

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

In re

**TRIDENT HOLDING COMPANY, LLC, *et al.*,

Debtors.¹**

Chapter 11

Case No. 19-10384 (SHL)

(Jointly Administered)

**SECOND MONTHLY FEE STATEMENT OF PJT PARTNERS LP FOR
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF
OUT-OF-POCKET EXPENSES INCURRED AS INVESTMENT BANKER TO THE
DEBTORS FOR THE PERIOD OF MARCH 1, 2019 THROUGH MARCH 31, 2019**

SUMMARY SHEET

Name of Applicant:	PJT Partners LP
Authorized to Provide Professional Services to:	Debtors
Period for which Compensation and Expense Reimbursement is sought:	March 1, 2019 through March 31, 2019
Amount of Compensation sought as actual, reasonable and necessary:	\$150,000.00
Less 20% Holdback:	(\$30,000.00)
Amount of Expense Reimbursement requested as actual, reasonable and necessary:	\$468.10
Payment (Net of Holdback) Sought:	\$120,468.10

¹ The Debtors in these chapter 11 cases, along with the last four digits of their respective tax identification numbers, are as follows: Trident Holding Company, LLC (6396); American Diagnostics Services, Inc. (2771); Community Mobile Diagnostics, LLC (9341); Community Mobile Ultrasound, LLC (3818); Diagnostic Labs Holdings, LLC (8024); FC Pioneer Holding Company, LLC (6683); JLMD Manager, LLC (8470); Kan-Di-Ki LLC (6100); Main Street Clinical Laboratory, Inc. (0907); MDX-MDL Holdings, LLC (2605); MetroStat Clinical Laboratory – Austin, Inc. (4366); MX Holdings, LLC (8869); MX USA, LLC (4885); New Trident Holdcorp, Inc. (4913); Rely Radiology Holdings, LLC (3284); Schryver Medical Sales and Marketing, LLC (9620); Symphony Diagnostic Services No. 1, LLC (8980); Trident Clinical Services Holdings, Inc. (6262); Trident Clinical Services Holdings, LLC (1255); TridentUSA Foot Care Services LLC (3787); TridentUSA Mobile Clinical Services, LLC (0334); TridentUSA Mobile Infusion Services, LLC (5173); U.S. Lab & Radiology, Inc. (4988). The address of the Debtors' corporate headquarters is 930 Ridgebrook Road, 3rd Floor, Sparks, MD 21152.

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PJT Partners LP (“PJT”), investment banker to the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), hereby submits its statement of fees and out-of-pocket expenses (the “Second Monthly Fee Statement”) for the period of March 1, 2019 through March 31, 2019 (the “Second Compensation Period”), in accordance with the Procedures Order (as hereinafter defined). In support of this Second Monthly Fee Statement, PJT states as follows:

I. Background

1. On February 10, 2019 (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”).

¹ The Debtors in these chapter 11 cases, along with the last four digits of their respective tax identification numbers, are as follows: Trident Holding Company, LLC (6396); American Diagnostics Services, Inc. (2771); Community Mobile Diagnostics, LLC (9341); Community Mobile Ultrasound, LLC (3818); Diagnostic Labs Holdings, LLC (8024); FC Pioneer Holding Company, LLC (6683); JLMD Manager, LLC (8470); Kan-Di-Ki LLC (6100); Main Street Clinical Laboratory, Inc. (0907); MDX-MDL Holdings, LLC (2605); MetroStat Clinical Laboratory – Austin, Inc. (4366); MX Holdings, LLC (8869); MX USA, LLC (4885); New Trident Holdcorp, Inc. (4913); Rely Radiology Holdings, LLC (3284); Schryver Medical Sales and Marketing, LLC (9620); Symphony Diagnostic Services No. 1, LLC (8980); Trident Clinical Services Holdings, Inc. (6262); Trident Clinical Services Holdings, LLC (1255); TridentUSA Foot Care Services LLC (3787); TridentUSA Mobile Clinical Services, LLC (0334); TridentUSA Mobile Infusion Services, LLC (5173); U.S. Lab & Radiology, Inc. (4988). The address of the Debtors’ corporate headquarters is 930 Ridgebrook Road, 3rd Floor, Sparks, MD 21152.

2. On February 20, 2019, the Debtors filed the *Debtors' Application for Entry of an Order (I) Authorizing Employment and Retention of PJT Partners LP as Investment Banker for the Debtors Effective Nunc Pro Tunc to the Petition Date, (II) Exempting PJT from Certain Time-Keeping Requirements, and (III) Granting Related Relief* [Docket No. 97] (the “Retention Application”), pursuant to which the Debtors sought authority to retain and employ PJT as its investment banker pursuant to the terms of an engagement agreement (the “Engagement Agreement”) dated February 1, 2019. A copy of the Engagement Agreement was attached to the Retention Application.

3. On March 8, 2019, this Court entered the *Order Granting Debtors' Motion for Entry of an Order Pursuant to Bankruptcy Code Sections 105(a) and 331, Bankruptcy Rule 2016, and Local Bankruptcy Rule 2016-1, Establishing Interim Compensation Procedures and Reimbursement of Expenses of Professionals* [Docket No. 172] (the “Procedures Order”) establishing procedures for interim compensation and reimbursement of expenses for professionals.

4. On March 8, 2019, this Court entered the *Order (I) Authorizing Employment and Retention of PJT Partners LP as Investment Banker for the Debtors Effective Nunc Pro Tunc to the Petition Date, (II) Exempting PJT from Certain Time-Keeping Requirements, and (III) Granting Related Relief* [Docket No. 178] (the “Retention Order”) approving the Retention Application and authorizing the retention and employment of PJT *nunc pro tunc* to the Petition Date, pursuant to the terms of the Engagement Agreement.

II. PJT's Request for Compensation and Reimbursement of Out-of-Pocket Expenses

5. For the Second Compensation Period, PJT (a) (i) earned a monthly fee in the amount of \$150,000.00, and (ii) is entitled to the reimbursement of out-of-pocket expenses incurred in the amount of \$468.10, and (b) in accordance with Procedures Order, seeks payment in the amount of \$120,468.10 (representing 80% of the total amount of PJT's monthly fee earned, and 100% of the total amount of out-of-pocket expenses incurred by PJT during the Second Compensation Period). Although every effort has been made to include all expenses incurred during the Second Compensation Period, some expenses might not be included in this Second Monthly Fee Statement due to delays caused in connection with the accounting and processing of such expenses. Accordingly, PJT reserves the right to make further application to this Court for allowance of such expenses incurred during the Second Compensation Period but not included herein.

6. An invoice detailing the monthly fee earned and out-of-pocket expenses incurred by PJT during the Second Compensation Period are attached hereto as Appendix A. A summary of the monthly fee earned and out-of-pocket incurred during the Second Compensation Period is outlined below:

<u>Second Compensation Period</u>	<u>Advisory Fee</u>	<u>Holdback @ 20%</u>	<u>Out-Of-Pocket Expenses</u>	<u>Amount Due</u>
March 1 – 31, 2019	\$150,000.00	(\$30,000.00)	\$468.10	\$120,468.10

7. The amount of fees sought in this Second Monthly Fee Statement and PJT's compensation practices are consistent with market practices both in and out of 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. PJT has, however, maintained contemporaneous time records in one-half hour increments. Time records with respect to the 451.5 hours expended by PJT professionals in

providing investment banking services to the Debtors during the Second Compensation Period are provided in Appendix B.

8. A summary of the total amount of hours expended by PJT professionals is provided below:

Hours Expended by Professional		
Professional	Title	Total Hours
Mark Buschmann	Partner	61.5
Josh Abramson	Managing Director	83.0
Willie Evarts	Vice President	102.0
Meera Satiani	Associate	89.5
Elsa Zhang	Analyst	115.5
Total Hours		451.5

III. NOTICE OF OBJECTION PROCEDURES

9. Notice of this Second Monthly Fee Statement shall be given by hand or overnight delivery upon: (i) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 155 North Wacker Drive, Chicago, IL 60606, Attn: James J. Mazza, Jr., (James.Mazza@skadden.com) and Justin M. Winerman, (Justin.Winerman@skadden.com), and Four Times Square, New York, NY 10036, Attn: Paul D. Leake (Paul.Leake@skadden.com) and Jason N. Kestecher (Jason.Kestecher@skadden.com); (ii) co-counsel for the Debtors, Togut, Segal & Segal LLP, One Penn Plaza, Suite 3335, New York, NY 10119 Attn: Frank A. Oswald (frankoswald@teamtogut.com) and Kyle J. Ortiz (kortiz@teamtogut.com); (iii) Office of the United States Trustee for the Southern District of New York, U.S. Federal Office Building, 201 Varick Street, Room 1006, New York, NY 10014, Attn: Shannon Scott, (Shannon.Scott2@usdoj.gov) and Brian Masumoto, (Brian.Masumoto@usdoj.gov); (iv) counsel to the administrative agent under the Debtors' prepetition Priority First Lien Facility and proposed DIP Facility, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 6th Ave, New York, NY 10019, Attn: Alan Kornberg (akornberg@paulweiss.com), Robert Britton (rbritton@paulweiss.com), Grace Hotz (ghotz@paulweiss.com) and Alexander Woolverton

(awoolverton@paulweiss.com); and (v) proposed counsel to the official committee of unsecured creditors (the “Committee”), Kilpatrick Townsend & Stockton LLP, The Grace Building, 1114 Avenue of the Americas, New York, NY 10036, Attn: David Posner, (dposner@kilpatricktownsend.com), Gianfranco Finizio, (gfinizio@kilpatricktownsend.com), and Kelly Moynihan, (kmoynihan@kilpatricktownsend.com) (collectively, the “Notice Parties”).

10. Objections to this Second Monthly Fee Statement, if any, must be served upon the Notice Parties no later than June 10, 2019 at 4:00 p.m. (prevailing Eastern Time) (the “Objection Deadline”), setting forth the nature of the objection and the specific amount of fees or expenses at issue.

11. If no objections to this Second Monthly Fee Statement are received by the Objection Deadline, the Debtors shall, in accordance with the Procedures Order, promptly pay PJT 80% of the fees and 100% of the expenses identified in this Second Monthly Fee Statement.

IV. Requested Relief

12. Pursuant to the Retention Order and the Procedures Order, with respect to: (a) PJT’s monthly fee in the amount of \$150,000.00, and (b) the reimbursement of PJT’s out-of-pocket expenses in the amount of \$468.10, in each case earned or incurred during the Second Compensation Period, PJT hereby requests that the Debtors make the following payments to PJT:

Monthly Fee	\$150,000.00
Less: 20% Holdback	(30,000.00)
Out-of-Pocket Expenses	468.10
Total Amount Due	<u>\$120,468.10</u>

Dated: May 17, 2019

PJT PARTNERS LP

By: /s/ Mark Buschmann
Mark Buschmann
Partner

APPENDIX A

PJT Partners



May 17, 2019

David Smith
Chief Financial Officer
FC Pioneer Holding Company, LLC
6400 Pinecrest Drive
Suite 100
Plano, TX 75024

Re: Trident Holding Company, LLC

Monthly Fee for the period of March 1, 2019 through March 31, 2019:	\$	150,000.00
Less: Holdback @ 20%		(30,000.00)
Out-of-pocket expenses processed through April 5, 2019: ⁽¹⁾		
Document Production	\$	468.10
		<u>468.10</u>
Total Amount Due	\$	<u>120,468.10</u>

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. 10009066

⁽¹⁾ Expenses incurred, but not yet processed due to timing differences will be billed at a later date.

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

FC Pioneer Holding Company, LLC
Summary of Expenses

	GL Detail	Total
	Apr-19	Expenses
Document Production	\$ 468.10	\$ 468.10
Total	\$ 468.10	\$ 468.10
	Document Production	\$ 468.10
	Total Expenses	\$ 468.10

FC Pioneer Holding Company, LLC
Detail of Expenses Processed
Through April 5, 2019
Invoice No. 10009066

Document Production

Zhang (printing & binding services performed b Squared printing)

02/14/19	468.10	
Subtotal - Document Production	\$	468.10
Total Expenses	\$	468.10

APPENDIX B

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

Professional	Title	Hours
Mark Buschmann	Partner	61.5
Josh Abramson	Managing Director	83.0
Willie Evarts	Vice President	102.0
Meera Satiani	Associate	89.5
Elsa Zhang	Analyst	<u>115.5</u>
	Total	<u><u>451.5</u></u>

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

Professional	Date	Hours	Explanation
Mark Buschmann	03/01/19	0.5	Internal PJT Call
Mark Buschmann	03/03/19	0.5	Review of Materials
Mark Buschmann	03/03/19	0.5	Internal PJT Call
Mark Buschmann	03/04/19	1.5	Weekly call with the UCC and Ankura
Mark Buschmann	03/04/19	0.5	Internal PJT meeting
Mark Buschmann	03/05/19	8.0	Travel to and from Sparks
Mark Buschmann	03/05/19	7.0	Meeting with management
Mark Buschmann	03/06/19	1.0	Call with SP and HL on settlement constructs
Mark Buschmann	03/07/19	1.0	Restructuring Committee call
Mark Buschmann	03/08/19	0.5	Call re Business Plan (#1)
Mark Buschmann	03/08/19	0.5	Call with SP and HL
Mark Buschmann	03/08/19	0.5	Call re Business Plan (#2)
Mark Buschmann	03/09/19	1.0	Review of analysis from Company advisors
Mark Buschmann	03/11/19	0.5	Internal PJT meeting
Mark Buschmann	03/12/19	0.5	Call with SP/HL re KEIP
Mark Buschmann	03/12/19	0.5	Call with advisors and management on KEIP KERP
Mark Buschmann	03/12/19	0.5	Call with management
Mark Buschmann	03/12/19	0.5	Call with advisors
Mark Buschmann	03/13/19	2.0	Reviewed Business Plan presentations and had calls with Ankura
Mark Buschmann	03/13/19	0.5	Internal PJT call
Mark Buschmann	03/14/19	0.5	Call with CEO
Mark Buschmann	03/14/19	1.0	Review of PJT Materials
Mark Buschmann	03/14/19	1.0	Business Plan call with Ankura and management
Mark Buschmann	03/14/19	1.0	Restructuring Committee call
Mark Buschmann	03/14/19	1.5	Call with counsel on plan issues and litigation
Mark Buschmann	03/15/19	1.0	Review of PJT Materials and internal meeting
Mark Buschmann	03/15/19	1.0	Call with Skadden / Ankura on Trustee objection
Mark Buschmann	03/17/19	0.5	Internal PJT Call
Mark Buschmann	03/18/19	1.0	Review of PJT Materials
Mark Buschmann	03/19/19	1.0	Review of filings
Mark Buschmann	03/19/19	0.5	Review of PJT Materials
Mark Buschmann	03/19/19	0.5	Call with HL

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

Professional	Date	Hours	Explanation
Mark Buschmann	03/20/19	0.5	Internal meeting
Mark Buschmann	03/20/19	0.5	Tax Call with Skadden and Ankura
Mark Buschmann	03/20/19	1.5	Meeting with PW, HL and Skadden re litigation
Mark Buschmann	03/21/19	1.5	Business Plan meeting with priority lender
Mark Buschmann	03/21/19	2.5	Court hearing and travel
Mark Buschmann	03/21/19	1.5	Business plan meeting with UCC
Mark Buschmann	03/21/19	2.0	Internal review of financial analysis prepared for board
Mark Buschmann	03/22/19	1.0	Restructuring Committee call
Mark Buschmann	03/22/19	0.5	Review of PJT Materials
Mark Buschmann	03/24/19	0.5	Internal PJT call
Mark Buschmann	03/24/19	0.5	Review of PJT Materials
Mark Buschmann	03/24/19	1.0	Review of filings
Mark Buschmann	03/25/19	1.0	Review of PJT Materials
Mark Buschmann	03/25/19	1.0	Board call
Mark Buschmann	03/25/19	0.5	Call with Skadden and CEO
Mark Buschmann	03/25/19	0.5	Call with CEO
Mark Buschmann	03/25/19	0.5	Call with SP/ HL
Mark Buschmann	03/25/19	0.5	Call with SP
Mark Buschmann	03/25/19	0.5	Review of filings
Mark Buschmann	03/25/19	0.5	Various calls on POR / DS
Mark Buschmann	03/26/19	0.5	Call with PW
Mark Buschmann	03/28/19	0.5	Internal discussion
Mark Buschmann	03/28/19	0.5	Met with Skadden before UCC meeting
Mark Buschmann	03/28/19	2.0	UCC meeting
Mark Buschmann	03/29/19	0.5	Weekly call with the UCC and Ankura
Mark Buschmann	03/29/19	0.5	Internal discussion
		<u>61.5</u>	

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

Professional	Date	Hours	Explanation
Josh Abramson	03/01/19	3.0	Board meeting
Josh Abramson	03/01/19	0.5	Internal PJT Call
Josh Abramson	03/03/19	0.5	Internal PJT Call
Josh Abramson	03/04/19	0.5	Internal PJT meeting
Josh Abramson	03/04/19	1.5	Weekly call with the UCC and Ankura
Josh Abramson	03/04/19	0.5	Call with Alix Partners on strategy
Josh Abramson	03/04/19	1.0	Reviewed PJT analysis
Josh Abramson	03/05/19	1.5	Various conversations with counsel, 1L, 1.5L on potential settlement
Josh Abramson	03/06/19	2.0	Attended second day hearings
Josh Abramson	03/06/19	1.0	Call with SP and HL on settlement constructs
Josh Abramson	03/06/19	0.5	Call with Ares and on settlement constructs
Josh Abramson	03/06/19	1.0	Reviewed financial analysis
Josh Abramson	03/07/19	2.0	Reviewed 1.5L adversary proceeding and conversations with counsel
Josh Abramson	03/07/19	1.0	Restructuring Committee call
Josh Abramson	03/09/19	1.0	Review of analysis from Company advisors
Josh Abramson	03/09/19	1.0	Call with UCC advisors on KEIP
Josh Abramson	03/11/19	0.5	Internal PJT meeting
Josh Abramson	03/11/19	0.5	Call with counsel on discovery
Josh Abramson	03/11/19	1.5	Call and analyses relating to KEIP / KERP
Josh Abramson	03/11/19	1.0	Call with UCC on various issues
Josh Abramson	03/11/19	1.5	Call with Skadden, Ankura and management on KEIP, vendors and strategy
Josh Abramson	03/11/19	0.5	Follow up call with UCC on KEIP
Josh Abramson	03/12/19	0.5	Call with SP on case process
Josh Abramson	03/12/19	1.0	Call with HL on potential objections
Josh Abramson	03/12/19	0.5	Call with advisors and management on KEIP KERP
Josh Abramson	03/12/19	1.0	Various calls on KEIP objection deadline and negotiation
Josh Abramson	03/12/19	1.0	Reviewed financial analysis
Josh Abramson	03/13/19	0.5	Cash management call with CFO & Citizens Bank
Josh Abramson	03/13/19	2.0	Prepared and reviewed financial analysis
Josh Abramson	03/13/19	2.0	Reviewed business plan presentations and had calls with Ankura
Josh Abramson	03/13/19	0.5	Reviewed KEIP document
Josh Abramson	03/13/19	0.5	Internal PJT call

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

Professional	Date	Hours	Explanation
Josh Abramson	03/14/19	1.0	Reviewed and commented on legal drafts
Josh Abramson	03/14/19	2.0	Prepared and reviewed financial analyses
Josh Abramson	03/14/19	1.0	Business Plan call with Ankura and management
Josh Abramson	03/14/19	1.0	Restructuring Committee call
Josh Abramson	03/14/19	1.5	Call with counsel on Plan issues and litigation
Josh Abramson	03/15/19	1.0	Weekly call with the UCC and Ankura
Josh Abramson	03/15/19	1.0	Weekly DIP lender call
Josh Abramson	03/15/19	1.5	Reviewed and prepared financial analysis
Josh Abramson	03/15/19	1.0	Call with Skadden / Ankura on Trustee objection
Josh Abramson	03/17/19	0.5	Call with member of Board on process
Josh Abramson	03/17/19	0.5	Internal PJT Call
Josh Abramson	03/18/19	0.5	Reviewed and commented on financial analysis
Josh Abramson	03/18/19	1.0	Reviewed legal filings
Josh Abramson	03/18/19	2.0	Prepared and reviewed financial analyses
Josh Abramson	03/18/19	0.5	Call with Mark Parrish on process
Josh Abramson	03/18/19	0.5	Call with Ankura and management on Business Plan
Josh Abramson	03/19/19	0.5	Advisors weekly call
Josh Abramson	03/19/19	2.0	Reviewed and commented on Disclosure Statement
Josh Abramson	03/19/19	0.5	Call with HL
Josh Abramson	03/20/19	0.5	Internal meeting
Josh Abramson	03/20/19	1.0	Met with counsel to review financial analysis related to Plan
Josh Abramson	03/20/19	1.0	Reviewed and commented on financial analysis
Josh Abramson	03/20/19	1.5	Meeting with PW, HL and Skadden re litigation
Josh Abramson	03/21/19	2.0	Internal review of financial analysis prepared for board
Josh Abramson	03/21/19	0.5	Hearing prep
Josh Abramson	03/21/19	2.5	Court hearing and travel
Josh Abramson	03/21/19	1.5	Business plan meeting with priority lender
Josh Abramson	03/21/19	1.5	Business plan meeting with UCC
Josh Abramson	03/22/19	0.5	Review of PJT Materials
Josh Abramson	03/22/19	1.0	Restructuring Committee call
Josh Abramson	03/23/19	1.0	Call with management on DS / POR
Josh Abramson	03/24/19	0.5	Call with PW on DS / POR

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

Professional	Date	Hours	Explanation
Josh Abramson	03/24/19	0.5	Internal PJT call
Josh Abramson	03/25/19	1.0	Board call
Josh Abramson	03/25/19	0.5	Call with SP/ HL
Josh Abramson	03/25/19	1.0	Reviewed and commented on financial analysis
Josh Abramson	03/25/19	0.5	Various calls on POR / DS
Josh Abramson	03/26/19	0.5	Call with potential bank lender
Josh Abramson	03/26/19	0.5	Weekly advisors call with Skadden / Ankura
Josh Abramson	03/26/19	0.5	Read and discussed legal pleadings with counsel
Josh Abramson	03/26/19	2.5	KEIP call with advisors and management
Josh Abramson	03/27/19	0.5	Call with Ankura and management
Josh Abramson	03/27/19	0.5	Reviewed legal documents
Josh Abramson	03/27/19	1.0	Call with counsel on 2004
Josh Abramson	03/28/19	0.5	Internal discussion
Josh Abramson	03/28/19	1.0	Weekly update call with management and advisors
Josh Abramson	03/28/19	0.5	Met with Skadden before UCC meeting
Josh Abramson	03/28/19	2.0	UCC meeting
Josh Abramson	03/29/19	0.5	Weekly call with the UCC and Ankura
Josh Abramson	03/29/19	0.5	Weekly DIP lender call
Josh Abramson	03/29/19	0.5	Internal discussion
		83.0	

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

Professional	Date	Hours	Explanation
Willie Evarts	03/01/19	3.0	Board meeting
Willie Evarts	03/04/19	1.5	Weekly call with the UCC and Ankura
Willie Evarts	03/04/19	1.0	Correspondence on Diligence for Creditor Advisors
Willie Evarts	03/04/19	1.0	Coordination with Company Advisors
Willie Evarts	03/05/19	8.0	Travel to and from Sparks
Willie Evarts	03/05/19	7.0	Meeting with management
Willie Evarts	03/06/19	1.0	Correspondence on Diligence for Creditor Advisors
Willie Evarts	03/07/19	1.0	Restructuring Committee call
Willie Evarts	03/07/19	1.0	Call with Creditor advisors
Willie Evarts	03/07/19	1.0	Discussion and correspondence with internal team
Willie Evarts	03/08/19	1.5	Business Plan update call with management and Company advisors
Willie Evarts	03/08/19	0.5	Call with Ankura and management
Willie Evarts	03/08/19	0.5	Call with Skadden
Willie Evarts	03/08/19	0.5	Call re Business Plan (#1)
Willie Evarts	03/08/19	0.5	Call re Business Plan (#2)
Willie Evarts	03/09/19	1.0	Review of analysis from Company advisors
Willie Evarts	03/11/19	1.5	Call and analyses relating to KEIP / KERP
Willie Evarts	03/11/19	1.0	Call with UCC on various issues
Willie Evarts	03/11/19	1.5	Call w/ Skadden, Ankura and management on KEIP, vendor issues and strategy
Willie Evarts	03/12/19	0.5	Call with advisors and management on KEIP KERP
Willie Evarts	03/12/19	0.5	Coordination with Company advisors on diligence
Willie Evarts	03/12/19	0.5	Review of invoice from secured lender
Willie Evarts	03/12/19	1.0	Weekly advisors call with Skadden / Ankura
Willie Evarts	03/13/19	0.5	Coordination with Company advisors
Willie Evarts	03/13/19	1.0	Review of UST Objection
Willie Evarts	03/13/19	1.0	Coordination on tax analysis
Willie Evarts	03/13/19	2.0	Reviewed Business Plan presentations and had calls with Ankura
Willie Evarts	03/13/19	0.5	UCC diligence call with AlixPartners
Willie Evarts	03/14/19	1.0	Business Plan call with Ankura and management
Willie Evarts	03/14/19	1.0	Restructuring Committee call
Willie Evarts	03/14/19	1.5	Call with counsel on plan issues and litigation
Willie Evarts	03/14/19	1.0	Review of tax analysis

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

Professional	Date	Hours	Explanation
Willie Evarts	03/14/19	2.0	Correspondence on diligence for creditor advisors
Willie Evarts	03/14/19	0.5	UCC diligence call with AlixPartners
Willie Evarts	03/15/19	1.0	Weekly call with the UCC and Ankura
Willie Evarts	03/15/19	1.0	Weekly DIP lender call
Willie Evarts	03/15/19	2.0	Reviewed and prepared financial analysis
Willie Evarts	03/15/19	1.0	Call with Skadden / Ankura on Trustee objection
Willie Evarts	03/16/19	2.0	Reviewed and prepared financial analysis
Willie Evarts	03/16/19	3.0	Review of Business Plan materials
Willie Evarts	03/17/19	2.0	Review of KEIP/KERP Reply
Willie Evarts	03/17/19	1.0	Disclosure Statement Review
Willie Evarts	03/18/19	2.0	Reviewed and prepared financial analysis
Willie Evarts	03/18/19	2.0	Review of business plan materials
Willie Evarts	03/18/19	0.5	Call with Ankura and management on Business Plan
Willie Evarts	03/19/19	2.0	Internal meeting about valuation deck
Willie Evarts	03/19/19	0.5	Call with HL
Willie Evarts	03/20/19	0.5	Tax Call with Skadden and Ankura
Willie Evarts	03/20/19	1.0	Met with counsel to review financial analysis related to Plan
Willie Evarts	03/20/19	2.0	Analysis regarding tax
Willie Evarts	03/20/19	4.0	Review of valuation materials
Willie Evarts	03/20/19	1.5	Meeting with PW, HL and Skadden re litigation
Willie Evarts	03/21/19	1.5	Business plan meeting with priority lender
Willie Evarts	03/21/19	1.5	Business plan meeting with UCC
Willie Evarts	03/21/19	2.0	Internal review of financial analysis prepared for board
Willie Evarts	03/22/19	2.0	Revisions to financial analysis
Willie Evarts	03/22/19	1.0	Restructuring Committee call
Willie Evarts	03/22/19	0.5	Review of PJT materials
Willie Evarts	03/23/19	1.5	Discussion regarding Plan of Reorganization
Willie Evarts	03/23/19	2.0	Review of Plan of Reorganization
Willie Evarts	03/24/19	0.5	Correspondence with Company advisors
Willie Evarts	03/24/19	0.5	Discussion of analysis with team
Willie Evarts	03/25/19	3.0	Tax analysis and financial projections
Willie Evarts	03/25/19	0.5	Call with SP/ HL

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

Professional	Date	Hours	Explanation
Willie Evarts	03/26/19	0.5	Weekly advisors call with Skadden / Ankura
Willie Evarts	03/26/19	0.5	Read and discussed legal pleadings with counsel
Willie Evarts	03/26/19	2.5	KEIP call with advisors and management
Willie Evarts	03/28/19	1.0	Weekly update call with management and advisors
Willie Evarts	03/28/19	0.5	Met with Skadden before UCC meeting
Willie Evarts	03/28/19	2.0	UCC meeting
Willie Evarts	03/29/19	0.5	Weekly call with the UCC and Ankura
Willie Evarts	03/29/19	0.5	Weekly DIP lender call
		102.0	

PJT PARTNERS LP**HOURLY DETAILS FOR THE PERIOD OF
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Professional	Date	Hours	Explanation
Meera Satiani	03/04/19	1.5	Weekly call with the UCC and Ankura
Meera Satiani	03/05/19	1.0	DIP budget call with Ankura and DIP Lender
Meera Satiani	03/06/19	1.0	DIP budget call with Ankura and UCC advisor
Meera Satiani	03/07/19	1.0	Restructuring Committee call
Meera Satiani	03/07/19	3.0	Prepared analysis
Meera Satiani	03/07/19	1.0	Discussion and correspondence with internal team
Meera Satiani	03/08/19	0.5	Call with Ankura and management
Meera Satiani	03/08/19	0.5	Call with Skadden
Meera Satiani	03/08/19	1.0	Weekly call with the UCC and Ankura
Meera Satiani	03/08/19	0.5	Weekly DIP lender call
Meera Satiani	03/08/19	1.0	Prepared analysis
Meera Satiani	03/08/19	0.5	Call re Business Plan (#1)
Meera Satiani	03/08/19	0.5	Call re Business Plan (#2)
Meera Satiani	03/08/19	1.0	Updated UCC diligence tracker
Meera Satiani	03/09/19	1.0	Review of analysis from Company advisors
Meera Satiani	03/10/19	1.0	Prepared analysis
Meera Satiani	03/11/19	10.0	Prepared analysis / presentation materials
Meera Satiani	03/12/19	6.0	Prepared analysis / presentation materials
Meera Satiani	03/12/19	1.0	Weekly advisors call with Skadden / Ankura
Meera Satiani	03/13/19	0.5	UCC diligence call with AlixPartners
Meera Satiani	03/13/19	1.0	Drafted UCC diligence responses
Meera Satiani	03/13/19	2.0	Reviewed Business Plan presentations and had calls with Ankura
Meera Satiani	03/14/19	2.0	Reviewed Skadden draft
Meera Satiani	03/14/19	2.0	Prepared analysis
Meera Satiani	03/14/19	1.0	Business Plan call with Ankura and management
Meera Satiani	03/14/19	1.0	Restructuring Committee call
Meera Satiani	03/14/19	1.5	Call with counsel on plan issues and litigation
Meera Satiani	03/14/19	0.5	UCC diligence call with AlixPartners
Meera Satiani	03/15/19	1.0	Weekly call with the UCC and Ankura
Meera Satiani	03/15/19	1.0	Weekly DIP lender call
Meera Satiani	03/15/19	1.0	Call with Skadden / Ankura on Trustee objection
Meera Satiani	03/15/19	0.5	Drafted UCC diligence responses

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

Professional	Date	Hours	Explanation
Meera Satiani	03/16/19	4.0	Review of Business Plan materials
Meera Satiani	03/17/19	3.0	Prepared presentation materials
Meera Satiani	03/17/19	2.0	Reviewed presentation materials
Meera Satiani	03/18/19	2.0	Prepared presentation materials
Meera Satiani	03/19/19	2.0	Reviewed presentation materials
Meera Satiani	03/19/19	2.0	Internal meeting about valuation deck
Meera Satiani	03/19/19	3.0	Prepared research / analysis
Meera Satiani	03/19/19	0.5	Weekly advisors call with Skadden / Ankura
Meera Satiani	03/19/19	0.5	Weekly DIP lender call
Meera Satiani	03/19/19	0.5	Call with HL
Meera Satiani	03/20/19	0.5	Tax Call with Skadden and Ankura
Meera Satiani	03/21/19	1.5	Business Plan meeting with priority lender
Meera Satiani	03/21/19	1.5	Business Plan meeting with UCC
Meera Satiani	03/22/19	1.0	Review of PJT Materials
Meera Satiani	03/23/19	1.5	Discussion regarding Plan of Reorganization
Meera Satiani	03/24/19	5.0	Prepared research / analysis
Meera Satiani	03/24/19	0.5	Discussion of analysis with team
Meera Satiani	03/25/19	2.0	Prepared analysis / presentation materials
Meera Satiani	03/25/19	1.0	Weekly call with UCC advisor and Ankura
Meera Satiani	03/25/19	1.0	Board call
Meera Satiani	03/26/19	2.5	KEIP call with advisors and management
Meera Satiani	03/26/19	0.5	Weekly advisors call with Skadden / Ankura
Meera Satiani	03/26/19	1.0	Reviewed PJT fee application
Meera Satiani	03/27/19	0.5	Call with Ankura and management
Meera Satiani	3/28/2019	1.0	Weekly update call with management and advisors
Meera Satiani	03/29/19	0.5	Weekly call with the UCC and Ankura
Meera Satiani	03/29/19	0.5	Weekly DIP lender call
		89.5	

PJT PARTNERS LP**HOURLY DETAILS FOR THE PERIOD OF
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Professional	Date	Hours	Explanation
Elsa Zhang	03/04/19	1.5	Weekly call with the UCC and Ankura
Elsa Zhang	03/04/19	2.0	Prepared analysis / presentation materials
Elsa Zhang	03/05/19	3.0	Prepared analysis / presentation materials
Elsa Zhang	03/05/19	1.0	Reviewed Business Plan draft
Elsa Zhang	03/05/19	1.0	DIP budget call with Ankura and DIP Lender
Elsa Zhang	03/06/19	1.0	DIP budget call with Ankura and UCC advisor
Elsa Zhang	03/06/19	5.0	Prepared analysis / presentation materials
Elsa Zhang	03/07/19	1.0	Discussion and correspondence with internal team
Elsa Zhang	03/07/19	1.0	Restructuring Committee call
Elsa Zhang	03/08/19	0.5	Call re Business Plan (#1)
Elsa Zhang	03/08/19	0.5	Call re Business Plan (#2)
Elsa Zhang	03/09/19	1.0	Review of analysis from Company advisors
Elsa Zhang	03/12/19	4.0	Prepared analysis / presentation materials
Elsa Zhang	03/12/19	0.5	Call with advisors and management on KEIP KERP
Elsa Zhang	03/12/19	1.0	Weekly advisors call with Skadden / Ankura
Elsa Zhang	03/13/19	2.0	Reviewed Business Plan presentations and had calls with Ankura
Elsa Zhang	03/13/19	1.0	Prepared analysis / presentation materials
Elsa Zhang	03/13/19	1.0	Reviewed UCC diligence request
Elsa Zhang	03/13/19	0.5	UCC diligence call with AlixPartners
Elsa Zhang	03/14/19	0.5	UCC diligence call with AlixPartners
Elsa Zhang	03/14/19	2.0	Review Business Plan
Elsa Zhang	03/14/19	2.0	Review Disclosure Statement draft
Elsa Zhang	03/14/19	1.0	Review DIP budget model
Elsa Zhang	03/14/19	1.0	Business Plan call with Ankura and management
Elsa Zhang	03/14/19	1.0	Restructuring Committee call
Elsa Zhang	03/14/19	1.5	Call with counsel on plan issues and litigation
Elsa Zhang	03/14/19	0.5	Coordinate Restructuring Committee meeting schedule
Elsa Zhang	03/14/19	0.5	Review litigation response prepared by counsel
Elsa Zhang	03/15/19	1.0	Weekly call with the UCC and Ankura
Elsa Zhang	03/15/19	1.0	Weekly DIP lender call
Elsa Zhang	03/15/19	2.0	Prepared analysis / presentation materials
Elsa Zhang	03/15/19	1.0	Call with Skadden / Ankura on Trustee objection

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

Professional	Date	Hours	Explanation
Elsa Zhang	03/16/19	4.0	Review and compile comments on draft Business Plan
Elsa Zhang	03/17/19	3.0	Prepared analysis / presentation materials
Elsa Zhang	03/17/19	0.5	Update financials prepared for response to UCC
Elsa Zhang	03/17/19	2.0	Review and compile comments on draft KEIP KERP reply
Elsa Zhang	03/18/19	7.0	Prepared analysis / presentation materials
Elsa Zhang	03/19/19	0.5	Weekly advisors call with Skadden / Ankura
Elsa Zhang	03/19/19	0.5	Call with HL
Elsa Zhang	03/19/19	5.0	Prepared analysis / presentation materials
Elsa Zhang	03/19/19	2.0	Internal meeting about valuation deck
Elsa Zhang	03/20/19	5.0	Prepared analysis / presentation materials
Elsa Zhang	03/20/19	3.0	Prepared analysis / presentation materials
Elsa Zhang	03/20/19	0.5	Tax Call with Skadden and Ankura
Elsa Zhang	03/21/19	1.0	Review claims schedule prepared by Company
Elsa Zhang	03/21/19	2.0	Internal review of financial analysis prepared for board
Elsa Zhang	03/21/19	4.0	Prepared analysis / presentation materials
Elsa Zhang	03/21/19	1.5	Business Plan meeting with priority lender
Elsa Zhang	03/21/19	1.5	Business Plan meeting with UCC
Elsa Zhang	03/21/19	2.0	Prepared analysis / presentation materials
Elsa Zhang	03/22/19	1.0	Restructuring Committee call
Elsa Zhang	03/22/19	3.0	Prepared analysis / presentation materials
Elsa Zhang	03/22/19	0.5	Tracking Restructuring Committee vote
Elsa Zhang	03/23/19	2.0	Review of Plan of Reorganization
Elsa Zhang	03/23/19	1.5	Discussion regarding Plan of Reorganization
Elsa Zhang	03/24/19	3.0	Prepared research / analysis
Elsa Zhang	03/24/19	0.5	Discussion of analysis with team
Elsa Zhang	03/25/19	1.0	Board call
Elsa Zhang	03/25/19	4.0	Prepared analysis / presentation materials
Elsa Zhang	03/25/19	1.0	Weekly call with UCC advisor and Ankura
Elsa Zhang	03/26/19	2.0	KEIP call with advisors
Elsa Zhang	03/26/19	2.0	Review Plan and Disclosure Statement
Elsa Zhang	03/26/19	0.5	Weekly advisors call with Skadden / Ankura
Elsa Zhang	03/26/19	2.5	KEIP call with advisors and management

PJT PARTNERS LP**HOURLY DETAILS FOR THE PERIOD OF
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Professional	Date	Hours	Explanation
Elsa Zhang	03/27/19	0.5	Call with Ankura and management
Elsa Zhang	03/28/19	1.0	Weekly update call with management and advisors
Elsa Zhang	03/29/19	0.5	Weekly call with the UCC and Ankura
Elsa Zhang	03/29/19	0.5	Weekly DIP lender call
		<u>115.5</u>	