

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF FLORIDA  
MIAMI DIVISION  
www.flsb.uscourts.gov

|   |   |                        |
|---|---|------------------------|
| In re:  | ) | Chapter 11             |
|   | ) |                        |
| BIRD GLOBAL, INC., <i>et al.</i> , <sup>1</sup> | ) | Case No. 23-20514-CLC  |
|   | ) |                        |
| Debtors.  | ) | (Jointly Administered) |
|   | ) |                        |

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**SUMMARY OF SUPPLEMENT TO FIRST AND FINAL APPLICATION FOR  
ALLOWANCE AND PAYMENT OF COMPENSATION AND REIMBURSEMENT  
OF EXPENSES OF FOX ROTHSCHILD LLP, AS COUNSEL TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS,  
FOR THE PERIOD MAY 16, 2024 TO MAY 31, 2024**

|   |  |  |
|---|--|--|
| 1.  | Name of applicant:                     | Fox Rothschild LLP                                       |
| 2.  | Role of applicant:                     | Counsel to the Official Committee of Unsecured Creditors |
| 3.  | Name of Certifying Professional:       | Robert F. Elgidely                                       |
| 4.  | Date case filed:                       | December 20, 2023  |
| 5.  | Date of Order Approving Employment     | March 1, 2024<br>[ECF No. 408]                           |
| <b>IF INTERIM APPLICATION, COMPLETE 6, 7 AND 8 BELOW:</b>                                   |  |  |
| 6.  | Period for this Application:           | n/a  |
| 7.  | Amount of Compensation Sought:         | n/a  |
| 8.  | Amount of Expense Reimbursement Sought | n/a  |
| <b>IF FINAL APPLICATION, COMPLETE 9 AND 10 BELOW (Supplement to Final Fee Application):</b> |  |  |

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<sup>1</sup> The address of the Debtors is 392 Northeast 191st Street, #20388, Miami, FL 33179. The last four digits of the Debtors' federal tax identification numbers are: (i) Bird Global, Inc. (3155); (ii) Bird Rides, Inc. (9939); (iii) Bird US Holdco, LLC (8390); (iv) Bird US Opco, LLC (6873); and (v) Skinny Labs, Inc. (8176).

|     |   |   |
|-----|---|---|
| 9.  | Total Amount of Compensation Sought During Period:  | \$32,212.00   |
| 10. | Total Amount of Expense Reimbursement Sought During Period:   | \$1,197.60  |
| 11. | Amount of Original Retainer(s). Please disclose both Fee Retainer and Cost Retainer if such a Retainer has been received: | n/a   |
| 12. | Current Balance of Retainer(s) remaining:   | n/a   |
| 13. | Last monthly operating report filed (Month/Year and ECF No.)  | April 1, 2024 – April 30, 2024<br>[ECF Nos. 737 – 740]  |
| 14. | If case is Chapter 11, current funds in the Chapter 11 estate   | <i>See Order Granting Debtors' Expedited Supplemental Motion (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Adequate Protection to Senior Secured Lenders, (IV) Granting Liens and Superpriority Claims, and (V) Modifying the Automatic Stay on a Final Basis [ECF No. 506]; see also Final Order (I) Authorizing the Debtors to (A) Obtain Postpetition Financing, (B) Grant Senior Secured Liens and Superpriority Administrative Expense Claims, and (C) Utilize Cash Collateral; (II) Granting Adequate Protection to the Prepetition Secured Parties; (III) Modifying the Automatic Stay; and (IV) Granting Related Relief [ECF No. 296]</i> |
| 15. | If case is Chapter 7, current funds held by Chapter 7 Trustee   | n/a   |

### **History of Fees and Expenses**

1. Dates, sources, and amounts of retainers received: n/a

2. Dates, sources and amounts of third party payments received: n/a
3. Payments from Monthly Fee Statements:

**First Monthly Fee Statement:**

**January 10, 2024 – February 28, 2024**  
**Paid: March 26, 2024**

Fees (80%): \$600,997.60

Expenses: \$17,055.95

**Total: \$618,053.55**

**Second Monthly Fee Statement:**

**March 1, 2024 – March 31, 2024**  
**Paid: April 26, 2024**

Fees (80%): \$55,784.40

Expenses: \$3,347.96

**Total: \$59,132.36**

**Third Monthly Fee Statement:**

**April 1, 2024 – April 30, 2024**  
**Paid: June 3, 2024**

Fees (80%): \$87,577.20

Expenses: \$1,191.20

**Total: \$88,768.4**

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| In re:  | ) | Chapter 11             |
|   | ) |                        |
| BIRD GLOBAL, INC., <i>et al.</i> , <sup>1</sup> | ) | Case No. 23-20514-CLC  |
|   | ) |                        |
| Debtors.  | ) | (Jointly Administered) |
|   | ) |                        |
|   | ) |                        |

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**SUPPLEMENT TO FIRST AND FINAL APPLICATION FOR ALLOWANCE AND  
PAYMENT OF COMPENSATION AND REIMBURSEMENT OF EXPENSES  
OF FOX ROTHSCHILD LLP, AS COUNSEL TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS,  
FOR THE PERIOD MAY 16, 2024 TO MAY 31, 2024**

FOX ROTHSCHILD LLP (the “Applicant” or “Fox”), as counsel for the Official Committee of Unsecured Creditors (the “Committee”) of the above-captioned Debtors, hereby files its *Supplement to First and Final Application for Allowance and Payment of Compensation and Reimbursement of Expenses to Fox Rothschild LLP, as Counsel to the Official Committee of Unsecured Creditors* (the “Supplemental Final Application”) for professional services and expenses rendered by the Applicant during the period of May 16, 2024 to May 31, 2024 (the “Supplemental Application Period”). This Application is filed pursuant to sections 328, 330 and 503(b) of the Bankruptcy Code and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and the *Order (I) Conditionally Approving Disclosure Statement; (II) Approving Solicitation Procedures; (III) Approving Customized Ballot; (IV) Establishing Notice and Objection Procedures in Respect of Confirmation of the Debtors’ Chapter 11 Plan; and (V)*

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<sup>1</sup> The address of the Debtors is 392 Northeast 191st Street, #20388, Miami, FL 33179. The last four digits of the Debtors’ federal tax identification numbers are: (i) Bird Global, Inc. (3155); (ii) Bird Rides, Inc. (9939); (iii) Bird US Holdco, LLC (8390); (iv) Bird US Opco, LLC (6873); and (v) Skinny Labs, Inc. (8176).

*Shortening Time for Filing Final Applications for Compensation and for Providing Notice of Hearing Thereof* (the “Disclosure Statement Order”) [ECF No. 644], and meets all of the requirements set forth in the *Guidelines for Fee Applications for Professionals in the Southern District of Florida Bankruptcy Cases*, incorporated in Local Rule 2016-1(B)(1), and *Appendix B – Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 for Attorneys in Larger Chapter 11 Cases* (collectively, the “Guidelines”).

In support of the Supplemental Final Application, the Applicant states:

**I. RETENTION OF THE APPLICANT, DISCLOSURE OF COMPENSATION AND REQUESTED AWARD**

1. On December 20, 2023 (the “Petition Date”), the Debtors each filed voluntary petitions for relief under Chapter 11, title 11, United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”).

2. On December 20, 2023, the Court entered an Order approving the joint administration of the Debtors’ cases [ECF No. 29].

3. On January 5, 2024, the Office of the United States Trustee for Region 21 (the “U.S. Trustee”), appointed three members to the Committee pursuant to section 1102(a)(1) of the Bankruptcy Code. *See* ECF No. 118.<sup>2,3</sup>

4. On January 10, 2024, the Committee selected Fox as its counsel.

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<sup>2</sup> On January 7, 2024, the U.S. Trustee filed an *Amended Appointment and Notice of Appointment of Committee of Bird Global, Inc.* [ECF No. 119] to correct spelling errors included in the first Notice of Appointment. The members of the Committee remained the same.

<sup>3</sup> On April 23, 2024, the U.S. Trustee filed a *Second Amended Appointment and Notice of Appointment of Committee of Bird Global, Inc.* [ECF No. 617] removing Vodafone US Inc. from the Committee in light of the assumption and assignment of its contract in connection with the sale of the Debtors’ assets pursuant to the *Order (I) Authorizing and Approving (A) the Sale of Substantially All of the Debtors’ Assets Free and Clear of All Liens, Claims, and Encumbrances and (B) the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith, and (II) Granting Related Relief* [ECF No. 464] (the “Sale Order”).

5. On January 29, 2024, the Committee filed the *Application of the Official Committee of Unsecured Creditors for Entry of an Order Authorizing the Retention and Employment of Fox Rothschild LLP as Counsel Effective as of January 10, 2024* [ECF No. 224], requesting approval of the employment of the Applicant as counsel to the Committee. On March 1, 2024, the Court entered an Order authorizing the retention of the Applicant as counsel to the Committee on a final basis, effective as of January 10, 2024 [ECF No. 408].

6. On June 3, 2024, Applicant filed its *First and Final Application for Allowance and Payment of Compensation and Reimbursement of Expenses of Fox Rothschild LLP, as Counsel to the Official Committee of Unsecured Creditors* (the “Final Fee Application”) [ECF No. 791] requesting a first and final award of legal fees earned by the Applicant for services rendered as counsel to the Committee, in the amount of **\$968,210.50** and reimbursement for the actual and necessary expenses incurred by the Applicant in the amount of **\$21,600.11**. The Applicant conservatively estimated that additional legal fees in the amount of approximately \$50,000.00, plus expenses in the amount of \$15,000.00 would be incurred from the May 16, 2024 through the confirmation date (currently scheduled for June 10, 2024) (the “Confirmation Date”). Given Applicant’s efforts in the time since filing the Final Fee Application, Applicant is required to increase its estimate through the Confirmation Date. Applicant hereby supplements the Final Fee Application in accordance with the procedure approved by the Court as set out in the Disclosure Statement Order. Applicant also estimates that it will incur \$25,000.00 in additional legal fees and \$12,000.00 in expenses from May 31, 2024 through the Confirmation Date.

7. The Applicant submits this Supplemental Final Application, pursuant to sections 328, 330, 331 and 503(b) of the Bankruptcy Code, Rule 2016 of the Bankruptcy Rules, Local Rule 2016-1(B)(1), the Guidelines and the Disclosure Statement Order. The Applicant requests an

additional final award of legal fees earned by the Applicant for services rendered as counsel to the Committee, in the amount of **\$32,212.00** and reimbursement for the actual and necessary expenses incurred by the Applicant in the amount of **\$1,197.60**, during the Supplemental Application Period.

8. As outlined in more detail in the Global Settlement and Plan Support Agreement Term Sheet (the “Global Settlement Term Sheet”) [ECF No. 455], the Committee’s professionals, Fox Rothschild LLP and BRG, agreed to a soft cap on fees and expenses in the amount of \$1,415,000 for purposes of Plan confirmation. The Committee’s professionals have agreed that their excess fees and expenses are to be paid as provided for in the Debtors’ Joint Chapter 11 Plan of Liquidation (the “Plan”) [ECF No. 597]. Accordingly, Fox is requesting final approval of the full amount of its fees and expenses in the Final Application and this Supplemental Final Application.

9. This request is the Applicant’s supplemental final application to the Court for compensation and reimbursement of expenses for services rendered as counsel to the Committee. No understanding exists between the Applicant and any other person for the sharing of compensation sought by the Applicant, except among the partners and associates of the Applicant.

10. In accordance with the Guidelines, the following exhibits are annexed to this Application:

- |                            |   |
|----------------------------|---|
| <b><u>Exhibit A:</u></b>   | Customary and Comparable Compensation Disclosures With Fee Applications |
| <b><u>Exhibit B:</u></b>   | Summary of Timekeepers Included in this Fee Application                 |
| <b><u>Exhibit C-1:</u></b> | Budget  |
| <b><u>Exhibit C-2:</u></b> | Staffing Plan   |
| <b><u>Exhibit D-1:</u></b> | Summary of Compensation Requested by Project Category                   |
| <b><u>Exhibit D-2:</u></b> | Summary of Expense Reimbursements Requested by Category                 |

**Exhibit E:** Summary Cover Sheet of Fee Application

**Exhibit F:** Detailed Description of the Services Rendered and Expenses and Disbursements.

11. The Applicant has expended a total of **48.1** hours during the Supplemental Application Period in rendering necessary and beneficial legal services to the Committee.

12. Exhibit A contains a list of the Applicant's professionals and paraprofessionals who have provided services to the Debtor during the Application Period, the blended hourly rate for fees billed during the Supplemental Application Period, and the blended hourly rate for fees billed or collected by the Applicant for the preceding year, excluding bankruptcy engagements.

13. Exhibit B contains a summary of professionals and paraprofessionals included in the Supplemental Final Application.

14. Exhibit C-1 contains a budget reflecting the estimated hours to be spent and estimated fees to be incurred during the Supplemental Application Period.

15. Exhibit C-2 contains a staffing plan reflecting the Applicant's professionals and paraprofessionals, broken down by category of timekeeper, who have provided services to the Committee during the Supplemental Application Period, the number of timekeepers expected to perform work on this case during the Supplemental Application Period, and the average hourly rate broken down by category of timekeeper.

16. Exhibit D-1 contains a summary of compensation requested by project category, reflecting the number of hours budgeted, fees budgeted, hours billed and fees sought during the Supplemental Application Period.

17. Exhibit D-2 contains a summary of the Applicant's total actual and necessary out-of-pocket expenses and disbursements, on behalf of the Committee, for which the Applicant seeks reimbursement in accordance with section 330(a)(2) of the Bankruptcy Code, the Bankruptcy



Rules and the Guidelines. The expenses and disbursements summarized in Exhibit D-2 are those which the Applicant typically would invoice to its non-bankruptcy clients.

18. Exhibit E contains a summary cover sheet of the Supplemental Final Application.

19. Exhibit F contains (i) a daily description of the services rendered and the hours expended by the various attorneys and paralegals of the Applicant who performed services in this case; and (ii) a detailed schedule listing of the expenses and disbursements for which the Applicant seeks reimbursement. The Applicant has prepared Exhibit F based on, among other things, contemporaneous daily time records maintained by the Applicant's attorneys and paraprofessionals who rendered services in this case.

#### **EVALUATION OF SERVICES RENDERED**

20. The Applicant believes that the requested fee of **\$32,212.00** for **48.1** hours worked during the Supplemental Application Period, is reasonable considering the nature, extent, and the value of such services, taking into account all relevant factors, including:

- (a) The time spent on such services;
- (b) The rates charged for such services;
- (c) Whether the services were necessary to the administration or, or beneficial at the time at which the services were rendered toward the completion of the case;
- (d) Whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (e) With respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field;
- (f) Whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than Chapter 11 cases.

21. Based on the standards set forth in Section 330 of the Bankruptcy Code, the Applicant believes that the fair and reasonable value of its services rendered during the period covered by this Supplemental Final Application is **\$32,212.00** plus expenses of **\$1,197.60**.

22. Alternatively, the Applicant notes that the services rendered herein were “reasonably likely to benefit” the Debtors’ bankruptcy estates at the time the services were rendered. Accordingly, under the “reasonable at the time” standard, the fees and costs sought herein should be approved. *In re Woerner*, 783 F.3d 266 (5th Cir. 2015) (collecting cases).

**A. The time spent on such services**

23. The foregoing summary, together with the exhibits attached hereto, details the time and extent of the professional services rendered by the Applicant for the benefit of the estate during the Supplemental Application Period. The total number of hours expended, 48.1, reveals the extensive time devoted to this matter by the Applicant on a vast spectrum of legal issues which have arisen in this case during Supplemental Application Period.

**B. The rates charged for such services**

24. The hourly rates charged by the Applicant as set forth in the Exhibits to this fee application range from \$550.00 to \$985.00 per hour for attorneys and \$495.00 per hour for paraprofessionals, which is customary for professionals and paraprofessionals in the Southern District of Florida of similar skill and experience.

**C. Whether the services were necessary to the administration of, or beneficial at the time at which the services were rendered toward the completion of the case.**

25. In rendering services to the Committee, the Applicant demonstrated substantial legal skill and expertise in the areas of bankruptcy, commercial law, debtor-creditor rights, and secured transactions and negotiation.

**D. Whether the services were performed within a reasonable amount of time commensurate with the complexity, importance and nature of the problem, issue or task addressed.**

26. The Applicant has devoted substantial time in the representation of the Committee as more fully appears on the exhibits to this Supplemental Final Application. The fees requested by the Applicant, \$32,212.00, reflect an average hourly rate of \$669.69 for 48.1 hours of service. Considering the results obtained and the complexity of the issues addressed during the period covered by this Supplemental Final Application, this rate is entirely reasonable.

**E. With respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and expertise in the bankruptcy field.**

27. The Applicant is an established law firm and its members and associated working on this case are experienced in matters of this kind and well known to this Court. The Applicant enjoys a fine reputation and has demonstrated substantial ability in the fields of bankruptcy, litigation, creditors' rights and business reorganization.

**F. Whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under Chapter 11**

28. The compensation which the Applicant requests comports with the mandate of the Bankruptcy Code, which directs that services be evaluated in light of comparable services performed in non-bankruptcy cases in the community. As set forth above, the hourly rates charged by the Applicant as set forth in the exhibits to this Supplemental Final Application range from \$550.00 to \$985.00 per hour for attorneys and \$495.00 per hour for paraprofessionals, throughout the Supplemental Application Period, which is customary for professionals and paraprofessionals in the Southern District of Florida of similar skill and experience.

**Statement from the Applicant**

29. Pursuant to the *Appendix B Guidelines for Reviewing Application for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Cases*, the Applicant responds to the following questions regarding the Supplemental Final Application:

| <b>Question</b>   | <b>Yes</b> | <b>No</b> | <b>Additional Explanation or Clarification</b> |
|---|------------|-----------|--|
| Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the Application Period? If so, please explain.   |            | No        |  |
| If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?   |            | No        |  |
| Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?  |            | No        |  |
| Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices?  |            | No        |  |
| Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.   |            | No        |  |
| If the fee application includes any rate increases since retention in this case: <ol style="list-style-type: none"> <li>Did your client review and approve those rate increases in advance?</li> <li>Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?</li> </ol> |            |           | N/A  |

**CONCLUSION; PRAYER FOR RELIEF**

**WHEREFORE**, the Applicant respectfully requests the Court to enter an order (i) awarding, on a final basis, the sum of **\$32,212.00** as compensation for services rendered, and **\$1,197.60** as reimbursement for actual and necessary expenses incurred during the course of the Applicant's representation of the Committee during the Supplemental Application Period; (ii) an estimate of \$25,000.00 for fees and \$12,000.00 for expenses to be incurred from May 31, 2024 through the Confirmation Date, to be supplemented prior to that date and (ii) granting such other and further relief as the Court deems appropriate.

Dated: June 7, 2024

**FOX ROTHSCHILD LLP**

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2 S. Biscayne Boulevard, Suite 2750  
Miami, FL 33131  
Phone: 305/442-6543  
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By: /s/ Robert F. Elgidely

Robert F. Elgidely  
Florida Bar No. 111856  
Michael A. Sweet (admitted *Pro Hac Vice*)  
Gordon E. Gouveia (admitted *Pro Hac Vice*)  
relgidely@foxrothschild.com  
msweet@foxrothschild.com  
ggouveia@foxrothschild.com

*Counsel to the Official Committee of  
Unsecured Creditors*

**Certification**

1. I have been designated by Fox Rothschild LLP (“Applicant”) as the professional with responsibility in this case for compliance with the current U.S. Department of Justice, Executive Office for United States Trustee’s Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases (“Appendix B Guidelines”).

2. I have read the Applicant’s Supplemental Final Application for compensation and reimbursement of costs incurred during the period of May 16, 2024 through and including March 31, 2024.

3. To the best of my knowledge, information, and belief formed after reasonable inquiry, the Application complies with the Appendix B Guidelines.

4. To the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Appendix B Guidelines, except as specifically noted in this Certification and described in the Supplemental Final Application.

5. Except to the extent that fees or disbursements are prohibited or restricted by the Appendix B Guidelines, the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by the Applicant and generally accepted by the Applicant’s clients.

6. In providing a reimbursable service or disbursement (other than time charged for paraprofessionals and professionals), the Applicant does not make a profit on that service or disbursement (except to the extent that any such profit is included within the permitted allowable amounts set forth in the Appendix B Guidelines for photocopies and facsimile transmission).

7. In charging for a particular service or disbursement, the Applicant does not include in the amount for which reimbursement is sought the amortization of the cost of any investment, equipment, or capital outlay (except to the extent that any such amortization is included within the permitted allowable amounts set forth herein for reproductions and facsimile transmission).

8. In seeking reimbursement for a service which the Applicant justifiably purchased or contracted for from a third party, the Applicant is requesting reimbursement only for the amount billed to the Applicant by the third-party vendor and paid by the Applicant to such vendor.

9. The Debtor, the U.S. Trustee, and their respective counsel, as well as the members of the Committee and its counsel will be served with, simultaneously with the filing of the Supplemental Final Application with the Court, a complete copy of the Supplemental Final Application (including all relevant exhibits).

10. The following are the variances with the provisions of the Appendix B Guidelines, the date of the specific Court approval of such departure, and the justification for the departure:  
None

**I HEREBY CERTIFY** that the foregoing is true and correct.

Dated: June 7, 2024

**FOX ROTHSCHILD LLP**  
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Miami, FL 33131  
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By: /s/ Robert F. Elgidely  
Robert F. Elgidely  
Florida Bar No. 111856  
relgidely@foxrothschild.com  
*Counsel to the Official Committee of  
Unsecured Creditors*

**EXHIBIT A**  
**CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES WITH FEE APPLICATIONS**

(See Guidelines C.3. for definitions of terms used in this Exhibit.)

| CATEGORY OF TIMEKEEPER<br><br>(using categories already maintained by the firm) |                            | BLENDED HOURLY RATE *   |                                       |
|---|----------------------------|---|---------------------------------------|
|   |                            | BILLED OR COLLECTED<br><br>Firm or offices for preceding year, excluding bankruptcy | BILLED<br><br>In this fee application |
|   | Partner                    | \$625   | \$811.12                              |
|   | Of Counsel                 | \$496   | N/A                                   |
|   | Associates                 | \$417   | \$555                                 |
|   | Paralegals/Law Clerks      | \$279   | \$495                                 |
|   | Legal Assistants           | \$216   | N/A                                   |
|   | All timekeepers aggregated | \$512   | \$669.69                              |

\* Represents approximate blended hourly rates. Fox Rothschild LLP is a full-service law firm. Accordingly, Fox Rothschild has excluded all bankruptcy engagements or all data from timekeepers practicing primarily in a bankruptcy group or section from its calculations, as set forth in the Guidelines. For the fiscal year ending 3/31/24, non-bankruptcy work represented approximately 85% of the Firm's revenues. In 2023, non-bankruptcy work represented approximately 88% of the Firm's revenues. In 2022, non-bankruptcy work represented approximately 80% of the Firm's revenues.

\*\* Represents an estimate for the aggregate blended hourly rate for all timekeepers on non-bankruptcy work.

Case Name: Bird Global, Inc., et al.  
Case Number: 23-20514-CLC  
Applicant's Name: Fox Rothschild LLP  
Date of Application: June 3, 2024  
Interim or Final: Supplement to Final Fee Application



## EXHIBIT B

### Summary of Timekeepers Included in this Fee Application

| NAME                  | TITLE OR POSITION | DEPARTMENT, GROUP OR SECTION       | DATE OF FIRST ADMISSION <sup>1</sup> | FEES BILLED IN THIS APPLICATION | HOURS BILLED IN THIS APPLICATION | HOURLY RATE BILLED | NUMBER OF RATE INCREASES SINCE CASE INCEPTION |
|-----------------------|-------------------|------------------------------------|--------------------------------------|---------------------------------|----------------------------------|--------------------|---|
| Sidney S. Liebesman   | Partner           | Litigation                         | 1995                                 | \$5,122.00                      | 5.2                              | \$985.00           | 0   |
| Gordon E. Gouveia     | Partner           | Financial Restructuring/Bankruptcy | 2004                                 | \$12,084.00                     | 15.9                             | \$760.00           | 0   |
| Robert F. Elgidely    | Partner           | Financial Restructuring/Bankruptcy | 1997                                 | \$882.00                        | 1.2                              | \$735.00           | 0   |
| Stephanie Slater Ward | Associate         | Financial Restructuring/Bankruptcy | 2022                                 | \$13,530.00                     | 24.6                             | \$550.00           | 0   |
| Robin I. Solomon      | Paralegal         | Financial Restructuring/Bankruptcy |                                      | \$594.00                        | 1.2                              | \$495.00           | 0   |
| <b>Total:</b>         |                   |                                    |                                      | <b>\$32,212.00</b>              | <b>48.1</b>                      |                    |   |

Case Name: Bird Global, Inc., et al.

Case Number: 23-20514-CLC

Applicant's Name: Fox Rothschild LLP

Date of Application: June 3, 2024

Interim or Final: Supplement to Final Fee Application

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<sup>1</sup> If applicable.

## **Exhibit C-1**

### **Budget**

If the parties consent or the court so directs a budget approved by the client in advance should generally be attached to each interim and final fee application filed by the applicant. If the fees sought in the fee application vary by more than 10% from the budget, the fee application should explain the variance. See Guidelines ¶C.8 for project category information.

**N/A**

## **Exhibit C-2**

### **Staffing Plan**

If the parties consent or the court so directs, a staffing plan approved by the client in advance should generally be attached to each interim and final fee application filed by the applicant. If the fees sought in the fee application are for a greater number of professionals than identified in the staffing plan, the fee application should explain the variance.

**This is Applicant's supplement to the final fee application, so no prior staffing plan was submitted. Applicant's staffing plan is reflected in the application to include utilization of various partners, associates and paraprofessionals, primarily in the bankruptcy and financial restructuring group, but also including other practice areas as necessitated by the chapter 11 cases and the scope of the Applicant's services to the Committee.**

## Exhibit D-1

### Summary of Compensation by Project Category

| <b>Task</b>                                      | <b>Hours</b> | <b>Amount</b>      |
|--|--------------|--------------------|
| Asset Analysis and Recovery                      | 0.4          | \$262.00           |
| Assumption/Rejection of Leases and Contracts     | 0.2          | \$110.00           |
| Case Administration                              | 2.1          | \$1,158.50         |
| Claims Administration and Objections             | 2.0          | \$1,163.00         |
| D&O Investigation                                | 9.4          | \$7,927.00         |
| Fee/Employment Applications                      | 8.2          | \$4,566.50         |
| General Bankruptcy Advice/Opinions               | 0.6          | \$456.00           |
| Insurance Settlement                             | 11.6         | \$7,157.00         |
| Mediation/Settlement                             | 0.3          | \$228.00           |
| Meetings of and Communications with Creditors    | 7.1          | \$4,829.00         |
| Plan and Disclosure Statement                    | 5.8          | \$4,093.00         |
| Relief from Stay/Adequate Protection Proceedings | 0.4          | \$262.00           |
| <b>Total</b>                                     | <b>48.1</b>  | <b>\$32,212.00</b> |

## Exhibit D-2

### Summary of Expense Reimbursement by Project Category

| Expense Category            | Total Expenses    |
|-----------------------------|-------------------|
| Reprographics – Black/White | \$0.80            |
| Reprographics – Color       | \$4.00            |
| ETech Relativity Costs      | \$1,135.30        |
| Court Filings               | \$57.50           |
| <b>Total Expenses</b>       | <b>\$1,197.60</b> |

## Exhibit E

### Summary Cover Sheet of Supplemental Final Fee Application

|   |  |
|---|--|
| Name of applicant:  | Fox Rothschild LLP                                       |
| Name of client:   | Counsel to the Official Committee of Unsecured Creditors |
| Amount of Compensation Sought:  | \$32,212.00  |
| Amount of Expense Reimbursement Sought  | \$1,197.60   |
| Petition Date:  | December 20, 2023  |
| Retention Date:   | January 10, 2024   |
| Date of Order Approving Employment:   | March 1, 2024<br>(ECF No. 408)                           |
| Total fee approved by interim order to date   | N/A  |
| Total expenses approved by interim order to date  | N/A  |
| Total allowed fees paid to date   | N/A  |
| Total allowed expenses paid to date   | N/A  |
| Blended rate in this application for all attorneys  | \$674.16   |
| Blended rate in this application for all timekeepers  | \$669.69   |
| Fees sought in this application already paid pursuant to a monthly compensation order but not yet allowed     | None   |
| Expenses sought in this application already paid pursuant to a monthly compensation order but not yet allowed | None   |
| Number of professionals included in this application  | 5  |
| If applicable, number of professionals in this application not included in staffing plan approved by client   | N/A  |

|  |     |
|--|-----|
| If applicable difference between fees budgeted and compensation sought for this period   | N/A |
| Number of professionals billing fewer than 15 hours to the case during this period   | 3   |
| Are any rights higher than those approved or disclosed at retention? If yes, calculate and disclose the total compensation sought in this application using the rates originally disclosed in the retention application. | No  |

Case Name: Bird Global, Inc., et al.

Case Number: 23-20514-CLC

Applicant's Name: Fox Rothschild LLP

Date of Application: June 3, 2024

Interim or Final: Supplement to Final



321 N. CLARK ST., SUITE 1600 CHICAGO, IL 60654  
Tel 215.299.2000 Fax 215.299.2150 www.foxrothschild.com

TAX I.D. NO. 23-1404723

OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF BIRD  
GLOBAL INC.  
C/O FOX ROTHSCHILD LLP  
321 N. CLARK STREET SUITE 1600  
CHICAGO, IL 60654

Invoice Number 3409778  
Invoice Date 06/04/24  
Client Number 365042  
Matter Number 00001

**RE: BIRD GLOBAL, INC. ET AL CHAPTER 11 CASE**

**FOR PROFESSIONAL SERVICES RENDERED THROUGH 05/31/24**

| Date       | Timekeeper | Task | Description   | Hours | Amount     |
|------------|------------|------|---|-------|------------|
| 05/16/2024 | GOUVEIA    | B410 | REVIEW DRAFT LITIGATION<br>HOLD LETTER TO MOSS ADAMS<br>(.1); EMAIL CORRESPONDENCE<br>WITH S. LIEBESMAN REGARDING<br>SAME (.1); REVIEW MOSS ADAMS<br>PROOF OF CLAIM (.1); EMAIL<br>CORRESPONDENCE WITH S.<br>WARD REGARDING SAME (.1) | 0.4   | \$304.00   |
| 05/16/2024 | LIEBESMAN  | B193 | EMAILS RE CONFLICTS SEARCH<br>FOR LITIGATION HOLD LETTERS;<br>EMAILS W/TEAM RE SAME;<br>DRAFTING E&Y LITIGATION<br>HOLD LETTER.   | 1.5   | \$1,477.50 |
| 05/16/2024 | WARD       | B185 | REVIEW NOTICE OF HEARING<br>ON MOTION TO ASSUME<br>CONTRACT   | 0.2   | \$110.00   |
| 05/16/2024 | WARD       | B193 | EMAILS WITH G. GOUVEIA AND<br>S. LIEBESMAN REGARDING<br>INVESTIGATION OF CLAIMS AND<br>ORDINARY COURSE<br>PROFESSIONALS   | 0.2   | \$110.00   |
| 05/16/2024 | WARD       | B193 | CONFER WITH S. LIEBESMAN RE<br>LITIGATION HOLD LETTERS (0.2)<br>AND REVIEW SAME (0.3)   | 0.5   | \$275.00   |
| 05/16/2024 | WARD       | B310 | REVIEW EMKAY APPLICATION<br>FOR ADMINISTRATIVE EXPENSE<br>CLAIM   | 0.2   | \$110.00   |
| 05/16/2024 | WARD       | B320 | DRAFT RESPONSE TO CLAYTON<br>SAWYER COUNSEL REGARDING<br>PLAN (0.2); EMAIL TO J. TRUJILLO<br>(0.1)  | 0.3   | \$165.00   |
| 05/17/2024 | WARD       | B120 | EMAIL CORRESPONDENCE WITH<br>G. GOUVEIA AND C. ROBERTS  | 0.2   | \$110.00   |



| Date       | Timekeeper | Task | Description   | Hours | Amount     |
|------------|------------|------|---|-------|------------|
|            |            |      | RE POTENTIAL FORD SETTLEMENT  |       |            |
| 05/17/2024 | WARD       | B310 | EMAIL WITH G. GOUVEIA RE INQUIRY FROM J. TRUJILLO RE SAWYER CLAYTON                                     | 0.1   | \$55.00    |
| 05/17/2024 | WARD       | B310 | REVIEW CLAIMS FILED IN ADVANCE OF TORT CLAIMS BAR DATE (0.4); FOLLOW UP EMAIL TO R. RUBIO RE SAME (0.1) | 0.5   | \$275.00   |
| 05/20/2024 | ELGIDELY   | B193 | EMAILS WITH S. LIEBESMAN AND G. GOUVEIA RE: LITIGATION HOLD LETTERS (.2)                                | 0.2   | \$147.00   |
| 05/20/2024 | GOUVEIA    | B120 | PHONE CALL WITH DEBTOR'S COUNSEL AND S. WARD REGARDING FORD SETTLEMENT PROPOSAL.                        | 0.2   | \$152.00   |
| 05/20/2024 | GOUVEIA    | B150 | EMAIL CORRESPONDENCE WITH S. WARD REGARDING CREDITOR INQUIRIES.   | 0.2   | \$152.00   |
| 05/20/2024 | GOUVEIA    | B150 | REVIEW AND RESPOND TO CREDITOR INQUIRIES REGARDING CASE STATUS.   | 0.2   | \$152.00   |
| 05/20/2024 | GOUVEIA    | B197 | ATTEND SECOND DAY OF JUDICIAL SETTLEMENT CONFERENCE.  | 1.8   | \$1,368.00 |
| 05/20/2024 | GOUVEIA    | B410 | EMAIL CORRESPONDENCE WITH S. LIEBESMAN REGARDING LITIGATION HOLD LETTERS TO AUDITORS.                   | 0.2   | \$152.00   |
| 05/20/2024 | WARD       | B140 | REVIEW RENEWED MOTION FOR RELIEF FROM THE AUTOMATIC STAY FILED BY PITTSBURGH CREDITORS                  | 0.2   | \$110.00   |
| 05/20/2024 | WARD       | B160 | EMAIL CORRESPONDENCE WITH G. GOUVEIA RE PREPARATION OF FINAL FEE STATEMENT                              | 0.1   | \$55.00    |
| 05/20/2024 | WARD       | B193 | EMAIL TO C. ROBERTS AND J. GUSO REGARDING LITIGATION HOLD LETTERS                                       | 0.1   | \$55.00    |
| 05/20/2024 | WARD       | B193 | REVIEW DRAFTS OF LITIGATION HOLD LETTERS (0.1) AND EMAIL WITH S. LIEBESMAN AND G. GOUVEIA RE SAME (0.1) | 0.2   | \$110.00   |
| 05/20/2024 | WARD       | B197 | ATTEND JUDICIAL SETTLEMENT CONFERENCE (VIA ZOOM)  | 1.8   | \$990.00   |
| 05/20/2024 | WARD       | B310 | REVIEW CLAIMS FILED IN ADVANCE OF TORT CLAIMS BAR DATE  | 0.3   | \$165.00   |
| 05/20/2024 | WARD       | B310 | REVIEW CLAIMS OBJECTIONS FILED BY DEBTORS   | 0.3   | \$165.00   |
| 05/20/2024 | WARD       | B320 | EMAIL TO J. TRUJILLO REGARDING PLAN AND SAWYER CLAYTON CLAIM  | 0.1   | \$55.00    |
| 05/20/2024 | WARD       | B320 | RESPOND TO INQUIRY FROM   | 0.1   | \$55.00    |

| Date       | Timekeeper | Task | Description   | Hours | Amount   |
|------------|------------|------|---|-------|----------|
| 05/21/2024 | GOUVEIA    | B140 | CREDITOR'S COUNSEL RE PLAN<br>EMAIL CORRESPONDENCE WITH<br>DEBTORS' COUNSEL<br>REGARDING PENDING STAY<br>RELIEF MOTIONS.  | 0.1   | \$76.00  |
| 05/21/2024 | GOUVEIA    | B150 | CONFER WITH S. WARD<br>REGARDING EMAIL UPDATE TO<br>COMMITTEE MEMBERS IN LIEU<br>OF MEETING TOMORROW.   | 0.2   | \$152.00 |
| 05/21/2024 | GOUVEIA    | B197 | PHONE CALL WITH<br>UNDERWRITERS' COUNSEL<br>REGARDING STATUS OF<br>SETTLEMENT NEGOTIATIONS.   | 0.3   | \$228.00 |
| 05/21/2024 | GOUVEIA    | B320 | EMAIL CORRESPONDENCE WITH<br>TRUSTEE CANDIDATES<br>REGARDING POSTPONEMENT<br>OF INTERVIEWS.   | 0.2   | \$152.00 |
| 05/21/2024 | WARD       | B150 | CONFER WITH G. GOUVEIA<br>REGARDING STATUS OF CASE<br>AND COMMITTEE MEETING   | 0.3   | \$165.00 |
| 05/21/2024 | WARD       | B150 | DRAFT EMAIL UPDATE TO<br>COMMITTEE  | 0.4   | \$220.00 |
| 05/21/2024 | WARD       | B197 | CONFER WITH R. ZAIDMAN RE<br>STATUS OF CASE AND<br>INSURANCE SETTLEMENT   | 0.4   | \$220.00 |
| 05/21/2024 | WARD       | B320 | EMAIL CORRESPONDENCE WITH<br>G. GOUVEIA RE SELECTION OF<br>TRUSTEES   | 0.1   | \$55.00  |
| 05/21/2024 | WARD       | B320 | REVIEW MOTION TO APPROVE<br>CONTROVERSY AND<br>COMPROMISE WITH LEXINGTON<br>INSURANCE   | 0.3   | \$165.00 |
| 05/22/2024 | GOUVEIA    | B150 | PHONE CALL WITH TORT<br>CLAIMANT COUNSEL.   | 0.3   | \$228.00 |
| 05/22/2024 | WARD       | B150 | CONFER WITH COUNSEL TO<br>CREDITOR AND EMAIL TO G.<br>GOUVEIA AND R. ELGIDELY RE<br>SAME  | 0.3   | \$165.00 |
| 05/22/2024 | WARD       | B197 | REVIEW NOTICE OF CONTINUED<br>SETTLEMENT CONFERENCE<br>AND FOLLOW UP WITH G.<br>GOUVEIA RE SAME   | 0.1   | \$55.00  |
| 05/22/2024 | WARD       | B310 | REVIEW OBJECTION FILED IN<br>RESPONSE TO DEBTORS'<br>EIGHTH OMNIBUS OBJECTION   | 0.1   | \$55.00  |
| 05/23/2024 | GOUVEIA    | B150 | PHONE CALL WITH M. SWEET<br>REGARDING CREDITOR<br>INQUIRIES.  | 0.2   | \$152.00 |
| 05/23/2024 | GOUVEIA    | B150 | EMAIL CORRESPONDENCE WITH<br>A. TRUXELL REGARDING<br>STATUS OF JUDICIAL<br>SETTLEMENT CONFERENCE (.1);<br>PHONE CALL WITH J.<br>MARKOWITZ REGARDING<br>STATUS OF JUDICIAL | 0.2   | \$152.00 |

| Date       | Timekeeper | Task | Description   | Hours | Amount     |
|------------|------------|------|---|-------|------------|
| 05/23/2024 | GOUVEIA    | B160 | SETTLEMENT CONFERENCE (.1)<br>COORDINATE PREPARATION OF<br>FOX ROTHSCHILD FEE<br>APPLICATION WITH S. WARD<br>AND ACCOUNTING<br>DEPARTMENT.  | 0.2   | \$152.00   |
| 05/23/2024 | GOUVEIA    | B193 | PHONE CALL WITH S.<br>LIEBESMAN REGARDING<br>STRATEGY FOR INVESTIGATION<br>(.3); EMAIL CORRESPONDENCE<br>WITH S. LIEBESMAN AND R.<br>ELGIDELY REGARDING SAME<br>(.2); EMAIL CORRESPONDENCE<br>WITH P. BATTISTA REGARDING<br>LITIGATION HOLD LETTERS FOR<br>FORMER AUDITORS AND<br>RELATED ISSUES (.1)             | 0.6   | \$456.00   |
| 05/23/2024 | LIEBESMAN  | B193 | REVIEWING EMAILS W/R.<br>ELGIDELY RE DOCUMENT<br>REQUEST; CALL W/G. GOUVEIA<br>RE SAME.   | 0.2   | \$197.00   |
| 05/23/2024 | WARD       | B110 | EMAIL CORRESPONDENCE WITH<br>G. GOUVEIA RE MOTION TO<br>ATTEND 6/6 HEARING VIRTUALLY<br>AND MATTERS GOING FORWARD   | 0.2   | \$110.00   |
| 05/23/2024 | WARD       | B193 | EMAIL CORRESPONDENCE WITH<br>S. LIEBESMAN REGARDING D&O<br>INVESTIGATION  | 0.2   | \$110.00   |
| 05/24/2024 | ELGIDELY   | B193 | CONFERENCE CALL WITH PAUL<br>BATTISTA, G. GOUVEIA, AND S.<br>LIEBESMAN RE: CLAIMS<br>ANALYSIS (.3); FOLLOW-UP CALL<br>AND EMAILS WITH S. LIEBESMAN<br>AND G. GOUVEIA RE: SAME (.2);<br>REVIEW NOTES AND EMAILS<br>WITH S. LIEBESMAN, G. GOUVEIA<br>AND S. WARD RE: PROPOSED<br>RELEASES (.3)                      | 0.8   | \$588.00   |
| 05/24/2024 | GOUVEIA    | B193 | EMAIL CORRESPONDENCE AND<br>PHONE CALL WITH S.<br>LIEBESMAN, R. ELGIDELY AND P.<br>BATTISTA REGARDING<br>DOCUMENT RETENTION AND<br>RELATED ISSUES.  | 0.5   | \$380.00   |
| 05/24/2024 | GOUVEIA    | B197 | PHONE CALL WITH<br>UNDERWRITERS' COUNSEL<br>REGARDING STATUS OF<br>JUDICIAL SETTLEMENT<br>CONFERENCE (.3); EMAIL<br>CORRESPONDENCE (.1) AND<br>VIDEO CONFERENCE (.5) WITH<br>COMMITTEE PROFESSIONAL<br>TEAM REGARDING SAME ; EMAIL<br>CORRESPONDENCE (.1) AND<br>PHONE CALL (.3) WITH L. DAVIS<br>REGARDING SAME. | 1.3   | \$988.00   |
| 05/24/2024 | LIEBESMAN  | B193 | RESEARCHING IDENTITIES OF   | 2.9   | \$2,856.50 |

| Date       | Timekeeper | Task | Description   | Hours | Amount   |
|------------|------------|------|---|-------|----------|
|            |            |      | BIRD OFFICERS AND DIRECTORS; PARTICIPATING IN CALL W/TEAM AND P. BATISTA RE DISCOVERY ISSUES; DRAFTING LIST OF INITIAL DOCUMENTS TO REQUEST; REVIEWING DEFINITION OF RELEASED PARTIES IN PROPOSED PLAN.   |       |          |
| 05/24/2024 | WARD       | B160 | CONFER WITH R. ZAIDMAN RE PROFESSIONAL FEES FOR COMMITTEE   | 0.1   | \$55.00  |
| 05/24/2024 | WARD       | B160 | FOLLOW UP ON PREPARATION OF FINAL FEE APPLICATION   | 0.2   | \$110.00 |
| 05/24/2024 | WARD       | B197 | ATTEND PHONE CONFERENCE WITH G. GOUVEIA, R. COHEN, R. ZAIDMAN, AND D. GALFUS RE PLAN STATUS AND INSURANCE SETTLEMENT NEGOTIATIONS   | 0.5   | \$275.00 |
| 05/28/2024 | GOUVEIA    | B150 | EMAIL CORRESPONDENCE WITH S. WARD REGARDING RESPONSE TO CREDITOR INQUIRY.   | 0.2   | \$152.00 |
| 05/28/2024 | GOUVEIA    | B150 | CONFER WITH S. WARD REGARDING TRUSTEE CANDIDATE INTERVIEWS AND PREPARATION FOR COMMITTEE MEETING TOMORROW (.2); EMAIL CORRESPONDENCE WITH L. DAVIS REGARDING AGENDA FOR TOMORROW'S COMMITTEE MEETING (.2); PHONE CALL WITH J. MARKOWITZ REGARDING TRUSTEE CANDIDATES (.2) | 0.6   | \$456.00 |
| 05/28/2024 | GOUVEIA    | B193 | EMAIL CORRESPONDENCE WITH S. LIEBESMAN REGARDING INITIAL DOCUMENT REQUESTS AND LITIGATION HOLD LETTERS.   | 0.2   | \$152.00 |
| 05/28/2024 | GOUVEIA    | B197 | REVIEW UPDATED FILED TORT CLAIMS SPREADSHEET FROM UNDERWRITERS' COUNSEL (.2); EMAIL CORRESPONDENCE WITH S. WARD REGARDING SAME (.1)   | 0.3   | \$228.00 |
| 05/28/2024 | GOUVEIA    | B320 | EMAIL CORRESPONDENCE (.1) AND CONFERENCE CALL (.4) WITH C. ROBERTS, J. GUSO AND S. WARD REGARDING PLAN STATUS; REVIEW AND COMMENT ON DRAFT LIQUIDATING TRUST AGREEMENT (.3)   | 0.8   | \$608.00 |
| 05/28/2024 | LIEBESMAN  | B193 | EMAIL TO R. ELGIDELY RE LITIGATION HOLD LETTERS.  | 0.2   | \$197.00 |
| 05/28/2024 | WARD       | B110 | ATTEND PHONE CONFERENCE WITH G. GOUVEIA, C. ROBERTS, AND J. GUSO REGARDING CASE STATUS  | 0.5   | \$275.00 |

| Date       | Timekeeper | Task | Description  | Hours | Amount     |
|------------|------------|------|--|-------|------------|
| 05/28/2024 | WARD       | B160 | BEGIN DRAFTING FOX ROTHSCHILD FINAL FEE APPLICATION  | 0.3   | \$165.00   |
| 05/28/2024 | WARD       | B310 | REVIEW DATA OF TORT CLAIMS FILED AGAINST DEBTORS   | 0.2   | \$110.00   |
| 05/28/2024 | WARD       | B320 | RETURN CALL TO CREDITOR COUNSEL REGARDING STATUS OF PLAN (0.1); EMAIL CORRESPONDENCE WITH G. GOUVEIA RE SAME (0.1)   | 0.2   | \$110.00   |
| 05/28/2024 | WARD       | B320 | FOLLOW UP EMAILS TO TRUSTEE CANDIDATES FOR INTERVIEWS WITH COMMITTEE   | 0.2   | \$110.00   |
| 05/29/2024 | ELGIDELY   | B193 | EMAILS WITH P. BATTISTA (CC: S. LIEBESMAN, G. GOUVEIA, AND S. WARD) RE: INITIAL DATA REQUEST (.2)  | 0.2   | \$147.00   |
| 05/29/2024 | GOUVEIA    | B110 | REVIEW DRAFT EX PARTE MOTION TO APPEAR REMOTELY AT JUNE 6 HEARING (.1); EMAIL CORRESPONDENCE WITH R. ELGIDELY REGARDING SAME (.1).   | 0.2   | \$152.00   |
| 05/29/2024 | GOUVEIA    | B150 | PREPARE FOR (.2) AND ATTEND (1.6) COMMITTEE MEETING.   | 1.8   | \$1,368.00 |
| 05/29/2024 | GOUVEIA    | B160 | EMAIL CORRESPONDENCE WITH S. WARD REGARDING DRAFT FINAL FEE APPLICATION AND RELATED ISSUES.  | 0.2   | \$152.00   |
| 05/29/2024 | GOUVEIA    | B310 | REVIEW CORRESPONDENCE BETWEEN DEBTORS' COUNSEL AND AUSTIN GLOBAL HOLDINGS LANDLORD REGARDING PROPOSED LEASE REJECTION DAMAGE CLAIM RESOLUTION (.1); EMAIL CORRESPONDENCE WITH R. RUBENS REGARDING SAME (.1). | 0.2   | \$152.00   |
| 05/29/2024 | LIEBESMAN  | B193 | REVIEWING FINAL DRAFTS OF LITIGATION HOLD LETTERS TO E&Y AND MOSS ADAMS; REVIEWING EMAIL FROM P. BATTISTA RE DOCUMENT REQUESTS.  | 0.4   | \$394.00   |
| 05/29/2024 | SOLOMON    | B110 | FINALIZE/FILE G. GOUVEIA MOTION TO APPEAR BY ZOOM 6/6 HEARING  | 0.3   | \$148.50   |
| 05/29/2024 | WARD       | B110 | DRAFT MOTION TO APPEAR REMOTELY FOR JUNE 6 HEARING   | 0.4   | \$220.00   |
| 05/29/2024 | WARD       | B150 | EMAIL CORRESPONDENCE WITH COMMITTEE AND G. GOUVEIA REGARDING TRUSTEE CANDIDATE   | 0.1   | \$55.00    |
| 05/29/2024 | WARD       | B150 | ATTEND 5/29 COMMITTEE MEETING AND INTERVIEWS FOR   | 1.6   | \$880.00   |

| Date       | Timekeeper | Task | Description   | Hours | Amount     |
|------------|------------|------|---|-------|------------|
|            |            |      | TRUSTEE CANDIDATES  |       |            |
| 05/29/2024 | WARD       | B160 | DRAFT FOX ROTHSCHILD FINAL FEE APPLICATION  | 5.0   | \$2,750.00 |
| 05/29/2024 | WARD       | B193 | EMAIL LITIGATION HOLD LETTERS IN CONNECTION WITH D&O INVESTIGATION  | 0.2   | \$110.00   |
| 05/29/2024 | WARD       | B193 | REVIEW AND COORDINATE MAILING OF LITIGATION HOLD LETTERS  | 0.3   | \$165.00   |
| 05/30/2024 | GOUVEIA    | B150 | MULTIPLE COMMUNICATIONS WITH COMMITTEE MEMBERS AND REPRESENTATIVES REGARDING TRUSTEE SELECTION.   | 0.5   | \$380.00   |
| 05/30/2024 | GOUVEIA    | B310 | EMAIL CORRESPONDENCE WITH R. RUBENS REGARDING LANDLORD REJECTION DAMAGE CLAIM RESOLUTION.   | 0.1   | \$76.00    |
| 05/30/2024 | GOUVEIA    | B320 | EMAIL CORRESPONDENCE WITH J. GUSO AND C. ROBERTS REGARDING TRUSTEE SELECTION AND OTHER PLAN SUPPLEMENT ISSUES (.2); REVIEW AND COMMENT ON DRAFT LIQUIDATING TRUST AGREEMENT (1.5); EMAIL CORRESPONDENCE (.1) AND PHONE CALL (.2) WITH G. SHOUP REGARDING SAME; DEVELOPMENT PLAN REVISIONS TO ADDRESS FORD INDEMNITY CLAIMS (.4); EMAIL CORRESPONDENCE WITH DEBTOR'S COUNSEL REGARDING SAME (.2) | 2.6   | \$1,976.00 |
| 05/30/2024 | SOLOMON    | B110 | PREPARE/FILE EX PARTE MOTION TO ALLOW ZOOM PARTICIPATION FOR 6/6 HEARING AND UPLOAD ORDER   | 0.4   | \$198.00   |
| 05/30/2024 | WARD       | B110 | COORDINATE FILING OF EX PARTE MOTION TO APPEAR REMOTELY   | 0.1   | \$55.00    |
| 05/30/2024 | WARD       | B160 | CONTINUE PREPARING FOX ROTHSCHILD FINAL FEE APPLICATION   | 0.2   | \$110.00   |
| 05/30/2024 | WARD       | B160 | EMAIL WITH BRG REGARDING FINAL FEE APPLICATION AND SUPPLEMENT   | 0.1   | \$55.00    |
| 05/30/2024 | WARD       | B320 | EMAIL CORRESPONDENCE WITH J. GUSO, C. ROBERTS, AND G. GOUVEIA REGARDING PREPARATION OF PLAN SUPPLEMENT  | 0.2   | \$110.00   |
| 05/31/2024 | GOUVEIA    | B140 | REVIEW PROPOSED AGREED ORDER RESOLVING KRISTY ERRICO STAY RELIEF MOTION.  | 0.1   | \$76.00    |

| Date         | Timekeeper | Task | Description  | Hours       | Amount             |
|--------------|------------|------|--|-------------|--------------------|
| 05/31/2024   | GOUVEIA    | B196 | EMAIL CORRESPONDENCE WITH S. WARD REGARDING STATUS OF JUDICIAL SETTLEMENT CONFERENCE.          | 0.3         | \$228.00           |
| 05/31/2024   | GOUVEIA    | B320 | INITIAL REVIEW OF PLAN OBJECTIONS (.3); EMAIL CORRESPONDENCE WITH S. WARD REGARDING SAME (.1). | 0.4         | \$304.00           |
| 05/31/2024   | GOUVEIA    | B320 | REVIEW GARCIA PLAN OBJECTION.  | 0.3         | \$228.00           |
| 05/31/2024   | SOLOMON    | B160 | REVIEW DRAFT OF FINAL FEE APPLICATION  | 0.5         | \$247.50           |
| 05/31/2024   | WARD       | B160 | CONTINUE REVIEWING AND REVISING FOX ROTHSCHILD FINAL FEE APPLICATION                           | 1.3         | \$715.00           |
| 05/31/2024   | WARD       | B197 | ATTEND VIRTUAL JUDICIAL SETTLEMENT CONFERENCE  | 5.1         | \$2,805.00         |
| <b>TOTAL</b> |            |      |  | <b>48.1</b> | <b>\$32,212.00</b> |

**TASK SUMMARY:**

| Task         | Description                                      | Hours       | Amount             |
|--------------|--|-------------|--------------------|
| B110         | CASE ADMINISTRATION                              | 2.1         | \$1,158.50         |
| B120         | ASSET ANALYSIS AND RECOVERY                      | 0.4         | \$262.00           |
| B140         | RELIEF FROM STAY/ADEQUATE PROTECTION PROCEEDINGS | 0.4         | \$262.00           |
| B150         | MEETINGS OF AND COMMUNICATIONS WITH CREDITORS    | 7.1         | \$4,829.00         |
| B160         | FEE/EMPLOYMENT APPLICATIONS                      | 8.2         | \$4,566.50         |
| B185         | ASSUMPTION/REJECTION OF LEASES AND CONTRACTS     | 0.2         | \$110.00           |
| B193         | D&O INVESTIGATION                                | 9.4         | \$7,927.00         |
| B196         | MEDIATION/SETTLEMENT                             | 0.3         | \$228.00           |
| B197         | INSURANCE SETTLEMENT                             | 11.6        | \$7,157.00         |
| B310         | CLAIMS ADMINISTRATION AND OBJECTIONS             | 2.0         | \$1,163.00         |
| B320         | PLAN AND DISCLOSURE STATEMENT                    | 5.8         | \$4,093.00         |
| B410         | GENERAL BANKRUPTCY ADVICE/OPINIONS               | 0.6         | \$456.00           |
| <b>TOTAL</b> |  | <b>48.1</b> | <b>\$32,212.00</b> |

**TIMEKEEPER TIME SUMMARY:**

| Timekeeper     | Title     | Hours       | Rate     | Amount             |
|----------------|-----------|-------------|----------|--------------------|
| S.S. WARD      | ASSOCIATE | 24.6        | \$550.00 | \$13,530.00        |
| G.E. GOUVEIA   | PARTNER   | 15.9        | \$760.00 | \$12,084.00        |
| S.S. LIEBESMAN | PARTNER   | 5.2         | \$985.00 | \$5,122.00         |
| R.F. ELGIDELY  | PARTNER   | 1.2         | \$735.00 | \$882.00           |
| R. I. SOLOMON  | PARALEGAL | 1.2         | \$495.00 | \$594.00           |
| <b>TOTAL</b>   |           | <b>48.1</b> |          | <b>\$32,212.00</b> |

TOTAL PROFESSIONAL SERVICES \$32,212.00

**EXPENSE SUMMARY:**

|                             | <b>Amount</b>                |             |
|-----------------------------|------------------------------|-------------|
| REPROGRAPHICS - COLOR       | \$4.00                       |             |
| REPROGRAPHICS - BLACK/WHITE | \$0.80                       |             |
| COURT FILINGS               | \$57.50                      |             |
| ETECH RELATIVITY COSTS      | \$1,135.30                   |             |
|                             |                              |             |
|                             | TOTAL EXPENSES               | \$1,197.60  |
|                             | TOTAL AMOUNT OF THIS INVOICE | \$33,409.60 |

***Retainer/Deposit Balance Remaining: \$0.00***