

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

In re:

MEA RemainCo Holdings, LLC, *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 20-12088 (MFW)
)
) (Jointly Administered)
)
) Hearing Date: Oct. 27, 2021 at 11:30 a.m. (ET)
) Objection Deadline: Sept. 23, 2021 at 4:00 p.m. (ET)

**SUMMARY OF COMBINED FOURTH MONTHLY, THIRD INTERIM
AND FINAL APPLICATION OF AKIN GUMP STRAUSS HAUER & FELD LLP
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND
FOR REIMBURSEMENT OF EXPENSES AS SPECIAL CORPORATE
COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION FOR
THE PERIOD FROM SEPTEMBER 9, 2020 THROUGH JULY 8, 2021**

Name of applicant:	Akin Gump Strauss Hauer & Feld LLP
Authorized to provide professional services to:	Debtors and Debtors-in-Possession
Date of retention:	October 23, 2020 (<i>nunc pro tunc</i> to September 9, 2020)
Monthly period for which compensation and reimbursement is sought:	January 1, 2021 through July 8, 2021
Amount of monthly compensation sought as actual, reasonable and necessary:	\$53,136.00
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$1,674.24

¹ The Debtors, together with the last four digits of each Debtor's federal tax identification number, are MEA RemainCo Holdings, LLC (f/k/a Energy Alloys Holdings, LLC) (4144); MEA RemainCo, L.L.C. (f/k/a Energy Alloys, L.L.C.) (0377); MEA RemainCo Louisiana, LLC (f/k/a Energy Alloys Louisiana, LLC) (0623); MEA RemainCo Canada Holding, L.L.C. (f/k/a Energy Alloys Canada Holding, L.L.C.) (0382); MEA RemainCo Services, L.L.C. (f/k/a Energy Alloys Services, L.L.C.) (4284); MEA RemainCo Cayman Holding, L.L.C. (f/k/a Energy Alloys Cayman Holding, L.L.C.) (3484); MEA RemainCo Mexico Holding Co. – Majority, LLC (f/k/a Energy Alloys Mexico Holding Co. – Majority, LLC) (9165); MEA RemainCo Mexico Holding Co. – Minority, LLC (f/k/a Energy Alloys Mexico Holding Co. – Minority, LLC) (N/A). The mailing address for the Debtors is 9450 Pinecroft Drive, P.O. Box 8819, The Woodlands, TX 77380.

Third interim period for which compensation and reimbursement is sought:

January 1, 2021 through July 8, 2021

Amount of interim compensation sought as actual, reasonable and necessary:

\$53,136.00

Amount of interim expense reimbursement sought as actual, reasonable and necessary:

\$1,674.24

Final compensation period for which compensation and reimbursement is sought:

September 9, 2020 through July 8, 2021

Amount of final compensation sought as actual, reasonable and necessary:

\$789,603.00

Amount of final expense reimbursement sought as actual, reasonable and necessary:

\$13,080.86

This is a(n): ☒ Monthly ☒ Interim ☒ Final Application

This Application does not include any hours incurred in connection with the preparation of this Application.

Prior Monthly Applications Filed:

Date Filed	Docket No.	Period Covered	Fees	Expenses
12/31/20	286	9/9/20 – 10/31/20	\$371,612.00 (80% of \$464,515.00)	\$7,984.99
1/12/21	303	11/1/20 – 11/30/20	\$192,422.40 (80% of \$240,528.00)	\$2,759.63
2/26/21	362	12/1/20 – 12/31/20	\$25,139.20 (80% of \$31,424.00)	\$662.00

**SUMMARY MONTHLY COMPENSATION BY INDIVIDUAL FOR
PERIOD FROM JANUARY 1, 2021 THROUGH JULY 8, 2021**

Name of Professional Person	Position of the Applicant	2021 Hourly Billing Rate	Total Billed Hours	Total Compensation
Iain Wood	Partner	\$1,450	1.70	\$2,465.00
Kevin M. Eide	Senior Counsel	\$1,240	20.70	\$25,668.00
William C. Pelak	Associate	\$970	10.30	\$9,991.00
Alison Steed	Associate	\$770	16.30	\$12,551.00
Chloe A. Sykes	Paralegal	\$230	10.70	\$2,461.00
Grand Total:				\$53,160.00

**SUMMARY INTERIM COMPENSATION BY INDIVIDUAL FOR
PERIOD FROM JANUARY 1, 2021 THROUGH JULY 8, 2021**

Name of Professional Person	Position of the Applicant	2021 Hourly Billing Rate	Total Billed Hours	Total Compensation
Iain Wood	Partner	\$1,450	1.70	\$2,465.00
Kevin M. Eide	Senior Counsel	\$1,240	20.70	\$25,668.00
William C. Pelak	Associate	\$970	10.30	\$9,991.00
Alison Steed	Associate	\$770	16.30	\$12,551.00
Chloe A. Sykes	Paralegal	\$230	10.70	\$2,461.00
Grand Total:				\$53,160.00

**SUMMARY FINAL COMPENSATION BY INDIVIDUAL FOR
PERIOD FROM SEPTEMBER 9, 2020 THROUGH JULY 8, 2021**

Name of Professional Person	Position of the Applicant	2020 Hourly Billing Rate	2020 Total Hours Billed	2021 Hourly Billing Rate	2021 Total Billed Hours	Total Compensation
Scott L. Alberino	Partner	\$1,595	5.80	\$1,655	0.00	\$9,251.00
John A. Bain	Partner	\$1,095	14.70	\$1,155	0.00	\$16,096.50
Iain Wood	Partner	\$1,350	95.10	\$1,450	1.70	\$130,850.00
David C. Lee	Senior Counsel	\$965	1.20	\$1,020	0.00	\$1,158.00
Kevin M. Eide	Senior Counsel	\$1,195	33.90	\$1,240	20.70	\$66,178.50
Brandon Morris	Senior Counsel	\$1,045	12.70	\$1,105	0.00	\$13,271.50
Alex Agahzadeh	Counsel	\$850	5.20	\$935	0.00	\$4,420.00
William C. Pelak	Counsel	\$895	207.50	\$970	10.30	\$195,703.50
Alison Steed	Associate	\$650	423.70	\$770	16.30	\$287,956.00
Matthew Breen	Associate	\$615	6.10	\$735	0.00	\$3,751.50
Ashley Todd	Associate	\$545	83.60	\$575	0.80	\$45,998.00
Dagmara Krasa-Berstell	Paralegal	\$415	29.30	\$440	0.00	\$12,159.50
Patricia Gunn	Paralegal	\$435	0.80	\$460	0.00	\$348.00
Chloe A. Sykes	Paralegal	\$215	0.00	\$230	10.70	\$2,461.00
Grand Total:						\$789,603.00

**SUMMARY OF MONTHLY COMPENSATION BY PROJECT CATEGORY FOR
PERIOD FROM JANUARY 1, 2021 THROUGH JULY 8, 2021**

Task Code	Project Category	Total Hours	Total Fees
0003	Akin Gump Fee Application/Monthly Billing Reports	19.70	\$24,428.00
0008	Hearings and Court Matters/Court Preparation	1.00	\$1,240.00
0020	Board Meetings and Communications	0.90	\$873.00
0023	Asset Dispositions and Liquidation / 363 Asset Sales	38.10	\$26,595.00

**SUMMARY OF INTERIM COMPENSATION BY PROJECT CATEGORY FOR
PERIOD FROM JANUARY 1, 2021 THROUGH JULY 8, 2021**

Task Code	Project Category	Total Hours	Total Fees
0003	Akin Gump Fee Application/Monthly Billing Reports	19.70	\$24,428.00
0008	Hearings and Court Matters/Court Preparation	1.00	\$1,240.00
0020	Board Meetings and Communications	0.90	\$873.00
0023	Asset Dispositions and Liquidation / 363 Asset Sales	38.10	\$26,595.00

**SUMMARY OF FINAL COMPENSATION BY PROJECT CATEGORY FOR PERIOD
FROM SEPTEMBER 9, 2020 THROUGH JULY 8, 2021**

Task Code	Project Category	Total Hours	Total Fees
0003	Akin Gump Fee Application/Monthly Billing Reports	28.90	\$35,742.00
0006	Retention of Professionals	64.30	\$52,446.50
0008	Hearings and Court Matters/Court Preparation	1.00	\$1,240.00
0018	Tax Issues	13.70	\$14,621.50
0020	Board Meetings and Communications	0.90	\$873.00
0023	Asset Dispositions and Liquidation / 363 Asset Sales	810.1	\$649,819.00
0024	Real Estate Issues / Lease and Landlord Matters	61.20	\$34,861.00

**MONTHLY EXPENSE SUMMARY FOR THE
PERIOD FROM JANUARY 1, 2021 THROUGH JULY 8, 2021**

Expense Category	Total Expenses
Corporate Service Fees	\$1,365.99
Duplication – In-House	\$13.00
Color Copy	\$140.00
Miscellaneous – Filing Fees	\$155.25
TOTAL DISBURSEMENTS	\$1,674.24

**INTERIM EXPENSE SUMMARY FOR THE
PERIOD FROM JANUARY 1, 2021 THROUGH JULY 8, 2021**

Expense Category	Total Expenses
Corporate Service Fees	\$1,365.99
Duplication – In-House	\$13.00
Color Copy	\$140.00
Miscellaneous – Filing Fees	\$155.25
TOTAL DISBURSEMENTS	\$1,674.24

**FINAL EXPENSE SUMMARY FOR THE
PERIOD FROM SEPTEMBER 9, 2020 THROUGH JULY 8, 2021**

Expense Category	Total Expenses
Computerized Legal Research – Other	\$3.00
Computerized Legal Research – Westlaw	\$211.25
Corporate Service Fees	\$12,533.86
Duplication – In-House	\$13.00
Color Copy	\$140.00
Miscellaneous – Filing Fees	\$155.25
Postage	\$2.00
Telephone – Long Distance	\$22.50
TOTAL DISBURSEMENTS	\$13,080.86

**CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES
FOR THE PERIOD
SEPTEMBER 9, 2020 THROUGH JULY 8, 2021²**

Category of Timekeeper	Blended Hourly Rate	
	Firm (DC and Dallas offices) for year ended December 31, 2020 ³	This Application September 9, 2020 through July 8, 2021
Partner	\$1,013.02	\$1,331.61
Senior Counsel/Counsel	\$801.09	\$963.35
Associate	\$579.21	\$636.50
Paraprofessional	\$250.49	\$366.88
Aggregated	\$757.23	\$805.78

² This chart discloses (i) the blended hourly rates from January 1, 2020 through December 31, 2020 for all timekeepers in domestic offices of Akin Gump in which timekeepers collectively billed more than 10% of the hours in these chapter 11 cases during the Compensation Periods (*i.e.*, Dallas and Washington, D.C.), segregated by rank, and excluding all data from timekeepers practicing primarily in the Financial Restructuring group, and (ii) the blended hourly rates for timekeepers that billed time that was included in the Compensation Periods.

³ This data was calculated using the billed hours and rates from the last completed fiscal year, January 1, 2020 through December 31, 2020, with the same positions as timekeepers on this Application (*i.e.*, partner, senior counsel and counsel, associate and paraprofessional). This data reflects diverse staffing and fee arrangements, in addition to hourly billing structures, in the included offices, as well as fiscal year 2020 billing rates.

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

In re:

MEA RemainCo Holdings, LLC, *et al.*,¹

Debtors.

)
) Chapter 11
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) Case No. 20-12088 (MFW)
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) (Jointly Administered)
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) Hearing Date: Oct. 27, 2021 at 11:30 a.m. (ET)
) Objection Deadline: Sept. 23, 2021 at 4:00 p.m. (ET)

**COMBINED FOURTH MONTHLY, THIRD INTERIM AND FINAL APPLICATION OF
AKIN GUMP STRAUSS HAUER & FELD LLP FOR ALLOWANCE
OF COMPENSATION FOR SERVICES RENDERED AND FOR
REIMBURSEMENT OF EXPENSES AS SPECIAL CORPORATE
COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION
FOR THE PERIOD FROM SEPTEMBER 9, 2020 THROUGH JULY 8, 2021**

Akin Gump Strauss Hauer & Feld LLP (“**Akin Gump**”), as special corporate counsel to the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), pursuant to sections 330 and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure, Rule 2016-2 of the Local Rules of Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Professionals* [Docket No. 109] (the “**Interim Compensation Order**”), hereby files this *Combined Fourth Monthly, Third Interim and Final Application of Akin Gump Strauss Hauer &*

¹ The Debtors, together with the last four digits of each Debtor’s federal tax identification number, are MEA RemainCo Holdings, LLC (f/k/a Energy Alloys Holdings, LLC) (4144); MEA RemainCo, L.L.C. (f/k/a Energy Alloys, L.L.C.) (0377); MEA RemainCo Louisiana, LLC (f/k/a/ Energy Alloys Louisiana, LLC) (0623); MEA RemainCo Canada Holding, L.L.C. (f/k/a Energy Alloys Canada Holding, L.L.C.) (0382); MEA RemainCo Services, L.L.C. (f/k/a Energy Alloys Services, L.L.C.) (4284); MEA RemainCo Cayman Holding, L.L.C. (f/k/a Energy Alloys Cayman Holding, L.L.C.) (3484); MEA RemainCo Mexico Holding Co. – Majority, LLC (f/k/a Energy Alloys Mexico Holding Co. – Majority, LLC) (9165); MEA RemainCo Mexico Holding Co. – Minority, LLC (f/k/a Energy Alloys Mexico Holding Co. – Minority, LLC) (N/A). The mailing address for the Debtors is 9450 Pinecroft Drive, P.O. Box 8819, The Woodlands, TX 77380.

*Feld LLP for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Special Corporate Counsel to the Debtors and Debtors in Possession for the Period from September 9, 2020 through July 8, 2021 (the “**Application**”).* By the Application, Akin Gump seeks (i) monthly allowance of compensation for services rendered in the amount of \$53,160.00 and \$1,674.24 as reimbursement of actual, necessary, and documented out-of-pocket expenses for the period from January 1, 2021 through July 8, 2021 (the “**Monthly Compensation Period**”), (ii) interim allowance of compensation for services rendered in the amount of \$53,160.00 and \$1,674.24 as reimbursement of actual, necessary, and documented out-of-pocket expenses for the period from January 1, 2021 through July 8, 2021 (the “**Third Interim Compensation Period**”), and (iii) final allowance of compensation for services rendered in the amount of \$789,603.00 and \$13,080.86 as reimbursement of actual, necessary, and documented out-of-pocket expenses for the period from September 9, 2020 through July 8, 2021 (the “**Final Compensation Period**” and, together with the Monthly Compensation Period and the Third Interim Compensation Period, the “**Compensation Periods**”). The total amount of compensation (including fees and expenses) that Akin Gump requests to be approved for the Compensation Periods is \$802,683.86. In support of the Application, Akin Gump respectfully states:

BACKGROUND

1. On September 9, 2020 (the “**Petition Date**”), each of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code in this Court. These chapter 11 cases are being jointly administered pursuant to Bankruptcy Rule 1015(b). The Debtors operated their business and managed their properties as debtors in possession pursuant to Bankruptcy Code sections 1107 and 1108.

2. On September 23, 2020, the United States Trustee for the District of Delaware (the “**U.S. Trustee**”) appointed an official committee of unsecured creditors [Docket No. 58]. As of the date hereof, no trustee or examiner has been appointed in these chapter 11 cases.

3. On October 13, 2020, the Court entered the Interim Compensation Order.

4. On October 23, 2020, the Court entered an order authorizing the retention and employment of Akin Gump as special corporate counsel to the Debtors, *nunc pro tunc* to September 9, 2020 [Docket No. 133] (the “**Akin Gump Retention Order**”). The Akin Gump Retention Order authorized Akin Gump to be compensated on an hourly basis and to be reimbursed for actual, necessary, and documented out-of-pocket expenses.

5. On June 28, 2021, the Court entered the *Order (I) Approving the Debtors’ Combined Disclosure Statement and Joint Chapter 11 Plan of Liquidation on a Final Basis and (II) Confirming the Debtors’ Combined Disclosure Statement and Joint Chapter 11 Plan of Liquidation* [Docket No. 508] (the “**Confirmation Order**”) confirming the *Debtors’ Combined Disclosure Statement and Joint Chapter 11 Plan of Liquidation* [Docket No. 501] (the “**Plan**”).

6. On July 8, 2021, the effective date of the Plan occurred. *See* Docket No. 519.

COMPENSATION PAID AND ITS SOURCE

7. All Akin Gump services for which compensation is requested in this Application were performed for or on behalf of the Debtors.

8. Except to the extent of the retainer paid to Akin Gump (as described in the application seeking approval of Akin Gump’s employment by the Debtors), during the Compensation Periods, Akin Gump has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between Akin

Gump and any person other than the partners of Akin Gump for the sharing of compensation to be received for services rendered in these chapter 11 cases.

FEE STATEMENT

9. The fee statement for the Monthly Compensation Period is attached hereto as **Exhibit A**. This statement contains daily time logs describing the time spent by each attorney for the Monthly Compensation Period. Fee statements with respect to prior monthly compensation periods were attached as Exhibit A to each of the monthly fee statements previously filed by Akin Gump. To the best of Akin Gump's knowledge, this Application complies with Bankruptcy Code sections 330 and 331, the applicable Bankruptcy Rules, Local Rule 2016-2, and the Interim Compensation Order.

ACTUAL AND NECESSARY EXPENSES

10. A summary of actual and necessary expenses incurred by Akin Gump during the Monthly Compensation Period is attached hereto as **Exhibit B**. Consistent with Local Rule 2016-2, Akin Gump represents that its rate for duplication is \$.10 per page, its rate for facsimile transmissions is \$.25 per page for outgoing transmissions and no charge for incoming transmissions, and there is no surcharge for computerized research. Summaries of actual and necessary expenses incurred by Akin Gump during prior monthly compensation periods were attached as Exhibit B to the monthly fee statements previously filed by Akin Gump.

SUMMARY OF SERVICES RENDERED

11. The partners, counsel, and associates of Akin Gump who have rendered professional services in these chapter 11 cases and the paraprofessionals of Akin Gump who have provided services to the attorneys in these cases during the Compensation Periods are listed in the tables above. Akin Gump, by and through the above-named persons, has assisted and advised the Debtors in connection with (A) preparing and negotiating with third party purchasers the

following: (i) the real estate purchase agreement and ancillary corporate and real estate documents for the sale of two pieces of real property in Texas (the “**Real Property Transactions**”); and (ii) the equity purchase agreement and ancillary corporate documents for the sale of the equity held by the debtors in the foreign non-debtors that operate the Eastern Hemisphere businesses (the “**EH Sale Transaction**”); and (B) the marketing, sale, auction and closing process relating to the Real Property Transactions and EH Sale Transaction, and has performed all other necessary professional services, which services are grouped into the categories set forth in the table above and generally described below, with a more detailed identification of the actual services provided in **Exhibit A** attached hereto and in Exhibit A to each of the monthly fee applications previously filed by Akin Gump.

12. The following summary of services rendered during the Compensation Periods is not intended to be a detailed description of the work performed, as those day-to-day services and the time expended in performing such services are fully set forth in **Exhibit A** hereto and Exhibit A to each of the monthly fee applications previously filed by Akin Gump. Rather, the following summary highlights certain areas in which significant services were rendered to the Debtors and focuses primarily on the key issues that Akin Gump was required to address during the Compensation Periods.

Akin Gump Billing Statements / Fee Applications – Task Code 0003

Monthly Compensation Period Fees: \$24,428.00	Total Hours: 19.70
Third Interim Compensation Period Fees: \$24,428.00	Total Hours: 19.70
Final Compensation Period Fees: \$35,472.00	Total Hours: 28.90

This category includes time spent by Akin Gump attorneys preparing Akin Gump’s monthly and interim fee applications.

Retention of Professionals – Task Code 0006

Monthly Compensation Period Fees: \$0	Total Hours: 0
Third Interim Compensation Period Fees: \$0	Total Hours: 0
Final Compensation Period Fees: \$52,446.50	Total Hours: 64.30

This category includes time related to drafting the Debtors' application to retain and employ Akin Gump, addressing informal comments received from the U.S. Trustee regarding the same, and drafting a revised form of order in connection therewith.

Tax Issues – Task Code 0018

Monthly Compensation Period Fees: \$0	Total Hours: 0
Third Interim Compensation Period Fees: \$0	Total Hours: 0
Final Compensation Period Fees: \$14,621.50	Total Hours: 13.70

This category includes time relating to analyzing and addressing tax matters relating to the Real Property Transactions and the EH Sale Transaction.

Asset Dispositions and Liquidation/363 Asset Sales – Task Code 0023

Monthly Compensation Period Fees: \$26,595.00	Total Hours: 38.10
Third Interim Compensation Period Fees: \$26,595.00	Total Hours: 38.10
Final Compensation Period Fees: \$649,819.00	Total Hours: 810.10

This category includes time related to: (i) preparing and negotiating the purchase agreements and related documents, including the schedules and exhibits thereto, with respect to potential bidders and ultimately the successful bidders with respect to the Real Property Transactions and the EH Sale Transaction; (ii) analyzing the competing bid packages of the bidders; (iii) drafting and negotiating the various ancillary sale documents relating to the Real Property Transactions and the EH Sale Transaction; (iv) facilitating the closing of the Real

Property Transactions and the EH Sale Transaction; and (v) addressing certain post-closing matters relating to the Real Property Transactions and the EH Sale Transaction.

Real Estate Issues / Lease and Landlord Matters – Task Code 0024

Monthly Compensation Period Fees: \$0	Total Hours: 0
Third Interim Compensation Period Fees: \$0	Total Hours: 0
Final Compensation Period Fees: \$34,861.00	Total Hours: 61.20

This category includes services rendered by Akin Gump attorneys related to certain real property matters in connection with the Real Property Transactions, including, among other things, certain title matters.

Other Categories

In addition to the foregoing, Akin Gump billed *de minimis* amounts to each of the following categories during the Compensation Periods:

Task Code	Total Hours	Total Fees
Hearings and Court Matters/Court Preparation	1.00	\$1,240.00
Board Meetings and Communications	0.90	\$873.00

VALUATION OF SERVICES

13. Attorneys and paraprofessionals of Akin Gump have expended a total of 59.70 hours in connection with this matter during the Monthly Compensation Period, as follows:

<u>Attorneys</u>	<u>Hourly Rate</u>	<u>Hours</u>
Iain Wood	\$1,450	1.70
Kevin M. Eide	\$1,240	20.70
William C. Pelak	\$970	10.30
Alison Steed	\$770	16.30
<u>Paraprofessionals</u>	<u>Hourly Rate</u>	<u>Hours</u>
Chloe A. Sykes	\$230.00	10.70

14. Attorneys and paraprofessionals of Akin Gump have expended a total of 59.70 hours in connection with this matter during the Third Interim Compensation Period, as follows:

<u>Attorneys</u>	<u>2021 Hourly Rate</u>	<u>Hours</u>
Iain Wood	\$1,450	1.70
Kevin M. Eide	\$1,240	20.70
William C. Pelak	\$970	10.30
Alison Steed	\$770	16.30
<u>Paraprofessionals</u>	<u>2021 Hourly Rate</u>	<u>Hours</u>
Chloe A. Sykes	\$230.00	10.70

15. Attorneys and paraprofessionals of Akin Gump have expended a total of 980.1 hours in connection with this matter during the Final Compensation Period, as follows:

<u>Attorneys</u>	<u>2020 Hourly Rate</u>	<u>Hours</u>	<u>2021 Hourly Rate</u>	<u>Hours</u>
Scott L. Alberino	\$1,595	5.80	\$1,655	0.00
John A. Bain	\$1,095	14.70	\$1,155	0.00
Iain Wood	\$1,350	95.10	\$1,450	1.70
David C. Lee	\$965	1.20	\$1,020	0.00
Kevin M. Eide	\$1,195	33.90	\$1,240	20.70
Brandon Morris	\$1,045	12.70	\$1,105	0.00
Alex Agahzadeh	\$850	5.20	\$935	0.00
William C. Pelak	\$895	207.50	\$970	10.30
Alison Steed	\$650	423.70	\$770	16.30
Matthew Breen	\$615	6.10	\$735	0.00
Ashley Todd	\$545	83.60	\$575	0.80
<u>Paraprofessionals</u>	<u>2020 Hourly Rate</u>	<u>Hours</u>	<u>2021 Hourly Rate</u>	<u>Hours</u>
Dagmara Krasa-Berstell	\$415	29.30	\$440	0.00
Patricia Gunn	\$435	0.80	\$460	0.00
Chloe A. Sykes	\$215	0.00	\$230	10.70

The nature of the work performed by these persons is fully set forth in **Exhibit A** attached hereto and Exhibit A to each of the monthly fee applications previously filed by Akin Gump. These are Akin Gump's normal hourly rates for work of this character. The reasonable value of the services rendered by Akin Gump to the Debtors during (i) the Monthly Compensation Period is \$53,160.00, (ii) the Third Interim Compensation Period is \$53,160.00, and (iii) the Final Compensation Period is \$789,603.00.

16. In accordance with the factors enumerated in Bankruptcy Code section 330, Akin Gump respectfully submits that the amount requested by this Application is fair and reasonable given (i) the complexity of these cases, (ii) the time expended, (iii) the nature and extent of the services rendered, (iv) the value of such services, and (v) the costs of comparable services other than in a case under this title. Moreover, Akin Gump has reviewed the requirements of Local Rule 2016-2 and believes that this Application complies with that Local Rule.

WHEREFORE, Akin Gump respectfully requests that the Court, in connection with services rendered and expenses incurred during the Compensation Periods, (i) allow monthly compensation for services rendered in the amount of \$53,160.00 and \$1,674.24 as reimbursement of actual, necessary, and documented out-of-pocket expenses for the Monthly Compensation Period, (ii) allow interim compensation for services rendered in the amount of \$53,160.00 and \$1,674.24 as reimbursement of actual, necessary, and documented out-of-pocket expenses for Third Interim Compensation Period, (iii) allow final compensation for services rendered in the amount of \$789,603.00 and \$13,080.86 as reimbursement of actual, necessary, and documented out-of-pocket expenses for Final Compensation Period, (iv) authorize the Debtors to pay all fees and expenses of Akin Gump allowed but not yet paid, and (iv) grant such other and further relief as this Court may deem just and proper.

Dated: September 3, 2021

/s/ Scott Alberino

AKIN GUMP STRAUSS HAUER & FELD LLP

Scott L. Alberino

Kevin M. Eide

2001 K Street, N.W.

Washington, DC 20006

Telephone: (202) 887-4000

Facsimile: (202) 887-4288

Special Corporate Counsel to the Debtors and Debtors in Possession

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

In re:

MEA RemainCo Holdings, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 20-12088 (MFW)

(Jointly Administered)

VERIFICATION OF SCOTT L. ALBERINO

I, Scott L. Alberino, hereby declare the following under penalty of perjury:

1. I am a partner of Akin Gump Strauss Hauer & Feld LLP (“**Akin Gump**”) and am the lead attorney from Akin Gump in connection with Akin Gump’s representation of the Debtors in the above-captioned chapter 11 cases. I am a member of good standing of the State Bars of Georgia and the District of Columbia. There are no disciplinary proceedings pending against me.

2. I am thoroughly familiar with all work performed on behalf of the Debtors by the lawyers and paraprofessionals at Akin Gump.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.

4. I have reviewed Local Rule 2016-2 and believe that the Application for Akin Gump
complies with Local Rule 2016-2.

1 The Debtors, together with the last four digits of each Debtor's federal tax identification number, are MEA
 2 RemainCo Holdings, LLC (f/k/a Energy Alloys Holdings, LLC) (4144); MEA RemainCo, L.L.C. (f/k/a Energy
 3 Alloys, L.L.C.) (0377); MEA RemainCo Louisiana, LLC (f/k/a/ Energy Alloys Louisiana, LLC) (0623); MEA
 4 RemainCo Canada Holding, L.L.C. (f/k/a Energy Alloys Canada Holding, L.L.C.) (0382); MEA RemainCo Services,
 5 L.L.C. (f/k/a Energy Alloys Services, L.L.C.) (4284); MEA RemainCo Cayman Holding, L.L.C. (f/k/a Energy Alloys
 6 Cayman Holding, L.L.C.) (3484); MEA RemainCo Mexico Holding Co. – Majority, LLC (f/k/a Energy Alloys Mexico
 7 Holding Co. – Majority, LLC) (9165); MEA RemainCo Mexico Holding Co. – Minority, LLC (f/k/a Energy Alloys
 8 Mexico Holding Co. – Minority, LLC) (N/A). The mailing address for the Debtors is 9450 Pinecroft Drive, P.O. Box
 9 8819, The Woodlands, TX 77380.

5. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: September 3, 2021

Respectfully submitted,

/s/ Scott Alberino

Scott L. Alberino
as Partner of Akin Gump Strauss Hauer &
Feld LLP