preparing exam outlines (1.4); call with M. Tillem regarding direct examination outline (.2); call with M. Tillem regarding cross examination (.3).	1.90	1,900.00
05/21/17	MDT	Participate in telephone conference with D. Picon regarding direct examination outline (.2); participate in telephone conference with D. Picon regarding cross examination outline (.3); Edit direct examination outline of R. Dombrowski (1.1); draft cross examination outline of L. Donahue (3.4).	5.00	4,225.00
05/21/17	TQK	Prepare for contested DIP Hearing (4.8); various calls with Debtors regarding same (.9).	5.70	6,412.50
05/21/17	VI	Review documents in preparation for contested DIP hearing (1.5); telephone conference with D. Picon regarding DIP hearing preparation (.3).	1.80	1,620.00
05/21/17	JAE	Prepare pleading binders in advance of hearing Tuesday.	0.50	275.00

HEARINGS AND COURT MATTERS
Client/Matter No. 78108.0031

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/22/17	JWL	Prepare for and attend Chambers conference.	0.40	500.00
05/22/17	DAP	Prepare for second day hearing (3.6); conference call with M. Tillem regarding cross examination (.3); emails with A&M regarding same (.1); conference call with Court regarding sealing motion (.3); conference with Proskauer team regarding same (.4); conference call with Weil regarding same (.1); review revised DIP order and protocol (.1).	4.90	4,900.00
05/22/17	MDT	Edit L. Donahue cross examination outline (.9); draft M. Buschman cross examination outline (1.0); prepare exhibits with H. Silverman (.2); participate in telephone conference with D. Picon regarding cross examination outlines (.3).	2.40	2,028.00
05/22/17	JZ	Email T. Karcher regarding notice of withdrawal of objection (.1); emails with V. Indelicato regarding same (.2); email J. Esses regarding hearing (.1); email M. Giddens regarding same (.1); review notice of withdrawal (.1); review U.S. Trustee letter regarding sealing (.1); emails with J. Esses and M. Giddens regarding hearing preparation (.2); call with Chambers regarding sealing motions (.4); post call meeting with T. Karcher, J. Levitan, and D. Picon regarding same (.2).	1.40	1,260.00
05/22/17	TQK	Prepare for hearing on DIP Financing (6.5); prepare for and attend telephonic hearing regarding sealing of documents (.9); prepare for hearing (1.7)..	9.10	10,237.50
05/22/17	MJF	Review various emails from New York team regarding hearing on 05/23/17.	0.30	375.00
05/22/17	MG	Hearing preparation, including preparing binders, entries, reviewing agenda and monitoring docket.	5.40	2,241.00
05/22/17	JW	Draft notice of withdrawal of objections to first day motions.	0.60	390.00
05/22/17	JAE	Call with Court regarding hearing (.5); organize documents for hearing tomorrow (.9).	1.40	770.00
05/22/17	HS	Prepare trial materials for hearing per M. Tillem	2.50	600.00
05/23/17	JWL	Attend second day hearing.	1.40	1,750.00
05/23/17	DAP	Telephone conference with J. Levitan regarding hearing (.1); emails regarding draft discovery motion (.1).	0.20	200.00
05/23/17	MDT	Prepare witness binders with H. Silverman.	0.30	253.50
05/23/17	JZ	Review agenda (.1); email T. Karcher regarding hearing (.1); prepare for hearing (1.0); multiple emails with M. Giddens regarding hearing materials (.2); call with M. Giddens regarding same (.1); meeting with J. Levitan regarding same (.2); post hearing meeting with M. Bienenstock, T. Karcher, J. Levitan, V. Indelicato, and J. Esses (.3); post-call meeting with J. Levitan, T. Karcher and V. Indelicato (.2); attend second-day hearing (1.3).	3.50	3,150.00
05/23/17	MJB	Prepare for and attendance at final hearing on first day motions.	2.40	3,240.00
05/23/17	TQK	Prepare for (.8) and attend hearing on DIP financing (1.3).	2.10	2,362.50
05/23/17	MG	Continue to prepare for hearing.	2.60	1,079.00

HEARINGS AND COURT MATTERS
Client/Matter No. 78108.0031

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05/23/17	VI	Attend second-day Hearing.	1.30	1,170.00
05/23/17	JAE	Attend hearing	1.30	715.00
05/23/17	HS	Review DIP cross motion outline and prepare corresponding exhibits per M. Tillem	1.50	360.00
05/24/17	VI	Review final first day orders.	1.00	900.00
05/24/17	HS	Prepare Committee trial exhibit materials per M. Tillem.	0.50	120.00
05/25/17	MG	Download and circulate second day motions hearing transcript (.1); begin to review same (.5).	0.60	249.00
05/30/17	MJF	Review Email from V. Indelicato regarding Second Day motion transcript.	0.30	375.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DAVID A. PICON	11.20	1,000.00	11,200.00
JEFFREY W. LEVITAN	2.70	1,250.00	3,375.00
MARK FENNESSY	0.60	1,250.00	750.00
MARTIN J. BIENENSTOCK	2.40	1,350.00	3,240.00
TIMOTHY Q. KARCHER	23.40	1,125.00	26,325.00
Total For Partner	40.30		44,890.00
JARED ZAJAC	4.90	900.00	4,410.00
JERAMY WEBB	0.60	650.00	390.00
JOSHUA A. ESSES	3.20	550.00	1,760.00
MARISSA D. TILLEM	13.70	845.00	11,576.50
VINCENT INDELICATO	4.10	900.00	3,690.00
Total For Associate	26.50		21,826.50
HANNAH SILVERMAN	4.50	240.00	1,080.00
MAGALI GIDDENS	16.30	415.00	6,764.50
Total For Legal Assistant	20.80		7,844.50
Professional Fees	87.60	\$	74,561.00
Total this Matter		\$	<u>74,561.00</u>

Exhibit B

Records of Expenses

DISBURSEMENTS
Client/Matter No. 78108.0034

Date	Timekeeper	Type	Description	Amount
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.30
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$1.60
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$1.50
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$3.50
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$1.60
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.30
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.40
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$1.60
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/08/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$12.20
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.50
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$1.50
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.30
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.40
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.40
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.50
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.70
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.30
05/08/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.60
05/09/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/09/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$2.40
05/09/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/09/2017	Nicholas Pellegrino	REPRODUCTION	REPRODUCTION	\$1.60
05/09/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/09/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$2.20
05/09/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/09/2017	Jared Zajac	REPRODUCTION	REPRODUCTION	\$1.30
05/09/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/09/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$2.10
05/09/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/09/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$2.40
05/09/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/09/2017	Jared Zajac	REPRODUCTION	REPRODUCTION	\$2.50
05/10/2017	Nicholas Pellegrino	REPRODUCTION	REPRODUCTION	\$6.90
05/10/2017	Nicholas Pellegrino	REPRODUCTION	REPRODUCTION	\$2.70
05/10/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/10/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/10/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.30
05/10/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/10/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/10/2017	Nicholas Pellegrino	REPRODUCTION	REPRODUCTION	\$1.10
05/10/2017	Nicholas Pellegrino	REPRODUCTION	REPRODUCTION	\$3.20
05/10/2017	Jared Zajac	REPRODUCTION	REPRODUCTION	\$0.70
05/10/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$4.20
05/10/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/10/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$4.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.40
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.40

DISBURSEMENTS
Client/Matter No. 78108.0034

Date	Timekeeper	Type	Description	Amount
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$3.00
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$3.60
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.80
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.60
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$9.00
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.10
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.10
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.10
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.80
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.60
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.30
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$31.80
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$36.30
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$12.60
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.50
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.50
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.30
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.90
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.50
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.10
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.10
05/11/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$4.90
05/11/2017	Nicholas Pellegrino	REPRODUCTION	REPRODUCTION	\$1.00
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$25.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$3.00
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.60
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$74.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$29.40
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$3.50
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.40
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.80
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.80
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$3.50
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.90
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.10
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$10.50
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$63.60
05/11/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$3.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$9.60
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$9.60
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$9.60
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.60
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$9.00
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$21.00
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.30

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Date	Timekeeper	Type	Description	Amount
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.80
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.60
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.90
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.80
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$10.50
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.90
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.10
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.90
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$3.30
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.80
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.80
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.50
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.60
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.30
05/11/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/11/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/11/2017	Nicholas Pellegrino	REPRODUCTION	REPRODUCTION	\$4.40
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.60
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$9.60
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.80
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.80
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.10
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$11.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.10
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.10
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.90
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.40
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$11.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$11.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$11.20
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$10.50
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.40
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$24.50
05/11/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.80
05/12/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/12/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/12/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$1.50
05/12/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$5.00
05/12/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$3.70
05/12/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/12/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/12/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/12/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$3.70
05/15/2017	Nicholas Pellegrino	REPRODUCTION	REPRODUCTION	\$2.40
05/15/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/15/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$2.40
05/15/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/15/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$2.00
05/15/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10

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Date	Timekeeper	Type	Description	Amount
05/15/2017	Nicholas Pellegrino	REPRODUCTION	REPRODUCTION	\$3.00
05/15/2017	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$3.60
05/15/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$4.00
05/15/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$2.10
05/15/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/15/2017	Nicholas Pellegrino	REPRODUCTION	REPRODUCTION	\$7.60
05/15/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$3.90
05/15/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.40
05/15/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.20
05/16/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/16/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/16/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.80
05/16/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.50
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.10
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.20
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.10
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.60
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.60
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.60
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.50
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.10
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.60
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.30
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.30
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.30
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.20
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.10
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$3.50
05/16/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$3.80
05/16/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$4.20
05/16/2017	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$4.80
05/16/2017	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$0.60
05/16/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$7.20
05/16/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$3.80
05/16/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$1.90
05/16/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$1.00
05/16/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$2.50
05/16/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$1.30
05/16/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.70
05/16/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$2.20
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.40
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$3.50
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.30
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.40
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.40
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.60
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.10
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$13.20
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.20
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$10.90

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Date	Timekeeper	Type	Description	Amount
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.10
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.30
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.30
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.90
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.60
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.40
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.40
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.50
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.50
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.10
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$12.10
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.20
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$10.60
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.60
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.40
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.10
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.20
05/16/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/17/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$5.00
05/17/2017	Brian Hooven	REPRODUCTION	REPRODUCTION	\$0.40
05/18/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/18/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/18/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.20
05/18/2017	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$1.00
05/18/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$2.90
05/18/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$2.90
05/18/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$1.80
05/19/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$4.50
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$2.90
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.90
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$1.80
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.90
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$37.60
05/19/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.30
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.40
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$4.80
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$4.80
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$4.80
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.90
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.70
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$3.50
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$1.10
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$2.00
05/19/2017	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$5.30
05/19/2017	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$2.20
05/19/2017	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$1.80
05/19/2017	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$1.30
05/19/2017	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$7.70
05/19/2017	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$1.80
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.60
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.20
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.20
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.60

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Date	Timekeeper	Type	Description	Amount
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.10
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.30
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.10
05/19/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.10
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$74.20
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$29.40
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$3.50
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.40
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.80
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.80
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$3.50
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.90
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.20
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.10
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$10.50
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.10
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$11.20
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.10
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.10
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$4.90
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.40
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$11.20
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$11.20
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$11.20
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$10.50
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.40
05/21/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$24.50
05/21/2017	Marissa D. Tillem	REPRODUCTION	REPRODUCTION	\$0.20
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$19.20
05/22/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$2.10
05/22/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$34.30
05/22/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$105.00
05/22/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$2.20
05/22/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$4.30
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$1.20
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$12.20
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$1.60
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$11.60
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$14.00
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$1.40
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$5.00
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$2.40
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$13.20
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$8.80
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$1.40
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$7.40
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$1.20
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$3.60

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Date	Timekeeper	Type	Description	Amount
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$1.60
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$4.40
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$1.60
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$8.00
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$7.80
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$26.00
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$1.00
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$10.00
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$26.40
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$23.80
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$3.00
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$11.00
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$1.80
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$11.60
05/22/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/22/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$4.40
05/22/2017	Nicholas Pellegrino	REPRODUCTION	REPRODUCTION	\$12.50
05/22/2017	Nicholas Pellegrino	REPRODUCTION	REPRODUCTION	\$9.40
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.20
05/22/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.60
05/22/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.20
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.20
05/22/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.70
05/22/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/22/2017	Nicholas Pellegrino	REPRODUCTION	REPRODUCTION	\$0.30
05/22/2017	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$12.00
05/22/2017	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$4.30
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.20
05/22/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$4.00
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$18.80
05/22/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$1.20
05/22/2017	Jeramy Webb	REPRODUCTION	REPRODUCTION	\$0.20
05/23/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.40
05/23/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.60
05/23/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.60
05/23/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.60
05/23/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.60
05/23/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$1.50
05/23/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.10
05/23/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$9.90
05/23/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$5.10
05/23/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$5.10
05/23/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/23/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$6.30
05/23/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.80
05/23/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.40
05/23/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.30
05/23/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.20
05/23/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.10
05/23/2017	Hannah Silverman	REPRODUCTION	REPRODUCTION	\$0.30
05/23/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$11.40
05/23/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$74.10

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Date	Timekeeper	Type	Description	Amount
05/24/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/24/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$8.90
05/24/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.30
05/25/2017	Janet D. Ross	REPRODUCTION	REPRODUCTION	\$0.10
05/25/2017	Janet D. Ross	REPRODUCTION	REPRODUCTION	\$5.10
05/25/2017	Janet D. Ross	REPRODUCTION	REPRODUCTION	\$6.30
05/25/2017	Janet D. Ross	REPRODUCTION	REPRODUCTION	\$5.10
05/25/2017	Janet D. Ross	REPRODUCTION	REPRODUCTION	\$9.90
05/25/2017	Janet D. Ross	REPRODUCTION	REPRODUCTION	\$0.10
05/26/2017	Janet D. Ross	REPRODUCTION	REPRODUCTION	\$0.40
05/27/2017	Joshua A. Esses	REPRODUCTION	REPRODUCTION	\$0.10
05/30/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$4.60
05/30/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.40
05/30/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.20
05/30/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.40
05/30/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$0.40
05/30/2017	Magali Giddens	REPRODUCTION	REPRODUCTION	\$2.10
05/31/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.30
05/31/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.20
05/31/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$0.10
05/31/2017	Rosa Hernandez	REPRODUCTION	REPRODUCTION	\$9.30
Total for REPRODUCTION				\$1,927.80

Date	Timekeeper	Type	Description	Amount
05/02/2017	Jeremy Webb	LEXIS	LEXIS Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	\$90.00
Total for LEXIS				\$90.00

Date	Timekeeper	Type	Description	Amount
05/01/2017	Jeremy Webb	WESTLAW	WESTLAW Connect and Comm Time - 000000:00:00 WestChk and Other Trans - 0000000005 Lines	\$138.00
05/04/2017	Joshua A. Esses	WESTLAW	WESTLAW Connect and Comm Time - 000000:00:00 WestChk and Other Trans - 0000000018 Lines	\$495.00
05/20/2017	Joshua A. Esses	WESTLAW	WESTLAW Connect and Comm Time - 000000:00:00 WestChk and Other Trans - 0000000008 Lines	\$661.00
Total for WESTLAW				\$1,294.00

Date	Timekeeper	Type	Description	Amount
05/17/2017	David A. Picon	TRANSCRIPTS & DEPOSITIONS	TRANSCRIPTS & DEPOSITIONS - - VENDOR: GREGORY EDWARDS LLC MAY 17, 2017 - NEW YORK - DEPONENT: SRIKANTH DASARI; CERTIFIED TRANSCRIPT - INV#111066; 5/23/2017	\$2,701.94
Total for TRANSCRIPTS & DEPOSITIONS				\$2,701.94

DISBURSEMENTS
 Client/Matter No. 78108.0034

Date	Timekeeper	Type	Description	Amount
05/05/2017	Magali Giddens	TAXICAB/CAR SVC.	TAXICAB/CAR SVC. Taxi XYZ Invoice:1624894Voucher:9931674 From:11 TIMES SQ To: W 135 ST At:20:46 Passenger:GIDDENS MAGALI	\$54.58
05/10/2017	Marissa D. Tillem	TAXICAB/CAR SVC.	TAXICAB/CAR SVC. Taxi EXECUTIVE Invoice: 4950890;Voucher: 27406 2040:11 W 41 ST To JERSEY CITY;NJ Passenger: MARRISA TILLEM	\$54.33
05/11/2017	Marissa D. Tillem	TAXICAB/CAR SVC.	TAXICAB/CAR SVC. Taxi EXECUTIVE Invoice: 4956457;Voucher: 27430 2100:11 W 41 ST To JERSEY CITY;NJ Passenger: MARRISA TILLEM	\$67.14
05/22/2017	Magali Giddens	TAXICAB/CAR SVC.	TAXICAB/CAR SVC. Taxi XYZ Invoice:1626274Voucher:7052227 819 From:11 TIMES SQ To:AS DIRECTED At:22:05 Passenger:GIDDENS MAGALI	\$43.44
05/27/2017	Joshua A. Esses	TAXICAB/CAR SVC.	TAXICAB/CAR SVC. Taxi XYZ Invoice:1626812Voucher:7052707 638 From:11 TIMES SQ To:60 AVENUE B At:12:53 Passenger:ESSES JOSHUA A.	\$33.19
			Total for TAXICAB/CAR SVC.	\$252.68

Date	Timekeeper	Type	Description	Amount
05/02/2017	Jeffrey W. Levitan	MEALS/DINNER VOUCHER	MEALS/DINNER VOUCHER - - INVOICE # 2110601960 DATED 05/04/17 - VOUCHER# 2307489 Meals	\$15.00
			Total for MEALS/DINNER VOUCHER	\$15.00

Date	Timekeeper	Type	Description	Amount
05/02/2017	Jared Zajac	LONG DISTANCE TELEPHONE	LONG DISTANCE TELEPHONE Inv Num: 1743770363 Inv Date: 5/31/2017 Account Name: Proskauer Rose Account No: 162216 Name: Jared Zajac Emp Id: 2414 On: 5/2/2017 15:38 Minutes: 68 Conf Chgs: Tax: 0.06	\$0.95
05/05/2017	Magali Giddens	LONG DISTANCE TELEPHONE	LONG DISTANCE TELEPHONE From x3036 To: 3107767386 (SNMN MRVS,CA) At: 1328 Duration: 0.6Minutes	\$0.35

DISBURSEMENTS
 Client/Matter No. 78108.0034

Date	Timekeeper	Type	Description	Amount
05/10/2017	Justin S. Alex	LONG DISTANCE TELEPHONE	LONG DISTANCE TELEPHONE Inv Num: 1743770363 Inv Date: 5/31/2017 Account Name: Proskauer Rose Account No: 162216 Name: justin alex Emp Id: 8950 On: 5/10/2017 10:58 Minutes: 3 Conf Chgs: Tax: 0	\$0.04
05/10/2017	Justin S. Alex	LONG DISTANCE TELEPHONE	LONG DISTANCE TELEPHONE Inv Num: 1743770363 Inv Date: 5/31/2017 Account Name: Proskauer Rose Account No: 162216 Name: justin alex Emp Id: 8950 On: 5/10/2017 11:28 Minutes: 96 Conf Chgs: Tax: 0.11	\$2.09
05/11/2017	David A. Picon	LONG DISTANCE TELEPHONE	LONG DISTANCE TELEPHONE From x3974 To: 6093044456 (MOORESTOWN,NJ) At: 1305 Duration: 1.1Minutes	\$0.70
05/16/2017	IRA M. Golub	LONG DISTANCE TELEPHONE	LONG DISTANCE TELEPHONE Inv Num: 1743770363 Inv Date: 5/31/2017 Account Name: Proskauer Rose Account No: 162216 Name: IRA GOLUB Emp Id: 0201 On: 5/16/2017 9:54 Minutes: 68 Conf Chgs: Tax: 0.03	\$1.20
05/19/2017	Magali Giddens	LONG DISTANCE TELEPHONE	LONG DISTANCE TELEPHONE From x3036 To: 9198890466 (RALEIGH,NC) At: 0816 Duration: 1.3Minutes	\$0.70
05/21/2017	Jared Zajac	LONG DISTANCE TELEPHONE	LONG DISTANCE TELEPHONE Inv Num: 1743770363 Inv Date: 5/31/2017 Account Name: Proskauer Rose Account No: 162216 Name: Jared Zajac Emp Id: 2414 On: 5/21/2017 10:29 Minutes: 91 Conf Chgs: Tax: 0.06	\$1.23
05/22/2017	IRA M. Golub	LONG DISTANCE TELEPHONE	LONG DISTANCE TELEPHONE Inv Num: 1743770363 Inv Date: 5/31/2017 Account Name: Proskauer Rose Account No: 162216 Name: IRA GOLUB Emp Id: 0201 On: 5/22/2017 13:56 Minutes: 103 Conf Chgs: Tax: 0.04	\$1.39
05/31/2017	Jared Zajac	LONG DISTANCE TELEPHONE	LONG DISTANCE TELEPHONE Inv Num: 1743770363 Inv Date: 5/31/2017 Account Name: Proskauer Rose Account No: 162216 Name: Jared Zajac Emp Id: 2414 On: 5/31/2017 15:58 Minutes: 63 Conf Chgs: Tax: 0.06	\$0.87
			Total for LONG DISTANCE TELEPHONE	\$9.52

DISBURSEMENTS
 Client/Matter No. 78108.0034

Date	Timekeeper	Type	Description	Amount
05/02/2017	Jared Zajac	DINNER VOUCHER/SWEB	DINNER VOUCHER/SWEB Meals Vendor:Istanbul Kebab House Turkish and Mediterr Order#1824361075 for Jared Zajac	\$20.00
05/10/2017	Marissa D. Tillem	DINNER VOUCHER/SWEB	DINNER VOUCHER/SWEB Meals Vendor:Patron Mexican Grill Order#1826644187 for Marissa Tillem	\$18.72
05/16/2017	Brian Hooven	DINNER VOUCHER/SWEB	DINNER VOUCHER/SWEB Meals Vendor:CookUnity Order#1828135096 for Brian Hooven	\$20.00
Total for DINNER VOUCHER/SWEB				\$58.72

Date	Timekeeper	Type	Description	Amount
05/27/2017	Joshua A. Esses	LOCAL MEALS	LOCAL MEALS Meals Breakfast - Joshua Esses Breakfast - worked on Saturday Joshua Esses	\$5.99
Total for LOCAL MEALS				\$5.99

Charges and Disbursements Summary

Type of Disbursements	Amount
REPRODUCTION	1,927.80
LEXIS	90.00
WESTLAW	1,294.00
TRANSCRIPTS & DEPOSITIONS	2,701.94
TAXICAB/CAR SVC.	252.68
MEALS/DINNER VOUCHER	15.00
LONG DISTANCE TELEPHONE	9.52
DINNER VOUCHER/SWEB	58.72
LOCAL MEALS	5.99
Total Expenses	\$6,355.65
Total Amount for this Matter	\$6,355.65