

Objection Deadline: March 23, 2022

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Counsel to the Official Committee of Unsecured Creditors

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

In re:)	
)	Chapter 11
)	
GRUPO AEROMÉXICO, S.A.B. de C.V., <i>et al.</i> ,)	Case No. 20-11563 (SCC)
)	
Debtors. ¹)	(Jointly Administered)
)	

**NINTH MONTHLY FEE STATEMENT
OF WILLKIE FARR & GALLAGHER LLP AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD JANUARY 1, 2022 THROUGH JANUARY 31, 2022**

Name of Applicant:	Willkie Farr & Gallagher LLP
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors (the “Committee”)
Date of Retention:	June 29, 2021 <i>nunc pro tunc</i> to May 1, 2021

¹ The Debtors in these cases, along with each Debtor’s registration number in the applicable jurisdiction, are as follows: Grupo Aeroméxico, S.A.B. de C.V. 286676; Aerovías de México, S.A. de C.V. 108984; Aerolitoral, S.A. de C.V. 217315; and Aerovías Empresa de Cargo, S.A. de C.V. 437094-1. The Debtors’ corporate headquarters is located at Paseo de la Reforma No. 243, piso 25 Colonia Cuauhtémoc, Mexico City, C.P. 06500.

Period for which Compensation and Reimbursement is Sought:	January 1, 2022 through January 31, 2022 (the " <u>Fee Period</u> ")
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$2,935,710.50 (80% = \$2,348,568.40)
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$89,817.34
Total Compensation and Expenses for which Interim Allowance is Sought:	\$3,025,527.84
Total Compensation and Expenses to be Paid Under Interim Compensation Order:	\$2,438,385.74

This is a(n) x monthly ___ interim final application. No prior application was filed for this Fee Period.²

² Notice of this Monthly Fee Statement (as defined herein) shall be served in accordance with the Interim Compensation Order (as defined herein), and objections to the relief requested in this Monthly Fee Statement shall be addressed in accordance with the Interim Compensation Order.

Pursuant to sections 327, 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”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases (the “Local Guidelines”), the *Order Authorizing the Retention and Employment of Willkie Farr & Gallagher LLP as Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to May 1, 2021*, dated June 29, 2021 [Docket No. 1367] and the *Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Monthly and Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated September 8, 2020 [Docket No. 360] (the “Interim Compensation Order”), Willkie Farr & Gallagher LLP (“Willkie” or the “Firm”), counsel to the Official Committee of Unsecured Creditors (the “Committee”), hereby submits this ninth monthly fee statement (the “Monthly Fee Statement”).³ By this Monthly Fee Statement, Willkie seeks (a) compensation in the amount of \$2,935,710.50 for the actual, reasonable and necessary legal services rendered to the Committee during the Fee Period, less a twenty percent (20%) holdback in the amount of \$587,142.10, for a total fee request of \$2,348,568.40; and (b) reimbursement of reasonable expenses incurred by Willkie during the Fee Period in the amount of \$89,817.34.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, attached are the following exhibits:
 - **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by Willkie’s attorneys and paraprofessionals during the

³ The period from January 1, 2022 through and including January 31, 2022 is referred to herein as the “Fee Period.”

Fee Period with respect to each of the subject matter categories established by Willkie in accordance with its internal billing procedures.

- **Exhibit B** is a schedule providing certain information regarding Willkie's attorneys and paraprofessionals for whose work on these chapter 11 cases compensation is sought in this Monthly Fee Statement. Attorneys and paraprofessionals have expended a total of 2,656.8 hours in connection with these chapter 11 cases during the Fee Period.
- **Exhibit C** is a schedule setting forth the total amount of reimbursement sought with respect to each category of expenses for which Willkie is seeking reimbursement in this Monthly Fee Statement.
- **Exhibit D** consists of Willkie's time detail and records of fees and expenses incurred during the Fee Period.

Representations

2. Although every effort has been made to include all fees and expenses incurred by Willkie's attorneys and paraprofessionals during the Fee Period, some fees and expenses might not be included in this Monthly Fee Statement due to delays caused in connection with accounting and processing of such time and expenses. Accordingly, Willkie reserves the right to make further application to this Court for allowance of such fees and expenses incurred during the Fee Period, but not included herein.

Notice and Objection Procedures

3. Pursuant to the Interim Compensation Order, notice of this Monthly Fee Statement will be served upon the following parties (collectively, the "**Fee Notice Parties**"): (i) the Debtors, c/o Grupo Aeroméxico, S.A.B. de C.V., Paseo de la Reforma No. 243, piso 25 Colonia Cuauhtémoc, Mexico City, C.P. 06500 (Attn: Daniel Martinez Martinez (dmartinezm@aeromexico.com) and Patricia Bobadilla (mbobadilla@aeromexico.com)); (ii) counsel for the Debtors, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017 (Attn: Timothy Graulich (timothy.graulich@davispolk.com) and Stephen Piraino

(stephen.piraino@davispolk.com)); (iii) the U.S. Trustee for the Southern District of New York, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, New York 10014 (Attn: Andrea B. Schwartz (andrea.b.schwartz@usdoj.gov)); (iv) counsel to the DIP Lender, Cleary Gottlieb Steen & Hamilton LLP, One Liberty Plaza, New York, New York 10006 (Attn: Richard J. Cooper (rcooper@cgsh.com), Luke A. Barefoot (lbarefoot@cgsh.com) and Thomas S. Kessler (tkessler@cgsh.com)); and (v) counsel for any other statutory committees appointed in these Chapter 11 Cases. The Firm submits that, in light of the nature of the relief requested, no other or further notice need be given.

4. Objections to the Monthly Fee Statement, if any, must be filed and served upon Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019 (Attn: Brett H. Miller, Esq. and Todd Goren, Esq.; Email: BMiller@willkie.com; TGoren@willkie.com) no later than March 23, 2022 (the “Objection Deadline”). Objections to this Monthly Fee Statement, if any, must set forth the nature of the objection and the specific amounts of fees or expenses at issue.

5. If no objection to this Monthly Fee Statement is received by the Objection Deadline, the Debtors shall promptly pay the Firm 80% of the fees and 100% of the expenses identified in this Monthly Fee Statement. To the extent that an objection to this Monthly Fee Statement is received by the Objection Deadline, the Debtors shall withhold payment of that portion of this Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and expenses in the percentages set forth above. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

WHEREFORE, Willkie respectfully requests that allowance be made for compensation in the amount of \$2,935,710.50 for the actual, reasonable and necessary legal services rendered to

the Committee during the Fee Period, less a twenty percent (20%) holdback in the amount of \$587,142.10 for a total fee request of \$2,348,568.40, together with reimbursement of expenses in the amount of \$89,817.34, and further requests such other and further relief as the Court deems just and proper.

Dated: March 8, 2022
New York, New York

WILLKIE FARR & GALLAGHER LLP

By: /s/ Brett H. Miller
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*Counsel to the Official Committee of
Unsecured Creditors*

Exhibit A

Statement of Fees by Subject Matter

Matter	Total Hours Billed	Total Fees Requested
Asset Analysis and Recovery (PC001)	0.0	\$0.00
Asset Disposition (PC002)	0.0	\$0.00
Assumption and Rejection of Leases (PC003)	5.5	\$7,214.50
Budgeting (Case) (PC005)	0.0	\$0.00
Business Operations (PC006)	3.7	\$5,964.00
Case Administration (PC007)	4.9	\$4,939.00
Claims Administration & Objections (PC008)	0.5	\$567.50
Corporate Governance & Board Matters (PC009)	0.0	\$0.00
Employee Benefits & Pensions (PC010)	0.0	\$0.00
Employment & Fee Applications (PC011)	1.4	\$944.00
Financing & Cash Collateral (PC013)	0.7	\$1,155.00
Other Litigation (PC014)	0.0	\$0.00
Meetings and Communications with Committee (PC015)	57.1	\$83,269.50
Plan & Disclosure Statement (PC017)	1,249.9	\$1,426,238.50
Relief from Automatic Stay and Adequate Protection (PC019)	0.1	\$113.50
Reporting (PC020)	0.0	\$0.00
Tax (PC021)	0.0	\$0.00
Valuation (PC022)	0.0	\$0.00
Discovery (PC023)	1,096.2	\$1,120,938.00
Hearings (PC024)	140.1	\$165,386.00
Claims Investigation (PC026)	0.0	\$0.00
Lien Investigation (PC027)	0.0	\$0.00
Intercompany Claims (PC028)	0.0	\$0.00
Other Motions/Applications (PC029)	0.0	\$0.00
Time Entry Review (PC032)	16.5	\$15,629.50

Fee Objection Discussion and Litigation (PC033)	0.0	\$0.00
Mediation (PC034)	80.2	\$118,981.00
Governmental/Regulatory (PC035)	0.0	\$0.00
Total Requested	2,656.8	\$2,951,340.00
Less Client Accommodation for Time Entry Review (100% of Fees Incurred)		(\$15,629.50)
Total Requested	2,656.8	\$2,935,710.50

Exhibit B

Attorney and Paraprofessional Information

Name	Year Admitted or No. of Years with Firm	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Partners					
James Dugan	1994	Litigation	\$1,900	146.1	\$277,590.00
Weston Eguchi	2006	Corporate & Financial Services ("Corporate")	\$1,350	0.2	\$270.00
Todd Goren	2003	Business Reorganization & Restructuring ("BR&R")	\$1,430	217.5	\$311,025.00
Brian S. Lennon	2004	BR&R	\$1,650	53.4	\$88,110.00
Brett H. Miller	1992	BR&R	\$1,650	266.3	\$439,395.00
Debra M. Sinclair ¹	2014	BR&R	\$1,325	180.2	\$238,765.00
Counsel / Senior Counsel					
Craig A. Damast	1992	BR&R	\$1,135	265.4	\$301,229.00
Ian K. Hochman	2000	Litigation	\$1,300	0.4	\$520.00
Associates					
Gabrielle Antonello	2017	Litigation	\$1,180	144.7	\$170,746.00
Natalia Benitez	2020	Litigation	\$985	230.0	\$226,550.00
Joseph Brandt	2021	BR&R	\$825	120.8	\$99,660.00
Hye-Kyung (Monica) Chang	2008	Litigation	\$575	20.7	\$11,902.50
Matthew V. Dunn	2016	BR&R	\$1,180	201.4	\$237,652.00
Betsy Feldman	2019	BR&R	\$1,070	27.3	\$29,211.00
Kyle Mathews	2015	Litigation	\$1,240	183.6	\$227,664.00
Law Clerks					
Kathryn Garrett		Litigation	\$490	122.7	\$60,123.00
Jessica Graber		BR&R	\$490	114.0	\$55,860.00
Katherine Hanley		Litigation	\$490	132.8	\$65,072.00
Anthony Scarcella		BR&R	\$490	117.9	\$57,771.00
Michele St. Julien		Litigation	\$650	10.9	\$7,085.00
Paraprofessionals					
Alison R. Ambeault	16 years	Director, Practice Support	\$490	75.5	\$36,995.00
Christian Arriola	10 years	Litigation Technology Support	\$345	15.6	\$5,382.00

¹ Ms. Sinclair was elected to the partnership as of January 1, 2022.

Betty Braverman	8 ½ years	Corporate Librarian	\$280	0.5	\$140.00
Hyu Chu	12 years	Knowledge Management / Research	\$280	0.2	\$56.00
Derek Willie	1 ½ years	Litigation Paralegal	\$295	8.7	\$2,566.50
Total Requested:²				2,656.8	\$2,951,340.00
Less Client Accommodation for Time Entry Review (100% of Fees Incurred)					(\$15,629.50)
Total Requested				2,656.8	\$2,935,710.50

² The blended rate for attorneys is \$1,136.88 per hour. The blended rate for paraprofessionals is \$449.15 per hour.

Exhibit C

Summary of Actual and Necessary Expenses for the Fee Period

Expense	Amount
Local Transportation	\$82.88
Teleconferencing	\$269.22
Local Meals	\$1,030.88
Other Out of Town Travel	\$307.42
Lodging	\$454.58
Airfare/Train	\$1,140.73
Postage	\$9.25
Air Freight	\$71.60
Data Acquisition (including legal research)	\$18,276.94
Court Reporters / Other Fees	\$210.00
Outside Consultants (include e-discovery consultant)	\$3,755.31
Filing Fees / Corp. Trust	\$103.20
Transcript Costs	\$64,105.33
Total Requested:	\$89,817.34

Exhibit D

Time Detail

WILLKIE FARR & GALLAGHER_{LLP}

787 Seventh Avenue
New York, NY 10019-6099

Tel: 212 728 8000
Fax: 212 728 8111

Federal ID 13-5536844

OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF GRUPO AEROMEXICO

PLEASE INDICATE INVOICE
NUMBER ON REMITTANCE
Invoice No. 22205042
Client/Matter No. 128273.00001
March 7, 2022

FOR PROFESSIONAL SERVICES RENDERED

through January 31, 2022 as set out in the
attached detail

Assumption and Rejection of Leases and Contracts	\$	7,214.50
Business Operations	\$	5,964.00
Case Administration	\$	4,939.00
Claims Administration and Objections	\$	567.50
Employment and Fee Applications	\$	944.00
Financing and Cash Collateral	\$	1,155.00
Meetings and Communications with Creditors	\$	83,269.50
Plan and Disclosure Statement	\$	1,426,238.50
Relief from Stay and Adequate Protection	\$	113.50
Discovery	\$	1,120,938.00
Hearings	\$	165,386.00

OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF GRUPO
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Client/Matter No. 128273.00001

Mediation	\$ 118,981.00
Disbursements and Other Charges	<u>89,817.34</u>
Total this Invoice	<u><u>\$ 3,025,527.84</u></u>

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Client/Matter No. 128273.00001

Assumption and Rejection of Leases and Contracts

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/3/22	CAD	Review/analyze signed order authorizing Debtor Aeroliteral to enter into lease amendments w/ Truenoord Nazas (.1); review/analyze CNO regarding Debtors' motion to enter into agreements w/ MTU Maintenance and approving claims settlement (.1).	0.20 \$	227.00
1/3/22	CAD	Review/analyze CNO regarding Debtors' motion to assume (as amended and restated) lease agreement and claims settlement w/ Wilmington Trust.	0.10	113.50
1/3/22	B M	Communications with FTI regarding the remaining aircraft lease deals (.4); memorandum regarding open aircraft issues (.3).	0.70	1,155.00
1/4/22	CAD	Review/analyze signed stipulation and agreed order among Debtors and Avolon Aerospace Leasing (.1); review/analyze signed order authorizing Debtors to assume (as amended) lease agreement and approve claims settlement w/ Wilmington Trust (.1).	0.20	227.00
1/4/22	MVD	Review Debtors' motion to enter into transactions with MUFG.	0.30	354.00
1/6/22	CAD	Review/analyze Debtors' motion to assume certain lease agreement and entry into sale-leaseback transactions.	0.20	227.00
1/6/22	MVD	Review Debtors' Aercap fleet motion.	0.30	354.00
1/7/22	CAD	Review/analyze Debtors' motion to assume (as amended) lease agreement and approve claims settlement w/ 36707 Trust (.2); review/analyze Debtors' motion to assume (as amended) lease agreements and approve claims settlement w/ Beatech Power (.2); review/analyze Debtors' motion to assume (as amended) lease agreement and approve claims settlement w/ SMNC Aero Engine Lease (.2).	0.60	681.00
1/11/22	MVD	Review Debtors' fleet filings: Willis (.2) and Goshawk (.2).	0.40	472.00

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1/13/22	CAD	Review/analyze Debtors' motion to assume (as amended) certain lease agreements and approve claims settlement (Wells Fargo as lessor) (.2); review/analyze Debtors' motion to assume (as amended) certain lease agreement and approve claims settlement w/ Tecolutla Aviation (.2).	0.40	454.00
1/20/22	CAD	Review/analyze CNO regarding Debtors' motion to implement certain transactions w/ Brasilmex Leasing and related parties including assumption of certain aircraft leases.	0.10	113.50
1/21/22	CAD	Review/analyze signed order authorizing Debtors to implement transactions w/ Brasilmex including assumption of certain aircraft leases, as amended.	0.10	113.50
1/21/22	B M	Review the Debtors' aircraft financing agreements and orders (.7); memorandum regarding the aircraft lease deals and accompanying claims (.4).	1.10	1,815.00
1/26/22	CAD	Review/analyze CNO regarding Debtors' motion to assume, as amended, lease agreement and approve claims settlement w/ Tecolutla Aviation (.1); review/analyze CNO regarding Debtors' motion to assume, as amended, lease agreements and approve claims settlement (Willis Transactions) (.1); review/analyze signed order granting Debtors' motion to assume, as amended, lease agreement and approve claims settlement w/ Tecolutla Aviation (.1); review/analyze signed order granting Debtors' motion to assume, as amended, lease agreements and approve claims settlement (Willis Transactions) (.1); review/analyze signed order granting Debtors' motion to assume, as amended, lease agreement and approve claims settlement w/ MSN 36707 Trust (.1); review/analyze signed order granting Debtors' motion to enter into certain transactions including assumption of lease agreement (as amended) and entry into engine sale-leaseback transactions (.1); review/analyze signed order granting Debtors' motion to assume, as amended, lease agreement and approve claims settlement w/ SMBC Aero	0.80	908.00

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Engine Lease (.1); review/analyze signed order authorizing Debtors to implement transactions with respect to three aircraft subject to Japanese operating leases (.1).

Sub-Total	5.50	7,214.50
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Business Operations

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/5/22	B M	Review of the FTI update regarding operations (.6); call with FTI regarding the operations update and business plan metrics (.8); memorandum regarding operations (.3).	1.70 \$	2,805.00
1/12/22	MVD	Review FTI materials regarding business update.	0.30	354.00
1/31/22	B M	Review FTI materials regarding the Business Plan and EBITDAR tracking for the CVR note (1.3); memorandum regarding the EBITDAR requirements for the CVR (.4).	1.70	2,805.00
		Sub-Total	3.70	5,964.00

Case Administration

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/4/22	CAD	Correspondence w/ M. Dunn regarding agenda for tomorrow's creditors' committee meeting (.1) and review/analyze same (.1); participate on weekly call w/ internal working group regarding agenda for tomorrow's committee meeting, confirmation objection, and upcoming depositions (.6).	0.80 \$	908.00
1/4/22	MVD	Prepare for UCC meeting.	0.20	236.00
1/11/22	CAD	Correspondence w/ M. Dunn regarding draft agenda for tomorrow's creditors' committee meeting (.1) and review/analyze same (.1); correspondence w/ J. Leon-Orantes	0.40	454.00

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		(Santamarina & Steta) regarding today's call regarding Mexican law issues (.1); correspondence w/ internal working group regarding today's committee professionals' call regarding status/case update (.1).		
1/11/22	K H	Attend weekly internal Willkie meeting to discuss current status of the case and work streams moving forward (.8); prepare for same (.2).	1.00	490.00
1/18/22	CAD	Correspondence w/ Santamarina & Steta, J. Delgado (Morrison & Foerster) regarding status of pending matters w/ Mexican law implications and today's call (.1); correspondence w/ M. Healy (FTI) regarding agenda for today's committee's professionals' call (.1) and review/analyze same (.1); correspondence w/ M. Dunn regarding agenda for tomorrow's creditors' committee meeting (.1) and review/analyze same (.1); participate in weekly committee professionals' call regarding legal updates (mediation and committee's objection to confirmation (.7); participate in weekly internal call w/ internal working group regarding status/finalizing committee's confirmation objection and supporting declarations/next steps (.5).	1.70	1,929.50
1/18/22	MVD	Prepare for weekly UCC meeting.	0.30	354.00
1/25/22	CAD	Participate in weekly call w/ Santamarina & Steta, J. Delgado (Morrison & Foerster) regarding Mexican law issues (and preparation for confirmation hearing) (.3); correspondence w/ M. Dunn, internal working group regarding agenda for tomorrow's creditors' committee meeting (.1) and review/analyze same (.1);	0.50	567.50
Sub-Total			4.90	4,939.00

Claims Administration and Objections

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Invoice No. 22205042

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/4/22	CAD	Review/analyze signed order authorizing Debtors to enter into agreements w/ MTU Maintenance and approve claims settlement.	0.10 \$	113.50
1/7/22	CAD	Review/analyze second amended order approving settlement regarding Series Aeromex 00320 Cebures (.1) and second amended order approving settlement regarding certain series of short-term Cebures bonds (.1); correspondence w/ A. Scarcella, internal working group regarding Cebures settlement orders (.1).	0.30	340.50
1/31/22	CAD	Correspondence w/ S. Catanzaro (Day Pitney) regarding Collins Aerospace response to objection to claim.	0.10	113.50
Sub-Total			0.50	567.50

Employment and Fee Applications

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/12/22	A A	Draft Willkie November 2021 Monthly Fee Statement.	1.00 \$	490.00
1/19/22	CAD	Review/analyze Alix November 2021 monthly fee statement (.1) and Skyworks November 2021 monthly fee statement (.1).	0.20	227.00
1/21/22	CAD	Review/analyze Rothschild October 2021 monthly fee statement.	0.10	113.50
1/31/22	CAD	Review/analyze notice of supplemental ordinary course professionals list.	0.10	113.50
Sub-Total			1.40	944.00

Financing and Cash Collateral

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/5/22	B M	Review the DIP extension agreement and milestones (.4); memorandum regarding the DIP milestones (.3).	0.70 \$	1,155.00

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Sub-Total	0.70	1,155.00
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Meetings and Communications with Creditors

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/4/22	CAD	Correspondence w/ P. Bolger (Nordic), internal working group regarding plan confirmation/voting issues.	0.10 \$	113.50
1/4/22	B M	Review and comment on the agenda, exhibit and handouts for the 1/5 UCC meeting (1.2); call with the UCC chair regarding UCC issues (.8); call with P. Anker regarding the 1/6 hearing on Complying Plan language (.4); call with Kaplan regarding case status (.3); call with Alberts regarding the voting deadline (.3); call with N. Cohen regarding the confirmation hearing (.2).	3.20	5,280.00
1/4/22	T G	Call w/ C Plaza re confirmation update (.7); review agenda and materials for UCC call (.4).	1.10	1,573.00
1/5/22	B M	Preparation (.4) and participation (.8) on the UCC call to discuss open case issues; call with Levine regarding case issues (.3); call with P. Anker regarding 1/6 hearing (.4).	1.90	3,135.00
1/5/22	T G	Prepare for (.5) and participate on (1.0) Committee call re: confirmation strategy.	1.50	2,145.00
1/5/22	MVD	Participate in UCC meeting regarding status of plan, discovery, and recent filings (in part).	0.80	944.00
1/5/22	B L	Attend UCC meeting re: confirmation strategy.	1.00	1,650.00
1/6/22	T G	Correspondence w/ M Edelman re plan voting status.	0.30	429.00
1/7/22	B M	Correspond with the UCC regarding mediation and a UCC mediation proposal.	0.60	990.00
1/10/22	CAD	Telephone conference w/ internal working group, FTI, P. Bolger (Nordic), M. Rowley (Falko) regarding plan voting results/issues.	0.40	454.00
1/11/22	CAD	Correspondence w/ B. Miller, committee members regarding plan voting results/issues, mediation status, and possible plan settlement proposal (.1); participate in special creditors'	0.90	1,021.50

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		committee meeting regarding plan/voting status/mediation/potential settlement and parameters (.8).		
1/11/22	T G	Call w/ Barclays re Plan status (.3); call w/ C Plaza re same (.2); prepare for (.2) and participate on (.8) Committee call re mediation; review agenda and materials for UCC call (.3).	1.80	2,574.00
1/11/22	B L	Telephone conference with P. Anker re litigation strategy.	0.50	825.00
1/11/22	MVD	Participate in meeting with UCC regarding plan vote and next steps (.8); prepare for weekly UCC meeting (.4).	1.20	1,416.00
1/12/22	B M	Preparation (.4) and participation (.8) on the UCC call to discuss current case issues; call with the Roberts regarding case issues (.4); call with Crowley regarding voting issues (.3); call with P. Anker regarding plan issues (.4).	2.30	3,795.00
1/12/22	CAD	Participate in weekly creditors' committee meeting regarding legal and financial updates/case status (confirmation update/business update/Debtors' fleet filings) (.8); correspondence w/ B. Miller, committee members regarding result of today's mediation session and possible plan settlement parameters (.1).	0.90	1,021.50
1/12/22	MVD	Participate in weekly UCC meeting regarding plan, confirmation objection, and other topics (in part).	0.60	708.00
1/12/22	J B	Participate in call with Committee and Committee professionals re updates on mediation and fleet (in part).	0.60	495.00
1/12/22	B L	Participate in UCC meeting re: mediation/plan confirmation update (.8); follow up w/ team re: same (.2).	1.00	1,650.00
1/12/22	T G	Prepare for (.3) and participate on (.8) Committee call re plan/fleet/financial update; review FTI materials for same (.5); review cash update for Judge Lane (.2); correspondence w/ L Crowley re Falko status (.2); correspondence w/ Guggenheim re investment status (.2); correspondence w/ P Bulger re cash status/plan discussions (.3).	2.50	3,575.00
1/13/22	CAD	Correspondence w/ internal working group,	0.20	227.00

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		committee members regarding tomorrow's hearing on Debtors' motion to enforce union settlement order.		
1/13/22	T G	Correspondence w/ P Anker re confirmation objection (.2); call w/ L Ryan re plan questions (.2).	0.40	572.00
1/14/22	CAD	Prepare/review materials for (.2) and participate in (.9) special creditors' committee meeting regarding result of today's hearing on Debtors' motion to enforce union settlement order (regarding Invictus) and mediation status/mediation vs. committee settlement proposal/next steps.	1.10	1,248.50
1/14/22	B M	Preparation (.3) and participation (.9) on the UCC call to discuss the state of the plan mediation and the mediator's proposal; call with Alberts regarding the plan process (.4); call with N. Cohen regarding the plan voting (.3); memorandum regarding UCC plan issues (.5).	2.40	3,960.00
1/14/22	T G	Prepare for (.2) and participate on (.9) Committee call re Plan status.	1.10	1,573.00
1/17/22	B M	Review and comment on the agenda, exhibits and handouts for the 1/18 UCC call (1.2); calls with UCC members regarding plan voting (1.4); draft memorandum regarding UCC voting issues (.5).	3.10	5,115.00
1/18/22	B M	Preparation (.2) and participation (.7) on the UCC call to discuss case issues; correspond with the UCC regarding confirmation objection issues (.7); call with Rosenblatt regarding plan voting (.3); calls with P. Anker regarding confirmation issues (.5); call with Levine regarding ` confirmation (.3).	2.70	4,455.00
1/18/22	CAD	Participate in special creditors' committee meeting regarding mediation status and committee's objection to plan confirmation/next steps.	0.70	794.50
1/18/22	T G	Prepare for (.3) and participate on Committee call (.7); call w/ C Plaza re: same (.2).	1.20	1,716.00
1/18/22	MVD	Participate in UCC meeting regarding confirmation.	0.70	826.00
1/18/22	B L	Participate in UCC meeting re: mediation/confirmation (.7); follow up w/ team	1.00	1,650.00

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		re: same (.3).		
1/19/22	CAD	Prepare/review materials for (.2) and participate in (.8) weekly creditors' committee meeting regarding plan confirmation/committee's and other objections to confirmation/next steps.	1.00	1,135.00
1/19/22	T G	Prepare for (.4) and participate on (.8) Committee call re plan objection/negotiations.	1.20	1,716.00
1/19/22	B M	Preparation (.4) and participation (.8) at the 1/19 UCC meeting to discuss case issues; correspond with the Ad Hoc Group of OpCo creditors regarding confirmation issues (.7); correspond with the Debtors and the Ad Hoc Note holders regarding settlement discussions (.4); call with Williams regarding the plan objection (.3).	2.60	4,290.00
1/19/22	MVD	Participate in UCC meeting regarding confirmation.	0.70	826.00
1/19/22	B L	Participate in UCC meeting re: case issues (.8); prepare for same (.2).	1.00	1,650.00
1/19/22	J B	Attend call with Committee and Committee professionals re: updates on plan settlement discussions and filing of plan objections (in part).	0.60	495.00
1/21/22	B M	Correspond with the UCC regarding the status of plan discussions (.4); call with counsel to the OpCo Ad Hoc Group regarding plan settlement discussions (.4); call with counsel to Invictus regarding the Independencia claim (.3).	1.10	1,815.00
1/24/22	CAD	Correspondence w/ B. Miller, committee members regarding status of confirmation-related pleadings and plan discussions.	0.10	113.50
1/25/22	CAD	Participate in creditors' committee meeting regarding plan parties' settlement proposal and committee's proposed counter.	0.80	908.00
1/25/22	T G	Call w/ ad hoc group re confirmation/settlement discussions (.8); prepare for (.4) and participate on (.8) Committee call; review FTI materials for same (.4) and correspondence w/ FTI re same (.2).	2.60	3,718.00
1/25/22	B L	Participate in UCC meeting re confirmation strategy (.8); follow up w/ team re: same (.1).	0.90	1,485.00
1/26/22	B M	Preparation (.4) and attendance (.8) on the UCC call to discuss open cases issues; correspond	1.90	3,135.00

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		with creditors regarding the confirmation hearing status (.7).		
1/26/22	CAD	Prepare/review materials for (.2) and participate in (.8) weekly creditors' committee meeting (regarding status of plan discussions/settlement term sheet, committee counterproposal, and settlement authority/confirmation issues); correspondence w/ B. Miller, committee members regarding status of plan settlement discussions/term sheet (.1).	1.10	1,248.50
1/26/22	T G	Prepare for (.3) and participate on (.8) Committee call re: plan discussions/ settlement.	1.10	1,573.00
1/26/22	B L	Participate in UCC meeting re settlement strategy.	0.80	1,320.00
1/26/22	J B	Attend meeting with Committee and Committee professionals re: updates on plan settlement discussions.	1.00	825.00
1/28/22	CAD	Correspondence w/ B. Miller, committee members regarding the court's confirmation of the Debtors' plan and next steps.	0.20	227.00
1/28/22	T G	Correspondence w/ UCC re hearing status.	0.40	572.00
1/30/22	T G	Correspondence w/ Gibson re note term sheet.	0.20	286.00
Sub-Total			57.10	83,269.50

Plan and Disclosure Statement

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/1/22	CAD	Correspondence w/ B. Lennon, B. Miller regarding committee's objection to plan confirmation (.2); correspondence w/ A. Scarcella, internal working group regarding plan confirmation-related research (.1) and review/analyze same (.2).	0.50	\$ 567.50
1/1/22	DMS	Work on confirmation objection.	1.10	1,457.50
1/1/22	A S	Incorporate M. Dunn's comments into equitable subordination research.	0.60	294.00
1/2/22	CAD	Review/analyze current draft of committee's	0.70	794.50

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		objection to plan confirmation (.5); correspondence w/ B. Miller, T. Goren regarding same (.2).		
1/2/22	DMS	Work on confirmation objection.	0.60	795.00
1/2/22	B M	Review the Declarations of Sainz, Arnold, and De La Calle in support of plan confirmation (2.8); memorandum regarding the Debtors' plan support Declarations (.7); review the deposition schedule (.3); correspond with FTI regarding the UCC Declarations in support of the confirmation objection (.7).	4.50	7,425.00
1/2/22	MVD	Revise/supplement confirmation objection.	0.90	1,062.00
1/2/22	K M	Review and analyze Debtors' Plan and supplemental filings, UCC objections, and case correspondence discussing arguments related to the UCC's objection to Plan Confirmation.	3.00	3,720.00
1/3/22	CAD	Correspondence w/ Katten, internal working group regarding confirmation objections, objection deadline, and voting tabulations (.2); subsequent correspondence w/ internal working group regarding same (.3); correspondence w/ internal working group, FTI regarding Delta JCA and amendment (.2) and N. Cohen declaration in support of committee' objection to plan (.2); correspondence w/ internal working group regarding additional plan confirmation objection-related research (.2); correspondence w/ M. Dunn regarding committee's objection to confirmation and comments (.2) and S. Star declaration in support of objection (.1); review and revise committee's objection to confirmation (6.8); correspondence w/ internal working group regarding same and comments (.2); brief review/analysis of T. Goren comments to committee's objection to confirmation (.2); review/analyze B. Lennon comments to committee's objection to confirmation (.2) and correspondence w/ internal working group regarding same and additional comments (.6); review/analyze Invictus's response to Debtors' motion to	11.50	13,052.50

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		enforce court order regarding complying plan language (.9) and correspondence w/ internal working group regarding same (.1); correspondence w/ A. Scarcella, internal working group regarding Delta service agreement and related research (.2) and review/analyze same (.2); brief review/analysis of Debtors' notice of filing of Sainz, de la Calle, and Arnold declarations in support of plan confirmation (.7).		
1/3/22	T G	Review and revise draft confirmation objection (3.9); correspondence w/ team re same (.7); call w/ J Levine and Guggenheim re status (.5); calls (x2) w/ B Miller re plan status (.4); review Invictus reply to motion to compel (.8); review deposition outline (.9); correspondence w/ team/Katten re objection deadline/timing (.4); review Delta services agreement (.6) and correspondence w/ FTI and team re same (.4); review OpCo recovery analysis (.3); correspondence w/ FTI re Star declaration (.2).	9.10	13,013.00
1/3/22	B M	Review the Invictus Objection to the Complying Plan language (.7); draft memorandum regarding the Complying Plan language issues (.5); review and comment on the deposition outlines for Williams, Sainz, Arnold, Parkhill and Tricio (2.3); review and comment on the UCC objection to confirmation (2.6); review and comment on the FTI Declarations in support of the UCC confirmation objection (1.1); review the summary of documents received from the Alliance Parties (.7); memorandum regarding confirmation issues (.8).	8.70	14,355.00
1/3/22	A S	Draft additional section of confirmation objection for M. Dunn (1.9); update plan objection projects tracker (.1); research on certain language in management services agreement for M. Dunn (3.4); review plan objection research memo for M. Dunn (.8).	6.20	3,038.00
1/3/22	A A	Assist w/ research i/c/w confirmation objection.	1.40	686.00
1/3/22	DMS	Revise confirmation objection.	3.10	4,107.50

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1/3/22	J G	Research i/c/w UCC Plan objection (1.5); analyze December claims trade agreements for purposes of upcoming hearing (.2).	1.70	833.00
1/3/22	B L	Review and revise confirmation objection (1.2); correspond with team re strategy considerations (.5); review Invictus response to Debtors' motion to designate (.4); correspond with team re same (.2).	2.30	3,795.00
1/3/22	MVD	Review new Delta services agreement and term sheet (.8); revise/supplement S&S declaration in support of confirmation objection (.7); review and comment on contract enforcement research prepared by A. Scarcella (.6); review FTI deck regarding recoveries based on different IP valuations (.3); review documents produced in discovery regarding distribution to Mexican Investors (.3); review Invictus response to Debtors' motion to enforce complying plan terms and related declaration (.9).	3.60	4,248.00
1/4/22	CAD	Review/analyze Debtors' declarations in support of confirmation (Sainz, de la Calle, and Arnold) (1.2); various correspondence w/ internal working group regarding same and analysis/strategy and rebuttal testimony (1.1); correspondence w/ internal working group regarding plan confirmation objection-related research (.2) and review/analyze same (.2); review/analyze current draft of N. Cohen (FTI) declaration in support of committee's confirmation objection (.5); correspondence w/ internal working group regarding same and comments (.2); correspondence w/ internal working group regarding motion in limine in connection w/ confirmation hearing (.2); correspondence w/ L. Barrett (Arnold & Porter), internal working group regarding plan voting materials (.2); various correspondence w/ internal working group, FTI regarding R. Arnold deposition prep (.3) and S. Williams deposition prep (.3); discussion (.2) and correspondence (.5) w/ D. Sinclair regarding	5.10	5,788.50

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		draft confirmation objection issues.		
1/4/22	B M	Deposition preparation for the Williams, Sainz and Arnold depositions (3.4), meetings with FTI to discuss the FTI Declarations in support of the UCC confirmation objection (2.8) review the Kocovski Declaration (1.3); memorandum regarding the UCC objection to confirmation (.7); call with the US Trustee regarding the scheduled depositions (.4); call with the Ad Hoc OpCo Group regarding the Confirmation objection (.5).	9.10	15,015.00
1/4/22	T G	Review and revise Cohen declaration (2.4); review and analyze deposition outlines i/c/w confirmation objection (1.2); follow-up call w/ B Miller re same (.5); call w/ FTI and team re Cohen declaration/deposition prep (1.5); call w/ N Cohen (x2) re same (.4); review Debtors' confirmation declarations (1.8); review Invictus response re Debtors' motion to enforce (.7); call w/ WFG re confirmation objection/declarations (.6); correspondence w/ S&S, FTI and team re deposition outline/questions (.6); call w/ B. Miller and D. Sinclair re confirmation objection (.4).	10.10	14,443.00
1/4/22	A S	Corr. w/ FTI, WFG, and S&S re: Cohen's declaration and upcoming depositions (1.2); corr. w/ WFG team re: plan objection, upcoming depositions, and various declarations (.6).	1.80	882.00
1/4/22	MVD	Review Kocovski declaration in support of plan confirmation.	0.80	944.00
1/4/22	JCD	Call with UCC professionals to discuss updates and status of plan objection (.8); review latest draft of plan objection (.8).	1.60	3,040.00
1/4/22	J G	Incorporate research into plan objection (.4); corr. with M. Dunn re December trade claims agreements (.5); attend call with WFG internal team, SyS and FTI re: upcoming depositions (1.4); corr. with M. Dunn, J. Brandt and A. Scarcella re: same (.2); attend weekly call with internal WFG team re: depositions, upcoming hearing and strategy (.5); analyze Delta's past 10-K and 10-Q filings and AMX's annual	5.20	2,548.00

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		reports for purposes of the UCC plan objection (2.0); corr. with M. Dunn, J. Brandt and A. Scarcella re: same (.2).		
1/4/22	B L	Strategy session with FTI and Willkie teams re: confirmation (1.0); follow up with Willkie team (.5).	1.50	2,475.00
1/4/22	DMS	Call with B. Miller and T. Goren re confirmation objection (.4); discuss confirmation objection arguments with M. Dunn (1.0); correspondence with Willkie team regarding discovery and depositions i/c/w confirmation (0.3); review comments to confirmation objection (.2) and corr with T Goren re same (.1); call with FTI and Willkie teams re confirmation declarations (1.4); call with Willkie team re confirmation objection workstreams (0.5); call with K. Mathews and FTI team re depositions (0.6); review outlines for same (.5).	5.00	6,625.00
1/4/22	DMS	Review N. Cohen declaration (.3); review declaration of S. Star (.2); corr with C Damast re distributions under plan (.2).	0.70	927.50
1/4/22	J B	Draft response to B. Miller re: question on UCC plan objection (.6); attend call with Willkie and FTI teams re: litigation strategy for forthcoming depositions of Debtors' witnesses (1.4).	2.00	1,650.00
1/4/22	MVD	Revise/supplement Star declaration in support of confirmation objection (.6); review Debtors' declarations in support of plan confirmation: Sainz (.3); de la Calle (.5); Arnold (.4); review draft Cohen declaration in support of confirmation objection (.6); review documents produced in discovery regarding Mexican Investors' distribution (.2); revise/supplement S&S declaration in support of confirmation objection (.4); review updated Star declaration in support of confirmation objection (.3); draft objection to plan confirmation (5.9); review Debtors' responses and objections to discovery (.4).	9.60	11,328.00
1/4/22	CAD	Participate in weekly call w/ Santamarina & Steta, J. Delgado regarding status of matters w/ Mexican law implications/things to be done	0.40	454.00

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		(confirmation objection/Sainz deposition preparation/declaration in support of confirmation objection).		
1/5/22	WTE	Review corr. from Willkie team re: confirmation objection.	0.10	135.00
1/5/22	CAD	Correspondence w/ N. Cohen (FTI), internal working group regarding Delta JCA and Delta Service Agreement and B. Kocovski declaration in support of confirmation (.3); correspondence w/ B. Miller, internal working group, FTI regarding postponement of hearing on Debtors' motion to enforce union settlement order and judge's request for chambers conference to discuss confirmation scheduling (.2); correspondence w/ T. Goren, internal working group, chambers regarding such chambers conference and agenda (.3); brief review/analysis of revised draft of committee's objection to plan confirmation (.4); brief review/analysis of J. Leon-Orantes declaration in support of committee's objection to plan confirmation (.4); participate in chambers conference w/ Judge Chapman, all plan parties regarding Debtors' motion to enforce union settlement order/Invictus response and confirmation/discovery-related scheduling and next steps (.8); debrief call w/ internal working group, FTI regarding same, today's and upcoming depositions, confirmation objection/scheduling, and things to be done (1.5); follow up call w/ internal working group regarding same (.5); correspondence w/ M. Dunn regarding current draft of committee's confirmation objection (.2).	4.60	5,221.00
1/5/22	B M	Review the Kocovski Declaration (1.3); discussions with the UCC professionals regarding the Debtors' declarations and deposition schedule (3.2); chambers conference regarding the upcoming hearings (.8); correspondence with the UCC regarding the updated confirmation schedule (.5); prepare memorandum regarding open confirmation issues and revised schedule (.8); review	7.90	13,035.00

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		deposition summaries from Williams, Arnold and Sainz depositions (1.3).		
1/5/22	DMS	Chambers conference with Judge Chapman re confirmation scheduling (0.8); call with Willkie and FTI teams re confirmation objection (1.1); follow up call with Willkie team re same (0.5).	2.40	3,180.00
1/5/22	T G	Review and analyze Kocovski declaration (2.4); call w/ N Cohen re same (.6); calls (x3) w/ B Miller re same/hearing timing (.5); calls (x2) and correspondence w/ J Eisen re chambers conference (.4); correspondence w/ Chambers/confirmation parties re UCC scheduling concerns (.8); review and revise updated draft of confirmation objection (2.2); review updated Star declaration (.6) and correspondence w/ FTI re same (.3); call w/ UST re confidentiality designations (.5); chambers conference re confirmation status (.8); follow-up call w/ FTI/S&S re same (1.6); review and analyze deposition summaries (.7).	11.40	16,302.00
1/5/22	A S	Incorporate M. Dunn's comments and edits into plan objection (1.7); corr. w/ UCC regarding scheduling updates and status of plan objection and depositions (.6); draft section of plan objection (.8); corr. w/ FTI and WFG re: today's depositions and chambers conference (1.6).	4.70	2,303.00
1/5/22	J B	Attend chambers conference re: plan negotiation and settlement updates (.8); participate in call with Willkie and FTI re: discussion on Committee depositions and go forward strategy re same (1.5).	2.30	1,897.50
1/5/22	MVD	Review Debtors' reply to Invictus.	0.50	590.00
1/5/22	MVD	Draft brief in support of objection to confirmation of plan.	6.90	8,142.00
1/5/22	J G	Attend call with internal WFG team and FTi re: chambers conference, depositions and UCC objection for purposes of plan hearing. (1.5); corr. with M . Dunn re: Tricio deposition (.1).	1.60	784.00
1/5/22	B L	Correspond with Willkie team re chambers conference and confirmation schedule.	0.30	495.00
1/5/22	MVD	Participate in chambers conference regarding plan issues (.9); review JCA amendment (.8);	2.40	2,832.00

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		review revised draft of S&S declaration in support of confirmation objection (.3); review plan and disclosure statement and outline Delta/Mexican Shareholders' treatment for litigation team (.4).		
1/6/22	DMS	Correspondence with Willkie team regarding confirmation issues (0.2); work on confirmation objection arguments (4.2).	4.40	5,830.00
1/6/22	B M	Discussions with the Debtors and the UCC regarding mediation and the plan process (2.4); meetings with FTI regarding the FTI Declarations in support of the UCC confirmation objection (3.1); discussions with creditors regarding the plan voting deadline (.7); memorandum regarding open confirmation issues for the UCC (1.3); review the deposition summary for Tricio (.4).	7.90	13,035.00
1/6/22	CAD	Review/analyze H. Parkhill declaration in support of confirmation (.4); correspondence w/ internal working group regarding same (.2); correspondence w/ internal working group regarding voting procedures (.2); review/analyze Debtors' reply to Invictus's response to Debtors' motion to enforce union settlement order (.3); correspondence w/ internal working group regarding draft of committee's objection to confirmation (.2); correspondence w/ internal working group regarding comments to S. Star (FTI) declaration in support of committee's objection to confirmation (.2); correspondence w/ internal working group, FTI regarding plan/settlement discussions status (.2); various correspondence w/ internal working group regarding several plan settlement scenarios (.4); review and revise current draft of committee's objection to confirmation (2.8).	4.90	5,561.50
1/6/22	T G	Review and analyze Parkhill declaration (.6); correspondence w/ team re same (.4); review deposition outlines (.8); review and revise confirmation objection (.9); call w/ N. Cohen re expert declaration (1.0); call w/ FTI re IP declaration (.8); review updated Star declaration	6.80	9,724.00

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		(.4) and correspondence w/ FTI re same (.3); correspondence w/ WFG/FTI re potential settlement structures (.7); calls w/ B Phillips re plan voting/negotiation status (.6); follow-up calls (x2) w/ B Miller re same (.3).		
1/6/22	A S	Draft summary of Rolf deposition for D. Sinclair (.9); review Rolf transcript in connection with the plan objection for M. Dunn (2.0); corr. w/ J. Brandt re: IP valuation and Rolf deposition (.3); research gerrymandering and solicitation for M. Dunn (1.0); review and summarize the Cebures agreement for M. Dunn (1.9).	6.10	2,989.00
1/6/22	A A	Assist w/ research i/c/w confirmation objection.	1.60	784.00
1/6/22	B B	Research plan classification issues.	0.50	140.00
1/6/22	J G	Draft section of UCC Objection to confirmation (4.7); corr. with SyS counsel, J. Dugan, M. Dunn, D. Sinclair and C. Damast re: same (.2); summarize deposition of Alejandro Sainz for WFG internal team (2.0); corr. with C. Damast, G. Antonello and N. Benitez re Sainz deposition (.2); analyze deposition of Eduardo Tricio (1.3) and summarize deposition for WFG internal team (.4); corr. with M. Dunn re Tricio deposition (.2).	9.00	4,410.00
1/6/22	MVD	Review Parkhill declaration (.2); draft confirmation objection (3.7); revise/supplement Cohen declaration in support of confirmation objection (1.6); revise/supplement S&S declaration in support of confirmation objection (1.2); review excerpts from Williams deposition prepared by J. Brandt (.3); review and comment on summary of Tricio deposition (.3); review excerpts from Arnold deposition prepared by A. Scarcella (.2); review and comment on summary of Cebures issues prepared by A. Scarcella (.3).	7.80	9,204.00
1/6/22	J B	Review rough transcript of Rothschild deposition (1.7) and corr. re same with A. Scarcella (.3); review and mark designations on Steve Williams (Delta) deposition transcript	5.50	4,537.50

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1/7/22	DMS	(3.5). Review Parkhill declaration (0.5); call with Willkie and FTI teams regarding Star declaration and intellectual property valuation (1.1).	1.60	2,120.00
1/7/22	CAD	Telephone conference w/ internal working group and FTI regarding IP valuation issues, declarations in support of committee's objection to plan, and possible settlement/mediation scenarios (1.1); correspondence w/ Santamarina & Steta regarding final Tricio deposition transcript (.1); correspondence w/ internal working group regarding same and committee's confirmation objection (.2); correspondence w/ Sara J. (Uline), M. Dunn regarding plan voting issues (.2); review and revise current draft of committee's objection to confirmation (2.2); correspondence w/ internal working group regarding same and comments (.2); various correspondence w/ M. Healy (FTI), internal working group regarding several hypothetical recovery scenarios (.8) and review/analyze same (.6); correspondence w/ D. Sinclair, M. Dunn regarding J. Leon-Orantes declaration in support of committee's objection to confirmation (.2); correspondence w/ internal working group regarding plan voting (.2).	5.80	6,583.00
1/7/22	A S	Research gerrymandering and classification for M. Dunn (1.4); corr. w/ WFG and FTI to discuss IP valuation declaration (1.1); prepare documents and research entire fairness for UCC objection for M. Dunn (2.0).	4.50	2,205.00
1/7/22	T G	Call w/ FTI re settlement scenarios/Star declaration (1.4); follow-up call w/ B Miller re same (.2); review updated Star declaration (.8); analyze potential settlement scenarios (.7); correspondence w/ WFG team re voted results (.5); correspondence w/ team re IP valuation report/discovery (.4); review deposition summaries (.6).	4.60	6,578.00
1/7/22	B M	Review and comment on the FTI Declarations of Star, Cohen and Schwager in support of the UCC confirmation objection (3.6); review and	6.90	11,385.00

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		comment on the UCC confirmation objection (2.4); memorandum regarding confirmation issues and settlement negotiations (.9).		
1/7/22	A A	Conduct research i/c/w Confirmation Objection for attorneys.	1.70	833.00
1/7/22	J B	Participate in call with FTI and Willkie re: updates for FTI declarations in support of plan confirmation objection and update on settlement discussions (1.0); attend chambers conference and corr. with Willkie internal team re: updates from chambers conference (1.0).	2.00	1,650.00
1/7/22	J G	Attend call with WFG internal team and FTI to discuss declaration of Star for purposes of UCC Objection (1.0); corr. with C. Damast and M. Dunn re summary of Tricio deposition (.2); analysis of Tricio deposition for purposes of UCC Objection (1.2); corr. with N. Benitez re: same (.2).	2.60	1,274.00
1/7/22	MVD	Revise/supplement Star declaration in support of confirmation objection (1.1); review and comment on solicitation research prepared by A. Scarcella (.7); consideration of illustrative recovery scenarios outlined by FTI (.2); review revised S&S declaration in support of confirmation objection (.4); revise confirmation objection (2.8); review information regarding recovery scenarios prepared by FTI (.3); consideration of issues to be addressed in Parkhill deposition (.4); review and revise summary of Tricio deposition (.4); review the following fleet motions filed by the Debtors: Macquarie (.3); BeauTech (.3); SAEL (.3); consideration of potential unfair discrimination research necessary for confirmation objection (.3).	7.50	8,850.00
1/8/22	CAD	Correspondence w/ internal working group regarding plan voting issues (.3); correspondence w/ internal working group regarding confirmation objection and issues/strategy (1.1); conduct research regarding same (1.6); correspondence w/ A. Scarcella regarding plan confirmation-related research (.1) and review/analyze same (.2);	3.50	3,972.50

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		correspondence w/ M. Dunn regarding voting report (.1) and review/analyze same (.1).		
1/8/22	A S	Research reclassification for M. Dunn (.5); research unfair discrimination for J. Brandt & M. Dunn (2.8).	3.30	1,617.00
1/8/22	T G	Correspondence w/ team re voting results (.6); review and analyze voting report (.4); correspondence w/ M Edelman re same (.2); review cram down research (.5).	1.70	2,431.00
1/8/22	DMS	Review sample Second and Third Circuit confirmation objections and consider arguments.	2.00	2,650.00
1/8/22	B L	Correspond with team re voting issues (.3); analyze issues re confirmation objection (.5).	0.80	1,320.00
1/8/22	J G	Corr. with N. Benitez, J. Brandt and M. Dunn re: Tricio Deposition for purposes of UCC Objection (.3); research i/c/w UCC Objection (1.9); corr. with M. Dunn re same (.1).	2.30	1,127.00
1/8/22	MVD	Review excerpts from Tricio deposition prepared by J. Graber for use in confirmation objection (.4); revise/supplement confirmation objection (2.5).	2.90	3,422.00
1/9/22	CAD	Various correspondence w/ internal working group regarding plan voting and plan confirmation-related issues and strategy (.8); correspondence w/ M. Healy (FTI), internal working group regarding illustrative recovery scenarios (.2) and review/analyze same (.2).	1.20	1,362.00
1/9/22	T G	Correspondence w/ team re plan voting/IP valuation questions.	0.60	858.00
1/9/22	B M	Review the plan voting and solicitation motion and order (.8); correspondence regarding the Falko vote and possible motion to allow a claim (.6); review of the preliminary plan voting report (.4); review and comment on the outlines for the 1/10 depositions (.5).	2.30	3,795.00
1/9/22	DMS	Revise confirmation objection arguments and corr with M Dunn re same.	1.50	1,987.50
1/9/22	B L	Analyze issues re confirmation objections (.7); correspond with team re same (.4).	1.10	1,815.00
1/9/22	MVD	Draft confirmation objection (4.7); review draft IP report prepared by FTI (.6).	5.30	6,254.00
1/10/22	DMS	Work on confirmation objection (2.6); review	3.50	4,637.50

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1/10/22	DMS	intellectual property valuation prepared by FTI (0.7); review Kocovski declaration (0.2). Call with Falko, Nordic, B. Miller, T. Goren, C. Damast re: plan voting (0.3); review disclosure statement order (0.2); call with Willkie team regarding confirmation objection and related research (1.7); call with M. Dunn re confirmation research assignments (0.3); call with B. Lennon re objection strategy (0.4); consider strategies re plan voting issues (1.2).	4.10	5,432.50
1/10/22	CAD	Review/analyze draft of J. Schwager (FTI) expert report in support of committee's plan confirmation objection (.7); correspondence w/ internal working group regarding same and comments (.3); correspondence w/ K. Mathews, S. Star (FTI) regarding same and deadline/timing (.3); lengthy discussion w/ internal working group regarding committee's objection to confirmation, strategy, and related research (1.2); review and revise J. Leon-Orantes declaration in support of committee's plan objection (2.8); correspondence w/ Santamarina & Steta, internal working group regarding same and comments (.2); subsequent correspondence w/ J. Leon-Orantes (Santamarina & Steta) regarding same (.2); correspondence w/ internal working group regarding plan voting and Rule 3018 issues (.2); correspondence w/ M. Healy (FTI) regarding same (.2); correspondence w/ B. Miller, internal working group regarding chambers conference regarding Debtors' motion to enforce union settlement order (Independencia) (.2).	6.30	7,150.50
1/10/22	CAD	Review/analyze notice of adjournment of confirmation hearing.	0.10	113.50
1/10/22	DMS	Review and markup IP valuation report.	1.90	2,517.50
1/10/22	DMS	Conduct entire fairness/insider transaction research.	0.90	1,192.50
1/10/22	T G	Call w/ WFG team re confirmation objection (1.7); call w/ J Levine re voting report (.3); review deposition summaries (.9); prepare outline of potential voting challenges (1.2); call	8.40	12,012.00

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		w/ B Miller re plan status (.4); call w/ L Szlezinger re Aimia/Plan (.2); review PLM plan objection (.4); review and analyze confirmation objection re potential changes (1.6); review and analyze research re vote designation (.6); review draft IP valuation report (1.1).		
1/10/22	B M	Discussions with Falko regarding the plan voting (1.2); memorandum regarding plan voting (.6); review of the deposition outlines for De La Calles, Kearney and Scherer (1.4); chambers conference regarding the Independencia claim (.4).	3.60	5,940.00
1/10/22	A S	Prepare plan objection materials for D. Sinclair (.1); corr. w/ internal team re UCC confirmation objection next steps (1.7); research confirmation issues for team (.8); corr. w/ M. Dunn re additional research projections (.2).	2.80	1,372.00
1/10/22	J B	Participate in call with AMX internal team re revisions to plan objection and go-forward litigation strategy (1.7); conduct research re motion to designate votes (.8).	2.50	2,062.50
1/10/22	B L	Review correspondence from B Miller re summary of court conference re Independencia claim.	0.20	330.00
1/10/22	B L	Correspondence with team re voting issues.	0.50	825.00
1/10/22	J G	Attend call with internal WFG team re: plan voting, confirmation hearing, confirmation objection and strategy (in part) (1.0); corr. with M. Dunn re designation motion and research i/c/w confirmation hearing (.1).	1.10	539.00
1/10/22	T G	Chambers conference re Invictus (.4); and follow-up call w/ Miller and Anker re same (.5).	0.90	1,287.00
1/10/22	MVD	Review/comment on FTI declaration in support of objection (1.6); review transcript from De La Calle deposition (.6); review/comment on S&S declaration in support of plan objection (.7); review Williams deposition transcript/exhibits (.8); revise/supplement confirmation objection (4.3); review PLM plan objection (.4); review draft of Schwager expert report (.5).	8.90	10,502.00
1/11/22	DMS	Call with Falko and Pillsbury re plan voting (0.6); call with Invictus advisors and Willkie	5.30	7,022.50

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		team (0.5); review plan research (0.3) and corr with M. Dunn re same (0.2); research re plan settlements (0.8); call with UCC regarding mediation proposal (1.0); call with Willkie team regarding confirmation objection (0.8); research re 9019 standards (1.1).		
1/11/22	CAD	Telephone conference w/ L. Crowley (Pillsbury), Falko, internal working group regarding plan voting/objection issues and plan mediation (.5); correspondence w/ internal working group regarding comments to J. Schwager (FTI) expert IP valuation report (.3) and review/analyze same (.4); correspondence w/ J. Schwager, internal working group regarding same (.2); correspondence (.2) and telephone conference (.5) w/ J. Levine (Arnold & Porter), P. Anker (Wilmer Hale), internal working group regarding plan/Invictus/mediation issues and next steps; review/analyze proposed committee plan settlement proposal (.2); review/analyze Epiq voting declaration (.2); correspondence w/ A. Scarcella, internal working group regarding plan confirmation objection-related research (.2) and review/analyze same (.2); correspondence w/ K. Mathews, N. Cohen (FTI) regarding 2017 JCA Amendment (.2).	3.10	3,518.50
1/11/22	CAD	Participate in weekly call w/ internal working group regarding status of committee's confirmation objection/supporting declarations, document productions, depositions, research, and things to be done.	0.80	908.00
1/11/22	DMS	Call with Willkie team re confirmation objection strategy (0.9); work on reconsideration motion (2.2).	2.90	3,842.50
1/11/22	B M	Review and comment on the UCC objection to plan confirmation (4.3); review and comment on the Scherer and Kocovski deposition outlines (1.3); review the Epiq voting declaration (.4); memorandum regarding plan voting issues (.3).	6.30	10,395.00
1/11/22	T G	Review voting declaration (.6); call w/ A&P/Wilmer re plan objection/mediation (.5);	6.60	9,438.00

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		call w/ Falko re plan voting (.7); calls (multiple) w/ B Miller re plan objection/negotiations (.5); call w/ FTI re Plan proposals/litigation status (.8); call w/ WFG team re same (.8); call w/ N Cohen re expert declaration (.2); review Schwager expert declaration (.9) and correspondence w/ FTI and team re supporting materials (.4); correspondence w/ D Sinclair re plan objection (.4) and review research re same (.8).		
1/11/22	A S	Research section 363 for M. Dunn (2.5); corr. w/ UCC re mediation proposal (.8); corr. w/ WFG team re depositions, plan objection, and research (.8); corr. w/ J. Brandt re plan objection (.4); research bad faith and claims estimation for M. Dun (1.4).	5.90	2,891.00
1/11/22	A A	Assist w/ research i/c/w confirmation objection.	1.20	588.00
1/11/22	J B	Attend call with Falko and Willkie internal team re voting issue (.4); attend call with Willkie and Invictus re: go-forward strategy re plan confirmation objection (.6); attend call with committee and committee professionals re mediation session preparation (1.0); attend call with internal Willkie team re: updates on mediation and plan settlement discussions (.8); draft plan confirmation objection (2.8).	5.60	4,620.00
1/11/22	B L	Analyze issues re voting requirements (.8); correspond with Willkie team re same (.3); telephone conference with Falko team re same (.6).	1.70	2,805.00
1/11/22	B L	Participate in strategy session with FTI and Willkie team (.8); participate in Willkie team meeting re litigation strategy (.8).	1.60	2,640.00
1/11/22	J G	Summarize de la Calle deposition for internal WFG team for purposes of UCC Objection (2.1); corr. with M. Dunn re: deposition summary (.1); attend call with UCC re: voting, confirmation hearing, UCC objection and mediation (.3); research solicitation of votes in bad faith for purposes of UCC confirmation objection (1.9); attend call with WFG team and FTI re: mediation, depositions, and UCC	9.00	4,410.00

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		Objection for purposes of confirmation hearing (1.0); attend call with WFG internal team: re strategy, mediation, and confirmation hearing for purposes of UCC objection (.8); participate in call with J. Brandt and A. Scarcella re: confirmation hearing and depositions (.4); corr. with D. Sinclair re: same (.1); research case law on the standards behind late voting (1.8).		
1/11/22	MVD	Further revise confirmation objection (3.2); participate in meeting with Falko regarding plan vote (in part) (.3); participate in meeting with Invictus regarding plan vote (.6); review and comment on summary of De La Calle deposition prepared by J. Graber (.2); review and comment on plan confirmation research prepared by A. Scarcella (.6); revise/supplement Cohen declaration in support of confirmation objection (1.3); review deck prepared by FTI outlining settlement proposal (.2).	6.40	7,552.00
1/11/22	CAD	Participate in weekly committee professionals' call regarding plan confirmation objection and mediation status/next steps.	0.80	908.00
1/12/22	CAD	Telephone conference w/ internal working group, Katten regarding objections to confirmation/supporting declarations and mediation/plan settlement possibility (.4); correspondence w/ J.C. Machorro (Santamarina & Steta) regarding status of declaration in support of committee's objection to confirmation (.2); correspondence w/ internal working group regarding J. Schwager (FTI) expert report, issues, and next steps (.3); review/analyze PLM objection to plan (.5) and Aimia joinder to same (.1); discuss same and committee's objection to confirmation w/ D. Sinclair (.3); correspondence w/ internal working group regarding PLM objection to confirmation and proofs of claim (.6); review/analyze J. Scherer declaration in support of plan confirmation (.6); correspondence w/ internal working group regarding same and analysis (.5); correspondence w/ M. Bilbao (FTI), internal working group regarding same	4.20	4,767.00

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		(.5); review/analyze supplemental Epiq voting certification (.2)		
1/12/22	T G	Correspondence w/ team re voting report/confirmation objection (.8); call w/ N Cohen re expert report (.5); correspondence w/ DPW re plan consideration allocation (.2); correspondence w/ team re Schwager report (.4); review Scherer declaration (.4) and correspondence w/ team re same (.3); correspondence w/ team re PLM objection (.2); review deposition summaries (.6).	3.40	4,862.00
1/12/22	A S	Research plan issues for C. Damast (1.8); corr. w/ UCC re: mediator session, valuations, and next steps (.6); summarize and review Kearney deposition for WFG team (1.8); research entire fairness for M. Dunn and D. Sinclair (2.3); review deposition of Parkhill for M. Dunn (.5); corr. w/ FTI and WFG re: discussion with DPW and Judge Lane (.6).	7.60	3,724.00
1/12/22	J B	Revise confirmation objection brief (3.0); review PLM filed proofs of claim re C. Damast question (1.0); participate in call with Willkie internal team re: plan mediation updates (.6).	4.60	3,795.00
1/12/22	J G	Draft motion to reconsider (4.0); research voting rights and issues for purposes of UCC Objection (1.2); corr. with J. Brandt re: research for purposes of designation motion (.1).	5.30	2,597.00
1/12/22	B L	Review Scherer declaration.	0.20	330.00
1/12/22	J G	Research confirmation objection issues(.6); attend call with UCC, WFG internal team and FTI to discuss mediation, company forecasts and strategy (.5); call with WFG team and FTI re: mediation and confirmation strategy (.7).	1.80	882.00
1/12/22	DMS	Call with Katten and Willkie teams regarding confirmation objections (0.4); work on reconsideration motion (1.0); call with Committee regarding confirmation issues (0.6); work on confirmation objection (4.5); discuss confirmation hearing preparation with A. Ambeault (0.5); discuss confirmation hearing preparation with J. Dugan (0.2); call with Willkie team regarding confirmation	9.10	12,057.50

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		negotiations (.6); revise confirmation objection (1.3).		
1/12/22	MVD	Participate in meeting with Katten team re confirmation objection (.4); participate in meeting with Willkie and FTI teams regarding settlement proposal and confirmation objection (.7); review draft sealing motion for confirmation objection (.4); review and comment on plan confirmation research prepared by A. Scarcella (.8); review and comment on FTI declarations in support of plan objection (1.1); draft confirmation objection (5.2); review Scherer declaration in support of plan (.6); review transcript of Kearney deposition and exhibits (1.1).	10.30	12,154.00
1/13/22	CAD	Review/analyze current draft of N. Cohen (FTI) declaration in support of committee's confirmation objection (.8); correspondence w/ internal working group regarding same and comments (.2); review/analyze T. Goren comments to same (.3); correspondence w/ N. Cohen (FTI), internal working group regarding same (.2); review and revise current draft of J. Leon-Orantes declaration in support of committee's confirmation objection (1.4); correspondence w/ J. Leon-Orantes (Santamarina & Steta) regarding same (.2).	3.10	3,518.50
1/13/22	A S	Review Parkhill deposition for M Dunn i/c/w confirmation objection (1.0); research entire fairness and market test requirement for M. Dunn (2.6); revise objection to add S & S inserts for M. Dunn (2.9).	6.50	3,185.00
1/13/22	B M	Review and comment on the UCC confirmation objection and the accompanying declarations (3.1); review the deposition outlines for the Kocovski and Scherer depositions (.8).	3.90	6,435.00
1/13/22	T G	Review and revise Cohen expert declaration (4.7); correspondence w/ team re same (.3); calls (x2) w/ N Cohen re same (.4); review and analyze potential arguments for confirmation objection (.9); correspondence/calls w/ B Miller re plan confirmation/negotiations (.8).	7.10	10,153.00
1/13/22	A A	Assist w/ preparation of confirmation objection.	2.40	1,176.00

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1/13/22	DMS	Further review and revise confirmation objection.	4.90	6,492.50
1/13/22	J B	Revise and draft additional section of plan objection re: M. Dunn comments.	5.50	4,537.50
1/13/22	J G	Corr with J. Brandt re: case administration (.1); research voting rights and designation under section 1126 for purposes of confirmation objection (1.5); Corr. with M. Dunn and J. Brandt re: same (.2); research 502(j) case law for purposes of 502(j) motion (2.9); draft 502(j) motion (3.1); corr. with J. Brandt, M. Dunn and D. Sinclair re: designation and voting rights research for purposes of UCC objection (.2); corr. with J. Brandt and D. Sinclair re: exhibits of confirmation objection (.3); Corr. with D. Sinclair re: 502(j) motion (.1).	8.40	4,116.00
1/13/22	B L	Review latest draft of Cohen declaration.	0.30	495.00
1/13/22	MVD	Review and comment on voting research prepared by J. Graber (1.1); review and comment on confirmation research prepared by A. Scarcella (.6); revise/supplement FTI declarations in support of confirmation objection (1.2); revise/supplement S&S declaration in support of confirmation objection (.9); draft confirmation objection (5.8).	9.60	11,328.00
1/14/22	CAD	Various correspondence w/ internal working group regarding current draft of committee's objection to confirmation and review/analyze comments (1.5); discuss same w/ B. Miller (.3) and D. Sinclair (.3); review and revise current draft of committee's objection to confirmation (5.9); correspondence w/ internal working group regarding same and comments (.2); discuss same w/ M. Dunn (.1); correspondence w/ D. Sinclair regarding same/comments/deposition citations and next steps (.4); correspondence w/ FTI, internal working group regarding CVR proposal (.1) and review/analyze same (.1); correspondence w/ FTI, internal working group regarding current draft of J. Schwager (FTI) expert report (.2) and	9.30	10,555.50

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1/14/22	A S	review/analyze same (.2). Corr. w/ UCC re: the Invictus hearing, ongoing negotiations, and next steps (.8); prepare documents for UCC objection for D. Sinclair (.2); review de la Calle dep and prepare docs helpful to confirmation for J. Brandt and M. Dunn review (1.6).	2.60	1,274.00
1/14/22	B M	Review the report on the Kocovski and Scherer depositions (.5); review and comment on the UCC objection to confirmation (2.3); memorandum regarding open confirmation issues (.6).	3.40	5,610.00
1/14/22	T G	Review updated drafts of Cohen declaration (.8) and call/correspondence w/ N Cohen re same (.4); call w/ B. Miller re plan status (.6); call w/ D. Sinclair and B. Miller re confirmation objection status (.5) and follow-up call w/ B. Miller re same (.2); review and revise draft confirmation objection (3.7); review final Schwager valuation report (1.1); correspondence w/ team re confirmation objection changes (.6).	7.90	11,297.00
1/14/22	K H	Draft Dugan declaration (1.7) and assist with locating support for factual arguments in objection (2.3).	4.00	1,960.00
1/14/22	A A	Assist w/ preparation of confirmation objection.	2.90	1,421.00
1/14/22	MVD	Participate in UCC meeting re plan.	0.90	1,062.00
1/14/22	DMS	Revise confirmation objection.	7.80	10,335.00
1/14/22	J B	Continue to draft and revise plan objection.	7.90	6,517.50
1/14/22	K M	Review and respond to case correspondence both internal updates and correspondence with Plan Parties regarding discovery.	1.20	1,488.00
1/14/22	MVD	Review FTI deck re excess cash (.3); revise/supplement confirmation objection (3.1); review Schwager expert report (1.2); review Kocovski declaration in support of confirmation (1.3).	5.90	6,962.00
1/14/22	J G	Attend deposition of William Kocovski for purposes of UCC Objection and upcoming	5.60	2,744.00

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		hearing (4.0); research section 9019 cases for purposes of UCC Objection (.2); analyze deposition of Sainz for purposes of UCC Objection (1.2); corr. with A. Scarcella. J. Brandt and K. Hanley re: same (.2).		
1/14/22	B L	Review and revise latest draft of confirmation brief (1.1); review draft Schwager report (.3).	1.40	2,310.00
1/15/22	CAD	Telephone conference w/ internal working group regarding committee's confirmation objection and strategy/discovery and depositions/things to be done (1.1); subsequent correspondence w/ internal working group regarding comments to committee's confirmation objection (.2); correspondence w/ internal working group regarding status of Debtors' motion to enforce union settlement order (regarding Independencia) (.1); review/analyze current draft of committee's confirmation objection (.5); correspondence w/ D. Sinclair regarding citations for committee's confirmation objection (.1); review and revise N. Cohen in support of committee's objection to plan (5.7); correspondence w/ internal working group regarding same and comments (.5); correspondence (.1) and discussion (.1) w/ J. Brandt regarding same (.1); correspondence w/ N. Cohen, internal working group regarding same and comments (.3); various correspondence w/ internal working group regarding comments to current draft of committee's objection to confirmation (.6); correspondence w/ internal working group regarding additional confirmation-related research issues (.2); review and revise current draft of committee's confirmation objection (.7).	10.30	11,690.50
1/15/22	A S	Review documents and prepare chart summarizing same for UCC objection.	1.50	735.00
1/15/22	B M	Review and discuss the Star, Cohen, Schwager and Santamarina Declarations supporting the UCC objection to confirmation (2.9); review and comment on the UCC objection to confirmation (2.2).	5.10	8,415.00
1/15/22	T G	Call w/ MoFo and WFG re potential foreign	6.90	9,867.00

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		law issues (1.1); call w/ FTI re Star declaration (.8); review updated draft of confirmation objection (2.3) and correspondence w/ WFG team re same (.6); review updated Cohen declaration (1.7) and correspondence w/ FTI and team re same (.4).		
1/15/22	JCD	Correspondence w/ team re: revisions to Plan objection and Cohen declaration (.9); review evidentiary record i/c/w same (1.5); call with FTI to review declaration (.8); call with team to review objection issues (.6).	3.80	7,220.00
1/15/22	MVD	Revise confirmation objection to incorporate new arguments.	3.60	4,248.00
1/15/22	DMS	Revise confirmation objection.	10.40	13,780.00
1/15/22	J B	Continue to draft and revise confirmation objection brief.	7.20	5,940.00
1/15/22	J G	Research Rule 502(j) for purposes of 502(j) motion; (.9); modify 502(J) motion in light of discussion with FTI (.2); corr. with M. Dunn, J. Brandt and A. Scarcella re: UCC Objection and outstanding research needed (.5).	1.60	784.00
1/15/22	K M	Prepare for and participate in conference call with B. Miller, T. Goren, J. Dugan, Juan Delgado, and other Morrison Foerster attorneys to discuss FCPA issues, deposition testimony, and potential follow up research and analysis (1.0); joint update and strategy call with the Willkie and FTI teams to discuss the Star Declaration and related IP and recovery issues (1.0).	2.00	2,480.00
1/15/22	K H	Assist with identifying support for factual arguments in our objection.	2.40	1,176.00
1/15/22	B L	Review latest draft of confirmation objection (.5); correspondence re Cohen declaration revisions with Willkie and FTI teams (.2).	0.70	1,155.00
1/16/22	CAD	Review and revise current draft of N. Cohen (FTI) declaration in support of committee's objection to confirmation (2x) (4.9); various correspondence w/ T. Goren, internal working group regarding same and review/analyze additional comments (.9); correspondence (.1) and discussion (.1) w/ J. Brandt regarding same;	13.10	14,868.50

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		correspondence (.4) and discussion (.1) w/ J. Graber regarding same and comments; various correspondence w/ internal working group regarding comments to current draft of committee's objection to confirmation (2.1); review and revise current draft of committee's objection to confirmation (2x) (4.5).		
1/16/22	B M	Review and comment on the UCC plan objection and accompanying declarations (3.4); memorandum regarding confirmation issues and UCC responses (.9).	4.30	7,095.00
1/16/22	T G	Review and revise further updated drafts of Cohen declaration (.7) and correspondence w/ FTI and team re same (.6); call w/ N. Cohen re same (.3); review and revise updated drafts of confirmation objection (1.8); correspondence w/ team re same (.7).	4.10	5,863.00
1/16/22	K H	Update deposition accuracy and correct citations in confirmation objection.	1.30	637.00
1/16/22	A S	Review and circulate 2019 statements and chart for WFG team (.1); research cases for inclusion in confirmation objection (1.4); compile complying plan and claims data and construct excel sheet for M. Dunn (1.4); review UCC objection for citation and other errors for J. Brandt (2.3); draft section for UCC objection re voting results for J. Brandt (.7); insert depo testimony into UCC objection for J. Brandt (.4).	6.30	3,087.00
1/16/22	A A	Assist w/ preparation of confirmation objection (1.1); corr. w/ team re: same (.3).	1.40	686.00
1/16/22	MVD	Revise/supplement confirmation objection.	2.40	2,832.00
1/16/22	DMS	Further revise confirmation objection and refine arguments.	8.10	10,732.50
1/16/22	J B	Continue to draft and revise confirmation brief, FTI declaration in support of plan confirmation, and related plan objection filings.	11.90	9,817.50
1/16/22	J G	Research case law on 3018 for purposes of UCC objection (.7); corr. with internal working team re solicitation procedures under the Order governing voting procedures (.2); research policy purposes behind plans of reorganization for purposes of UCC objection (.7); analyze	6.10	2,989.00

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		transcripts for purposes of UCC objection and insert transcripts into UCC objection (3.0); incorporate comments and edits into N. Cohen's declaration (1.2); corr. with internal WFG team and C. Damast re same (.2); corr. with FTI re Neal's declaration (.1).		
1/16/22	JCD	Review and revise witness declarations (.8); revisions to Plan objection (.6); review testimony from depositions i/c/w same (.8).	2.20	4,180.00
1/16/22	B L	Review confirmation objection (.9); correspond with team re comments (.6); correspond with team re edits to Cohen declaration (.3).	1.80	2,970.00
1/17/22	CAD	Review and revise current draft of committee's objection to confirmation (2x) (7.3); correspondence (.2) and discussion (.2) w/ D. Sinclair regarding same and comments/issues; various correspondence w/ internal working group regarding same and comments/revisions (1.0); telephone conference w/ internal working group, FTI regarding S. Star declaration in support of committee's objection to confirmation (.7); correspondence w/ internal working group regarding confidentiality/redaction issues for confirmation objection (.2); review/analyze J. Schwager (FTI) supplemental IP expert report (.2) and correspondence w/ internal working group regarding same (.2); review and revise current draft of N. Cohen (FTI) declaration in support of confirmation objection (2x) (1.8) and various correspondence w/ M. Kuan (FTI) regarding same and comments/exhibits (.4); several discussions w/ N. Cohen regarding same and comments (.8); discuss same w/ J. Graber (.2); review/analyze draft of ad hoc OpCo creditors' confirmation objection (.3); discuss confirmation objection and supporting declaration status w/ D. Sinclair (.2); correspondence w/ internal working group, FTI regarding status of today's discussions w/ plan parties (.3); discuss confirmation objection and comments w/ J. Brandt (.5).	14.50	16,457.50
1/17/22	B M	Review and comment on the UCC objection to	6.80	11,220.00

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		confirmation and the accompanying declarations (4.6); discussions with Invictus and the Ad Hoc OpCo Group regarding the confirmation objections (1.2); memorandum regarding open confirmation issues (.7); review the deposition schedule for the UCC witnesses (.3).		
1/17/22	K H	Prepare exhibits to Juan Carlos Declaration.	2.90	1,421.00
1/17/22	T G	Review and revise Star declaration (.6); call w/ FTI re same (.8); review and revise confirmation objection (2.9); review and revise Cohen declaration (1.7); review and revise Schwager supplemental declaration (.6); correspondence w/ FTI and team re declaration/objection status (1.2); calls (multiple) w/ B Miller re same (.6); call w/ N Cohen re declaration (.2).	8.60	12,298.00
1/17/22	A S	Corr. w/ UCC professionals re call w/ Judge Lane (.6); redact confidential portions of UCC objection for J. Brandt (1.1); review UCC objection's declaration citations and fill in bracketed info (1.4); circulate complying plan chart to litigation team for UCC objection (.1); redact confidential portions of updated UCC objection for J. Brandt (.6).	3.80	1,862.00
1/17/22	A A	Bluebook and cite check confirmation objection.	3.20	1,568.00
1/17/22	DMS	Revise confirmation objection.	8.80	11,660.00
1/17/22	J B	Revise UCC plan objection (1.6); propose redactions to UCC plan objection for public filing (1.4).	3.00	2,475.00
1/17/22	B L	Telephone conference with team re status of mediation effort.	1.00	1,650.00
1/17/22	J G	Call with WFG internal team and FTI: ongoing mediation and UCC objection for purposes of confirmation hearing (.6); draft additional section of UCC objection (1.5); revise Cohen Declaration for filing (.3); corr. with C. Damast re: Cohen Declaration (.1).	2.50	1,225.00
1/17/22	JCD	Review and revise witness declarations (1.5); review and revise supplemental IP expert report	3.10	5,890.00

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1/17/22	MVD	(.5) and telephone conference with Jack Schwager re: same (.8); review draft objection (.8); review response to discovery requests (.6). Review Schwager expert report (1.2); review and comment on Cohen declaration in support of confirmation objection (.8); revise/supplement confirmation objection (5.3); revise/supplement Star declaration in support of confirmation objection (.9).	8.20	9,676.00
1/17/22	B L	Review and comment on latest drafts of confirmation objection (1.3); correspondence with team re status of negotiations and litigation strategy (.3).	1.60	2,640.00
1/18/22	DMS	Corr with Willkie team re confirmation objection (0.2); call with creditors committee re: same (0.6); review and revise objection and exhibits (5.4); call with Willkie and FTI Teams regarding confirmation objection (0.7).	6.90	9,142.50
1/18/22	B M	Finalize the UCC objection to confirmation and the accompanying declarations (6.7); communications with the Debtors, the Ad Hoc Groups and Invictus regarding settlement discussions and objections (1.3); review plan for the deposition of the UCC witnesses i/c/w confirmation (.9).	8.90	14,685.00
1/18/22	CAD	Correspondence w/ N. Cohen (FTI), internal working group regarding comments to his declaration in support of the committee's objection to confirmation (.3) and review/analyze/revise same (2x) (1.3); review and revise N. Cohen declaration (1.7); correspondence (.4) and discussions (.3) w/ J. Graber regarding same and revisions/finalizing; various correspondence w/ N. Cohen/M. Kuan (FTI) regarding same (.6); various correspondence w/ internal working group regarding comments to current draft of committee's objection to confirmation (1.6); review and revise committee's objection to plan confirmation (3x) (2.9); discuss same and revisions/comments w/ J. Brandt (.6) and D. Sinclair (.3); review/analyze revised J. Leon-Orantes declaration in support of committee's	11.50	13,052.50

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		confirmation objection (.2); correspondence w/ internal working group, J. Leon-Orantes regarding same (.2); participate in chambers conference w/ Judge Chapman, all plan parties regarding mediation/confirmation objection status and decision on Debtors' motion to enforce union settlement order (.5); various correspondence w/ internal working group regarding redactions in connection w/ committee's confirmation objection (.3); subsequent discussion w/ J. Brandt, D. Sinclair regarding comments to committee's confirmation objection (.3).		
1/18/22	DMS	Work on confirmation objection and coordinating finalization and filing thereof.	7.10	9,407.50
1/18/22	T G	Review and revise various drafts of confirmation objection (4.6); correspondence w/ team and FTI re same (1.3); call w/ FTI re objection/declaration status (.6); review updated drafts of Cohen declaration (.9); review updated drafts of Star declaration (.5); review updated draft of Schwager supplemental report (.4); review S&S declaration (.7); call w/ WFG team re objection status (.5); chambers conference re plan status (.5); calls (x2) w/ N Cohen re objection/declaration (.2); calls w/ B Miller (multiple) re Plan objection/chambers conference (.4); call/correspondence w/ M Comerford re Plan objection (.3); correspondence w/ P Anker re same (.2).	11.10	15,873.00
1/18/22	A S	Update UCC objection to reflect changes to Cohen declaration for J. Brandt (.5); corr. w/ UCC re UCC objection and settlement negotiations (.7); corr. w/ FTI and WFG re: 6pm call w/ Judge Chapman, the UCC objection, and various declarations (.7); call with internal team re objection, chambers conference, and declarations (.6); propose redactions of confidential material in UCC objection and compile documents for N. Benitez (2.3); redact final UCC objection for filing (1.8).	6.60	3,234.00
1/18/22	JCD	Review and revise declarations (.9); meet and	4.50	8,550.00

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		confer with plan parties on discovery matters (.8); call with UCC and advisors re: status of negotiations (.7); call with Chambers re: confirmation (.7); review my declaration (.6); review objection filed by Plan parties (.8).		
1/18/22	A A	Assist w/ preparation of confirmation objection (including updating bluebooking/cite checking, redactions, coordination of copies to Judge, corr. w/ team re: filing and Chambers conference and filing and service of same).	9.20	4,508.00
1/18/22	K H	Assist with fact cite checking brief and Dugan declaration.	4.40	2,156.00
1/18/22	J G	Attend call with UCC, internal WFG team and FTI re: UCC objection filing (.7); corr. with C. Damast re: Neal Cohen's Declaration ISO UCC Objection (.2); corr. with FTI and WFG Internal Team re: Neal Cohen's declaration ISO UCC Objection (.4); Modify Neal Cohen Declaration in light of additional comments from internal WFG team and FTI (.4); Corr with M. Kuan at FTI re: Neal Declaration (.1); Corr. with internal WFG team and FTi re: same (.1); corr with N. Cohen re same (.1); finalize declaration for filing (.6); attend call with WFG internal team, FTI and UCC professionals re: mediation and UCC objection (.6); modify UCC objection re: JCA information (.3); corr with internal WFG team re: chambers conference, filing, UCC objection and declarations in support of objection (.6); corr. with J. Brandt and N. Benitez re: UCC Objection modifications (.4); edit and redact UCC Objection for filing (1.2).	5.70	2,793.00
1/18/22	B L	Revise objection to confirmation (2.2); correspond with Willkie team re same (.8); correspondence with Invictus counsel re objections (.2); review objections from Invictus and ad hoc group (.3); correspond with team re redactions (.2).	3.70	6,105.00
1/18/22	J B	Draft, revise, and coordinate filing of UCC plan objection (12.2) and multiple corr. with internal Willkie and FTI teams re same (1.6).	13.80	11,385.00
1/18/22	K M	Strategy call with the Litigation and Bankruptcy teams to discuss current status of assignments	5.70	7,068.00

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		and ongoing projects i/c/w confirmation (.5); prepare for filing of Confirmation Objection, including reviewing documents for redactions and coordinating requests to unredacted material with the Plan Parties (5.2).		
1/18/22	MVD	Revise/supplement confirmation objection (.7); review OpCo Creditors' confirmation objection (.8); review and comment on FTI declarations (Chohen/Star) in support of confirmation objection (.9); further revise confirmation objection (4.4); review proposed redactions to confirmation objection/Dugan declaration (1.1); revise/supplement S&S declaration in support of confirmation objection (.7); review Schwager expert report (.6).	9.20	10,856.00
1/19/22	CAD	Various correspondence w/ internal working group regarding redacted/unredacted versions of committee's confirmation objection and supporting declarations/exhibits and plan parties' requests for documents (.6); correspondence w/ N. Cohen (FTI), internal working group regarding his declaration in support of committee's objection and Debtors' disclosure statement (.2); correspondence w/ internal working group regarding preparation/outline for confirmation hearing (.2); correspondence w/ internal working group regarding status of plan discussions w/ plan proponents (.2); telephone conference w/ internal working group, FTI regarding debrief from committee meeting, plan confirmation hearing, mediation, and next steps (.5); review/analyze Google's objection to plan (.1); review/analyze Invictus objection to confirmation (.2); review/analyze ad hoc OpCo group objection to confirmation (.4); correspondence w/ C. Rincon (Davis Polk), internal working group regarding Debtors' contemplated motion in limine (.3); correspondence w/ R. Faldetta (FTI), internal working group regarding Debtors'/Alix cash update (.2); correspondence w/ internal working group, J. Leon-Orantes (Santamarina & Steta)	3.20	3,632.00

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1/19/22	T G	regarding corrected declaration in support of committee objection to confirmation (.3). Calls (x2) w/ N Cohen re declaration (.2); call w/ FTI re plan objection/negotiations (.4); correspondence w/ Katten and team re Debtors' MIL and court conference (.5); correspondence w/ team re trial prep (.3); review ad hoc confirmation objection (.5); correspondence w/ team re objection/declaration redactions/distribution (.5); review updated S&S declaration and correspondence w/ team re same (.3); review Secondment agreement re Cohen additional arguments (.2).	2.90	4,147.00
1/19/22	B M	Preparation for the confirmation hearing including review of the UCC objection, cases cited, the UCC Declarations and deposition transcripts (5.2); review the Ad Hoc OpCo and Invictus Objections to confirmation of the plan (1.7).	6.90	11,385.00
1/19/22	A A	Prepare materials for Chambers (1.9); draft notice of corrected exhibit to Dugan Declaration (.4); prepare, file and serve notice of corrected Dugan Declaration (.4); assist w/ preparation of materials for upcoming confirmation hearing (2.3).	5.00	2,450.00
1/19/22	A S	Review and circulate pleadings for M. Dunn (.2); corr. w/ N. Benitez re: preparing pleading for plan parties (.1); call w/ UCC re: yesterday's chambers conference, our filings, the Invictus hearing, (.8); prepare redacted versions of objection for plan parties (.6); corr. w/ WFG and FTI re: upcoming confirmation hearing, proposals, and next steps (.5).	2.20	1,078.00
1/19/22	DMS	Meet with creditors committee, Willkie and FTI teams regarding confirmation hearing (0.6); call with Willkie team regarding confirmation hearing preparation (0.4).	1.00	1,325.00
1/19/22	J G	Corr with WFG team re: N. Cohen's declaration exhibits (.2); attend UCC weekly meeting re: confirmation hearing (.6); attend call with WFG internal team re: strategy, upcoming depositions and mediation (.2).	1.00	490.00
1/19/22	B L	Correspond with team re settlement	0.40	660.00

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		negotiations and strategy.		
1/19/22	JCD	Call with Committee to discuss status of objection and strategy (.8); review and comment on Neal Cohen declaration (.6); work on plan confirmation hearing strategy (.6).	2.00	3,800.00
1/19/22	MVD	Review Invictus confirmation objection (.5); prepare deck for opening statement at confirmation trial (.4); outline statements and begin prep for confirmation hearing (2.1).	3.00	3,540.00
1/20/22	WTE	Corr. w/ Willkie team re confirmation.	0.10	135.00
1/20/22	T G	Review status of confirmation hearing prep and confirmation negotiations w/ B Miller.	0.70	1,001.00
1/20/22	B M	Preparation for the confirmation hearing (4.2); memorandum regarding the BK Associates report and expected testimony (2.3).	6.50	10,725.00
1/20/22	A A	Assist w/ preparation of materials for confirmation hearing and depositions for team.	3.30	1,617.00
1/20/22	MVD	Review draft virtual hearing proceeding order.	0.50	590.00
1/20/22	MVD	Participate in hearing on Invictus motion.	0.60	708.00
1/20/22	J G	Attend deposition of Jorge Orantes for purposes of confirmation hearing (4.0); prepare for confirmation hearing (3.0); corr with internal WFG team and SyS re: deposition i/c/w confirmation hearing (1.8).	8.80	4,312.00
1/20/22	B L	Correspond with Willkie team re status of settlement discussions and strategy.	0.30	495.00
1/20/22	J B	Participate in call with internal litigation team re plan objection strategy (.5); draft UCC demonstrative for use in connection with contested confirmation hearing (2.2).	2.70	2,227.50
1/20/22	K M	Call with Willkie Litigation team regarding confirmation strategy (1.0); review and analyze J. Schwager expert report and rebuttal reports (3.4); general discovery and litigation tasks, including review and annotate confirmation objection, correspond with the Plan Parties regarding discovery issues, review and follow up on discovery requests (2.0).	6.40	7,936.00
1/20/22	MVD	Prepare deck for confirmation hearing opening statement (2.4); review transcript of Orantes	3.70	4,366.00

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1/21/22	CAD	deposition i/c/w confirmation prep (1.3). Review/analyze Debtors' motion in limine to preclude discovery/expert testimony regarding IP valuation (1.1); various correspondence w/ internal working group regarding same and objection thereto (.8); review/analyze outline of objection to Debtors' motion in limine (.6); correspondence w/ J. Leon-Orantes/J.C. Machorro (Santamarina & Steta) regarding J. Leon-Orantes deposition transcript and deposition debrief (.4); correspondence (.1) and discussion (.1) w/ B. Feldman regarding committee's objection to Debtors' motion in limine; various correspondence w/ internal working group regarding confirmation hearing logistics and preparation (.5); correspondence w/ internal working group regarding exhibit list for confirmation hearing (.1); correspondence w/ internal working group regarding proposed virtual hearing procedures order for confirmation hearing (.1) and brief review/analysis of same (.1); participate in N. Cohen deposition (partial) (.9); review/analyze confirmation-related pleadings and prepare for next week's confirmation hearing (4.5); various correspondence w/ internal working group regarding same (.7); review/analyze signed order enforcing order approving labor settlements (.1).	10.10	11,463.50
1/21/22	A A	Assist w/ preparation of materials for upcoming confirmation hearing and depositions.	2.10	1,029.00
1/21/22	B M	Preparations for the confirmation hearing (4.2); review of the deposition transcripts of the Debtors' Declarants (2.1); discussions with the Debtors and plan parties regarding potential settlement options (1.2); memorandum regarding confirmation planning and settlement discussions (.8).	8.30	13,695.00
1/21/22	BLF	Review motion in limine and related pleadings.	2.00	2,140.00
1/21/22	T G	Review Debtors' motion in limine (.6); prepare preliminary statement for objection to Debtors' MIL (.8); correspondence w/ Court re same (.3);	3.40	4,862.00

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		call w/ Chambers re same (.3); correspondence w/ Comerford re same (.2); call w/ T. Graulich re potential settlement (.2); calls w/ B. Miller re MIL/settlement discussion (.3); correspondence w/ team/FTI re same (.7).		
1/21/22	DMS	Prepare for confirmation hearing (4.6); status conference with chambers (0.2).	4.80	6,360.00
1/21/22	J G	Corr. with N. Benitez re: confirmation hearing.	0.20	98.00
1/21/22	J B	Draft Committee opening statement demonstrative for use in connection with contested confirmation hearing.	2.90	2,392.50
1/21/22	D W	Prepare exhibit list for trial (2.8); review exhibit list (1.2).	4.00	1,180.00
1/21/22	MVD	Review Debtors' motion in limine (1.5); review transcript of Cohen deposition (1.3); review confirmation objection and consider key points to be raised in opening statement (.9); preparation of materials to be used in connection with confirmation hearing (3.2).	6.90	8,142.00
1/22/22	B M	Plan confirmation preparation including the review of the Cohen deposition transcript (4.3); review and comment on the response to the Debtors' motion in limine (1.3) correspond with the Debtors regarding plan settlement discussions (.4); memorandum regarding plan issues for confirmation (.6).	6.60	10,890.00
1/22/22	CAD	Correspondence w/ B. Feldman regarding committee's objection to Debtors' motion in limine to exclude IP valuation expert testimony and comments (.3); review/analyze current draft of committee's objection (.5); correspondence w/ internal working group regarding same and comments (.4); correspondence (.2) and discussion (.4) w/ internal working group regarding preparation/strategy for next week's confirmation hearing.	1.80	2,043.00
1/22/22	K H	Attend J. Schwager's deposition and assist K. Mathews with preparation in defending.	4.50	2,205.00
1/22/22	K H	Attend team meeting discussing strategy for hearing.	0.30	147.00
1/22/22	T G	Call w/ team re confirmation hearing trial logistics (.4) and correspondence w/ team re	0.80	1,144.00

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		same (.4).		
1/22/22	A S	Corr. w/ internal team re: preparation and planning for upcoming confirmation hearing.	0.30	147.00
1/22/22	MVD	Consideration of confirmation hearing strategy.	0.60	708.00
1/22/22	DMS	Call with Willkie team re confirmation hearing (0.3); review Schwager deposition testimony and corr with J. Dugan re same (0.2).	0.50	662.50
1/22/22	J G	Attend call with internal WFG team re: preparation for confirmation hearing and strategy.	0.30	147.00
1/22/22	D W	Further draft exhibit list for trial.	3.00	885.00
1/22/22	JCD	Prepare for hearing and review exhibits and testimony to be offered (1.0); review hearing strategy on team calls (.8).	1.80	3,420.00
1/23/22	CAD	Review/analyze plan and committee's objection to confirmation and related declarations/prepare for next week's confirmation hearing (5.5); correspondence w/ internal working group regarding draft exhibit list and deposition designations for confirmation hearing (.4); discuss committee's objection to Debtors' motion in limine regarding IP evidence/testimony w/ D. Sinclair (.1); correspondence w/ B. Feldman, D. Sinclair regarding same (.1); correspondence w/ B. Miller regarding same (.1); review and revise current draft of committee's objection to Debtors' motion in limine regarding IP evidence/testimony (3.3).	9.50	10,782.50
1/23/22	B M	Correspond with the Debtors and plan parties regarding plan settlement discussions (.6); memorandum regarding the confirmation hearing and potential settlement options for the UCC (.8).	1.40	2,310.00
1/23/22	JCD	Review and comment on hearing exhibit list (.6); correspondence with counsel for Invictus re: confirmation hearing (.6).	1.20	2,280.00
1/23/22	T G	Correspondence w/ team re settlement negotiations (.4); call/correspondence w/ M. Bilbao re same (.6); review draft objection to motion in limine (.7); review exhibit list (.4)	2.60	3,718.00

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		and correspondence w/ team re same (.2); correspondence w/ Katten and Wilmer re exhibit list (.2); correspondence w/ Anker re settlement negotiations (.1).		
1/23/22	DMS	Review Debtors' motion in limine (0.7); review and revise motion in limine objection (1.8).	2.50	3,312.50
1/23/22	B L	Correspond with Willkie team re settlement negotiations and strategy.	0.30	495.00
1/23/22	J B	Continue to draft and revise demonstrative for use in connection with UCC opening statement at contested confirmation hearing.	3.90	3,217.50
1/23/22	MVD	Review transcript of Star deposition (1.2); consideration of deposition designations (.8); review draft exhibit list (.2).	2.20	2,596.00
1/24/22	CAD	Various correspondence w/ internal working group regarding draft exhibit list for confirmation hearing (.4); review and revise current draft of committee's objection to Debtors' motion in limine to exclude IP valuation evidence (2x) (2.3); various correspondence w/ internal working group regarding same and comments/revisions (1.4); correspondence w/ internal working group, Davis Polk regarding coordination of exhibits and deposition designations for confirmation hearing (.4); various correspondence w/ internal working group regarding confirmation hearing/trial preparation and logistics (.4); telephone conference w/ internal working group, Davis Polk regarding coordination for confirmation hearing (.4); review/analyze Commitment Parties' statement in support of confirmation (.3); various correspondence w/ internal working group, Wilmer Hale, Katten regarding confirmation hearing exhibits (.5); correspondence w/ internal working group regarding status of plan settlement discussions (.2); correspondence w/ N. Benitez, internal working group regarding committee's designations of deposition testimony for confirmation hearing (.3) and review/analyze same (2x) (.3); correspondence w/ N. Benitez regarding committee's exhibit list for	8.70	9,874.50

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		confirmation hearing (.1) and review/analyze same (.1); review/analyze Debtors/Commitment Parties plan settlement proposal (.2); various correspondence w/ internal working group, FTI regarding same (.5); telephone conference w/ internal working group, FTI regarding same, counterproposal, and next steps (.7); review/analyze Invictus notice of appeal of order approving union settlement order (.1); review/analyze Debtors' initial witness list for confirmation hearing (.1).		
1/24/22	A S	Corr. w/ WFG and FTI re new proposal.	0.70	343.00
1/24/22	B M	Preparation for the confirmation hearing and review of deposition transcripts, witness and exhibit lists (8.2); settlement communications with the Debtors, the UCC and the Mediator (1.7); correspond with the Ad Hoc OpCo Group/Invictus regarding the confirmation hearing (.8); call with Rosenblatt regarding the confirmation hearing (.4).	11.10	18,315.00
1/24/22	T G	Call w/ DPW re hearing logistics (.3); review draft exhibit and witness lists (.8); review deposition designations (1.4); review settlement proposal (.4); correspondence w/ team re same (.3); call w/ FTI re same (.7); calls w/ B. Miller and T. Graulich re same (.3); correspondence w/ Katten/Wilmer re hearing prep (.4); review and revise drafts of objection to MIL (1.1); review investor parties statement in support of confirmation (.5); prepare potential arguments for opening statement (1.2).	7.40	10,582.00
1/24/22	JCD	Review and comment on objection to in limine motion (1.0); review hearing exhibit list and comment on same (.6); review deposition designations for witness deposition testimony to be offered at hearing and revise designations (3.0); call with Committee to discuss settlement (.6); review strategy for conducting hearing (1.1).	6.30	11,970.00
1/24/22	K H	Review recent deposition transcripts i/c/w confirmation hearing prep.	0.50	245.00
1/24/22	DMS	Review and revise motion in limine objection	8.00	10,600.00

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		(6.2) and conduct related research (1.8).		
1/24/22	J G	Attend call with WFG internal team, FTI and SYS re: Debtors' counterproposal, strategy and upcoming hearing (.7).	0.70	343.00
1/24/22	J B	Participate in call with Willkie and FTI teams re: plan negotiations and settlement proposal updates.	0.50	412.50
1/24/22	IKH	Finalize retention of FTI Consulting for trial (.2) and follow-up emails with FTI and A. Ambeault re: same (.2).	0.40	520.00
1/24/22	DMS	Call with Willkie & FTI teams regarding settlement offer (0.7); call with B. Feldman re confirmation/negotiation status (.4); call with Davis Polk re: confirmation hearing coordination (0.3); review and coordinate filing of motion in limine objection (0.5).	1.90	2,517.50
1/24/22	BLF	Review Commitment Parties' statement in support of Plan confirmation (.2); call with T. Goren, B. Miller, B. Roy, M. Healy, S. Star, N. Cohen, R. Faldetta, and Willkie Farr and FTI deal and litigation teams re: Debtors' settlement offer to resolve confirmation objection (.7).	0.90	963.00
1/24/22	MVD	Prepare deck for opening argument at confirmation hearing (2.3); review transcript from Star deposition and related exhibits (.8); review all confirmation-related pleadings to outline deck for opening statement at confirmation hearing (1.4); review transcript from Schwager deposition and related exhibits (.9); review commitment parties' statement in support of confirmation (.6); review Invictus' notice of appeal (.1); review exhibit list for confirmation trial (.3); outline demonstratives to be used in connection with confirmation hearing (.6); review BK Associates' supplemental report on GAM IP (1.2); review Debtors' initial witness list (.1); review draft objection to Debtors' motion in limine (.6); review settlement proposal from Debtors (.1).	9.00	10,620.00
1/25/22	CAD	Telephone conference w/ internal working group regarding preparation for confirmation and logistics/needs for hearing (.5); telephone conference w/ internal working group,	7.00	7,945.00

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WilmerHale, Katten regarding confirmation/plan discussions status (.8); review/analyze Debtors' confirmation brief and reply to plan objections (1.5); review/analyze Debtors' additional/supplemental declarations in support of confirmation (1.1); review/analyze ad hoc noteholder group witness list for confirmation hearing (.1); correspondence w/ internal working group, WilmerHale regarding exhibits for confirmation hearing (.2); review/analyze ad hoc OpCo group's confirmation hearing witness list (.1); correspondence w/ internal working group regarding coordination w/ chambers regarding exhibit and witness lists, binders, and sealing issues (.2); discuss confirmation hearing preparation regarding J. Leon-Orantes (Santamarina & Steta) cross-examination w/ G. Antonello (.1); correspondence w/ J. Leon-Orantes regarding same (.1); correspondence w/ A. Parrott (Davis Polk), internal working group regarding consolidated exhibit list for Debtors and plan parties (.1) and review/analyze same (.1); correspondence w/ D. Sinclair regarding logistics for confirmation hearing (.1); correspondence w/ internal working group regarding outline for confirmation hearing opening statement (.5) and review/revise same (.3); review/analyze Debtors' and commitment parties' plan settlement proposal and accompanying draft term sheet (.3); correspondence w/ internal working group, FTI regarding same and counter proposed terms and revisions (.6); correspondence w/ internal working group, J. Delgado (Morrison & Foerster), J. Leon-Orantes (Santamarina & Steta) regarding supplemental Sainz declaration and status of Debtors' antitrust approval (.3).

1/25/22

B M

Preparation for the confirmation hearing including review of the briefs in support of confirmation, Declarations and deposition transcripts (5.2) and preparation of the UCC opening statement (3.1).

8.30

13,695.00

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1/25/22	T G	Review and analyze Debtors' confirmation brief (3.2); review Apollo confirmation brief (.4); review updated Debtor declarations (.9); prepare memo re key points in response to Debtors' brief for opening (1.2); review and revise settlement term sheet (.8); correspondence w/ FTI and team re same/settlement status (.6); call w/ M Comerford re same (.2); calls (x2) w/ B Miller re same (.3); call w/ FTI re plan negotiations/confirmation hearing (.4); call w/ WFG re same (.6); call w/ case parties re confirmation hearing logistics (.6).	9.20	13,156.00
1/25/22	A S	Corr. w/ internal team re preparations for upcoming confirmation hearings (.4); corr. w/ UCC re most recent proposal (.6); corr. w/ WFG and FTI re: confirmation hearing logistics and status on possible settlement (.4); corr. w/ internal team re: confirmation hearing preparation and status of case (.6); prepare case materials for upcoming confirmation hearing (1.2); research arm's length transactions for M. Dunn (.4); review plan distributions and create list for M. Dunn (1.7).	5.30	2,597.00
1/25/22	JCD	Review and analyze reply briefs filed by Debtors and Plan support parties and review reply declarations filed in support (3.5); prepare for cross-examination of Debtor witnesses (2.1); call with Committee member and advisor re: settlement negotiations (.8).	6.40	12,160.00
1/25/22	K H	Prepare materials for litigation team i/c/w confirmation hearing.	4.40	2,156.00
1/25/22	A A	Assist w/ preparation of materials for confirmation hearing, including depositions, trial exhibits, briefing, declarations (5.8); call w/ Chambers (x2) re: confirmation hearing logistics (.5); call w/ C. Rincon (DPW) re: confirmation hearing (.2); team call re: preparation of materials for confirmation hearing (in part) (.4).	6.90	3,381.00
1/25/22	MVD	Review Apollo's joinder and reply in support of confirmation.	0.50	590.00
1/25/22	DMS	Call with Willkie and Davis Polk teams re	7.20	9,540.00

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		exhibit coordination for trial (0.5); call with FTI and Willkie teams re confirmation negotiations (0.4); call with Willkie team regarding confirmation hearing (0.5); work on opening statement presentation (4.4); review and revise term sheet re CVR (0.5); review debtors' confirmation brief (0.2); review research re arm's length transactions (0.2); review confirmation order (0.5).		
1/25/22	B L	Telephone conference with FTI re confirmation hearing strategy.	0.50	825.00
1/25/22	J G	Call with WFG Team re: case administration, hearing logistics and next steps (.4); call with WFG Team, FTI and UCC members re: current Debtors' counter-proposals, mediations and upcoming confirmation hearing (.5); attend call with WFG and UCC Professionals re: hearing logistics for purposes of confirmation hearing (.4); attend call with WFG internal team re: case administration, Debtors' brief and hearing (.6).	1.90	931.00
1/25/22	J G	Prepare for confirmation hearing (.3); corr. with A. Ambeault and A. Scarcella re: same (.1); research case law arm's length negotiations for purposes of confirmation hearing (1.2); corr. with M. Dunn, J. Brandt and A. Scarcella re: same (.1); corr. with internal WFG team re same (.1); analyze Sainz deposition transcript for purposes of confirmation hearing (.5).	2.30	1,127.00
1/25/22	D W	Locate documents from Invictus and OpCo Exhibit Lists.	1.70	501.50
1/25/22	J B	Participate in internal call with Willkie team re: logistics for forthcoming confirmation hearing (.5); participate in call with Committee re: updates on plan settlement negotiation and proposals (.5); participate in internal call with Willkie team re: updates on settlement proposal and litigation-related work streams (.5).	1.50	1,237.50
1/25/22	K M	Review Debtors' filings in support of the Plan.	0.70	868.00
1/25/22	DMS	Review remote procedures order (0.2); calls with J. Dugan, G. Antonello re submission of exhibits to chambers (0.2); review witness list, deposition designations and exhibit list (0.2);	2.80	3,710.00

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		call with B. Miller, T. Goren, WilmerHale and Invictus re settlement negotiations (0.7); call with Creditors Committee, Willkie and FTI teams regarding settlement negotiations (0.5); review Debtors' confirmation brief (0.6); call with C. Damast, A. Ambeault, litigation team re confirmation hearing coordination (0.4).		
1/25/22	BLF	Call with B. Miller and other bankruptcy and litigation attorneys, and UCC members re: status of confirmation settlement negotiations with Debtors (.5); call with A. Ambeault, D. Sinclair, N. Benitez, C. Damast, and Willkie Farr bankruptcy and litigation teams re: confirmation hearing preparation (.4).	0.90	963.00
1/25/22	MVD	Review Debtors' unredacted confirmation brief (1.1); review and comment on confirmation-related research prepared by J. Graber (.3); review documents produced in discovery regarding formation of restructuring committee and prepare summary of same for S&S (.4); review draft confirmation order (.4); prepare deck to be used in connection with opening statement at confirmation hearing (5.6); prepare for weekly UCC meeting (.2); review FTI presentation re settlement proposals (.2); review filings, documents produced, and deposition transcripts in order to prepare for confirmation hearing (1.6); prepare for confirmation hearing with Willkie and FTI teams (.4); participate in UCC meeting regarding settlement proposal and confirmation hearing (.6); review unredacted Kocovski declaration in support of confirmation (.5).	11.30	13,334.00
1/25/22	B L	Participate in meeting with Willkie team re confirmation strategy (.6); correspond with team re potential settlement constructs (.7); review pleadings in support of confirmation (.6); correspond with team re same (.2); review draft confirmation order (.2); telephone conference with Invictus counsel re confirmation objections and strategy (.7).	3.00	4,950.00
1/25/22	CAD	Participate in weekly committee professionals' call regarding plan discussions status and	1.10	1,248.50

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		preparation for confirmation hearing (.5); participate in weekly call w/ internal working group regarding status of alliance group settlement proposal and confirmation hearing preparation (.6).		
1/26/22	B M	Confirmation hearing preparation, including preparation of the opening statement, review and comment on demonstratives, review of deposition transcript, coordinate with the Debtors and objecting parties on exhibits.	8.70	14,355.00
1/26/22	CAD	Review/analyze Apollo's joinder and reply in support of plan (.2); various correspondence w/ internal working group regarding committee's comments to plan settlement term sheet (.4) and review/analyze same (.4); correspondence w/ internal working group regarding draft of proposed confirmation order (.2) and review/analyze same (.5); correspondence w/ J. Graber, internal working group regarding additional plan confirmation-related research (.2) and review/analyze same (.2); correspondence w/ internal working group, FTI regarding plan consideration calculation (.3); correspondence w/ J. Leon-Orantes (Santamarina & Steta), internal working group regarding critique of A. Sainz supplemental declaration (.2) and review/analyze memo regarding same (.3); correspondence w/ Davis Polk, Katten, internal working group regarding confirmation hearing logistics (openings, Debtors' witness order, etc.) (.4); review and revise draft confirmation hearing opening statement in settlement scenario (.7) and correspondence w/ B. Miller, internal working group, FTI regarding same and comments (.6); telephone conference w/ internal working group, FTI regarding discussion w/ Judge Lane, plan parties' response to committee settlement counterproposal, and plan parties' counterproposal (.3); correspondence w/ internal working group regarding opening statement/presentation in event of contested confirmation hearing (.3); correspondence w/	6.80	7,718.00

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		internal working group regarding revised contingent value note term sheet (.3) and review/analyze same (2x) (.4); correspondence w/ internal working group, FTI regarding same and note allocations/distributions, and markup of term sheet (.2); correspondence w/ B. Miller, T. Goren regarding status of term sheet discussions (.2); correspondence w/ A. Schwartz (US Trustee), plan parties, internal working group regarding Delta documents sealing and redaction issues (.5).		
1/26/22	A S	Prepare case materials for confirmation hearing for D. Sinclair (.7); corr. w/ J. Graber re: hearing prep (.1); corr. w/ UCC re: status of case and proposals, the confirmation hearing, and next steps (.7); corr. w/ internal team and FTI re: Judge Lane's proposal (.2).	1.70	833.00
1/26/22	DMS	Corr. with Willkie team regarding confirmation hearing.	0.90	1,192.50
1/26/22	T G	Review and revise various drafts of opening statements (2.9); review and revise draft settlement term sheet (.8); call w/ WFG and FTI re plan settlement (.3); correspondence w/ FTI re note questions (.2); calls w/ B. Miller (multiple) re same (.6); calls w/ T. Graulich (.4) and M. Comerford (.3) re ad hoc group status; review objections/replies in preparation for hearing (1.8); correspondence w/ team re redaction status (.3); correspondence w/ plan parties re hearing logistics (.3).	7.90	11,297.00
1/26/22	JCD	Prepare cross-examination outlines (2.4); review trial exhibits to be used during cross-examination (2.1); review and revise exhibit list (.6); review plan reply declarations (1.0); correspondence with plan team re: redaction of pleadings (.2); call with committee member and advisor to discuss settlement (.7).	7.00	13,300.00
1/26/22	A A	Assist w/ preparation of materials for confirmation hearing.	6.70	3,283.00
1/26/22	J G	Call with WFG internal team, UCC members and FTI re: confirmation hearing and settlement discussions (.6); analyze relevant cases cited by Debtors in Debtors' Confirmation Brief (1.0);	5.10	2,499.00

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		corr. with A. Ambeault and A. Scarcella re: hearing preparation (.2); analyze case law in UCC and Debtors' confirmation briefs for purposes of confirmation hearing demonstratives (.8); modify demonstratives for purposes of confirmation hearing (.6); create demonstrative comparing Mexican Shareholders' services for confirmation hearing (1.2); call with WFG team re: debtors' counter proposal (.2); modify demonstratives for purposes of confirmation hearing (.4); corr. with N. Benitez re: UCC redacted confirmation objection for purposes of confirmation hearing (.1).		
1/26/22	B L	Review research pertaining to plan negotiations.	0.50	825.00
1/26/22	J B	Draft and revise opening statement demonstrative for use at trial (1.1); participate in call with internal team re updates on plan settlement (.4); revise draft markup of CVN term sheet (1.2).	2.70	2,227.50
1/26/22	K H	Litigation and bankruptcy team meeting to coordinate on preparation for hearing and state of settlement (.2); prepare for upcoming confirmation hearing and possible settlement (.5).	0.70	343.00
1/26/22	B L	Review and revise draft opening statement for confirmation (.3); correspond with litigation team re same (.2); review settlement terms (.6); correspond with working group re same (.4).	1.50	2,475.00
1/26/22	DMS	Review and revise opening statement deck (.4); committee call regarding confirmation negotiations (0.7); review and revise opening statement presentation (4.7).	5.80	7,685.00
1/26/22	BLF	Call with Committee members and bankruptcy and litigation teams re: confirmation update and Invictus appeal (.8); call with T. Goren, B. Miller, M. Healy, S. Star, N. Cohen, R. Faldetta, and Willkie Farr and FTI deal and litigation teams re: Debtors' settlement offer to resolve confirmation objection (.3).	1.10	1,177.00
1/26/22	MVD	Prepare demonstrative outlining Delta's services (1.4); review opening statement prepared by B.	10.70	12,626.00

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		Miller (.3); attend weekly UCC meeting regarding settlement negotiations and confirmation (.8); review S&S comments to supplemental Sainz declaration (.4); prepare deck to be used in connection with opening statement at confirmation hearing (6.7); review summary of Gardemal deposition prepared by A. Scarcella (.3); review transcript from Gardemal deposition (.8).		
1/27/22	CAD	Various correspondence w/ C. Wallace (Cleary), T. Graulich (Davis Polk), internal working group regarding revised contingent value note term sheet (.5) and review/analyze same (2x) (.4); various correspondence w/ internal working group regarding outstanding Debtors/Delta/Apollo redaction issues regarding confirmation pleadings (.5); review/analyze designation of record and statement of issues on appeal by Invictus (regarding appeal of order enforcing union settlement order) (.1); correspondence w/ T. Goren, plan parties' counsel regarding implementation of contingent value note (.1).	1.60	1,816.00
1/27/22	T G	Review and revise UCC settlement term sheet (.8) and correspondence w/ team/plan parties re same (.6); call/correspondence w/ J Brody re same (.3); call/correspondence w/ C Plaza re same (.4).	2.10	3,003.00
1/27/22	K H	Review and respond internal and external communications relating to confirmation hearing and settlement.	0.30	147.00
1/27/22	B M	Negotiations with the Debtors and the Plan Parties on the form of CVR to be included in a plan supplement (1.7); discussions with the Ad Hoc OpCo Group/Invictus regarding settlement negotiations (1.5); correspond with the UCC regarding the confirmation hearing (.6).	3.80	6,270.00
1/27/22	A A	Assist w/ materials and logistics for confirmation hearing.	9.40	4,606.00
1/27/22	J G	Prepare for AMX Confirmation hearing.	0.50	245.00
1/27/22	B L	Correspond with Willkie and FTI team re settlement strategies.	1.20	1,980.00

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1/27/22	J B	Attend plan confirmation hearing.	4.50	3,712.50
1/27/22	K M	Correspond with Plan Parties regarding redactions (.6) and related follow up (.5).	1.10	1,364.00
1/27/22	MVD	Review CVR term sheet (.4); review and compile information in connection with confirmation hearing (4.6).	5.00	5,900.00
1/28/22	CAD	Review/analyze notice of filing of third plan supplement (.2); correspondence w/ T. Goren, B. Miller, committee members regarding status of ad hoc OpCo group/Invictus plan settlement discussions (.3); correspondence w/ internal working group regarding status of plan settlement discussions (.3); correspondence w/ internal working group, FTI, Santamarina & Steta regarding confirmation hearing debrief (.3).	1.10	1,248.50
1/28/22	K H	Review, respond to internal and external communications relating to confirmation hearing, settlement, and emerging from chapter 11.	0.50	245.00
1/28/22	B M	Negotiations with the Debtors and the OpCo Ad Hoc Group/Invictus on a plan settlement (2.8); negotiation of the UCC settlement CVR note with the Debtors and the UCC (1.8); memorandum regarding the UCC settlement (.5); correspond with the UCC regarding the Confirmation Hearing (.4); review and comment on the confirmation order (.6).	5.90	9,735.00
1/28/22	A A	Assist w/ confirmation hearing preparation.	2.70	1,323.00
1/28/22	B L	Correspond with team re settlement negotiations and confirmation status.	1.10	1,815.00
1/28/22	MVD	Review and compile information in connection with confirmation hearing (2.6); review allocation summary prepared by FTI (.2).	2.80	3,304.00
1/29/22	B M	Review and comment on the confirmation order (.6); correspond with the Debtors and the UCC regarding the board selection (.4); review the FTI analysis of the plan settlement for distribution purposes (.4).	1.40	2,310.00
1/29/22	B L	Correspondence re post-confirmation requirements.	0.10	165.00

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1/30/22	B M	Review and comment on the FTI distribution analysis with the CVR added (.8); memorandum regarding the revised distribution analysis (.5).	1.30	2,145.00
1/31/22	B M	Review and comment on the Fourth Amended Plan of Reorganization (1.6); review and comment on the terms of the CVR note for unsecured creditors (1.5); discussions with Note Agent candidates (.6); memorandum regarding Effective Date requirements (.6); correspond with creditors regarding the plan settlement and effective date (1.2); correspond with Invictus regarding the Independencia settlement (.4).	5.90	9,735.00
1/31/22	CAD	Correspondence w/ M. Healy (FTI), internal working group regarding recoveries under Plan vs. committee's contingent value note settlement (.3) and review/analyze same (.2); correspondence w/ D. Sinclair, internal working group regarding draft of proposed confirmation order (.1) and review/analyze same (.4); correspondence w/ internal working group, FTI regarding list of new board members (.2) and review/analyze same (.2); brief review of/analyze confirmation hearing transcript (.3); correspondence w/ S. Ford (Davis Polk), internal working group regarding draft of Debtors' fourth amended plan (.1) and review/analyze same (.9); correspondence w/ C. Wallance (Cleary), T. Goren, internal working group regarding contingent value note term sheet issues/comments (.3) ; review/analyze notice of filing of further unredacted Kocovski declaration (.2).	3.20	3,632.00
1/31/22	K H	Participate in call with litigation team members re: trial wrap-up.	0.30	147.00
1/31/22	J G	Corr. with D. Sinclair re: plan exclusivity research for purposes of AMX plan (.2).	0.20	98.00
1/31/22	T G	Review updated draft of Plan (.8); correspondence w/ Plan parties re CVN terms (.4); call w/ C Plaza re same (.3); review CVN term sheet re same (.4); review confirmation order (.8).	2.70	3,861.00

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Sub-Total	1,249.90	1,426,238.50
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Relief from Stay and Adequate Protection

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/20/22	CAD	Review/analyze signed stipulation and order between Debtors and Colleen McCormick and Donald Hudson regarding certain automatic stay relief.	0.10 \$	113.50
		Sub-Total	0.10	113.50

Discovery

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/1/22	K G	Review documents relevant to plan confirmation to prepare for upcoming objections and hearing (.3); analyze, summarize, and circulate most critical documents (.4).	0.70 \$	343.00
1/1/22	K M	Correspond with K. Garret regarding interesting documents flagged from first-level document review and review underlying document.	0.20	248.00
1/2/22	N B	Update tentative deposition schedule and circulate to team (.2); update discovery tracker (.1); update deposition outline with key documents found in document review (.3).	0.60	591.00
1/3/22	CAD	Correspondence w/ K. Mathews, internal working group regarding confirmation objection deposition schedule (.1) and review/analyze same (.1); correspondence w/ R. Faldetta (FTI), internal working group regarding suggested questions for Delta deposition (.2) and review/analyze same (.2); correspondence w/ B. Miller, committee members regarding confirmation objection deadline and discovery schedule (.1); correspondence w/ G. Antonello, internal	1.10	1,248.50

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		working group regarding proposed topics and questions for this week's depositions regarding plan confirmation (.2) and review/analyze same (.2).		
1/3/22	H-K C	Prepare received productions for attorney review.	0.40	230.00
1/3/22	K G	Conduct document review i/c/w upcoming depositions.	3.50	1,715.00
1/3/22	C A	Coordinate the loading of Davis Polk and Eduardo Tricio Hara productions to Relativity with vendor.	0.40	138.00
1/3/22	MVD	Consideration of additional topics to be covered in depositions in connection with confirmation.	0.60	708.00
1/3/22	JCD	Prepare for depositions of Steven Williams and Eduardo Tricio (3.00); correspondence with debtors' counsel re: scheduling discovery and depositions (.60); review and comment on list of deponents and topics for depositions (.60).	4.20	7,980.00
1/3/22	N B	Coordinate document review with litigation team (.4); coordinate preparation of documents for review with vendor (.2); update deposition outline by topic for K. Mathews and G. Antonello (1.1); review documents produced by E. Tricio (2.1); correspond with Veritext to schedule depositions of 6 plan party witnesses (.3); correspond with K. Hanley to discuss document review deliverables (.4); correspond with K. Garrett and K. Hanley to prepare for depositions (.5); send key document to Mexican counsel for review/comments (.3).	5.30	5,220.50
1/3/22	G A	Call with K. Mathews re: depositions (0.5); prepare for deposition of Alejandro Sainz (6.9).	7.40	8,732.00
1/3/22	K M	Complete various discovery tasks related to deposition scheduling, team assignments, and deposition prep, communicating with Plan Parties and Katten regarding updates to the deposition schedule as well as productions in response to discovery requests (2.1); review and analyze documents flagged as interesting or hot in first level document review. (4.0).	6.10	7,564.00
1/3/22	K H	Review documents for key issues in the dispute (.6); corr. with J. Dugan in preparation for depositions (.2); prepare potential exhibits to	2.80	1,372.00

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		use during depositions (1.4); create list of exhibits for use during depositions (.6).		
1/4/22	DMS	Review correspondence with Willkie team re depositions.	0.50	662.50
1/4/22	CAD	Various correspondence w/ internal working group, FTI regarding plan confirmation-related depositions this week and preparation/strategy (1.1); lengthy preparation session for Sainz, Williams, and Arnold depositions w/ internal working group, FTI, and Santamarina & Steta (1.5); correspondence w/ K. Mathews, Santamarina & Steta regarding Apollo document production (.1) and review/analyze same (.1); correspondence w/ G. Soledad (Quinn Emanuel), K. Mathews regarding meet and confer/discovery requests (.2); correspondence w/ K. Garrett regarding this week's depositions and preparation/coordination (.2); correspondence w/ G. Antonello regarding Sainz deposition preparation (.2); participate in Sainz deposition prep session w/ internal working group, J.C. Machorro, and J. Delgado (1.2); correspondence w/ K. Mathews, internal working group, FTI regarding Delta diligence requests and Delta confidentiality issues regarding documents (.4); correspondence w/ FTI regarding additional deposition questions for S. Williams (.2) and R. Arnold (.2).	5.40	6,129.00
1/4/22	DMS	Work on Rothschild deposition outline.	1.00	1,325.00
1/4/22	K G	Review documents in preparation to depose a witness (2.6); follow Aeromexico case updates (.4); circulate deposition information to attending parties (2.1); compile RSVPs from calendar invitations and circulate (.2); call with team to discuss deposition topics and strategy (1.4).	6.70	3,283.00
1/4/22	K H	Prepare outline and exhibits for deposition of S. Williams.	4.30	2,107.00
1/4/22	A A	Assist w/ preparation of deposition materials.	1.70	833.00
1/4/22	MVD	Prepare for upcoming depositions with litigation team.	1.40	1,652.00

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1/4/22	B L	Deposition prep with Willkie litigation team.	1.00	1,650.00
1/4/22	N B	Correspond with J. Dugan regarding deposition preparation (.2); send update to team regarding E. Tricio document review (.5); correspond with vendor regarding scheduling depositions (.3); search for Delta agreements (.5); review documents in preparation for the Sainz deposition (3.5); circulate and summarize E. Tricio's responses and objections to document requests and deposition subpoena (.3); send documents in response to K. Mathews requests (.4); review S&S comments and search for documents referenced (.6); attend team call to discuss deposition strategy, including confidentiality designations (.5); calls with G. Antonello to discuss deposition preparation and search for documents in response to calls (.9); call with Mexican counsel to discuss deposition preparation (1.2).	8.90	8,766.50
1/4/22	G A	Call with UCC professionals re: deposition prep (1.4); call with N. Benitez re: Sainz deposition (0.9); call with C. Damast, N. Benitez, J. Graber, J. Leon-Orantes, J. Delgado, and J. Machorro re: Sainz deposition (1.2); draft outline for Sainz deposition and analyze documents i/c/w same (4.7).	8.20	9,676.00
1/4/22	K M	Strategy call w/ team to prepare for the R. Arnold deposition (1.0); call with Hughes Hubbard to discuss confidentiality issues and designations in relation to the Steve Williams deposition (.2); call with D. Sinclair to discuss preparations for R. Arnold deposition (0.3); update and strategy call with FTI and Willkie teams to discuss the UCC's objection to Plan Confirmation and supporting declarations (.3); various discovery related tasks, including following up on the UCC's document requests with the Plan Parties, responding to an information request from the U.S. Trustee, coordinating sending invitations to and access information regarding the depositions of the Plan Parties' witnesses, and coordinating junior	12.90	15,996.00

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		associate assignments and updates in relation to depositions, communicating with and coordinating with the UCC's witnesses for depositions (5.0); prepare for R. Arnold deposition by drafting and revising deposition outline, reviewing documents produced by the Plan Parties, reviewing and analyzing the BK Associates expert reports, and the Arnold declaration (6.1).		
1/4/22	K H	Review communications relating to upcoming depositions this week (1.2); o/c with K. Garrett and N. Benitez re: exhibits for depositions (1.0); t/c with Willkie team, FTI consulting, J. Delgado, S&S to discuss deposition prep (1.3); met internally with Willkie team to discuss upcoming virtual depositions and ongoing bankruptcy issues (.6).	4.10	2,009.00
1/4/22	JCD	Review witness declarations filed by Debtors (1.5); prepare for Steven Williams deposition (2.5); internal WFG call to discuss depositions of Parkhill, Williams and Arnold (.7).	4.70	8,930.00
1/4/22	MVD	Review letter from Delta regarding discovery issues (.1); consideration of topics to be addressed in Delta deposition (.3); considerations of topics to be addressed in deposition of Rolf Arnold (.2).	0.60	708.00
1/4/22	J G	Participate in call with WFG and SyS re: preparation for deposition of Sainz.	1.20	588.00
1/5/22	DMS	Attend Alejandro Sainz deposition (in part) (0.7); attend S. Williams (Delta) deposition (4.6); attend R. Arnold (Rothschild) deposition (3.2).	8.50	11,262.50
1/5/22	CAD	Review and revise outline/questions for today's A. Sainz deposition (1.2) and prepare for deposition (.5); correspondence w/ internal working group, Santamarina & Steta regarding same (.5); participate in/attend A. Sainz deposition (3.8); debrief call w/ internal working group regarding same and next steps (.2); prepare summary of A. Sainz deposition (.5) and correspondence w/ internal working group regarding same (.3); correspondence w/ J. Dugan, internal working group regarding	10.60	12,031.00

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1/5/22	K G	additional Delta document production (.2); participate in/attend R. Arnold deposition (3.4). Coordinate depositions w/ Veritext and professionals (.2); prepare exhibits for depositions (3.2); assist with deposition (3.1); review deposition transcript and draft summary of key takeaways (.2); call with team to prepare for remaining depositions and develop arguments for upcoming objection filing (1.5).	8.20	4,018.00
1/5/22	H-K C	Prepare received production volumes for attorney review (0.2); discussions with N. Benitez regarding production preparation (0.7); review of documents for inclusion in consolidated volume of previously produced items (4.9); correspondence w/ team regarding processing, loading, and imaging of custodial data for production (0.1).	5.90	3,392.50
1/5/22	C A	Coordinate the loading of Delta, Debtor, and Apollo productions to Relativity with vendor (.5); create production files per K Mathews (.5); coordinate the process and loading of documents from FTI Consulting to Relativity with case team and vendor (.5).	1.50	517.50
1/5/22	JCD	Prepare for and depose Steven Williams (5.5); prepare for Eduardo Tricio deposition (1.0); review declaration of William Kocovski (.9); call with Neal Cohen of FTI to discuss Kocovski declaration (.8).	8.20	15,580.00
1/5/22	N B	Prepare for (3.5) and assist in deposition of A. Sainz (5.1); circulate declaration of B. Kocovski to N. Cohen in response to correspondence (.2); review text messages produced by Apollo i/c/w deposition preparation (1.1); calls with M. Chang to discuss production of documents in response to Mexican Investors requests and regarding the confidentiality issues with respect to Delta documents (.7); collect and circulate documents for production to litigation support team (.8); draft time line regarding the status of discovery with Mexican Investors in preparation for status conference (.8); correspond with K. Mathews and J. Dugan regarding production of documents (.6); attend	13.30	13,100.50

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		status conference to discuss litigation (.4) and correspond with Veritext following conference to postpone depositions (.1).		
1/5/22	G A	Revise Sainz deposition outline (1.6); call with J. Delgado, C. Damast, J. Leon-Orantes, and J. Machorro re: Sainz deposition (0.3); call with C. Damast, N. Benitez, J. Graber, J. Leon-Orantes, J. Machorro, and J. Delgado re: prep for depositions (0.2); attend deposition of Sainz (5.1); correspond with N. Benitez re: prep for Parkhill deposition (0.1); attend court conference re: depositions/discovery (0.8); call with UCC professionals re: deposition preparation (1.6).	9.70	11,446.00
1/5/22	K M	Prepare for R. Arnold deposition by drafting and revising deposition outline, reviewing documents produced by the Plan Parties, reviewing and analyzing the BK Associates expert reports, and the Arnold declaration (11.2); coordinate R. Arnold deposition exhibits with K. Garrett (.9); depose R. Arnold (Debtors) (4.5); various discovery related tasks, including coordinating the rescheduling of the remaining depositions with Debtors and other Plan Parties, conferring with Debtors regarding the UCC's declarants (2.5).	19.10	23,684.00
1/5/22	A S	Attend deposition of Rolf Arnold (3.0) and draft summary of deposition for team (.7).	3.70	1,813.00
1/5/22	J B	Attend Committee deposition of Steven Williams (Delta).	4.70	3,877.50
1/5/22	J G	Attend deposition of Alejandro Sainz (5); corr. with SyS counsel and WFG team re: same (.5); summarize key points of deposition for internal WFG team for purposes of UCC Plan Objection (.9).	6.40	3,136.00
1/5/22	K H	Prepare for (.4) and attend (4.6) with deposition of Steve Williams; review documents produced by Mexican Investors for key issues (1.9); create list of potential exhibits (.6).	7.50	3,675.00
1/5/22	B L	Correspond with Willkie team re Sainz deposition (.4); correspond with team re Arnold deposition (.2); review summary of Steve Williams deposition (.1).	0.70	1,155.00

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1/6/22	DMS	Call with Willkie and FTI teams regarding intellectual property appraiser deposition/declaration.	0.20	265.00
1/6/22	K G	Review Sainz deposition transcript (1.6); call with M. Healy (FTI) to review deposition (.6); draft and circulate summary of key takeaways from deposition (1.2).	3.40	1,666.00
1/6/22	CAD	Participate in deposition of Eduardo Tricio (4.8); discuss same and result w/ B. Miller (.2); correspondence w/ M. Dunn regarding same and summary (.1); correspondence w/ A. Scarcella regarding summary of R. Arnold deposition (.1) and review/analyze same (.1); correspondence w/ N. Benitez, K. Mathews regarding upcoming plan confirmation-related deposition schedule (.2) and review/analyze same (.1); review and revise summary of Sainz deposition (.8) and correspondence w/ J. Graber regarding same (.2); correspondence w/ J. Leon-Orantes (Santamarina & Steta) regarding Sainz and Tricio depositions/transcripts (.2); subsequent correspondence w/ K. Mathews regarding updated deposition schedule (.1) and review/analyze same (.1).	7.00	7,945.00
1/6/22	H-K C	Prepare production search and production request specifications form for consolidated volume or previously produced items (0.9); review and tagging of newly loaded documents and preparation of production request form (0.7).	1.60	920.00
1/6/22	T G	Correspondence w/ team re deposition scheduling/coverage.	0.40	572.00
1/6/22	JCD	Prepare for and depose Eduardo Tricio (5.5); call with Jack Schwager re: IP valuation report (.7); conferences with N. Benitez and K. Mathews re: response to discovery requests (.6); prepare for Luis de la Calle deposition (.8); correspondence with Debtors' counsel re: deposition schedule (.3).	7.90	15,010.00
1/6/22	N B	Prepare for and assist in the deposition of E. Tricio (4.5); review the production of documents to Mexican Investors (2.6).	7.10	6,993.50
1/6/22	G A	Call with J. Dugan, K. Mathews, N. Benitez re:	2.90	3,422.00

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		depositions (0.2); revise outline for Parkhill deposition (0.4); analyze documents i/c/w deposition prep (2.1); review summary of Sainz deposition (0.2).		
1/6/22	K M	Discovery related tasks including corresponding with N. Benitez regarding preparations for the UCC's document production to the Mexican investors, coordinating the schedule of depositions of the Debtors and Plan Parties, reviewing summaries of the R. Arnold deposition, coordinate litigation schedule of deposition assignments, coordinate discovery updates with A. Chase from Katten, update the Plan Parties, U.S. Trustee, and Ad Hoc group of the revised deposition schedule and coordinate revised invitations, coordinate follow up document requests from the UCC to Debtors.	3.50	4,340.00
1/6/22	DMS	Review and revise summary of R. Arnold deposition.	0.40	530.00
1/6/22	K H	Prepare for (.7), attend/assist (4.8) with virtual deposition of Eduardo Tricio; review documents in Relativity for key issues (.7) and circulate relevant documents to J. Dugan (.1); prepare potential exhibits and draft exhibit list in preparation of Luis De La Calle's deposition (1.2).	7.50	3,675.00
1/6/22	B L	Correspond with litigation team re confirmation and discovery schedules (.3); correspond with team re Tricio deposition (.4).	0.70	1,155.00
1/7/22	CAD	Review and revise summary of E. Tricio deposition (2x) (.6); correspondence w/ J. Graber, M. Dunn regarding same and comments (.2); correspondence w/ N. Benitez, internal working group regarding proposed document production to Mexican investors (.2) and review/analyze same (.2); review/analyze summary of S. Williams deposition (.2); correspondence w/ G. Antonello, internal working group regarding outline for H. Parkhill deposition (.1) and review/analyze same (.2).	1.70	1,929.50
1/7/22	C A	Download productions from vendor's FTP (.3); quality check and finalize production (.3); prepare and send productions to Quinn	0.90	310.50

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1/7/22	H-K C	Emmanuel and Davis Polk via SFTP (.3). Conduct review of completed UCC production volumes (0.6); discussion with C. Arriola and N. Benitez regarding production review and transmittal (0.3).	0.90	517.50
1/7/22	JCD	Review draft Samuel Star declaration (.2) and participate in call with FTI to review comments (in part) (.6); prepare for and depose Luis de la Calle (5.8).	6.60	12,540.00
1/7/22	N B	Circulate documents to J. Dugan per request in preparation for depositions (.4); correspond with G. Antonello regarding potential exhibits for deposition of H. Parkhill (.3); correspond with bankruptcy team, litigation team, and litigation support to coordinate the production of documents to Mexican Investors (.8); review documents for deposition of H. Parkhill and circulate potential exhibits to G. Antonello (3.8); review deposition transcript of Eduardo Tricio and designate key testimony for circulation to bankruptcy team (2.3).	7.60	7,486.00
1/7/22	G A	Call with UCC professionals re: depositions, discovery (1.1); call with J. Dugan re: depositions (0.2); draft outline for Homer Parkhill deposition (0.6); analyze documents i/c/w same (1.7).	3.60	4,248.00
1/7/22	K M	Correspond with J. Dugan regarding UCC response to DPW correspondence addressing information requests (.2); correspond with N. Benitez and J. Dugan regarding document production from the UCC to Debtors and the Mexican Investors (.3); call with N. Benitez to discuss assignments and document productions (.2); review revisions to deposition schedule (.1); review and analyze declarations filed by Debtors (1.0); review and respond to internal correspondence regarding discovery topics and plan confirmation, correspondence with Plan Parties regarding document productions and outstanding discovery, and review deposition summaries (1.5).	3.30	4,092.00
1/7/22	K H	Assist w/ preparation of materials for upcoming depositions (.8); review rough transcript of	3.60	1,764.00

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		Steve William's deposition, summarize key takeaways for team (2.8).		
1/7/22	B L	Analyze issues re IP valuation and confirmation objections (.8); Telephone conference with Willkie and FTI teams re Starr declaration (1.0); review docs produced in discovery (.2); correspond with litigation team re same (.3).	2.30	3,795.00
1/8/22	K H	Review documents i/c/w Patrick Kearney deposition (2.2); identify potential exhibits and sent to J. Dugan for his review (.7).	2.90	1,421.00
1/8/22	JCD	Prepare for Apollo deposition (.7); review emails produced by Debtors and Apollo for use in deposition of Apollo witness (1.1).	1.80	3,420.00
1/8/22	B L	Review summaries of depositions.	0.20	330.00
1/8/22	N B	Review H. Parkhill's produced text messages and circulate an update to team regarding the most interesting (.9); review the JCA and the redline produced by Debtors and circulate to team (.4).	1.30	1,280.50
1/8/22	G A	Analyze documents in preparation for Homer Parkhill deposition.	6.30	7,434.00
1/8/22	K M	Review and respond to team correspondence re: depositions/discovery.	0.80	992.00
1/9/22	CAD	Correspondence w/ internal working group regarding confirmation and expert report/deposition schedule (.4); correspondence w/ internal working group regarding Delta's confidentiality designations (.2); correspondence w/ internal working group regarding outline for tomorrow's H. Parkhill deposition (.2).	0.80	908.00
1/9/22	K H	Prepare for Patrick Kearney's deposition.	1.00	490.00
1/9/22	JCD	Prepare for Luis de la Calle and Patrick Kearney (Apollo) depositions and review other documents produced in discovery (2.5); review and comment on outline for Homer Parkhill's deposition (.7).	3.20	6,080.00
1/9/22	N B	Prepare potential exhibits for the deposition of Homer Parkhill (1.0); correspond with G. Antonello regarding same (.4).	1.40	1,379.00
1/9/22	G A	Review documents i/c/w preparation of Homer	6.80	8,024.00

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		Parkhill deposition.		
1/9/22	K M	Review and respond to correspondence from team about upcoming depositions.	0.10	124.00
1/10/22	CAD	Attend/participate in H. Parkhill deposition (regarding plan) (2.6); correspondence w/ internal working group regarding Parkhill and de la Calle depositions and preparation (.4); correspondence w/ internal working group regarding today's additional document production by Debtors (.2); correspondence w/ K. Mathews, internal working group regarding Debtors' document production/next steps (.3); subsequent correspondence w/ N. Benitez, internal working group regarding Debtors' document production (.2).	3.70	4,199.50
1/10/22	H-K C	Prepare productions for associate review.	0.30	172.50
1/10/22	C A	Coordinate the loading of Debtor, AdHoc and Davis Polk productions to Relativity with vendor.	0.70	241.50
1/10/22	JCD	Prepare for and take deposition of Luis de la Calle (4.5); meet and confer discovery call with counsel for Debtors (.8); review draft expert IP valuation report of Jack Schwager (.9); review documents to be used at Apollo witness deposition (1.0).	7.20	13,680.00
1/10/22	MVD	Review documents produced in discovery regarding exit financing process.	0.30	354.00
1/10/22	B L	Correspond with litigation team re key documents produced.	0.20	330.00
1/10/22	N B	Prepare for (3.0) and participate in (4.1) the deposition of Homer Parkhill; send helpful testimony to team regarding Apollo's negotiations (.4); coordinate with litigation support the uploading of produced documents and coordinate review (.5); review text messages produced by Apollo and circulate update to team regarding interesting documents (.7); high level review and searches of Debtors' produced documents (.5); attend team strategy call to discuss upcoming discovery requests including communications with settlement creditors (.6); search database for conversations	10.20	10,047.00

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1/10/22	G A	with settlement creditors (.4). Prepare for (.4) and attend (4.1) deposition of Homer Parkhill; correspond with R. Faldetta re: same (0.1); correspond with N. Benitez re: same (0.2); review deposition task list (0.1); review de la Calle deposition transcript (0.9).	5.80	6,844.00
1/10/22	K M	Call with J. Dugan to discuss litigation assignments (.1); prepare for meet and confer with Debtors' counsel, meet and confer with Debtors' counsel, draft call summary for matter partners (.4); participate in strategy call to talk about plan confirmation objection and discovery (1.5); draft correspondence to Debtors' counsel regarding document productions (.2); various discovery related tasks, including drafting supplemental document requests (3.2).	5.40	6,696.00
1/10/22	J G	Attend De La Calle deposition.	2.60	1,274.00
1/10/22	K H	Prepare Patrick Kearney's exhibits for his deposition and sent to opposing counsel (1.0); assist with/attend Luis De La Calle's deposition (3.7).	4.70	2,303.00
1/11/22	CAD	Review and revise summary of yesterday's H. Parkhill deposition (.5) and correspondence w/ M. Dunn regarding same and comments (.2); participate (partial) in P. Kearney (Apollo) deposition (1.3); various correspondence w/ Santamarina & Steta regarding proposed questions for P. Kearney deposition (.3); correspondence w/ K. Mathews, internal working group regarding status of Debtors' document production (.3); review/analyze L. de la Calle deposition summary (.2).	2.80	3,178.00
1/11/22	H-K C	Conduct searches and provide information regarding custodial and sender/recipient metadata of Debtor productions items (0.9); attention to associate requests regarding confirmation of removal of clawback documents (0.2).	1.10	632.50
1/11/22	K H	Assist/attend Patrick Kearney's deposition.	3.10	1,519.00
1/11/22	C A	Provide document production information for	0.30	103.50

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1/11/22	JCD	Debtor's production to K. Mathews. Prepare for and depose Patrick Kearney of Apollo (2.8); correspondence with Debtor's counsel re: plan discovery matters (JCA amendments; discovery served on UCC) (.8); correspondence with Jack Schwager of FTI re: discovery needed from BK Associates (.6); confer with Neal Cohen re: declaration in support of objection (.5); call with Committee professionals re: discovery, plan confirmation (.7).	5.40	10,260.00
1/11/22	N B	Correspond with J. Dugan regarding deposition of Apollo (.2); review documents produced by AlixPartners (3.7) and discuss strategy regarding same with team given content (1.2); update team regarding interesting documents in same (.5); correspond with K. Mathews regarding production made to Mexican Investors and provide password to QE re same (.3); search for Delta JCA amendment (.4); review search terms Debtors used to determine whether adequate to pick up communications with creditors (.5); propose additional search terms based on this review (.2); create searches for the documents of J. Scherer (.4).	7.40	7,289.00
1/11/22	G A	Call with K. Mathews re: deposition preparation (0.4); respond to queries from K. Mathews re: same (0.3); review summaries of de la Calle and Parkhill depositions (0.6); review discovery requests from Debtors (0.4).	1.70	2,006.00
1/11/22	K M	Review/revise J. Schwager's expert report (1.0); respond to correspondence regarding discovery efforts, issues, and requests (2.5); call with G. Antonello re: depositions (.4); call with DPW re: expert report (.2); calls with N. Benitez re: depositions (.5); review and add redactions for exit financing exhibits in response to Debtors' request (.8); discovery related tasks, including reviewing and analyzing search terms and coordinating follow up requests to Debtors, completing second level review of documents produced by Debtors and Plan Parties, and coordinating efforts to produce documents in	8.90	11,036.00

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		response to the Mexican Investors' document requests (3.5).		
1/11/22	A S	Attend Kearney deposition for WFG team.	1.50	735.00
1/12/22	H-K C	Assist attorneys w/ document review.	0.50	287.50
1/12/22	CAD	Correspondence w/ K. Mathews, T. Goren regarding Debtors' document requests to committee and proposed responses/objections (.3); correspondence w/ J. Dugan, internal working group regarding Apollo document production (.2); correspondence w/ K. Mathews, internal working group regarding updated plan confirmation deposition schedule (.1) and review/analyze same (.1); review/analyze summary of P. Kearney deposition (.2) and correspondence w/ internal working group regarding same (.4); correspondence w/ K. Mathews, Davis Polk regarding Debtors' document production issues (.2).	1.50	1,702.50
1/12/22	K G	Review deposition summaries (1.5); review documents i/c/w upcoming depositions (1.3); draft outline for upcoming deposition (3.7); review deposition transcripts and exhibits for confidentiality designations in preparation to file redacted versions (.2).	6.70	3,283.00
1/12/22	T G	Correspondence w/ team re deposition scheduling/logistics.	0.30	429.00
1/12/22	K H	Attend team meetings re: discovery preparation (.6); communicate with other team members as necessary to coordinate on deposition preparation (.9).	1.50	735.00
1/12/22	JCD	Correspondence with Debtors re: discovery issues and document production (.6); prepare for Kocovski deposition and review declaration and documents produced by Debtors (2.5); review draft declarations opposing plan and comment on same (.8); review Debtors' discovery request to same (.5).	4.40	8,360.00
1/12/22	N B	Draft motion to seal the plan confirmation objection and J. Dugan declaration and exhibits (2.1); correspond with G. Antonello and M.	11.00	10,835.00

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		Healy to discuss document review of Alix Partners documents (.7); pull text messages involving J. Scherer (.5); review Alix Partners documents and escalate most interesting re same (5.4); send team update regarding same (.4); correspond with K. Garrett regarding exhibits for the deposition of J. Scherer (.3); correspond with A. Ambeault regarding deposition videos for use at trial (.5); attend call with Committee to discuss litigation strategy and depositions (.5); attend call with team to discuss mediation updates and potential effects on discovery/ upcoming depositions (.6).		
1/12/22	G A	Draft responses and objections to Debtors' discovery requests (1.8); call with N. Benitez re: discovery tasks (0.4); call with UCC professionals re: depositions (0.6); correspond with N. Benitez and H. Chang re: document review (0.1); respond to queries from K. Mathews re: confidentiality issues (0.3).	3.20	3,776.00
1/12/22	K M	Call with J. Schwager regarding production of BK Associates material (.2); prepare for and support filing of the UCC's confirmation objection and responding to the Plan Parties' discovery requests, including coordinating redaction requests from the Plan Parties, scheduling depositions of the UCC's witnesses, coordinating the UCC's document production, coordinating the litigation team's review and processing of documents produced to the UCC, and coordinating the circulation of key documents produced by Debtors and the Plan Parties to the Willkie and FTI teams (4.3); prepare for J. Scherer deposition (.8).	5.30	6,572.00
1/12/22	K H	Compare discovery requests from Debtors and Mexican Investors for key differences (2.5); review transcript and assist in summarizing Patrick Kearney's deposition (.6).	3.10	1,519.00
1/13/22	K G	Review Aeromexico case updates (.1); review documents in preparation for upcoming depositions (6.2); draft outline in preparation for deposition (2.7).	9.00	4,410.00
1/13/22	CAD	Correspondence w/ J. Dugan, internal working	1.80	2,043.00

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		group regarding upcoming B. Kocovski deposition and preparation (.2); correspondence w/ K. Mathews, internal working group regarding status of P. Gardemal (BK Associates) deposition (.2); correspondence w/ K. Mathews, internal working group, C. Rincon (Davis Polk), FTI regarding status/follow ups on Debtors' document production (.3); various correspondence w/ K. Mathews, J. Dugan, internal working group regarding preparation for J. Scherer deposition (.8); correspondence w/ J. Brandt, Santamarina & Steta regarding same (.2); correspondence w/ S. Sinclair regarding tomorrow's J. Scherer and B. Kocovski depositions and preparation (.1).		
1/13/22	H-K C	Calls with N. Benitez and G. Antonello regarding preparation of consolidated volume of key documents (0.4); review of document set for confidentiality and superseded documents removal and circulating draft volume searches for approval (2.4); preparing production request specification form and releasing to KLDDiscovery for processing (0.3); conducting quality review of completed second consolidated volume (0.5).	3.60	2,070.00
1/13/22	T G	Correspondence w/ team re Schwager deposition/trial testimony (.4); correspondence w/ K Mathews re Scherer deposition questions (.6); correspondence re additional doc requests (.2).	1.20	1,716.00
1/13/22	K H	Review relevant documents in Relativity in anticipation of Kocovski deposition (2.6); with FTI about deposition preparation (.4); prepare exhibit list and corresponding exhibits for Kocovski deposition (1.6) assist with Scherer deposition preparation (.9).	5.50	2,695.00
1/13/22	JCD	Prepare for Kocovski deposition and calls with FTI re: same (2.6); correspondence with counsel for Debtors re: discovery requests (.6); correspondence with team re: topics for Scherer deposition (.8); review Scherer and Kocovski declarations i/c/w deposition preparation (1.5).	5.50	10,450.00
1/13/22	N B	Review and coordinate review of Alix Partners	12.60	12,411.00

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		documents (1.9); review documents produced by Hughes Hubbard (2.6); circulate update to team regarding interesting documents in same (.4); call with M. Healy to discuss document review of Alix Partner documents (.5); review documents flagged by FTI and escalate key documents to J. Dugan (.8); draft email to various parties regarding proposed redactions to deposition transcripts (.3); correspond with litigation and bankruptcy teams regarding videos of depositions for use at trial (.4); review and collect documents for K. Mathews and K. Garrett in preparation for upcoming depositions (2.2); review plan objection and propose documents and testimony support for various propositions (3.2); attend meet and confer with Debtors (.6).		
1/13/22	G A	Call with M. Healy and N. Benitez re: document analysis (0.4); calls with N. Benitez re: document production (0.5); call with H. Chang re: document production (0.4); call with K. Mathews re: depositions (0.1); analyze documents flagged for second level review (2.1); correspond with H. Chang re: document production (0.3); review documents for production (0.4); correspond with J. Dugan re: production (0.2).	4.40	5,192.00
1/13/22	K M	Prepare for deposition of Joshua Scherer (5.3); prepare for and support filing of the UCC's confirmation objection and responding to the Plan Parties' discovery requests, including coordinating redaction requests from the Plan Parties, scheduling depositions of the UCC's witnesses, coordinating the UCC's document production, coordinating the litigation team's review and processing of documents produced to the UCC, and coordinating the circulation of key documents produced by Debtors and the Plan Parties to the Willkie and FTI teams (5.2).	10.50	13,020.00
1/13/22	B M	Review of the discovery request to the UCC and responses.	0.70	1,155.00
1/14/22	H-K C	Correspondence with C. Arriola and G. Antonello regarding production (0.1); review of	1.60	920.00

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		proposed items for third consolidated volume of materials for confidentiality (1.2); preparation and release of volume for production processing (0.3).		
1/14/22	CAD	Various correspondence w/ internal working group, FTI, Santamarina & Steta regarding J. Scherer deposition and questioning (.8); participate in J. Scherer deposition (partial) (.9); correspondence w/ K. Mathews, internal working group regarding next week's schedule of depositions for committee's witnesses (.1) and review/analyze same (.1).	1.90	2,156.50
1/14/22	K G	Identify deposition cites for use in confirmation objection (2.6); update objection w/ same (1.2).	9.60	4,704.00
1/14/22	T G	Call w/ K Mathews re Scherer deposition.	0.40	572.00
1/14/22	C A	Download production from vendor's FTP (.2); quality check production (.3); prepare and send productions to Quinn Emmanuel and Akin Gum via SFT (.3).	0.80	276.00
1/14/22	M S	Attend deposition of Joshua Scherer.	5.50	3,575.00
1/14/22	K H	Prepare for (.9) and assisted with Bill Kocovski deposition (3.8).	4.70	2,303.00
1/14/22	JCD	Depose AlixPartners (Kocovski) and prepare for Kocovski deposition (5.0); review draft witness declarations (.8); finalize Jack Schwager report (.6).	6.40	12,160.00
1/14/22	A A	Assist w/ preparation of upcoming depositions.	1.30	637.00
1/14/22	B L	Correspond with P Tomasco re Scherer deposition (.2); review transcript and summary (.4); correspond with Willkie team re same (.2).	0.80	1,320.00
1/14/22	N B	Send exhibits to K. Mathews and K. Garrett for deposition of J. Scherer (.3); draft questions for the deposition of J. Scherer (.6); attend call with the Committee to discuss upcoming litigation and send update to litigation team regarding same (1.1); review database to update tagging of documents reviewed outside of database, for purposes of production to third parties (1.2); draft Dugan declaration (.8); review documents and deposition transcripts for addition of	11.70	11,524.50

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		citations into objection (5.7); calls with bankruptcy team and litigation team regarding same (.9); incorporate record cites into brief (.4); review and update Dugan declaration (.7).		
1/14/22	G A	Calls with N. Benitez re: discovery tasks (0.7); call with K. Mathews re: same (0.1); call with D. Sinclair, M. Dunn, N. Benitez, and J. Brandt re: UCC plan objection (0.3); call with N. Benitez and J. Brandt re: same (0.2); call with J. Kane re: UCC production (0.1); revise Dugan declaration ISO confirmation objection (0.6); analyze deposition testimony i/c/w UCC objection and revise same (2.8); review documents for production (0.5); correspond with H. Chang and C. Arriola re: same (0.2); correspond with J. Schwager re: expert report (0.1).	5.60	6,608.00
1/14/22	K M	Prepare for and take deposition of Josh Scherer (7.0); prepare for and support filing of the UCC's confirmation objection and pre-hearing litigation tasks, including corresponding with Plan Parties regarding productions from the UCC, the UCC's requests to unredacted material and obtain signoff from the Plan Parties to file unredacted material, and scheduling depositions of the UCC's witnesses (2.7); call with N. Benitez to discuss redaction issues and status of litigation team assignments (.2); call with T. Goren to discuss Scherer deposition and confirmation objection arguments (.3).	10.20	12,648.00
1/14/22	J B	Attend deposition of J Scherer (Ducera).	3.80	3,135.00
1/15/22	K G	Review deposition transcript, extract pertinent quotes, and input quotes into objection; circulate draft of objection to team; review Aeromexico case updates.	3.80	1,862.00
1/15/22	CAD	Correspondence w/ K. Mathews, internal working group regarding deposition defense and schedule update (.1); correspondence w/ internal working group regarding Mexican shareholder discovery and deposition issues (.5).	0.60	681.00
1/15/22	K H	Review and summarize Kocovski deposition	2.40	1,176.00

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		transcript.		
1/15/22	B L	Correspond with P. Tomasco re Scherer deposition (.1); correspond with team re same (.1).	0.20	330.00
1/15/22	N B	Review deposition transcript of Rolf Arnold and incorporate cites into the opposition brief (3.2); coordinate the review of Scherer and Kocovski transcripts (.4) and correspond with K. Garrett and K. Hanley regarding same (.2); review proposed additions by K. Garrett and K. Hanley and circulate to larger team (.5); update Dugan Declaration with added exhibits and testimony (.4).	4.70	4,629.50
1/15/22	G A	Call with J. Dugan and K. Mathews re: depositions (0.3); analyze documents i/c/w deposition prep (1.3); review draft declarations (1.6).	3.20	3,776.00
1/15/22	K M	Call with J. Dugan and G. Antonello to discuss preparation for defending depositions and related litigation tasks (.6); plan Confirmation litigation related tasks including: coordinating deposition scheduling for the UCC's witnesses, corresponding with Willkie team regarding Quinn Emanuel correspondence relating to Scherer deposition, reviewing and responding to case correspondence regarding deposition transcript designations, reviewing current drafts of the UCC's objection (2.7).	3.30	4,092.00
1/16/22	K G	Review and revise objection citations.	3.80	1,862.00
1/16/22	JCD	Correspondence with Quinn Emanuel re: depositions.	0.30	570.00
1/16/22	N B	Review and update the Dugan declaration with new exhibits and testimony added (2.5); review exhibits for confidentiality designations and forward designations to bankruptcy team (.8); send documents cited to K. Mathews and review for completeness (.2); correspond with bankruptcy team and litigation team regarding proposed redactions based on designations by other parties of confidential information (.7).	4.20	4,137.00
1/16/22	K M	Correspond with A. Qureshi (Akin Gump) regarding production of Jack Schwager expert	0.60	744.00

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1/17/22	CAD	report (.4); correspond with Katten and Willkie attorneys regarding deposition transcripts (.2). Review/analyze K. Hanley summary of B. Kocovski deposition.	0.20	227.00
1/17/22	K G	Review record for citations to support arguments in objection (1.1); prepare exhibits of deposition testimony (.7).	1.80	882.00
1/17/22	JCD	Review response to discovery requests.	0.60	1,140.00
1/17/22	N B	Review deposition transcripts for applicable confidentiality designations (.3); send update to bankruptcy team regarding same (.2); correspond with Veritext regarding the applicable confidential designations (.2); attend UCC call regarding settlement and trial strategy including potential discovery (.5); search for documents related to same and circulate to bankruptcy team (.4); search for proposal sent by Apollo to cite in opposition brief (.4); correspond with FTI regarding same (.2); propose redactions to various version of brief and related filings (4.1); update Dugan declaration and exhibit set (1.3); update brief to include cites to the Dugan Declaration (2.2); coordinate K. Garrett and K. Hanley excerpting the Dugan declaration and transcript (.4); prepare and serve finalized version of the UCC responses and objections to Debtors' discovery requests (.2).	10.40	10,244.00
1/17/22	G A	Review and revise N. Cohen declaration (2.9); prepare for Leon Orantes deposition prep (1.6).	4.50	5,310.00
1/18/22	CAD	Correspondence w/ G. Antonello, internal working group regarding meet and confer w/ Debtors regarding depositions and document requests (.2); correspondence w/ G. Antonello, internal working group, FTI regarding Debtors' 30(b)(6) topics for committee witnesses (.2).	0.30	340.50
1/18/22	K G	Review, revise, and circulate objection to team (6.7); schedule deposition preparation sessions (.1); call with team to prepare for witness depositions and response to subpoena for document productions (.2); call with team to analyze objection arguments and confirm	7.90	3,871.00

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		confidentiality designations of evidence; redact objection (.9).		
1/18/22	H-K C	Conduct final review of completed third consolidated production volume (0.4); correspondence w/ team regarding additional documents for loading and production (0.1); prepare batches of Debtor productions for associate review (0.2).	0.70	402.50
1/18/22	K H	Prepare materials for upcoming depositions.	2.00	980.00
1/18/22	N B	Coordinate cite check of the brief by litigation team (.5); correspond with litigation team regarding the production of UCC documents in response to Debtors' document requests (.7); correspond with K. Mathews regarding the deposition excerpts (.3); review declarations for relevant deposition excerpts and Dugan declaration cites (.6); correspond with C. Gartman regarding Delta's confidentiality designations (.4); call with J. Dugan and K. Mathews to discuss status of redactions (.4); update sealing motion to include Dugan Declaration and related declarations (.5); update exhibit set to include updated transcripts (.3); draft email to Debtors regarding proposed exhibits and confidentiality redactions (.4); update Dugan declaration with D. Sinclair's comments (.6); prepare shell of motion in limine and call with J. Dugan to discuss same (.7); attend status conference regarding the status of the litigation (.5); engage in multiple turns of cite check, finalizing brief, and redacting final versions of brief (8.6); serve brief and related exhibits on plan parties (.5).	15.00	14,775.00
1/18/22	G A	Call with K. Mathews re: discovery (0.2); call with N. Benitez re: discovery tasks (0.4); call with Debtors re: depositions (0.7); draft summary of same (0.4); call with N. Cohen re: declaration (0.1); attend chambers conference re: confirmation (0.5); call with litigation team re: strategy (0.5); prepare for deposition of J. Leon Orantes (3.9); review documents for production (0.8); correspond with N. Benitez re:	8.90	10,502.00

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		production (0.1); correspond with H. Chang and C. Arriola re: same (0.2); revise Dugan declaration ISO plan objection (0.4); correspond with witnesses re: depositions (0.2); call with UCC professionals re: depositions, confirmation strategy (0.5).		
1/18/22	C A	Coordinate the loading of production from Morris Nichols to Relativity with vendor (.4); download productions from vendor's FTP (.3); quality check productions (.4); prepare and send productions to opposing counsel via SFTP (.6); coordinate the loading and processing of UCC documents to Relativity with case team and vendor (.4).	2.10	724.50
1/18/22	K M	Call with G. Antonello re: depositions (.2); meet and confer with Debtors' counsel to discuss the UCC's responses to Debtors' document requests (.6); call with N. Benitez and J. Dugan to discuss redactions due to confidentiality request (.2); correspond with Plan Parties regarding updates on deposition scheduling, document productions from the UCC, and coordinate document productions and service of UCC documents (1.1).	2.10	2,604.00
1/19/22	CAD	Correspondence w/ internal working group regarding status of committee productions to Debtors (.3); participate in deposition preparation session w/ J. Leon-Orantes (Santamarina & Steta), internal working group (2.7); correspondence w/ internal working group regarding Debtors' deposition notices (.2).	3.20	3,632.00
1/19/22	H-K C	Preparation of draft consolidated volume of key Bidder Confidential documents and circulation of same for associate review (0.5); discussion with team regarding completeness checks and modified searches of documents (0.1); review status of document loads for additional UCC volume (0.1); release of Bidder Confidential volume to KLDDiscovery for stamping (0.1); preparation of preliminary production volume and release form for second UCC volume (.5).	1.30	747.50
1/19/22	K G	Schedule deposition preparation sessions of	6.80	3,332.00

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		UCC witnesses (.2); prepare documents for deponent to review (2.1); review record to make confidentiality designations (.8); review documents from Debtors in order to enable further discovery and supplement objection (3.4); analyze, summarize, and circulate documents (.3).		
1/19/22	T G	Participate in depo prep sessions w/ WFG and S&S re S&S depo.	2.30	3,289.00
1/19/22	JCD	Prepare to defend witness depositions by reviewing topics and documents (1.5); correspondence with Debtor's counsel re: depositions (.6).	2.10	3,990.00
1/19/22	K H	Corr. w/ litigation team to coordinate on preparation sessions with witnesses and depositions this week (.3); documents i/c/w same (.7).	1.00	490.00
1/19/22	MVD	Review documents to be produced in discovery.	0.70	826.00
1/19/22	B L	Review deposition notices (.2); correspond with team re same (.2).	0.40	660.00
1/19/22	B L	Analyse issues re potential motion in limine (.7); correspond with team re same (.2).	0.90	1,485.00
1/19/22	N B	Prepare for (1.4) and participate in (2.3) deposition preparation of J. Leon Orantes (3.7); correspond with plan parties regarding redacted versions of pleadings (.6); prepare unredacted versions of pleadings for Delta and Apollo, redacting Bidder Confidential information produced by other parties (.5); update N. Cohen declaration and circulate internally and to plan parties (.4); correspond with FTI regarding the production of the underlying waterfall model (.3); draft email to US Trustee regarding the filings (.2); update Dugan declaration and plan party brief to unredacted information from Delta (.4); review meeting minutes for production (.8) and send update to team regarding same (.1); correspond with team regarding Committee bylaws and prepare them for production (.3); review produced documents and circulate update to team regarding same (3.4).	10.70	10,539.50

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1/19/22	G A	Prepare for deposition of Jorge Leon Orantes (6.1); call with Paul Weiss re: confidentiality designations (0.1); correspond w/ team re: UCC objection (0.2); calls with A. Ambeault re: corrected filing (0.3); revise Leon Orantes Declaration (0.1); review notice re: same (0.2); correspond with A. Ambeault re: same (0.2); call with K. Garrett re: document review and deposition prep (0.1); call with K. Hanley re: document review (0.1); calls with N. Benitez re: discovery tasks (0.4); review documents for production (0.6); correspond with C. Arriola and H. Chang re: same (0.4).	8.80	10,384.00
1/19/22	K M	Review and analyze J. Schwager expert report and rebuttal reports i/c/w deposition prep.	0.70	868.00
1/19/22	C A	Coordinate the loading and processing of UCC documents to Relativity with case team and vendor (.4); prepare documents for attorney review (.4).	0.80	276.00
1/19/22	A S	Corr. w/ WFG and Jorge Orantes re: preparation for upcoming deposition (1.7); coordinate with M. Dunn and J. Brandt covering upcoming depositions (.1).	1.80	882.00
1/19/22	DMS	Deposition preparation with J. Leon Orantes and Willkie/FTI teams.	2.00	2,650.00
1/19/22	J G	Attend deposition prep of Juan Carlos Orantes (in part) (1.5); corr. with M. Dunn, J. Brandt and A. Scarcella re: upcoming deposition schedule and case administration (.3).	1.80	882.00
1/19/22	K M	General discovery and litigation tasks, including review and annotate confirmation objection, correspond with the Plan Parties regarding discovery issues, review and follow up on discovery requests (4.0); review materials related to defending depositions (1.1); assignment and team calls to coordinate on strategy (1.0).	6.10	7,564.00
1/19/22	K H	Review relevant communications in Relativity relating to upcoming depositions (2.7); organize committee agenda meetings chronologically for review in anticipation of deposition preparation sessions with witnesses (1.4); review production received from the debtors (.6).	4.70	2,303.00

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1/20/22	K G	Review documents from Debtors (3.1); analyze, summarize, and circulate documents (1.4); prepare documents for depo prep sessions (2.8); witness for depositions; conference with J. Chapman regarding motion in limine (1.1); prepare opposition to motion in limine; call with team to discuss deposition preparation and trial strategy (.9).	9.30	4,557.00
1/20/22	CAD	Correspondence w/ N. Benitez regarding upcoming Cohen, Schwager, and Star depositions (.2); correspondence w/ K. Mathews, internal working group regarding Mexican Investors' 30(b)(6) topics (.2).	0.40	454.00
1/20/22	T G	Participate in deposition prep sessions for S Star (2.3); participate in N Cohen deposition prep session (3.5); correspondence w/ team re deposition designations/redaction issues (.6); review status of S&S deposition w/ C Damast (.4).	6.80	9,724.00
1/20/22	JCD	Review committee by-laws and agendas (.6); prepare Samuel Star for deposition (2.5); prepare Neal Cohen for deposition (3.2); correspondence with Debtor and other counsel for Plan participants re: discovery issues (.7).	7.00	13,300.00
1/20/22	H-K C	Confirm additional document load and release of second UCC production volume set to vendor for stamping (0.2); conduct review of bidder confidential consolidated volume of documents (0.3); assist w/ additional document load requests and communications with C. Arriola and vendor regarding additions to second UCC volume (0.1); conduct review of completed UCC production volume deliverable (0.2); review of loaded FTI documents and emails regarding imaging and OCR of files (0.3); prepare fourth volume of consolidated received production items and release of same to vendor for stamping (0.9); prepare and release third volume of UCC documents (0.3).	2.30	1,322.50
1/20/22	DMS	Attend deposition of J. Leon Orantes (in part).	6.60	8,745.00
1/20/22	B L	Correspond with team re discovery disputes.	0.30	495.00

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1/20/22	N B	Prepare for (.5), attend, and assist (9.0) in the deposition of J. Leon Orantes; correspond with J. Schwager regarding the production of materials to Debtors (.4); coordinate the production of materials to Debtors (.9); correspond with bankruptcy team regarding the production of signature pages for committee bylaws (.3); call with litigation team to discuss trial strategy (.8); draft task list re same (.3); correspond with Veritext regarding deposition logistics (.2); call to discuss Cohen declaration redactions (.3); draft redacted version of Cohen declaration and send to parties (.4).	13.10	12,903.50
1/20/22	G A	Prep for (0.5) and defend deposition of J. Leon Orantes (9.0); call with N. Benitez re: discovery tasks (0.3); attend court conference re: confirmation/motion in limine (0.5); call with litigation team re: discovery and trial prep (1.0); review documents for production (0.4); correspond with C. Arriola re: productions (0.1).	11.80	13,924.00
1/20/22	M S	Conduct document review i/c/w plan confirmation discovery.	3.90	2,535.00
1/20/22	C A	Prepare productions from vendor's FTP (.3); quality check and finalize productions (.6); prepare documents received from FTI Consulting (.3); coordinate the processing and loading of documents to Relativity with case team and vendor (1.0); coordinate and oversee the processing and loading of documents to Relativity with vendor and case team (.5); prepare and send productions to opposing counsel via SFTP (.5); prepare documents for attorney review (.8).	4.00	1,380.00
1/20/22	CAD	Prepare for (.3) and participate in (8.8) deposition of J. Leon-Orantes (Santamarina & Steta) regarding his declaration in support of committee's confirmation objection (including several breakout sessions); correspondence w/ internal working group regarding result of same (.3).	9.40	10,669.00
1/20/22	B M	Deposition preparation for Sam Star and Neal Cohen of FTI.	3.90	6,435.00

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1/20/22	A S	Corr. w/ WFG and Star re preparation for upcoming deposition.	1.90	931.00
1/20/22	MVD	Consideration of issues to be covered in Schwager deposition (.5); review of documents and consideration of issues related to Cohen deposition (3.1).	3.60	4,248.00
1/20/22	K H	Assist in deposition preparation for S. Star and N. Cohen (6.9); meet with litigation team to discuss work streams in preparation for trial (.8); review debtors production in Relativity (1.1); summarize key documents and circulated summary to team (.2).	9.00	4,410.00
1/21/22	DMS	Review motion in limine and consider response (0.9); review corr with Willkie team regarding discovery issues and respond to same (0.3).	1.20	1,590.00
1/21/22	CAD	Correspondence w/ internal working group regarding Mexican shareholders' 30(b)(6) deposition topics and designations (.4); correspondence w/ S. Star (FTI), internal working group regarding S. Star deposition preparation (.6); correspondence w/ K. Mathews, internal working group regarding Debtors' document requests to committee (.4); correspondence w/ J. Dugan, internal working group regarding Debtors' request for committee witness and issues (.4).	1.80	2,043.00
1/21/22	H-K C	Conduct quality review of completed consolidated and UCC production volumes (.4) and communications with case team regarding same (.1).	0.50	287.50
1/21/22	K G	Prepare expert witness for upcoming deposition (2.8); summarize and circulate notes and next steps from deposition preparation meeting (.5); prepare materials for confirmation hearing for K. Mathews (.3).	3.60	1,764.00
1/21/22	K H	Attend Neal Cohen's deposition.	7.50	3,675.00
1/21/22	T G	Participate in Cohen deposition (7.3); correspondence w/ team re same (.4); correspondence w/ litigation team re Apollo proposal discovery (.3) and UCC agenda/bylaws (.2).	8.20	11,726.00
1/21/22	A S	Attend deposition of Neal Cohen for WFG	7.50	3,675.00

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		team.		
1/21/22	MVD	Review documents and consider issues in connection with Schwager deposition.	1.20	1,416.00
1/21/22	N B	Identify potential exhibits for trial (4.9); coordinate the drafting of the exhibit list (.2); correspond with J. Dugan regarding documents Committee has produced (.3); review deposition transcripts and propose designations (3.8); finalize production of documents (.3); send documents requested by J. Dugan and K. Mathews requests in preparation for defending depositions (.6).	10.10	9,948.50
1/21/22	G A	Call with N. Benitez re: discovery issues (0.8); correspond with team re: discovery (0.2); review documents for production (0.4); correspond with team re: same (0.2); review Leon Orantes deposition transcript (2.3); review Plan objection (0.8).	4.70	5,546.00
1/21/22	K M	Prepare for deposition prep session and prepare J. Schwager for deposition (2.0); prepare for hearing, including discussions of hearing logistics, potential in limine motion, and reviewing discovery efforts (5.2); review declarations filed in support of Debtors (1.1).	8.30	10,292.00
1/21/22	C A	Download productions from vendor's FTP (.3); quality check and finalize productions (.5); prepare and send productions to opposing counsel via SFTP (.5); prepare productions for attorney review (.9); prepare and send PDF files to opposing counsel via SFTP (.5).	2.70	931.50
1/21/22	JCD	Defend Neal Cohen deposition (8.0); meet and confer call with Debtor (.3).	8.30	15,770.00
1/21/22	BLF	Draft objection to Debtors' motion in limine (5.7); call with B. Miller re: Debtors' motion in limine (.3).	6.00	6,420.00
1/21/22	B L	Correspond with team re Cohen deposition (.8); review motion in limine (.5); revise objection to motion in limine (.6); correspond with team re same (.2).	2.10	3,465.00
1/22/22	CAD	Correspondence w/ internal working group regarding plan related discovery and productions (.3); correspondence w/ internal working group regarding result of J. Schwager	0.80	908.00

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		deposition (.3); correspondence w/ internal working group regarding tomorrow's S. Star deposition (.2).		
1/22/22	K G	Prepare deposition designations (3.6); review Aeromexico case updates; call with team to develop strategy for confirmation hearing (.3).	3.90	1,911.00
1/22/22	T G	Correspondence w/ team re Schwager deposition (.4) and review summary of same (.3).	0.70	1,001.00
1/22/22	JCD	Call with S. Star re: deposition prep (.5); correspondence with opposing counsel (.6).	1.10	2,090.00
1/22/22	N B	Attend team discussion regarding litigation strategy and preparation for confirmation hearing (.3); review deposition transcripts and prepare deposition designations (7.5); calls with members of the litigation team regarding same (.6); review deposition designations against related filings and previous team notes regarding same (1.9); correspond with team regarding same (.6); coordinate the production of documents to Debtors (.7); review documents for potential additions to exhibit list (.4); correspond with D. Willie regarding exhibit list (.2); review exhibit list (.4); circulate documents to J. Dugan in response to requests (.3); review correspondence regarding strategy for trial preparation and depositions (.6).	13.50	13,297.50
1/22/22	A A	Update deposition case files (.4); team call re: hearing preparation (.4).	0.80	392.00
1/22/22	MVD	Review transcript of Schwager deposition.	1.40	1,652.00
1/22/22	DMS	Attend deposition of Jack Schwager.	3.00	3,975.00
1/22/22	DMS	Review motion in limine (0.5); correspondence with Willkie team re discovery issues/exhibits to be withdrawn (1.1).	1.60	2,120.00
1/22/22	B L	Review summary of Swager deposition (.1); correspond with litigation team re same (.2).	0.30	495.00
1/22/22	J B	Attend J. Schwager deposition (4.9); participate in call with internal Willkie team re: confirmation litigation strategy (.4) ; draft summary of J. Schwager and circulate same to internal team (1.7).	7.00	5,775.00

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1/22/22	G A	Calls with N. Benitez re: trial prep (1.1); follow up corr. with N. Benitez re: same (0.4); call with J. Dugan re: deposition designations (0.1); correspond with J. Dugan re: depositions (0.2); call with J. Dugan, K. Mathews, N. Benitez re: trial prep (0.3); call with team re: trial prep (0.4); analyze deposition testimony (5.3); revise exhibit list (2.3).	10.20	12,036.00
1/22/22	K M	Prepare for confirmation hearing (2.7); prepare for and defend J. Schwager deposition (6.2).	8.90	11,036.00
1/22/22	BLF	Draft objection re: Debtors' motion in limine (5.0); call with J. Dugan, T. Goren, and Willkie Farr litigation and bankruptcy attorneys re: hearing preparation (.3).	5.30	5,671.00
1/23/22	CAD	Correspondence w/ internal working group regarding today's Sam Star deposition (.3); discussion w/ internal working group, FTI regarding Sam Star deposition debrief (.2).	0.50	567.50
1/23/22	C A	Download production from vendor's FTP (.2); quality check production (.2).	0.40	138.00
1/23/22	K H	Attended Sam Star's deposition.	5.50	2,695.00
1/23/22	T G	Correspondence w/ team re Star deposition (.6); review summary of same (.3).	0.90	1,287.00
1/23/22	A S	Review and attend deposition of Sam Star for WFG team (2.5); create comprehensive summary of deposition for WFG team (2.9).	5.40	2,646.00
1/23/22	N B	Review deposition testimony and prepare deposition designations (2.1); prepare exhibit list and circulate to relevant parties (1.9) attend team call regarding Sam Star deposition (.4); internal call regarding deposition designations (.2).	4.60	4,531.00
1/23/22	BLF	Revise objection to Debtors' motion in limine.	1.90	2,033.00
1/23/22	DMS	Attend deposition of Samuel Star.	5.80	7,685.00
1/23/22	J G	Attend and participate in Star deposition (4.0); corr. with internal WFG team and FTI re: star deposition (.1); summarize Star deposition for WFG Internal team (1.3).	5.40	2,646.00
1/23/22	B L	Correspondence with team re Starr deposition.	0.50	825.00

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1/23/22	G A	Call with J. Dugan re: deposition designations (0.1); revise exhibit list (1.1); correspond with N. Benitez (0.1); correspond with team re: exhibit list (0.1); review N. Cohen deposition transcript (1.1).	2.50	2,950.00
1/23/22	K M	Outline P. Gardemal deposition (2.1); review case correspondence re: confirmation strategy (1.1); review and analyze plan objection filings (3.5).	6.70	8,308.00
1/23/22	JCD	Defend S. Star at his deposition.	5.50	10,450.00
1/23/22	B M	Preparation and attendance at the deposition of Sam Star.	5.40	8,910.00
1/24/22	CAD	Correspondence w/ A. Scarcella regarding summary of S. Star deposition (.1) and review/analyze same (.1); correspondence w/ J. Leon-Orantes (Santamarina & Steta), internal working group regarding deposition transcript and exhibits (.2); correspondence w/ N. Benitez regarding this week's BK Associates deposition (.2).	0.60	681.00
1/24/22	K G	Call with parties to finalize exhibit list (.3); call with team to discuss proposed settlement (.7); review, revise, and circulate deposition designations (3.8).	4.80	2,352.00
1/24/22	N B	Confirmation hearing preparation and logistics (4.2); prepare exhibit list, witness list, and deposition designations (3.9); attend internal calls to discuss litigation strategy and preparation (.9); review debtors' declarations, witness list, and related filings (.9).	9.90	9,751.50
1/24/22	A A	Assist w/ preparation of materials for confirmation hearing (3.1); bluebook and cite check objection to MIL (.8); prepare, file and coordinate service of same (.4); call w/ Debtors re: exhibits and hearing logistics (.3).	4.60	2,254.00
1/24/22	B L	Review and revise objection to motion in limine.	0.80	1,320.00
1/24/22	G A	Calls with N. Benitez re: confirmation hearing (0.7); call with UCC professionals re: same (0.7); call with Debtors counsel re: trial exhibits/deposition designations (0.3); review deposition designations (0.5); revise exhibit list	4.80	5,664.00

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		(0.3); review Debtors confirmation brief and declarations (2.3).		
1/24/22	K M	Review case correspondence, exhibit lists for hearing, and deposition designations (4.1); analyze BK Associates material and transcripts from depositions (4.1).	8.20	10,168.00
1/24/22	BLF	Revise objection to Debtors' motion in limine (1.2); call with D. Sinclair re: objection to Debtors' motion in limine and case background (.4).	1.60	1,712.00
1/25/22	CAD	Correspondence w/ M. Dunn, Santamarina & Steta regarding Debtors' plan-related document productions (.2); correspondence w/ internal working group regarding upcoming plan-related depositions and strategy/next steps (.3).	0.50	567.50
1/25/22	K G	Prepare exhibits for deposition and confirmation hearing (3.2); call with team to prepare confirmation hearing logistics (.3); call with committee to discuss hearing (.7); research relating to a party witness (1.2).	5.40	2,646.00
1/25/22	C A	Prepare and send exhibits to Davis Polk via SFTP.	0.30	103.50
1/25/22	H C	Retrieve expert witness materials for K. Garrett.	0.20	56.00
1/25/22	N B	Correspond with Veritext and plan parties regarding the deposition of P. Gardemal (.4); gather information and correspond with Katten regarding strategy for Martinez and requested meeting minutes (.8); discuss with K. Mathews the upcoming deposition of P. Gardemal and circulate requested materials in preparation for same (.5); attend team strategy call in preparation for trial and correspond with litigation team re same (.7); collect and forward requested materials to J. Dugan in preparation for cross examination (.9); search for and circulate documents related to the formation of the restructuring committee in response to S&S request (1.6); attend strategy call with UCC professionals to discuss trial strategy and potential settlement and update litigation team regarding same (.7); gather documents and forward to G. Antonello in response to	11.20	11,032.00

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discussion (.5); attend call with Committee to discuss potential settlement and litigation path forward in preparation for trial (.7); call with A. Ambeault and J. Dugan regarding exhibit and witness list to send to Court (.5); circulate materials to A. Ambeault (.4); circulate witness list, exhibit list, and deposition designations to plan parties (.6); correspond with G. Antonello regarding the delivery of exhibits to the Court (.5); correspond with Debtors re same (.4); draft witness list (.6); update to reflect J. Dugan's comments (.3); circulate and review plan parties' reply briefs in support of plan confirmation (.5); attend and prepare for call with Debtors to discuss strategy for exhibits, deposition designations, and objections re same (.6).

1/25/22	G A	Calls with N. Benitez re: trial prep (2.1); call with A. Parrott re: exhibits (0.2); call with Willkie team re: trial prep (0.4); calls with J. Dugan re: trial issues (0.6); call with D. Sinclair re: same (0.1); call with C. Damast re: same (0.1); review Debtors' exhibit list (0.6); correspond with team re: objections to exhibits (0.2); trial prep (2.3); call with UCC professionals re: trial strategy (0.6); call with Willkie team re: same (0.6); call with plan proponents and objectors re: exhibits/depositions (0.6); correspond with Debtors' re: exhibit objections (0.3).	8.50	10,030.00
1/25/22	K M	Review and analyze Debtors' filings in support of the Plan (1.1); call with J. Schwager to discuss rebuttal expert report and deposition prep (1.0); prepare for P. Gardemal deposition, including review and analysis of expert reports and cited materials (7.5).	9.60	11,904.00
1/26/22	CAD	Correspondence w/ S. Star (FTI), internal working group regarding deposition transcript (.1) and review/analyze same (.2); participate (partial) in deposition of P. Gardemal (BK Associates) (2.8); correspondence w/ internal working group regarding same and summary (.2).	3.30	3,745.50

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1/26/22	K G	Finalize exhibits for Gardemal deposition (.8); assist with deposition by displaying and marking exhibits for the record (4.4); review and confirm redactions in court filings (.6); draft cross examination outline for hearing witness (3.9).	9.70	4,753.00
1/26/22	T G	Review summary of BK deposition (.4) and correspondence w/ team re same (.2).	0.60	858.00
1/26/22	C A	Download exhibits from Davis Polk's FTP (.2); assist w/ preparation of documents for attorney review (.5).	0.70	241.50
1/26/22	K H	Attended Pooja Gardemal's deposition in preparation for confirmation hearing.	4.40	2,156.00
1/26/22	N B	Review joint exhibits submitted by Debtors on behalf of all parties (1.5); circulate same to team for review and use in trial (.4); format exhibit list to PDF for J. Dugan for use during cross examination preparation (.3); review and circulate deposition designations (.3); correspond with team regarding hearing logistics (.2); call with Debtors to discuss redactions on publicly filed documents (.4); calls with J. Dugan and K. Mathews to discuss same (.5); call with J. Dugan regarding exhibits (.3); review proposed exhibits and circulate potential exhibits for cross examination to Debtors (1.6); review deposition designation of P. Kearney in response to Apollo's counter designations (.8); review P. Gardemal transcripts and expert report (2.9); create versions of the briefing with redactions in gray for the various parties to comment on their proposed redactions, and coordinate with team re same (3.4).	12.60	12,411.00
1/26/22	G A	Calls with J. Dugan re: trial prep (0.5); call with N. Benitez re: same (0.7); correspond with plan proponents re: trial logistics (0.2); trial prep (3.8); call with N. Cohen re: hearing (0.2); call with K. Mathews re: trial prep (0.1); call with UCC professionals re: potential settlement (0.2); correspond with parties re: hearing logistics (0.2).	5.90	6,962.00
1/26/22	K M	Review documents and prepare for Gardemal	13.20	16,368.00

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		deposition (3.1); conduct Gardemal Deposition (5.0); review and respond to team correspondence re: confirmation hearing strategy (.6); prepare for confirmation hearing, including review of Gardemal documents to prepare cross-examination and review of draft of cross-examination outline topics (2.0); coordinate and communicate with N. Benitez, G. Antonello, and counsel for Plan Parties regarding redactions to Confirmation Objection and related filings (2.5).		
1/26/22	A S	Attend deposition of Pooja Gardemal for WFG team (4.6); draft summary of Gardemal deposition for WFG team (2.3).	6.90	3,381.00
1/27/22	CAD	Correspondence w/ A. Scarcella regarding summary of P. Gardemal deposition (.1) and review/analyze same (.1).	0.20	227.00
1/27/22	K H	Assist w/ confirmation hearing.	7.00	3,430.00
1/27/22	N B	Trial preparation including the preparation and review of relevant exhibits, cross examination outlines, and other trial materials.	7.50	7,387.50
1/27/22	G A	Calls with N. Benitez re: trial (0.1); meet with Willkie team re: trial prep (.4).	0.50	590.00
1/28/22	N B	Review and organize materials following settlement of case (2.4).	2.40	2,364.00
1/31/22	K G	Call with litigation team to discuss remaining trial wrap-up.	0.60	294.00
Sub-Total			1,096.20	1,120,938.00

Hearings

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>		<u>Amount</u>
1/5/22	JCD	Attend court conference before Judge Chapman.	0.60	\$	1,140.00
1/5/22	K M	Attend chambers conference with Judge Chapman regarding discovery issues and schedule.	0.50		620.00
1/10/22	T G	Call w/ Nordic/Falko re plan status (.4);	0.90		1,287.00

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		correspondence w/ C Plaza re voting (.2); correspondence w/ Barclays re update call (.1); correspondence w/ J Levine re voting results (.2).		
1/14/22	CAD	Participate in hearing to consider Debtors' motion to enforce union settlement order (regarding Independencia).	1.40	1,589.00
1/14/22	T G	Prepare for (.4) and participate in (1.4) hearing re Invictus motion.	1.80	2,574.00
1/14/22	M S	Attend hearing on Motion to Enforce Court's Order re: Independencia Claim.	1.50	975.00
1/14/22	MVD	Participate in hearing on Invictus motion.	1.30	1,534.00
1/14/22	J B	Attend hearing on Invictus motion (in part).	1.00	825.00
1/14/22	B L	Participate in hearing on Independencia claim (in part).	0.80	1,320.00
1/14/22	A S	Attend hearing on Invictus motion re voting.	1.00	490.00
1/14/22	B M	Preparation (.5) and participation (1.3) hearing on the Independencia claim.	1.80	2,970.00
1/18/22	MVD	Participate in chambers conference re confirmation hearing.	0.50	590.00
1/18/22	B L	Chambers conference re: confirmation.	0.30	495.00
1/18/22	DMS	Chambers conference re: confirmation hearing.	0.40	530.00
1/20/22	CAD	Participate in court conference regarding Debtors' proposed motion in limine and scheduling/deposition/discover issues (.5); correspondence w/ internal working group regarding same and next steps (.3).	0.80	908.00
1/20/22	T G	Call w/ J. Dugan and B. Miller re hearing on Debtors' MIL (.2); prepare for (.3) and participate on (.6); follow-up call w/ B. Miller and J. Dugan re same (.2); correspondence w/ team re same (.6); correspondence w/ J. Eisen re same (.3); correspondence w/ Katten re same (.2).	2.40	3,432.00
1/20/22	A S	Attend pretrial chambers conference re: discovery motions, briefing schedule, and upcoming confirmation hearings.	0.50	245.00
1/20/22	J G	Attend chambers conference re: motion in	0.50	245.00

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1/20/22	JCD	limine and upcoming confirmation hearing. Attend court conference re: in limine motion.	0.70	1,330.00
1/20/22	B M	Preparation (.3) and attendance (.5) at the Discovery Status Conference regarding the Debtors' request for a Protective Order and motion in limine; memorandum regarding the Debtors' request for a Protective Order (.4).	1.20	1,980.00
1/20/22	J B	Attend chambers conference re: protective order.	0.50	412.50
1/20/22	K M	Attend court hearing called by Debtors in regards to Debtors' motion in limine.	0.50	620.00
1/20/22	B L	Participate in court conference re confirmation hearing logistics and motion in limine (.5); review virtual hearing procedures (.2); correspond with team re same (.1).	0.80	1,320.00
1/21/22	JCD	Call with Judge Chapman and Debtors re: confirmation issues.	0.50	950.00
1/27/22	JCD	Attend plan confirmation hearing and two pre- hearing conferences.	8.50	16,150.00
1/27/22	T G	Prepare for (.8) and participate in confirmation hearing/chambers conferences re same (6.3).	7.10	10,153.00
1/27/22	BLF	Attend call (partial) between judge, Debtors, and Invictus re: resolution of confirmation dispute of same.	0.30	321.00
1/27/22	BLF	Attend confirmation hearing (partial).	5.10	5,457.00
1/27/22	A S	Prepare for confirmation hearing (.4); attend confirmation hearing day one (3.6).	4.00	1,960.00
1/27/22	K G	Virtual court appearance for confirmation hearing including periods of delay while court required all to remain online and virtually present.	7.30	3,577.00
1/27/22	MVD	Participate in chambers conferences regarding confirmation issues.	1.10	1,298.00
1/27/22	DMS	Status conference with Debtors and court re confirmation settlements (0.5); attend confirmation hearing via Zoom (4.5).	5.00	6,625.00
1/27/22	J G	Attend AMX Confirmation Hearing.	4.00	1,960.00
1/27/22	K M	Prepare for, standby for start of, and attend Confirmation Hearing.	8.50	10,540.00
1/27/22	CAD	Participate in chambers conferences (2x)	7.40	8,399.00

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		regarding status of ad hoc OpCo group/Invictus confirmation objection/plan settlement discussions (.9); participate in hearing to consider confirmation of Debtors' plan (including internal working discussions regarding same (6.5).		
1/27/22	B M	Preparation (1.6) and attendance (7.0) at the Confirmation Hearing.	8.60	14,190.00
1/27/22	B L	Participate in confirmation hearing (in part).	2.20	3,630.00
1/27/22	N B	Attend opening statements and relevant pre-trial negotiations.	1.70	1,674.50
1/27/22	G A	Attend conferences and hearing.	4.80	5,664.00
1/28/22	BLF	Attend confirmation hearing (in part).	2.20	2,354.00
1/28/22	K G	Virtual court appearance for confirmation hearing including periods of delay while court required all to remain online and virtually present.	6.20	3,038.00
1/28/22	K H	Provide support to litigation team at confirmation hearing.	5.50	2,695.00
1/28/22	JCD	Attend day two of plan confirmation hearing on behalf of the UCC.	5.50	10,450.00
1/28/22	T G	Participate in confirmation hearing (5.6); correspondence w/ J Levine re status (.4); calls w/ B Miller (multiple) re same (.6); correspondence w/ team re same (.7).	7.30	10,439.00
1/28/22	DMS	Attend confirmation hearing via Zoom (in part).	2.00	2,650.00
1/28/22	A S	Attend confirmation hearing day two (in part).	1.60	784.00
1/28/22	J G	Attend AMX Confirmation Hearing (in part).	1.60	784.00
1/28/22	J B	Attend confirmation hearing (in part).	4.00	3,300.00
1/28/22	CAD	Participate in day 2 of hearing to consider confirmation of Debtors' chapter 11 plan.	3.20	3,632.00
1/28/22	B M	Attendance at the Confirmation Hearing.	3.20	5,280.00
Sub-Total			140.10	165,386.00

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Mediation

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/7/22	DMS	Call with Judge Lane re: mediation proposals (0.5); call with Willkie team re plan negotiations (0.4).	0.90	\$ 1,192.50
1/7/22	CAD	Correspondence w/ B. Miller, Judge Lane regarding round 3 of plan-related mediation and parameters/next steps (.1); participate in round 3 mediation session w/ internal working group, Judge Lane (.5); debrief call w/ internal working group regarding same and next steps (.4).	1.00	1,135.00
1/7/22	T G	Call w/ Mediator re: plan negotiations (1.0); call w/ B Miller re same (.2); follow-up call/correspondence w/ FTI re settlement scenarios (.9).	2.10	3,003.00
1/7/22	B M	Mediation discussions with the UCC and Judge Lane (1.6); review and comment on the UCC settlement model with FTI (2.5).	4.10	6,765.00
1/7/22	MVD	Participate in mediation session with Judge Lane.	0.60	708.00
1/7/22	B L	Telephone conference with Willkie team and mediator (in part) (.4); follow up meeting with Willkie team (.3).	0.70	1,155.00
1/9/22	CAD	Review and revise summary of committee's plan objections for submission to Judge Lane for round 3 of mediation (1.4); correspondence w/ J. Brandt, M. Dunn regarding same and comments (.2); subsequent correspondence w/ B. Miller, internal working group regarding same (.2); correspondence w/ B. Miller, Judge Lane regarding same and illustrative settlement scenarios (.1).	1.90	2,156.50
1/9/22	T G	Review and revise materials for mediator (.7) and correspondence w/ team re same (.2).	0.90	1,287.00
1/9/22	MVD	Review and comment on summary of plan issues for Judge Lane.	0.30	354.00
1/9/22	J B	Draft summary bullets of UCC plan objection arguments for transmission to Judge Lane.	2.50	2,062.50
1/10/22	CAD	Correspondence w/ B. Miller, Judge Lane	0.40	454.00

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		regarding plan mediation session tomorrow (.2); correspondence w/ internal working group, FTI regarding same (.2).		
1/10/22	B M	Mediation discussions with the UCC, the Debtors and Judge Lane (4.8); review and comment on UCC mediation proposal for Judge Lane (1.6); memorandum regarding mediation options for the UCC (.9).	7.30	12,045.00
1/11/22	CAD	Participate in plan mediation session w/ Judge Lane and internal working group regarding parameters of possible settlement and next steps (.8); debrief call w/ internal working group, FTI regarding same and preparation of proposal/illustrative recovery analysis (.5); participate in plan mediation session w/ Judge Lane and all parties (.4); correspondence w/ B. Miller, Judge Lane regarding potential plan settlement parameters (.2).	1.90	2,156.50
1/11/22	B M	Mediation discussions with Judge Lane, the UCC and the Ad Hoc OpCo Group to develop a mediation proposal (5.8); memorandum regarding the UCC mediation proposal (.8).	6.60	10,890.00
1/11/22	T G	Call w/ Judge Lane (.7) and follow-up discussion w/ FTI re next steps (.5); review and analyze FTI settlement analysis (.6) and call w/ M Healy re same (.2); group mediation call (.4); review/revise correspondence w/ Judge Lane re UCC mediation position (.3).	2.70	3,861.00
1/11/22	B L	Participate in call with mediator.	0.50	825.00
1/11/22	DMS	Call with Willkie, FTI teams, and Judge Lane re mediation proposal (0.7); follow up call with Willkie and FTI teams (0.5); call with Judge Lane and all parties re mediation (0.4).	1.60	2,120.00
1/11/22	A S	Attend mediation session re: mediator's proposal (.3); corr. w/ UCC professionals re mediator's proposal, settlement, and next steps (.8).	1.10	539.00
1/11/22	J B	Attend mediation session with Jude Lane, Willkie, and FTI Team (1.1); attend mediation call with Judge Lane and all parties (.4).	1.50	1,237.50
1/11/22	MVD	Participate in group mediation call (.4); participate in mediation session (.8).	1.20	1,416.00

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1/12/22	CAD	Telephone conference w/ internal working group, FTI regarding result of mediation session w/ Judge Lane and modified mediator's proposal/next steps (.7); correspondence w/ internal working group, FTI regarding same (.2); correspondence w/ B. Miller, Judge Lane regarding same and specifics of proposal (.1).	1.00	1,135.00
1/12/22	B M	Mediation sessions with the Debtors, Judge Lane and the UCC (4.2); preparation of a revised UCC mediation proposal (2.8); memorandum regarding the mediation process (.8); correspond with the UCC regarding the mediation process (.5).	8.30	13,695.00
1/12/22	T G	Call w/ FTI and WFG re mediation status (.7); review and revise FTI analyses re potential settlement structures (.6); correspondence w/ WFG and team re same (.4); call w/ J Brody re mediation status (.2); calls w/ B Miller (multiple) re mediation status (.8).	2.70	3,861.00
1/12/22	B L	Participate in call with mediator (.5); correspond with Willkie team re potential settlement structures (.4).	0.90	1,485.00
1/13/22	CAD	Various correspondence w/ internal working group, FTI regarding possible mediation settlement and allocable distributions by debtor.	0.40	454.00
1/13/22	B M	Mediation discussions with the Debtors, Judge Lane and the UCC (3.4); review and comment on the UCC mediation proposal (2.7); memorandum regarding mediation (.6).	6.70	11,055.00
1/13/22	T G	Review FTI materials re potential settlement constructs.	0.40	572.00
1/14/22	B M	Mediation discussions regarding the Mediator's proposal (1.6); memorandum regarding support for the Mediator's proposal and no need to resolicit creditors (.7).	2.30	3,795.00
1/14/22	T G	Call w/ M Zerjal re mediation status.	0.20	286.00
1/16/22	CAD	Correspondence w/ T. Graulich (Davis Polk), internal working group regarding status of plan parties' mediation proposal.	0.20	227.00
1/17/22	CAD	Telephone conference w/ internal working group, FTI regarding debrief of today's mediation discussion w/ Judge Lane and T.	0.70	794.50

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		Graulich and strategy/next steps (.6); correspondence w/ B. Miller, committee members (.1).		
1/17/22	B M	Mediation discussions with Judge Lane, the UCC and the plan parties (4.2); memorandum regarding mediation discussions (.7).	4.90	8,085.00
1/17/22	T G	Mediation call w/ Debtors and Judge Lane (.6); follow-up call w/ B. Miller re same (.2); call w/ FTI re same (.6).	1.40	2,002.00
1/19/22	CAD	Correspondence w/ B. Miller, Judge Lane regarding status of plan-related mediation discussions and next steps (.2); correspondence w/ internal working group regarding same (.2).	0.40	454.00
1/19/22	T G	Correspondence w/ team and J Lane re plan negotiations (.4); correspondence w/ Botter/Graulich re same (.3); calls w/ B Miller re same (.2).	0.90	1,287.00
1/21/22	CAD	Correspondence w/ B. Miller, Judge Lane regarding mediation and status of possible settlement.	0.20	227.00
1/24/22	CAD	Correspondence w/ Judge Lane, B. Miller regarding status of possible settlement discussions.	0.10	113.50
1/24/22	T G	Correspondence w/ Judge Lane re negotiation status (.3) and correspondence w/ team re same (.2).	0.50	715.00
1/25/22	CAD	Correspondence w/ B. Miller, Judge Lane regarding status of plan settlement discussions and committee's counterproposal.	0.30	340.50
1/25/22	B M	Mediation discussions with Judge Lane, the Debtors, the Ad Hoc Group and the UCC to attempt to settle the UCC's concerns.	3.50	5,775.00
1/26/22	B M	Mediation discussions with Judge Lane, the Debtors and the UCC (1.4); review and comment on the UCC settlement term sheet (2.2); memorandum regarding the UCC settlement (.8).	4.40	7,260.00
Sub-Total			80.20	118,981.00

OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF GRUPO

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AEROMEXICO

Invoice No. 22205042

Client/Matter No. 128273.00001

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Amount</u>
DUGAN, JAMES C.	146.10	\$	1,900.00	\$	277,590.00
EGUCHI, WESTON T.	0.20		1,350.00		270.00
GOREN, TODD	217.50		1,430.00		311,025.00
LENNON, BRIAN	53.40		1,650.00		88,110.00
MILLER, BRETT	266.30		1,650.00		439,395.00
SINCLAIR, DEBRA M.	180.20		1,325.00		238,765.00
DAMAST, CRAIG A.	265.40		1,135.00		301,229.00
HOCHMAN, IAN K.	0.40		1,300.00		520.00
ANTONELLO, GABRIELLE	144.70		1,180.00		170,746.00
BENITEZ, NATALIA	230.00		985.00		226,550.00
BRANDT, JOSEPH	119.70		825.00		98,752.50
CHANG, HYE-KYUNG	20.70		575.00		11,902.50
DUNN, MATTHEW V.	191.00		1,180.00		225,380.00
FELDMAN, BETSY L.	27.30		1,070.00		29,211.00
MATHEWS, KYLE	183.60		1,240.00		227,664.00
GARRETT, KATHRYN	122.70		490.00		60,123.00
GRABER, JESSICA	114.00		490.00		55,860.00
HANLEY, KATHERINE	132.80		490.00		65,072.00
SCARCELLA, ANTHONY	117.90		490.00		57,771.00
ST. JULIEN, MICHELE	10.90		650.00		7,085.00
AMBEAULT, ALISON	70.50		490.00		34,545.00
ARRIOLA, CHRISTIAN	15.60		345.00		5,382.00
WILLIE, DEREK	8.70		295.00		2,566.50
BRAVERMAN, BETTY	0.50		280.00		140.00
CHU, HUY	0.20		280.00		56.00

Professional Fees

\$ 2,935,710.50

OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF GRUPO

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AEROMEXICO

Invoice No. 22205042

Client/Matter No. 128273.00001

<u>Disbursements and Other Charges</u>	<u>Amount</u>
Local Transportation	\$ 82.88
Teleconferencing	269.22
Local Meals	1,030.88
Other Out of Town Travel	307.42
Lodging	454.58
Airfare/Train	1,140.73
Postage	9.25
Air Freight	71.60
Data Acquisition	18,276.94
Court Reporters/Other Fees	210.00
Outside Consultants	3,755.31
Filing Fees/Corp Trust	103.20
Transcript Costs	<u>64,105.33</u>

Disbursements and Other Charges	<u>89,817.34</u>
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Total this Invoice	<u>\$ 3,025,527.84</u>
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WILLKIE FARR & GALLAGHER_{LLP}

787 Seventh Avenue
New York, NY 10019-6099

212 728 8000
Fax: 212 728 8111

Federal ID 13-5536844

REMITTANCE ADVICE

OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF GRUPO AEROMEXICO

PLEASE INDICATE INVOICE
NUMBER ON REMITTANCE
Invoice No. 22205042
Client/Matter No. 128273.00001
March 7, 2022

Remit To:

Willkie Farr & Gallagher LLP
787 Seventh Avenue, 38th Floor
New York, NY 10019-6099
Attention: Accounts Receivable

FOR PROFESSIONAL SERVICES RENDERED through January 31, 2022

Assumption and Rejection of Leases and Contracts	\$	7,214.50
Business Operations	\$	5,964.00
Case Administration	\$	4,939.00
Claims Administration and Objections	\$	567.50
Employment and Fee Applications	\$	944.00
Financing and Cash Collateral	\$	1,155.00

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CITIBANK, N.A.

ABA NUMBER: 021000089

FOR THE ACCOUNT OF WILLKIE FARR & GALLAGHER LLP

ACCOUNT NUMBER: 09257961

INTERNATIONAL SWIFT NUMBER: CITIUS33

REFERENCE: 128273.00001

Please see our Privacy Policy at willkie.com for important information regarding the Firm's collection and processing of personal data.

WILLKIE FARR & GALLAGHER_{LLP}

787 Seventh Avenue
New York, NY 10019-6099

212 728 8000
Fax: 212 728 8111

Federal ID 13-5536844

REMITTANCE ADVICE

Meetings and Communications with Creditors	\$ 83,269.50
Plan and Disclosure Statement	\$ 1,426,238.50
Relief from Stay and Adequate Protection	\$ 113.50
Discovery	\$ 1,120,938.00
Hearings	\$ 165,386.00
Mediation	\$ 118,981.00
Disbursements and Other Charges	<u>89,817.34</u>
Total this Invoice	<u><u>\$ 3,025,527.84</u></u>

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