

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**D.N.J. LBR 2016-1, FEE APPLICATION COVER SHEET**

IN RE: WEWORK INC., et al.<sup>1</sup>

APPLICANT: PJT Partners LP

CASE NO.: 23-19865 (JKS)

CLIENT: Chapter 11 Debtors

CHAPTER: 11

CASE FILED: November 6, 2023

**COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION  
UNDER PENALTY OF PERJURY, PURSUANT TO 28 U.S.C. SECTION 1746**

**STATEMENT OF FEES AND OUT-OF-POCKET EXPENSES OF PJT PARTNERS LP  
FOR THE PERIOD OF FEBRUARY 1, 2024 THOUGH FEBRUARY 29, 2024**

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**FEE SUMMARY**

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FEE REQUESTED HEREUNDER:	<b>\$225,000.00</b>
DISBURSEMENTS REQUESTED HEREUNDER:	<b>+ <u>568.23</u></b>
TOTAL FEES & DISBURSEMENTS REQUESTED:	<b>\$225,568.23</b>
MINUS 20% HOLDBACK	<b><u>(45,000.00)</u></b>
AMOUNT SOUGHT AT THIS TIME	<b><u>\$180,568.23</u></b>

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<sup>1</sup> A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://dm.epiq11.com/WeWork>. The location of Debtor WeWork Inc.'s principal place of business is 12 East 49th Street, 3rd Floor, New York, NY 10017; the Debtors' service address in these chapter 11 cases is WeWork Inc. c/o Epiq Corporate Restructuring, LLC 10300 SW Allen Blvd. Beaverton, OR 97005.

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

In re:

WEWORK INC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 23-19865 (JKS)

(Jointly Administered)

**STATEMENT OF FEES AND OUT-OF-POCKET EXPENSES OF PJT PARTNERS LP  
FOR THE PERIOD OF FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

PJT Partners LP (“PJT”), investment banker to the above-captioned debtors (the “Debtors”), hereby submits its statement of fees and out-of-pocket expenses (this “Monthly Fee Statement”) for the period of February 1, 2024 through February 29, 2024 (the “Third Compensation Period”), in accordance with the Administrative Fee Order (as hereinafter defined). In support of this Monthly Fee Statement, PJT states as follows:

**I. Background**

1. On November 6, 2023 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq., as amended (the “Bankruptcy Code”). The Debtors are operating their businesses and managing their properties as debtors-in-possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code.

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<sup>1</sup> A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://dm.epiq11.com/WeWork>. The location of Debtor WeWork Inc.’s principal place of business is 12 East 49th Street, 3rd Floor, New York, NY 10017; the Debtors’ service address in these chapter 11 cases is WeWork Inc. c/o Epiq Corporate Restructuring, LLC 10300 SW Allen Blvd. Beaverton, OR 97005.

2. On November 20, 2023, the Debtors filed the *Debtors' Application for Entry of an Order (I) Authorizing the Retention and Employment of PJT Partners LP as Investment Banker to the Debtors and Debtors In Possession Effective as of the Petition Date, (II) Waiving Certain Timekeeping Requirements, and (III) Granting Related Relief* [Docket No. 218] (the "Retention Application"), pursuant to which the Debtors sought authority to retain and employ PJT as its investment banker pursuant to the terms of an engagement agreement (the "Engagement Agreement") dated September 15, 2023. A copy of the Engagement Agreement was attached to the Retention Application.

3. On December 6, 2023, this Court entered the *Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of this Court* [Docket No. 340] (the "Administrative Fee Order") establishing procedures for interim compensation and reimbursement of expenses for professionals.

4. On December 28, 2023, this Court entered the *Order (I) Authorizing the Retention and Employment of PJT Partners LP as Investment Bankers to the Debtors and Debtors in possession Effective as of the Petition Date, (II) Waiving Certain Timekeeping Requirements, and (III) Granting Related Relief* [Docket No. 522] (the "Retention Order") approving the Retention Application and authorizing the retention and employment of PJT effective as of the Petition Date, pursuant to the terms of the Engagement Agreement.

## **II. PJT's Request for Compensation**

5. For the Third Compensation Period, PJT (a) earned monthly fees in the amount of \$225,000.00, and incurred out-of-pocket expenses in the amount of \$568.23, and (b) in accordance with Administrative Fee Order, seeks payment in the amount of \$180,568.23 (representing 80% of the total amount of PJT's monthly fees earned and 100% of the total

amount of out-of-pocket expenses incurred by PJT during the Third Compensation Period). Although every effort has been made to include all expenses incurred during the Third Compensation Period, some expenses might not be included in this Monthly Fee Statement due to delays caused in connection with the accounting and processing of such expenses. Accordingly, PJT reserves the right to make further application to this Court for allowance of such expenses incurred during the Third Compensation Period but not included herein.

6. An invoice detailing the monthly fees and out-of-pocket expenses earned by PJT during the Third Compensation Period is attached hereto as Appendix A. A summary of the monthly fees earned during the Third Compensation Period is outlined below:

<u>Third Compensation Period</u>	<u>Monthly Fee</u>	<u>Holdback @ 20%</u>	<u>Out-of-Pocket Expenses</u>	<u>Amount Due</u>
February 1 – 29, 2024	\$225,000.00	(\$45,000.00)	\$568.23	\$180,568.23

7. The amount of fees sought in this Monthly Fee Statement and PJT's compensation practices are consistent with market practices both in and out of a bankruptcy context. PJT has never billed its clients based on the number of hours expended by its professionals. Accordingly, PJT does not have hourly rates for its professionals and PJT's professionals generally do not maintain detailed time records of the work performed for its clients. PJT has, however, maintained contemporaneous time records in one-half hour increments. Time records with respect to the 297.5 hours expended by PJT professionals in providing investment banking services to the Debtors during the Third Compensation Period are provided in Appendix B.

8. A summary of the total amount of hours expended by PJT professionals is provided below:

<b>Hours Expended By Professional</b>		
<b>Professional</b>	<b>Title</b>	<b>Total Hours</b>
Steve Zelin	Partner	11.5
Jamie Baird	Partner	23.0
Joe Lenehan	Partner	2.5
Jacques E. Brand	Partner	4.5
Kevin McDonough	Director	3.0
Meera Satiani	Vice President	84.5
Chelsea Lim	Vice President	8.0
Andrew Costello	Associate	52.5
Barry Linden	Associate	20.5
Devansh Taori	Analyst	68.0
Jonah Goldberg	Analyst	6.0
Michelle Jang	Analyst	13.5
<b>Total Hours</b>		<b>297.5</b>

### **III. Requested Relief**

9. Pursuant to the Retention Order and the Administrative Fee Order, with respect to (a) PJT's monthly fees in the amount of \$225,000.00, and (b) the reimbursement of PJT's out-of-pocket expenses in the amount of \$568.23, in each case earned or incurred during the Third Compensation Period, PJT hereby requests that the Debtors make the following payments to PJT:

Monthly Fees	\$225,000.00
Less: 20% Holdback	(45,000.00)
Out-of-Pocket Expenses	568.23
<b>Total Amount Due</b>	<b><u>\$180,568.23</u></b>

Dated: April 15, 2024

PJT PARTNERS LP

By: /s/ James H. Baird  
 James H. Baird  
 Partner  
 PJT Partners LP  
 280 Park Avenue  
 New York, New York 10017

*Investment Banker to the Debtors*

## **APPENDIX A**

PJT Partners



April 15, 2024

Kurt Wehner  
Chief Financial Officer  
WeWork Inc.  
12 East 49th Street  
New York, NY 10017

Monthly Fee for the period of February 1, 2024 through February 29, 204:	\$	225,000.00
Less: Holdback at 20%		(45,000.00)

Out-of-pocket expenses processed through April 8, 2024:<sup>(1)</sup>

Ground Transportation	\$	79.86	
Communications		9.95	
Meals		478.42	568.23
			<hr/>
<b>Total Amount Due</b>	<b>\$</b>		<b>180,568.23</b>
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**Invoice No. 10027530**

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<sup>(1)</sup> Expenses incurred, but not yet processed due to timing differences will be billed at a later date.

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**PJT Partners LP**  
Finance Department - 17th Floor  
280 Park Avenue  
New York, NY 10017  
212 364-78000  
pjtagcountingus@pjtpartners.com

**WeWork Inc.**  
**Summary of Expenses**

	<b>GL Detail Apr-24</b>	<b>Total Expenses</b>
Ground Transportation	\$ 79.86	\$ 79.86
Communications	9.95	9.95
Employee Meals	478.42	478.42
<b>Total</b>	<b>\$ 568.23</b>	<b>\$ 568.23</b>
<b>Ground Transportation</b>		<b>\$ 79.86</b>
<b>Communications</b>		<b>9.95</b>
<b>Meals</b>		<b>478.42</b>
<b>Total Expenses</b>		<b>\$ 568.23</b>



WeWork Inc.  
Detail of Expenses Processed  
Through April 8, 2024  
Invoice No. 10027530

**Ground Transportation**

Costello (weeknight taxi home from office)	01/08/24	15.90	
Costello (weeknight taxi home from office)	01/10/24	15.85	
Costello (weeknight taxi home from office)	01/12/24	15.85	
Costello (weeknight taxi home from office)	01/17/24	16.41	
Costello (weeknight taxi home from office)	01/25/24	15.85	
<b>Subtotal - Ground Transportation</b>			<b>\$ 79.86</b>

**Communications**

Sheaffer (wi-fi access while traveling)	02/12/24	9.95	
<b>Subtotal - Communications</b>			<b>9.95</b>

**Employee Meals**

Costello (weeknight working dinner meal)	12/13/23	32.14	
Costello (weeknight working dinner meal)	12/14/23	33.21	
Costello (weeknight working dinner meal)	01/10/24	3.21	
Costello (weeknight working dinner meal)	01/17/24	35.00	
Costello (weekend working dinner meal)	01/21/24	34.70	
Costello (weeknight working dinner meal)	01/23/24	35.00	
Costello (weeknight working dinner meal)	01/24/24	35.00	
Costello (weeknight working dinner meal)	01/25/24	34.86	
Costello (weeknight working dinner meal)	02/15/24	29.04	
Costello (weeknight working dinner meal)	02/21/24	35.00	
Costello (weeknight working dinner meal)	02/22/24	32.64	
Costello (weeknight working dinner meal)	02/26/24	35.00	
Costello (weeknight working dinner meal)	02/28/24	35.00	
Costello (weeknight working dinner meal)	02/29/24	33.62	
Taori (weeknight working dinner meal)	02/29/24	35.00	
<b>Subtotal - Employee Meals</b>			<b>478.42</b>
<b>Total Expenses</b>			<b>\$ 568.23</b>

## **APPENDIX B**

**PJT PARTNERS LP**  
**SUMMARY OF HOURS FOR THE PERIOD OF**  
**FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

Professional	Title	Hours
Steve Zelin	Partner	11.5
Jamie Baird	Partner	23.0
Joe Lenehan	Partner	2.5
Jacques Brand	Partner	4.5
Kevin McDonough	Director	3.0
Meera Satiani	Vice President	84.5
Chelsea Lim	Vice President	8.0
Andrew Costello	Associate	52.5
Barry Linden	Associate	20.5
Devansh Taori	Analyst	68.0
Jonah Goldberg	Analyst	6.0
Michelle Jang	Analyst	13.5
Total		<u>297.5</u>

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

<b>Professional</b>	<b>Date</b>	<b>Hours</b>	<b>Explanation</b>
Steve Zelin	02/02/24	0.5	Call / meeting with 3rd parties
Steve Zelin	02/06/24	1.0	Call / meeting with management and debtor advisors
Steve Zelin	02/07/24	1.0	Call / meeting with debtor advisors
Steve Zelin	02/07/24	1.0	Call / meeting with debtor advisors
Steve Zelin	02/08/24	1.0	Call / meeting with debtor advisors
Steve Zelin	02/08/24	2.5	Review of materials / financial analysis
Steve Zelin	02/14/24	1.0	Call / meeting with Board, management, and debtor advisors
Steve Zelin	02/20/24	0.5	PJT internal call / meeting
Steve Zelin	02/21/24	0.5	Review of materials / financial analysis
Steve Zelin	02/21/24	0.5	Call / meeting with debtor advisors
Steve Zelin	02/22/24	0.5	PJT internal call / meeting
Steve Zelin	02/22/24	1.0	Call / meeting with management and debtor advisors
Steve Zelin	02/23/24	0.5	Call / meeting with management
		<b>11.5</b>	

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

Professional	Date	Hours	Explanation
Jamie Baird	02/01/24	0.5	Weekly call with debtor advisors
Jamie Baird	02/02/24	0.5	Call / meeting with ad hoc group and/or their advisors
Jamie Baird	02/02/24	0.5	Call / meeting with SoftBank and/or their advisors
Jamie Baird	02/02/24	0.5	Call / meeting with 3rd parties
Jamie Baird	02/05/24	0.5	Call / meeting with debtor advisors
Jamie Baird	02/06/24	0.5	Call / meeting with SoftBank and/or their advisors
Jamie Baird	02/06/24	1.0	Call / meeting with management and debtor advisors
Jamie Baird	02/07/24	0.5	Call / meeting with Cupar Grimmond and/or their advisors
Jamie Baird	02/07/24	1.0	Call / meeting with debtor advisors
Jamie Baird	02/07/24	1.0	RSA Parties update call
Jamie Baird	02/08/24	0.5	Weekly call with debtor advisors
Jamie Baird	02/13/24	0.5	Call / meeting with debtor advisors
Jamie Baird	02/13/24	0.5	Call / meeting with debtor advisors
Jamie Baird	02/13/24	0.5	Call / meeting with SoftBank and/or their advisors
Jamie Baird	02/14/24	0.5	Call / meeting with 3rd parties
Jamie Baird	02/14/24	1.0	Call / meeting with Board, management, and debtor advisors
Jamie Baird	02/14/24	1.0	RSA Parties update call
Jamie Baird	02/15/24	0.5	Weekly call with debtor advisors
Jamie Baird	02/16/24	0.5	Call / meeting with management and debtor advisors
Jamie Baird	02/20/24	0.5	Call / meeting with SoftBank and/or their advisors
Jamie Baird	02/20/24	0.5	PJT internal call / meeting
Jamie Baird	02/21/24	0.5	Call / meeting with debtor advisors
Jamie Baird	02/21/24	1.0	RSA Parties update call
Jamie Baird	02/22/24	0.5	Call / meeting with debtor advisors
Jamie Baird	02/22/24	0.5	PJT internal call / meeting
Jamie Baird	02/22/24	0.5	PJT internal call / meeting
Jamie Baird	02/23/24	0.5	Call / meeting with ad hoc group and/or their advisors
Jamie Baird	02/23/24	0.5	Call / meeting with SoftBank and/or their advisors
Jamie Baird	02/23/24	0.5	Call / meeting with management
Jamie Baird	02/26/24	0.5	Call / meeting with debtor advisors
Jamie Baird	02/27/24	0.5	Call / meeting with 3rd parties
Jamie Baird	02/27/24	0.5	Call / meeting with ad hoc group and/or their advisors
Jamie Baird	02/27/24	0.5	Call / meeting with management and debtor advisors
Jamie Baird	02/27/24	0.5	Call / meeting with SoftBank and/or their advisors

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

Professional	Date	Hours	Explanation
Jamie Baird	02/28/24	0.5	Call / meeting with management and debtor advisors
Jamie Baird	02/28/24	1.0	RSA Parties update call
Jamie Baird	02/29/24	0.5	Weekly call with debtor advisors
Jamie Baird	02/29/24	0.5	PJT internal call / meeting
Jamie Baird	02/29/24	0.5	PJT internal call / meeting
		<b>23.0</b>	

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

<b>Professional</b>	<b>Date</b>	<b>Hours</b>	<b>Explanation</b>
Joe Lenehan	02/06/24	1.0	Call / meeting with management and debtor advisors
Joe Lenehan	02/23/24	0.5	Call / meeting with ad hoc group and/or their advisors
Joe Lenehan	02/23/24	0.5	Call / meeting with management
Joe Lenehan	02/28/24	0.5	Call / meeting with management
		<u>2.5</u>	

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

<b>Professional</b>	<b>Date</b>	<b>Hours</b>	<b>Explanation</b>
Jacques Brand	02/02/24	0.5	Call / meeting with 3rd parties
Jacques Brand	02/06/24	1.0	Call / meeting with management and debtor advisors
Jacques Brand	02/14/24	0.5	Call / meeting with 3rd parties
Jacques Brand	02/16/24	0.5	Call / meeting with 3rd parties
Jacques Brand	02/22/24	0.5	PJT internal call / meeting
Jacques Brand	02/23/24	0.5	Call / meeting with ad hoc group and/or their advisors
Jacques Brand	02/23/24	0.5	Call / meeting with management
Jacques Brand	02/28/24	0.5	Call / meeting with management
		<u><u>4.5</u></u>	



**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

<b>Professional</b>	<b>Date</b>	<b>Hours</b>	<b>Explanation</b>
Kevin McDonough	02/15/24	0.5	Call / meeting with management
Kevin McDonough	02/15/24	0.5	Call / meeting with 3rd parties
Kevin McDonough	02/22/24	0.5	PJT internal call / meeting
Kevin McDonough	02/23/24	0.5	Call / meeting with ad hoc group and/or their advisors
Kevin McDonough	02/28/24	0.5	Call / meeting with management
Kevin McDonough	02/29/24	0.5	PJT internal call / meeting
		<b>3.0</b>	

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

Professional	Date	Hours	Explanation
Meera Satiani	02/01/24	0.5	Weekly call with debtor advisors
Meera Satiani	02/01/24	1.0	Email correspondence on various matters
Meera Satiani	02/02/24	0.5	Call / meeting with ad hoc group and/or their advisors
Meera Satiani	02/02/24	0.5	Call / meeting with ad hoc group and/or their advisors
Meera Satiani	02/02/24	0.5	Call / meeting with SoftBank and/or their advisors
Meera Satiani	02/02/24	0.5	Call / meeting with SoftBank and/or their advisors
Meera Satiani	02/02/24	1.0	Email correspondence on various matters
Meera Satiani	02/05/24	0.5	Call / meeting with debtor advisors
Meera Satiani	02/05/24	1.0	Email correspondence on various matters
Meera Satiani	02/06/24	0.5	Call / meeting with ad hoc group and/or their advisors
Meera Satiani	02/06/24	0.5	Call / meeting with management
Meera Satiani	02/06/24	0.5	Call / meeting with SoftBank and/or their advisors
Meera Satiani	02/06/24	2.0	Email correspondence on various matters
Meera Satiani	02/07/24	0.5	Call / meeting with Cupar Grimmond and/or their advisors
Meera Satiani	02/07/24	1.0	Call / meeting with debtor advisors
Meera Satiani	02/07/24	1.0	Review of materials / financial analysis
Meera Satiani	02/07/24	1.0	RSA Parties update call
Meera Satiani	02/07/24	1.5	Preparation of materials / financial analysis
Meera Satiani	02/07/24	1.5	Preparation of materials / financial analysis
Meera Satiani	02/07/24	2.0	Email correspondence on various matters
Meera Satiani	02/08/24	0.5	Call / meeting with 3rd parties
Meera Satiani	02/08/24	0.5	Weekly call with debtor advisors
Meera Satiani	02/08/24	1.0	Email correspondence on various matters
Meera Satiani	02/08/24	1.0	Review of materials / financial analysis
Meera Satiani	02/09/24	0.5	Call / meeting with 3rd parties
Meera Satiani	02/09/24	0.5	Call / meeting with 3rd parties
Meera Satiani	02/09/24	1.0	Email correspondence on various matters
Meera Satiani	02/09/24	1.0	Preparation of materials / financial analysis
Meera Satiani	02/12/24	0.5	Call / meeting with 3rd parties
Meera Satiani	02/12/24	0.5	Call / meeting with ad hoc group and/or their advisors
Meera Satiani	02/12/24	0.5	Email correspondence on various matters
Meera Satiani	02/13/24	0.5	Call / meeting with 3rd parties
Meera Satiani	02/13/24	0.5	Call / meeting with debtor advisors
Meera Satiani	02/13/24	0.5	Call / meeting with debtor advisors

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

<b>Professional</b>	<b>Date</b>	<b>Hours</b>	<b>Explanation</b>
Meera Satiani	02/13/24	0.5	Call / meeting with SoftBank and/or their advisors
Meera Satiani	02/13/24	5.0	Email correspondence on various matters
Meera Satiani	02/14/24	0.5	Call / meeting with 3rd parties
Meera Satiani	02/14/24	0.5	Call / meeting with 3rd parties
Meera Satiani	02/14/24	0.5	Call / meeting with 3rd parties
Meera Satiani	02/14/24	1.0	Call / meeting with Board, management, and debtor advisors
Meera Satiani	02/14/24	1.0	RSA Parties update call
Meera Satiani	02/14/24	2.0	Email correspondence on various matters
Meera Satiani	02/14/24	4.0	Preparation of materials / financial analysis
Meera Satiani	02/15/24	0.5	Call / meeting with 3rd parties
Meera Satiani	02/15/24	0.5	Call / meeting with 3rd parties
Meera Satiani	02/15/24	0.5	Call / meeting with 3rd parties
Meera Satiani	02/15/24	0.5	Call / meeting with debtor advisors
Meera Satiani	02/15/24	0.5	Weekly call with debtor advisors
Meera Satiani	02/15/24	1.0	Call / meeting with ad hoc group and/or their advisors
Meera Satiani	02/15/24	1.0	Email correspondence on various matters
Meera Satiani	02/15/24	2.5	Preparation of materials / financial analysis
Meera Satiani	02/16/24	0.5	Call / meeting with management and debtor advisors
Meera Satiani	02/16/24	0.5	Call / meeting with management and debtor advisors
Meera Satiani	02/17/24	0.5	Email correspondence on various matters
Meera Satiani	02/19/24	0.5	Call / meeting with debtor advisors
Meera Satiani	02/20/24	0.5	Call / meeting with SoftBank and/or their advisors
Meera Satiani	02/20/24	2.5	Email correspondence on various matters
Meera Satiani	02/21/24	0.5	Call / meeting with debtor advisors
Meera Satiani	02/21/24	1.0	Email correspondence on various matters
Meera Satiani	02/21/24	1.0	RSA Parties update call
Meera Satiani	02/22/24	0.5	Call / meeting with 3rd parties
Meera Satiani	02/22/24	0.5	Call / meeting with debtor advisors
Meera Satiani	02/22/24	0.5	PJT internal call / meeting
Meera Satiani	02/22/24	0.5	PJT internal call / meeting
Meera Satiani	02/22/24	0.5	PJT internal call / meeting
Meera Satiani	02/22/24	1.0	Email correspondence on various matters
Meera Satiani	02/22/24	1.0	Preparation of materials / financial analysis
Meera Satiani	02/22/24	2.0	Review of materials / financial analysis

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

Professional	Date	Hours	Explanation
Meera Satiani	02/23/24	0.5	Call / meeting with ad hoc group and/or their advisors
Meera Satiani	02/23/24	0.5	Call / meeting with SoftBank and/or their advisors
Meera Satiani	02/23/24	1.0	Email correspondence on various matters
Meera Satiani	02/26/24	0.5	Call / meeting with debtor advisors
Meera Satiani	02/26/24	1.0	Email correspondence on various matters
Meera Satiani	02/26/24	4.0	Preparation of materials / financial analysis
Meera Satiani	02/27/24	0.5	Call / meeting with 3rd parties
Meera Satiani	02/27/24	0.5	Call / meeting with ad hoc group and/or their advisors
Meera Satiani	02/27/24	0.5	Call / meeting with debtor advisors
Meera Satiani	02/27/24	0.5	Call / meeting with debtor advisors
Meera Satiani	02/27/24	0.5	Call / meeting with management and debtor advisors
Meera Satiani	02/27/24	0.5	Call / meeting with SoftBank and/or their advisors
Meera Satiani	02/27/24	1.5	Email correspondence on various matters
Meera Satiani	02/27/24	4.0	Preparation of materials / financial analysis
Meera Satiani	02/28/24	0.5	Call / meeting with management and debtor advisors
Meera Satiani	02/28/24	1.0	Email correspondence on various matters
Meera Satiani	02/28/24	1.0	RSA Parties update call
Meera Satiani	02/29/24	0.5	Weekly call with debtor advisors
Meera Satiani	02/29/24	0.5	PJT internal call / meeting
Meera Satiani	02/29/24	0.5	PJT internal call / meeting
Meera Satiani	02/29/24	0.5	PJT internal call / meeting
Meera Satiani	02/29/24	1.0	Email correspondence on various matters
		<b>84.5</b>	

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

<b>Professional</b>	<b>Date</b>	<b>Hours</b>	<b>Explanation</b>
Chelsea Lim	02/01/24	1.5	Preparation of materials / financial analysis
Chelsea Lim	02/09/24	1.5	Preparation of materials / financial analysis
Chelsea Lim	02/11/24	1.0	Preparation of materials / financial analysis
Chelsea Lim	02/15/24	0.5	Preparation of materials / financial analysis
Chelsea Lim	02/16/24	0.5	Preparation of materials / financial analysis
Chelsea Lim	02/22/24	0.5	PJT internal call / meeting
Chelsea Lim	02/23/24	0.5	Preparation of materials / financial analysis
Chelsea Lim	02/26/24	1.0	Preparation of materials / financial analysis
Chelsea Lim	02/29/24	1.0	Preparation of materials / financial analysis
		<b>8.0</b>	

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

<b>Professional</b>	<b>Date</b>	<b>Hours</b>	<b>Explanation</b>
Andrew Costello	02/01/24	0.5	Weekly call with debtor advisors
Andrew Costello	02/01/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/02/24	0.5	Call / meeting with ad hoc group and/or their advisors
Andrew Costello	02/02/24	0.5	Call / meeting with ad hoc group and/or their advisors
Andrew Costello	02/02/24	0.5	Call / meeting with SoftBank and/or their advisors
Andrew Costello	02/02/24	3.0	Preparation of materials / financial analysis
Andrew Costello	02/05/24	0.5	Call / meeting with debtor advisors
Andrew Costello	02/06/24	0.5	Call / meeting with SoftBank and/or their advisors
Andrew Costello	02/07/24	0.5	Call / meeting with Cupar Grimmond and/or their advisors
Andrew Costello	02/07/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/07/24	1.0	RSA Parties update call
Andrew Costello	02/08/24	0.5	Weekly call with debtor advisors
Andrew Costello	02/08/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/09/24	0.5	Call / meeting with 3rd parties
Andrew Costello	02/09/24	0.5	Call / meeting with 3rd parties
Andrew Costello	02/09/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/09/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/12/24	1.5	Preparation of materials / financial analysis
Andrew Costello	02/13/24	0.5	Call / meeting with 3rd parties
Andrew Costello	02/13/24	0.5	Call / meeting with debtor advisors
Andrew Costello	02/13/24	0.5	Call / meeting with debtor advisors
Andrew Costello	02/13/24	0.5	Call / meeting with SoftBank and/or their advisors
Andrew Costello	02/13/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/13/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/13/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/13/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/14/24	0.5	Call / meeting with 3rd parties
Andrew Costello	02/14/24	0.5	Call / meeting with 3rd parties
Andrew Costello	02/14/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/14/24	1.0	RSA Parties update call
Andrew Costello	02/15/24	0.5	Call / meeting with 3rd parties
Andrew Costello	02/15/24	0.5	Call / meeting with 3rd parties
Andrew Costello	02/15/24	0.5	Call / meeting with 3rd parties
Andrew Costello	02/15/24	0.5	Weekly call with debtor advisors

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

<b>Professional</b>	<b>Date</b>	<b>Hours</b>	<b>Explanation</b>
Andrew Costello	02/15/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/16/24	0.5	Call / meeting with management and debtor advisors
Andrew Costello	02/20/24	0.5	Call / meeting with SoftBank and/or their advisors
Andrew Costello	02/20/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/20/24	1.0	Preparation of materials / financial analysis
Andrew Costello	02/20/24	1.0	Preparation of materials / financial analysis
Andrew Costello	02/21/24	0.5	Call / meeting with debtor advisors
Andrew Costello	02/21/24	1.0	RSA Parties update call
Andrew Costello	02/22/24	0.5	Call / meeting with 3rd parties
Andrew Costello	02/22/24	0.5	Call / meeting with debtor advisors
Andrew Costello	02/22/24	0.5	PJT internal call / meeting
Andrew Costello	02/22/24	0.5	PJT internal call / meeting
Andrew Costello	02/22/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/23/24	0.5	Call / meeting with ad hoc group and/or their advisors
Andrew Costello	02/23/24	0.5	Call / meeting with SoftBank and/or their advisors
Andrew Costello	02/26/24	0.5	Call / meeting with debtor advisors
Andrew Costello	02/26/24	1.0	Preparation of materials / financial analysis
Andrew Costello	02/26/24	2.0	Preparation of materials / financial analysis
Andrew Costello	02/27/24	0.5	Call / meeting with ad hoc group and/or their advisors
Andrew Costello	02/27/24	0.5	Call / meeting with management and debtor advisors
Andrew Costello	02/27/24	0.5	Call / meeting with SoftBank and/or their advisors
Andrew Costello	02/27/24	1.0	Preparation of materials / financial analysis
Andrew Costello	02/27/24	2.0	Preparation of materials / financial analysis
Andrew Costello	02/28/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/28/24	1.0	RSA Parties update call
Andrew Costello	02/28/24	5.0	Preparation of materials / financial analysis
Andrew Costello	02/29/24	0.5	Weekly call with debtor advisors
Andrew Costello	02/29/24	0.5	PJT internal call / meeting
Andrew Costello	02/29/24	0.5	PJT internal call / meeting
Andrew Costello	02/29/24	0.5	PJT internal call / meeting
Andrew Costello	02/29/24	0.5	Preparation of materials / financial analysis
Andrew Costello	02/29/24	5.0	Preparation of materials / financial analysis
		<u><u>52.5</u></u>	

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

<b>Professional</b>	<b>Date</b>	<b>Hours</b>	<b>Explanation</b>
Barry Linden	02/01/24	1.0	Preparation of materials / financial analysis
Barry Linden	02/06/24	1.0	Preparation of materials / financial analysis
Barry Linden	02/07/24	1.0	Preparation of materials / financial analysis
Barry Linden	02/08/24	2.0	Preparation of materials / financial analysis
Barry Linden	02/09/24	1.0	Preparation of materials / financial analysis
Barry Linden	02/11/24	1.0	Preparation of materials / financial analysis
Barry Linden	02/12/24	1.0	Preparation of materials / financial analysis
Barry Linden	02/13/24	1.0	Preparation of materials / financial analysis
Barry Linden	02/14/24	1.0	Preparation of materials / financial analysis
Barry Linden	02/15/24	0.5	Preparation of materials / financial analysis
Barry Linden	02/16/24	1.0	Preparation of materials / financial analysis
Barry Linden	02/20/24	0.5	Preparation of materials / financial analysis
Barry Linden	02/22/24	0.5	PJT internal call / meeting
Barry Linden	02/22/24	1.0	Preparation of materials / financial analysis
Barry Linden	02/23/24	1.0	Preparation of materials / financial analysis
Barry Linden	02/26/24	2.0	Preparation of materials / financial analysis
Barry Linden	02/27/24	1.0	Preparation of materials / financial analysis
Barry Linden	02/28/24	0.5	PJT internal call / meeting
Barry Linden	02/28/24	1.0	Preparation of materials / financial analysis
Barry Linden	02/29/24	0.5	PJT internal call / meeting
Barry Linden	02/29/24	1.0	Preparation of materials / financial analysis
		<b><u>20.5</u></b>	



**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

Professional	Date	Hours	Explanation
Devansh Taori	02/01/24	0.5	Weekly call with debtor advisors
Devansh Taori	02/01/24	1.0	Preparation of materials / financial analysis
Devansh Taori	02/02/24	0.5	Call / meeting with ad hoc group and/or their advisors
Devansh Taori	02/02/24	0.5	Call / meeting with ad hoc group and/or their advisors
Devansh Taori	02/02/24	0.5	Call / meeting with SoftBank and/or their advisors
Devansh Taori	02/02/24	4.0	Preparation of materials / financial analysis
Devansh Taori	02/04/24	0.5	Diligence / research
Devansh Taori	02/05/24	0.5	Call / meeting with debtor advisors
Devansh Taori	02/06/24	0.5	Call / meeting with SoftBank and/or their advisors
Devansh Taori	02/07/24	0.5	Call / meeting with Cupar Grimmond and/or their advisors
Devansh Taori	02/07/24	1.0	Preparation of materials / financial analysis
Devansh Taori	02/07/24	1.0	RSA Parties update call
Devansh Taori	02/08/24	0.5	Weekly call with debtor advisors
Devansh Taori	02/08/24	1.0	Preparation of materials / financial analysis
Devansh Taori	02/09/24	0.5	Call / meeting with 3rd parties
Devansh Taori	02/09/24	0.5	Call / meeting with 3rd parties
Devansh Taori	02/09/24	0.5	Preparation of materials / financial analysis
Devansh Taori	02/09/24	1.0	Preparation of materials / financial analysis
Devansh Taori	02/12/24	2.0	Preparation of materials / financial analysis
Devansh Taori	02/13/24	0.5	Call / meeting with 3rd parties
Devansh Taori	02/13/24	0.5	Call / meeting with debtor advisors
Devansh Taori	02/13/24	0.5	Call / meeting with debtor advisors
Devansh Taori	02/13/24	0.5	Call / meeting with SoftBank and/or their advisors
Devansh Taori	02/13/24	0.5	Preparation of materials / financial analysis
Devansh Taori	02/13/24	0.5	Preparation of materials / financial analysis
Devansh Taori	02/13/24	0.5	Preparation of materials / financial analysis
Devansh Taori	02/13/24	1.0	Preparation of materials / financial analysis
Devansh Taori	02/14/24	0.5	Call / meeting with 3rd parties
Devansh Taori	02/14/24	0.5	Call / meeting with 3rd parties
Devansh Taori	02/14/24	0.5	Diligence / research
Devansh Taori	02/14/24	0.5	Preparation of materials / financial analysis
Devansh Taori	02/14/24	1.0	RSA Parties update call
Devansh Taori	02/15/24	0.5	Call / meeting with 3rd parties
Devansh Taori	02/15/24	0.5	Call / meeting with 3rd parties

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
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Professional	Date	Hours	Explanation
Devansh Taori	02/15/24	0.5	Call / meeting with 3rd parties
Devansh Taori	02/15/24	0.5	Weekly call with debtor advisors
Devansh Taori	02/15/24	1.0	Preparation of materials / financial analysis
Devansh Taori	02/16/24	0.5	Call / meeting with management and debtor advisors
Devansh Taori	02/20/24	0.5	Call / meeting with SoftBank and/or their advisors
Devansh Taori	02/20/24	1.0	Preparation of materials / financial analysis
Devansh Taori	02/20/24	1.0	Preparation of materials / financial analysis
Devansh Taori	02/20/24	2.0	Preparation of materials / financial analysis
Devansh Taori	02/21/24	0.5	Call / meeting with debtor advisors
Devansh Taori	02/21/24	1.0	RSA Parties update call
Devansh Taori	02/22/24	0.5	Call / meeting with 3rd parties
Devansh Taori	02/22/24	0.5	Call / meeting with debtor advisors
Devansh Taori	02/22/24	0.5	PJT internal call / meeting
Devansh Taori	02/22/24	1.0	Preparation of materials / financial analysis
Devansh Taori	02/23/24	0.5	Call / meeting with ad hoc group and/or their advisors
Devansh Taori	02/23/24	0.5	Call / meeting with SoftBank and/or their advisors
Devansh Taori	02/26/24	0.5	Call / meeting with debtor advisors
Devansh Taori	02/26/24	2.0	Preparation of materials / financial analysis
Devansh Taori	02/26/24	3.0	Preparation of materials / financial analysis
Devansh Taori	02/27/24	0.5	Call / meeting with ad hoc group and/or their advisors
Devansh Taori	02/27/24	0.5	Call / meeting with management and debtor advisors
Devansh Taori	02/27/24	0.5	Call / meeting with SoftBank and/or their advisors
Devansh Taori	02/27/24	2.0	Preparation of materials / financial analysis
Devansh Taori	02/27/24	3.0	Preparation of materials / financial analysis
Devansh Taori	02/28/24	1.0	Preparation of materials / financial analysis
Devansh Taori	02/28/24	1.0	RSA Parties update call
Devansh Taori	02/28/24	6.5	Preparation of materials / financial analysis
Devansh Taori	02/29/24	0.5	Weekly call with debtor advisors
Devansh Taori	02/29/24	0.5	PJT internal call / meeting
Devansh Taori	02/29/24	0.5	PJT internal call / meeting
Devansh Taori	02/29/24	0.5	PJT internal call / meeting
Devansh Taori	02/29/24	1.0	Preparation of materials / financial analysis
Devansh Taori	02/29/24	7.0	Preparation of materials / financial analysis
		<b>68.0</b>	

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

<b>Professional</b>	<b>Date</b>	<b>Hours</b>	<b>Explanation</b>
Jonah Goldberg	02/01/24	1.0	Preparation of materials / financial analysis
Jonah Goldberg	02/06/24	1.0	Preparation of materials / financial analysis
Jonah Goldberg	02/07/24	1.0	Preparation of materials / financial analysis
Jonah Goldberg	02/08/24	2.0	Preparation of materials / financial analysis
Jonah Goldberg	02/09/24	1.0	Preparation of materials / financial analysis
		<b>6.0</b>	

**PJT PARTNERS LP****HOURLY DETAILS FOR THE PERIOD OF  
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<b>Professional</b>	<b>Date</b>	<b>Hours</b>	<b>Explanation</b>
Michelle Jang	02/01/24	1.0	Preparation of materials / financial analysis
Michelle Jang	02/06/24	2.0	Preparation of materials / financial analysis
Michelle Jang	02/09/24	1.0	Preparation of materials / financial analysis
Michelle Jang	02/11/24	2.0	Preparation of materials / financial analysis
Michelle Jang	02/15/24	2.0	Preparation of materials / financial analysis
Michelle Jang	02/16/24	2.0	Preparation of materials / financial analysis
Michelle Jang	02/22/24	0.5	PJT internal call / meeting
Michelle Jang	02/28/24	0.5	PJT internal call / meeting
Michelle Jang	02/29/24	0.5	PJT internal call / meeting
Michelle Jang	02/29/24	2.0	Preparation of materials / financial analysis
		<b><u>13.5</u></b>	