Hearing Date: May 21, 2019 at 11:00 a.m. (prevailing Eastern Time)
Objection Deadline: May 14, 2019 at 4:00 p.m. (prevailing Eastern Time)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:	)	Chapter 11
AEGEAN MARINE PETROLEUM NETWORK INC., *et al.*,	)	Case No. 18-13374 (MEW)
Debtors.[1]	)	(Jointly Administered)

SECOND INTERIM AND FINAL FEE APPLICATION OF PJT PARTNERS LP AS INVESTMENT BANKER TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ALLOWANCE (AND FINAL APPROVAL) OF COMPENSATION FOR SERVICES RENDERED AND FOR THE REIMBURSEMENT OF ALL NECESSARY OUT-OF-POCKET EXPENSES INCURRED FOR THE PERIOD OF NOVEMBER 15, 2018 THROUGH APRIL 3, 2019

SUMMARY SHEET

Name of Applicant:	PJT Partners LP
Authorized to Provide Professional Services to:	Office Committee of Unsecured Creditors of Aegean Marine Petroleum Network Inc., et al.
Date of Retention:	Order entered on January 17, 2019 approving the retention of PJT Partners LP *nunc pro tunc* to November 15, 2018 [Docket No. 249]
Period for which Compensation And Reimbursement is Sought:	November 15, 2018 through April 3, 2019
Amount of Compensation Sought As Actual, Reasonable, and Necessary:	$3,445,000.00
Amount of Expense Reimbursement Sought as Actual, Reasonable, and Necessary:	$3,383.39
Amount of Cash Payment Sought:	$225,426.89

This is a ___ monthly __x__ interim __x__ final application

[1] A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' proposed claims and noticing agent at http://dm.epiq11.com/aegean.

Prior Monthly Fee Statements Filed:

		Requested		Approved		
Date Filed [Docket Number]	**Period Covered**	**Fees**	**Expenses**	**Fees**	**Expenses**	**Amount Paid**
02/05/19 [Docket No. 335]	11/15/18 – 12/31/18	$230,000.00	$2,956.50	$230,000.00	$2,956.50	$232,956.50
03/06/19 [Docket No. 422]	01/01/19 – 01/31/19	$150,000.00	$0.00	$120,000.00	$0.00	$120,000.00
03/22/19 [Docket No. 487]	02/01/19 – 02/28/19	$150,000.00	$0.00	$120,000.00	$0.00	$120,000.00
04/24/19 [Docket No. 532]	03/01/19 – 04/03/19	$165,000.00	$0.00	*Pending*	*Pending*	*Pending*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:	)	Chapter 11
AEGEAN MARINE PETROLEUM NETWORK INC., *et al*.,	)	Case No. 18-13374 (MEW)
Debtors.[1]	)	(Jointly Administered)

SECOND INTERIM AND FINAL FEE APPLICATION OF PJT PARTNERS LP AS INVESTMENT BANKER TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ALLOWANCE (AND FINAL APPROVAL) OF COMPENSATION FOR SERVICES RENDERED AND FOR THE REIMBURSEMENT OF ALL NECESSARY OUT-OF-POCKET EXPENSES INCURRED FOR THE PERIOD OF NOVEMBER 15, 2018 THROUGH APRIL 3, 2019

PJT Partners LP ("PJT") respectfully represents as follows:

I. Background

1. On November 6, 2018 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq., as amended (the "Bankruptcy Code"). The debtors and debtors-in-possession (collectively, the "Debtors") were operating their businesses and managing their properties as debtors-in-possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code.

2. On November 15, 2018, the United States Trustee for Region 2 (the "U.S. Trustee") filed the *Notice of Appointment of Official Committee of Unsecured Creditors* [Docket No. 80] appointing the members of the Official Committee of Unsecured Creditors (the "Creditors Committee") pursuant to section 1102(a)(1) of the Bankruptcy Code.

3. On December 6, 2018, this Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 161] (the

[1] A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' proposed claims and noticing agent at http://dm.epiq11.com/aegean.

"Compensation Procedures Order") establishing procedures for interim compensation and reimbursement of expenses for professionals.

4. On December 20, 2018, the Creditors' Committee filed the *Application of the Official Committee of Unsecured Creditors of Aegean Marine Petroleum Network Inc., et al., for an Order Under 11 U.S.C. §§ 328(A) and 1103, Fed. R. Bankr. P. 2014 and 2016, and Local Rule 2014-1, Authorizing Employment and Retention of PJT Partners LP as Investment Banker, Nunc Pro Tunc to November 15, 2018* [Docket No. 249] (the "Retention Application"), pursuant to which the Creditors' Committee sought authority to retain and employ PJT as its investment banker pursuant to the terms of an engagement agreement (the "Engagement Agreement") dated December 18, 2018. A copy of the Engagement Agreement is attached to the Retention Application.

5. On January 17, 2019, this Court entered the *Order under 11 U.S.C. §§ 328(a) and 1103, Fed. R. Bankr. P. 2014 and 2016, and Local Rule 2014-1 Authorizing Employment and Retention of PJT Partners LP, as Investment Banker to the Official Committee of Unsecured Creditors of Aegean Marine Petroleum Network Inc., et al. Nunc Pro Tunc to November 15, 2018* [Docket No. 308] (the "Retention Order") approving the Retention Application and authorizing the retention and employment of PJT *nunc pro tunc* to November 15, 2018 by the Creditors' Committee, pursuant to the terms of the Engagement Agreement.

6. On March 29, 2019, the Court entered the *Findings of Facts, Conclusions of Law, and Order Confirming The Joint Plan of Reorganization of Aegean Marine Petroleum Network Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (the "Plan") [Docket No. 1125]. The Debtors' Plan became effective on April 3, 2019 (the "Effective Date").

7. PJT submits this second interim and final fee application (the "Second Interim and Final Fee Application") requesting: (i) the allowance (and final approval) of the Monthly Fees (as defined herein) earned for investment banking services rendered by it as investment banker to the Creditors' Committee, and the reimbursement of out-of-pocket expenses incurred during the period of January 1, 2019 through April 3, 2019 (the "Second Interim and Final Period"); (ii) allowance (and final approval) of the Restructuring Fee (as defined herein); and (iii) (a) final approval of PJT's Monthly Fees and out-of-pocket expenses incurred and applied for and previously approved by the Court in connection with PJT's prior interim fee application for investment banking services rendered to the Debtors for the period of November 15, 2018 through December 31, 2018 (together with the Second Interim and Final Period, the "Retention Period").

8. Investment banking services and out-of-pocket expenses for which compensation and reimbursement are sought were rendered and expended on behalf of the Creditors' Committee pursuant to chapter 11 of the Bankruptcy Code.

II. The PJT Engagement

9. Pursuant to the Engagement Agreement, PJT was retained to provide the following services to the Creditors' Committee:[2]

(a) assist in the evaluation of the Debtors' businesses and prospects;

(b) assist in the evaluation of the Debtors' long-term business plan and related financial projections;

(c) assist in the development of financial data and presentations to the Creditors' Committee;

(d) analyze the Debtors' financial liquidity and evaluate alternatives to improve such liquidity;

[2] Capitalized terms used but not defined herein shall have the meanings provided thereto in the Engagement Agreement.

(e) analyze various restructuring scenarios and the potential impact of these scenarios on the recoveries of the Debtors' unsecured creditors by the Restructuring;

(f) evaluate the Debtors' debt capacity and alternative capital structures;

(g) participate in negotiations among the Creditors' Committee, the Debtors' and the Debtors' creditors, suppliers, lessors and other interested parties;

(h) value consideration offered by the Debtors to creditors in connection with a Restructuring;

(i) provide expert witness testimony concerning any of the subjects encompassed by the other investment banking services; and

(j) provide such other advisory services as are customarily provided in connection with the analysis and negotiation of a Restructuring as requested by the Creditors' Committee or Akin Gump Strauss Hauer & Feld LLP ("Counsel"), as counsel to the Creditors Committee, and mutually agreed.

10. Pursuant to the Engagement Agreement, as approved by the Retention Order, the Debtors agreed to pay PJT as follows in consideration for the services rendered:[3]

(a) Monthly Fees: A fee (the "Monthly Fee") in the amount of $150,000 per month, payable by the Debtors in cash pursuant to the Compensation Procedures Order; provided, that fifty percent (50%) of all Monthly Fees paid to PJT after the sixth full Monthly Fee has been paid under the Engagement Agreement (i.e., after $900,000 has been paid) shall be credited against any Restructuring Fee (defined below) payable under the Engagement Agreement;

(b) Restructuring Fee: Upon the consummation of a Restructuring, an additional fee to be paid in cash equal to $2,750,000 (the "Restructuring Fee"), subject to the credits discussed in subparagraph (a) above;

(c) Reimbursement of Expenses: Regardless of whether a Restructuring occurs, reimbursement of all reasonable out-of-pocket expenses incurred during PJT's engagement, including, but not limited to, travel and lodging, direct identifiable data processing, document production, publishing services and communication charges, courier services, working meals, reasonable fees and expenses of PJT's counsel (without the requirement that the retention of such counsel be approved by the Court) and other necessary expenditures, payable upon rendition of invoices setting forth in reasonable detail the nature and amount of such expenses.

[3] This description of PJT's compensation structure is for summary and illustrative purposes only. The terms of the Engagement Agreement and the Retention Order shall apply to any such compensation awarded to PJT.

III. Services Provided by PJT during the Retention Period

11. Soon after the Creditors' Committee was formed, PJT began rendering professional services to the Creditors' Committee as requested and in furtherance of the interests of the Debtors' and the unsecured creditors.[4] PJT respectfully submits that the professional services that it rendered on behalf of the Creditors' Committee were necessary and appropriate, and have directly contributed to the effective administration of these chapter 11 cases. The following summary of services rendered during the Retention Period is not intended to be an exhaustive description of the work performed. Rather, it is merely an attempt to highlight certain of those areas in which PJT rendered services to the Creditors' Committee:

(a) provided weekly updates to the Creditors' Committee on matters concerning case status, direction and strategic alternatives;

(b) evaluated and monitored the Debtors' financial condition and financial liquidity, including the Debtors approach to cash management and an analysis of the DIP Budget filed by the Debtors;

(c) assisted the Creditors' Committee and its legal counsel in assessing the DIP Budget filed by the Debtors to determine capital need;

(d) contacted competing DIP lenders and stalking horse bidders and negotiated terms;

(e) prepared new money DIP comps and break-up fee comps to evaluate the terms of Mercuria's stalking horse bid;

(f) provided expert witness testimony in a deposition as it related to insider credit bid break-up fees and stalking horse credit bid break-up fees;

(g) secured a competing acquisition proposal that would have helped the Debtors avoid near-term liquidity issues and provided unsecured creditors with an improved recovery relative to that initially contemplated under Mercuria's stalking horse bid;

(h) prepared analysis related to a competing acquisition proposal and potential recoveries thereunder;

[4] The Court is reminded that, more than 3 months prior to the chapter 11 filings until its retention by the Creditors' Committee, PJT represented an ad hoc noteholder group holding greater than 70% of the Debtors' unsecured notes. Thus, by virtue of that prior representation, PJT was already fully informed and able to continue its efforts to improve unsecured recoveries by, among other activities, negotiating with Mercuria and seeking to secure alternative transaction proposals once the Debtors filed for bankruptcy.

(i) prepared analysis related to Mercuria's stalking horse bid and potential recoveries thereunder;

(j) participated in various conference calls and meetings to negotiate a global settlement with the Debtors, Mercuria, and the Creditors' Committee;

(k) assisted the Creditors' Committee and its legal counsel in evaluating certain motions filed by the Debtors;

(l) participated in various conference calls with Kobre & Kim LLP related to litigation claims and considering implications on potential plans of reorganization; and

(m) assisted in the development and review of the Debtors' Plan of Reorganization and Disclosure Statement (plan financial projections, recovery ranges, and other financial information and disclosures).

IV. The PJT Team

12. The investment banking services set forth above were performed primarily by: Michael Genereux, Partner; Jamie O'Connell, Partner; George South, Managing Director; Brent Herlihy, Vice President; Vinit Kothary, Associate; and Benjamin Tso, Analyst. Details of the background and experience of these professionals are provided in Appendix A.

V. PJT's Request for Allowance (and Final Approval) of Compensation and Reimbursement of Out-of-Pocket Expenses Incurred

A. PJT'S First Interim Application

13. During the period of November 15, 2018 through December 31, 2018 (the "First Interim Period"), PJT provided investment banking services to the Debtors and earned compensation for such services totaling $230,000.00, and incurred actual and necessary out-of-pocket expenses in the amount of $2,956.50. On February 14, 2019, PJT filed the *First Interim Fee Application of PJT Partners LP as Investment Banker to the Official Committee of Unsecured Creditors for Allowance of Compensation and Reimbursement of Out-of-Pocket Expenses Incurred for the Period of November 15, 2018 through December 31, 2018* [Docket No. 375] (the "First Interim

Fee Application") for allowance of compensation in the amount $230,000.00, and the reimbursement of $2,956.50 of out-of-pocket expenses incurred during the First Interim Period.

14. On March 18, 2019, the Court entered the *Order Granting First Interim Applications for Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses* [Docket No. 453] approving PJT's First Interim Fee Application. As of the date of this Second Interim and Final Fee Application, PJT has received payment in the amount of $230,000.00 (or 100%) for compensation earned, and reimbursement in the amount of $2,956.50 (or 100%) for all out-of-pocket expenses incurred during the First Interim Period. PJT respectfully requests that the Court grant final approval of the payment of compensation earned and the reimbursement of out-of-pocket expenses incurred during the First Interim Period and applied for in connection with the First Interim Fee Application.

B. PJT's Request for Allowance (and Final Approval) of Monthly Fees Earned and Out-of-Pocket Expenses Incurred during the Second Interim and Final Period

15. During the Second Interim and Final Period, PJT provided investment banking services to the Debtors and earned Monthly Fees for such services totaling $465,000.00, and incurred actual and necessary out-of-pocket expenses in the amount of $426.89. As of the date of this Second Interim and Final Fee Application, PJT has received payment in the amount of $240,000.00 (or 52%) for compensation earned, and reimbursement in the amount of $0.00 (or 0%) for all out-of-pocket expenses incurred during the Second Interim and Final Period. PJT respectfully requests the allowance (and final approval) by the Court of the Monthly Fees earned and the reimbursement of all out-of-pocket expenses incurred during the Second Interim and Final Period.

C. PJT's Request for Allowance (and Final Approval) of the Restructuring Fee

16. As set forth in the Engagement Agreement, and as approved by the Retention Order, PJT is entitled to a Restructuring Fee in the amount of $2,750,000.00 payable upon the consummation of the Debtors' Plan. The Plan was consummated and became effective on the Effective Date, at which time the Debtors emerged from chapter 11 protection. PJT received payment of the Restructuring Fee on the Effective Date pursuant to the terms of the Retention Order.[5] PJT respectfully requests the allowance (and final approval) by the Court of the Restructuring Fee.

17. Invoices detailing the compensation earned, and the out-of-pocket expenses incurred during the Retention Period (which includes the Second Interim and Final Period) are attached hereto as Appendix B. A summary of all fees earned and out-of-pocket expenses incurred during the Retention Period is outlined below:

Advisory Periods	Monthly Fees	Out-of-Pocket Expenses	Payment(s) Received	Amount Due
First Interim Period				
11/15/18 – 11/30/18[6]	$80,000.00	$-	($80,000.00)	**$-**
12/01/18 – 12/30/18	150,000.00	2,956.50	(152,956.50)	-
Subtotal	230,000.00	2,956.50	(232,956.50)	-
Second Interim and Final Period				
01/01/19 – 01/31/19	150,000.00	-	(120,000.00)	**30,000.00**
02/01/19 – 02/28/19	150,000.00	-	(120,000.00)	**30,000.00**
03/01/19 – 03/31/19	150,000.00	-	-	**150,000.00**
04/01/19 – 04/03/19[7]	15,000.00	-	-	**15,000.00**
Restructuring Fee	2,750,000.00	-	(2,750,000.00)	-
Expenses		426.89	-	**426.89**
Subtotal	3,215,000.00	426.89	(2,990,000.00)	**225,426.89**
Total	**$3,445,000.00**	**$3,383.39**	**($3,222,956.50)**	**$225,426.89**

18. PJT respectfully submits that the compensation requested for the services rendered by PJT to the Creditors' Committee during the Retention Period is fully justified and reasonable based upon (a) the complexity of the issues presented, (b) the skill necessary to perform the

[5] The Retention Order provides, in pertinent part, the following: "For the avoidance of doubt, PJT shall be paid the Restructuring Fee upon consummation of a Restructuring (as defined in the Engagement Letter), subject to subsequent Court approval of such Restructuring Fee pursuant to PJT's interim and/or final fee application, as applicable."
[6] Pro-rated Monthly Fee calculated as follows: 16 days out of 30 days multiplied by $150,000.00.
[7] Pro-rated Monthly Fee calculated as follows: 3 days out of 30 days multiplied by $150,000.00.

financial advisory services properly, (c) the customary fees charged to clients in non-bankruptcy situations for similar services rendered, (d) time constraints required by the exigencies of the case, and (e) the experience, reputation and ability of the professionals rendering services.

19. PJT respectfully submits that the services it has rendered to the Creditors' Committee have been necessary and in the best interests of the Debtors', their estates and the unsecured creditors. PJT respectfully submits that under the criteria normally examined in chapter 11 reorganization cases, the compensation requested by PJT is reasonable in light of the work performed by PJT during these chapter 11 cases.

20. The amount of the compensation sought in this Second Interim and Final Fee Application and PJT's billing practices are consistent with market practices in a bankruptcy context. PJT has never billed its clients based on the number of hours expended by its professionals. Accordingly, PJT does not have hourly rates for its professionals, and PJT's professionals generally do not maintain detailed time records of the work performed for its clients. However, consistent with the Retention Order, PJT has maintained contemporaneous time records in these cases in one-half hour increments. Time records of the 594.0 hours expended by PJT professionals in providing investment banking services to the Creditors' Committee during the Retention Period (which includes the Second Interim and Final Period) are provided in Appendix C.

21. A summary of hours expended by PJT professionals during the Second Interim and Final Period is provided below:

Summary of Hours Expended By Professional during the Second Interim and Final Period

Professional	Title	January 2019	February 2019	March 2019	April 1 – 3, 2019	Total
Michael Genereux	Partner	4.5	4.5	2.0	0.5	11.5
Jamie O'Connell	Partner	6.0	5.0	5.5	5.0	21.5
George South	Managing Director	4.0	-	2.5	2.0	8.5
Brent Herlihy	Vice President	14.0	9.0	6.0	5.0	34.0
Vinit Kothary	Associate	14.0	7.5	6.0	5.5	33.0
Benjamin Tso	Analyst	14.0	7.5	5.5	4.0	31.0
Total		**56.5**	**33.5**	**27.5**	**22.0**	**139.5**

22. A summary of hours expended by PJT professionals during the Retention Period is provided below:

Summary of Hours Expended By Professional by Interim Period

Professional	Title	First	Second	Total
Michael Genereux	Partner	49.5	11.5	61.0
Jamie O'Connell	Partner	36.0	21.5	57.5
George South	Managing Director	-	8.5	8.5
Brent Herlihy	Vice President	99.0	34.0	133.0
Vinit Kothary	Associate	117.0	33.0	150.0
Benjamin Tso	Analyst	153.0	31.0	184.0
Total		**454.5**	**139.5**	**594.0**

23. Out-of-pocket expenses incurred by PJT are charged to a client if out-of-pocket expenses are incurred for the client or are otherwise necessary in connection with services rendered for such particular client. PJT does not factor general overhead expenses into any disbursements charged to its clients in connection with chapter 11 cases. PJT has followed its general internal policies with respect to out-of-pocket expenses billed as set forth below, with any exceptions specifically explained.

(a) All cross-country airfare charges are based upon coach class rates.

(b) With respect to local travel, PJT's general policy enables employees to travel by taxi or, in certain circumstances private car service, to and from meetings while rendering services to a client on a client related matter, for which the client is charged. Further, and primarily for safety reasons, employees are permitted to charge to a client the cost of transportation home if an employee is required to work past 9:00 p.m. on weekdays on client specific matters.

(c) PJT's general policy permits its professionals to charge in-office dinner meals to a client after working 3 hours beyond their regularly scheduled workday if an employee is required to provide services to the client during such dinnertime, and to charge in-office meals on the weekend if an employee is required to provide services to a client on the weekend and spends at least 4 hours in the office.

(d) The External Research category of expenses includes charges from outside computer/electronic service companies that supply, for a fee, research and/or financial documents to PJT. The services provided by these companies primarily consist of the retrieval of financial documents from regulatory agencies and/or the retrieval of research that would not otherwise be available to PJT. The Internal Research category of expenses are the charges for time spent by PJT research staff in operating the computer/electronic terminals related to these computer/electronic service companies.

(e) The Publishing Services category of expenses includes charges for the production of text-based publications such as research reports and presentations, and printing and binding services.

24. All services for which PJT requests compensation were performed for and on behalf of the Creditors' Committee and not on behalf of any other person or stakeholder.

25. No agreement or understanding exists between PJT and any other entity for the sharing of compensation received or to be received for services rendered in or in connection with these proceedings.

VI. Requested Relief

WHEREFORE, PJT respectfully requests that the Court:

(a) allow and grant interim approval of PJT's (i) Monthly Fees earned during the Second Interim and Final Period in the amount of $465,000.00, (ii) Restructuring Fee in the amount of $2,750,000.00, and (iii) the reimbursement of out-of-pocket expenses incurred by PJT in the amount of $426.89 for the Second Interim and Final Period;

(b) allow and grant final approval of PJT's (i) Monthly Fees earned during the Retention Period in the amount of $695,000.00, (ii) Restructuring Fee in the amount of $2,750,000.00, and (iii) the reimbursement of out-of-pocket expenses incurred by PJT in the amount of $426.89 for the Retention Period;

(c) authorize and direct Debtors to pay PJT's allowed and unpaid fees and out-of-pocket expenses earned or incurred during the Retention Period as follows:

First Interim Fee Application	$232,956.50
Second Interim and Final Fee Application	3,215,426.89
Less: Payments Received	(3,222,956.50)
Total Amount Due	**$225,426.89**

(d) grant such other and further relief as the Court deems just and proper.

Dated: April 30, 2019

PJT Partners LP
Investment Banker to the Official
Committee of Unsecured Creditors

By: /s/ John James O'Connell III
John James O'Connell III
Partner
280 Park Avenue
New York, NY 10017

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:	)	Chapter 11
AEGEAN MARINE PETROLEUM NETWORK INC., *et al.*,	)	Case No. 18-13374 (MEW)
Debtors.[1]	)	(Jointly Administered)

CERTIFICATION OF JOHN JAMES O'CONNELL III IN SUPPORT OF SECOND INTERIM AND FINAL FEE APPLICATION OF PJT PARTNERS LP AS INVESTMENT BANKER TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF OUT-OF-POCKET EXPENSES INCURRED FOR THE PERIOD OF NOVEMBER 15, 2018 THROUGH APRIL 3, 2019

I, John James O'Connell III, hereby certify that:

1. I am a partner with the applicant firm, PJT Partners LP ("PJT").

2. In accordance with the guidelines established by the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases, adopted by the Court on January 29, 2013 (updated as of June 17, 2013) (the "Local Guidelines"), the Office of the United States Trustee (the "UST Guidelines" and, together with the Local Guidelines, the "Guidelines") and the *Order Pursuant to 11 U.S.C. §§ 105(a), 330, 331, Fed. R. Bankr. P. 2016, and Local Rule 2016-1 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 544] (the "Compensation Procedures Order"), this certification is made with respect to PJT's second interim and final fee application, dated April 30, 2019 (the "Second Interim and Final Fee Application"), for compensation and reimbursement of expenses for the period of November 15, 2018 through April 3, 2019.

[1] A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' proposed claims and noticing agent at http://dm.epiq11.com/aegean.

3. Pursuant to section B.1 of the Local Guidelines, I certify that:

   a. I have read the Second Interim and Final Fee Application;

   b. To the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Guidelines;

   c. The fees and out-of-pocket expenses sought are customarily charged by PJT and generally accepted by PJT's clients; and

   d. In providing a reimbursable service, PJT does not make a profit on that service, whether the service is performed by PJT in-house or through a third party.

4. Pursuant to Section B.2 of the Local Guidelines, I certify that, to the best of my knowledge, information and belief, counsel for the Official Committee of Unsecured Creditors (the "Creditors' Committee") has provided the members of the Creditors' Committee, the debtors and debtors-in-possession (the "Debtors"), and the United States Trustee for the Southern District of New York (the "U.S. Trustee") with a statement of the PJT's fees and out-of-pocket expenses incurred for each month subject to the Second Interim and Final Fee Application, although such statements may not have always been provided within the exact timetables set forth in the Compensation Procedures Order.

5. Pursuant to section B.3 of the Local Guidelines, I certify, to the best of my knowledge, information and belief that the Debtors, the Creditors' Committee and the U.S. Trustee are each being provided with a copy of the Second Interim and Final Fee Application.

Dated: April 30, 2019

By: /s/ John James O'Connell III
John James O'Connell III
Partner

APPENDIX A

Biographies of PJT Professionals

- **Michael Genereux.** Mr. Genereux was a Partner in the Restructuring and Special Situations Group at PJT Partners LP. Since joining PJT, Mr. Genereux worked on a variety of restructuring assignments involving various companies, including Allied Holdings, Bally Total Fitness, Bear Stearns Asset Management, Bresler & Reiner, Calpine, Delta Air Lines, Dynegy, Education Finance Partners, Empire City Casino, Fleming Companies, Foxwoods Resort Casino, Harry & David, Hawkeye Renewables, Hostess, Interstate Bakeries, Kodak, Marnell Sher Gaming LLC, Mercedes Homes, MoneyGram International, M Resort, R.H. Donnelley, Smurfit-Stone, Spansion, Station Casinos, TOUSA, Inc., Vitro America, LLC, and Vitro, S.A.B. de C.V. Mr. Genereux has provided expert witness testimony in several bankruptcy cases on valuation, capital structure and other financial matters. Before joining PJT, Mr. Genereux was a Director at Credit Suisse First Boston in the media and telecom group and previously was a Vice President in the investment banking division at Merrill Lynch & Co. Prior to Merrill Lynch, he worked for Barclays, PepsiCo and Price Waterhouse. Mr. Genereux received a BS from the School of Business and Accountancy at Wake Forest University and an MBA from the Graduate School of Business at Columbia University. Mr. Genereux is also on the Board of Visitors for the School of Business at Wake Forest.

- **Jamie O’Connell.** Jamie O’Connell is a Partner in the Restructuring and Special Situations Group (“RSSG”), having joined the predecessor group of RSSG at Blackstone in 2004. He was a Senior Managing Director at Blackstone at the time of the group’s spinoff to PJT in 2015. Representative matters include: American General Finance, AIG, Babcock & Wilcox, Baaken Oil Express, Baltic Trading, Cecon ASA (re: Davie Shipyard), Central European Distribution Corp. (CEDC), Danaos, Dow Corning, Eagle Bulk, Excel Maritime Carriers, Flextronics (re: Nortel), Foresight Energy, Genco Shipping & Trading, Hammonia Shipping, Harris County – Houston Sports Authority, International Lease Finance Corp., (ILFC), Jefferson County (Birmingham, Ala.), Mrs. Fields Famous Brands, Mystic Aquarium (pro bono), Nautilus Holdings, New World Pasta, Overseas Shipholding Group (OSG), Seacastle, Simmons Bedding Company, Solutia, Specialty Products Holding Corp., State of Kansas, Targus, Transperfect, Ultrapetrol, W. R. Grace & Co., Winn-Dixie Stores and Zim Integrated Shipping. Before joining Blackstone, Mr. O’Connell worked at Dolphin Equity Partners LP and in the Corporate Recovery Services Group of Arthur Andersen LLP. Since 2013, Mr. O’Connell has served as a guest lecturer at Columbia Law School and Harvard Business School. He graduated magna cum laude from Notre Dame and received an MBA with honors from the Wharton School.

- **Brent Herlihy.** Mr. Herlihy is a Vice President in the Restructuring and Special Situations Group (“RSSG”) having joined the predecessor group of RSSG at Blackstone in 2012. Representative matters include transactions in a variety of industries - including retail, power and energy, and shipping - and geographies. Prior to joining Blackstone, Mr. Herlihy worked as an investment banker at Lazard. While at Lazard, Mr. Herlihy provided M&A and corporate finance advice to consumer, food, and retail clients. Mr. Herlihy received an MBA from Harvard Business School and a JD from Harvard Law

School, where he graduated cum laude. Mr. Herlihy also received a BA in Politics from Princeton University, where he graduated cum laude. Mr. Herlihy was admitted to the New York State Bar in 2014.

- **Vinit Kothary.** Vinit Kothary is an Associate in the Restructuring & Special Situations Group at PJT Partners LP. Mr. Kothary recently completed his MBA at The Wharton School, majoring in Finance. Prior to Wharton, Mr. Kothary served as an Associate at FS Investments (formerly known as Franklin Square Capital Partners) with specific oversight over the company's largest credit fund, FS Investment Corporation II ("FSIC II"). As an Associate, he played an integral role in the review of new investments and fund management. Before joining FS Investments, Mr. Kothary was in Deutsche Bank's Analyst program. Mr. Kothary graduated with honors from Rutgers University with a B.S. in Finance and is a CFA charterholder.

- **Benjamin Tso.** Benjamin Tso is an Analyst in the Restructuring & Special Situations Group at PJT Partners. Before joining PJT Partners, Mr. Tso was a summer analyst in Morgan Stanley's Technology Investment Banking Group and previously held positions at First Republic Bank. Mr. Tso graduated summa cum laude and Phi Beta Kappa from Princeton University, where he received a BA in Economics and a second place prize in the department.

APPENDIX B

PJT Partners

April 29, 2019

Spyridon Fokas
Director
Aegean Marine Petroleum Network Inc.
52 Vanderbilt Avenue, Suite 1405
New York, NY 10017

Monthly Fee pro-rated for the period of November 15, 2018 through November 30, 2018:[(1)]		$	80,000.00
Monthly Fee for the period of December 1, 2018 through December 31, 2018:			150,000.00
Out-of-pocket expenses incurred on or before December 31, 2018:			
Legal Services	2,956.50		2,956.50
Subtotal			232,956.50
Less: Payments Received			(232,956.50)
Total Amount Due		**$**	**-**

Please wire transfer funds to:

First Republic Bank
1230 Avenue of the Americas
New York, NY 10020
ABA# 321 081 669
Credit Account: PJT Partners LP
Account # 80003266582

Invoice No. 10008265

(1) Pro-rated *Monthly Fee* calculated as follows: 16 days out of 30 days multiplied by $150,000.

PJT Partners LP
Finance Department- 17th Floor
280 Park Avenue
New York, NY 10017
212 364-78000
PJTUSInvoicing@pjtpartners.com

Aegean Marine Petroleum Network Inc.
Summary of Expenses

	GL Detail Dec-18	Total Expenses
Legal Services	$ 2,956.50	$ 2,956.50
Total	**$ 2,956.50**	**$ 2,956.50**

Meals	**$ 2,956.50**
Total Expenses	**$ 2,956.50**

Aegean Marine Petroleum Network Inc.
Detail of Expenses Processed
Through December 31, 2018
Invoice No. 10008265

Legal Services			
Dentons US LLP (legal services)	12/16/18 - 12/19/18	2,956.50	
	Subtotal - Legal Services		**$ 2,956.50**
	Total Expenses		**$ 2,956.50**

DENTONS

Dentons US LLP
1221 Avenue of the Americas
New York, NY 10020-1089

Alston Hunt Floyd & Ing is now Dentons -- Continuing services throughout Hawai`i
dentons.com

PJT Partners, Inc.
c/o George B. South III
280 Park Avenue
New York, NY 10017
USA

January 9, 2019

Invoice No. 2096035

Client/Matter: 15800080-000001

Retentions

Payment Due Upon Receipt

Total This Invoice	$	2,956.50

Please return this page with your payment

Payments by check should be sent to:
Dentons US LLP
Dept. 3078
Carol Stream, IL 60132-3078

OR

Payment by wire transfer should be sent to:
Citi Private Bank
227 West Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account #: 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference: Invoice # and/or client matter #

Please send payment remittance advice information to cashreceipts@dentons.com
In order to guarantee proper allocation of payments

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730
Questions relating to this invoice should be directed to:
G. Bender
at 1 212 768 6700

DENTONS

Dentons US LLP
1221 Avenue of the Americas
New York, NY 10020-1089

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now Dentons -- Continuing
services throughout Hawai`i
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PJT Partners, Inc.
c/o George B. South III
280 Park Avenue
New York, NY 10017
USA

January 9, 2019

Invoice No. 2096035

Client/Matter: 15800080-000001

Retentions

For Professional Services Rendered through December 31, 2018:

Date	Timekeeper	Hours	Amount	Narrative
12/16/18	G. Bender	1.00	1,095.00	PJT/Aegean - review and markup retention pleadings.
12/17/18	G. Bender	1.30	1,423.50	PJT/Aegean - review retention pleadings and discuss with G. South.
12/19/18	G. Bender	0.40	438.00	PJT/Aegean - review retention pleadings and discuss issues regarding same with George South.
Total Hours		2.70		
Fee Amount				$2,956.50

TIME AND FEE SUMMARY

Timekeeper	Rate	Hours	Fees
G. Bender	$1,095.00	2.70	$2,956.50
Totals		2.70	$2,956.50

Fee Total	$	2,956.50
Invoice Total	$	2,956.50

Dentons US LLP
1221 Avenue of the Americas
New York, NY 10020-1089

For your Information - Open Invoices

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throughout Hawai`i
dentons.com

PJT Partners, Inc.
c/o George B. South III
280 Park Avenue
New York, NY 10017
USA

January 9, 2019

Client/Matter #: 15800080-000001

Retentions

Statement of Account

According to our records, as of January 9, 2019, the amounts shown below are outstanding on this matter.
If your records are not in agreement with ours, please call us. Thank you.

Date	Invoice No.	Invoice Amount	Payments/ Adjustments	Invoice Total
01/09/19	2096035	2,956.50	0.00	2,956.50
		Total Outstanding Invoices		2,956.50

Questions should be directed to:
G. Bender
at 1 212 768 6700

Federal Tax I.D. Number 36-1796730

021292/110

PJT Partners

April 29, 2019

Spyridon Fokas
Director
Aegean Marine Petroleum Network Inc.
52 Vanderbilt Avenue, Suite 1405
New York, NY 10017

Monthly Fee for the period of January 1, 2019 through January 31, 2019:		150,000.00
Less: Payments Received		(120,000.00)
Total Amount Due	**$**	**30,000.00**

Please wire transfer funds to:

First Republic Bank
1230 Avenue of the Americas
New York, NY 10020
ABA# 321 081 669
Credit Account: PJT Partners LP
Account # 80003266582

Invoice No. 10008571

PJT Partners LP
Finance Department - 17th Floor
280 Park Avenue
New York, NY 10017
212 364-78000
PJTUSInvoicing@pjtpartners.com

PJT Partners

April 29, 2019

Spyridon Fokas
Director
Aegean Marine Petroleum Network Inc.
52 Vanderbilt Avenue, Suite 1405
New York, NY 10017

Monthly Fee for the period of February 1, 2019 through February 28, 2019:	150,000.00
Less: Payments Received	(120,000.00)
Total Amount Due	**$ 30,000.00**

Please wire transfer funds to:

First Republic Bank
1230 Avenue of the Americas
New York, NY 10020
ABA# 321 081 669
Credit Account: PJT Partners LP
Account # 80003266582

Invoice No. 10008677

PJT Partners LP
Finance Department - 17th Floor
280 Park Avenue
New York, NY 10017
212 364-78000
PJTUSInvoicing@pjtpartners.com

PJT Partners

April 29, 2019

Spyridon Fokas
Director
Aegean Marine Petroleum Network Inc.
52 Vanderbilt Avenue, Suite 1405
New York, NY 10017

Restructuring Fee:	$	2,750,000.00
Less: Payment Received		(2,750,000.00)
Total Amount Due	**$**	**-**

Please wire transfer funds to:

First Republic Bank
1230 Avenue of the Americas
New York, NY 10020
ABA# 321 081 669
Credit Account: PJT Partners LP
Account # 80003266582

Invoice No. 10008859

PJT Partners LP
Finance Department - 17th Floor
280 Park Avenue
New York, NY 10017
212 364-7800
PJTUSInvoicing@pjtpartners.com

PJT Partners

April 29, 2019

Spyridon Fokas
Director
Aegean Marine Petroleum Network Inc.
52 Vanderbilt Avenue, Suite 1405
New York, NY 10017

Monthly Fee for the period of March 1, 2019 through March 31, 2019:	$ 150,000.00
Total Amount Due	**$ 150,000.00**

Please wire transfer funds to:

First Republic Bank
1230 Avenue of the Americas
New York, NY 10020
ABA# 321 081 669
Credit Account: PJT Partners LP
Account # 80003266582

Invoice No. 10009020

PJT Partners LP
Finance Department - 17th Floor
280 Park Avenue
New York, NY 10017
212 364-78000
PJTUSInvoicing@pjtpartners.com

PJT Partners

April 29, 2019

Spyridon Fokas
Director
Aegean Marine Petroleum Network Inc.
52 Vanderbilt Avenue, Suite 1405
New York, NY 10017

Monthly Fee pro-rated for the period of April 1, 2019 through April 3, 2019:[(1)]	$	15,000.00
Total Amount Due	**$**	**15,000.00**

Please wire transfer funds to:

First Republic Bank
1230 Avenue of the Americas
New York, NY 10020
ABA# 321 081 669
Credit Account: PJT Partners LP
Account # 80003266582

Invoice No. 10009019

[(1)] Pro-rated Monthly Fee is calculated as follows: 3 days out of 30 days mulitplied by $150,000.

PJT Partners LP
Finance Department - 17th Floor
280 Park Avenue
New York, NY 10017
212 364-78000
PJTUSInvoicing@pjtpartners.com

PJT Partners

April 30, 2019

Spyridon Fokas
Director
Aegean Marine Petroleum Network Inc.
52 Vanderbilt Avenue, Suite 1405
New York, NY 10017

Out-of-pocket expenses processed through April 22, 2019:

Ground Transportation	$	180.30	
Meals		246.59	426.89
Total Amount Due			**$ 426.89**

Please wire transfer funds to:

First Republic Bank
1230 Avenue of the Americas
New York, NY 10020
ABA# 321 081 669
Credit Account: PJT Partners LP
Account # 80003266582

Invoice No. 10009090

PJT Partners LP
Finance Department- 17th Floor
280 Park Avenue
New York, NY 10017
212 364-78000
PJTUSInvoicing@pjtpartners.com

Aegean Marine Petroleum Network Inc.
Summary of Expenses

	GL Detail Apr-19	Total Expenses
Ground Transportation	$ 180.30	**$ 180.30**
Employee Meals	246.59	**246.59**
Total	**$ 426.89**	**$ 426.89**

Ground Transportation	**180.30**
Meals	**246.59**
Total Expenses	**$ 426.89**

Aegean Marine Petroleum Network Inc.
Detail of Expenses Processed
Through April 22, 2019
Invoice No. 10009090

Ground Transportation				
Herlihy (taxi to Court hearing in New York, NY from office)	03/26/19	29.76		
Herlihy (taxi to office for Court hearing in New York, NY)	03/26/19	30.36		
Tso (weeknight taxi home from office after working late)	11/20/18	15.00		
Tso (weekend taxi to office from home)	11/25/18	20.13		
Tso (weekend taxi to office from home)	11/26/18	15.00		
Tso (weekend taxi home from office)	11/26/18	15.48		
Tso (weekend taxi home from office)	12/02/18	23.49		
Tso (taxi to client meeting in New York, NY from home)	12/03/18	16.08		
Tso (weeknight taxi home from office after working late)	01/09/19	15.00		
	Subtotal - Ground Transportation		**$**	**180.30**
Employee Meals				
Herlihy (weeknight working dinner meal @ office while working late)	11/19/18	20.00		
Kothary (weeknight working dinner meal @ office while working late)	11/19/18	20.00		
O'Connell (weeknight working dinner meal @ office while working late)	11/19/18	20.00		
Tso (working lunch meal prior to attending Court hearing in New York, NY)	12/13/18	8.66		
Tso (weekend working dinner meal @ office)	11/25/18	20.00		
Tso (weeknight working dinner meal @ office while working late)	11/26/18	20.00		
Tso (weeknight working dinner meal @ office while working late)	11/27/18	17.53		
Tso (weeknight working dinner meal @ office while working late)	11/28/18	20.00		
Tso (weeknight working dinner meal @ office while working late)	11/29/18	13.07		
Tso (weeknight working dinner meal @ office while working late)	12/04/18	20.00		
Tso (weeknight working dinner meal @ office while working late)	12/06/18	13.50		
Tso (weeknight working dinner meal @ office while working late)	12/10/18	20.00		
Tso (weeknight working dinner meal @ office while working late)	12/12/18	16.33		
Tso (weeknight working dinner meal @ office while working late)	12/17/18	17.50		
	Subtotal - Employee Meals			**246.59**
	Total Expenses		**$**	**426.89**

APPENDIX C

PJT PARTNERS LP
SUMMARY OF HOURS FOR THE PERIOD OF
NOVEMBER 15, 2018 THROUGH NOVEMBER 30, 2018

Professional	Title	Hours
Michael Genereux	Partner	17.0
Jamie O'Connell	Partner	18.0
Brent Herlihy	Vice President	33.5
Vinit Kothary	Associate	51.0
Benjamin Tso	Analyst	78.0
	Total	**197.5**

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
NOVEMBER 15, 2018 THROUGH NOVEMBER 30, 2018

Professional	Date	Hours	Explanation
Michael Genereux	11/16/18	0.5	Internal discussion regarding retention of operational advisor
Michael Genereux	11/16/18	1.0	Call with UCC and PJT / Akin
Michael Genereux	11/17/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
Michael Genereux	11/20/18	1.0	Kickoff Call with Debtor's advisors and UCC's advisors
Michael Genereux	11/20/18	0.5	Pre-call with AlixPartners / PJT / Akin to prepare for call with UCC
Michael Genereux	11/20/18	1.0	Call with UCC and AlixPartners / PJT / Akin to discuss strategy and state-of-play
Michael Genereux	11/21/18	1.0	Call with UCC and Debtor's advisors re: fraud investigation
Michael Genereux	11/21/18	0.5	Call with interested parties to discuss DIP financing opportunity
Michael Genereux	11/21/18	0.5	Call with interested parties to discuss DIP financing opportunity and timeline
Michael Genereux	11/23/18	0.5	Call with potential DIP financing party
Michael Genereux	11/25/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
Michael Genereux	11/26/18	0.5	Call with Akin / PJT to discuss Genereux declaration
Michael Genereux	11/26/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss state-of-play
Michael Genereux	11/27/18	1.0	Call with UCC and AlixPartners / PJT / Akin to discuss strategy and state-of-play
Michael Genereux	11/29/18	2.5	Internal preparation for Genereux deposition
Michael Genereux	11/30/18	3.0	Internal preparation for Genereux deposition
Michael Genereux	11/30/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
		17.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
NOVEMBER 15, 2018 THROUGH NOVEMBER 30, 2018

Professional	Date	Hours	Explanation
Jamie O'Connell	11/16/18	0.5	Internal discussion regarding retention of operational advisor
Jamie O'Connell	11/16/18	1.0	Call with UCC and PJT / Akin
Jamie O'Connell	11/17/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
Jamie O'Connell	11/17/18	0.5	Call with Alix and Akin regarding various matters
Jamie O'Connell	11/17/18	0.5	Communication regarding financial analyses
Jamie O'Connell	11/19/18	0.5	Analysis of alternative DIP proposal
Jamie O'Connell	11/19/18	0.5	Communication regarding alternative DIP proposal
Jamie O'Connell	11/20/18	1.0	Kickoff Call with Debtor's advisors and UCC's advisors
Jamie O'Connell	11/20/18	0.5	Pre-call with AlixPartners / PJT / Akin to prepare for call with UCC
Jamie O'Connell	11/20/18	1.0	Call with UCC and AlixPartners / PJT / Akin to discuss strategy and state-of-play
Jamie O'Connell	11/21/18	1.0	Call with UCC and Debtor's advisors re: fraud investigation
Jamie O'Connell	11/21/18	0.5	Communication regarding DIP timeline and protective order
Jamie O'Connell	11/23/18	0.5	Communication with prospective DIP financing parties
Jamie O'Connell	11/23/18	0.5	Call with prospective DIP provider
Jamie O'Connell	11/25/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
Jamie O'Connell	11/26/18	0.5	Call with Akin / PJT to discuss Genereux declaration
Jamie O'Connell	11/26/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss state-of-play
Jamie O'Connell	11/26/18	0.5	Communication with prospective buyer
Jamie O'Connell	11/26/18	0.5	Communication regarding draft DIP objection
Jamie O'Connell	11/26/18	0.5	Review and communication on financial analysis related to proposed Mercuria RSA terms
Jamie O'Connell	11/26/18	1.0	Review and comment on draft declaration
Jamie O'Connell	11/26/18	0.5	Communications regarding prospective DIP lender diligence items
Jamie O'Connell	11/27/18	1.0	Call with UCC and AlixPartners / PJT / Akin to discuss strategy and state-of-play
Jamie O'Connell	11/28/18	0.5	Communications on DIP budget
Jamie O'Connell	11/29/18	0.5	Review and comment on draft term sheet
Jamie O'Connell	11/30/18	0.5	Communications regarding prospective buyer terms
Jamie O'Connell	11/30/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
		18.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
NOVEMBER 15, 2018 THROUGH NOVEMBER 30, 2018

Professional	Date	Hours	Explanation
Brent Herlihy	11/16/18	0.5	Internal discussion regarding retention of operational advisor
Brent Herlihy	11/16/18	1.0	Call with UCC and PJT / Akin
Brent Herlihy	11/17/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
Brent Herlihy	11/19/18	0.5	Call with Akin to discuss declaration
Brent Herlihy	11/20/18	1.0	Kickoff Call with Debtor's advisors and UCC's advisors
Brent Herlihy	11/20/18	0.5	Pre-call with AlixPartners / PJT / Akin to prepare for call with UCC
Brent Herlihy	11/20/18	1.0	Call with UCC and AlixPartners / PJT / Akin to discuss strategy and state-of-play
Brent Herlihy	11/21/18	1.0	Call with UCC and Debtor's advisors re: fraud investigation
Brent Herlihy	11/21/18	2.0	Comps Analysis on stalking horse break-up fees
Brent Herlihy	11/21/18	0.5	Call with interested parties to discuss DIP financing opportunity
Brent Herlihy	11/21/18	0.5	Call with interest parties to discuss DIP financing opportunity and timeline
Brent Herlihy	11/22/18	2.0	Comps Analysis on stalking horse break-up fees
Brent Herlihy	11/23/18	0.5	Call with potential DIP financing party
Brent Herlihy	11/23/18	6.0	Comps Analysis on stalking horse break-up fees
Brent Herlihy	11/23/18	0.5	Call with prospective DIP provider
Brent Herlihy	11/24/18	2.0	Comps Analysis on stalking horse break-up fees
Brent Herlihy	11/25/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
Brent Herlihy	11/26/18	0.5	Call with Akin / PJT to discuss Genereux declaration
Brent Herlihy	11/26/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss state-of-play
Brent Herlihy	11/27/18	1.0	Comps Analysis on stalking horse break-up fees
Brent Herlihy	11/27/18	1.0	Call with UCC and AlixPartners / PJT / Akin to discuss strategy and state-of-play
Brent Herlihy	11/29/18	5.0	Internal preparation for Genereux deposition
Brent Herlihy	11/30/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
Brent Herlihy	11/30/18	3.0	Internal preparation for Genereux deposition
		33.5	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
NOVEMBER 15, 2018 THROUGH NOVEMBER 30, 2018

Professional	Date	Hours	Explanation
Vinit Kothary	11/16/18	0.5	Internal discussion regarding retention of operational advisor
Vinit Kothary	11/16/18	1.0	Call with UCC and PJT / Akin
Vinit Kothary	11/17/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
Vinit Kothary	11/19/18	0.5	Call with Akin to discuss declaration
Vinit Kothary	11/20/18	1.0	Kickoff Call with Debtor's advisors and UCC's advisors
Vinit Kothary	11/20/18	0.5	Pre-call with AlixPartners / PJT / Akin to prepare for call with UCC
Vinit Kothary	11/20/18	1.0	Call with UCC and AlixPartners / PJT / Akin to discuss strategy and state-of-play
Vinit Kothary	11/21/18	1.0	Call with UCC and Debtor's advisors re: fraud investigation
Vinit Kothary	11/21/18	8.0	Comps Analysis on stalking horse break-up fees
Vinit Kothary	11/21/18	0.5	Call with interest parties to discuss DIP financing opportunity
Vinit Kothary	11/21/18	0.5	Call with interested parties to discuss DIP financing opportunity and timeline
Vinit Kothary	11/22/18	8.0	Comps Analysis on stalking horse break-up fees
Vinit Kothary	11/23/18	0.5	Call with potential DIP financing party
Vinit Kothary	11/23/18	6.0	Comps Analysis on stalking horse break-up fees
Vinit Kothary	11/24/18	7.0	Comps Analysis on stalking horse break-up fees
Vinit Kothary	11/25/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
Vinit Kothary	11/26/18	0.5	Call with Akin / PJT to discuss Genereux declaration
Vinit Kothary	11/26/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss state-of-play
Vinit Kothary	11/27/18	1.0	Comps Analysis on stalking horse break-up fees
Vinit Kothary	11/27/18	1.0	Call with UCC and AlixPartners / PJT / Akin to discuss strategy and state-of-play
Vinit Kothary	11/29/18	6.0	Internal preparation for Genereux deposition
Vinit Kothary	11/30/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
Vinit Kothary	11/30/18	3.0	Internal preparation for Genereux deposition
		51.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
NOVEMBER 15, 2018 THROUGH NOVEMBER 30, 2018

Professional	Date	Hours	Explanation
Benjamin Tso	11/16/18	0.5	Internal discussion regarding retention of operational advisor
Benjamin Tso	11/16/18	1.0	Call with UCC and PJT / Akin
Benjamin Tso	11/17/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
Benjamin Tso	11/19/18	0.5	Call with Akin to discuss declaration
Benjamin Tso	11/20/18	1.0	Kickoff Call with Debtor's advisors and UCC's advisors
Benjamin Tso	11/20/18	0.5	Pre-call with AlixPartners / PJT / Akin to prepare for call with UCC
Benjamin Tso	11/20/18	1.0	Call with UCC and AlixPartners / PJT / Akin to discuss strategy and state-of-play
Benjamin Tso	11/21/18	1.0	Call with UCC and Debtor's advisors re: fraud investigation
Benjamin Tso	11/21/18	14.0	Comps Analysis on stalking horse break-up fees
Benjamin Tso	11/21/18	0.5	Call with interested parties to discuss DIP financing opportunity
Benjamin Tso	11/21/18	0.5	Call with interested parties to discuss DIP financing opportunity and timeline
Benjamin Tso	11/22/18	16.0	Comps Analysis on stalking horse break-up fees
Benjamin Tso	11/23/18	0.5	Call with potential DIP financing party
Benjamin Tso	11/23/18	12.0	Comps Analysis on stalking horse break-up fees
Benjamin Tso	11/24/18	7.0	Comps Analysis on stalking horse break-up fees
Benjamin Tso	11/25/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
Benjamin Tso	11/26/18	0.5	Call with Akin / PJT to discuss Genereux declaration
Benjamin Tso	11/26/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss state-of-play
Benjamin Tso	11/27/18	1.0	Comps Analysis on stalking horse break-up fees
Benjamin Tso	11/27/18	1.0	Call with interested party to discuss alternate financing
Benjamin Tso	11/27/18	1.0	Call with UCC and AlixPartners / PJT / Akin to discuss strategy and state-of-play
Benjamin Tso	11/29/18	10.0	Internal preparation for Genereux deposition
Benjamin Tso	11/30/18	1.0	Call with AlixPartners / PJT / Akin to discuss strategy
Benjamin Tso	11/30/18	5.0	Internal preparation for Genereux deposition
		78.0	

PJT PARTNERS LP
SUMMARY OF HOURS FOR THE PERIOD OF
DECEMBER 1, 2018 THROUGH DECEMBER 31, 2018

Professional	Title	Hours
Michael Genereux	Partner	32.5
Jamie O'Connell	Partner	18.0
Brent Herlihy	Vice President	65.5
Vinit Kothary	Associate	66.0
Benjamin Tso	Analyst	75.0
	Total	**257.0**

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
DECEMBER 1, 2018 THROUGH DECEMBER 31, 2018

Professional	Date	Hours	Explanation
Michael Genereux	12/01/18	3.0	Internal preparation for Genereux deposition
Michael Genereux	12/02/18	0.5	Call with Debtor's advisors to discuss DIP budget
Michael Genereux	12/02/18	4.0	Internal preparation for Genereux deposition
Michael Genereux	12/03/18	2.0	Preparation for Genereux deposition with AlixPartners / PJT / Akin at Akin's offices
Michael Genereux	12/03/18	4.0	Genereux Deposition at Akin's offices
Michael Genereux	12/04/18	0.5	Call with interested parties and Akin to discuss proposal
Michael Genereux	12/05/18	5.0	Settlement discussions between the UCC and its advisors and Mercuria, the Debtor and their advisors at Kirkland's offices
Michael Genereux	12/06/18	0.5	Call with Akin to discuss settlement meetings and next steps
Michael Genereux	12/06/18	0.5	Call with noteholder to discuss settlement meetings and next steps
Michael Genereux	12/06/18	1.0	Call with UCC and holders of the 2018 and 2021 Convertible Notes to discuss settlement proposal from Mercuria
Michael Genereux	12/07/18	0.5	Call with UCC and holders of the 2018 and 2021 Convertible Notes to discuss settlement proposal from Mercuria
Michael Genereux	12/10/18	1.0	Call with Milbank and Norton Rose (counsel to Mercuria), Akin, and Kirkland to discuss settlement proposal from Mercuria
Michael Genereux	12/11/18	1.0	Call with interested parties and Akin to discuss proposal
Michael Genereux	12/11/18	0.5	Call with UCC to discuss next steps
Michael Genereux	12/11/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Michael Genereux	12/11/18	4.0	Call with Milbank and Norton Rose (counsel to Mercuria), Akin, and Kirkland to discuss progress of proposed RSA and other related documents
Michael Genereux	12/12/18	0.5	Call with UCC to discuss next steps
Michael Genereux	12/12/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Michael Genereux	12/13/18	0.5	Call with UCC to discuss next steps
Michael Genereux	12/13/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Michael Genereux	12/15/18	1.0	Internal review of RSA and other related documents related to settlement proposal from Mercuria
Michael Genereux	12/17/18	1.0	Internal review of RSA and other related documents related to settlement proposal from Mercuria
		32.5	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
DECEMBER 1, 2018 THROUGH DECEMBER 31, 2018

Professional	Date	Hours	Explanation
Jamie O'Connell	12/01/18	0.5	Call with Brent Herlihy regarding case strategy
Jamie O'Connell	12/02/18	0.5	Call with Debtor's advisors to discuss DIP budget
Jamie O'Connell	12/03/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss proposal from interested party
Jamie O'Connell	12/03/18	1.0	Call with UCC to discuss proposal from interested party
Jamie O'Connell	12/03/18	0.5	Email correspondences regarding various matters
Jamie O'Connell	12/04/18	0.5	Call with Alix to discuss strategy
Jamie O'Connell	12/04/18	0.5	Call with interested parties and Akin to discuss proposal
Jamie O'Connell	12/04/18	0.5	Email correspondences regarding settlement meeting
Jamie O'Connell	12/06/18	0.5	Call with Akin to discuss settlement meetings and next steps
Jamie O'Connell	12/06/18	0.5	Call with noteholder to discuss settlement meetings and next steps
Jamie O'Connell	12/07/18	0.5	Pre-call with Akin to discuss settlement proposal from Mercuria and next steps
Jamie O'Connell	12/07/18	0.5	Call with UCC and holders of the 2018 and 2021 Convertible Notes to discuss settlement proposal from Mercuria
Jamie O'Connell	12/10/18	0.5	Various email correspondences regarding competing proposals
Jamie O'Connell	12/11/18	0.5	Call with Alix to discuss strategy
Jamie O'Connell	12/11/18	1.0	Call with interested parties and Akin to discuss proposal
Jamie O'Connell	12/11/18	0.5	Call with UCC to discuss next steps
Jamie O'Connell	12/11/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Jamie O'Connell	12/11/18	4.0	Call with Milbank and Norton Rose (counsel to Mercuria), Akin, and Kirkland to discuss progress of proposed RSA and other related documents
Jamie O'Connell	12/12/18	1.0	Various email correspondences regarding competing proposals
Jamie O'Connell	12/12/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Jamie O'Connell	12/12/18	1.0	Attended Bidding Procedures hearing telephonically
Jamie O'Connell	12/13/18	0.5	Call with UCC to discuss next steps
Jamie O'Connell	12/13/18	0.5	Call with Brent Herlihy regarding hearing and competing proposals
Jamie O'Connell	12/14/18	0.5	Meeting with Brent Herlihy regarding RSA and transaction documents
Jamie O'Connell	12/17/18	0.5	Meeting with Brent Herlihy to discuss strategy
		18.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
DECEMBER 1, 2018 THROUGH DECEMBER 31, 2018

Professional	Date	Hours	Explanation
Brent Herlihy	12/01/18	6.0	Internal preparation for Genereux deposition
Brent Herlihy	12/01/18	0.5	Call with Jamie O'Connell regarding case strategy
Brent Herlihy	12/02/18	0.5	Call with Debtor's advisors to discuss DIP budget
Brent Herlihy	12/02/18	2.0	Internal preparation for Genereux deposition
Brent Herlihy	12/03/18	2.0	Preparation for Genereux deposition with AlixPartners / PJT / Akin at Akin's offices
Brent Herlihy	12/03/18	5.0	Attend Genereux, Baron and Shenouda depositions at Akin's offices
Brent Herlihy	12/03/18	0.5	Internal preparation of proposal analysis from interested party
Brent Herlihy	12/03/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss proposal from interested party
Brent Herlihy	12/03/18	0.5	Pre-call with AlixPartners / PJT / Akin to prepare for call with UCC
Brent Herlihy	12/03/18	1.0	Call with UCC to discuss proposal from interested party
Brent Herlihy	12/03/18	1.0	Call with AlixPartners / PJT / Akin to debrief depositions
Brent Herlihy	12/03/18	0.5	Call with Alix to discuss strategy
Brent Herlihy	12/04/18	1.0	Internal preparation of proposal analysis from interested party
Brent Herlihy	12/04/18	1.0	Call with holders of the 2018 and 2021 Convertible Notes to discuss proposal from interested party
Brent Herlihy	12/04/18	0.5	Call with interested parties and Akin to discuss proposal
Brent Herlihy	12/05/18	11.0	Settlement discussions between the UCC and its advisors and Mercuria, the Debtor and their advisors at Kirkland's offices
Brent Herlihy	12/06/18	0.5	Call with Akin to discuss settlement meetings and next steps
Brent Herlihy	12/06/18	0.5	Call with noteholder to discuss settlement meetings and next steps
Brent Herlihy	12/06/18	3.0	Internal preparation of Mercuria proposal analysis
Brent Herlihy	12/06/18	1.0	Call with UCC and holders of the 2018 and 2021 Convertible Notes to discuss settlement proposal from Mercuria
Brent Herlihy	12/07/18	0.5	Pre-call with Akin to discuss settlement proposal from Mercuria and next steps
Brent Herlihy	12/07/18	0.5	Call with UCC and holders of the 2018 and 2021 Convertible Notes to discuss settlement proposal from Mercuria
Brent Herlihy	12/10/18	1.0	Call with Milbank and Norton Rose (counsel to Mercuria), Akin, and Kirkland to discuss settlement proposal from Mercuria
Brent Herlihy	12/10/18	6.0	Internal review of RSA and other related documents related to settlement proposal from Mercuria
Brent Herlihy	12/10/18	2.0	Internal preparation of proposal comparison analysis
Brent Herlihy	12/11/18	0.5	Call with Alix to discuss strategy
Brent Herlihy	12/11/18	1.0	Call with interested parties and Akin to discuss proposal
Brent Herlihy	12/11/18	0.5	Call with UCC to discuss next steps
Brent Herlihy	12/11/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Brent Herlihy	12/11/18	4.0	Call with Milbank and Norton Rose (counsel to Mercuria), Akin, and Kirkland to discuss progress of proposed RSA and other related documents
Brent Herlihy	12/12/18	0.5	Call with UCC to discuss next steps

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
DECEMBER 1, 2018 THROUGH DECEMBER 31, 2018

Professional	Date	Hours	Explanation
Brent Herlihy	12/12/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Brent Herlihy	12/13/18	5.0	Attend bidding Procedures hearing
Brent Herlihy	12/13/18	0.5	Call with UCC to discuss next steps
Brent Herlihy	12/13/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Brent Herlihy	12/14/18	0.5	Meeting with Jamie O'Connell regarding RSA and transaction documents
Brent Herlihy	12/14/18	2.0	Phone calls with numerous individual noteholders regarding RSA
Brent Herlihy	12/17/18	1.0	Internal review of RSA and other related documents related to settlement proposal from Mercuria
		65.5	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
DECEMBER 1, 2018 THROUGH DECEMBER 31, 2018

Professional	Date	Hours	Explanation
Vinit Kothary	12/01/18	6.0	Internal preparation for Genereux deposition
Vinit Kothary	12/02/18	0.5	Call with Debtor's advisors to discuss DIP budget
Vinit Kothary	12/02/18	4.0	Internal preparation for Genereux deposition
Vinit Kothary	12/03/18	2.0	Preparation for Genereux deposition with AlixPartners / PJT / Akin at Akin's offices
Vinit Kothary	12/03/18	5.0	Attend Genereux, Baron and Shenouda depositions at Akin's offices
Vinit Kothary	12/03/18	1.0	Internal preparation of proposal analysis from interested party
Vinit Kothary	12/03/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss proposal from interested party
Vinit Kothary	12/03/18	0.5	Pre-call with AlixPartners / PJT / Akin to prepare for call with UCC
Vinit Kothary	12/03/18	1.0	Call with UCC to discuss proposal from interested party
Vinit Kothary	12/03/18	1.0	Call with AlixPartners / PJT / Akin to debrief depositions
Vinit Kothary	12/04/18	3.0	Internal preparation of proposal analysis from interested party
Vinit Kothary	12/04/18	1.0	Call with holders of the 2018 and 2021 Convertible Notes to discuss proposal from interested party
Vinit Kothary	12/04/18	0.5	Call with interested parties and Akin to discuss proposal
Vinit Kothary	12/05/18	11.0	Settlement discussions between the UCC and its advisors and Mercuria, the Debtor and their advisors at Kirkland's offices
Vinit Kothary	12/06/18	0.5	Call with Akin to discuss settlement meetings and next steps
Vinit Kothary	12/06/18	0.5	Call with noteholder to discuss settlement meetings and next steps
Vinit Kothary	12/06/18	3.0	Internal preparation of Mercuria proposal analysis
Vinit Kothary	12/06/18	1.0	Call with UCC and holders of the 2018 and 2021 Convertible Notes to discuss settlement proposal from Mercuria
Vinit Kothary	12/07/18	0.5	Pre-call with Akin to discuss settlement proposal from Mercuria and next steps
Vinit Kothary	12/07/18	0.5	Call with UCC and holders of the 2018 and 2021 Convertible Notes to discuss settlement proposal from Mercuria
Vinit Kothary	12/10/18	1.0	Call with Milbank and Norton Rose (counsel to Mercuria), Akin, and Kirkland to discuss settlement proposal from Mercuria
Vinit Kothary	12/10/18	6.0	Internal review of RSA and other related documents related to settlement proposal from Mercuria
Vinit Kothary	12/10/18	2.0	Internal preparation of proposal comparison analysis
Vinit Kothary	12/11/18	1.0	Call with interested parties and Akin to discuss proposal
Vinit Kothary	12/11/18	0.5	Call with UCC to discuss next steps
Vinit Kothary	12/11/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Vinit Kothary	12/11/18	4.0	Call with Milbank and Norton Rose (counsel to Mercuria), Akin, and Kirkland to discuss progress of proposed RSA and other related documents
Vinit Kothary	12/12/18	0.5	Call with UCC to discuss next steps
Vinit Kothary	12/12/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Vinit Kothary	12/13/18	5.0	Attend bidding Procedures hearing
Vinit Kothary	12/13/18	0.5	Call with UCC to discuss next steps

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
DECEMBER 1, 2018 THROUGH DECEMBER 31, 2018

Professional	Date	Hours	Explanation
Vinit Kothary	12/13/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Vinit Kothary	12/15/18	1.0	Internal review of RSA and other related documents related to settlement proposal from Mercuria
		66.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
DECEMBER 1, 2018 THROUGH DECEMBER 31, 2018

Professional	Date	Hours	Explanation
Benjamin Tso	12/01/18	6.0	Internal preparation for Genereux deposition
Benjamin Tso	12/02/18	0.5	Call with Debtor's advisors to discuss DIP budget
Benjamin Tso	12/02/18	7.0	Internal preparation for Genereux deposition
Benjamin Tso	12/03/18	2.0	Preparation for Genereux deposition with AlixPartners / PJT / Akin at Akin's offices
Benjamin Tso	12/03/18	5.0	Attend Genereux, Baron and Shenouda depositions at Akin's offices
Benjamin Tso	12/03/18	1.0	Internal preparation of proposal analysis from interested party
Benjamin Tso	12/03/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss proposal from interested party
Benjamin Tso	12/03/18	0.5	Pre-call with AlixPartners / PJT / Akin to prepare for call with UCC
Benjamin Tso	12/03/18	1.0	Call with UCC to discuss proposal from interested party
Benjamin Tso	12/03/18	1.0	Call with AlixPartners / PJT / Akin to debrief depositions
Benjamin Tso	12/04/18	3.0	Internal preparation of proposal analysis from interested party
Benjamin Tso	12/04/18	1.0	Call with holders of the 2018 and 2021 Convertible Notes to discuss proposal from interested party
Benjamin Tso	12/04/18	0.5	Call with interested parties and Akin to discuss proposal
Benjamin Tso	12/05/18	11.0	Settlement discussions between the UCC and its advisors and Mercuria, the Debtor and their advisors at Kirkland's offices
Benjamin Tso	12/06/18	0.5	Call with Akin to discuss settlement meetings and next steps
Benjamin Tso	12/06/18	0.5	Call with notegolder to discuss settlement meetings and next steps
Benjamin Tso	12/06/18	6.0	Internal preparation of Mercuria proposal analysis
Benjamin Tso	12/06/18	1.0	Call with UCC and holders of the 2018 and 2021 Convertible Notes to discuss settlement proposal from Mercuria
Benjamin Tso	12/07/18	0.5	Pre-call with Akin to discuss settlement proposal from Mercuria and next steps
Benjamin Tso	12/07/18	0.5	Call with UCC and holders of the 2018 and 2021 Convertible Notes to discuss settlement proposal from Mercuria
Benjamin Tso	12/10/18	1.0	Call with Milbank and Norton Rose (counsel to Mercuria), Akin, and Kirkland to discuss settlement proposal from Mercuria
Benjamin Tso	12/10/18	6.0	Internal review of RSA and other related documents related to settlement proposal from Mercuria
Benjamin Tso	12/10/18	4.0	Internal preparation of proposal comparison analysis
Benjamin Tso	12/11/18	1.0	Call with interested parties and Akin to discuss proposal
Benjamin Tso	12/11/18	0.5	Call with UCC to discuss next steps
Benjamin Tso	12/11/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Benjamin Tso	12/11/18	4.0	Call with Milbank and Norton Rose (counsel to Mercuria), Akin, and Kirkland to discuss progress of proposed RSA and other related documents
Benjamin Tso	12/12/18	0.5	Call with UCC to discuss next steps
Benjamin Tso	12/12/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Benjamin Tso	12/13/18	5.0	Bidding Procedures hearing
Benjamin Tso	12/13/18	0.5	Call with UCC to discuss next steps

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
DECEMBER 1, 2018 THROUGH DECEMBER 31, 2018

Professional	Date	Hours	Explanation
Benjamin Tso	12/13/18	0.5	Call with holders of the 2018 and 2021 Convertible Notes to discuss next steps
Benjamin Tso	12/15/18	1.0	Internal review of RSA and other related documents related to settlement proposal from Mercuria
Benjamin Tso	12/17/18	1.0	Internal review of RSA and other related documents related to settlement proposal from Mercuria
		75.0	

PJT PARTNERS LP
SUMMARY OF HOURS FOR THE PERIOD OF
JANUARY 1, 2019 THROUGH JANUARY 31, 2019

Professional	Title	Hours
Michael Genereux	Partner	4.5
Jamie O'Connell	Partner	6.0
George South	Managing Director	4.0
Brent Herlihy	Vice President	14.0
Vinit Kothary	Associate	14.0
Benjamin Tso	Analyst	14.0
	Total	**56.5**

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
JANUARY 1, 2019 THROUGH JANUARY 31, 2019

Professional	Date	Hours	Explanation
Michael Genereux	01/10/19	1.0	Call with UCC and Akin to discuss litigation claims and members of board
Michael Genereux	01/14/19	0.5	Dial into hearing regarding final DIP order and RSA
Michael Genereux	1/16/2019	0.5	Dial into omnibus hearing
Michael Genereux	01/16/19	0.5	Call with E&Y and Alix to discuss liquidation analysis and financial projections
Michael Genereux	01/18/19	0.5	Call with Moelis and Alix to discuss valuation analysis
Michael Genereux	01/22/19	1.0	Call with holders of the 2018 and 2021 Convertible Notes to discuss litigation claims and members of the board
Michael Genereux	01/29/19	0.5	Review of analysis prepared at the request of counsel
		4.5	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
JANUARY 1, 2019 THROUGH JANUARY 31, 2019

Professional	Date	Hours	Explanation
Jamie O'Connell	01/10/19	1.0	Call with UCC and Akin to discuss litigation claims and members of board
Jamie O'Connell	01/12/19	0.5	Communications regarding disclosure statement
Jamie O'Connell	01/14/19	0.5	Dial into hearing regarding final DIP order and RSA
Jamie O'Connell	1/16/2019	0.5	Dial into omnibus hearing
Jamie O'Connell	01/16/19	0.5	Call with E&Y and Alix to discuss liquidation analysis and financial projections
Jamie O'Connell	01/17/19	0.5	Communications regarding disclosure statement exhibit and retention application of advisor
Jamie O'Connell	01/18/19	0.5	Communications regarding disclosure statements and exhibits
Jamie O'Connell	01/18/19	0.5	Call with Moelis and Alix to discuss valuation analysis
Jamie O'Connell	01/22/19	1.0	Call with holders of the 2018 and 2021 Convertible Notes to discuss litigation claims and members of the board
Jamie O'Connell	01/29/19	0.5	Review of analysis prepared at the request of counsel
		6.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
JANUARY 1, 2019 THROUGH JANUARY 31, 2019

Professional	Date	Hours	Explanation
George South	01/16/19	3.0	Attended hearing on PJT retention application
George South	01/16/19	0.5	Revised PJT retention order
George South	01/16/19	0.5	Emails with counsel concerning retention order
		4.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
JANUARY 1, 2019 THROUGH JANUARY 31, 2019

Professional	Date	Hours	Explanation
Brent Herlihy	01/07/19	2.0	Review of draft Plan and Litigation Trust Agreement
Brent Herlihy	01/09/19	1.5	Review of draft Disclosure Statement
Brent Herlihy	01/10/19	1.0	Call with UCC and Akin to discuss litigation claims and members of board
Brent Herlihy	01/11/19	0.5	Call with UCC and Akin to discuss distribution mechanics
Brent Herlihy	01/12/19	0.5	Review of revised Plan and Disclosure Statement
Brent Herlihy	01/13/19	1.0	Review of liquidation analysis
Brent Herlihy	01/14/19	1.0	Review of financial projections
Brent Herlihy	01/14/19	1.0	Hearing on final DIP order and RSA Order
Brent Herlihy	01/14/19	0.5	Internal PJT discussion of liquidation analysis and financial projections
Brent Herlihy	01/15/19	0.5	Discussions re: retention application
Brent Herlihy	01/16/19	1.0	Hearing on several matters
Brent Herlihy	01/16/19	0.5	Call with E&Y and Alix to discuss liquidation analysis and financial projections
Brent Herlihy	01/17/19	0.5	Review of retention application of advisor
Brent Herlihy	01/18/19	1.0	Call with Moelis and Alix to discuss valuation analysis
Brent Herlihy	01/22/19	1.0	Call with holders of the 2018 and 2021 Convertible Notes to discuss litigation claims and members of the board
Brent Herlihy	01/28/19	0.5	Review of retention terms of advisor
		14.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
JANUARY 1, 2019 THROUGH JANUARY 31, 2019

Professional	Date	Hours	Explanation
Vinit Kothary	01/07/19	2.0	Review of draft Plan and Litigation Trust Agreement
Vinit Kothary	01/09/19	1.5	Review of draft Disclosure Statement
Vinit Kothary	01/10/19	1.0	Call with UCC and Akin to discuss litigation claims and members of board
Vinit Kothary	01/11/19	0.5	Call with UCC and Akin to discuss distribution mechanics
Vinit Kothary	01/12/19	0.5	Review of revised Plan and Disclosure Statement
Vinit Kothary	01/13/19	1.0	Review of liquidation analysis
Vinit Kothary	01/14/19	1.0	Review of financial projections
Vinit Kothary	01/14/19	1.0	Hearing on final DIP order and RSA Order
Vinit Kothary	01/14/19	0.5	Internal PJT discussion of liquidation analysis and financial projections
Vinit Kothary	01/15/19	0.5	Discussions re: retention application
Vinit Kothary	01/16/19	1.0	Hearing on several matters
Vinit Kothary	01/16/19	0.5	Call with E&Y and Alix to discuss liquidation analysis and financial projections
Vinit Kothary	01/17/19	0.5	Review of retention application of advisor
Vinit Kothary	01/18/19	1.0	Call with Moelis and Alix to discuss valuation analysis
Vinit Kothary	01/22/19	1.0	Call with holders of the 2018 and 2021 Convertible Notes to discuss litigation claims and members of the board
Vinit Kothary	01/28/19	0.5	Review of retention terms of advisor
		14.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
JANUARY 1, 2019 THROUGH JANUARY 31, 2019

Professional	Date	Hours	Explanation
Benjamin Tso	01/07/19	2.0	Review of draft Plan and Litigation Trust Agreement
Benjamin Tso	01/09/19	1.5	Review of draft Disclosure Statement
Benjamin Tso	01/10/19	1.0	Call with UCC and Akin to discuss litigation claims and members of board
Benjamin Tso	01/11/19	0.5	Call with UCC and Akin to discuss distribution mechanics
Benjamin Tso	01/12/19	0.5	Review of revised Plan and Disclosure Statement
Benjamin Tso	01/13/19	1.0	Review of liquidation analysis
Benjamin Tso	01/14/19	1.0	Review of financial projections
Benjamin Tso	01/14/19	1.0	Hearing on final DIP order and RSA Order
Benjamin Tso	01/14/19	0.5	Internal PJT discussion of liquidation analysis and financial projections
Benjamin Tso	01/15/19	0.5	Discussions re: retention application
Benjamin Tso	01/16/19	1.0	Hearing on several matters
Benjamin Tso	01/16/19	0.5	Call with E&Y and Alix to discuss liquidation analysis and financial projections
Benjamin Tso	01/17/19	0.5	Review of retention application of advisor
Benjamin Tso	01/18/19	1.0	Call with Moelis and Alix to discuss valuation analysis
Benjamin Tso	01/22/19	1.0	Call with holders of the 2018 and 2021 Convertible Notes to discuss litigation claims and members of the board
Benjamin Tso	01/28/19	0.5	Review of retention terms of advisor
		14.0	

PJT PARTNERS LP
SUMMARY OF HOURS FOR THE PERIOD OF
FEBRUARY 1, 2019 THROUGH FEBRUARY 28, 2019

Professional	Title	Hours
Michael Genereux	Partner	4.5
Jamie O'Connell	Partner	5.0
Brent Herlihy	Vice President	9.0
Vinit Kothary	Associate	7.5
Benjamin Tso	Analyst	7.5
	Total	**33.5**

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
FEBRUARY 1, 2019 THROUGH FEBRUARY 28, 2019

Professional	Date	Hours	Explanation
Michael Genereux	02/10/19	1.0	Review of Monthly Operating Report
Michael Genereux	02/14/19	1.0	Dial into Disclosure Statement Hearing & Moelis Retention Application
Michael Genereux	02/15/19	0.5	Review of Order Approving Adequacy of Informaion in the Disclosure Statement
Michael Genereux	02/15/19	1.0	Review of Revised Joint Plan of Reorganization
Michael Genereux	02/15/19	1.0	Review of Revised Disclosure Statement
		4.5	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
FEBRUARY 1, 2019 THROUGH FEBRUARY 28, 2019

Professional	Date	Hours	Explanation
Jamie O'Connell	02/10/19	1.0	Review of Monthly Operating Report
Jamie O'Connell	02/14/19	0.5	Dial into Disclosure Statement Hearing & Moelis Retention Application
Jamie O'Connell	02/14/19	0.5	Internal discussion of DS hearing, with focus on release issue
Jamie O'Connell	02/15/19	0.5	Review of Order Approving Adequacy of Informaion in the Disclosure Statement
Jamie O'Connell	02/15/19	1.0	Review of Revised Joint Plan of Reorganization
Jamie O'Connell	02/15/19	1.0	Review of Revised Disclosure Statement
Jamie O'Connell	02/25/19	0.5	Communications with holders about outcome of RSA
		5.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
FEBRUARY 1, 2019 THROUGH FEBRUARY 28, 2019

Professional	Date	Hours	Explanation
Brent Herlihy	02/04/19	0.5	Discussions w Akin re: litigation trust structure and candidates
Brent Herlihy	02/07/19	0.5	Review of materials from candidate for litigation trust role
Brent Herlihy	02/10/19	1.0	Review of Monthly Operating Report
Brent Herlihy	02/11/19	1.0	Call with Alix and holder to discuss Monthly Operating Report
Brent Herlihy	02/14/19	0.5	Dial into Disclosure Statement Hearing & Moelis Retention Application
Brent Herlihy	02/14/19	0.5	Internal discussion of DS hearing, with focus on release issue
Brent Herlihy	02/15/19	0.5	Review of Order Approving Adequacy of Informaion in the Disclosure Statement
Brent Herlihy	02/15/19	1.5	Review of Revised Joint Plan of Reorganization
Brent Herlihy	02/15/19	1.5	Review of Revised Disclosure Statement
Brent Herlihy	02/25/19	0.5	Preparation of materials summarizing outcome of case
Brent Herlihy	02/25/19	0.5	Communications with holders about outcome of RSA
Brent Herlihy	02/26/19	0.5	Discussion with holder about outcome of RSA
		9.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
FEBRUARY 1, 2019 THROUGH FEBRUARY 28, 2019

Professional	Date	Hours	Explanation
Vinit Kothary	02/10/19	1.0	Review of Monthly Operating Report
Vinit Kothary	02/11/19	1.0	Call with Alix and holder to discuss Monthly Operating Report
Vinit Kothary	02/14/19	1.0	Dial into Disclosure Statement Hearing & Moelis Retention Application
Vinit Kothary	02/15/19	0.5	Review of Order Approving Adequacy of Informaion in the Disclosure Statement
Vinit Kothary	02/15/19	1.5	Review of Revised Joint Plan of Reorganization
Vinit Kothary	02/15/19	1.5	Review of Revised Disclosure Statement
Vinit Kothary	02/25/19	1.0	Preparation of materials summarizing outcome of case
		7.5	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
FEBRUARY 1, 2019 THROUGH FEBRUARY 28, 2019

Professional	Date	Hours	Explanation
Benjamin Tso	02/10/19	1.0	Review of Monthly Operating Report
Benjamin Tso	02/11/19	1.0	Call with Alix and holder to discuss Monthly Operating Report
Benjamin Tso	02/14/19	1.0	Dial into Disclosure Statement Hearing & Moelis Retention Application
Benjamin Tso	02/15/19	0.5	Review of Order Approving Adequacy of Informaion in the Disclosure Statement
Benjamin Tso	02/15/19	1.5	Review of Revised Joint Plan of Reorganization
Benjamin Tso	02/15/19	1.5	Review of Revised Disclosure Statement
Benjamin Tso	02/25/19	1.0	Preparation of materials summarizing outcome of case
		7.5	

PJT PARTNERS LP
SUMMARY OF HOURS FOR THE PERIOD OF
MARCH 1, 2019 THROUGH MARCH 31, 2019

Professional	Title	Hours
Michael Genereux	Partner	2.0
Jamie O'Connell	Partner	5.5
George South	Managing Director	2.5
Brent Herlihy	Vice President	6.0
Vinit Kothary	Associate	6.0
Benjamin Tso	Analyst	5.5
	Total	**27.5**

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MARCH 1, 2019 THROUGH MARCH 31, 2019

Professional	Date	Hours	Explanation
Michael Genereux	03/05/19	0.5	Review of Oaktree / Hartree application for payment of fees and expenses incurred in making a substantial contribution
Michael Genereux	03/25/19	0.5	Communications regarding Substantial Contribution filing
Michael Genereux	03/26/19	1.0	Dial into Confirmation Hearing (did not dial into entire hearing)
		2.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MARCH 1, 2019 THROUGH MARCH 31, 2019

Professional	Date	Hours	Explanation
Jamie O'Connell	03/05/19	0.5	Review of Oaktree / Hartree application for payment of fees and expenses incurred in making a substantial contribution
Jamie O'Connell	03/13/19	1.0	Dial into Exclusivity Motion & First Interim Fee Applications
Jamie O'Connell	03/25/19	0.5	Communications regarding Substantial Contribution filing
Jamie O'Connell	03/26/19	3.5	Dial into Confirmation Hearing
		5.5	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MARCH 1, 2019 THROUGH MARCH 31, 2019

Professional	Date	Hours	Explanation
George South	03/05/19	0.5	Communications with Akin and US Trustee regarding PJT legal expense fees
George South	03/26/19	0.5	Communications with Akin and US Trustee regarding PJT legal expense fees
George South	03/26/19	1.5	Dial into Confirmation Hearing (did not dial into entire hearing)
		2.5	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MARCH 1, 2019 THROUGH MARCH 31, 2019

Professional	Date	Hours	Explanation
Brent Herlihy	03/05/19	0.5	Review of Oaktree / Hartree application for payment of fees and expenses incurred in making a substantial contribution
Brent Herlihy	03/13/19	1.0	Dial into Exclusivity Motion & First Interim Fee Applications
Brent Herlihy	03/17/19	0.5	Review of UST / Mercuria objections to substantial contribution motion
Brent Herlihy	03/25/19	0.5	Communications regarding Substantial Contribution filing
Brent Herlihy	03/26/19	3.5	Attended Confirmation Hearing
		6.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MARCH 1, 2019 THROUGH MARCH 31, 2019

Professional	Date	Hours	Explanation
Vinit Kothary	03/05/19	0.5	Review of Oaktree / Hartree application for payment of fees and expenses incurred in making a substantial contribution
Vinit Kothary	03/13/19	1.0	Dial into Exclusivity Motion & First Interim Fee Applications
Vinit Kothary	03/17/19	0.5	Communications with Akin regarding Ch. 11 timeline and Oaktree/Hartree's application for substantial contribution claim
Vinit Kothary	03/25/19	0.5	Communications regarding Substantial Contribution filing
Vinit Kothary	03/26/19	3.5	Dial into Confirmation Hearing
		6.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MARCH 1, 2019 THROUGH MARCH 31, 2019

Professional	Date	Hours	Explanation
Benjamin Tso	03/05/19	0.5	Review of Oaktree / Hartree application for payment of fees and expenses incurred in making a substantial contribution
Benjamin Tso	03/13/19	1.0	Dial into Exclusivity Motion & First Interim Fee Applications
Benjamin Tso	03/25/19	0.5	Communications regarding Substantial Contribution filing
Benjamin Tso	03/26/19	3.5	Dial into Confirmation Hearing
		5.5	

PJT PARTNERS LP
SUMMARY OF HOURS FOR THE PERIOD OF
APRIL 1, 2019 THROUGH APRIL 3, 2019

Professional	Title	Hours
Michael Genereux	Partner	0.5
Jamie O'Connell	Partner	5.0
George South	Managing Director	2.0
Brent Herlihy	Vice President	5.0
Vinit Kothary	Associate	5.5
Benjamin Tso	Analyst	4.0
	Total	**22.0**

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
APRIL 1, 2019 THROUGH APRIL 3, 2019

Professional	Date	Hours	Explanation
Michael Genereux	04/01/19	0.5	Dial into Committee Fee Hearing (did not dial into entire hearing)
		0.5	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
APRIL 1, 2019 THROUGH APRIL 3, 2019

Professional	Date	Hours	Explanation
Jamie O'Connell	04/01/19	3.0	Dial into Committee Fee Hearing
Jamie O'Connell	04/02/19	2.0	Dial into Committee Fee Hearing
		5.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
APRIL 1, 2019 THROUGH APRIL 3, 2019

Professional	Date	Hours	Explanation
George South	04/02/19	2.0	Dial into Committee Fee Hearing
		2.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
APRIL 1, 2019 THROUGH APRIL 3, 2019

Professional	Date	Hours	Explanation
Brent Herlihy	04/01/19	3.0	Dial into Committee Fee Hearing
Brent Herlihy	04/02/19	2.0	Dial into Committee Fee Hearing
		5.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
APRIL 1, 2019 THROUGH APRIL 3, 2019

Professional	Date	Hours	Explanation
Vinit Kothary	04/01/19	3.0	Dial into Committee Fee Hearing
Vinit Kothary	04/01/19	0.5	Communications with Akin regarding Ch. 11 timeline
Vinit Kothary	04/02/19	2.0	Dial into Committee Fee Hearing
		5.5	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
APRIL 1, 2019 THROUGH APRIL 3, 2019

Professional	Date	Hours	Explanation
Benjamin Tso	04/01/19	3.0	Dial into Committee Fee Hearing
Benjamin Tso	04/02/19	1.0	Dial into Committee Fee Hearing (did not dial into entire hearing)
		4.0	