

Deloitte Tax LLP  
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 Stephen Harrison

*Tax Services Provider*

**IN THE UNITED STATES BANKRUPTCY COURT  
 FOR THE SOUTHERN DISTRICT OF TEXAS  
 HOUSTON DIVISION**

<hr/> In re:  CBL & ASSOCIATES PROPERTIES, INC., <i>et al.</i> , <sup>1</sup>  <div style="text-align: right;">Debtors.</div> <hr/>	§ § § § § § §	Chapter 11  Case No. 20-35226 (DRJ)  (Jointly Administered)
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**SUMMARY COVERSHEET TO THE THRID INTERIM FEE APPLICATION OF  
 DELOITTE TAX LLP AS TAX SERVICES PROVIDER FOR THE DEBTORS AND  
 DEBTORS-IN-POSSESSION FOR THE PERIOD FROM MAY 1, 2021  
THROUGH JULY 31, 2021**

Name of Applicant:	Deloitte Tax LLP	
Applicant's Role in Case:	Tax Services Provider for the Debtors	
Docket No. of Employment Order(s)	Docket No. 937	
Interim Application ( X ) No. <u>3rd</u> Final Application ( )	Indicate whether this is an interim or final Application. If interim, indicate the number (1st, 2nd, 3rd, etc.)	
	Beginning Date	End Date
Time period covered by this Application for which interim compensation has not previously been awarded:	5/1/2021	7/31/2021
Were the services provided necessary to the administration of or beneficial at the time rendered toward the completion of the case? (Y) Y/N		
Were the services performed in a reasonable amount of time commensurate with the complexity, importance and nature of the issues addressed? (Y) Y/N		
Is the requested compensation reasonable based on the customary compensation charged by comparable skilled practitioners in other non-bankruptcy cases? (Y) Y/N		
Do expense reimbursements represent actual and necessary expenses incurred? ( ) Y/N		

<sup>1</sup> 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 <https://dmepiq11.com/CBLProperties>. The Debtors service address for the purposes of these chapter 11 cases is 2030 Hamilton Place Blvd, Suite 500 Chattanooga, Tennessee 37421.

Total professional fees requested in this Application:	\$158,534.00
Total professional hours covered by this Application:	376.9
Average hourly rate for professionals:	\$420.63
Total paraprofessional fees requested in this Application:	N/A
Total paraprofessional hours covered by this Application:	N/A
Average hourly rate for paraprofessionals:	N/A
Total fees requested in this Application:	\$158,534.00
Total expense reimbursements requested in this Application:	\$0.00
Total fees and expenses requested in this Application:	\$158,534.00
Total fees and expenses awarded in all prior Applications:	\$0.00
Plan status: Effective Date November 1, 2021 [Docket No. 1545]	

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:	§	
	§	Chapter 11
	§	
CBL & ASSOCIATES	§	Case No. 20-35226 (DRJ)
PROPERTIES, INC., <i>et al.</i> , <sup>1</sup>	§	
Debtors.	§	(Jointly Administered)
	§	

**THIRD INTERIM FEE APPLICATION OF DELOITTE TAX LLP AS TAX SERVICES  
PROVIDER FOR THE DEBTORS AND DEBTORS-IN-POSSESSION FOR  
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED INCURRED FOR THE  
PERIOD FROM MAY 1, 2021 THROUGH JULY 31, 2021**

**IF YOU OBJECT TO THE RELIEF REQUESTED, YOU MUST RESPOND IN WRITING UNLESS OTHERWISE DIRECTED BY THE COURT, YOU MUST FILE YOUR RESPONSE ELECTRONICALLY AT [HTTPS://EDCF.TX.USCOURTS.GOV/](https://edcf.tx.uscourts.gov/) WITHIN TWENTY-ONE DAYS FROM THE DATE THIS MOTION WAS FILED. IF YOU DO NOT HAVE ELECTRONIC FILING PRIVILEGES, YOU MUST FILE A WRITTEN OBJECTION THAT IS ACTUALLY RECEIVED BY THE CLERK WITHIN TWENTY-ONE DAYS FROM THE DATE THIS MOTION WAS FILED. OTHERWISE, THE COURT MAY TREAT THE PLEADING AS UNOPPOSED AND GRANT THE RELIEF REQUESTED.**

**REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.**

<sup>1</sup> 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 <https://dmepiq11.com/CBLProperties>. The Debtors service address for the purposes of these chapter 11 cases is 2030 Hamilton Place Blvd, Suite 500 Chattanooga, Tennessee 37421.

Name of Applicant:	Deloitte Tax LLP
Authorized to Provide Professional Services as:	Tax Services Provider
Date of Retention:	Effective Date as of November 1, 2020
Period for which Compensation and Reimbursement is Sought:	May 1, 2021 through July 31, 2021
Amount of Compensation Sought as Actual, Reasonable, and Necessary:	\$ 158,534.00
Amount of Expense Reimbursement Sought	<u>\$ -</u>
<b>Total Amount of Fees and Expense:</b>	<u><b>\$ 158,534.00</b></u>
This is an: <input type="checkbox"/> Monthly <input checked="" type="checkbox"/> Interim <input type="checkbox"/> Final Application	

**PRIOR FEE APPLICATIONS SERVICED**

Service Date	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
06/29/21	11/01/2020 - 11/30/2020	\$ 35,942.50	\$ -	\$ 28,754.00	\$ -
06/29/21	12/01/2020 - 12/31/2020	\$ 37,040.00	\$ -	\$ 29,632.00	\$ -
06/29/21	01/01/2021 - 01/31/2021	\$ 167,623.00	\$ -	\$ 134,098.40	\$ -
07/27/21	02/01/2021 - 02/28/2021	\$ 180,151.00	\$ -	\$ 144,120.80	\$ -
10/04/21	03/01/2021 - 03/31/2021	\$ 211,504.50	\$ -	\$ 169,203.60	\$ -
10/20/21	04/01/2021 - 04/30/2021	\$ 154,967.50	\$ -	\$ 123,974.00	\$ -
10/20/21	05/01/2021 - 05/31/2021	\$ 32,540.00	\$ -	\$ 26,032.00	\$ -
10/26/21	06/01/2021 - 06/30/2021	\$ 30,501.50	\$ -		\$ -
11/01/21	07/01/2021 - 07/31/2021	\$ 95,492.50	\$ -		\$ -

**TOTAL** **\$ 945,762.50** **\$ -** **\$655,814.80** **\$ -**

**PRIOR INTERIM FEE APPLICATIONS FILED**

Date Filed / Docket #	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
11/01/21 Dkt. 1548	11/11/2020 - 01/31/2021	\$ 240,605.50	\$ -	\$ -	\$ -
Pending	02/01/2021 - 04/30/2021	\$ 546,623.00	\$ -	\$ -	\$ -

**TOTAL** **\$ 787,228.50** **\$ -** **\$ -** **\$ -**

**CUMULATIVE TIME SUMMARY BY PROFESSIONAL**

For the Period of May 1, 2021 through July 31, 2021

Professional	Level	Rate	Hours	Fees
<b><i>Preparation of Fee Applications</i></b>				
Dudek, John	Senior Manager	\$795.00	7.0	\$5,565.00
McDonald, Carisa	Senior Project Controller	\$275.00	12.0	\$3,300.00
Gutierrez, Dalia	Project Controller	\$250.00	37.8	\$9,450.00
Jain, Ashima	Project Controller	\$225.00	2.0	\$450.00
Tomar, Arzoo	Project Controller	\$225.00	10.6	\$2,385.00
Trivedi, Sanyam	Project Controller	\$225.00	1.4	\$315.00
Veerabomma, Chandra	Project Controller	\$225.00	15.7	\$3,532.50
<b>Professional Subtotal:</b>			<b>86.5</b>	<b>\$24,997.50</b>

Professional	Level	Rate	Hours	Fees
<b><i>Tax Compliance Services - Fixed Fee</i></b>				
Wilmer, William	Senior Manager	\$0.00	1.2	\$0.00
Osborne, Shelley	Senior Consultant	\$0.00	1.7	\$0.00
Lee, Cathy	Consultant	\$0.00	6.1	\$0.00
Rutner, Sabrina	Consultant	\$0.00	10.0	\$0.00
Stanfield, Mary Kate	Consultant	\$0.00	1.2	\$0.00
<b>Professional Subtotal:</b>			<b>20.2</b>	<b>\$0.00</b>

Professional	Level	Rate	Hours	Fees
<b><i>Tax Restructuring Services</i></b>				
Bayer, Ryan	Partner/Principal	\$850.00	0.6	\$510.00
Forrest, Jonathan	Partner/Principal	\$850.00	0.4	\$340.00
Gibian, Craig	Partner/Principal	\$850.00	1.8	\$1,530.00
Hahn, Erich	Partner/Principal	\$850.00	1.1	\$935.00
Harrison, Steve	Partner/Principal	\$850.00	4.5	\$3,825.00
Vollbracht, Jason	Managing Director	\$850.00	0.8	\$680.00
Bozeman, Eddie	Partner/Principal	\$525.00	89.3	\$46,882.50
Cooper, Matt	Managing Director	\$525.00	1.2	\$630.00
Dudek, John	Senior Manager	\$795.00	20.7	\$16,456.50
Peppelman, Dave	Senior Manager	\$795.00	2.5	\$1,987.50
Tidwell, Drew	Senior Manager	\$425.00	1.0	\$425.00
Wilmer, William	Senior Manager	\$425.00	4.1	\$1,742.50
Serrano, Alfredo	Manager	\$670.00	28.0	\$18,760.00
Marcellino, Matthew	Consultant	\$350.00	43.2	\$15,120.00
Sanders, Dugan	Consultant	\$350.00	61.9	\$21,665.00
Dabbiero, George	Consultant	\$225.00	9.1	\$2,047.50
<b>Professional Subtotal:</b>			<b>270.2</b>	<b>\$133,536.50</b>
<b>Total</b>	<b>Blended Rate:</b>	<b>\$420.63</b>	<b>376.9</b>	<b>\$158,534.00</b>

**CUMULATIVE FEES BY CATEGORY SUMMARY**  
For the Period of May 1, 2021 through July 31, 2021

Categories	Hours	Fees
Preparation of Fee Applications	86.5	\$24,997.50
Tax Compliance Services - Fixed Fee	20.2	\$0.00
Tax Restructuring Services	270.2	\$133,536.50
<b>Fees Category Subtotal :</b>	<b>376.9</b>	<b>\$158,534.00</b>

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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

_____	§	
In re:	§	Chapter 11
	§	
CBL & ASSOCIATES	§	Case No. 20-35226 (DRJ)
PROPERTIES, INC., <i>et al.</i> , <sup>1</sup>	§	
	§	(Jointly Administered)
Debtors.	§	
	§	
_____		

**THRID INTERIM FEE APPLICATION OF DELOITTE TAX LLP AS TAX SERVICES  
PROVIDER FOR THE DEBTORS AND DEBTORS-IN-POSSESSION FOR THE PERIOD  
FROM MAY 1, 2021 THROUGH JULY 31, 2021**

Deloitte Tax LLP (“Deloitte Tax” or the “Applicant”), tax services provider for the debtors and debtors-in-possession (collectively, the “Debtors”) in these chapter 11 cases, hereby seeks allowance and payment of compensation and reimbursement of expenses pursuant to section 105(a), 330 and 331 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rule 2016-1 of the Local Bankruptcy Rules for the Southern District of Texas (the “Local Rules”), for the period commencing May 1, 2021 through and including July 31, 2021 (the “Application Period”). In support of this fee application (the “Fee Application”), Deloitte Tax respectfully represents as follows:

### **JURISDICTION**

1. The Court has subject matter jurisdiction to consider and determine this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

### **STATUTORY BASIS**

2. The statutory predicates for the relief requested herein are: (i) sections 330 and 331 of the Bankruptcy Code; (ii) rule 2016 of the Bankruptcy Rules; and (iii) rule 2016-1 of the Local Rules.

### **BACKGROUND**

3. On November 1, 2020 (the “Petition Date”), the Debtors each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

4. No request for the appointment of a trustee or examiner has been made and no official committee of unsecured creditors has been appointed in these chapter 11 cases.

5. On December 22, 2020, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 350] (the “Compensation Order”), which generally sets forth the procedures for interim and final compensation and expense reimbursement for retained professionals.

### **RETENTION OF DELOITTE TAX**

6. On February 9, 2021, the Debtors filed the *Application of Debtors for Entry of an Order (I) Authorizing the Employment and Retention of Deloitte Tax LLP as Tax Services Provider Effective as of the Petition Date and (II) Granting Related Relief* [Docket No. 888] (the “Retention Application”).

7. On March 8, 2021, the Court entered an order approving the Retention Application [Docket No. 937] (the “Retention Order”).



**RELIEF REQUESTED**

8. By this Fee Application, Deloitte Tax respectfully requests allowance and payment of 100% of its fees in the amount of \$158,534.00. Deloitte Tax did not incur expenses during the Application Period for which it seeks reimbursement. Deloitte Tax submits this Fee Application in accordance with the Compensation Order and the Retention Order. All services for which Deloitte Tax requests compensation were performed for, or on behalf of, the Debtors.

**BASIS FOR RELIEF**

9. This is the third interim fee application filed by Deloitte Tax in these cases. In connection with the professional services rendered, by this Fee Application, Deloitte Tax seeks compensation in the amount of \$158,534.00. The Applicant maintains computerized records of the time expended in the rendering of the professional services required by the Debtors. These records are maintained in the ordinary course of the Applicant's business. A detailed statement of hours spent rendering professional services to the Debtors in support of Deloitte Tax's request for compensation for fees incurred during the Application Period is attached hereto as Exhibit A. Exhibit A: (i) identifies the professionals and paraprofessionals that rendered services in each project category; and (ii) describes each service such professional or paraprofessional performed.

10. No agreement or understanding exists between Deloitte Tax and any nonaffiliated or unrelated person or persons for the sharing of compensation received or to be received for professional services rendered in or in connection with these cases.

**DESCRIPTION OF SERVICES RENDERED**

11. Deloitte Tax provides below an overview of the services it rendered as tax services provider for the Debtors during the Application Period. Detailed descriptions of these services, the amount of fees incurred, and the amount of hours spent providing services throughout the Application Period are also provided in the attached Exhibits.

**Preparation of Fee Applications:**

**Hours 86.5, Amount \$24,997.50**

- Staff for Deloitte Tax reviewed data for its seventh, eighth and ninth monthly fee applications in accordance with the Compensation Order.

**Tax Compliance Services – Fixed Fee:**

**Hours 20.2, Amount \$0.00**

- Deloitte Tax summarized and reviewed the trial balances for the tax year ended December 31, 2020 and compared the same to the 2019 trial balance to identify significant variances and new accounts to discuss with the Debtors' internal tax team.

**Tax Restructuring Services:**

**Hours 270.2, Amount \$133,536.50**

- Deloitte Tax advised the Debtors and provide comments with respect to various iterations of the draft disclosure statements and chapter 11 plan of reorganization.
- Deloitte Tax advised the Debtors on the potential attribute reduction under Internal Revenue Code (“IRC”) sections 108 and 1017 with respect to the above noted cancellation of debt income alternatives.
- Deloitte Tax advised the Debtors related to historic IRC section 382 ownership analysis throughout the pendency of the chapter 11 cases for various equity shifts, including operating partnership to REIT conversions.
- Deloitte Tax prepared models for the Debtors to illustrate the income tax results of varying emergence transaction structures and related assumptions.
- Deloitte Tax assisted the Debtors in their evaluation of the proposed exit capital structure, including advising on the application of the significant modification rules under Treas. Reg. Sec. 1.1001-3 and the potential application of the high-yield debt obligation (“AHYDO”) rules to the proposed transaction.
- Deloitte Tax modeled the impact on future taxable income assuming the convertible debt interest would not be deductible under IRC section 163(l).

- Deloitte Tax modeled hypothetical recognized built-in loss calculations under IRC section 382 and the applicable rules under Treas. Reg. Sec. 1.1374-4.
- Deloitte Tax prepared estimated tax basis in property, including applicable IRC section 734 and/or 743(b) adjustments, as applicable, and fair market value by property for purposes of updating the estimated recognized built-in losses as a result of the application of IRC section 382.
- Deloitte Tax advised Debtors on their future five-year taxable income projections applying the result of the estimated IRC Section 382 recognized built-in loss analysis.

### **ALLOWANCE OF COMPENSATION**

12. Because of the benefits realized by the Debtors, the nature of services provided, the amount of work done, the time consumed and the skill required, Deloitte Tax requests that it be allowed, on an interim basis, compensation for the professional services rendered during the Application Period in the sum of \$158,534.00.

13. During the Application Period, allowance of compensation in the amount requested would result in a blended hourly billing rate for professionals of approximately \$420.63.

14. Deloitte Tax respectfully submits that the professional services rendered by Deloitte Tax on behalf of the Debtors during the Application Period were reasonable, necessary and appropriate to the administration of these chapter 11 cases and related matters.

### **DELOITTE TAX'S REQUESTED FEES SHOULD BE ALLOWED BY THIS COURT**

15. Section 330 provides that a court may award a professional employed under section 327 of the Bankruptcy Code “reasonable compensation for actual, necessary services rendered . . . and reimbursement for actual, necessary expenses.” 11 U.S.C. § 330(a)(1). Section 330 sets forth the criteria for the award of compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded . . . the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (a) the time spent on such services;
- (b) the rates charged for such services;
- (c) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (d) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (e) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (f) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

16 In the instant case, Deloitte Tax respectfully submits that the services for which it seeks compensation in this Application Period were necessary for and beneficial to the Debtors and were performed economically, effectively, and efficiently. Deloitte Tax further submits that the compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Debtors. Further, in accordance with the factors enumerated in section 327(a) and 328(a) of the Bankruptcy Code, the amount of fees requested 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 the Bankruptcy Code. Accordingly, the approval of the compensation sought herein is warranted.

#### **CERTIFICATE OF COMPLIANCE AND WAIVER**

17 The undersigned representative of Deloitte Tax certifies that Deloitte Tax has reviewed the requirements of rule 2016-1 of the Local Rules and that the Fee Application substantially complies with that Local Rule. To the extent that the Fee Application does not comply in all respects with the requirements of Local Rule 2016-1, Deloitte Tax believes that such deviations are not material and respectfully requests that any such requirement be waived.

WHEREFORE, Deloitte Tax respectfully requests that the Court enter an order: (i) granting the allowance of compensation for professional services rendered to the Debtors by Deloitte Tax during the Application Period in the amount of \$158,534.00, for compensation for professional services rendered during the Application Period; (ii) authorizing and directing the Debtors to pay all such amounts to Deloitte Tax; and (iii) granting such other and relief as may be just and proper.

Dated: November 10, 2021  
Atlanta, Georgia

Respectfully submitted,

DELOITTE TAX LLP

/s/ Stephen Harrison  
Stephen Harrison  
Partner  
191 Peachtree St, Suite 2000  
Atlanta, GA 30303-1749  
Telephone: 404.220.1605  
Facsimile: 404.631.9201

# **EXHIBIT A**

**Professional Fees for the Fee Period  
May 1, 2021 through July 31, 2021**

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Preparation of Fee Applications</i>				
05/04/2021				
Dudek, John	Review March 2021 fee detail in preparation for the monthly fee application.	\$795.00	1.0	\$795.00
05/05/2021				
Dudek, John	Continue review March 2021 fee detail in preparation for the monthly fee application.	\$795.00	1.0	\$795.00
Veerabomma, Chandra	Finalize CBL Tax November-February 2021 for fee application, including meeting matchings.	\$225.00	2.9	\$652.50
05/06/2021				
Veerabomma, Chandra	Finalize November-February 2021 for fee application, including meeting matchings.	\$225.00	2.9	\$652.50
05/09/2021				
Gutierrez, Dalia	Pull April 2021 data in preparation for the monthly fee application.	\$250.00	0.5	\$125.00
05/10/2021				
Gutierrez, Dalia	Continue to review fee detail November 1, 2020 through February 28, 2021 in preparation for the monthly fee application, meeting matching.	\$250.00	1.8	\$450.00
Gutierrez, Dalia	Review fee detail November 1, 2020 through February 28, 2021 in preparation for the monthly fee application, meeting matching.	\$250.00	3.6	\$900.00
05/11/2021				
Gutierrez, Dalia	Review first monthly fee detail in preparation for the fee application, meeting matching.	\$250.00	3.9	\$975.00
Gutierrez, Dalia	Continue to review first monthly fee detail in preparation for the fee application, meeting matching.	\$250.00	4.3	\$1,075.00
Gutierrez, Dalia	Continue to review first monthly fee detail in preparation for the fee application, meeting matching.	\$250.00	1.1	\$275.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Preparation of Fee Applications</i>				
05/13/2021				
Tomar, Arzoo	Review fees for April 2021 for fee application preparation.	\$225.00	3.6	\$810.00
05/18/2021				
McDonald, Carisa	Review April 2021 fee exhibit.	\$275.00	0.2	\$55.00
Trivedi, Sanyam	Review fees for April, 2021 for fee application preparation.	\$225.00	1.4	\$315.00
Veerabomma, Chandra	Review April 2021 for fee application.	\$225.00	1.6	\$360.00
05/24/2021				
Gutierrez, Dalia	Review March 2021 fee detail in preparation for the monthly fee application.	\$250.00	3.0	\$750.00
05/26/2021				
Tomar, Arzoo	Finalize fees for April 2021 for fee application including meeting matching including meeting matching.	\$225.00	3.9	\$877.50
05/27/2021				
Veerabomma, Chandra	Finalize April 2021 fee for fee application.	\$225.00	2.5	\$562.50
06/01/2021				
Gutierrez, Dalia	Prepare exhibits and charts for the first monthly fee application.	\$250.00	3.5	\$875.00
06/06/2021				
Gutierrez, Dalia	Review April 2021 fee detail in preparation for fee application.	\$250.00	3.0	\$750.00
06/07/2021				
Gutierrez, Dalia	Review April 2021 fee detail for meeting matching for J. Dudek (Deloitte).	\$250.00	2.9	\$725.00
McDonald, Carisa	Review April 2021 fee exhibit.	\$275.00	0.3	\$82.50
McDonald, Carisa	Review March 2021 fee exhibit.	\$275.00	0.4	\$110.00
06/10/2021				
Gutierrez, Dalia	Prepare exhibits and charts for the March 2021 monthly fee application.	\$250.00	2.8	\$700.00
Veerabomma, Chandra	Finalize additional work breakdown structure (WBS) file.	\$225.00	2.1	\$472.50



## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Preparation of Fee Applications</i>				
06/11/2021				
Gutierrez, Dalia	Review additional data for first monthly fee application.	\$250.00	1.1	\$275.00
06/15/2021				
Gutierrez, Dalia	Pull May 2021 data in preparation for the monthly fee application.	\$250.00	0.5	\$125.00
06/16/2021				
Veerabomma, Chandra	Review fee for May 2021 fee application preparation.	\$225.00	1.3	\$292.50
06/17/2021				
McDonald, Carisa	Review March 2021 fee exhibit.	\$275.00	0.4	\$110.00
McDonald, Carisa	Prepare November 2020 fee statement.	\$275.00	1.8	\$495.00
McDonald, Carisa	Prepare December 2020 fee statement.	\$275.00	2.4	\$660.00
06/22/2021				
McDonald, Carisa	Update November 2020 monthly fee statement.	\$275.00	0.4	\$110.00
McDonald, Carisa	Update December 2020 monthly fee statement.	\$275.00	0.5	\$137.50
McDonald, Carisa	Prepare January 2021 fee statement.	\$275.00	2.3	\$632.50
06/23/2021				
Dudek, John	Review March and May 2021 final fee application details.	\$795.00	3.0	\$2,385.00
McDonald, Carisa	Update November 2020 fee statement.	\$275.00	0.3	\$82.50
McDonald, Carisa	Prepare January 2021 fee statement.	\$275.00	0.9	\$247.50
06/24/2021				
Tomar, Arzoo	Finalize fees for May 2021 for fee application including meeting matching.	\$225.00	2.0	\$450.00
06/25/2021				
Veerabomma, Chandra	Finalize May 2021 for fee application.	\$225.00	0.9	\$202.50
06/28/2021				
McDonald, Carisa	Revise January 2021 monthly fee statement.	\$275.00	0.3	\$82.50

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Preparation of Fee Applications</i>				
07/13/2021				
Gutierrez, Dalia	Review May 2021 fee detail in preparation for the monthly fee application.	\$250.00	2.8	\$700.00
Jain, Ashima	Review fees for June 2021 fee application preparation.	\$225.00	2.0	\$450.00
07/14/2021				
McDonald, Carisa	Revise February 2021 monthly fee statement.	\$275.00	0.4	\$110.00
Tomar, Arzoo	Review fees for June 2021 for fee application preparation.	\$225.00	1.1	\$247.50
07/16/2021				
Dudek, John	Review May monthly fee application.	\$795.00	1.0	\$795.00
Dudek, John	Review June monthly fee application.	\$795.00	1.0	\$795.00
07/19/2021				
Veerabomma, Chandra	Review June 2021 for fee application preparation.	\$225.00	1.5	\$337.50
07/20/2021				
Gutierrez, Dalia	Prepare exhibits and charts for the May 2021 monthly fee application.	\$250.00	3.0	\$750.00
07/21/2021				
McDonald, Carisa	Prepare March 2021 fee statement.	\$275.00	1.4	\$385.00
Subtotal for Preparation of Fee Applications:			86.5	\$24,997.50

*Tax Compliance Services - Fixed Fee*

07/08/2021				
Lee, Cathy	Call with S. Osborne (Deloitte) to discuss CBL's new compliance platform prior to the start of fall compliance obligations.	\$0.00	0.5	\$0.00
Osborne, Shelley	Call with C. Lee (Deloitte) to discuss CBL's new compliance platform prior to the start of fall compliance obligations.	\$0.00	0.5	\$0.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Compliance Services - Fixed Fee</i>				
07/14/2021				
Lee, Cathy	Call with W. Wilmer, S. Osborne, S. Rutner and M. Stanfield (Deloitte) to discuss fall compliance obligations, standards review processes.	\$0.00	1.2	\$0.00
Osborne, Shelley	Call with W. Wilmer, C. Lee, S. Rutner and M. Stanfield (Deloitte) to discuss fall compliance obligations, standards review processes.	\$0.00	1.2	\$0.00
Rutner, Sabrina	Call with C. Lee, W. Wilmer, S. Osborne, M. Stanfield (Deloitte) to discuss fall compliance obligations, standards review processes.	\$0.00	1.2	\$0.00
Stanfield, Mary Kate	Call with C. Lee, W. Wilmer, S. Osborne, S. Rutner (Deloitte) to discuss fall compliance obligations, standards review processes.	\$0.00	1.2	\$0.00
Wilmer, William	Call with C. Lee, S. Osborne, S. Rutner and M. Stanfield (Deloitte) to discuss fall compliance obligations, standards review processes.	\$0.00	1.2	\$0.00
07/19/2021				
Lee, Cathy	Review CBL entities' comparative trial balance files for accounts that had significant variance from prior year balance.	\$0.00	3.1	\$0.00
07/21/2021				
Rutner, Sabrina	Review CBL entities' comparative trial balance for accounts that had significant variance from prior year balance.	\$0.00	2.2	\$0.00
07/23/2021				
Lee, Cathy	Continue to review CBL entities' comparative trial balance files for accounts that had significant variance from prior year balance.	\$0.00	0.7	\$0.00
Rutner, Sabrina	Review CBL entities' comparative trial balance files for accounts that had significant variance from prior year balance.	\$0.00	3.2	\$0.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i><b>Tax Compliance Services - Fixed Fee</b></i>				
07/26/2021				
Lee, Cathy	Review CBL entities' comparative trial balance files for accounts that had significant variance from prior year balance.	\$0.00	0.6	\$0.00
Rutner, Sabrina	Review CBL entities' comparative trial balance files for accounts that had significant variance from prior year balance.	\$0.00	2.7	\$0.00
07/27/2021				
Rutner, Sabrina	Continue to review CBL entities' comparative trial balance files for accounts that had significant variance from prior year balance.	\$0.00	0.7	\$0.00
Subtotal for Tax Compliance Services - Fixed Fee:			20.2	\$0.00

***Tax Restructuring Services***

05/03/2021				
Bozeman, Eddie	Call with F. Khaleel, A. Cobb (CBL), W. Wilmer, M. Scalese, S. Korczyk, S. Harrison, J. Kelley, J. Dudek, D. Keddie (Deloitte) to discuss bankruptcy updates and US securities and exchange commission (SEC) reporting.	\$525.00	0.5	\$262.50
Dudek, John	Call with F. Khaleel, A. Cobb (CBL), E. Bozeman, W. Wilmer, M. Scalese, S. Korczyk, S. Harrison, J. Kelley, D. Keddie (Deloitte) to discuss bankruptcy updates and US securities and exchange commission (SEC) reporting.	\$795.00	0.5	\$397.50
Dudek, John	Prepare summary of tasks for audit committee approvals.	\$795.00	1.5	\$1,192.50
Harrison, Steve	Call with F. Khaleel, A. Cobb (CBL), E. Bozeman, W. Wilmer, M. Scalese, S. Korczyk, J. Kelley, J. Dudek, D. Keddie (Deloitte) to discuss bankruptcy updates and US securities and exchange commission (SEC) reporting.	\$850.00	0.5	\$425.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
05/03/2021				
Wilmer, William	Call with F. Khaleel, A. Cobb (CBL), E. Bozeman, M. Scalese, S. Korczyk, S. Harrison, J. Kelley, J. Dudek, D. Keddie (Deloitte) to discuss bankruptcy updates and US securities and exchange commission (SEC) reporting.	\$425.00	0.5	\$212.50
05/04/2021				
Sanders, Dugan	Review the bankruptcy tax model for the purpose of identifying additional updates to be made.	\$350.00	0.3	\$105.00
05/05/2021				
Dudek, John	Review updated disclosure statement for changes that might impact cancellation of debt income calculations.	\$795.00	2.0	\$1,590.00
Marcellino, Matthew	Call with A. Serrano, D. Sanders (Deloitte) to coordinate CBL workstreams related to updating the bankruptcy model and preparing an assumptions listing.	\$350.00	0.5	\$175.00
Sanders, Dugan	Call with A. Serrano, M. Marcellino (Deloitte) to coordinate CBL workstreams related to updating the bankruptcy model and preparing an assumptions listing.	\$350.00	0.5	\$175.00
Serrano, Alfredo	Call with D. Sanders, M. Marcellino (Deloitte) to coordinate CBL workstreams related to updating the bankruptcy model and preparing an assumptions listing.	\$670.00	0.5	\$335.00
05/06/2021				
Bozeman, Eddie	Call with S. Hildebrand, J. Howard, K. Mitchell (CBL) regarding potential outparcel transfers from the CBL management company to CBL operating partnership.	\$525.00	1.0	\$525.00
Dudek, John	Call with C. Gibian, D. Peppelman, S. Harrison, A. Serrano (Deloitte) to discuss updated terms and issues related to the debt restructuring.	\$795.00	0.8	\$636.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
05/06/2021				
Gibian, Craig	Call with J. Dudek, D. Peppelman, S. Harrison, A. Serrano (Deloitte) to discuss updated terms and issues related to the debt restructuring.	\$850.00	0.8	\$680.00
Harrison, Steve	Call with J. Dudek, C. Gibian, D. Peppelman, A. Serrano (Deloitte) to discuss updated terms and issues related to the debt restructuring.	\$850.00	0.8	\$680.00
Peppelman, Dave	Call with J. Dudek, C. Gibian, S. Harrison, A. Serrano (Deloitte) to discuss updated terms and issues related to the debt restructuring.	\$795.00	0.8	\$636.00
Serrano, Alfredo	Call with J. Dudek, C. Gibian, D. Peppelman, S. Harrison (Deloitte) to discuss updated terms and issues related to the debt restructuring.	\$670.00	0.8	\$536.00
05/07/2021				
Bozeman, Eddie	Email A. Cobb (CBL) regarding year to date services and tax issues related to bankruptcy filing and emergence.	\$525.00	0.5	\$262.50
Dudek, John	Review updated debt amortization tables for different fair market values and impact on taxable income.	\$795.00	2.1	\$1,669.50
Peppelman, Dave	Email C. Gibian (Deloitte) regarding the restructuring plan.	\$795.00	0.8	\$636.00
Peppelman, Dave	Review restructuring plan.	\$795.00	0.5	\$397.50
05/10/2021				
Bozeman, Eddie	Email A. Cobb (CBL) regarding year to date services and tax issues related to bankruptcy filing and emergence.	\$525.00	2.1	\$1,102.50
Bozeman, Eddie	Review new Virginia unitary reporting requirements and the impact to CBL's state filing obligations.	\$525.00	0.5	\$262.50
Sanders, Dugan	Correspond via email with A. Serrano, M. Marcellino (Deloitte) to delegate action items related to updating the bankruptcy tax model and the related assumptions listing.	\$350.00	0.4	\$140.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
05/11/2021				
Marcellino, Matthew	Update CBL summary memo based on most recent plan filed with bankruptcy court.	\$350.00	1.0	\$350.00
05/12/2021				
Sanders, Dugan	Review bankruptcy docket to identify pertinent filings with information to bankruptcy tax modeling.	\$350.00	0.5	\$175.00
05/13/2021				
Marcellino, Matthew	Update bankruptcy tax model associated with newly filed bankruptcy court disclosure plan.	\$350.00	1.0	\$350.00
05/14/2021				
Marcellino, Matthew	Review bankruptcy plan for updates associated newly filed redline in bankruptcy court docket.	\$350.00	1.0	\$350.00
05/18/2021				
Serrano, Alfredo	Review amended plan and disclosure statement related to debt restructuring.	\$670.00	0.9	\$603.00
05/19/2021				
Marcellino, Matthew	Call with D. Sanders (Deloitte) to discuss updating CBL bankruptcy tax model based on updated plan information filed with bankruptcy court.	\$350.00	0.3	\$105.00
Sanders, Dugan	Call with M. Marcellino (Deloitte) to discuss updating CBL bankruptcy model based on updated plan information filed with bankruptcy court.	\$350.00	0.3	\$105.00
Sanders, Dugan	Review bankruptcy filings submitted to the bankruptcy court for the purpose of identifying information that may be reflected in modeling efforts.	\$350.00	0.5	\$175.00
Sanders, Dugan	Call with A. Serrano (Deloitte) to discuss workstream and open items.	\$350.00	0.3	\$105.00
Serrano, Alfredo	Call with D. Sanders (Deloitte) to discuss workstream and open items.	\$670.00	0.3	\$201.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
05/21/2021				
Bozeman, Eddie	Call with V. Evans, F. Khaleel, K. Mitchell, J. Howard, S. Hildebrand (CBL) regarding the transfer of ground leased outparcels from the management company to the operating partnership.	\$525.00	0.5	\$262.50
Bozeman, Eddie	Research tax treatment on the transfer of outparcels from the management company to the operating partnership and the impact of related party gains and losses.	\$525.00	0.5	\$262.50
Sanders, Dugan	Review amended plans and disclosure statements for the purpose of identifying updated information that may be reflected in modeling.	\$350.00	2.3	\$805.00
05/22/2021				
Bozeman, Eddie	Call with F. Khaleel (CBL) regarding tax treatment on transfers of outparcels from the management company to the operating partnership.	\$525.00	0.4	\$210.00
Bozeman, Eddie	Research tax treatment on transfer of outparcels from the management company to the operating partnership and impact of related party gains and losses.	\$525.00	0.9	\$472.50
05/23/2021				
Bozeman, Eddie	Review gain calculations regarding tax treatment on transfer of outparcels from management company to the operating partnership and impact of related party gains and losses.	\$525.00	0.4	\$210.00
05/24/2021				
Marcellino, Matthew	Update CBL bankruptcy docket subsite.	\$350.00	0.5	\$175.00
05/25/2021				
Bozeman, Eddie	Call with F. Khaleel, C. Price, S. Hildebrand, V. Evan, K. Mitchell, J. Howard (CBL) regarding transfers of outparcels from the management company to the operating partnership.	\$525.00	0.8	\$420.00



## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
05/25/2021				
Dudek, John	Call with J. Vollbracht, S. Harrison, J. Forrest (Deloitte) to discuss IRC section 318(a)(4) option attribution email from A. Arikat (Weil).	\$795.00	0.2	\$159.00
Forrest, Jonathan	Call with J. Vollbracht, S. Harrison, J. Dudek (Deloitte) to discuss IRC section 318(a)(4) option attribution email from A. Arikat (Weil).	\$850.00	0.2	\$170.00
Harrison, Steve	Call with J. Vollbracht, J. Forrest, J. Dudek (Deloitte) to discuss IRC section 318(a)(4) option attribution email from A. Arikat (Weil).	\$850.00	0.2	\$170.00
Vollbracht, Jason	Call with S. Harrison, J. Forrest, J. Dudek (Deloitte) to discuss IRC section 318(a)(4) option attribution email from A. Arikat (Weil).	\$850.00	0.2	\$170.00
Vollbracht, Jason	Review email from A. Arikat (Weil) IRC section 318(a)(4) option attribution and changes requested.	\$850.00	0.4	\$340.00
05/26/2021				
Dudek, John	Review updated disclosure statement for changes that may impact cancellation of debt income calculations.	\$795.00	2.6	\$2,067.00
05/27/2021				
Dudek, John	Call with S. Harrison, J. Vollbracht, J. Forrest (Deloitte), A. Arikat, S. Goldring, K. Jackson (Weil) to discuss convertible debt contingent options and IRC section 318 option attribution issues.	\$795.00	0.2	\$159.00
Forrest, Jonathan	Call with S. Harrison, J. Vollbracht, J. Dudek (Deloitte), A. Arikat, S. Goldring, K. Jackson (Weil) to discuss convertible debt contingent options and IRC section 318 option attribution issues.	\$850.00	0.2	\$170.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
05/27/2021				
Harrison, Steve	Call with J. Forrest, J. Vollbracht, J. Dudek (Deloitte), A. Arikat, S. Goldring, K. Jackson (Weil) to discuss convertible debt contingent options and IRC section 318 option attribution issues.	\$850.00	0.2	\$170.00
Vollbracht, Jason	Call with J. Forrest, S. Harrison, J. Dudek (Deloitte), A. Arikat, S. Goldring, K. Jackson (Weil) to discuss convertible debt contingent options and IRC section 318 option attribution issues.	\$850.00	0.2	\$170.00
06/01/2021				
Marcellino, Matthew	Update Deloitte Tax insight subsite for recent bankruptcy court docket filings.	\$350.00	0.5	\$175.00
Sanders, Dugan	Prepare cancellation of debt income calculation workbook for W. Wilmer (Deloitte).	\$350.00	3.1	\$1,085.00
Sanders, Dugan	Meeting with A. Serrano (Deloitte) to review footnote language included in the estimated cancellation of debt income calculation excerpt from the bankruptcy model.	\$350.00	0.4	\$140.00
Serrano, Alfredo	Meeting with D. Sanders (Deloitte) to review footnote language included in the estimated cancellation of debt income calculation excerpt from the bankruptcy model.	\$670.00	0.4	\$268.00
Serrano, Alfredo	Review estimated cancellation of debt income analysis deliverable.	\$670.00	0.8	\$536.00
06/02/2021				
Bozeman, Eddie	Review draft amended and restated charter and bylaws for CBL & Associates Properties, Inc.	\$525.00	2.6	\$1,365.00
Marcellino, Matthew	Review second amended bankruptcy plan for bankruptcy model updates.	\$350.00	0.9	\$315.00
06/03/2021				
Marcellino, Matthew	Review third amended redline plan for bankruptcy model updates.	\$350.00	1.0	\$350.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
06/04/2021				
Bozeman, Eddie	Review draft amended and restated charter and bylaws for CBL & Associates Properties, Inc.	\$525.00	1.5	\$787.50
Bozeman, Eddie	Call with J. Curry (CBL) regarding the draft amended and restated charter and bylaws for CBL & Associates Properties Inc.	\$525.00	0.5	\$262.50
Marcellino, Matthew	Call with A. Serrano, D. Sanders (Deloitte) to discuss updating the bankruptcy model for updated information per the third amended disclosure statement and plan.	\$350.00	0.3	\$105.00
Sanders, Dugan	Call with A. Serrano, M. Marcellino (Deloitte) to discuss updating the bankruptcy model for updated information per the third amended disclosure statement and plan.	\$350.00	0.3	\$105.00
Sanders, Dugan	Review the red line version of the third amended plan and disclosure statement for purpose of identifying updated information to be included in modeling.	\$350.00	0.9	\$315.00
Serrano, Alfredo	Call with D. Sanders, M. Marcellino (Deloitte) to discuss updating the bankruptcy model for updated information per the third amended disclosure statement and plan.	\$670.00	0.3	\$201.00
06/07/2021				
Marcellino, Matthew	Review amended bankruptcy plan filed with bankruptcy court.	\$350.00	1.1	\$385.00
06/08/2021				
Marcellino, Matthew	Call with D. Sanders (Deloitte) to discuss updates to bankruptcy model based on third amended disclosure plan filed with bankruptcy court.	\$350.00	0.8	\$280.00
Marcellino, Matthew	Update CBL plan summary for bankruptcy model updates.	\$350.00	0.5	\$175.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
06/08/2021				
Sanders, Dugan	Call with M. Marcellino (Deloitte) to discuss updates to bankruptcy model based on third amended disclosure plan filed with bankruptcy court.	\$350.00	0.8	\$280.00
Sanders, Dugan	Review summary of changes from the third amended plan and disclosure statement.	\$350.00	0.3	\$105.00
06/09/2021				
Marcellino, Matthew	Draft summary of plan updates from revised version filed with bankruptcy court.	\$350.00	1.5	\$525.00
06/10/2021				
Marcellino, Matthew	Review plan redline filed with bankruptcy court for plan updates.	\$350.00	0.6	\$210.00
06/11/2021				
Bozeman, Eddie	Call with R. Kreienkamp (Husch Blackwell), D. Levy (Weil) regarding the draft amended and restated charter and bylaws for CBL & Associates Properties, Inc.	\$525.00	0.8	\$420.00
06/15/2021				
Marcellino, Matthew	Update CBL bankruptcy docket subsite.	\$350.00	0.5	\$175.00
Serrano, Alfredo	Review workstream related to realized built-in-gains/losses (RBIG/RBIL) calculations for CBL & Associates Management, Inc.	\$670.00	0.2	\$134.00
06/16/2021				
Bozeman, Eddie	Call with R. Kreienkamp, S. Barett (Husch Blackwell), D. Levy (Weil), J. Curry, K. Reinsmidt (CBL) regarding the draft amended and restated charter and bylaws for CBL & Associates Properties, Inc.	\$525.00	0.6	\$315.00
06/17/2021				
Marcellino, Matthew	Provide updated bankruptcy court engagement letter filings to J. Dudek (Deloitte).	\$350.00	0.3	\$105.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
06/18/2021				
Bozeman, Eddie	Call with R. Kreienkamp (Husch Blackwell), D. Levy (Weil), D. Holmberg (Akin) regarding the draft amended and restated charter and bylaws for CBL & Associates Properties, Inc.	\$525.00	0.8	\$420.00
Bozeman, Eddie	Review draft amended and restated charter and bylaws for CBL & Associates Properties, Inc.	\$525.00	2.4	\$1,260.00
Marcellino, Matthew	Call with A. Serrano, D. Sanders (Deloitte) to discuss calculating realized built-in losses for the taxable real estate investment trusts (REIT) subsidiary.	\$350.00	1.1	\$385.00
Sanders, Dugan	Call with A. Serrano and M. Marcellino (Deloitte) to discuss calculating realized built-in losses for the taxable real estate investment trusts (REIT) subsidiary.	\$350.00	1.1	\$385.00
Sanders, Dugan	Analyze the bankruptcy model for the purpose of refreshing my understanding of the process of calculating recognized built-in losses within the CBL consolidated group.	\$350.00	2.2	\$770.00
Serrano, Alfredo	Review workstream related to realized built-in-gains/losses (RBIG/RBIL) calculations for CBL & Associates Management, Inc.	\$670.00	0.9	\$603.00
Serrano, Alfredo	Call with D. Sanders and M. Marcellino (Deloitte) to discuss calculating realized built-in losses for the taxable real estate investment trusts (REIT) subsidiary.	\$670.00	1.1	\$737.00
06/21/2021				
Marcellino, Matthew	Review workstream CBL memo items for morning meeting with M. Boyle (Deloitte).	\$350.00	0.1	\$35.00
Sanders, Dugan	Prepare instructions related to how to prepare the recognized built-in loss rollout for the management company.	\$350.00	0.4	\$140.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
06/22/2021				
Sanders, Dugan	Analyze how recognized built-in losses ("RBILs") were calculated in the CBL fixed asset workbook for the purpose of preparing instructions on how to rollout realized built-in losses for the CBL management.	\$350.00	3.5	\$1,225.00
Sanders, Dugan	Update the cash/stock distribution projections in the bankruptcy model to consider IRC section 163(l) (interest expense limitation) interest.	\$350.00	1.4	\$490.00
Sanders, Dugan	Meeting with W. Holman (Deloitte) to discuss updating the CBL fixed asset workbook to rollout recognized built-in losses for CBL & Associates Management, Inc.	\$350.00	0.9	\$315.00
06/23/2021				
Bozeman, Eddie	Call with S. Goldring (Weil) for separate consideration regarding partner conversions into real estate investment trusts (REIT) shares (early and at emergence) issues.	\$525.00	0.6	\$315.00
Sanders, Dugan	Review updates to the fixed asset workbook for the recognized built-in loss rollout for CBL & Associates Management, Inc.	\$350.00	0.7	\$245.00
Sanders, Dugan	Analyze docket filings with the bankruptcy court for the purpose of identifying potentially useful information for modeling purposes.	\$350.00	0.5	\$175.00
Sanders, Dugan	Update the fixed asset workbook to rollout the recognized built-in losses for CBL & Associates Management, Inc.	\$350.00	0.7	\$245.00
06/28/2021				
Bozeman, Eddie	Review debt allocation requirements for the Soffer, Visconsi and Schostak partners in CBL operating partnership.	\$525.00	0.9	\$472.50

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
06/29/2021				
Bozeman, Eddie	Review tax regulations under IRC section 706 (taxable years of partner and partnership) with respect to extraordinary items and cancellation of debt income to the partners of CBL operating partnership.	\$525.00	0.7	\$367.50
Bozeman, Eddie	Call with J. Curry (CBL) to discuss cancellation of debt income to CBL operating partnership limited partners and applicable debt allocations for tax purposes.	\$525.00	0.6	\$315.00
Bozeman, Eddie	Call with E. Hahn, W. Wilmer (Deloitte) with respect to cancellation of debt consequences related to limited partners of CBL & Associates Limited Partnership who elect to convert their CBL partnership units into CBL real estate investment trusts (REIT) st	\$525.00	0.5	\$262.50
Hahn, Erich	Call with E. Bozeman, W. Wilmer (Deloitte) with respect to cancellation of debt consequences related to limited partners of CBL & Associates Limited Partnership who elect to convert their CBL partnership units into CBL real estate investment trusts (REIT)	\$850.00	0.5	\$425.00
Wilmer, William	Call with E. Bozeman, W. Wilmer (Deloitte) with respect to cancellation of debt consequences related to limited partners of CBL & Associates Limited Partnership who elect to convert their CBL partnership units into CBL real estate investment trusts (REIT)	\$425.00	0.5	\$212.50
06/30/2021				
Bozeman, Eddie	Review tax regulations under IRC section 706 (taxable years of partner and partnership) with respect to extraordinary items and cancellation of debt income to the partners of CBL operating partnership.	\$525.00	2.2	\$1,155.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
06/30/2021				
Tidwell, Drew	Research cancellation of debt consequences related to limited partners of CBL & Associates Limited Partnership who elect to convert their CBL partnership units into CBL real estate investment trusts stock in connection with bankruptcy emerge.	\$425.00	1.0	\$425.00
07/01/2021				
Bozeman, Eddie	Call with S. Harrison, W. Wilmer (Deloitte), S. Goldring, A. Arikat, K. Jackson (Weil) to discuss allocations of debt by CBL Operating Partnership (OP) to real estate investment trust and OP unit holders.	\$525.00	0.7	\$367.50
Bozeman, Eddie	Call with S. Harrison, W. Wilmer (Deloitte), S. Goldring, A. Arikat, K. Jackson (Weil) to discuss, for tax purposes, CBL Operating Partnership would allocate to real estate investment trust and limited partners taxable income associated with the cancellat	\$525.00	0.7	\$367.50
Bozeman, Eddie	Review tax regulations under IRC Section 706 - taxable years of partner and partnership - with respect to extraordinary items and cancellation of debt income to the partners of CBL Operating Partnership.	\$525.00	3.1	\$1,627.50
Harrison, Steve	Call with E. Bozeman, W. Wilmer (Deloitte), S. Goldring, A. Arikat, K. Jackson (Weil) to discuss allocations of debt by CBL Operating Partnership (OP) to real estate investment trust and OP unit holders.	\$850.00	0.7	\$595.00
Harrison, Steve	Call with E. Bozeman, W. Wilmer (Deloitte), S. Goldring, A. Arikat, K. Jackson (Weil) to discuss how CBL Operating Partnership would allocate to real estate investment trust and limited partners taxable income associated with cancellation.	\$850.00	0.7	\$595.00



## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/01/2021				
Wilmer, William	Call with E. Bozeman, S. Harrison (Deloitte), S. Goldring, A. Arikat, K. Jackson (Weil) to discuss allocations of debt by CBL Operating Partnership (OP) to real estate investment trust and OP unit holders.	\$425.00	0.7	\$297.50
Wilmer, William	Call with E. Bozeman, S. Harrison (Deloitte), S. Goldring, A. Arikat, K. Jackson (Weil) to discuss how CBL Operating Partnership would allocate to real estate investment trust and limited partners taxable income associated with cancellation.	\$425.00	0.7	\$297.50
07/06/2021				
Bozeman, Eddie	Review tax regulations under IRC Section 706 - taxable years of partner and partnership, court cases with respect to extraordinary items and cancellation of debt income to the partners of CBL Operating Partnership.	\$525.00	2.1	\$1,102.50
Dudek, John	Review updated CBL debt calculations for cancellation of debt income changes as well as impact on section 382.	\$795.00	3.0	\$2,385.00
Marcellino, Matthew	Call with A. Serrano, D. Sanders (Deloitte) to discuss preparation of the CBL tax attribute reduction bankruptcy memorandum.	\$350.00	0.5	\$175.00
Sanders, Dugan	Call with A. Serrano, M. Marcellino (Deloitte) to discuss preparation of the CBL tax attribute reduction bankruptcy memorandum.	\$350.00	0.5	\$175.00
Serrano, Alfredo	Call with D. Sanders, M. Marcellino (Deloitte) to discuss preparation of the CBL tax attribute reduction bankruptcy memorandum.	\$670.00	0.5	\$335.00
07/07/2021				
Bozeman, Eddie	Review updated CBL real estate investment trust (REIT) articles of incorporation provided by J. Curry (CBL).	\$525.00	0.4	\$210.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/07/2021				
Bozeman, Eddie	Review supreme court case with respect to step transaction and the impact on cancellation of debt income to the partners of CBL Operating Partnership.	\$525.00	0.6	\$315.00
Bozeman, Eddie	Call with E. Hahn, W. Wilmer (Deloitte) regarding recognition of cancellation of indebtedness income by partners of CBL Operating Partnership in connection with a conversion of their limited partnership interests to shares.	\$525.00	0.6	\$315.00
Dudek, John	Draft email to G. Dabbiero (Deloitte) on details to provide when preparing draft strawman structure chart.	\$795.00	1.0	\$795.00
Hahn, Erich	Call with E. Bozeman, W. Wilmer (Deloitte) regarding recognition of cancellation of indebtedness income by partners of CBL Operating Partnership in connection with a conversion of their limited partnership interests to shares.	\$850.00	0.6	\$510.00
Marcellino, Matthew	Draft step transaction slides based on internal document from Weil, Gotshal, Manges.	\$350.00	3.6	\$1,260.00
Sanders, Dugan	Review the restructuring transaction detailed support provided by Weil for the purpose of identifying changes to the transaction that would need to be modeled.	\$350.00	1.8	\$630.00
Wilmer, William	Call with E. Bozeman, E. Hahn (Deloitte) regarding recognition of cancellation of indebtedness income by partners of CBL Operating Partnership in connection with a conversion of their limited partnership interests to shares.	\$425.00	0.6	\$255.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/08/2021				
Bozeman, Eddie	Call with J. Curry, C. Price, S. Holdebrand, K. Mitchell, J. Howard (CBL) to discuss CBL real estate investment trust (REIT)'s possible disposition of directly held.1% partnership interests.	\$525.00	0.7	\$367.50
Bozeman, Eddie	Review proposed CBL real estate investment trust (REIT) articles of incorporation in connection with bankruptcy emergence.	\$525.00	3.1	\$1,627.50
Bozeman, Eddie	Review draft post-emergence partnership agreement for CBL Operating Partnership.	\$525.00	0.7	\$367.50
Bozeman, Eddie	Call with S. Goldring, A. Arikat, K. Jackson (Weil), S. Harrison (Deloitte) regarding the proposed guarantee of CBL Operating Partnership indebtedness.	\$525.00	0.9	\$472.50
Bozeman, Eddie	Call with S. Goldring, A. Arikat, K. Jackson (Weil), S. Harrison (Deloitte) regarding recognition of cancellation of indebtedness income for CBL Operating Partnership partners who elect to convert their Operating Partnership unit.	\$525.00	0.3	\$157.50
Bozeman, Eddie	Prepare memorandum on CBL Operating Partnership agreement allocations of cancellation of debt income (CODI) to the CBL limited partners.	\$525.00	2.4	\$1,260.00
Bozeman, Eddie	Review CBL Operating Partnership debt allocations to the limited partners.	\$525.00	1.5	\$787.50
Dudek, John	Review strawman structure deck related to restructuring transaction steps.	\$795.00	0.5	\$397.50
Dudek, John	Call with M. Marcellino, A. Serrano (Deloitte) to discuss updates to the strawman structure related to the restructuring transaction steps.	\$795.00	0.5	\$397.50

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/08/2021				
Harrison, Steve	Prepare for upcoming call with S. Goldring, A. Arikat, K. Jackson (Weil), E. Bozeman (Deloitte) regarding recognition of cancellation of indebtedness income for CBL Operating Partnership partners who elect to convert their Operating Partnership unit.	\$850.00	0.2	\$170.00
Harrison, Steve	Call with S. Goldring, A. Arikat, K. Jackson (Weil), E. Bozeman (Deloitte) regarding recognition of cancellation of indebtedness income for CBL Operating Partnership partners who elect to convert their Operating Partnership unit.	\$850.00	0.3	\$255.00
Harrison, Steve	Call with S. Goldring, A. Arikat, K. Jackson (Weil), E. Bozeman (Deloitte) regarding the proposed guarantee of CBL Operating Partnership indebtedness.	\$850.00	0.9	\$765.00
Marcellino, Matthew	Call with A. Serrano (Deloitte) to discuss updates to CBL transaction summary slide deck.	\$350.00	0.7	\$245.00
Marcellino, Matthew	Update CBL bankruptcy model realized built in gain calculation.	\$350.00	0.7	\$245.00
Marcellino, Matthew	Call with D. Sanders and A. Serrano (Deloitte) to discuss updating to the strawman structure based on to the restructuring transaction steps associated with bankruptcy.	\$350.00	0.7	\$245.00
Marcellino, Matthew	Call with A. Serrano (Deloitte) to discuss updates to strawman structure related to the restructuring transaction steps.	\$350.00	0.4	\$140.00
Marcellino, Matthew	Call with A. Serrano, D. Sanders (Deloitte) to discuss drafting slide deck to illustrate restructuring transaction steps from Weil, Gotshal, Manges.	\$350.00	0.8	\$280.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/08/2021				
Marcellino, Matthew	Call with J. Dudek, A. Serrano (Deloitte) to discuss updates to the strawman structure related to the restructuring transaction steps.	\$350.00	0.5	\$175.00
Sanders, Dugan	Call with A. Serrano and M. Marcellino (Deloitte) to discuss updating to the strawman structure based on to the restructuring transaction steps associated with bankruptcy.	\$350.00	0.7	\$245.00
Sanders, Dugan	Review proposed restructuring transaction slide deck in preparation for meeting with A. Serrano and M. Marcellino (Deloitte).	\$350.00	0.4	\$140.00
Sanders, Dugan	Call with A. Serrano, M. Marcellino (Deloitte) to discuss drafting slide deck to illustrate restructuring transaction steps from Weil, Gotshal, Manges.	\$350.00	0.8	\$280.00
Serrano, Alfredo	Call with D. Sanders and M. Marcellino (Deloitte) to discuss updating to the strawman structure based on to the restructuring transaction steps associated with bankruptcy.	\$670.00	0.7	\$469.00
Serrano, Alfredo	Call with J. Dudek, M. Marcellino (Deloitte) to discuss updates to the strawman structure related to the restructuring transaction steps.	\$670.00	0.5	\$335.00
Serrano, Alfredo	Call with M. Marcellino (Deloitte) to discuss updates to strawman structure related to the restructuring transaction steps.	\$670.00	0.4	\$268.00
Serrano, Alfredo	Call with M. Marcellino (Deloitte) to discuss updates to CBL transaction summary slide deck.	\$670.00	0.7	\$469.00
Serrano, Alfredo	Call with D. Sanders, M. Marcellino (Deloitte) to discuss drafting slide deck to illustrate restructuring transaction steps from Weil, Gotshal, Manges.	\$670.00	0.8	\$536.00
07/09/2021				
Bozeman, Eddie	Review draft post-emergence partnership agreement for CBL Operating Partnership.	\$525.00	3.4	\$1,785.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/09/2021				
Bozeman, Eddie	Review IRC Section 704(b) - partner's distributive share - minimum gain and minimum gain chargeback rules as they relate to the bankruptcy emergence.	\$525.00	1.9	\$997.50
Bozeman, Eddie	Review IRC Section 704(b) - partner's distributive share - rules and the application of said rules to CBL Operating Partnership's 2021 partner taxable income allocations.	\$525.00	3.9	\$2,047.50
Dudek, John	Draft email to A. Serrano and D. Sanders regarding the calculation of section 382 limitation and recognized built-in losses at the management company.	\$795.00	2.0	\$1,590.00
Marcellino, Matthew	Call with D. Sanders (Deloitte) to discuss updating the CBL proposed restructuring transaction slide deck.	\$350.00	0.4	\$140.00
Marcellino, Matthew	Draft step transaction slide deck for CBL transaction summary.	\$350.00	3.2	\$1,120.00
Marcellino, Matthew	Update CBL slide deck describing bankruptcy emergence transaction form based on review comments from D. Sanders (Deloitte).	\$350.00	2.3	\$805.00
Sanders, Dugan	Assist M. Marcellino's (Deloitte) with updates to the CBL proposed restructuring slide deck.	\$350.00	1.3	\$455.00
Sanders, Dugan	Meeting with A. Serrano (Deloitte) to review update comments related to the CBL proposed restructuring slide deck.	\$350.00	1.0	\$350.00
Sanders, Dugan	Call with M. Marcellino (Deloitte) to discuss updating the CBL proposed restructuring transaction slide deck.	\$350.00	0.4	\$140.00
Sanders, Dugan	Review M. Marcellino's (Deloitte) updates to the CBL proposed restructuring slide deck.	\$350.00	1.9	\$665.00
Serrano, Alfredo	Review revisions to strawman structure related to the debt restructuring step transaction.	\$670.00	1.3	\$871.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/09/2021				
Serrano, Alfredo	Meeting with D. Sanders (Deloitte) to review update comments related to the CBL proposed restructuring slide deck.	\$670.00	1.0	\$670.00
07/10/2021				
Bozeman, Eddie	Review CBL Operating Partnership IRC Section 704(b) - partner's distributive share - capital accounts.	\$525.00	3.2	\$1,680.00
Bozeman, Eddie	Review CBL Operating Partnership IRC Section 704(c) - partner's distributive share - partner built-in gains.	\$525.00	2.8	\$1,470.00
Wilmer, William	Review IRC Section 704(b) - partner's distributive share - capital accounts and associated documents for purposes of assessing potential allocation of cancellation of indebtedness income to CBL LP partners on emergence from Chapter 11.	\$425.00	1.1	\$467.50
07/12/2021				
Bozeman, Eddie	Review CBL Operating Partnership IRC Section 704(c) - partner's distributive share - partner built-in gains.	\$525.00	3.5	\$1,837.50
Bozeman, Eddie	Review CBL Operating Partnership IRC Section 704(b) - partner's distributive share - capital accounts.	\$525.00	3.4	\$1,785.00
Bozeman, Eddie	Call with S. Barrett, R. Kreienkamp (Husch Blackwell), D. Walsh, D. Holmberg, E. Goodman (Akin Gump), D. Levy, S. Goldring, A. Arikat (Weil), J. Curry, K. Reinsmidt (CBL) regarding tax and business issues, draft CBL real estate investment trust certificat	\$525.00	0.9	\$472.50
Dudek, John	Meeting with A. Serrano, D. Sanders (Deloitte) to discuss expectations related to the section 382 and cancellation of debt income workstreams related to CBL's restructuring.	\$795.00	0.8	\$636.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/12/2021				
Marcellino, Matthew	Meeting with D. Sanders(Deloitte) to discuss preparation of the CBL IRC section 382 - limitation on net operating loss carryforwards and certain built-in losses following ownership change - memorandum facts and background section.	\$350.00	0.5	\$175.00
Marcellino, Matthew	Draft IRC section 382 - limitation on net operating loss carryforwards and certain built-in losses following ownership change - memo sections related to pre petition equity structure and prior background.	\$350.00	2.1	\$735.00
Sanders, Dugan	Meeting with J. Dudek, A. Serrano (Deloitte) to discuss expectations related to the section 382 and cancellation of debt income workstreams related to CBL's restructuring.	\$350.00	0.8	\$280.00
Sanders, Dugan	Review the recognized built-in loss workbook for the management company.	\$350.00	1.7	\$595.00
Sanders, Dugan	Update separate information requests for the transaction cost analysis and the general IRC section 382 - limitation on net operating loss carryforwards and certain built-in losses following ownership change - calculations.	\$350.00	1.8	\$630.00
Sanders, Dugan	Meeting with M. Marcellino (Deloitte) to discuss preparation of the CBL IRC section 382 - limitation on net operating loss carryforwards and certain built-in losses following ownership change - memorandum facts and background section.	\$350.00	0.5	\$175.00
Sanders, Dugan	Meeting with A. Serrano (Deloitte) to discuss updates to the CBL information request with respect to the IRC section 382 analysis for the taxable REIT subsidiary.	\$350.00	0.4	\$140.00



## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/12/2021				
Serrano, Alfredo	Meeting with D. Sanders (Deloitte) to discuss updates to the CBL information request with respect to the IRC section 382 analysis for the taxable REIT subsidiary.	\$670.00	0.4	\$268.00
Serrano, Alfredo	Call with T. Olubakinde (Deloitte) to discuss draft memo related to debt restructuring.	\$670.00	0.7	\$469.00
Serrano, Alfredo	Meeting with J. Dudek, D. Sanders (Deloitte) to discuss expectations related to the section 382 and cancellation of debt income workstreams related to CBL's restructuring.	\$670.00	0.8	\$536.00
07/13/2021				
Bozeman, Eddie	Review CBL Operating Partnership IRC Section 704(b) - partner's distributive share - capital accounts.	\$525.00	3.8	\$1,995.00
Bozeman, Eddie	Review partnership audit procedures under IRC sections 6221 - assessment at partnership level and IRC section 6241 - definitions and special rules - and the impact on CBL Operating Partnership allocations.	\$525.00	1.6	\$840.00
Marcellino, Matthew	Draft IRC section 382 - limitation on net operating loss carryforwards and certain built-in losses following ownership change - memo sections related to property holdings and Covid 19 pandemic effects on real estate.	\$350.00	3.2	\$1,120.00
Sanders, Dugan	Update transaction cost analysis model template to align with CBL's facts in preparation of CBL's transaction cost analysis.	\$350.00	2.7	\$945.00
Sanders, Dugan	Draft detailed instructions regarding preparation CBL's transaction cost analysis.	\$350.00	0.5	\$175.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/14/2021				
Bozeman, Eddie	Review partnership audit procedures under IRC sections 6221 - assessment at partnership level and IRC section 6241 - definitions and special rules - and the impact on CBL Operating Partnership allocations.	\$525.00	1.2	\$630.00
Bozeman, Eddie	Review draft CBL Operating Partnership agreement for new terms as a result of the proposed bankruptcy restructuring transaction	\$525.00	0.6	\$315.00
Bozeman, Eddie	Call with J. Curry (CBL) regarding CBL operating partnership taxable income allocations from the draft partnership agreement.	\$525.00	0.8	\$420.00
Cooper, Matt	Review IRC section 742 - treatment of certain liabilities - debt allocations and impact of bipartisan budget act (BBA) partnership audit questions.	\$525.00	0.7	\$367.50
Dabbiero, George	Clear notes in restructuring transaction powerpoint.	\$225.00	1.9	\$427.50
Dabbiero, George	Continue to clear notes in restructuring transaction powerpoint.	\$225.00	0.6	\$135.00
Dabbiero, George	Meeting with D. Sanders (Deloitte) to discuss updating the CBL proposed restructuring slide deck for certain of J. Dudek's (Deloitte) review comments.	\$225.00	0.4	\$90.00
Dabbiero, George	Meeting with W. Holman (Deloitte) to discuss updating the CBL proposed restructuring slide deck for certain of J. Dudek's (Deloitte) review comments.	\$225.00	0.3	\$67.50
Dabbiero, George	Call with D. Sanders (Deloitte) to discuss the illustration of transaction steps in restructuring transaction powerpoint.	\$225.00	0.9	\$202.50
Marcellino, Matthew	Review sections of bankruptcy summary memo drafted by T. Olubakinde (Deloitte).	\$350.00	2.4	\$840.00
Sanders, Dugan	Call with G. Dabbiero (Deloitte) to discuss the illustration of transaction steps in restructuring transaction powerpoint.	\$350.00	0.9	\$315.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/14/2021				
Sanders, Dugan	Meeting with A. Serrano (Deloitte) to discuss updated CBL's proposed restructuring slide deck.	\$350.00	1.1	\$385.00
Sanders, Dugan	Meeting with G. Dabbiero (Deloitte) to discuss updating the CBL proposed restructuring slide deck for certain of J. Dudek's (Deloitte) review comments.	\$350.00	0.4	\$140.00
Sanders, Dugan	Review the CBL proposed restructuring transaction slide deck prepared by G. Dabbiero (Deloitte).	\$350.00	1.6	\$560.00
Sanders, Dugan	Review the realized built-in loss calculation workbook prepared by W. Holman (Deloitte).	\$350.00	1.9	\$665.00
Serrano, Alfredo	Meeting with D. Sanders (Deloitte) to discuss updated CBL's proposed restructuring slide deck.	\$670.00	1.1	\$737.00
Serrano, Alfredo	Review transaction costs methodology related to debt restructuring.	\$670.00	0.7	\$469.00
07/15/2021				
Bayer, Ryan	Call with E. Bozeman (Deloitte) regarding cancellation of indebtedness and debt allocations from CBL Operating Partnership.	\$850.00	0.6	\$510.00
Bozeman, Eddie	Call with R. Bayer (Deloitte) regarding cancellation of indebtedness and debt allocations from CBL Operating Partnership.	\$525.00	0.6	\$315.00
Bozeman, Eddie	Continue review draft CBL Operating Partnership agreement for new terms as a result of the proposed bankruptcy restructuring transaction	\$525.00	1.8	\$945.00
Bozeman, Eddie	Review partnership audit procedures under IRC sections 6221 - assessment at partnership level and IRC section 6241 - definitions and special rules - and the impact on CBL Operating Partnership allocations.	\$525.00	1.5	\$787.50

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/15/2021				
Bozeman, Eddie	Review CBL Operating Partnership IRC Section 704(c) - partner's distributive share - partner built-in gains.	\$525.00	3.8	\$1,995.00
Cooper, Matt	Draft follow-up email to E. Bozeman (Deloitte) regarding bipartisan budget act (BBA) real estate investment trust (REIT) rules.	\$525.00	0.3	\$157.50
Dabbiero, George	Call with J. Dudek, A. Serrano, D. Sanders, M. Marcellino, W. Holman, T. Olubakinde (Deloitte) to discuss the section 382 and cancellation of debt income workstreams related to CBL's restructuring.	\$225.00	1.0	\$225.00
Dudek, John	Call with G. Dabbiero, A. Serrano, D. Sanders, M. Marcellino, W. Holman, T. Olubakinde (Deloitte) to discuss the section 382 and cancellation of debt income workstreams related to CBL's restructuring.	\$795.00	1.0	\$795.00
Marcellino, Matthew	Update IRC section 382 - limitation on net operating loss carryforwards and certain built-in losses following ownership change - memo for facts and background from disclosure statement.	\$350.00	3.1	\$1,085.00
Marcellino, Matthew	Call with G. Dabbiero, J. Dudek, A. Serrano, D. Sanders, W. Holman, T. Olubakinde (Deloitte) to discuss the section 382 and cancellation of debt income workstreams related to CBL's restructuring.	\$350.00	1.0	\$350.00
Sanders, Dugan	Update the prior CBL information request to include current open items to be requested from CBL for the purpose of updating the IRC section 382 built-in loss calculations related to CBL's restructuring.	\$350.00	1.3	\$455.00
Sanders, Dugan	Update the realized built-in loss calculation workbook originally prepared by W. Holman (Deloitte).	\$350.00	1.4	\$490.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/15/2021				
Sanders, Dugan	Meeting with W. Holman (Deloitte) to discuss updates to the realized built-in loss calculation for CBL's management company.	\$350.00	0.5	\$175.00
Sanders, Dugan	Continue to review the realized built-in loss calculation workbook prepared by W. Holman (Deloitte).	\$350.00	0.9	\$315.00
Sanders, Dugan	Call with G. Dabbiero, J. Dudek, A. Serrano, M. Marcellino, W. Holman, T. Olubakinde (Deloitte) to discuss the section 382 and cancellation of debt income workstreams related to CBL's restructuring.	\$350.00	1.0	\$350.00
Serrano, Alfredo	Review information request related to transaction cost analysis.	\$670.00	0.7	\$469.00
Serrano, Alfredo	Call with G. Dabbiero, J. Dudek, D. Sanders, M. Marcellino, W. Holman, T. Olubakinde (Deloitte) to discuss the section 382 and cancellation of debt income workstreams related to CBL's restructuring.	\$670.00	1.0	\$670.00
Serrano, Alfredo	Review notes on the strawman structure related to the debt restructuring step transaction.	\$670.00	1.3	\$871.00
07/16/2021				
Bozeman, Eddie	Continue review draft CBL Operating Partnership agreement for new terms as a result of the proposed bankruptcy restructuring transaction	\$525.00	0.8	\$420.00
Dudek, John	Continue review updated CBL debt calculations for cancellation of debt income changes as well as impact on section 382.	\$795.00	2.0	\$1,590.00
Marcellino, Matthew	Update IRC section 382 - limitation on net operating loss carryforwards and certain built-in losses following ownership change - memo for edits made by T. Olubakinde (Deloitte).	\$350.00	3.4	\$1,190.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/16/2021				
Sanders, Dugan	Continue to update the prior CBL information request to include current open items to be requested from CBL for the purpose of updating the IRC section 382 built-in loss calculations related to CBL's restructuring.	\$350.00	0.6	\$210.00
Sanders, Dugan	Review updates to the tax attribute reduction summary memorandum as prepared by M. Marcellino (Deloitte).	\$350.00	0.9	\$315.00
Sanders, Dugan	Update the CBL information request for A. Serrano's (Deloitte) review comments.	\$350.00	0.9	\$315.00
Serrano, Alfredo	Call with T. Olubakinde (Deloitte) to discuss information request and tax attributes model.	\$670.00	1.1	\$737.00
Serrano, Alfredo	Review information request related to transaction cost analysis.	\$670.00	1.1	\$737.00
07/17/2021				
Bozeman, Eddie	Email J. Curry and C. Price (CBL) regarding draft CBL Operating Partnership agreement and timing for providing draft tax information to partners.	\$525.00	0.6	\$315.00
07/19/2021				
Bozeman, Eddie	Continue to review partnership audit procedures under IRC sections 6221 - assessment at partnership level and IRC section 6241 - definitions and special rules - and the impact on CBL Operating Partnership allocations.	\$525.00	1.7	\$892.50
Cooper, Matt	Draft follow-up email to E. Bozeman (Deloitte) regarding bipartisan budget act (BBA) real estate investment trust (REIT) interplay question.	\$525.00	0.2	\$105.00
Dabbiero, George	Call with A. Serrano, D. Sanders, W. Holman, T. Olubakinde (Deloitte) to discuss details of how the real estate investment trust ownership structure of CBL functions and affects of bankruptcy modeling efforts.	\$225.00	1.3	\$292.50

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/19/2021				
Sanders, Dugan	Call with G. Dabbiero, A. Serrano, W. Holman, T. Olubakinde (Deloitte) to discuss details of how the real estate investment trust ownership structure of CBL functions and affects of bankruptcy modeling efforts.	\$350.00	1.3	\$455.00
Serrano, Alfredo	Call with G. Dabbiero, D. Sanders, W. Holman, T. Olubakinde (Deloitte) to discuss details of how the real estate investment trust ownership structure of CBL functions and affects of bankruptcy modeling efforts.	\$670.00	1.3	\$871.00
07/20/2021				
Bozeman, Eddie	Continue to review CBL Operating Partnership IRC Section 704(b) - partner's distributive share - capital accounts.	\$525.00	1.3	\$682.50
Serrano, Alfredo	Review information request related to transaction cost analysis.	\$670.00	0.6	\$402.00
07/21/2021				
Bozeman, Eddie	Continue to review CBL Operating Partnership IRC Section 704(c) - partner's distributive share - partner built-in gains.	\$525.00	1.3	\$682.50
Serrano, Alfredo	Review updates to realized built-in loss calculations.	\$670.00	0.7	\$469.00
07/22/2021				
Marcellino, Matthew	Review updates by T. Olubakinde (Deloitte) to tax cancellation of debt and attribute reduction summary memo.	\$350.00	0.2	\$70.00
Sanders, Dugan	Call with A. Serrano (Deloitte) to discuss calculation of recognized built-in loss for real estate investment trust IRC section 743 - special rules where IRC section 754 (manner of electing optional adjustment to basis of partnership property) election or	\$350.00	0.5	\$175.00

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/22/2021				
Sanders, Dugan	Prepare the recognized built-in gain or loss calculation for CBL's management company.	\$350.00	2.8	\$980.00
Serrano, Alfredo	Call with D. Sanders (Deloitte) to discuss calculation of recognized built-in loss for real estate investment trust IRC section 743 - special rules where IRC section 754 (manner of electing optional adjustment to basis of partnership property) election or	\$670.00	0.5	\$335.00
07/23/2021				
Bozeman, Eddie	Email F. Khaleel (CBL) regarding CBL Operating Partnership debt allocations.	\$525.00	0.8	\$420.00
Bozeman, Eddie	Review CBL Operating Partnership debt allocations.	\$525.00	0.8	\$420.00
Bozeman, Eddie	Call with F. Khaleel (CBL) regarding CBL Operating Partnership debt allocation obligations.	\$525.00	1.0	\$525.00
07/26/2021				
Bozeman, Eddie	Respond to J. Curry (CBL) regarding cancellation of indebtedness income allocations to partners of CBL Operating Partnership that convert as part of the bankruptcy timeline plan.	\$525.00	0.8	\$420.00
Bozeman, Eddie	Email S. Goldring (Weil) regarding cancellation of indebtedness income allocations to partners of CBL Operating Partnership that convert as part of the bankruptcy timeline plan.	\$525.00	0.4	\$210.00
Bozeman, Eddie	Email E. Hahn (Deloitte) regarding cancellation of indebtedness income allocations to partners of CBL Operating Partnership that convert as part of the bankruptcy timeline plan.	\$525.00	0.5	\$262.50
Dabbiero, George	Upload bankruptcy dockets to Deloitte Tax Insight (DTI) site for purposes of being able to update attribute reduction memo.	\$225.00	0.2	\$45.00



## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i>Tax Restructuring Services</i>				
07/27/2021				
Gibian, Craig	Analyze treatment of debt modification.	\$850.00	0.5	\$425.00
Serrano, Alfredo	Review realized built-in loss calculations related to debt restructuring.	\$670.00	1.6	\$1,072.00
07/28/2021				
Dabbiero, George	Meeting with A. Serrano, D. Sanders (Deloitte) to discuss proposed updates to the recognized built-in loss calculation for CBL's management company.	\$225.00	0.6	\$135.00
Gibian, Craig	Analyze treatment of debt modification.	\$850.00	0.5	\$425.00
Peppelman, Dave	Respond to email from J. Dudek (Deloitte) regarding loan modification.	\$795.00	0.4	\$318.00
Sanders, Dugan	Clear notes to recognized built-in loss workbook for A. Serrano's (Deloitte) review comments.	\$350.00	3.8	\$1,330.00
Sanders, Dugan	Meeting with A. Serrano, G. Dabbiero (Deloitte) to discuss proposed updates to the recognized built-in loss calculation for CBL's management company.	\$350.00	0.6	\$210.00
Serrano, Alfredo	Review realized built-in loss calculations related to debt restructuring.	\$670.00	0.7	\$469.00
Serrano, Alfredo	Meeting with D. Sanders, G. Dabbiero (Deloitte) to discuss proposed updates to the recognized built-in loss calculation for CBL's management company.	\$670.00	0.6	\$402.00
07/29/2021				
Dabbiero, George	Review attribute reduction memo to check whether background written out align with most recent disclosure statement.	\$225.00	1.3	\$292.50

## CBL &amp; Associates

## Deloitte Tax LLP

## Fees Sorted by Category for the Fee Period

May 01, 2021 - July 31, 2021

Date	Description	Rate	Hours	Fees
<i><b>Tax Restructuring Services</b></i>				
07/30/2021				
Dabbiero, George	Call with A. Serrano (Deloitte) to discuss updating attribute reduction memo for lates amendment to restructuring plan.	\$225.00	0.6	\$135.00
Serrano, Alfredo	Review realized built-in loss calculations related to debt restructuring.	\$670.00	0.4	\$268.00
Serrano, Alfredo	Call with G. Dabbiero (Deloitte) to discuss updating attribute reduction memo for lates amendment to restructuring plan.	\$670.00	0.6	\$402.00
Subtotal for Tax Restructuring Services:			270.2	\$133,536.50
<b>Total</b>			<b>376.9</b>	<b>\$158,534.00</b>

## Recapitulation

Name	Rate	Hours	Fees
Bayer, Ryan	\$850.00	0.6	\$510.00
Forrest, Jonathan	\$850.00	0.4	\$340.00
Gibian, Craig	\$850.00	1.8	\$1,530.00
Hahn, Erich	\$850.00	1.1	\$935.00
Harrison, Steve	\$850.00	4.5	\$3,825.00
Vollbracht, Jason	\$850.00	0.8	\$680.00
Dudek, John	\$795.00	27.7	\$22,021.50
Peppelman, Dave	\$795.00	2.5	\$1,987.50
Serrano, Alfredo	\$670.00	28.0	\$18,760.00
Bozeman, Eddie	\$525.00	89.3	\$46,882.50
Cooper, Matt	\$525.00	1.2	\$630.00
Tidwell, Drew	\$425.00	1.0	\$425.00
Wilmer, William	\$425.00	4.1	\$1,742.50
Marcellino, Matthew	\$350.00	43.2	\$15,120.00

**CBL & Associates****Deloitte Tax LLP****Fees Sorted by Category for the Fee Period**

May 01, 2021 - July 31, 2021

**Recapitulation**

<b>Name</b>	<b>Rate</b>	<b>Hours</b>	<b>Fees</b>
Sanders, Dugan	\$350.00	61.9	\$21,665.00
McDonald, Carisa	\$275.00	12.0	\$3,300.00
Gutierrez, Dalia	\$250.00	37.8	\$9,450.00
Dabbiero, George	\$225.00	9.1	\$2,047.50
Jain, Ashima	\$225.00	2.0	\$450.00
Tomar, Arzoo	\$225.00	10.6	\$2,385.00
Trivedi, Sanyam	\$225.00	1.4	\$315.00
Veerabomma, Chandra	\$225.00	15.7	\$3,532.50
Lee, Cathy	\$0.00	6.1	\$0.00
Osborne, Shelley	\$0.00	1.7	\$0.00
Rutner, Sabrina	\$0.00	10.0	\$0.00
Stanfield, Mary Kate	\$0.00	1.2	\$0.00
Wilmer, William	\$0.00	1.2	\$0.00