

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

FEE APPLICATION COVER SHEET

In re: Aluminum Shapes, L.L.C.

Applicant: Berkeley Research Group, LLC

Case No.: 21-16520 (JNP)

Client: The Official Committee of Unsecured Creditors

Chapter: 11

Case Filed: August 15, 2021

**BERKELEY RESEARCH GROUP, LLC SECOND MONTHLY
FEE STATEMENT COVER SHEET FOR THE PERIOD
OCTOBER 1, 2021 THROUGH OCTOBER 31, 2021**

**SECTION I
FEE SUMMARY**

Date of Retention: September 24, 2021 *effective as of* September 3, 2021

Period for which Compensation and Reimbursement is Sought: October 1, 2021 through October 31, 2021

	<u>FEES</u>	<u>EXPENSES</u>
Total Previous Fee Requested:	\$ <u>267,849.00</u>	\$ <u>0</u>
Total Fees Allowed To Date:	\$ <u>0</u>	\$ <u>0</u>
Total Retainer (If Applicable)	\$ <u>0</u>	\$ <u>0</u>
Total Holdback (If Applicable)	\$ <u>53,569.80</u>	\$ <u>0</u>
Total Received By Applicant	\$ <u>214,279.20</u>	\$ <u>0</u>
Fee Totals:	\$ <u>156,792.00</u>	
Disbursements Totals:	\$ <u>35.00</u>	
Total Fee Application	\$ <u>156,827.00</u>	
Minus 20% Holdback	\$ <u>-31,358.40</u>	
Amount Sought at this time	\$ <u>125,468.60</u>	



Berkeley Research Group, LLC

Section I: Fees By Professional

For the Period 10/1/2021 through 10/31/2021

Professional	Title	Billing Rate	Hours	Fees
D. Galfus	Managing Director	\$1,095.00	36.5	\$39,967.50
E. Lord	Associate	\$295.00	2.0	\$590.00
F. Ashraf	Consultant	\$435.00	30.0	\$13,050.00
H. Henritz	Case Assistant	\$155.00	4.1	\$635.50
J. Vizzini	Managing Director	\$925.00	61.2	\$56,610.00
M. Bernhardt	Managing Consultant	\$635.00	0.9	\$571.50
M. Haverkamp	Case Manager	\$275.00	7.1	\$1,952.50
M. Shea	Managing Director	\$1,025.00	42.1	\$43,152.50
Q. Liu	Senior Managing Consultant	\$525.00	0.5	\$262.50
Total			184.4	\$156,792.00
Blended Rate				\$850.28



Berkeley Research Group, LLC

Section II: Fees By Task Code

For the Period 10/1/2021 through 10/31/2021

Task Code	Hours	Fees
01. Asset Acquisition/ Disposition	78.8	\$76,657.00
04. DIP Financing	4.2	\$3,150.00
05. Professional Retention/ Fee Application Preparation	13.5	\$5,106.50
06. Attend Hearings/ Related Activities	3.5	\$2,587.50
07. Interaction/ Meetings with Debtors/ Counsel	5.1	\$5,278.50
08. Interaction/ Meetings with Creditors/ Counsel	31.9	\$28,119.50
09. Employee Issues/KEIP	5.7	\$4,505.50
10. Recovery/ SubCon/ Lien Analysis	7.0	\$5,901.00
11. Claim Analysis/ Accounting	5.3	\$3,383.50
18. Operating and Other Reports	7.7	\$6,360.50
19. Cash Flow/Cash Management/ Liquidity	3.9	\$3,743.50
26. Tax Issues	0.5	\$262.50
40. Business Transaction Investigation	17.3	\$11,736.50
Total	184.4	\$156,792.00
Blended Rate		\$850.28



Berkeley Research Group, LLC

Section III: Expenses By Category

For the Period 10/1/2021 through 10/31/2021

Expense Category	Amount
21. Other	\$35.00
Total Expenses for the Period 10/1/2021 through 10/31/2021	\$35.00

CASE HISTORY

1. On August 15, 2021 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of New Jersey thereby commencing the Chapter 11 Case. The Debtor continues to operate its business and manage its properties as debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in this Chapter 11 Case.

2. On September 1, 2021 (the “Formation Date”), the Office of the United States Trustee for Regions 3 and 9 appointed the Official Committee of Unsecured Creditors (“the Committee”). The Committee is presently comprised of five members including: (i) Public Service Electric and Gas Company; (ii) Indigo Global, LLP; (iii) Nathan H. Kelman, Inc; (iv) Energy Power Investment Company, LLC (EPIC); and (v) Southeastern Extrusion & Tool, Inc.

3. On September 28, 2021, the Committee filed the *Amended Application for Entry of an Order Under 11 U.S.C. §§ 328 and 1103 Authorizing the Employment and Retention of Berkeley Research Group, LLC as Financial Advisor, Effective as of September 3, 2021*. [Docket No. 115] (the “Retention Application”). The Committee also selected Fox Rothschild LLP (“Counsel”) to serve as its counsel.

4. On October 6, 2021, this Court entered an order, authorizing the retention of BRG as the financial advisor to the Committee effective as of September 3, 2021 [Docket No. 143] (the “Retention Order”).

RELIEF REQUESTED

5. In accordance with the *Amended Administrative Fee Order Establishing Procedures for Allowance and Payment of Interim Compensation and Reimbursement of Expenses to Professional Persons*, dated October 21, 2021 (the “Interim Compensation Order”) [Docket No.

193], and BRG's Retention Order, BRG hereby submits this second monthly fee statement ("Second Monthly Fee Statement") for the period from October 1, 2021 through October 31, 2021 (the "Fee Period"). BRG requests, (a) allowance of compensation in the amount of \$125,433.60 (80% of \$156,792.00) for actual and necessary services rendered during the Fee Period, and (b) reimbursement of \$35.00 for actual and necessary charges and disbursements incurred by BRG during the Fee Period in the rendition of required professional services on behalf of the Committee. By this Second Monthly Fee Statement, BRG seeks allowance of compensation for services rendered and reimbursement of expenses incurred solely in connection with its work performed on behalf of the Committee.

SERVICES RENDERED AND DISBURSEMENTS INCURRED

6. Attached hereto as **Exhibit A** is the schedule of BRG's time records for the Fee Period. These records include daily time logs describing the time spent by each BRG professional in this Chapter 11 Case organized by task code and by date incurred. It further includes an itemized schedule of actual and necessary out-of-pocket expenses organized by expense category, including description, incurred in connection with the case and the amounts for which reimbursement is requested. Attached hereto as **Exhibit B** is the detailed charges for the services rendered on behalf of the Committee.

7. BRG has rendered professional services to the Committee as requested and as necessary and appropriate in furtherance of the interests of the unsecured creditors of the Debtor's estate. BRG respectfully submits that the professional services that it rendered on behalf of the Committee were necessary and have directly benefited the creditor constituents represented by the Committee and have contributed to the effective administration of this Chapter 11 Case.

NOTICE AND OBJECTION PROCEDURES

8. Pursuant to the Interim Compensation Order, objections to this Second Monthly Fee Statement, if any, must be served no later than December 1, 2021 (the “Objection Deadline”), setting forth the nature of the objection and the specific amount of fees or expenses at issue.

9. If no objections to this Second Monthly Fee Statement are received by the Objection Deadline, the Debtor shall promptly pay BRG 80% of the fees and 100% of the expenses identified in this Second Monthly Fee Statement.

I certify, under penalty of perjury, that the foregoing is true and correct.

Date: November 17, 2021

Berkeley Research Group, LLC

By /s/ David Galfus
David Galfus



Berkeley Research Group, LLC

Exhibit A: Time Detail

For the Period 10/1/2021 through 10/31/2021

Date	Professional	Hours	Description
01. Asset Acquisition/ Disposition			
10/1/2021	M. Shea	2.8	Reviewed relevant documents re: stalking horse APA.
10/1/2021	J. Vizzini	0.3	Reviewed default notice sent by DIP lender for failure to provide qualified APA.
10/1/2021	M. Shea	0.2	Discussed sale related developments with Counsel (J. DiPasquale).
10/1/2021	J. Vizzini	0.2	Held discussion with Counsel (J. DiPasquale) regarding calls with lender Counsel regarding status of APA received from stalking horse bidder.
10/4/2021	M. Shea	1.6	Reviewed status of the stalking horse APA.
10/4/2021	D. Galfus	0.5	Evaluated the status of the Debtor's sales process.
10/4/2021	F. Ashraf	0.5	Prepared sale process summary update for Counsel.
10/4/2021	M. Shea	0.4	Held call with Cowen team (C. Comstock) re: sale status.
10/4/2021	F. Ashraf	0.4	Held call with Debtors IB (C. Comstock) re: sale process update.
10/4/2021	J. Vizzini	0.4	Participated in update call with Cowen (C. Comstock) regarding status of stalking horse APA.
10/4/2021	D. Galfus	0.3	Participated in a portion of a call with Cowen (C. Comstock) re: the status of the sales process.
10/4/2021	J. Vizzini	0.3	Prepared email for Counsel regarding update from call with Debtor's investment banker (C. Comstock).
10/4/2021	J. Vizzini	0.2	Reviewed emails from Counsel (J. DiPasquale of Fox Rothschild) regarding call with Debtor and lender Counsel for update on status of stalking horse APA conditions addressed.
10/4/2021	J. Vizzini	0.1	Prepared email to Counsel (J. DiPasquale) regarding discussions with lender Counsel regarding status of stalking horse APA.
10/4/2021	J. Vizzini	0.1	Reviewed email from Counsel (M. Chovanes) providing update to Committee on sales process and stalking horse APA.
10/5/2021	M. Shea	1.1	Reviewed relevant documents related to the stalking horse APA.

Date	Professional	Hours	Description
01. Asset Acquisition/ Disposition			
10/5/2021	M. Shea	1.0	Reviewed support for bid protections/ hearing preparation.
10/5/2021	M. Shea	0.8	Reviewed documents regarding stalking horse APA.
10/5/2021	J. Vizzini	0.2	Reviewed information provided by stalking horse in support of qualified bid.
10/6/2021	M. Shea	0.7	Reviewed draft Committee report.
10/6/2021	J. Vizzini	0.5	Reviewed amendment to APA with stalking horse and side letter with DIP lender.
10/6/2021	J. Vizzini	0.2	Prepared follow on questions for Cowen related to stalking horse APA.
10/6/2021	J. Vizzini	0.1	Reviewed UCC's joinder to motion to approve bid procedures.
10/7/2021	M. Shea	0.5	Held call with Cowen team (C. Comstock) re: sale process status.
10/7/2021	D. Galfus	0.5	Participated in a call with Cowen (C. Comstock) re: the status of the sales process and upcoming auction.
10/7/2021	J. Vizzini	0.5	Participated in update call with Cowen (C. Comstock) regarding status of stalking horse APA and status of other potential bidders.
10/7/2021	M. Shea	0.3	Discussed sale process with potential bidder.
10/7/2021	J. Vizzini	0.2	Prepared email response to inquiries from Counsel regarding sale process.
10/7/2021	J. Vizzini	0.2	Reviewed process bid letter sent to interested buyers by Cowen.
10/8/2021	J. Vizzini	0.9	Reviewed schedules filed with stalking horse APA.
10/8/2021	J. Vizzini	0.6	Continued preparing follow up questions for Debtor's financial advisor (J. Meyers of Riveron) related to stalking horse APA schedules.
10/8/2021	M. Shea	0.6	Discussed sale process with potential bidder.
10/8/2021	M. Shea	0.5	Reviewed case emails re: purchase price adjustment and environmental issues.
10/8/2021	M. Shea	0.4	Emailed Cowen team (C. Comstock) re: additional bidders.
10/8/2021	J. Vizzini	0.3	Prepared follow on questions for Cowen (C. Comstock) related to stalking horse APA schedules.
10/8/2021	J. Vizzini	0.3	Prepared follow on questions for Debtor's financial advisor (J. Meyers of Riveron) related to stalking horse APA schedules.

Date	Professional	Hours	Description
01. Asset Acquisition/ Disposition			
10/8/2021	J. Vizzini	0.2	Held discussion with Counsel (M. Viscount of Fox Rothschild) regarding questions on schedules to stalking horse APA.
10/11/2021	M. Shea	0.4	Reviewed case emails re: the sale process.
10/11/2021	J. Vizzini	0.1	Reviewed email from Counsel (D. Restaino of Fox Rothschild) regarding results of soil samples received from Debtor as it relates to potential impact on sales process.
10/12/2021	M. Shea	0.6	Reviewed case emails re: the sale process status.
10/13/2021	M. Shea	0.7	Reviewed Cowen update re: the status of the sale process
10/13/2021	M. Shea	0.6	Held call with Cowen team (C. Comstock) re: sale process.
10/13/2021	F. Ashraf	0.6	Held call with Debtors IB (C. Comstock) re: sale process update.
10/13/2021	D. Galfus	0.6	Participated in a call with Cowen (C. Comstock), re: the status of the Debtor's sale process.
10/13/2021	J. Vizzini	0.6	Participated in update call with Cowen regarding status of status of buyers and sale process.
10/13/2021	D. Galfus	0.2	Analyzed the status of the Debtors sales process.
10/13/2021	J. Vizzini	0.2	Prepared for call with Cowen with update on sale process.
10/14/2021	M. Shea	0.9	Evaluated the sale order re: operator status.
10/14/2021	M. Bernhardt	0.9	Researched sale order language used in similar cases.
10/18/2021	M. Shea	1.8	Reviewed analysis of the bids received.
10/18/2021	M. Shea	1.4	Reviewed case emails for bid developments.
10/18/2021	J. Vizzini	0.4	Reviewed email from Counsel (M. Viscount of Fox Rothschild) and related objection filed by customer regarding ownership of dies.
10/18/2021	D. Galfus	0.4	Reviewed the status of the Debtor's sale process.
10/19/2021	M. Shea	2.0	Reviewed case emails for bid developments.
10/19/2021	J. Vizzini	0.6	Analyzed data with respect to ownership of dies regarding treatment in asset purchase agreement.
10/20/2021	M. Shea	0.7	Held call with Cowen team (C. Comstock) re: sale status.
10/20/2021	F. Ashraf	0.7	Held call with Debtors IB (J. Magner) re: sale process.

Date	Professional	Hours	Description
01. Asset Acquisition/ Disposition			
10/20/2021	D. Galfus	0.7	Participated in a call with Cowen (C. Comstock) re: the status of the sale process.
10/20/2021	J. Vizzini	0.7	Participated in update call with Debtor's investment bank (C. Comstock of Cowen) regarding sales process/ buyer status in advance of October 22 bid deadline.
10/20/2021	J. Vizzini	0.3	Reviewed draft of sale order provided by Counsel to Debtor to provide comments to Committee Counsel.
10/21/2021	M. Shea	0.5	Held follow up call with Cowen team (C. Comstock, V. Tuminelli) re: the sales process.
10/21/2021	D. Galfus	0.5	Participated in a follow-up call with Cowen (C. Comstock, V. Tuminelli) re: the sales process.
10/21/2021	J. Vizzini	0.5	Participated in follow up call with Debtor's investment banker (J. Magner of Cowen) regarding potential topping bid from interested party.
10/21/2021	D. Galfus	0.4	Analyzed the latest information related to the sale process.
10/21/2021	F. Ashraf	0.3	Held call with Cowen (J. Magner) re: sale process.
10/21/2021	M. Shea	0.3	Held call with Cowen team (J. Magner) re: sale process.
10/21/2021	D. Galfus	0.3	Participated in a call with Cowen (C. Comstock, V. Tuminelli) re: the sales process and bids.
10/21/2021	J. Vizzini	0.3	Participated in call with Debtor's investment banker (J. Magner of Cowen) regarding potential topping bid from interested party.
10/21/2021	J. Vizzini	0.2	Responded to follow up email from Counsel (M. Chovanes of Fox regarding potential topping bid as per update from Debtor's Counsel.
10/21/2021	J. Vizzini	0.2	Reviewed email from Counsel (M. Chovanes of Fox Rothschild) regarding potential topping bid as per update from Debtor's Counsel.
10/21/2021	J. Vizzini	0.2	Reviewed follow up email from Counsel (M. Chovanes of Fox Rothschild) regarding potential topping bid as per update from Debtor's Counsel.
10/22/2021	M. Shea	1.3	Reviewed case emails re: bid developments.
10/22/2021	D. Galfus	1.3	Reviewed the latest bids and related purchase agreements.
10/22/2021	J. Vizzini	1.1	Reviewed bid packages received from potential buyers.
10/22/2021	J. Vizzini	0.8	Participated in call with Counsel (J. DiPasquale and M. Chovanes of Fox Rothschild) regarding status of bids received as of bid deadline.

Date	Professional	Hours	Description
01. Asset Acquisition/ Disposition			
10/22/2021	J. Vizzini	0.6	Reviewed operational escrow agreement related to bid from potential purchaser.
10/23/2021	M. Shea	1.5	Reviewed case emails re: bid developments.
10/23/2021	D. Galfus	0.7	Reviewed the latest bids and related purchase agreements.
10/23/2021	J. Vizzini	0.3	Reviewed bid packages received from potential buyer.
10/23/2021	J. Vizzini	0.2	Reviewed bid summary prepared by Debtor's investment bank (Cowen).
10/24/2021	M. Shea	2.2	Evaluated the status of the Debtor's sales process.
10/24/2021	D. Galfus	1.2	Reviewed additional bids information re: the sales process.
10/24/2021	J. Vizzini	0.6	Prepared list of issues regarding letter of intent and related escrow agreements related to potential topping bid.
10/24/2021	J. Vizzini	0.6	Prepared update for Counsel based on call with Debtor's investment banker regarding status of auction and potential topping bid.
10/24/2021	J. Vizzini	0.4	Participated in follow up call with Debtor's investment banker (J. Magner of Cowen) regarding status of auction and potential topping bid.
10/24/2021	J. Vizzini	0.3	Reviewed draft letter of intent received from potential topping bid party.
10/24/2021	J. Vizzini	0.3	Reviewed draft operational earnest money escrow agreement related to potential topping bid party.
10/24/2021	J. Vizzini	0.2	Reviewed draft operational escrow agreement related to potential topping bid party.
10/24/2021	J. Vizzini	0.1	Reviewed email from Counsel (J. DiPasquale of Fox Rothschild) with update from Debtor's Counsel regarding status of auction and potential topping bid.
10/25/2021	J. Vizzini	2.1	Prepared further revised updated recovery analysis based on potential topping bid and DIP lender fees.
10/25/2021	D. Galfus	1.8	Analyzed the latest information from a prospective buyer.
10/25/2021	M. Shea	1.5	Held call with Fox team (M. Viscount) and Debtor (E. George of Obermayer, J. Magner of Cowen) re: sale process.
10/25/2021	J. Vizzini	1.5	Participated in call with Debtor's advisors (M. Vagnoni & E. George of Obermayer and J. Magner of Cowen) and Committee Counsel (J. DiPasquale, M. Chovanes & M. Viscount of Fox Rothschild) to discuss potential topping bid and next steps regarding auction.

Date	Professional	Hours	Description
01. Asset Acquisition/ Disposition			
10/25/2021	M. Shea	1.3	Held call with Fox team (M. Viscount and J. DiPasquale) regarding new bid received and next steps.
10/25/2021	J. Vizzini	1.3	Held discussion with Committee Counsel (J. DiPasquale, M. Chovanes & M. Viscount of Fox Rothschild) to discuss potential topping bid and next steps regarding auction.
10/25/2021	J. Vizzini	0.7	Participated in update call with Committee and Counsel (J. DiPasquale, and M. Chovanes of Fox Rothschild) to discuss status potential topping bid, hypothetical recovery and status of auction.
10/25/2021	J. Vizzini	0.5	Participated in follow up call with Debtor's advisors (M. Vagnoni, E. George of Obermayer and J. Magner of Cowen) and Counsel (J. DiPasquale, M. Chovanes, M. Viscount of Fox Rothschild) to discuss potential topping bid and next steps re: auction.
10/25/2021	J. Vizzini	0.4	Held follow up discussion with Committee Counsel (J. DiPasquale, M. Chovanes & M. Viscount of Fox Rothschild) to discuss potential topping bid and next steps regarding auction.
10/25/2021	J. Vizzini	0.3	Reviewed revised draft LOI received from potential topping bidder.
10/26/2021	M. Shea	1.7	Reviewed case emails re: bid developments.
10/26/2021	D. Galfus	1.2	Analyzed the status of the sales process.
10/26/2021	M. Shea	0.8	Held call with Fox team (J. DiPasquale, M. Chovanes & M. Viscount of Fox Rothschild) regarding the sale process.
10/26/2021	J. Vizzini	0.8	Participated in call with Committee and Counsel (J. DiPasquale, M. Chovanes & M. Viscount of Fox Rothschild) to discuss potential topping bid and next steps regarding auction.
10/26/2021	J. Vizzini	0.8	Participated in discussion with Committee Counsel (J. DiPasquale, M. Chovanes & M. Viscount of Fox Rothschild) to discuss fees being asserted by potential buyers and DIP Lender and next steps regarding auction.
10/26/2021	M. Shea	0.6	Held call with Cowen team (J. Magner) re: auction.
10/26/2021	M. Shea	0.6	Held follow up call with Fox team (J. DiPasquale, M. Chovanes & M. Viscount of Fox Rothschild) to discuss status conference with Debtor and potential topping bidder.
10/26/2021	J. Vizzini	0.6	Held follow up discussion with Committee Counsel (J. DiPasquale, M. Chovanes & M. Viscount of Fox Rothschild) to discuss status conference with Debtor, DIP lender and US Trustee and Committee member call with potential topping bidder.
10/26/2021	J. Vizzini	0.6	Participated in call with Debtor's investment banker (J. Magner of Cowen) regarding status of auction and potential topping bid.

Date	Professional	Hours	Description
01. Asset Acquisition/ Disposition			
10/26/2021	F. Ashraf	0.5	Participated in call with Cowen (J. Magner) re: sale process.
10/26/2021	M. Shea	0.4	Discussed auction strategy with team (J. Vizzini).
10/26/2021	J. Vizzini	0.4	Participated in call with M. Shea of BRG to discuss sale process/auction strategy.
10/26/2021	J. Vizzini	0.1	Held further discussion with Counsel (J. DiPasquale and M. Viscount of Fox) regarding update from call with Debtor's Counsel regarding status of topping bid.
10/27/2021	M. Shea	0.5	Held call with Cowen team (J. Magner) re: potential buyers.
10/27/2021	D. Galfus	0.5	Participated in a call with Cowen (J. Magner) re: latest negotiations involving the sale process and next steps.
10/27/2021	J. Vizzini	0.5	Participated in call with Debtor's investment banker (J. Magner of Cowen) regarding status of auction and potential buyers.
10/27/2021	F. Ashraf	0.3	Held call with UCC Counsel (J. DiPasquale) re: sale process.
10/27/2021	J. Vizzini	0.3	Held discussion with Committee Counsel (J. DiPasquale, M. Chovanes & M. Viscount of Fox Rothschild) to discuss status of potential topping bid and sales process in general.
10/28/2021	D. Galfus	1.0	Reviewed the draft sale process agreements.
10/28/2021	M. Shea	0.8	Reviewed case emails re: bid developments.
10/29/2021	D. Galfus	0.4	Analyzed the latest draft agreements revising the sale process.
10/30/2021	J. Vizzini	0.4	Reviewed executed letter of intent and related escrow agreements from with potential buyer.
10/31/2021	M. Shea	1.2	Reviewed bid extension documents.

Task Code Total Hours**78.8****04. DIP Financing**

10/6/2021	F. Ashraf	1.5	Prepared DIP update for Committee.
10/6/2021	J. Vizzini	0.5	Reviewed actual to DIP Budget variance report for the week ending October 2 and updated rolling 13-week budget.
10/27/2021	J. Vizzini	0.2	Reviewed side letter between Company and DIP lender regarding default and fees paid to extend auction date.
10/28/2021	J. Vizzini	0.6	Reviewed draft of modifications to Final DIP Order and provided comments to Committee Counsel (M. Chovanes of Fox Rothschild).

Berkeley Research Group, LLC

Invoice for the 10/1/2021 - 10/31/2021 Period

Date	Professional	Hours	Description
04. DIP Financing			
10/29/2021	J. Vizzini	1.4	Reviewed email and markups of Final DIP Order and side letter received from Counsel to DIP Lender for changes related to sale process.
Task Code Total Hours		4.2	
05. Professional Retention/ Fee Application Preparation			
10/18/2021	H. Henritzky	2.0	Reviewed September fee statement.
10/18/2021	M. Haverkamp	1.7	Edited September fee statement.
10/18/2021	D. Galfus	0.6	Reviewed the draft September fee statement.
10/19/2021	H. Henritzky	1.4	Edited September fee application.
10/19/2021	M. Haverkamp	0.6	Edited September fee statement.
10/19/2021	M. Haverkamp	0.3	Continued editing September fee statement.
10/21/2021	M. Haverkamp	1.5	Edited September fee statement.
10/21/2021	H. Henritzky	0.7	Reviewed September fee statement.
10/22/2021	M. Haverkamp	1.2	Edited September fee statement.
10/22/2021	D. Galfus	0.8	Reviewed BRG's September fee statement.
10/22/2021	D. Galfus	0.5	Reviewed BRG's September fee statement.
10/22/2021	M. Haverkamp	0.4	Continued editing September fee statement.
10/23/2021	M. Haverkamp	1.1	Edited September fee statement.
10/23/2021	D. Galfus	0.4	Reviewed BRG's revised September fee statement.
10/24/2021	M. Haverkamp	0.3	Updated September fee statement for team comments.
Task Code Total Hours		13.5	
06. Attend Hearings/ Related Activities			
10/7/2021	F. Ashraf	1.5	Attended hearing on bid procedures and stalking horse selection.
10/7/2021	J. Vizzini	1.5	Participated in hearing on bid procedures and other motions, virtually.
10/7/2021	D. Galfus	0.5	Attended a portion of the hearing, virtually, on stalking horse agreement.
Task Code Total Hours		3.5	

Date	Professional	Hours	Description
07. Interaction/ Meetings with Debtors/ Counsel			
10/12/2021	J. Vizzini	1.1	Participated in call with Debtor's environmental consultant (J. Naples of REPSG), Debtor's Counsel (M. Vagnoni) and UCC Counsel (M. Viscount) regarding status of PFAS testing results.
10/12/2021	D. Galfus	0.8	Participated in a portion of call with Cowen (C. Comstock), Obermayer (E. George), J. Naples (REPSG) and Fox (M. Viscount) re: the status of the Debtors environmental testing and related next steps.
10/22/2021	J. Vizzini	0.1	Held discussion with Debtor's financial advisor (J. Meyers of Riveron) regarding potential accounts receivable collection settlement.
10/25/2021	D. Galfus	1.5	Participated in a call with Fox (J. DiPasquale; M. Viscount; M. Chovanes) and the Debtors advisors Obermayer (E. George) and Cowen (J. Magner) re: the status of the sale process.
10/25/2021	D. Galfus	0.5	Participated in an update call with Counsel (M. Viscount) and the Debtors Advisors from Obermayer (M. Vagnoni, E. George) and Cowen (J. Magner) re: the sale process.
10/26/2021	D. Galfus	0.5	Participated in a call with Cowen (J. Magner) re: latest events impacting the sale process and next steps.
10/28/2021	J. Vizzini	0.2	Prepared follow up questions for Debtor's financial advisor (J. Meyers of Riveron) regarding updated DIP budget and contemplated sale transaction.
10/29/2021	J. Vizzini	0.4	Held discussion with Debtor's financial advisor (J. Meyers of Riveron) regarding revisions to DIP Budget based on extension of auction and sale closing date.

Task Code Total Hours**5.1****08. Interaction/ Meetings with Creditors/ Counsel**

10/4/2021	M. Shea	0.4	Held call with an unsecured creditor re: sale status.
10/4/2021	D. Galfus	0.4	Held call with J. DiPasquale (Fox Rothschild) re: various case matters including investigative steps needed.
10/4/2021	J. Vizzini	0.4	Held discussion with Counsel (J. DiPasquale) regarding status of discovery related to investigations.
10/6/2021	F. Ashraf	2.1	Prepared Committee update report sections including those on DIP, sale process update, executive summary.
10/6/2021	F. Ashraf	0.7	Attended professionals call with UCC Counsel (J. DiPasquale, M. Chovanes and M. Viscount of Fox Rothschild) re: sale process update and bid procedures.
10/6/2021	M. Shea	0.7	Held call with Counsel (J. DiPasquale, M. Chovanes and M. Viscount of Fox Rothschild) re: weekly Committee update.

Date	Professional	Hours	Description
08. Interaction/ Meetings with Creditors/ Counsel			
10/6/2021	J. Vizzini	0.7	Participated in pre-call with Counsel (J. DiPasquale, M. Chovanes and M. Viscount of Fox Rothschild) regarding sale process, lien review, and other case matters to discuss with Committee.
10/7/2021	F. Ashraf	0.6	Attended UCC Meeting with Counsel (J. DiPasquale, M. Viscount and M. Chovanes of Fox Rothschild) on DIP update and sale process update.
10/7/2021	M. Shea	0.6	Held weekly call with Committee members (J. DiPasquale, M. Viscount and M. Chovanes of Fox Rothschild) re: sale process, hearing on bid procedures.
10/7/2021	D. Galfus	0.6	Participated in the Committee call with Counsel (M. Viscount) re: the status of the sales process and other case matters.
10/7/2021	J. Vizzini	0.6	Participated in update call with Committee and Counsel (J. DiPasquale, M. Viscount and M. Chovanes of Fox Rothschild) to discuss bid procedures hearing, status of sale process and other case issues.
10/13/2021	M. Shea	0.7	Held call with Fox team (M. Chovanes) re: sale update/Committee meeting.
10/13/2021	F. Ashraf	0.7	Held call with UCC Counsel (J. DiPasquale) re: sale process update, environmental testing, and upcoming call.
10/13/2021	D. Galfus	0.7	Participated in a call with Fox (M. Viscount, J. DiPasquale) re: the status of the Debtor's sale process and preparation for upcoming Committee call.
10/13/2021	J. Vizzini	0.7	Participated in update call with Committee Counsel (J. DiPasquale, M. Viscount and M. Chovanes of Fox Rothschild) to discuss status of sale process and other case issues.
10/14/2021	M. Shea	0.7	Attended Committee meeting with (J. DiPasquale, M. Viscount and M. Chovanes of Fox Rothschild).
10/14/2021	J. Vizzini	0.7	Participated in update call with Committee and Counsel (J. DiPasquale, M. Viscount and M. Chovanes of Fox Rothschild) to discuss status of sale process and other case issues.
10/14/2021	D. Galfus	0.3	Participated in a portion of call with Counsel (J. DiPasquale, M. Viscount) and the Committee to discuss the status of the sale process.
10/20/2021	J. Vizzini	2.2	Reviewed draft update report for October 21 Committee meeting regarding sale process and liquidity.
10/20/2021	M. Shea	1.0	Held call with UCC Counsel (M. Viscount, M. Chovanes) re: upcoming Committee call and sale process.
10/20/2021	D. Galfus	1.0	Participated in a call with Counsel (M. Viscount, M. Chovanes) in preparation of an upcoming Committee call re: the sale process and other matters.

Date	Professional	Hours	Description
08. Interaction/ Meetings with Creditors/ Counsel			
10/20/2021	J. Vizzini	1.0	Participated in pre-call with Counsel (J. DiPasquale, M. Chovanes and M. Viscount of Fox Rothschild) regarding sale process, lien review, KEIP/KERP motion and other case matters to discuss with Committee.
10/20/2021	F. Ashraf	1.0	Participated in weekly professionals call with UCC Counsel re: sale process and other case matters.
10/21/2021	M. Shea	0.7	Held call with Committee members (J. DiPasquale, and M. Chovanes) re: sale status, KEIP/KERP, and case matters.
10/21/2021	D. Galfus	0.7	Participated in a call with Counsel (J. DiPasquale; M. Chovanes) and the Committee re: the sale process and other case matters.
10/21/2021	F. Ashraf	0.7	Participated in UCC Committee call re: sale process and DIP budget update.
10/21/2021	J. Vizzini	0.7	Participated in update call with Committee and Counsel (J. DiPasquale, and M. Chovanes of Fox Rothschild) to discuss status of sale process, liquidity, investigations and KEIP/KERP.
10/25/2021	D. Galfus	1.3	Participated in a call with Fox (J. DiPasquale; M. Viscount; M. Chovanes) re: the latest updates to the sale process and next steps.
10/25/2021	D. Galfus	0.7	Participated in a call with the Committee and Counsel (M. Viscount; J. DiPasquale) re: the status of the sale process.
10/25/2021	D. Galfus	0.4	Participated in a follow up call with Fox (J. DiPasquale; M. Viscount; M. Chovanes) re: call with the Debtors advisors on the sales process.
10/26/2021	F. Ashraf	0.8	Held call with Committee (A. Raju, J. DiPasquale) re: sale process.
10/26/2021	M. Shea	0.8	Held call with Committee members (M. Viscount, J. DiPasquale) re: status in sale process.
10/26/2021	D. Galfus	0.8	Participated in a call with Fox (J. DiPasquale; M. Viscount; M. Chovanes) re: the latest developments with bidders in the sale process.
10/26/2021	D. Galfus	0.8	Participated in a call with the Committee and Counsel (M. Viscount, J. DiPasquale) re: the status of the sale process.
10/28/2021	D. Galfus	0.2	Held call with J. DiPasquale, Fox re: the sale process.
10/28/2021	J. Vizzini	0.2	Held discussion with Counsel (J. DiPasquale of Fox) regarding update call with Debtor's Counsel.
10/29/2021	F. Ashraf	0.8	Held call with Counsel (J. DiPasquale) re: DIP budget.
10/29/2021	M. Shea	0.8	Held call with Fox team (J. DiPasquale, M. Viscount, M. Chovanes) re: sale process and related issues.

Date	Professional	Hours	Description
08. Interaction/ Meetings with Creditors/ Counsel			
10/29/2021	D. Galfus	0.8	Participated in a call with Counsel (J. DiPasquale, M. Viscount, M. Chovanes) re: the negotiations with the Debtors and Lender re: the sale process and issues impacting the Lender.
10/29/2021	J. Vizzini	0.8	Participated in call with Counsel (J. DiPasquale, M. Viscount and M. Chovanes of Fox Rothschild) regarding final DIP order and side letter with DIP lender and sale process.
10/29/2021	D. Galfus	0.7	Participated in a call with Counsel (J. DiPasquale, M. Viscount, M. Chovanes) re: the sale process and next steps.
10/29/2021	J. Vizzini	0.7	Participated in follow call with Counsel (J. DiPasquale, M. Viscount and M. Chovanes of Fox Rothschild) regarding final DIP order and side letter with DIP lender and changes required to revised Budget.
Task Code	Total Hours	31.9	

09. Employee Issues/KEIP

10/15/2021	D. Galfus	0.8	Reviewed the Debtors KEIP and KERP plan.
10/15/2021	D. Galfus	0.4	Participated in a call with Counsel (M. Viscount; J. DiPasquale; M. Chovanes) re: the KEIP and KERP plan.
10/15/2021	J. Vizzini	0.3	Reviewed KERP and KEIP proposal by Debtors and prepared list of issues to discuss with Counsel.
10/20/2021	E. Lord	2.0	Researched documents for KEIP/ KERPs comparable to the proposed KEIP / KERP.
10/20/2021	D. Galfus	0.8	Prepared analysis of the Debtor's KEIP and KERP documents.
10/20/2021	D. Galfus	0.6	Reviewed the Debtor's KEIP and KERP documents.
10/20/2021	J. Vizzini	0.5	Reviewed Debtor's motion to approve KERP and KEIP plans.
10/21/2021	D. Galfus	0.3	Prepared observations re: the Debtors KEIP and KERP filing.
Task Code	Total Hours	5.7	

10. Recovery/ SubCon/ Lien Analysis

10/1/2021	J. Vizzini	0.2	Reviewed memo prepared by Counsel regarding lien review.
10/18/2021	D. Galfus	0.3	Evaluated the draft lien filings by the Debtor.
10/22/2021	J. Vizzini	0.4	Prepared estimate of accrued and unpaid expenses as of estimated closing date for use in updated estimated recovery analysis.
10/25/2021	J. Vizzini	1.5	Prepared updated recovery analysis based on potential topping bids.

Date	Professional	Hours	Description
10. Recovery/ SubCon/ Lien Analysis			
10/26/2021	D. Galfus	1.8	Edited BRG's presentation on recovery scenarios.
10/26/2021	J. Vizzini	0.9	Prepared further revised updated recovery analysis based on potential topping bid and DIP lender fees.
10/29/2021	F. Ashraf	1.9	Analyzed filed claims for recovery analysis.
Task Code Total Hours		7.0	
11. Claim Analysis/ Accounting			
10/1/2021	F. Ashraf	0.7	Analyzed contract / lease cure schedule posted to data room.
10/27/2021	J. Vizzini	0.4	Analyzed claims reflected in claims register as of October 27, 2021.
10/28/2021	F. Ashraf	2.4	Analyzed claims for duplicates for recovery analysis.
10/28/2021	J. Vizzini	0.7	Reviewed claims register provided by claims agent to assess magnitude of general unsecured claims.
10/29/2021	J. Vizzini	1.1	Reviewed cleaned up version of claims to register assess magnitude of general unsecured claims.
Task Code Total Hours		5.3	
18. Operating and Other Reports			
10/6/2021	J. Vizzini	1.9	Reviewed draft report for Committee with update on DIP cash flows/liquidity and sale process.
10/13/2021	J. Vizzini	2.5	Reviewed draft report for Committee with update on DIP cash flows/liquidity and sale process.
10/14/2021	M. Shea	0.5	Reviewed Committee materials re: sale process and operations.
10/14/2021	D. Galfus	0.4	Reviewed BRG's presentation for the Committee re: sale process and cash flows in advance of call with the Committee.
10/20/2021	F. Ashraf	1.1	Prepared sale process slides for UCC meeting.
10/20/2021	F. Ashraf	0.8	Prepared DIP slides for UCC meeting.
10/20/2021	J. Vizzini	0.2	Reviewed MOR for September.
10/21/2021	D. Galfus	0.3	Reviewed BRG's draft presentation for the Committee re: liquidity and the sales process.
Task Code Total Hours		7.7	
19. Cash Flow/Cash Management/ Liquidity			

Date	Professional	Hours	Description
19. Cash Flow/Cash Management/ Liquidity			
10/13/2021	J. Vizzini	0.3	Reviewed DIP variance analysis for the week ended October 9 and updated rolling DIP Budget.
10/20/2021	J. Vizzini	0.4	Reviewed DIP variance analysis for the week ended October 15 and updated rolling DIP Budget.
10/21/2021	J. Vizzini	0.4	Reviewed response from interim CFO (J. Meyers of Riveron) regarding accrued and unpaid expenses and professional fees relative to DIP Budget.
10/28/2021	J. Vizzini	0.7	Reviewed updated budget to assess impact of potential buyer funding, additional DIP and other fees and extended auction and closing dates.
10/28/2021	J. Vizzini	0.2	Reviewed actual to DIP Budget variance report for the week ended October 23.
10/29/2021	D. Galfus	0.8	Analyzed the Debtors latest cash flow forecast.
10/29/2021	J. Vizzini	0.8	Reviewed updated budget to assess impact of potential buyer funding, additional DIP and other fees and extended auction and closing dates.
10/29/2021	J. Vizzini	0.3	Prepared email to Counsel (J. DiPasquale) regarding discussions with Debtor's financial advisor (J. Meyers of Riveron) on changes to Budget.
Task Code Total Hours		3.9	

26. Tax Issues

10/4/2021	Q. Liu	0.5	Reviewed tax advisory service 2020 tax returns to determine any tax implications of sale or tax attributes for future benefit.
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Task Code Total Hours		0.5
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40. Business Transaction Investigation

10/7/2021	J. Vizzini	1.4	Reviewed financial information received from Debtor with respect to potential investigation items.
10/7/2021	F. Ashraf	1.1	Prepared GL, Trial Balance, and Bank statement files for investigation.
10/11/2021	F. Ashraf	1.6	Prepared investigation list for general ledger 2020.
10/11/2021	D. Galfus	0.7	Evaluated historical transactions with affiliates.
10/11/2021	J. Vizzini	0.7	Reviewed first pass at GL search results using parameters provided by Counsel (J. DiPasquale of Fox Rothschild).
10/11/2021	J. Vizzini	0.6	Developed workplan for searches of names provided by Counsel (J. DiPasquale of Fox Rothschild) related to investigation items.
10/11/2021	F. Ashraf	0.3	Prepared account name list for general ledger entries in order to investigate certain claims.

Date	Professional	Hours	Description
40. Business Transaction Investigation			
10/12/2021	F. Ashraf	2.3	Prepared accounts for flagged transactions from general ledger 2020.
10/12/2021	F. Ashraf	1.5	Prepared search and transaction summary for GL 2021.
10/12/2021	F. Ashraf	1.1	Prepared search and transaction summary for GL 2019.
10/12/2021	D. Galfus	0.8	Held call with J. DiPasquale (Fox) re: the status of the investigation of historical transactions.
10/12/2021	J. Vizzini	0.8	Held discussion with Counsel (J. DiPasquale of Fox) regarding results of preliminary search results of historical financial information related to potential investigation items.
10/12/2021	F. Ashraf	0.8	Prepared search and transaction summary for GL 2018.
10/12/2021	J. Vizzini	0.8	Reviewed summary of search hits by party and GL account.
10/12/2021	F. Ashraf	0.7	Held call with UCC Counsel (J. DiPasquale) on GL activity searches.
10/12/2021	D. Galfus	0.5	Evaluated historical transactions with affiliates.
10/12/2021	J. Vizzini	0.4	Developed workplan for searches of names provided by Counsel (J. DiPasquale of Fox Rothschild) related to investigation items.
10/13/2021	J. Vizzini	0.4	Reviewed summary of search hits by party and GL account for 2018, 2019 and 2021 through Aug 21.
10/14/2021	J. Vizzini	0.4	Reviewed summary of search hits by party and GL account for 2018, 2019 and 2021 through Aug 21.
10/15/2021	J. Vizzini	0.4	Reviewed sample of bank statements to assess level of information included for investigation purposes.
Task Code Total Hours		17.3	
Total Hours		184.4	



Berkeley Research Group, LLC

Exhibit B: Expense Detail

For the Period 10/1/2021 through 10/31/2021

Date	Professional	Amount	Description
21. Other			
10/22/2021	D. Galfus	\$35.00	Payment for COVID-19 test on 10/22 to participate in Debtor's auction.
<i>Expense Category Total</i>		<u>\$35.00</u>	
Total Expenses		\$35.00	