

Susheel Kirpalani  
Benjamin I. Finestone  
Deborah J. Newman  
Victor Noskov  
QUINN EMANUEL URQUHART & SULLIVAN, LLP  
51 Madison Avenue, 22nd Floor  
New York, New York 10010  
Telephone: (212) 849-7000  
Facsimile: (212) 849-7100  
Email: susheelkirpalani@quinnemanuel.com  
benjaminfinestone@quinnemanuel.com  
deborahnewman@quinnemanuel.com  
victornoskov@quinnemanuel.com

*Counsel to the Official Committee  
of Consumer Creditors*

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

---

In re:	)	
	)	Chapter 11
DITECH HOLDING CORPORATION., <i>et al.</i> <sup>1</sup>	)	
	)	Case No. 19-10412 (JLG)
Debtors.	)	
	)	(Jointly Administered)

---

**SUPPLEMENTAL CERTIFICATION OF VICTOR NOSKOV  
FOR SECOND INTERIM AND FINAL APPLICATION OF QUINN  
EMANUEL URQUHART & SULLIVAN, LLP FOR COMPENSATION  
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES  
INCURRED AS COUNSEL TO THE OFFICIAL COMMITTEE OF CONSUMER  
CREDITORS FOR THE PERIOD OF MAY 6, 2019 THROUGH SEPTEMBER 30, 2019**

---

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are Ditech Holding Corporation (0486); DF Insurance Agency LLC (6918); Ditech Financial LLC (5868); Green Tree Credit LLC (5864); Green Tree Credit Solutions LLC (1565); Green Tree Insurance Agency of Nevada, Inc. (7331); Green Tree Investment Holdings III LLC (1008); Green Tree Servicing Corp. (3552); Marix Servicing LLC (6101); Mortgage Asset Systems, LLC (8148); REO Management Solutions, LLC (7787); Reverse Mortgage Solutions, Inc. (2274); Walter Management Holding Company LLC (9818); and Walter Reverse Acquisition LLC (8837). The Debtors' principal offices are located at 1100 Virginia Drive, Suite 100, Fort Washington, Pennsylvania 19034.

I, Victor Noskov, hereby certify as follows:

1. I am an associate at the law firm of Quinn Emanuel Urquhart & Sullivan LLP (“Quinn Emanuel”). I submit this supplemental certification (the “Supplemental Certification”) with respect to the *Second Interim and Final Application of Quinn Emanuel Urquhart & Sullivan LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel to the Official Committee of Consumer Creditors For the Period of May 6, 2019 through September 30, 2019* (the “Application”).<sup>2</sup>

2. I submit this Supplemental Certification to provide Quinn Emanuel’s Budget and Compensation Summary by Project Category (the “Budget”) in these chapter 11 cases. It is attached as Exhibit A to this Supplemental Certification. The Budget includes budgeted amounts for the period from May 6, 2019 through June 30, 2019 and for the period from July 1, 2019 through August 7, 2019, the date of the Confirmation Hearing. A budget for the fees incurred for the period following the Confirmation Hearing is not included because of the nature of the case and difficulty of predicting the type and quantity of work required while the parties awaited the Court’s decision with regard to confirmation of the Plan. And once the Court issued its decision, it was impossible to predict the type and quantity of work required for the parties to negotiate the settlement (or whether a settlement would be successfully negotiated at all). At all times, Quinn Emanuel sought to work efficiently and in line with Budget for the prior periods, ultimately incurring fees in an amount below the amounts projected and billed in either of the prior periods.<sup>3</sup>

3. As noted in Exhibit A, the budgeted amount included in the Budget was calculated by multiplying the budgeted hours by the weighted average hourly rate of all timekeepers in the

---

<sup>2</sup> All capitalized terms used but not defined herein shall have the meanings given to them in the Application.

<sup>3</sup> As provided in the Application, in the period between August 8, 2019 and September 30, 2019, Quinn Emanuel incurred \$581,456.00 in fees.

United States based on Quinn Emanuel's 2018 rates. Please note that as part of its Application, Quinn Emanuel inadvertently indicated that the weighted average hourly rate of all timekeepers in the United States in 2018 was \$815.87 per hour. This average hourly figure did not take into account the weighted average hourly rate of contract attorneys and litigation support staff. A revised table reflecting a corrected average hourly amount—\$747.84 per hour, which takes into account the hourly rates of contract attorneys and litigation support staff—is attached as Exhibit B to this Supplemental Certification.

4. As Exhibit B indicates, the average hourly rate for all Quinn Emanuel timekeepers during the Final Fee Application Period was \$816.42. The difference between Quinn Emanuel's weighted average rates in 2018 and the average hourly rate during the Final Fee Application Period reflects Quinn Emanuel's particularly lean staffing throughout this case, which was aimed at reducing costs but necessarily required a higher proportion of more specialized senior personnel than on other cases with a higher proportion of junior associates, contract attorneys, and support staff, whose rates decrease the overall average hourly rate. Additionally, Quinn Emanuel has implemented firm-wide rate increases as is customary in the comparable legal market since January 1, 2019.

Dated: December 5, 2019  
New York, New York

/s/ Victor Noskov

Victor Noskov  
QUINN EMANUEL URQUHART  
& SULLIVAN, LLP  
51 Madison Avenue, 22nd Floor  
New York, New York 10010  
Telephone: (212) 849-7000  
Facsimile: (212) 849-7100

*Counsel to the Official Committee  
of Consumer Creditors*

**EXHIBIT A**

**BUDGET & COMPENSATION SUMMARY BY PROJECT CATEGORY  
May 6, 2019 through June 30, 2019**

Task Code	Project Category	Hours			Compensation		
		Budgeted		Billed	Budgeted <sup>1</sup>		Billed
		Low	High		Low	High	
DT01	Case Administration	20	50	30.3	\$14,956.80	\$37,392.00	\$17,569.50
DT02	Consumer Issues	500	800	714.4	\$373,920.00	\$598,272.00	\$589,143.50
DT03	Fee/Employment Applications	50	80	74.9	\$37,392.00	\$59,827.20	\$54,135.00
DT04	Non-Working Travel	0	5	1.0	\$0.00	\$3,739.20	\$595.00
<b>Total</b>		570	1035	820.6	\$426,268.80	\$699,230.40	\$661,443.00

**July 1, 2019 through August 7, 2019**

Task Code	Project Category	Hours			Compensation		
		Budgeted		Billed	Budgeted <sup>2</sup>		Billed
		Low	High		Low	High	
DT01	Case Administration	20	50	13.1	\$14,956.80	\$37,392.00	\$4,939.00
DT02	Consumer Issues	1000	1800	1533.2	\$747,840.00	\$1,346,112.00	\$1,228,781.50
DT03	Fee/Employment Applications	10	30	23.5	\$7,478.40	\$22,435.20	\$13,028.50
DT04	Non-Working Travel	0	10	3.5	\$0.00	\$7,478.40	\$3,192.50
<b>Total</b>		1030	1890	1573.3	\$770,275.20	\$1,413,417.60	\$1,249,941.50

<sup>1</sup> The budgeted compensation amount is calculated by multiplying the budgeted hours by the weighted average hourly rate of all timekeepers in the United States based on Quinn Emanuel's 2018 rates. Quinn Emanuel has implemented firm-wide rate increases as is customary in the comparable legal market since January 1, 2019.

<sup>2</sup> The budgeted compensation amount is calculated by multiplying the budgeted hours by the weighted average hourly rate of all timekeepers in the United States based on Quinn Emanuel's 2018 rates. Quinn Emanuel has implemented firm-wide rate increases as is customary in the comparable legal market since January 1, 2019.

**EXHIBIT B**

**Customary And Comparable Compensation Disclosures**

<b>Category of Timekeeper</b>	<b>Blended Hourly Rate for Preceding Year (United States)*</b>	<b>Blended Hourly Rate (Second Interim)</b>	<b>Blended Hourly Rate (Final Fee Application Period)</b>
Partner	\$1,049.52	\$1,306.07	\$1,300.43
Of Counsel	\$874.86	\$950.00	\$950.00
Associate	\$722.70	\$810.36	\$804.45
Contract Attorneys	\$348.00	\$380.00	\$380.00
Paraprofessionals	\$281.88	\$253.24	\$264.42
<b>All Timekeepers Aggregated</b>	<b>\$747.84</b>	<b>\$820.23</b>	<b>\$816.42</b>
<b>Attorneys Only</b>	<b>\$784.66</b>	<b>\$853.95</b>	<b>\$844.54</b>

\* January 1, 2018 through December 31, 2018