

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	
)	Chapter 11
SAKS GLOBAL ENTERPRISES LLC, <i>et al.</i> ,)	Case No. 26-90103 (ARP)
Debtors. ¹)	(Jointly Administered)
)	

**NOTICE OF WILLKIE FARR & GALLAGHER LLP’S
FIRST MONTHLY FEE STATEMENT FOR COMPENSATION
OF SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES AS CO-COUNSEL FOR THE GLOBAL DEBTORS
FOR THE PERIOD JANUARY 14, 2026 THROUGH JANUARY 31, 2026**

Name of Applicant:	Willkie Farr & Gallagher LLP	
Applicant’s Role in Case:	Co-Counsel for the Global Debtors	
Date Retention Order Signed:	February 19, 2026 [Docket No. 862]	
	Beginning of Period:	End of Period:
Time Period Covered by this Statement:	January 14, 2026	January 31, 2026
Summary of Total Fees and Expenses Requested		
Total Fees Requested in this Statement:	\$5,729,499.00 (80% of \$7,161,873.75)	
Total Expenses Requested in this Statement:	\$13,823.57	
Total Fees and Expenses Requested in this Statement (inclusive of 20% holdback):	\$5,743,322.57	

¹ A complete list of Saks Global Enterprises LLC and its debtor affiliates, as debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”), may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://cases.stretto.com/Saks>. The location of Debtor Saks Global Enterprises LLC’s corporate headquarters and the Debtors’ service address in these chapter 11 cases is 225 Liberty Street, 31st Floor, New York, NY 10281. Bradley Arant Boult Cummings LLP is counsel for the following Debtors: Saks OFF 5TH Holdings LLC, Saks OFF 5TH LLC, Saks OFF 5TH Midco Partner Inc., and Luxury Outlets USA, LLC (collectively the “SO5 Digital Debtors”). Haynes and Boone, LLP and Willkie Farr & Gallagher LLP are co-counsel for the remaining Debtors (collectively, the “Global Debtors”).

Summary of Attorney Fees Incurred	
Total Attorney Fees Incurred in this Statement:	\$6,583,159.75
Total Actual Attorney Hours Covered by this Statement:	3,572.80
Average Hourly Rate for Attorneys:	\$1,842.58
Summary of Paraprofessional and Other Fees Incurred	
Total Paraprofessional and Other Fees Incurred in this Statement:	\$578,714.00
Total Actual Paraprofessional and Other Hours Covered by this Statement:	686.20
Average Hourly Rate for Paraprofessionals and Others:	\$843.36

In accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 866] (the “Interim Compensation Order”), each party receiving notice of this Monthly Fee Statement will have until 4:00 p.m. (prevailing Central Time) on the day that is 14 days after filing of this Monthly Fee Statement to object to the requested fees and expenses. Upon expiration of such 14-day period, the Global Debtors are authorized to pay Willkie Farr & Gallagher LLP an amount of 80% of the fees and 100% of the expenses requested herein.

Pursuant to sections 327, 330, and 331 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 Bankruptcy Local Rules for the Southern District of Texas (the “Local Rules”), and the Interim Compensation Order, Willkie Farr & Gallagher LLP (“Willkie”), as co-counsel for the Global Debtors, submits its *First Monthly Fee Statement for Compensation of Services Rendered and Reimbursement of Expenses as Co-Counsel for the Global Debtors for the Period January 14, 2026 through January 31, 2026* (the “Monthly Fee Statement”).

1. By this Monthly Fee Statement, and pursuant to the Interim Compensation Order, Willkie seeks payment of (a) \$5,729,499.00 (80% of \$7,161,873.75) as compensation for professional services rendered to the Global Debtors during the period from January 14, 2026 through January 31, 2026 (the “Fee Period”) and (b) \$13,823.57 for reimbursement of actual and necessary expenses during the Fee Period, for a total of \$5,743,322.57.

2. 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 partners, associates, and paraprofessionals during the Fee Period with respect to each of the subject matter categories Willkie established. As reflected in **Exhibit A**, Willkie incurred \$7,161,873.75 in fees during the Fee Period. Pursuant to this Monthly Fee Statement, Willkie seeks reimbursement for 80% of such fees (\$5,729,499.00).
- **Exhibit B** is a schedule providing certain information regarding Willkie attorneys, paraprofessionals and others for whose work on these chapter 11 cases compensation is sought in this Monthly Fee Statement. Willkie attorneys,

paraprofessionals and others of Willkie have expended a total of 4,259 hours in connection with these chapter 11 cases during the Fee Period.²

- **Exhibit C** is a schedule for the Fee Period 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. All of these disbursements comprise the requested sum for Willkie's out-of-pocket expenses.
- **Exhibit D** consists of Willkie's records of fees and expenses incurred during the Fee Period in connection with the rendition of professional services to the Debtors.

3. Any party objecting to the payment of the interim compensation and reimbursement of expenses requested by this Monthly Fee Statement shall, on or before 4:00 p.m. (prevailing Central Time) fourteen (14) days after filing of this Monthly Fee Statement, serve via email to Willkie Farr & Gallagher LLP, Attn: Debra M. Sinclair, Robin Spigel, Allyson B. Smith, Betsy L. Feldman, Jessica D. Graber, and Jennifer J. Hardy (dsinclair@willkie.com; rspigel@willkie.com; absmith@willkie.com; bfeldman@willkie.com; jgraber@willkie.com; jhardy2@willkie.com), and the following parties (the "Notice Parties") a written notice setting forth the precise nature and basis of the objection and the amount at issue (the "Objection"):

- (a) the Global Debtors, Saks Global Enterprises LLC, c/o Stretto, Inc., 410 Exchange, Suite 100, Irvine, CA 92602;
- (b) co-counsel to the Global Debtors, Haynes and Boone, 1221 McKinney Street, Suite 4000, Houston, Texas 77010, Attn: Kelli S. Norfleet (kelli.norfleet@haynesboone.com), Kenric D. Kattner (kenric.kattner@haynesboone.com), Arsalan Muhammad (arsalan.muhammad@haynesboone.com), Kourtney P. Lyda (kourtney.lyda@haynesboone.com), and David Trausch (david.trausch@haynesboone.com);

² In its discretion, Willkie voluntarily reduced its fee request in this Monthly Fee Statement. The professional and paraprofessional hours associated therewith are not included in this Monthly Fee Statement.

- (c) counsel to the SO5 Digital Debtors, Bradley Arant Boult Cummings LLP, 600 Travis Street, Suite 5600, Houston, Texas 77060, Attn: Jarrod B. Martin (jbmartin@bradley.com) and Michael K. Riordan (mriordan@bradley.com);
- (d) the U.S. Trustee, 515 Rusk Street, Suite 3516, Houston, Texas 77002, Attn: Jana Smith Whitworth (jana.whitworth@usdoj.gov) and Ha Nguyen (ha.nguyen@usdoj.gov);
- (e) counsel to the ABL DIP Agent, Bank of America, N.A., c/o Morgan Lewis & Bockius LLP, One Federal Street, Boston, Massachusetts 02110, Attn: Matthew F. Furlong (matthew.furlong@morganlewis.com), Marjorie S. Crider (marjorie.crider@morganlewis.com), Gregory P. Ginther (gregory.ginther@morganlewis.com), and Norton Rose Fulbright US LLP, 1550 Lamar Street, Suite 2000, Houston, Texas 77010, Attn: Robert Bruner (bob.bruner@nortonrosefulbright.com), Maria Mokrzycka (maria.mokrzycka@nortonrosefulbright.com), and Otterbourg PC, 230 Park Avenue, New York, New York 10169, Attn: Daniel F. Fiorillo (dfiorillo@otterbourg.com), David A. Castleman (dcastleman@otterbourg.com);
- (f) counsel to the SGUS DIP Agent and OpCo DIP Agent, U.S. Bank Trust Company, National Association, c/o Seward & Kissel LLP, One Battery Park Plaza, New York, New York 10004, Attn: John R. Ashmead (ashmead@sewkis.com), Ronald A. Hewitt (hewitt@sewkis.com) and Catherine V. Lotempio (lotempio@sewkis.com);
- (g) co-counsel to the Ad Hoc Group of Secured Noteholders and DIP Lenders, Paul, Weiss, Rifkind, Wharton & Garrison LLP, Attn: Robert A. Britton (rbritton@paulweiss.com), Christopher Hopkins (chopkins@paulweiss.com), Martin J. Salvucci (msalvucci@paulweiss.com), 1285 Avenue Of The Americas New York NY and Porter Hedges LLP, Attn: John F. Higgins (jhiggins@porterhedges.com), M. Shane Johnson (sjohnson@porterhedges.com), Megan Young-John (myoungjohn@porterhedges.com), 1000 Main Street, 36th Floor Houston TX 77002;
- (h) counsel to the Prepetition Agent under the SO5 Digital Debtors' Term Loan Credit Agreement: (a) Morgan, Lewis & Bockius LLP, One Federal Street, Boston, MA 02110, Attn: Christopher L. Carter (christopher.carter@morganlewis.com), and (b) Bracewell LLP, 711 Louisiana Street, Suite 2300, Houston, TX 77002, Attn: William A. (Trey) Wood III (trey.wood@bracewell.com);
- (i) proposed co-counsel to the Official Committee of Unsecured Creditors: (a) Morrison & Foerster LLP, 250 West 55th Street, New York, NY 10019, Attn: Lorenzo Marinuzzi (lmarinuzzi@mofo.com), Doug Mannal (dmannal@mofo.com), Raff Ferraioli (rferraioli@mofo.com), Miranda Russell (mrussell@mofo.com), and Ilayna Guevrekian (iguevrekian@mofo.com), and (b) Cole Schotz P.C., 901 Main Street, Suite 4120, Dallas, TX 75202, Attn: Ian

Phillips, Esq. (iphillips@coleschotz.com), Justin Alberto, Esq. (jalberto@coleschotz.com), and Sarah Carnes, Esq. (scarnes@coleschotz.com).

4. If an Objection to this Monthly Fee Statement is timely served upon Willkie and the other Notice Parties pursuant to the Interim Compensation Order, the objecting party and Willkie shall attempt to resolve the objection on a consensual basis. If the parties reach an agreement, the Global Debtors shall promptly pay Willkie an amount equal to 80% of the agreed-upon fees and 100% of the agreed-upon expenses.

5. Although every effort has been made to include all fees and expenses incurred during the Fee Period, some fees and expenses might not be included in this Monthly Fee Statement due to delays caused by accounting and processing during the Fee Period. Willkie reserves the right to seek payment of such fees and expenses in a subsequent monthly fee statement.

WHEREFORE, Willkie requests payment of its fees and expenses incurred during the Fee Period in the total amount of \$5,743,322.57, consisting of (a) \$5,729,499.00, which is 80% of Willkie's fees incurred during the Fee Period; and (b) \$13,823.57, which is 100% of Willkie's actual and necessary expenses incurred during the Fee Period.

Dated: March 28, 2026
Houston, Texas

Respectfully Submitted,

WILLKIE FARR & GALLAGHER LLP

/s/ Jennifer J. Hardy

Jennifer J. Hardy (Texas Bar No. 24096068)
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AND

Debra M. Sinclair (admitted *pro hac vice*)
Robin Spigel (admitted *pro hac vice*)
Allyson B. Smith (admitted *pro hac vice*)
Betsy L. Feldman (admitted *pro hac vice*)
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*Co-Counsel to the Global Debtors and
Global Debtors in Possession*

CERTIFICATE OF SERVICE

I hereby certify that on March 28, 2026, a true and correct copy of the foregoing document was served via electronic mail on the Fee Notice Parties pursuant to the Interim Compensation Order.

/s/ Jennifer J. Hardy
Jennifer J. Hardy

Exhibit A**Summary of Legal Fees for the Fee Period**

Task Code	Matter Description	Total Billed Hours	Total Fees Requested
001	Case Administration	121.90	\$173,676.50
002	Court Hearings	226.00	\$430,178.50
003	Cash Collateral/DIP Financing	872.10	\$1,627,742.00
004	Schedules/Statements/Monthly Reports	24.60	\$45,795.50
005	Leases/Executory Contract Issues	196.20	\$270,761.50
006	Asset Sales	14.80	\$35,140.00
008	Creditor Issues/Inquiries	319.60	\$609,556.50
009	Meetings	8.70	\$17,890.00
010	Stay Relief Matters	7.90	\$14,401.00
012	Other Motions/Applications	331.30	\$507,160.00
013	Plan/Disclosure Statement	28.30	\$57,484.50
014	General Corporate	246.30	\$464,491.25
015	General Litigation	1,488.50	\$2,258,033.50
016	Employee Matters	61.10	\$112,645.50
017	Retention Matters	122.10	\$223,538.50
018	Fee Application Preparation	2.70	\$4,087.50
020	Tax Issues	36.80	\$72,718.50
021	Store Closings	136.20	\$200,663.00
023	Flagship	5.90	\$14,609.00
024	JV CMBS	7.80	\$20,846.00
Total Requested:		4,259.00	\$7,161,873.75

Exhibit B**Summary of Hours Billed by Willkie Attorneys and Paraprofessionals/Others for the Fee Period**

Name	Position	Year Admitted	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
John Ablan	Partner	2019 (IL) 2013 (NY)	Corporate & Financial Services	\$2,275	18.10	\$41,177.50
David Adler	Partner	2015 (NY)	Corporate & Financial Services	\$2,075	48.80	\$101,260.00
Michael E. Brandt	Partner	2020 (CA) 2006 (NY)	Corporate & Financial Services	\$2,650	13.50	\$35,775.00
Donald Burke	Partner	2013 (DC) 2008 (VA)	Litigation	\$2,275	33.30	\$75,757.50
Charlotta Chung	Partner	2013 (NY)	Finance	\$2,075	70.80	\$146,910.00
Jennifer A. Coffey	Partner	2011 (NY)	Real Estate	\$2,075	20.00	\$45,500.00
Christopher DiPompeo	Partner	2011 (DC) 2009 (MD)	Litigation	\$2,275	67.80	\$154,245.00
David C. Drewes	Partner	2002 (NY)	Real Estate	\$2,650	8.70	\$23,055.00
Weston T. Eguchi	Partner	2006 (NY)	Finance	\$2,650	74.70	\$197,955.00
Matthew A. Feldman	Partner	1992 (NY) 1989 (CT)	Restructuring	\$2,795	21.60	\$60,372.00
Todd Goren	Partner	2003 (NY)	Restructuring	\$2,650	72.50	\$192,125.00
Jennifer J. Hardy	Partner	2008 (NY) 2015 (TX)	Restructuring	\$2,500	42.60	\$106,500.00
Guy Inbar	Partner	2011 (NY)	Tax	\$2,500	17.20	\$43,000.00
Paul Labov	Partner	2002 (NJ) 2003 (NY)	Restructuring	\$2,650	9.80	\$25,970.00
Brian Lennon	Partner	2004 (NY)	Restructuring	\$2,650	7.30	\$19,345.00

Name	Position	Year Admitted	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Stuart R. Lombardi	Partner	2013 (NY) 2012 (NJ)	Litigation	\$2,275	63.20	\$143,780.00
Vadim Mahmoudov	Partner	2000 (NY)	Tax	\$2,795	1.40	\$3,913.00
Yaniv M. Maman	Partner	2014 (TX)	Tax	\$2,075	5.30	\$10,997.50
Thomas Mark	Partner	2003 (NY)	Corporate & Financial Services	\$2,650	3.00	\$7,950.00
Jordan A. Messinger	Partner	2004 (NY)	Executive Compensation & Employee Benefits (“EC&EB”)	\$2,795	0.30	\$838.50
Rose Ohanesian	Partner	2013 (NY)	EC&EB	\$2,275	6.10	\$13,877.50
Viktor Okasmaa	Partner	2006 (NY)	Finance	\$2,795	3.30	\$9,223.50
Tej Prakash	Partner	2011 (NY)	Corporate & Financial Services	\$2,275	3.00	\$6,825.00
Debra Sinclair	Partner	2014 (NY)	Restructuring	\$2,275	133.70	\$304,144.75
Allyson B. Smith	Partner	2017 (NY)	Restructuring	\$2,075	219.10	\$454,632.50
Robin Spigel	Partner	1998 (NY)	Restructuring	\$2,795	181.10	\$506,174.50
Mark Stancil	Partner	2002 (DC) 1999 (VA)	Litigation	\$2,795	19.50	\$54,502.50
Brady M. Sullivan	Partner	2017 (NY)	Litigation	\$2,075	7.50	\$15,562.50
Nathaniel Ward	Partner	2019 (UT) 2014 (DC)	Litigation	\$2,075	150.20	\$311,665.00
Adam P. Cohen	Counsel	2013 (NY)	EC&EB	\$1,950	0.30	\$585.00
Craig Damast	Counsel	1992 (NY)	Restructuring	\$1,950	10.20	\$19,890.00
Bernard Funk	Counsel	2016 (NC)	Finance	\$1,950	15.00	\$29,250.00
William L. Thomas	Counsel	1990 (NY) 1992 (DC)	Environment, Health & Safety	\$2,795	0.30	\$838.50
Jessica Tjang	Counsel	2021 (CA) 2013 (NY)	Finance	\$1,950	56.30	\$109,785.00

Name	Position	Year Admitted	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Joseph Brandt	Associate	2021 (NY)	Restructuring	\$1,650	90.90	\$149,985.00
Zachary Charlton	Associate	2025 (NY) 2025 (CA)	Restructuring	\$1,150	97.60	\$112,240.00
Caitlin Cosby	Associate	2022 (NY)	Finance	\$1,575	50.30	\$79,222.50
John M. Crawford	Associate	2024 (NY)	EC&EB	\$1,350	5.80	\$7,830.00
Sean Daly	Associate	2015 (NY)	Finance	\$1,650	29.90	\$49,335.00
Alexis Dorner	Associate	2022 (DC)	Litigation	\$1,575	117.60	\$185,220.00
Ethan A. Eastwood	Associate	2022 (NY) 2019 (CT)	Corporate & Financial Services	\$1,750	24.60	\$43,050.00
Michael Fabiyi	Associate	2024 (DC)	Litigation	\$1,150	60.50	\$69,575.00
Betsy L. Feldman	Associate	2019 (NY) 2019 (DC) 2017 (DE)	Restructuring	\$1,850	172.00	\$318,200.00
Nicole C. Franki	Associate	2024 (NY)	EC&EB	\$1,350	2.30	\$3,105.00
Max Freedman	Associate	2021 (NY)	Restructuring	\$1,575	3.50	\$5,512.50
Jessica Graber	Associate	2022 (NY)	Restructuring	\$1,575	165.90	\$261,292.50
Benjamin S. Hewitson	Associate	2024 (NY)	Litigation	\$1,350	95.40	\$128,790.00
Alexis Jones Johnson	Associate	2022 (IL)	Litigation	\$1,475	54.80	\$80,830.00
Yujin Kim	Associate	2025 (NY)	Litigation	\$1,350	117.30	\$158,355.00
Lindsay Kirschner	Associate	2023 (NY)	Litigation	\$1,475	135.20	\$199,420.00
Marine Loison	Associate	2024 (NY)	Restructuring	\$1,350	139.50	\$188,325.00
Chloe Lucatuorto	Associate	2025 (NY)	Real Estate	\$1,350	8.20	\$11,070.00
Omeed Malek	Associate	2024 (IL)	Corporate & Financial Services	\$1,150	48.30	\$55,545.00
Stephanie L. Miner	Associate	2016 (DC) 2015 (MD)	Litigation	\$1,850	60.30	\$111,555.00
Ian P. Morganelli	Associate	2018 (NY)	Corporate & Financial Services	\$1,850	22.90	\$42,365.00
Daniel Morris	Associate	2019 (NY)	Litigation	\$1,750	128.50	\$224,875.00
Shay Moyal	Associate	2018 (NY) 2016 (Israel)	Tax	\$1,850	15.90	\$29,415.00
Andrew Nesmith	Associate	2024 (NY)	Real Estate	\$1,350	22.30	\$30,105.00

Name	Position	Year Admitted	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Victoria J. Quilty	Associate	2024 (NY)	Real Estate	\$1,350	14.30	\$19,305.00
Daniel Reinke	Associate	2021 (NY)	Intellectual Property	\$1,650	1.40	\$2,310.00
Timothy P. Ryan	Associate	2020 (NY) 2020 (DC)	Litigation	\$1,750	130.70	\$228,725.00
Michelle Santoro	Associate	2018 (NY)	Real Estate	\$1,850	0.80	\$1,480.00
Leighton Schnedler	Associate	2023 (NY)	Finance	\$1,475	28.80	\$42,480.00
Zain Syedain	Associate	2023 (NY)	Restructuring	\$1,350	85.50	\$115,425.00
Janelle Taylor	Associate	2024 (DC)	Litigation	\$1,150	36.30	\$41,745.00
Christine Thain	Associate	2020 (NY)	Restructuring	\$1,750	85.60	\$149,800.00
Emily Wang	Associate	2023 (TX)	Finance	\$1,350	29.30	\$39,555.00
Elizabeth Wayne	Associate	2022 (IL)	Restructuring	\$1,475	32.80	\$48,380.00
William Weber	Associate	2022 (IL)	Litigation	\$1,475	13.60	\$20,060.00
Kevin Winnie	Associate	2023 (NY)	Corporate & Financial Services	\$1,475	15.20	\$22,420.00
Valentine Wolf	Associate	2024 (NY)	Finance	\$1,350	14.30	\$19,305.00
Qingqing (Chelsea) Zheng	Associate	2022 (IL) 2019 (NY)	Corporate & Financial Services	\$1,475	9.20	\$13,570.00
Total Incurred for Attorneys:					3,572.80	\$6,583,159.75

Paraprofessionals / Other Persons	Position with the Applicant	Number of Years at Applicant	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Celine Alhout	Law Clerk	<1 Year	Real Estate	\$925	37.80	\$34,965.00
Marsha Ducille	Law Clerk	<1 Year	Litigation	\$925	84.30	\$77,977.50
Lucas Immer	Law Clerk	<1 Year	Restructuring	\$925	111.50	\$103,137.50
Nadeen Kattan	Law Clerk	<1 Year	Finance	\$925	16.00	\$14,800.00
Sijay Matsinye	Law Clerk	<1 Year	Litigation	\$925	56.60	\$52,355.00
Leila Mosteika	Law Clerk	<1 Year	Real Estate	\$925	31.80	\$29,415.00
Cynder Rodriguez	Law Clerk	<1 Year	Litigation	\$925	30.20	\$27,935.00
Marissa Sable	Law Clerk	<1 Year	Restructuring	\$925	65.50	\$60,587.50
Niharika Sanadhya	Law Clerk	<1 Year	Finance	\$925	11.10	\$10,267.50
Ryan Taras	Law Clerk	<1 Year	Tax	\$925	4.20	\$3,885.00
Holly Tice	Law Clerk	<1 Year	Litigation	\$925	55.60	\$51,430.00

Paraprofessionals / Other Persons	Position with the Applicant	Number of Years at Applicant	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Kelly Wester	Law Clerk	<1 Year	Finance	\$925	25.20	\$23,310.00
Hye-Kyung Chang	Discovery Attorney	11 Years	Litigation	\$790	44.30	\$34,997.00
William Collins	Paralegal	<1 Year	BR&R	\$420	5.70	\$2,394.00
Laura Guido	Restructuring Senior Paralegal	1 Year	BR&R	\$650	11.10	\$7,215.00
Rohan Sasso	Paralegal	3 Years	BR&R	\$485	32.20	\$15,617.00
Joanna Zervaki	Paralegal	<1 Year	BR&R	\$420	33.50	\$14,070.00
Heriona Pepaj	LTS Senior Project Coordinator	25 Years	Admin	\$485	29.60	\$14,356.00
Total Incurred for Paraprofessionals/Others:					686.20	\$578,714.00

Total Fees Requested for Fee Period	\$7,161,873.75
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20% Fee Holdback for Fee Period	\$1,432,374.75
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80% of Total Fees Requested for Fee Period	\$5,729,499.00
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Total Expenses Requested for Fee Period	\$13,823.57
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TOTAL PAYMENT REQUESTED	\$5,743,322.57
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Exhibit C**Summary of Expenses for the Fee Period**

Expense Categories	Amount
Airplane/Train	\$6,201.80
Local Meals	\$3,826.66
Lodging	\$733.37
Out of Town Meals	\$23.03
Out of Town Tax, Car Service, & Parking	\$27.96
Outside Duplicating	\$496.32
Overnight Delivery	\$103.94
Taxi, Car Service, & Parking	\$2,410.49
Total Requested:	\$13,823.57

Exhibit D

Fees and Expenses

SAKS GLOBAL ENTERPRISES LLC

Page 1

Invoice No. *****

Client/Matter No. 135474.00017

SAKS GLOBAL ENTERPRISES LLCPLEASE INDICATE INVOICE
NUMBER ON REMITTANCE

Invoice No. *****

Client/Matter No. 135474.00017

March 27, 2026

Chapter 11 Bankruptcy**FOR PROFESSIONAL SERVICES RENDERED**through January 31, 2026 as set out in the
attached detail**Chapter 11 Bankruptcy****Case Administration**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/14/26	J B	Revise certain creditor and media communication materials (1.4); corr. w/ C Street team re: same (.5).	1.90	\$ 3,135.00
1/14/26	J Z	Review/analyze notices of appearance and pro hac vice applications (1.2); correspondence with M. Loison re: same (.1).	1.30	546.00
1/14/26	R L S	Prepare Willkie notice of appearance for filing (1.3); corr. w/ Willkie team re: same (.8).	2.10	1,018.50
1/15/26	M S	Review/analyze case status, upcoming dates and deadlines, and administration.	0.70	647.50
1/15/26	J G	Corr. with Willkie team re: first day reporting requirements (.3); review/analyze same (.2).	0.50	787.50
1/15/26	M S	Corr. w/ Willkie team re: case status, upcoming dates and deadlines, and case administration.	0.30	277.50
1/16/26	M L	Corr. with Stretto team re: upcoming hearings (.2); review/analyze ongoing workstreams and strategic alternatives (1.4).	1.60	2,160.00

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1/16/26	DMS	Call with R. Spigel re: organizing and responding to workstreams (1.4); call with M. Weinsten (BRG) re: same (.1); corr. w/ R. Spigel re: same (1.8).	3.30	7,507.50
1/16/26	A S	Conference with BRG re: post-filing operations (.7); follow up discussion with R. Spigel re: same (.2); multiple conferences, correspondence with client re: post-filing operations (5.6).	6.50	13,487.50
1/16/26	L G	Corr. with Saks, BRG, and PJT teams re: recent court filings.	0.30	195.00
1/16/26	J G	Corr. with Stretto re: service dates and deadlines re: first day orders (.3); review/analyze same (.3); corr. with Willkie team re: same (.2).	0.80	1,260.00
1/16/26	L I	Correspondence with Willkie team re: postpetition workstreams and deadlines.	0.90	832.50
1/16/26	L I	Teleconference with Z. Charlton and M. Sable re: creditor matrix (.5); revise draft creditor matrix re: removal/redaction of personally identifiable information (3.1); compile same (.4) and corr. with Stretto regarding same (.2).	4.20	3,885.00
1/17/26	M S	Review/analyze case status, upcoming dates and deadlines (.9); call with L. Immer re same (1.1).	2.00	1,850.00
1/17/26	L I	Telephone conference with M. Sable re: ongoing workstreams and case strategy (1.1); compile calendar of case milestones and critical dates (1.7).	2.80	2,590.00
1/17/26	BLF	Work stream allocations with D. Sinclair, R. Spigel, and Z. Charlton.	0.60	1,110.00
1/18/26	BLF	Review/analyze ongoing workstreams and strategic alternatives (1.4); meet with J. Graber re: litigation strategy (1.9).	3.30	6,105.00

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1/18/26	J T	Prepare for (.5) and attend (1.3) telephone conference with D. Morris re: ongoing workstreams and strategic alternatives.	1.80	2,070.00
1/19/26	DMS	Correspondence with R. Spigel re: status of open workstreams.	0.30	682.50
1/19/26	M S	Review/analyze case status, upcoming dates and deadlines, and issues re: case administration.	3.90	3,607.50
1/19/26	M D	Review/analyze applicable bankruptcy court local rules.	0.60	555.00
1/19/26	J G	Review/analyze case administration re: creditor reach outs, case strategy, and upcoming dates and deadlines.	0.70	1,102.50
1/19/26	DMS	Attend meeting of special committee of the board re: same.	1.00	2,275.00
1/20/26	M L	Corr. with Willkie team re: ongoing workstreams.	1.00	1,350.00
1/20/26	R L S	Corr. w/ Willkie team re: ongoing workstreams and strategic alternatives.	1.10	533.50
1/20/26	A S	Analyze upcoming dates/deadlines and ongoing workstreams (.9); correspond with M. Sable: re same (.2).	1.10	2,282.50
1/20/26	M D	Review/analyze first day filings.	1.50	1,387.50
1/21/26	M S	Review/analyze case status, upcoming dates and deadlines, and issues re: case administration.	0.90	832.50
1/21/26	M L	Corr. with Willkie team re: upcoming milestones and required tasks.	0.40	540.00
1/21/26	DMS	Review/update case workstreams (.6); corr. with Willkie team re: external corporate communications (.3).	0.90	2,047.50

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1/22/26	DMS	Correspondence with Willkie team re: special committee workstreams (.3); correspondence with Willkie team re: recently-filed pleadings (.2).	0.50	1,137.50
1/22/26	M S	Review/analyze case status, upcoming dates and deadlines, and issues re: case administration (.7); review/analyze creditor matrix regarding redactions (.5).	1.20	1,110.00
1/22/26	L G	Prepare initial case tracker of key dates and deadlines (1.1); corr. with M. Loison re: same (.2); distribute key pleadings to Willkie team (.3).	1.60	1,040.00
1/22/26	J B	Review and revise certain public relations materials (1.2); analyze issues re: same (.5); corr. w/ C Street and Willkie team re: same (.6).	2.30	3,795.00
1/22/26	R S	Telephone conference with A. Woodworth (Saks) re: open issues (.1); telephone conference with D. Sinclair re: strategy on open matters (.8).	0.90	2,515.50
1/22/26	J G	Review/analyze case administration issues re: open items, upcoming dates and deadlines (.5); client communications re: same (.3).	0.80	1,260.00
1/22/26	A S	Participate in meetings with client at Saks offices re: post-filing operations.	6.10	12,657.50
1/23/26	DMS	Corr. with Willkie team re: case strategy and lender communications.	0.20	455.00
1/23/26	M S	Review/analyze case status, upcoming dates and deadlines, and issues re: case administration.	3.10	2,867.50
1/23/26	J B	Corr. w/ Willkie team re: open work streams and tasks.	0.50	825.00
1/23/26	R L S	Corr. w/ J. Zervaki re: upcoming key dates.	0.20	97.00

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1/23/26	DMS	Correspondence w/ Willkie team, client re: various workstreams.	1.90	4,322.50
1/23/26	L G	Call (.4) and corr. (.5) with M. Loison re: critical dates; distribution of key pleadings.	0.90	585.00
1/23/26	D M	Call with B. Feldman re: case management (.1); call with T. Ryan re: same (.3); call with S. Miner re: case management (.2).	0.60	1,050.00
1/23/26	L I	Review/analyze ongoing workstreams.	0.20	185.00
1/23/26	A S	Onsite meetings with Saks team.	2.00	4,150.00
1/24/26	DMS	Correspondence w/ Willkie team, creditors re: general chapter 11 inquiries and workstreams.	0.40	910.00
1/24/26	M S	Review/analyze case status, upcoming dates and deadlines, and case administration issues.	0.60	555.00
1/24/26	BLF	Review/analyze critical dates timeline and upcoming workstreams.	0.50	925.00
1/25/26	M S	Review/analyze case status, upcoming dates and deadlines, and issues re: case administration.	2.50	2,312.50
1/25/26	BLF	Review/analyze critical dates timeline re: upcoming workstreams.	0.50	925.00
1/25/26	J G	Review/analyze materials for client re: chapter 11 cases and filing deadlines (1.0); corr. with Willkie team re: same (.2).	1.20	1,890.00
1/25/26	DMS	Corr. w/ Willkie team regarding various chapter 11 workstreams.	0.50	1,137.50
1/26/26	DMS	Correspondence w/ Willkie team re: open workstreams (.2); corr. with R. Spigel re: same (.2).	0.40	910.00

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1/26/26	M S	Review/analyze case status, upcoming dates and deadlines, and issues re: case administration.	3.70	3,422.50
1/26/26	BLF	Calls (.1 and .5) and multiple corr. (1.1) with Willkie team re: case strategy matters.	1.70	3,145.00
1/26/26	R L S	Update key dates calendar for Willkie team.	0.20	97.00
1/26/26	J Z	Review/analyze key dates/deadlines (.6); correspondence with M. Sable re: same (.2).	0.80	336.00
1/26/26	J Z	Review/analyze notices of appearance and pro hac vice applications (.5); correspondence with Willkie team re: same (.1); correspondence with Willkie team re: emergency hearing on Saks OFF 5TH store closing procedures motion and other deadlines (2.6); correspondence with M. Sable re: same (.5).	3.70	1,554.00
1/26/26	M S	Attend (in part) status meeting with Willkie team to discuss workstreams, case timeline, and critical near term dates.	1.00	925.00
1/26/26	C L C	Participate in telephone conference with management, PJT and Willkie teams regarding ongoing work streams.	0.60	1,245.00
1/26/26	A S	Meeting with B. Feldman re: ongoing workstream allocation.	0.30	622.50
1/27/26	M S	Review/analyze case status, upcoming dates and deadlines, and issues re: case administration.	0.50	462.50
1/27/26	A S	Meeting at Saks' offices with client re: post-filing operations, obligations.	5.30	10,997.50
1/27/26	J G	Corr. with M. Loison re: open items and case timeline.	0.40	630.00

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1/27/26	DMS	Corr. re: litigation workstreams with R. Spigel (.4); calls (2x) with R. Spigel re: various workstreams (.4).	0.80	1,820.00
1/27/26	J Z	Correspondence with J. Graber and J. Brandt re: first day hearing transcript.	0.20	84.00
1/27/26	A S	Prepare agenda for telephone conference with client re: case updates (.2); telephone conference with AHG re: post-filing case and operational status, next steps (.9).	1.10	2,282.50
1/28/26	M S	Review/analyze case status, upcoming dates and deadlines, and case administration issues.	2.20	2,035.00
1/28/26	J B	Review/analyze issues re: media communication materials (.5); corr. w/ C Street re: same (.3).	0.80	1,320.00
1/28/26	DMS	Correspondence with Willkie team regarding media communications materials and various corporate/bankruptcy items.	0.70	1,592.50
1/28/26	DMS	Correspondence w/ Willkie team regarding various workstreams.	0.90	2,047.50
1/28/26	L I	Review/summarize recent court filings.	0.20	185.00
1/28/26	J Z	Review/analyze notices of appearance and pro hac vice applications (.6); corr. with Willkie team re: same (.6).	1.20	504.00
1/28/26	MAF	Telephone conference with client re: UCC formation.	0.50	1,397.50
1/29/26	M L	Prepare for meeting with Willkie team re: case administration and preparation of monthly fee statements.	0.40	540.00
1/29/26	DMS	Various correspondence w/ Willkie team re: various workstreams.	1.20	2,730.00
1/29/26	M S	Review/analyze case status, upcoming dates and deadlines, and issues re: case administration.	2.00	1,850.00

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1/29/26	L G	Corr. with Willkie, PJT, and BRG teams re: key pleadings.	0.50	325.00
1/29/26	J Z	Correspondence with Willkie team re: case administration issues.	0.20	84.00
1/29/26	J Z	Review/analyze recent case filings.	0.80	336.00
1/29/26	J Z	Review/analyze notices of appearance and pro hac vice applications (1.7); corr. with Willkie team re: same (.1).	1.80	756.00
1/29/26	A S	Attend meetings at Saks' offices with client team re: post-filing operations, obligations.	3.10	6,432.50
1/30/26	J G	Review/analyze case administration issues re: outstanding vendor inquiries, chapter 11 filing, upcoming hearings and related dates and deadlines (1.9); corr. with M. Sable re: same (.5).	2.40	3,780.00
1/30/26	M S	Review/analyze case status, upcoming dates and deadlines, and administration regarding case status, deadlines, and case administration.	2.00	1,850.00
1/30/26	L I	Telephone conference with M. Sable re: workstream updates (.3); compile documents for distribution to UCC counsel (.9).	1.20	1,110.00
1/30/26	M L	Prepare for (.2) and attend (.6) meeting with Willkie team re: workstreams.	0.80	1,080.00
1/30/26	DMS	Telephone conference with G. Astrachan re: case status update (.1); telephone conference with A. Woodworth (Saks), G. Astrachan, R. Spigel re: same (.3); follow up telephone conference with R. Spigel re: same (.2); follow up call with M. Feldman re: same (.2).	0.80	1,820.00
Subtotal - Case Administration			121.90	173,676.50

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Court Hearings

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/14/26	MAF	Prepare for (3.5) and attend (7.5) first day hearing.	11.00	\$ 30,745.00
1/14/26	T G	Prepare argument for DIP hearing (4.4); attend first day hearing (7.5) and corr. with Willkie team re next steps (.4).	12.30	32,595.00
1/14/26	M L	Prepare for (2.3) and attend (7.5) first day hearing .	9.80	13,230.00
1/14/26	BLF	Attend (partial) first-day hearing.	7.00	12,950.00
1/14/26	DMS	Prepare for (1.6) and attend (7.5) first day hearing.	9.10	20,702.50
1/14/26	L K	Attend first day hearing	7.50	11,062.50
1/14/26	D M	Prepare PJT witness for first day hearing (1.2); attend first day hearing (7.5).	8.70	15,225.00
1/14/26	J G	Prepare for first day hearing (5.0); continuous corr. with Willkie team, client, and Haynes & Boone team re: same (2.0); attend first day hearing (7.5).	14.50	22,837.50
1/14/26	J B	Attend first day hearing (in part).	6.50	10,725.00
1/14/26	S D	Telephonically attend first day hearing (partial).	1.60	2,640.00
1/14/26	CD	Participate in first day hearing (in part).	7.40	16,835.00
1/14/26	M T S	Attend first-day hearing (in part) (6.0) and corr. w/ Willkie team re: same (.5).	6.50	18,167.50
1/14/26	R S	Prepare for (1.5) and attend (7.5) first day hearing .	9.00	25,155.00
1/14/26	N W	Participate in first day hearing.	7.50	15,562.50
1/14/26	WTE	Participate in DIP Financing portion of first day hearing.	1.40	3,710.00

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1/14/26	D A	Attend first day hearing (in part).	3.50	7,262.50
1/14/26	A S	Prepare for first day hearing (2.4); participate in first day hearing (7.5).	9.90	20,542.50
1/14/26	C C	Attend first day hearing(partial).	7.00	11,025.00
1/14/26	J J H	Attend first day hearing virtually (partial).	7.00	17,500.00
1/14/26	A D	Attend first day hearing.	6.10	9,607.50
1/14/26	BMS	Attend first day hearing (partial).	7.10	14,732.50
1/14/26	R L S	Assist w/ Willkie presentation of first day motions at 1/14 hearing (4.1).	4.10	1,988.50
1/14/26	L I	Prepare for (1.2) and attend (7.5) first day hearing; corr. with Willkie team re: first day hearing (.2); corr. w/ company board re: first day hearing (.1); prepare documents for presentation at first day hearing (.3).	9.30	8,602.50
1/14/26	TPR	Attend Willkie team meeting to discuss Weinsten prep (.2); attend first day hearing (7.0).	7.20	12,600.00
1/14/26	Z C	Prepare for first day hearing (3.2); corr. with J. Graber re: same (.3); attend first day hearing (7.5).	11.00	12,650.00
1/14/26	SRL	Attend and present at first day hearing (7.0); prepare for same (3).	10.00	22,750.00
1/15/26	DMS	Attend first day hearing (cont'd).	0.60	1,365.00
1/15/26	M L	Attend hearing re: first day (cont'd).	1.10	1,485.00
1/15/26	T G	Attend conclusion of first day hearing (.8) and follow-up discussion with Willkie team re: same/next steps (.4).	1.20	3,180.00
1/15/26	J Z	Correspondence with Z. Syedain re: first day hearing court transcript.	0.30	126.00
1/15/26	S D	Telephonically attend first day hearing (in part).	0.50	825.00

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1/15/26	L S	Attend first-day hearing (in part).	0.50	737.50
1/15/26	SRL	Attend/present at first day hearing (in part).	0.50	1,137.50
1/15/26	D M	Correspondence w/ Willkie team re: first day hearing.	0.50	875.00
1/15/26	A D	Attention to correspondence re: First Day hearing and related action items.	0.70	1,102.50
1/16/26	J Z	Correspondence with Willkie team re: first day hearing.	0.10	42.00
1/16/26	M T S	Attend Willkie team call re: first day hearing (1.3); review/analyze research in connection w/ first day hearing (.2); correspondence with Willkie team re: first day hearing (.2).	1.70	4,751.50
1/20/26	J Z	Correspondence with A. Smith re: SO5 Digital Debtors cash collateral hearing (.1); correspondence with Willkie team re: same (.2).	0.30	126.00
1/20/26	J Z	Review/analyze Global Debtors' notice of hearing for final approval of certain first day motions, SO5 Debtors' notice of hearing for interim approval of certain first day motions, and SO5 Debtors' notice of hearing for final approval of certain first day motions.	0.30	126.00
1/21/26	J Z	Prepare for interim cash collateral order hearing (.2); correspondence with A. Smith re: same (.2); correspondence with Haynes & Boone team re: same (.1).	0.50	210.00
1/22/26	L I	Prepare for (.1) and attend (.2) virtual hearing on SO5 Digital cash collateral order.	0.30	277.50
1/22/26	M S	Attend SO5 Digital Debtors' cash collateral interim hearing.	2.50	2,312.50

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1/22/26	Z C	Prepare for (.3) and attend (.2) SO5 Digital Debtors' interim cash collateral hearing.	0.50	575.00
1/22/26	J Z	Prepare materials for SO5 Debtors' cash collateral hearing (.6); correspondence with A. Smith re: same (.1); correspondence with Willkie team re: SO5 Digital Debtors' sale hearing (.1).	0.80	336.00
1/23/26	L I	Attend SO5 Debtors' liquidation motion hearing (.2) and draft/circulate summary of same to Willkie team (.1).	0.30	277.50
1/23/26	M S	Attend SO5 Digital Debtors liquidation motion hearing.	0.20	185.00
1/23/26	J J H	Attend SO5 Digital Debtors' liquidation motion hearing.	0.30	750.00
1/26/26	W W	Attend status conference.	1.10	1,622.50
1/30/26	M L	Attend hearing re: store closing motion.	0.70	945.00
1/30/26	BLF	Prepare for (2.8) and participate in (.7) hearing re: store closing procedures; multiple debrief calls (.3) and correspondence (.2) with client team re: same .	4.00	7,400.00
1/30/26	Z C	Prepare for (.2) and attend (.7) hearing re: Saks OFF 5TH store closing procedures.	0.90	1,035.00
1/30/26	J Z	Prepare materials for SO5 store closing procedures hearing (.2); correspondence with R. Sasso re: same (.1).	0.30	126.00
1/30/26	A S	Attend store closing hearing (in part).	0.50	1,037.50
1/30/26	N W	Participate in store closing motion hearing.	0.70	1,452.50
1/30/26	L I	Attend store closing procedures hearing.	0.70	647.50
1/30/26	R S	Attend hearing re: store closing procedures.	0.70	1,956.50

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1/30/26	J J H	Attend store closing hearing.	0.70	1,750.00
Subtotal - Court Hearings			226.00	430,178.50

Cash Collateral/DIP Financing

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/14/26	M L	Review/revise DIP motion (5.5); review/analyze legal research re: DIP motion (.8); conduct legal research re: roll ups (2.1).	8.40	\$ 11,340.00
1/14/26	BLF	Review/revise documents in support of DIP motion.	10.20	18,870.00
1/14/26	D A	Call with Epiq re: syndication procedures (.5); call with Paul Weiss regarding Syndication Procedures (1.5); calls (2x)with Willkie team regarding timeline for syndication (1.0); revise DIP syndication procedures (2.2).	5.20	10,790.00
1/14/26	V W	Revise DACA (.3); coordinate execution of same (.3); revise DIP loan documents (2.0); prepare borrowing notices (.7); correspond with TN local counsel re: TN tax affidavits (.7); revise TN tax affidavits (.8); coordinate notarization of TN tax affidavits (.4);correspondence w/ Willkie team re: revised operating agreements (.3); compile executed documents (.7); revise compiled documents (1.0); revise credit agreement exhibits (.4); correspondence w/ Willkie team re: annual financial statements language (.4); correspondence w/ Willkie team re: closing (.8).	8.80	11,880.00

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1/14/26	S D	Discuss DIP motion open issues with R. Spigel and D. Sinclair (.1); revise DIP order (4.7); review/revise the three DIP credit agreements and draft DIP order (4.1); review/analyze DIP pleading research regarding same (1.4); correspond with M. Loison and Z. Syedain re: DIP motion and order (1.2); correspond with Willkie team re: latest draft of DIP motion (.2); review/revise on loan DIP credit agreement (1.2); correspond with J. Tjang re: same (.3); correspond with Willkie team re: same (.1); correspond re: same with W. Eguchi (.2); correspond re: DIP motion with R. Spigel (.2); correspond with R. Spigel and T. Goren re: same (.2); update SGUS bonds solicitation notice materials (.5); discuss open DIP issues with Paul Weiss and Willkie teams (1.0); discuss DIP pleadings with Paul Weiss, Morgan Lewis, Otterbourg and Willkie teams (.4); review/analyze notes solicitation materials ancillaries (.3); correspond with D. Adler and W. Eguchi re: same (.2); review/analyze case milestones re: same (.4); correspond with Saks and Willkie teams re: same (.6); review/analyze DIP objections (.3).	16.80	27,720.00
1/14/26	JAC	Review/analyze revised DIP loan agreement (.1); correspondence with Willkie team regarding same (.1).	0.20	455.00
1/14/26	A S	Review/analyze landlord issues re: DIP (.3); correspond with T. Goren re: same (.2); correspond with BRG team re: same (.3); correspond with landlords re: same (1.3).	2.10	4,357.50

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1/14/26	CJT	Review/revise DIP order (.5); corr. with Willkie team re: same (.9); corr. with Willkie, BRG and PJT teams re: DIP motion and order (.5). call with Z. Syedain re: DIP order (.1); correspond with Z. Syedain re: DIP order research (.1); call with Z. Syedain re: DIP order comments (.1); review/analyze comments to interim DIP order (1.5).	3.70	6,475.00
1/14/26	CAD	Review/revise current draft of DIP motion (1.8); various correspondence with Willkie team regarding same and comments/revisions (.8); correspondence with Willkie team regarding finalizing proposed interim DIP order (.4) and declarations in support of DIP motion (.3); correspondence with Willkie team regarding finalizing DIP credit agreements and related documents (.6); correspondence with Willkie team, counsel for various landlords, consignors regarding requested language to be added to interim DIP order (.5); review/analyze DIP organizational structure diagram as court demonstrative (.2).	4.60	8,970.00
1/14/26	B F	Draft/negotiate DIP term loan credit agreements.	4.30	8,385.00
1/14/26	J T	Revise/analyze DIP documents.	16.20	31,590.00
1/14/26	DCD	Correspondence w/ Willkie team re: DIP interested party inquiries.	0.20	530.00
1/14/26	E W	Review/revise DIP closing deliverables (3.5); various calls (3x) with Willkie team re: status of open DIP items (2.4); compile final DIP documents (2.0); revise DIP credit agreement (4.7).	12.60	17,010.00

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1/14/26	N K	Prepare and review DIP credit agreements signature pages packet (1.0); correspondence with Paul Weiss team re: executed versions of documents relating to Debtor-In-Possession Credit Agreements (2.5); review/revise compiled Secretary's Certificates (1.1); correspondence with Paul Weiss team re: compiled Secretary's Certificates (.5).	5.10	4,717.50
1/14/26	N K	Prepare signature pages for DIP Credit Agreements.	2.30	2,127.50
1/14/26	N K	Correspondence with local counsel re Tennessee affidavit re Debtor-In Possession Credit Agreement.	0.50	462.50
1/14/26	N K	Prepare exhibits to Debtor-In-Possession Credit Agreements.	0.90	832.50
1/14/26	L K	Revise J. Baird declaration in support of DIP financing (1.5); draft presentation for first day/DIP hearing (3.1);	4.60	6,785.00
1/14/26	D M	Revise Baird DIP declaration.	0.10	175.00
1/14/26	CD	Revise declaration of M. Weinsten (BRG) in support of DIP motion.	1.40	3,185.00
1/14/26	B F	Discuss (telephonic) DIP financing issues with client and Willkie team (.5); discussion (telephonic) with Willkie team and Paul Weiss team re DIP financing documents (1.0); discuss (telephonic) DIP documentation with Willkie team (.5); discuss DIP credit agreement issues (telephonic) with Willkie team and client (.7).	2.70	5,265.00
1/14/26	CJT	Participate in telephonic conference with Otterbourg, Morgan Lewis, Paul Weiss, and Willkie teams re: DIP order (.5); call with Otterbourg, Morgan Lewis, Paul Weiss, and Willkie teams re: DIP order comments (.4).	0.90	1,575.00

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1/14/26	J T	Attend calls (2x) with client re: DIP documents (1.0); attend meetings (2x) with Willkie team re: same (1.0); attend calls (3x) with T. O'Neill (Paul Weiss), D. Keeton (Paul Weiss), L. Wang (Paul Weiss), and M. Salvucci (Paul Weiss) re: same (2.0).	4.00	7,800.00
1/14/26	N S	Participate in telephone conference with Willkie team re: ABL DIP checklist and action items.	2.50	2,312.50
1/14/26	J Z	Review/analyze DIP motion, interim order, and declarations in support of DIP motion (3.7); correspondence with Z. Syedain re: same (.2); correspondence with M. Loison re: same (.2); correspondence with T. Goren re: same (.1).	4.20	1,764.00
1/14/26	J J H	Review/revise DIP motion (1.5); call w/ U.S. Trustee re: same (.4); revise/finalize DIP order (1.4); review/revise ABL DIP Credit Agreement (.8); review/analyze DIP order (.5); attend all hands call w/ lenders re: DIP order changes (.9).	5.50	13,750.00
1/14/26	C C	Draft ABL DIP credit agreement (7.0); correspondence (2x) with Morgan Lewis re: same (.9).	7.90	12,442.50
1/14/26	C L C	Finalize DIP documents.	19.60	40,670.00
1/14/26	J A	Attend call with Paul Weiss on SPV roll up mechanics (.5); revise solicitation materials (1.0).	1.50	3,412.50
1/14/26	BSH	Finalize M. Weinsten declaration in support of DIP motion (.8); prepare exhibits for first day hearing (1.9).	2.70	3,645.00

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1/14/26	T G	Review/analyze multiple drafts of DIP motion (1.9) and DIP order (2.2); review/analyze updated drafts of DIP credit agreements (1.4); calls (multiple) with Willkie team and Paul Weiss team re: same (1.1); call with PJT team re: DIP structure diagram/DIP hearing (.7); review and analyze correspondence from creditors re: changes to DIP order (.8); discuss same with Willkie team (.7); call with R. Spigel and interested party counsel re: DIP order (.4); review and analyze interested party objection to same (.8); calls (2x) with Paul Weiss team re: DIP order (.8).	10.80	28,620.00
1/14/26	K W	Correspondence with Paul Weiss team regarding DIP documents (.4); attend call between Willkie team and Paul Weiss team regarding SGUS DIP facility (.6); attend call between Willkie team and Paul Weiss team regarding ad hoc group credit agreements (1.1); review/analyze omnibus secretary's certificate for SPV loan parties (1.4); review/analyze closing checklist (2.1); review/analyze Know Your Customer and good standing certificates (.4); review/analyze DIP documents (3.8); prepare execution version of DIP documents (2.8).	12.60	11,655.00
1/14/26	N S	Analyze closing deliverables re: closing certificate and borrowing base (2); analyze/compile DACA (1); analyze/compile secretary's certificate and exhibits re: ABL DIP (2); review/revise documents into executed versions re: ABL DIP (2).	7.00	6,475.00

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1/14/26	L S	Call with D. Keeton (Paul Weiss) re: SGUS LLC Second Out DIP Roll-Up (.7); call with Paul Weiss team re: DIP term loan credit agreements (.9); review/comment on closing checklist (.9); review/analyze updated draft of term loan credit agreement (.4); review/comment on DIP credit agreement exhibits (.2); review/analyze updated draft of SGUS LLC term loan credit agreement (.6); review/analyze governing documents and director and officer appointments (1.9); coordinate Know Your Customer requirements with Barclays (fronting lender for term loan facilities) (.3); review/revise US Bank Fee Letters (1.4).	7.30	10,767.50
1/14/26	TPR	Finalize Weinstein DIP declaration (4.2) and prepare for first day hearing (3.5).	7.70	13,475.00
1/14/26	N K	Correspondence with Willkie team re: signing of Credit Agreement.	0.30	277.50
1/14/26	SRL	Call with Z. Syedain re: DIP Order.	0.10	227.50
1/14/26	D M	Revise draft of PJT Declaration re: DIP motion (2.7); telephone conference with B. Feldman re: same (.5); telephone conferences (2x) with L. Kirschner re: same (.7); telephone conference with S. Lombardi re: same (.5); attend Baird testimony prep session (1.9); correspondence w/ Willkie team re: DIP motion (.4); telephone conference with Paul Weiss re: DIP declarations and DIP motion (.6).	7.30	12,775.00

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1/14/26	WTE	Draft Master Participation Agreement (1.4); correspondence with Paul Weiss team re: same, schedules (.4); telephone conference with J. Ablan re: DWAC schedules (.1); correspondence with D. Keeton (Paul Weiss) re: roll-up (.1); review/revise draft OpCo DIP Credit Agreement (3.1); review/revise draft Commitment Letter (.8); telephone conferences with D. Keeton (Paul Weiss), J. Tjang re: same (.3); office conference with C. Chung re: funding mechanics (.5); telephone conference with J. Tjang re: same (.3); prepare for conference call with Paul Weiss team re: DIP Credit Agreement (.4); attend conference call w/ Paul Weiss team re: same (1.1); telephone conference with R. Spigel re: same (.4); telephone conference with D. Sinclair re: DIP filings (.1); review/revise draft DIP credit agreement (1.0); correspondence with Willkie, Paul Weiss, Saks, other parties in interest re: DIP hearing, DIP objections (.3); telephone conferences with Willkie team re: DIP comments (.4); telephone conference with J. Tjang re: posting version of DIP credit agreement (.2); telephone conference with B. Funk re: revising drafts of same (.4); correspondence with Paul Weiss, Willkie team re: DIP closing documents (including credit agreement, DACA, commitment letter, borrowing notice, others) (1.2); correspondence with Willkie, Paul Weiss teams re: DIP closing, draft documents (1.5); conference call with Willkie team re: posting version of DIP credit agreement (.2); review/analyze draft of same (.1); telephone conference with J. Tjang re: credit agreement (.2); conference call with Paul Weiss, PJT, Willkie teams re: DIP documents (.2); telephone	20.80	55,120.00
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conference with D. Keeton (Paul Weiss)
re: DIP filings (.1); telephone
conference with D. Keeton (Paul Weiss)
re: DIP Commitment Letter (.2);
review/revise draft DIP credit
agreement (.7); telephone conference
with J. Tjang re: commitment letter (.1);
telephone conference with J. Tjang re:
DIP Commitment Letter (.3);
correspondence with Willkie and Paul
Weiss teams re: interim DIP order draft
(.1); telephone conference with J. Ablan
re: syndication process (.4); conference
call with Willkie, Paul Weiss and
Otterbourg teams re: draft DIP order
(.5); review/analyze Paul Weiss'
comments to draft Participation
Agreement (.2); correspondence with T.
Goren re: same (.2); correspondence
with J. Simms (Paul Weiss) re: DIP
objection issues (.1); correspondence w/
A. Smith re: critical vendor covenant
(.2); review/revise same (.2); telephone
conference with D. Adler re: DIP
solicitation (.3); review/analyze DIP
subscription spreadsheet (.1);
correspondence with Willkie team re:
escrow (.2); correspondence with Paul
Weiss team re: DIP credit agreement
mark-up (.3); review/analyze Paul
Weiss' comments to SGUS DIP Credit
Agreement (.4); correspondence with
Willkie team re: financial reporting
language (.2); review/analyze
precedents re: same (.2); telephone
conference with J. Tjang re OpCo DIP
Credit Agreement (.8); telephone
conferences (2x) with Willkie team re:
second out roll-up, DIP credit
agreement revisions (.7).

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1/14/26	Z S	Revise DIP order and DIP motion (8.7); correspondence (.1) and call (.1) w/ B. Feldman re: DIP order and motion; review/revise DIP Structure Chart (.5); correspondence w/ J. Tjang and B. Funk re: debt interest (.1); call w/ Lazard team re: Paul Weiss DIP requests (0.2); review/revise chart displaying outreach and interim DIP order comments (1.9); call re: DIP Order comments w/ Willkie, Paul Weiss and ABL advisors (.4); call w/ Willkie team and PJT re: revision of DIP structure chart (.5); call w/ S. Lombardi re: same (.3); conduct research re: DIP order (2.3); corr. w/ Willkie team re: same (0.7).	15.80	21,330.00
1/15/26	CAD	Corr. w/ Willkie team, counsel for DIP lenders regarding finalizing DIP credit and related documents/funding.	0.90	1,755.00
1/15/26	E W	Review/revise DIP credit agreement (2.8); review/analyze final compiled DIP documents (1.3) and correspondence w/ Paul Weiss re: the same (.3).	2.80	3,780.00
1/15/26	K W	Review/revise solicitation materials for tender offer in connection with Term DIP Financing (1.6); populate bondholder data room with documents for the Term DIP Financing (.9).	2.50	3,687.50
1/15/26	CJT	Corr. with Paul Weiss, Otterbourg, and Willkie teams re: interim DIP order (.5); review/analyze DIP order comments (.4); corr. with Willkie team re: same (.1); corr. with Willkie team re: DIP documents (.4).	1.40	2,450.00
1/15/26	BLF	Revise DIP documents following court hearing (3.5); finalize same for filing (2.0).	5.50	10,175.00

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1/15/26	DMS	Telephonic conference (.4) and correspondence (.2) with Willkie team re closing of DIP facility.	0.60	1,365.00
1/15/26	B F	Discussion (telephonic) with client team and Willkie team re: DIP financing (.5); call with Paul Weiss team re: DIP documentation (.3); call with W. Eguchi re: DIP documentation (.1); draft DIP documentation provisions (.2); discussion (telephonic) with Willkie team and client re: DIP documentation provisions (.1); incorporate Paul Weiss comments to DIP documentation (.6).	1.80	3,510.00
1/15/26	T G	Review/analyze updated drafts of Interim DIP Order for filing (.7); correspondence with Willkie team and DIP lenders re: same (.4); review/analyze updated term loan credit agreements (3.8); review/analyze updated draft of ABL credit agreement (.8); telephonic conferences (x2) with client re: DIP Credit Agreement status (.9); call with Paul Weiss team re: same (.9); follow-up call with C. Hopkins (Paul Weiss) re: same (.2); call with M. O'Connell (PJT) re: same (.2); telephonic conference (x3) with Willkie team re: DIP solicitation questions (.7); correspondence with R. Spiegel re: consignment DIP inquiries (.2).	8.80	23,320.00
1/15/26	N S	Review/analyze bringdown good corporate standings re: DIP documents.	0.50	462.50
1/15/26	J A	Draft solicitation timeline re: DIP financing (.5); telephonic conference with Willkie team on solicitation timeline (.5); review/revise solicitation procedures (1.2).	2.20	5,005.00
1/15/26	J T	Finalize DIP documents (5.3); attend and manage closing of DIP facilities (3.3).	8.60	16,770.00

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1/15/26	S D	Correspond with J. Tjang re: inserts for DIP credit agreements (.1); review/analyze bankruptcy research re: same (.2); discuss open term DIP facilities issues with Paul Weiss and Willkie teams (.4); update securities subscription materials (1.2); review/analyze term DIP credit agreements (.4); correspond with D. Adler re: notes solicitation materials (.2); discuss notes solicitation process issues with Willkie team (.4).	2.90	4,785.00
1/15/26	MAF	Participate in telephonic conference with bondholders re: DIP issues.	0.80	2,236.00
1/15/26	R S	Call with J. Ablan re: DIP closing.	0.20	559.00
1/15/26	D B	Review/analyze potential appeal from DIP order.	5.00	11,375.00
1/15/26	JAC	Correspondence (.2) and telephone conference (.3) with Paul Weiss team regarding DIP-related document requests.	0.50	1,137.50
1/15/26	V O	Review/revise ABL and term loan DIP credit agreements.	1.80	5,031.00
1/15/26	C L C	Draft/negotiate DIP credit documents with Paul Weiss team (12.6); various calls (3x) with Paul Weiss team re: closing process (2.8); calls (2x) with Morgan Lewis team re: closing documentation (.8).	16.20	33,615.00
1/15/26	C C	Draft ABL DIP credit agreement (7.3); correspondence with Ad Hoc Group and Morgan Lewis regarding DIP facilities and closing process (4.0); call with client re: open DIP items (.5); call with Ad Hoc Group re: open items on Ad Hoc Group DIP financings (.5); compile final DIP documents ahead of closing (3.5).	15.80	24,885.00

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1/15/26	V M	Call with W. Eguchi re: DIP documents/closing.	0.10	279.50
1/15/26	BSH	Attend conference with S. Lombardi re: DIP financing (.5); conduct legal research re: DIP financing (4.9).	5.40	7,290.00
1/15/26	N K	Review/analyze DIP closing deliverables.	1.50	1,387.50
1/15/26	V W	Correspondence w/ Willkie team re: coordinating for DIP closing (3.0); correspondence w/ Willkie team re: updates to compiled documents (.2).	3.20	4,320.00
1/15/26	CD	Draft insert regarding issues regarding certain potential claims against certain parties in interest for potential emergency appeal of DIP order (9.9); corr. with M. Stancil re: potential appeal (.4); corr. with S. Lombardi re: same (.4); corr. w/ Willkie team regarding same (.4).	11.10	25,252.50
1/15/26	E W	Attend telephone conference with Saks team re: DIP credit agreement issues (1.0); attend telephone conference with Paul Weiss re: the same (.9).	1.90	2,565.00
1/15/26	K W	Attend video conference between Willkie team and Paul Weiss re: SGUS and OpCo DIP credit agreements.	0.80	740.00
1/15/26	N S	Participate in telephone conference with Willkie and Paul Weiss teams re: OpCo and SGUS DIP credit agreements.	0.50	462.50
1/15/26	K W	Review/analyze DIP closing checklist updates (1.8); correspond with Paul Weiss re: bringdown good corporate standing letter (.3); review/analyze final execution versions of DIP documents (1.1).	3.20	2,960.00

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1/15/26	L S	Review/analyze updated drafts of the Commitment Letter for the SGUS LLC term loan credit agreement (.1); call with T.R. O'Neill (Paul Weiss) to discuss Participation Agreement (.1); call with G. Kavarsky (Paul Weiss) to discuss Participation Agreement (.1); correspondence with W. Eguchi re: Participation Agreement (.2); review/analyze executed/compiled Loan Documents for term loan credit facilities (1.1); draft updates to closing checklist (.4); review/analyze updated draft credit agreement for Saks Global Enterprises LLC term loan facility (.3); review/analyze updated draft credit agreement for SGUS LLC term loan facility (.4); call with Paul Weiss team to discuss draft term loan credit agreements and outstanding items related thereto (.7); call with Saks team to discuss deal status / immediate action items (.5); corr. w/ Willkie team re: final schedules and exhibits to credit agreement (1.0); review/revise participation agreement (2.1); review/analyze compiled secretary's certificate for SGUS credit facility (.8).	7.80	11,505.00
1/15/26	J J H	Review/analyze DIP order consignment language.	0.80	2,000.00
1/15/26	E W	Review/revise DIP credit agreement closing deliverables (4.9); compile final documents re: the same (1.1).	6.00	8,100.00
1/15/26	N K	Corr. with Willkie team and Paul Weiss team re: DIP closing (.7); corr. with Willkie team and Saks team re: same (.5).	1.20	1,110.00

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1/15/26	M L	Review/revise DIP credit agreements (5.2); corr. with Willkie, Paul Weiss, Otterbourg, Morgan Lewis teams re: DIP closing (.9); review/revise interim DIP order re: first day hearing and informal comments (2.4).	8.50	11,475.00
1/15/26	D A	Call with J. Ablan, T. Goren, W. Eguchi re: DIP timeline (1.3); draft DIP timeline (1.0); review/revise solicitation procedures (1.0); review/analyze DIP motion and order re: solicitation (1.0); calls (3x) with Paul Weiss and PJT re: same (1.5); call with Willkie team re: DIP settlement terms (1.3); various correspondence (3x) with Epiq regarding revisions to DIP documentation (.9).	8.00	16,600.00
1/15/26	E W	Telephone conference with Willkie team re: status of open items on DIP financing.	0.30	405.00
1/16/26	K W	Correspond with Willkie team and Deloitte team re: ad hoc group credit agreements and backstop commitment letter.	0.20	185.00
1/16/26	CAD	Correspondence with Willkie team, counsel for DIP lenders regarding interim loan funding and documents required for funding.	0.70	1,365.00
1/16/26	BLF	Attend call with client team re: status of DIP financing and case milestones (.8); finalize DIP documents for filing (1.0).	1.80	3,330.00
1/16/26	L S	Corr. with Willkie, Saks, Paul Weiss, BRG, and Seward teams re: DIP closing and funding.	0.30	442.50
1/16/26	CJT	Call with Z. Syedain re: final DIP order.	0.20	350.00

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1/16/26	M L	Review/analyze DIP credit agreements (4.4); review/analyze Axonic DIP objection (1.3); review/analyze Amazon DIP objection (1.0); review/analyze interim DIP order (.8).	7.50	10,125.00
1/16/26	B F	Discussion (telephonic) with Willkie team re: DIP facility tax issues (.2); correspondence with Willkie team re: DIP facility tax issues (.5); discussion (telephonic) with Willkie team re: DIP facility tax issues (.2); review/analyze reporting requirements under DIP facilities (.2); negotiate DIP facility documentation with Paul Weiss team (1.5).	2.60	5,070.00
1/16/26	D A	Review/revise Syndication Procedures re: DIP financing (5.5); telephonic conferences (2x) with Dentons and Barclays teams re: DIP syndication (1.2); call with Paul Weiss and Epiq teams re: DIP syndication (1.3); review/revise documentation related to roll-up (2.0); review/analyze DWAC schedules (1.0); various correspondence foregoing/ Willkie team regarding DIP financing and syndication (2.3).	13.30	27,597.50
1/16/26	T G	Call with client re: DIP funding status/case update (.4); calls (multiple) with W. Eguchi, D. Adler, J. Ablan re: DIP syndication process (1.7); calls (x2) with Paul Weiss team re: same (1.4); review/analyze updated DIP syndication materials (.8); review/analyze DIP credit agreements for filing (.6); correspondence with M. Loison and W. Eguchi re: same (.3); corr. w/ Willkie team re: DIP issues (.2).	5.40	14,310.00

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1/16/26	C C	Correspondence with Paul Weiss and Morgan Lewis teams regarding DIP funding process (.5); corr. with the client regarding funding (.2); review/analyze notice requirements in the ABL DIP credit agreement re: reporting obligations and lease defaults (.6).	1.30	2,047.50
1/16/26	Z S	Call w/ C. Thain re: final DIP order (.2); correspondence w/ Paul Weiss re same (.1).	0.30	405.00
1/16/26	J Z	Review/analyze motion to seal DIP objection.	0.10	42.00
1/16/26	S D	Review/analyze updates to DIP solicitation materials (.2); review/analyze SGUS DIP credit agreement and interim DIP order re: same (.5); correspond with Willkie team re: same (.1).	0.80	1,320.00
1/16/26	A S	Conference with Bradley team re: DIP allocation matters (.6); conference with Paul Weiss re: same (.4); analyze issues regarding same (1.1); correspond with client, BRG re: same (.3); follow up call with J. Martin (Bradley) re: same (.5).	2.90	6,017.50
1/16/26	V O	Participate on call with Saks and Bank of America teams re: status of DIP financing.	0.50	1,397.50
1/16/26	C L C	Review/analyze ABL credit agreement re: compliance certificate question (.2); call w/ W. Eguchi re: reporting obligation under DIP credit agreement (.2); correspondence with A. Woodworth (Saks) re: compliance certificate question (.2); correspondence with J. Tjang re: compliance certificate reporting (.2); correspondence w/ Paul Weiss and Morgan Lewis teams re: closing process (.5).	0.80	1,660.00

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1/16/26	K W	Review/revise DIP solicitation materials (3.0); coordinate with Willkie team, Epiq and US Bank to gather subscription materials and data room documents (.4).	3.40	5,015.00
1/16/26	J A	Review/revise DIP solicitation procedures (6.5); correspondence with PJT regarding lender schedules to SGUS DIP Credit Agreement (.5).	7.00	15,925.00
1/16/26	J T	Corr. with G. Inbar, Y. Maman, S. Moyal, and B. Funk re: tax and backstop fee matters re: DIP financing (1.0); review/analyze same (1.5); correspondence (2x) w/ client re: reporting requirements under the credit agreements (.9); review/analyze DIP documents in connection with commercial tort claim (.7); review/analyze DIP documents re: lien priority (.9); review/analyze due diligence re: post-closing compliance matters re: DIP facilities (1.1).	6.10	11,895.00
1/16/26	WTE	Correspondence w/ Willkie, Barclays, Paul Weiss, Bank of America re: DIP funding and wires (.2); correspondence w/ Paul Weiss, Willkie teams re: DIP tax treatment (.1); review/analyze DIP credit agreements re: same (.1); telephone conference with Willkie team re: same (.3); telephone conference with M. Loison and T. Goren re: DIP credit agreement filing (.1); review/analyze DIP Commitment Letter and DIP Motion re: backstop commitments (.6); telephone conference w/ Paul Weiss team and Willkie team re: DIP solicitation (.3); telephone conference w/ Willkie team re: solicitation materials (.2); review/analyze SGUS DIP Credit Agreement, Backstop Commitment Letter (.5).	2.40	6,360.00

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1/16/26	V W	Correspondence w/ Willkie team re: DIP closing.	0.40	540.00
1/16/26	CD	Review/analyze DIP discovery regarding certain potential party in interest.	0.40	910.00
1/16/26	N K	Corr. with Willkie team re: DIP credit agreements and commitment letter.	0.40	370.00
1/16/26	L I	Review/analyze Amazon motion to seal DIP objection (.2) and draft summary of same for Willkie team (.2).	0.40	370.00
1/16/26	L S	Corr. with Willkie, PJT Partners, Barclays and Paul, Weiss teams re: notes solicitation/DIP syndication process.	0.10	147.50
1/16/26	Q Z	Corr. with Willkie team re: DWAC and other schedules for notes cancellation (.4); populate data room with diligence materials (.5); finalize deliverables for notes cancellation (.2); corr. w/ Willkie team re: roll-ups (0.4).	1.50	2,212.50
1/16/26	O M	Apply execution signatures to finalized amendments and consents.	0.20	230.00
1/16/26	N K	Telephone conference with Willkie and Deloitte teams regarding credit agreements and commitment letter.	0.50	462.50
1/16/26	WTE	Telephone conference w/ Willkie, Paul Weiss, Barclays, and US Bank teams re: roll-up / solicitation (1.0); telephone conferences (3x) w/ J. Ablan, D. Adler, T. Goren, and D. Keeton (Paul Weiss) re: roll up / solicitation / backstop (2.6).	3.60	9,540.00
1/16/26	K W	Attend meeting with Barclays, US Bank, Seward, Dentons, and Paul Weiss teams re: solicitation materials.	1.00	1,475.00
1/16/26	J A	Telephonic conference with U.S. Bank, Seward, Paul Weiss, Barclays and Dentons re: solicitation procedures.	1.00	2,275.00

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1/16/26	J T	Attend meeting with Paul Weiss re: DIP tax treatment.	0.50	975.00
1/16/26	Z S	Attend follow-up call (in part) w/ Willkie team re: DIP workstream status and updates (.3).	0.30	405.00
1/17/26	M L	Review/analyze DIP credit agreements and syndication procedures.	2.80	3,780.00
1/17/26	CAD	Correspondence w/ Willkie team, DIP lenders' counsel regarding DIP loan solicitation documents.	0.40	780.00
1/17/26	T G	Review/analyze proposed employee communication (.2) and DIP provisions re mass communications (.3); correspondence w/ Willkie team re same (.2).	0.70	1,855.00
1/17/26	Z S	Review/revise DIP order.	0.20	270.00
1/17/26	A S	Correspond with Bradley team re: DIP allocation matters.	0.50	1,037.50
1/17/26	BSH	Conduct legal research re: DIP interim relief (1.7); conduct legal research re: DIP financing (4.4); draft research analysis re: DIP financing (1.0).	7.10	9,585.00
1/17/26	R S	Correspondence with C. Chung re: DIP credit agreement.	0.20	559.00
1/17/26	L S	Review/analyze revised SPV DIP Credit Agreement .	0.20	295.00
1/18/26	DMS	Review/analyze consent rights/reporting obligations in DIP credit agreements and interim DIP order.	1.10	2,502.50
1/18/26	L S	Correspondence w/ Willkie team re: consignment & concession parties' comments to the interim DIP order.	0.10	147.50
1/18/26	CAD	Correspondence w/ Willkie team regarding discussions w/ consignors' counsel and proposed language for final DIP order.	0.30	585.00

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1/18/26	B F	Analyze consent requirements under DIP facilities (.2); corr. with Willkie team re: same (.10).	0.30	585.00
1/18/26	BLF	Review/analyze DIP order and credit agreements re: draw on standby letters of credit.	0.20	370.00
1/18/26	M L	Corr. with Willkie and Haynes & Boone teams re: DIP credit agreements.	0.70	945.00
1/18/26	Z S	Corr. with DIP interested parties re: DIP order (.2); correspondence w/ R. Spiegel re: same (.1).	0.30	405.00
1/18/26	R S	Correspondence with J. Kulback re: DIP order (.1); prepare proposed language for DIP order (.4); corr. with C. Hopkins (Paul Weiss) and team and M. Furlong and team re: DIP order (0.5).	1.00	2,795.00
1/18/26	C L C	Analyze (.4) and discuss with Willkie team (.3) treatment of L/Cs under DIP facility with respect to prepetition creditor inquiry.	0.70	1,452.50
1/18/26	C L C	Review/analyze DIP treatment of existing secured lender (.5); analyze treatment of commercial tort claims under DIP facilities (.4).	0.90	1,867.50
1/19/26	E W	Correspond with Paul Weiss team re: revised DIP credit agreements.	0.10	135.00
1/19/26	T G	Review/analyze DIP order and credit agreement re prior permitted lien provisions (.4); call w/ W. Eguchi re same (.2).	0.60	1,590.00
1/19/26	M L	Review/analyze DIP credit agreements.	1.20	1,620.00
1/19/26	C C	Prepare DIP-related reporting materials for client (.8) and call with W. Eguchi re: same (.2).	1.00	1,575.00

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1/19/26	J T	Review/analyze due diligence re: on-going compliance with DIP documents (.5); review/analyze critical vendor agreement in DIP Order (1.1); corr. with Deloitte team re: commitment fees and related tax matters (1.7); corr. with Willkie team re: organization and presentation of post-closing obligations to client (1.2); corr. with BRG team re: reporting deliverables under the DIP credit facilities (.2); conference with B. Richardson (client), A. Woodworth (client), W. Eguchi, C. Chung, B. Funk, and K. Lamb (BRG) re: Critical Vendor Agreement in DIP Order (1.0).	5.70	11,115.00
1/19/26	S D	Discuss DIP financing consent and reporting requirements with W. Eguchi (.1); draft summary of same (1.6).	1.70	2,805.00
1/19/26	R S	Call with W. Eguchi re DIP agreement (.4); correspondence w/ J. Morris re: DIP agreement; correspondence w/ B. Feldman re: same; correspondence with B. Funk re: same (.1).	0.50	1,397.50
1/19/26	A S	Correspond with Bradley team, BRG re: DIP allocation issues.	0.40	830.00

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1/19/26	WTE	<p>Telephone conference w/ Saks management, BRG, PJT and Willkie teams re: DIP financing (1.0); correspondence w/ Willkie team re: Critical Vendor process (.4); telephone conference w/ C. Cosby re: reporting and other related workstreams (.2); correspondence w/ Willkie team re: reporting (.4); call with T. Goren re: permitted lien provisions (.2); correspondence w/ D. Drewes, J. Coffey re: CMBS lender outreach (.1); telephone conference w/ R. Spigel re: DIP approvals (.5); review/analyze DIP Credit Agreements re: CMBS notice (.2); correspondence w/ Willkie team re: same (.1); correspondence w/ J. Ablan re: CUSIPs (.1); telephone conference w/ J. Ablan re: same (.2); correspondence w/ Willkie team re: same (.2); telephone conference w/ D. Keeton (Paul Weiss) re: CUSIPs (.1); telephone conference w/ R. Spigel re: DIP provisions re: CMBS loan (.1); review/analyze DIP Credit Agreements re: same (.3); correspondence w/ Willkie team re: DIP requirements (.4); correspondence w/ Willkie team re: Critical Vendor protocol in DIP order (.1); review/analyze draft of same (.3); correspondence w/ Willkie team re: comments to same (.3).</p>	5.20	13,780.00
1/19/26	C L C	<p>Review/analyze DIP credit agreement related to asset sales and commercial tort claims (1.7); analyze reporting questions under DIP credit agreements (1.0); analyze lien priority for prepetition mortgage (.6).</p>	3.30	6,847.50

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1/19/26	L S	Correspondence with Willkie team re: drafting reporting/filing requirements for credit agreements (.2); review/analyze credit agreements for reporting/filing requirements (.3); review/analyze Paul Weiss draft Vendor Protocol (.1); Correspondence re: critical vendor process with Willkie and Paul Weiss teams (.1).	0.70	1,032.50
1/19/26	G I	Correspond with Deloitte re HBSFA.	0.10	250.00
1/19/26	Q Z	Corr. with Paul Weiss re: DWAC schedule.	0.20	295.00
1/19/26	WTE	Correspondence w C. Cosby re: ongoing workstreams.	0.10	265.00
1/20/26	J J H	Call w/ ABL DIP counsel re: DIP interest procedures.	0.10	250.00
1/20/26	DMS	Call with B. Feldman re DIP deliverables including RSA milestone (.7); review/analyze/strategize regarding DIP issues (.9).	0.70	1,592.50
1/20/26	CAD	Correspondence w/ Paul Weiss, Willkie teams regarding proposed wholesale vendor protocol language for final DIP order.	0.20	390.00
1/20/26	K W	Review/analyze provisions in indenture (.5); correspondence with Epiq, Notes Trustee and Paul Weiss on DWAC cancellation for solicitation (.5).	1.00	1,475.00
1/20/26	DCD	Call w/ R. Spigel re: DIP financing.	0.30	795.00
1/20/26	CJT	Discuss interim DIP order with Z. Syedain and B. Feldman(.2); call with Z. Syedain re: DIP work streams (.1).	0.30	525.00
1/20/26	E W	Review/revise DIP credit agreement reporting compliance list (1.0); attend call with Willkie team re: the same (.4).	1.40	1,890.00

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1/20/26	L S	Review/comment on reporting summary re: obligations under SPV DIP Credit Agreement.	1.60	2,360.00
1/20/26	L S	Attend meeting with Willkie DIP financing team re: compliance guide and reporting summary for client.	0.50	737.50
1/20/26	L S	Correspondences re: Agent Legal Fees payable under credit agreement with A. Woodworth (Saks) & R. Hewitt (Seward)).	0.10	147.50
1/20/26	T G	Call w/ Reed Smith team re: Citi/DIP Order (.2); correspondence w/ Willkie team re: ABL interest question (.4); review/analyze DIP Order re: same and adequate protection questions (.9); review/analyze credit agreements re: same (.8); correspondence w/ various creditor counsel re: DIP/case update questions (.4); review/analyze DIP documents re: potential objection points (1.1).	3.80	10,070.00
1/20/26	B F	Prepare analysis of collateral agent issues (.4); call with Willkie team and client re: critical vendor protocol agreement (.9); call with Willkie team re: DIP financing covenant compliance (.4).	1.70	3,315.00
1/20/26	BLF	Call with D. Sinclair re: DIP deliverables/RSA milestone (.7); conduct research re: DIP interest treatment (.4); correspondence w/ Willkie team re: DIP syndication materials (.2); conduct research re: adequate protection for non-DIP lender secured parties (1.3); call with Paul Weiss and Willkie teams re: litigation strategy for DIP motion (1.2).	3.80	7,030.00
1/20/26	C C	Prepare DIP reporting compliance guide.	2.80	4,410.00

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1/20/26	J T	Calculate DIP facility sizes at emergence.	0.30	585.00
1/20/26	V W	Prepare for (.1) and participate in (.5) call with Willkie team on DIP compliance (.5); review/revise post-filing deliverables for ABL credit agreement (.6).	1.20	1,620.00
1/20/26	Z S	Call w/ C. Thain re: adequate protection (.2); correspondence w/ B. Feldman re: same (.1).	0.30	405.00
1/20/26	SLM	Call with S. Lombardi re: DIP objection (.3); call with S. Lombardi and D. Burke re: DIP objection (.8); discuss offensive/defensive discovery w/ S. Lombardi (1.2); review/analyze DIP objection (1.4); review/analyze DIP motion (1.1); conduct research re: fraudulent transfer claims (1.0); conduct research re: preference claims (.8).	6.60	12,210.00
1/20/26	S D	Prepare summary of lender consent rights under DIP order and credit agreements (.9); review/revise DIP credit agreements and interim DIP order re: same (1.7); correspond with W. Eguchi re: same (.1).	2.70	4,455.00
1/20/26	R S	Call with D. Drewes re DIP motion issues.	0.30	838.50
1/20/26	D B	Review/revise draft Requests for Production to interested party re DIP issues.	1.50	3,412.50
1/20/26	A S	Correspond with B. Richardson (Saks), Willkie team re: vendor protocol agreement (.3); analyze same (.7); conference with client, BRG, Willkie teams re: same (1.2); review/analyze syndication status (.2).	2.40	4,980.00

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1/20/26	WTE	<p>Call w/ Saks, PJT, BRG and Willkie teams re: vendor, restructuring workstreams regarding DIP (.3); correspondence w/ A. Smith, B. Richardson (client) re: Critical Vendor Protocol in DIP Order (.1); correspondence w/ Willkie, Paul Weiss teams re: DIP workstreams (.3). correspondence w/ Willkie team re: CMBS acceleration (.1); correspondence w/ Saks, Willkie team re: Critical Vendor Protocol (.1); telephone call w/ D. Keeton (Paul Weiss) re: DIP commitment schedules and CUSIPs (.2); telephone call w/ J. Ablan re: same (.1); correspondence w/ D. Keeton re: same (.1); telephone call w/ A. Terkuntla (PJT) re: CUSIPs (.2); telephone calls w/ D. Adler, B. Funk re: trustee issues (.2); review/analyze indentures and collateral agreement re: same (.2); review/analyze critical vendor protocol (.2); review/analyze critical vendor motion (.2); conference call w/ Saks, BRG, Willkie teams re: Critical Vendor Protocol (.9); call w/ Willkie team re: CEO presentation / compliance guide (.5); attend conference w/ C. Chung re: DIP settlement (.1); correspondence w/ Willkie team re: DIP consents (.1); review/revise draft agreed supplier process (critical vendors) in DIP Order (5.2); correspondence w/ client re: same (.3); telephone call w/ Willkie team re: Citibank replacement (.2); correspondence w/ Willkie team re: same (.1); correspondence w B. Funk, M. Wolynski re: collateral agent appointment (.1); correspondence w/ Willkie, Epiq teams re: DIP solicitation (.1); review/analyze backstop commitment letter (.1); correspondence w J. Tjang re: same (.1); correspondence</p>	9.40	24,910.00
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		w/ Willkie team re: CUSIPs (.1); correspondence w/ Willkie team re: Hillspire DIP objection (.1); calls w/ C. Chung, B .Feldman re: Flagship CMBS, JV CMBS (.2); correspondence w/ Willkie team re: same (.2).		
1/20/26	M L	Corr. with client re: DIP funding mechanics.	0.60	810.00
1/20/26	C L C	Corr. with J. Hardy re: DIP amendments (.1); correspondence with J. Morris, B. Richardson (Saks) and Willkie team re: ABL DIP amendments (.1); call w/ G. Ginter (Morgan Lewis) re: ABL DIP (.2); call w/ Morgan Lewis and Otterbourg teams re: DIP ABL interest (.2); correspondence w/ A. Smith re: distribution center closure (.6); call w/ Morgan Lewis and Otterbourg teams re: DIP financing question (.1); call w/ J. Hardy re: same (.1); corr. w/ J. Hardy, BRG and T. Goren re: DIP interest (.4); corr. w/ Willkie team re: letters of credit (.3); corr. with J. Hardy re: DIP amendments (.1); correspondence with J. Morris, B. Richardson (Saks) and Willkie team re: ABL DIP amendments (.1); call w/ G. Ginter (Morgan Lewis) re: ABL DIP (.2); call w/ Morgan Lewis and Otterbourg teams re: DIP ABL interest (.2); correspondence w/ A. Smith re: distribution center closure (.6); call w/ Morgan Lewis and Otterbourg teams re: DIP financing question (.1); call w/ J. Hardy re: same (.1); corr. w/ J. Hardy, BRG and T. Goren re: DIP interest (.4); corr. w/ Willkie team re: letters of credit (.3); call re: DIP notice requirements w/ B. Feldman (.2).	4.40	9,130.00

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1/20/26	M F	Review/analyze declaration of J. Baird in support of DIP motion (1.2); review/analyze declaration of M. Weinsten in support of DIP motion (.9).	2.10	2,415.00
1/20/26	Q Z	Finalize documents for cancellation of pre-petition notes.	0.50	737.50
1/20/26	C C	Attend call with Willkie team to review DIP reporting requirements (.5); correspondence with Morgan Lewis regarding interest rate page slip (.2); review/analyze updated ABL credit agreement with slip page (.2).	0.90	1,417.50
1/20/26	L S	Review/revise reporting summary re: obligations under SPV DIP Credit Agreement (1.6); attend meeting with Willkie team re: compliance and reporting (.5); call with Saks team re: Critical Vendor Protocols in DIP Order (.8); correspondence re: Agent legal fees payable under credit agreement (with A. Woodworth (Saks) & R. Hewitt (Seward)) (.1).	3.00	4,425.00
1/20/26	C L C	Attend telephone conference with PJT, Debtors' management, and Willkie team re: DIP issues.	0.30	622.50
1/20/26	C L C	Attend telephone conference with Willkie team re: compliance and reporting guidance for the client.	0.60	1,245.00
1/21/26	DMS	Discuss status of flagship CMBS loan with counsel for DIP lenders.	0.20	455.00
1/21/26	CAD	Correspondence w/ Willkie team, DIP lenders' counsel regarding status of proposed consignment language for final DIP order.	0.20	390.00
1/21/26	K W	Review/analyze post-filing DIP issues list.	1.90	1,757.50
1/21/26	E W	Review/revise DIP credit agreement reporting compliance list.	0.70	945.00

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1/21/26	T G	Correspondence w/ Paul Weiss re: adequate protection request (.4); call (.2)/correspondence (.1) w/ D. Adler re: same; review/analyze DIP order re: same/DWAC fees (.7); correspondence w/ Willkie team re: DWAC process (.2); calls w/ creditor advisors re: DIP/case update questions (.8); correspondence w/ Willkie team re: same (.4).	2.80	7,420.00
1/21/26	M L	Corr. with Willkie team re: interim DIP order funding estimate (1.8); call with B. Feldman re: DIP reply (.5).	2.30	3,105.00
1/21/26	B F	Review/analyze materials re: critical vendor payment protocols for DIP order.	0.20	390.00
1/21/26	CD	Review/revise responses and objections to RFPs regarding the DIP financing.	2.90	6,597.50
1/21/26	BLF	Call with M. Loison re: DIP reply (.5); conduct research re: DIP credit agreements provisions (.7).	1.20	2,220.00
1/21/26	L S	Draft DIP reporting requirements and post-closing filing task list summary for client.	0.90	1,327.50
1/21/26	D A	Review/analyze issues re: potential Citibank Trustee and collateral agent resignation.	1.00	2,075.00
1/21/26	D A	Corr. with Epiq re: general DIP inquiries (1.0); finalize roll-up documentation with Citi and Reed Smith (1.1).	2.10	4,357.50
1/21/26	C C	Review/analyze participation agreement lien search review.	0.30	472.50
1/21/26	C C	Draft DIP reporting guide.	1.70	2,677.50
1/21/26	J T	Calculate DIP facility sizes at emergence.	0.40	780.00

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1/21/26	SLM	Draft list of factual and legal questions for DIP discussion with S. Lombardi and D. Burke (1.8); attend call with S. Lombardi and D. Burke re: the same (.8); corr. with Willkie team re: complaint research questions (.8); call with Y. Kim re: research (.5); analyze sixth amended and restated LLC agreement (1.4); call with S. Lombardi and D. Burke re: research (.4).	5.70	10,545.00
1/21/26	R L S	Conduct research re: DIP objections.	0.40	194.00
1/21/26	S D	Finalize summary of lender consent rights under DIP order and credit agreements (1.2); review/analyze the DIP credit agreements and interim DIP order regarding same (1.5); correspond with W. Eguchi re: same (.1).	2.80	4,620.00
1/21/26	J G	Call with Bradley team, DIP Lenders, and Willkie team re: SO5 Debtors' Cash Collateral and upcoming hearing re: same.	0.20	315.00
1/21/26	R S	Call with J. Bailey (Bradley) re: document requests re: DIP.	0.10	279.50
1/21/26	DMS	Corr. with Willkie team re: DIP reply arguments (.2); corr. with Willkie team re: DIP reporting (.2); corr with B. Feldman re: interested party (.1); call with Flagship CMBS counsel and Willkie team re: DIP issues (.3); corr. with Willkie team re: collateral questions (.2).	1.00	2,275.00
1/21/26	A S	Correspond with Bradley team re: SO5 Debtors' cash collateral order (.2); analyze same (.6); call with Paul Weiss re: same (.3).	1.10	2,282.50

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1/21/26	WTE	<p>Telephone conference with A. Woodworth (Saks) re: critical vendor agreement (.3); correspondence with Willkie team re: same (.1); review/revise critical vendor agreement (.2); telephone conference with C. Chung, B. Feldman re: DIP facility interest (.2); telephone conference with D. Adler re: DIP syndication, Citibank trustee call (.3); review/analyze prepetition notes indentures (.2); correspondence with Willkie team re: trustee appointment (.1); review/revise draft Critical Vendor Agreement regarding DIP (.2); correspondence with BRG, Saks team re: same (.2). telephone conference with R. Spigel re: concession / consignment process (.3); correspondence with Saks, BRG teams re: critical vendor protocol draft (.2); telephone conference with A. Smith re: critical vendor protocol (.1); correspondence with Willkie team re: DIP syndication process (.4); review/revise PEO critical vendor schedules (.2); correspondence with Saks, BRG, Willkie team re: agreed critical vendor protocol in DIP Order (.2); correspondence with D. Sinclair re: critical vendor protocol (.1); telephone conference with Saks and company professionals re: DIP and critical vendor process (.4); correspondence with Willkie team re: critical vendor protocol (.1); correspondence with Epiq and Willkie teams re: DIP syndication (.1); review/revise critical vendor protocol in DIP Order (.2); correspondence with B. Richardson (Saks) re: same (.1); correspondence with Willkie team re: potential DIP objections (.1); correspondence with Saks, BRG, PJT, Willkie teams re: DIP facilities, critical vendor protocol, concessions,</p>	5.10	13,515.00
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		consignments (.4); correspondence with Willkie, PJT, Paul Weiss teams re: CMBS notices, DIP syndication (.2); correspondence w/ D. Sinclair, C. Chung re: DIP consents (.1).		
1/21/26	C L C	Analyze interest payments for ABL DIP facility.	2.00	4,150.00
1/21/26	C L C	Attend call with ABL Agent counsel re: interest payments.	0.50	1,037.50
1/21/26	C L C	Analyze concession and consignment issues with respect to DIP credit agreements.	1.90	3,942.50
1/21/26	C L C	Review/analyze reporting requirement and compliance guide of DIP terms.	1.80	3,735.00
1/21/26	Q Z	Review/revise incumbency certificate (.7); compile executed copies of cancellation documents (.3);corr. with Willkie team re: documentation for notes cancellation (0.1).	1.10	1,622.50
1/21/26	M L	Attend Willkie team meeting re: DIP reply, vendor outreach, notices.	0.30	405.00
1/21/26	V O	Participate in telephone conference with Saks and PJT teams re: financing, ongoing workstreams.	0.50	1,397.50
1/21/26	WTE	Attend telephone conference with Willkie team re: DIP objections, estate claims.	0.50	1,325.00
1/22/26	DMS	Analyze DIP objections and reply.	1.20	2,730.00
1/22/26	DMS	Attend meeting with Willkie team re: DIP strategy.	1.00	2,275.00
1/22/26	E W	Review/revise credit agreement reporting compliance list.	0.50	675.00

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1/22/26	M L	Draft reply regarding DIP motion objections (2.0); call with Willkie team re: DIP reply (.7); call with Paul Weiss re: DIP objections (.5); corr. with Willkie team re: reporting and noticing requirements (.2).	3.20	4,320.00
1/22/26	CD	Review/revise responses to DIP discovery requests from interested party (1.7); review/revise discovery responses to interested party document requests for DIP hearing (1.4); participate in teleconference with N. Ward regarding same (1.2); participate in telephone conference with D. Burke, S. Lombardi, N. Ward, and D. Morris re: litigation strategy for final DIP hearing (1.2); participate in telephone conference with Willkie and Paul Weiss teams re: DIP discovery responses (.5); participate in telephone conference with S. Lombardi, N. Ward, T. Ryan, and D. Morris re: DIP document review process (.9).	1.70	3,867.50
1/22/26	CJT	Attend meeting with Willkie team re: DIP reply.	1.10	1,925.00
1/22/26	W C	Conduct research re: DIP objection research.	0.40	168.00
1/22/26	L S	Review/analyze reporting requirements and post-closing filing task list summary for client.	0.80	1,180.00
1/22/26	BLF	Attend meeting with Willkie team re: DIP reply strategy (1.0); call with Willkie and Paul Weiss teams re: status of responses to DIP discovery (.7).	1.70	3,145.00
1/22/26	D A	Call with Reed Smith re: Citi questions and requests as Trustee.	1.00	2,075.00
1/22/26	C C	Draft DIP reporting guide.	4.40	6,930.00
1/22/26	J A	Telephonic conference with A. Woodworth (client) regarding indenture issues.	0.50	1,137.50

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1/22/26	T G	Meeting w/ Willkie team re: potential DIP objection issues (.9); correspondence w/ Willkie team re: trustee replacement provisions (.4); call w/ P. Labov re: same (.2); correspondence w/ Paul Weiss re: adequate protection request (.2) and correspondence w/ Reed Smith re: same (.1).	1.80	4,770.00
1/22/26	J T	Call with Paul Weiss re: CMBS default notices.	0.30	585.00
1/22/26	R S	Correspondence w/ B. Richardson (client), A. Woodworth (client), M. Weinsten (BRG), A. Geshwind (BRG) re: consignment and concession language in DIP Order (.3); corr. with K. Devanney re: same (.1); corr. with A. Geshwind (BRG) re: same (.1); call with J. Bernbrock (Sheppard) re: DIP order (.1).	0.60	1,677.00
1/22/26	D B	Review/revise RFPs to interested party re: DIP issues.	1.20	2,730.00
1/22/26	D B	Call with Willkie team re: discovery in connection with DIP.	0.50	1,137.50
1/22/26	A S	Corr. with Bradley team, Paul Weiss re: SO5 Digital cash collateral matters (1.0); analyze draft order for same (1.1).	2.10	4,357.50

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1/22/26	WTE	Correspondence w/ Willkie, BRG teams re: consignment / concession claims (.1); correspondence w/ B. Richardson (client) re: critical vendor protocol in DIP Order (.2); correspondence w/ D. Sinclair re: DIP consents (.1); conference w/ Willkie team re: DIP reply (1.0); correspondence w/ Willkie team re: lienholder DIP treatment (.2); telephone conference w/ Saks, PJT, BRG and Willkie teams re: DIP and chapter 11 workstreams (.5); conference w/ C. Chung re: DIP budget (.3); correspondence w/ Paul Weiss team re: DIP fees (.1); review/analyze OpCo DIP emergence claim amount (.2); correspondence w/ Willkie team re: vendor payments, deposits (.3); review/analyze DIP credit agreements (.3); correspondence w/ Saks, BRG teams re: concession / consignment issues (.2).	3.50	9,275.00
1/22/26	C L C	Correspondence re: consignment and concession vendors w/ W. Eguchi and R. Spiegel.	0.50	1,037.50
1/22/26	SLM	Review/analyze settlement and release and addendum re: DIP (1.4); corr. with S. Lombardi and D. Burke re: guarantees (.8); review/analyze Fifth Amended LLC Agreement re: interested party's rights at the time of the transaction (1.2); review/analyze research re: preference claim (1.8); corr. with Y. Kim re: insider research (.6); review/analyze research re: SGE as transferor (1.3); corr. with M. Ducille re: follow-up research re: the same (.4).	7.50	13,875.00
1/22/26	M D	Conduct research re: DIP issues (.8); review/analyze filed DIP objections (.8); review/analyze RFP and related RFP Topics (.8); draft offensive RFPs (.8).	3.20	2,960.00

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1/22/26	Q Z	Compile collateral documents requested by Citi (.5); corr. with Willkie team re: same (.2).	0.70	1,032.50
1/22/26	M L	Attend meeting with Willkie team re: DIP reply, 9019 motion, retention applications, upcoming deadlines.	0.50	675.00
1/22/26	Z S	Prepare for (.2) and attend (1.0) telephone conference with D. Sinclair, T. Goren, W. Eguchi, C. Chung, B. Feldman, C. Thain and M. Loison re: DIP reply.	1.20	1,620.00
1/22/26	C L C	Attend telephone conference with PJT, Willkie, and management teams re: DIP matters.	0.50	1,037.50
1/22/26	C L C	Attend meeting to discuss DIP objections w/ D. Sinclair, B. Feldman, T. Goren, C. Thain, W. Eguchi, and Z. Syedain.	1.00	2,075.00
1/23/26	K W	Conference with Willkie team and Paul Weiss team re: notices of default.	0.40	370.00
1/23/26	B F	Review/analyze term DIP allocations and syndication (.7); review/analyze reporting and other compliance requirements under DIP financing documentation (.8).	0.70	1,365.00
1/23/26	CAD	Correspondence w/ R. Spigel, lenders' counsel regarding concession/consignment-related comments to final DIP order (.4); correspondence w/ L. Wang (Paul Weiss) regarding draft final DIP order (.1).	0.50	975.00
1/23/26	M L	Draft reply to DIP objections.	0.80	1,080.00
1/23/26	CJT	Call with Z. Syedain re: final DIP order.	0.30	525.00
1/23/26	L S	Call with Paul Weiss re: discussion of default notices received under existing credit facilities.	0.40	590.00

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1/23/26	L S	Prepare DIP reporting requirements and post-closing filing task list summary for client.	0.90	1,327.50
1/23/26	BLF	Corr. with T. Ryan re: document production for DIP discovery.	0.10	185.00
1/23/26	C C	Prepare DIP reporting guide.	1.30	2,047.50
1/23/26	D A	Corr. with Epiq re: noteholder solicitation (1.1); call with G. Inbar and J. Ablan re: tax status of solicitation (1.0); correspondence w/ Willkie team re: case progress and RSA (.5); correspondence w/ Willkie team re: DWAC status (.5).	4.10	8,507.50
1/23/26	T G	Call w/ K. Gwynne (Reed Smith) re: DIP questions (.9); review/analyze DIP provisions re: same (.7); call w/ Paul Weiss re: CMBS default notices/strategy (.5).	2.10	5,565.00
1/23/26	J T	Correspondence with PJT team re: DIP funding schedule.	0.70	1,365.00
1/23/26	R L S	Conduct research re: DIP objections.	0.40	194.00
1/23/26	S D	Correspond with W. Eguchi re: lender consent rights.	0.10	165.00
1/23/26	R S	Correspondence with A. Bordi (Sidley) re: adequate protection (.1) and correspondence w/ client re: same (.1).	0.20	559.00
1/23/26	A S	Conference with Bradley team, Paul Weiss, BRG re: SO5 Digital cash collateral issues (1.3); analyze concession, consignment issues re: DIP (1.7); correspond with R. Spigel re: same (.4); conferences (2x) (1.3) and correspondence (.9) with lenders, vendors, client re: same.	5.60	11,620.00
1/23/26	CD	Review/analyze draft discovery responses to DIP objectors re: DIP discovery.	0.60	1,365.00

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1/23/26	C L C	Attend telephone conference w/ Paul Weiss re: default notices.	0.40	830.00
1/23/26	D B	Attend meeting with Willkie team re: responses to party in interest reservation of rights in DIP objection.	0.50	1,137.50
1/24/26	M L	Draft DIP reply (4.4); call with B. Feldman re: same (.5).	4.90	6,615.00
1/24/26	BLF	Call with M. Loison re: DIP reply outline.	0.50	925.00
1/24/26	A S	Conference with Willkie team, lender groups re: interim DIP order (1.0); review/ analyze open issues re: same (.5); correspond with R. Spigel re: same (.7); analyze vendor protocol agreements (1.2).	3.40	7,055.00
1/25/26	J J H	Call w/ client, DIP lender advisors, and Willkie team re: revisions to Final DIP Order re: concession/consignment.	1.20	3,000.00
1/25/26	DMS	Prepare for (.1) and attend (1.2) conference with Willkie team, BRG team, and lenders' advisors regarding concession and consignment treatment.	1.30	2,957.50
1/25/26	DMS	Correspondence w/ Willkie team regarding vendor protocol.	0.20	455.00
1/25/26	DMS	Review/analyze proposed DIP order re: language addressing concession/consignment goods.	0.80	1,820.00
1/25/26	DMS	Review/analyze interested party materials re: DIP.	0.40	910.00
1/25/26	E W	Review/analyze credit agreement re: notice requirement provisions.	0.30	405.00
1/25/26	DMS	Prepare final DIP hearing argument.	0.70	1,592.50
1/25/26	C C	Review/analyze ABL DIP credit agreement re: new employee incentive plan.	0.50	787.50

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1/25/26	M L	Draft DIP reply.	3.80	5,130.00
1/25/26	T G	Correspondence w/ Willkie team re: financing disclosure questions (.3); correspondence w/ Willkie team re: consignment/concession resolutions for DIP order (.3); call/correspondence w/ P. Labov re: Citi replacement (.4).	1.00	2,650.00
1/25/26	CJT	Prepare for (.3) and attend (1.0) conference with DIP lender counsel and Willkie team re: concession and consignment issues.	1.30	2,275.00
1/25/26	BLF	Attend conference with Willkie, Paul Weiss, Morgan Lewis, and Otterbourg teams re: concession/consignment treatment under DIP.	1.00	1,850.00
1/25/26	Z S	Review/revise DIP Order.	2.60	3,510.00
1/25/26	L S	Corr. with Willkie team re: credit agreement reporting covenants.	0.10	147.50
1/25/26	R S	Prepare for call with lenders re: DIP order (1.5); call with D. Sinclair re: same (.8); call with M. Salvucci (Paul Weiss) re: same (.2); call w/ A. Geshwind (BRG) re: same (.2); correspondence w/ B. Richardson (client), A. Woodworth (client), M. Weinsten (client), A. Geshwind (BRG), D. Spears (BRG) re: same (.4).	3.10	8,664.50
1/25/26	JAC	Corr. with Willkie team re: DIP issues (.2); review/revise proposal deck re same (.7).	0.90	2,047.50
1/25/26	A S	Draft vendor protocol agreements (3.2); call with lender groups re: interim DIP order (.7).	3.90	8,092.50
1/25/26	P L	Corr. with Wilmington Trust and Delaware Trust teams re: successor trusteeships.	1.10	2,915.00

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1/25/26	P L	Corr. with T. Goren re: certain successor trustees and note issuances.	0.20	530.00
1/25/26	P L	Corr. with K. Gwynne re: successor trustee for certain note issuances.	1.30	3,445.00
1/25/26	MAF	Attend telephone conference with Willkie and PJT teams re DIP issues (.5); attend telephone conference with various stakeholders re: diligence (.5).	1.00	2,795.00
1/25/26	Z S	Telephone conference w/ R. Spigel, A. Smith, B. Feldman, PJT, BRG, FTI, MLB, Otterbourg and Paul Weiss re: DIP Order consignment and concessionaire language.	1.30	1,755.00
1/26/26	B F	Review/revise DIP financing compliance memo (.2); review/analyze fee structure in term loan DIP facilities (.3); review/analyze DIP facility covenant compliance (.2).	0.70	1,365.00
1/26/26	CAD	Correspondence w/ Willkie team, DIP lenders' counsel regarding consignment language for final DIP order.	0.20	390.00
1/26/26	E W	Review/analyze DIP credit agreement re: notice requirements (.6); review/analyze credit agreement for restricted payments to non-debtor parties (.6); review/revise credit agreement reporting compliance guide (.8).	2.00	2,700.00
1/26/26	M L	Draft DIP reply (4.0); corr. with B. Feldman re: same (.2); corr. with Haynes & Boone team re: same (.1); corr. with H. Tice re: same (.3); corr. with D. Adler re: indenture research (.2); conduct research re: same (.9).	5.70	7,695.00

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1/26/26	T G	Correspondence w/ Reed Smith re: adequate protection/potential resignation (.4); call w/ P. Labov re: same (.3); call w/ J. Ablan re: Q3 financials (.2); call w/ Reed Smith team re: 2nd out/3rd out indentures/resignation (.8); follow-up call w/ W. Eguchi, P. Labov and J. Ablan re: same (.6); correspondence w/ Willkie team re: same (.3); review/analyze PAA/Indenture re: issues w/ same (.8); correspondence w/ Hawkins and Willkie teams re: consignment DIP order language (.3).	3.70	9,805.00
1/26/26	BLF	Review/analyze DIP reply outline (.3); correspondence with D. Morris re: DIP discovery issues (.3); call with Willkie team re: relationship with interested party (.8).	1.40	2,590.00
1/26/26	K W	Review/analyze filed UCC-1s from Paul Weiss team.	1.20	1,110.00
1/26/26	L S	Review/analyze filed UCC-1s.	0.10	147.50
1/26/26	L S	Review/analyze SPV credit agreement re: employee signing bonuses.	0.80	1,180.00
1/26/26	R S	Review/revise final DIP order language re: concession and consignment (.5); correspondence w/ B. Richardson (Saks), A. Woodworth (Saks), A. Geshwind (BRG), M. Weinsten (BRG) re: same (.5).	1.00	2,795.00
1/26/26	J A	Telephone conference with A. Woodworth (client) re: indenture provisions (.5); telephone conference with D. Burke regarding history of exchange offer (.5); telephone conferences (2x) with Reed Smith team regarding indentures (1.0); correspondence with Willkie team following discussions with Reed Smith (.8).	2.80	6,370.00

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1/26/26	V W	Corr. with Willkie team re: registered agent.	0.30	405.00
1/26/26	N S	Correspondence with C. Schnabel re: word execution versions, filed UCC-1s	0.30	277.50
1/26/26	DMS	Call with flagship CMBS counsel (K&L Gates), D. Drewes, R. Spigel re: interested party (.1); call regarding interested party with Willkie, Saks, PJT teams (.3); call with I. Putnam (Saks), G. Astrachan, Lazard team, bondholders regarding interested party (.7).	1.10	2,502.50
1/26/26	J T	Prepare DIP financing compliance guide (2.5); correspondence with Willkie team re: lender holds (.5); review/analyze covenant basket capacity for inventory returns and restricted payments (.3).	3.30	6,435.00
1/26/26	A S	Correspond w/ Willkie team re: interim DIP order (1.0); revise vendor protocol agreements (2.1); correspond with R. Spigel re: same (.3); conference with R. Spigel re: same (.3); correspond with BRG re: vendor payments (.3); conference with Paul Weiss, Willkie teams re: vendor protocol agreements (.4).	4.40	9,130.00
1/26/26	G I	Teleconference with Y. Maman, S. Moyal and Z. Syedain re: DIP structure (.3); teleconference with Y. Maman and S. Moyal re: same (.7); review/analyze DIP Motion and commitment fees (1.5).	2.50	6,250.00
1/26/26	MAF	Prepare for (.3) and attend call with lender (.2) re: vendor protocol.	0.50	1,397.50
1/26/26	CAD	Correspondence w/ Willkie team, DIP lenders' counsel regarding critical vendor protocol.	0.20	390.00
1/26/26	P L	Corr. with Willkie team regarding 2nd and 3rd out loan positions.	0.60	1,590.00

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1/26/26	P L	Conference with Willkie team and K. Gwynne and team (Reed Smith) regarding Citibank bond issues.	0.40	1,060.00
1/26/26	P L	Corr. with K. Gwynne re: various indentures.	0.40	1,060.00
1/26/26	P L	Corr. with S. Cimalore re: 2nd out and 3rd out loan positions.	0.70	1,855.00
1/26/26	C C	Draft DIP compliance guide (1.5); draft DIP reporting guide (.5); review/analyze credit agreements re: vendor returns (.5).	2.50	3,937.50
1/26/26	Z S	Revise final DIP order (.6); correspondence w/ C. Thain re: final DIP order (.2).	0.80	1,080.00
1/26/26	Z S	Attend meeting w/ G. Inbar, Y. Mana and S. Moyal re: DIP structure (.3).	0.30	405.00
1/26/26	C L C	Call w/ Willkie team re: DIP matters.	0.90	1,867.50
1/27/26	CAD	Correspondence w/ Willkie team, DIP lenders' counsel regarding proposed consignment and concession language for final DIP order.	0.40	780.00

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1/27/26	CD	Participate in teleconference with N. Ward, T. Ryan, B. Hewitson, and D. Burke re: arguments for DIP hearing/ prep with M. Weinsten (BRG) (.5); participate in teleconference with N. Ward, T. Ryan, B. Hewitson, and BRG team re: status of critical vendor process in preparation for hearing prep with M. Weinsten (BRG) (.5); participate in teleconference with N. Ward, T. Ryan, B. Hewitson, and M. Brandt re: corporate authority questions in preparation for M. Weinsten (BRG) hearing testimony (.5); participate in teleconference with R. Spigel, N. Ward, T. Ryan, and B. Hewitson re: issues in connection with prep for M. Weinsten (BRG) DIP testimony (1.6); prepare outline for prep with M. Weinsten (BRG) re: DIP testimony (1.1); review/analyze research re: arguments for DIP reply (.4).	4.60	10,465.00
1/27/26	E W	Prepare closing set for Opco DIP loan documents.	0.40	540.00
1/27/26	BLF	Review/analyze DIP reply outline.	0.90	1,665.00
1/27/26	M L	Review/revise governance documents (1.2); draft reply to DIP motion (3.9).	1.20	1,620.00
1/27/26	Q Z	Correspondence with Willkie and Reed Smith teams re: release of NM San Francisco Fee LLC as a guarantor.	0.30	442.50
1/27/26	K W	Coordinate FTP link with executed versions of DIP loan documents to be sent to client (.6), correspond with L. Schnedler re: same (.2).	0.80	740.00
1/27/26	K W	Review/execute signature pages for Vendor Process Agreement.	1.20	1,110.00

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1/27/26	L S	Review/analyze draft critical vendor process agreement (.3); review/analyze authorized signatories for SGUS and Saks Global entities (.2); correspondence w/ Willkie team re: final critical vendor process agreement (.3); correspondence with Willkie team regarding compiling client final closing sets from ABL, OpCo and SPV credit facilities (.4).	1.20	1,770.00
1/27/26	R S	Call with B. Feldman re: DIP response (.1); review/analyze ABL DIP order provisions re: concession and consignment (.4); corr. with M. Weinsten (BRG) , B. Richardson (client), A. Woodworth (client), A. Geshwind (BRG) re: same (.5); review/revise same (.6).	1.60	4,472.00
1/27/26	V W	Correspondence with Willkie team re: request for executed DIP documents.	0.10	135.00
1/27/26	J A	Telephonic conference with Willkie team regarding successor trustee matters.	0.50	1,137.50
1/27/26	R L S	Conduct research re: DIP.	1.20	582.00
1/27/26	D B	Attend meetings (2x) with Willkie team re: preparation for Weinsten DIP-related deposition.	1.00	2,275.00
1/27/26	DMS	Discuss interested party strategy with R. Spigel (.2); call re: same with S. Vogel, PJT, Willkie teams (1.0).	1.20	2,730.00
1/27/26	DMS	Analyze litigation strategy re: DIP.	2.40	5,460.00
1/27/26	J T	Review/revise draft of Escrow Agreement re: DIP.	3.10	6,045.00

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1/27/26	A S	Correspond with client re: vendor protocol agreements (.2); correspond with Paul Weiss re: same (.4); call with R. Spigel re: interim DIP order, concession issues (.5); conference with Bradley team, BRG, Accordion re: SO5 Digital cash collateral order (.6); review/revise same (.7); corr. with T. Marciano (Saks), J. Jones (Saks) re: trade agreements, specific vendor issues (1.2).	3.60	7,470.00
1/27/26	WTE	Correspondence w/ Willkie team re: DIP credit agreement covenant (.2); correspondence w/ Willkie, Saks teams re: consignment / concession claims (.2); correspondence w/ Willkie team re: adequate protection for prepetition secured party (.1); correspondence w/ Saks, PJT, BRG and Willkie teams re: DIP financing and chapter 11 workstreams (.5); telephone conference w/ J. Ablan re: DIP financing priorities (.1); correspondence w/ Willkie team re: DIP escrow (.1); telephone conference w/ D. Adler re: DIP roll-up allocations (.1); office conference w/ C. Chung re: DIP workstreams (.2); telephone conference w/ Saks, BRG, PJT, Willkie teams re: DIP and chapter 11 workstreams (.5); correspondence w/ Epiq, Willkie teams re: DIP syndication (.2); correspondence w/ Paul Weiss, Willkie teams re: DIP milestones (.1); telephone conferences w/ A. Geshwind (BRG) re: monthly reporting, borrowing base report (.2); review/analyze DIP credit agreements re: same (.2); correspondence w/ BRG, Saks, Willkie teams re: reporting timelines (.1); office conference w/ J. Tjang re: DIP financing next steps (.5).	3.30	8,745.00
1/27/26	C L C	Revise analysis of fee accrual for professionals re: DIP.	0.30	622.50

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1/27/26	P L	Conference with Willis Towers and Computershare regarding successor trusteeship.	1.40	3,710.00
1/27/26	P L	Conference with T. Goren regarding Citibank successors and 2nd, 3rd, and 4th out loan positions.	0.80	2,120.00
1/27/26	T G	Attend teleconference w/ Wilmington Trust (.3) and Delaware Trust (.2) re: trustee replacement role; calls (2x) (.3) and correspondence (2x) (.3) w/ P. Labov re: same; calls (2x) w/ K. Gwynne (Reed Smith) re: same (.4); correspondence w/ Willkie team re: questions re: same (.4); call w/ D. Keeton (Paul Weiss) re: trustee replacement/adequate protection (.3); correspondence w/ creditor re: concession language (.2).	2.40	6,360.00
1/28/26	M L	Corr. with E. Eastwood re: governance issues re: DIP.	0.20	270.00
1/28/26	M L	Draft reply to DIP objections.	8.90	12,015.00
1/28/26	K W	Coordinate KYC requirements for replacement trustees.	0.50	737.50
1/28/26	M L	Corr. with C. Cosby re: DIP credit agreement reporting.	0.30	405.00
1/28/26	C C	Review/analyze DIP order and ABL DIP Credit Agreement re: delivery of professional fees.	0.50	787.50
1/28/26	CJT	Review/revise final DIP order (2.0); corr. with Z. Syedain re: same (.3).	2.30	4,025.00
1/28/26	Z S	Review/analyze DIP Order.	0.30	405.00
1/28/26	L S	Correspondence with Paul Weiss team re: Concession/Consignment Protocol (.1); correspondence with Saks team re: closing sets for ABL, OpCo and SPV credit facilities (.1).	0.20	295.00

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1/28/26	R S	Review/revise DIP order (.4); further revise same (.5); corr. with B. Richardson (Saks), M. Weinsten (BRG), A. Woodworth (Saks), A. Geshwind (BRG) and Willkie team re: same (.4); further revise DIP order (.3); call (.2) and correspondence (.1) with A. Geshwind (BRG) re: same; follow up correspondence w/ Willkie team re: same (.3); review/analyze DIP order issues (.6).	2.80	7,826.00
1/28/26	D A	Review/analyze Trustee replacement documentation (.6); correspondence w/ Willkie team regarding same (.4); corr. with Epiq re: DIP syndication (1.0); call with Anchorage re: NDA (.6); various correspondence (3x) w/ Willkie team regarding same (.6).	3.20	6,640.00
1/28/26	J A	Teleconference with U.S. Bank re: roll up mechanics (.5); teleconference with Paul Weiss re: roll up mechanics (.5); corr. with Willkie team re: roll up mechanics (.4).	0.70	1,592.50
1/28/26	DMS	Call with I. Putnam (Saks), Willkie team, PJT team re: objector DIP negotiations (.5); call with I. Putnam (Saks), bondholders, client and lender advisors regarding interested party (.4); follow up call with I. Putnam (Saks) re: same (.1); review/revise DIP task list (.2); prepare DIP reply argument (1.8).	3.00	6,825.00
1/28/26	J T	Review/analyze covenant carveouts to amend material debt agreements (.5); review/revise Seward & Kissel's draft of escrow agreement (3.7); conference with Willkie team, Saks tax team, and Deloitte re: OID calculations (.6).	4.80	9,360.00

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1/28/26	A S	Revise vendor protocol agreements in DIP Order (1.1); correspond with client re: same (.3); corr. with Willkie, BRG teams re: interim DIP order (1.3); conference with lender counsels re: same (1.6); analyze same and research (.8).	5.10	10,582.50
1/28/26	WTE	Correspondence w C DiPompeo, J Ablan re: lender roll-up (.2); telephone conference w D Adler re: same (.2); correspondence w/ Epiq, Willkie team re: DIP syndication (.1); correspondence w/ J Tjang re: DIP escrow agreement (.1).	0.60	1,590.00
1/28/26	T G	Review/analyze updated concession/consignment language for DIP order (.4); call w/ lender counsel re: same (.6); call w/ Reed Smith team re: DIP/trustee replacement update (.5); correspondence w/ T. Pitta (Emmett Marvin) re: Computershare appointment (.3); review/revise draft tripartite agreement (.6) and correspondence w/ Willkie team re: same (.4); correspondence w/ S. Tarr (Blank Rome) and A. Smith re: DIP order (.2).	3.00	7,950.00
1/28/26	Z S	Telephone conference w/ R. Spigel, A. Smith, C. Chung, BRG and client re: consignment and concessionaire protocols (.6); telephone conference w/ R. Spigel, T. Goren, C. Chung, Paul Weiss, M3, BRG and M3 re: DIP consignment and concession language (.6); prepare for (.1) and attend (.8) telephone conference with Willkie team re: ongoing workstreams and case status.	2.10	2,835.00

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1/28/26	CD	Participate in teleconference with M. Weinsten (BRG), N. Ward, T. Ryan, and B. Hewitson re: preparation for M. Weinsten testimony at DIP hearing (2.0); prepare outline for same (1.2); participate in teleconference with N. Ward, T. Ryan, and B. Hewitson regarding same (.4).	3.60	8,190.00
1/28/26	C L C	Participate in telephone conference w/ Willkie and Paul Weiss teams re: concession/consignment terms.	0.50	1,037.50
1/28/26	C L C	Participate in telephone conference with Willkie team re: concession and consignment issues.	0.30	622.50
1/28/26	C L C	Attend meeting w/ Willkie team re: concession/consignment language in DIP order.	0.30	622.50
1/28/26	C L C	Attend telephone conference w/ BRG, client and Willkie re: concession/consignment terms.	0.60	1,245.00
1/28/26	C L C	Participate in telephone conference w/ Reed Smith and J. Ablan, T. Goren re DIP issues.	0.70	1,452.50
1/28/26	G I	Telephone conference with Deloitte Tax and Saks teams re: DIP tax analysis (.5); teleconference with Y. Maman and S. Moyal re: same (.1).	0.60	1,500.00
1/29/26	Q Z	Participate in conference with Willkie, Paul Weiss and Fidelity teams re: correction of Fidelity's DWACs.	0.40	590.00
1/29/26	M L	Corr. with C. Cosby re: DIP reporting.	0.20	270.00
1/29/26	DMS	Call with R. Spigel re interested party.	0.40	910.00
1/29/26	DMS	Call with A. Bordi (Sidley), R. Spigel re: DIP objection and related items.	0.60	1,365.00
1/29/26	DMS	Review/analyze DIP objections.	1.30	2,957.50

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1/29/26	CAD	Correspondence w/ Z. Syedain regarding revised draft of final DIP order (.2); review/analyze same (.2).	0.40	780.00
1/29/26	K W	Complete KYC requirements for lender.	0.30	442.50
1/29/26	K W	Draft signature page for DIP fee schedule (.4); revise certificate of authorized signers and invoice contact information (.6).	1.00	925.00
1/29/26	K W	Review/analyze filed UCC-1s from Paul Weiss team.	0.10	92.50
1/29/26	K W	Draft signature page for tripartite agreement re: DIP.	0.70	647.50
1/29/26	C C	Call with Morgan Lewis re: consignment and concession comments to interim DIP order.	0.80	1,260.00
1/29/26	C C	Draft DIP compliance guide.	1.00	1,575.00
1/29/26	CJT	Review/revise final DIP order (1.9); corr. with Z. Syedain re: same (.3); call with Z. Syedain re: same (.2); corr. with Willkie team re: same (.3); corr. with K. Neiman (KSNPC) re: comments to DIP order (.1).	2.80	4,900.00
1/29/26	Z S	Review and revise DIP Order (2.3); correspondence w/ C. Thain and J. Ablan re: same (.3).	2.60	3,510.00
1/29/26	L S	Analyze Certificate of Authorized Signers re: DIP (.1); analyze Computershare schedule of fees (.1); review/revise comments to draft Post-Filing Task List (.6).	0.80	1,180.00

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1/29/26	R S	Call with A. Bordi (Sidley) and D. Sinclair re: DIP order (.2); calls (2x) with D. Sinclair re: same (.5); follow up discussion w/ D. Sinclair re: same (.1); call with C. Chung re: DIP order (.1); correspondence w/ C. Hopkins (Paul Weiss) and team, D. Fiorillo (Otterbourg), M. Furlong (Morgan Lewis) and team re: reporting (.2); follow up correspondence w/ Willkie team re: same (.5).	1.60	4,472.00
1/29/26	N K	Revise DIP escrow agreement.	1.10	1,017.50
1/29/26	T G	Review/analyze updated DIP Order (.7); call w/ Kiton re: same/critical vendor questions (.5); review/ revise updated drafts of tripartite agreement w/ Computershare (.6) and correspondence w/ T. Pitta (Emmet Marvin) (.4), client (.2) and Willkie team (.3) re: same.	2.70	7,155.00
1/29/26	D A	Call (.7) and related correspondence (.8) with Willkie team re: Fidelity DWAC issue; finalize Tripartite for 4th out loan participants and related questions (1.5); review/analyze tripartite agreement for 2nd out/3rd out loan participants (.5); correspondence w/ Willkie team re: DIP issues (.7).	4.20	8,715.00
1/29/26	J A	Teleconference with U.S. Bank re: roll up mechanics (.5); teleconference with Paul Weiss re: same (.5); corr. w/ Willkie team re: same (.4).	1.40	3,185.00
1/29/26	J T	Corr. with Term Loan lenders re: ABL updates (1.1); revise Seward's draft of Escrow Agreement (.9).	2.00	3,900.00
1/29/26	A S	Revise concession, consignment protocol documents (2.2); corr. w/ Willkie team re: interim DIP order (1.0); conference with R. Spigel re: same (.2); analyze same (.4).	3.60	7,470.00

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1/29/26	WTE	Attend conference w/ backstop party, Paul Weiss and Willkie teams re: SGUS Notes Roll-Up (.5); correspondence w/ Willkie team re: DIP roll up (.6); correspondence w/ Willkie team re: final DIP order (.1); correspondence w/ Willkie team re: DIP roll-up issues (.3).	1.50	3,975.00
1/29/26	G I	Revise DIP Escrow Agreement (.2); telephone conference with S. Moyal re: same (.1).	0.30	750.00
1/29/26	J Z	Correspondence with Willie team re: settlement of roll-up and delivery of 2nd out notes.	0.20	84.00
1/29/26	P L	Conference with T. Goren and Willkie team regarding Indenture Trustee interest.	0.80	2,120.00
1/29/26	P L	Conference with various Indenture Trustees regarding tripartite agreement re: DIP (.7); review/analyze same (.9).	1.60	4,240.00
1/29/26	W C	Review/analyze as-filed DIP responses.	1.20	504.00
1/29/26	N K	Review/analyze changes to DIP ABL (.2); corr. with Paul Weiss re: same (.2).	0.40	370.00
1/30/26	K W	Draft signature page for tripartite agreement (second out/third out trustee replacement).	0.30	277.50
1/30/26	CAD	Correspondence w/ Willkie team, lenders' counsel regarding consignment language for final DIP order.	0.40	780.00
1/30/26	C C	Analyze/review ABL credit agreement re: milestone requirements	0.30	472.50
1/30/26	M L	Research case law re: DIP reply (1.1); corr. with B. Feldman re: same (.2); corr. with C. Cosby re: reporting under DIP credit agreements (.1).	1.40	1,890.00
1/30/26	C C	Review/analyze ABL credit agreement re: reclamation demands for inventory	0.30	472.50

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1/30/26	CJT	Corr. with Willkie team re: DIP order (.2); call with Z. Syedain re: DIP order (.2).	0.40	700.00
1/30/26	Q Z	Draft incumbency certificate for Mark Weinsten as an authorized officer of SGUS LLC (.5); complete KYC request for CSC Delaware Trust Company (.4).	0.90	1,327.50
1/30/26	Z S	Review/analyze DIP Order (.6) and revise chart exhibit (.5); correspondence w/ J. Ablan, T. Goren, C. Thain re: same (.6).	1.70	2,295.00
1/30/26	L S	Correspondence with Willkie team re: draft Tripartite to replace Citi as 2nd out/3rd out Trustee.	0.10	147.50
1/30/26	K W	Draft notice of early tender results for solicitations.	0.50	737.50
1/30/26	T G	Correspondence w/ Willkie team re: final DIP order (.3); review/analyze letter re: roll-up amounts (.2) and correspondence w/ Willkie team re: same (.2).	0.70	1,855.00
1/30/26	D A	Review/analyze early tender results (.7); correspondence w/ Willkie team re: same (.3); review/analyze announcement of results (.5); review/analyze securities law analysis re: same (.5).	2.00	4,150.00
1/30/26	D A	Finalize documentation for Trustee replacements on 2nd out and 3rd out notes (.8); correspondence w/ Willkie team re: same.	1.20	2,490.00
1/30/26	J A	Corr. w/ Willkie team re: early tender date results.	0.50	1,137.50
1/30/26	A S	Conference with R. Spigel, Pryor Cashman re: DIP matters.	0.50	1,037.50

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1/30/26	WTE	Correspondence w Willkie, Otterbourg, Paul Weiss teams re: final DIP order (.1); correspondence w Epiq, Willkie team re: DIP syndication. (.1); correspondence w N. Kattan re: DIP escrow agreement draft (.1).	0.30	795.00
1/30/26	C L C	Analyze RSA framework and delivery obligations to ABL	0.50	1,037.50
1/30/26	N K	Review/revise Debtor-in-Possession Escrow Agreement (.6); correspondence with Willkie team re: Debtor-in-Possession Escrow Agreement (.3).	0.90	832.50
1/30/26	P L	Conference with former 4th out Trustee regarding case update.	0.10	265.00
1/30/26	P L	Conference with Indenture Trustee regarding tripartite agreement for 2nd out/3rd out issuance.	0.30	795.00
1/31/26	BLF	Review/revise DIP reply outline.	1.80	3,330.00
1/31/26	M L	Research case law re: DIP reply (3.8); corr. with B. Feldman re: same (.2); corr. with D. Sinclair re: same (.2).	4.20	5,670.00
1/31/26	R S	Call with C. DiPompeo re: DIP objections, strategy (.3); corr. with M. Stancil, C. DiPompeo, D. Sinclair re: DIP objections (.3).	0.60	1,677.00
1/31/26	DMS	Revise/analyze DIP objection strategy/argument.	4.10	9,327.50
1/31/26	DMS	Review/analyze Party in Interest DIP objection (.4) and other Party in Interest DIP objection (.3).	0.70	1,592.50
		Subtotal - Cash Collateral/DIP Financing	872.10	1,627,742.00

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Schedules/Statements/Monthly Reports

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/14/26	Z C	Review/analyze as-filed first day motions (2.1); corr. with Haynes Boone team re: same (.4).	2.50	\$ 2,875.00
1/19/26	DMS	Review/analyze initial debtor interview and UST reporting.	0.20	455.00
1/20/26	J G	Attend meeting with BRG and client re: SOFAs/Schedules.	0.50	787.50
1/20/26	A S	Call with client re: initial debtor interview preparations, MORs, SOFAs/schedules.	0.70	1,452.50
1/21/26	J G	Attend meeting re: SOFAs/Schedules with Stretto, client, and BRG.	1.30	2,047.50
1/21/26	DMS	Corr. with Willkie team re: initial debtor interview.	0.10	227.50
1/21/26	A S	Call with J. Graber, client, BRG re: MOR, SOFAs/schedules preparations (.7); call with same re: initial debtor interview diligence (.4).	1.10	2,282.50
1/21/26	WTE	Telephone conferences (2x) with J. Ablan, D. Adler, M. Stancil re: trustee appointment (.4); correspondence with Willkie team re: Trustee appointment (.2).	0.60	1,590.00

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1/21/26	R S	Review/revise interchange settlement (3.7); corr. with C. Thain re: same (.3); correspondence with Vorys re: same (.1); call with J. Dorchak (Morgan Lewis), J. Adams (Hudson Bay), C. Hornig, J. Martin re: settlement (.4); follow up discussion with C. Thain and Z. Charlton re: same (.1); call with C. Chung re: same (.1); call with C. Hornig, C. Thain, Z. Charlton re: same (.5); call with W. Eguchi re: claim protocols (.2); call with S. Johnson, J. Higgins (Porter Hedges), C. Thain re: vendor settlement (.2); follow up call with C. Thain re: same (.1).	5.70	15,931.50
1/23/26	M L	Prepare for (.3) and attend (.3) call w/ client, Willkie team re: monthly operating reports.	0.60	810.00
1/23/26	M L	Prepare initial debtor interview materials.	2.60	3,510.00
1/24/26	A S	Review/revise summary of MOR meeting w/ client (.3); follow up correspondence with J. Graber re: same (.3).	0.60	1,245.00
1/26/26	A S	Participate in initial debtor interview prep call w/ client.	0.80	1,660.00
1/27/26	A S	Attend call with client re: initial debtor interview preparations (.5); review/analyze compiled diligence package for same (.9).	1.40	2,905.00
1/27/26	J G	Prepare for (.2) and attend initial debtor interview prep with T. Obersteiner (.8); corr. with M. Loison re: same (.2).	1.20	1,890.00
1/28/26	A S	Participate in initial debtor interview prep call w/ client (.4); conference with client, Haynes & Boone re: MORs (.4).	0.80	1,660.00
1/28/26	M L	Prepare documents in connection with initial debtor interview preparation call.	0.70	945.00

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1/28/26	J G	Prepare for (.2) and attend initial debtor interview prep session (.3).	0.50	787.50
1/30/26	DMS	Correspondence with Willkie team re: SOFAs and Schedules.	0.10	227.50
1/30/26	M L	Conduct research re: SOFAs/SOALs.	0.90	1,215.00
1/30/26	J G	Corr. with M. Loison re: SOFAs/Schedules inquiries.	0.50	787.50
1/30/26	J Z	Review/analyze research re SOFAs/Schedules (1.0); correspondence with J. Graber re: same (.1); correspondence with S. Rohan re: same (.1).	1.20	504.00
		Subtotal - Schedules/Statements/Monthly Reports	24.60	45,795.50

Leases/Executory Contract Issues

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>		<u>Amount</u>
1/15/26	R L S	Corr. w/ M. Sable re: L&T Master Lease.	0.30	\$	145.50
1/16/26	JAC	Correspondence (.2) and telephone calls (2x) (.3) with client regarding unexecuted leases and lease notices.	0.50		1,137.50
1/17/26	DMS	Review/analyze research re: intellectual property licenses (.1) and corr. with B. Feldman, R. Spigel re: same (.1).	0.20		455.00
1/17/26	J G	Draft assumption motion re: lease (2.3); review/analyze lease re: same (.4); corr. with Willkie team re: same (.2).	2.90		4,567.50
1/17/26	R S	Corr. with A. Woodworth (Saks) re: India lease (.2); correspondence w/ Willkie team re: same (.3).	0.50		1,397.50

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1/17/26	A S	Correspond with R. Spigel re: India lease (.2); review/analyze same (.5); call with R. Spigel re: same (.2); correspond with J. Graber re: motion for same (.3).	1.20	2,490.00
1/18/26	R S	Call with C. Chung re: lease assumption (.3); correspondence w/ A. Smith, B. Feldman, D. Sinclair re: lease assumption motions to be filed (.2).	0.50	1,397.50
1/18/26	A S	Meeting w/ Willkie team re: India lease matters.	0.70	1,452.50
1/18/26	DMS	Review/analyze research re: IP licenses (.1); corr. with E. Chang, R. Spigel re: same (.1).	0.20	455.00
1/19/26	Z C	Review/analyze participation agreement (.6); corr. with A. Smith re: same (.2).	0.80	920.00
1/19/26	A S	Correspond with client re potential lease rejection.	0.20	415.00
1/19/26	DMS	Review/analyze landlord letter re: case inquiry.	0.10	227.50
1/20/26	DMS	Call w/ Willkie team regarding strategy with contract counterparty.	0.50	1,137.50
1/20/26	Z C	Review/analyze filed contract rejection list (.3); review/analyze contracts re: same (.8); corr. with J. Graber re: same (.2); corr. with client re: same (.1).	1.40	1,610.00
1/20/26	J G	Draft letter to landlord re: notice of default (.7); corr. with A. Smith re: same (.2).	0.90	1,417.50
1/20/26	JAC	Telephone call (.4) and correspondence (.3) with client regarding Simon leasing issues.	0.70	1,592.50
1/20/26	A S	Conference with A. Woodworth (Saks) re: lease rejections (.4); multiple conferences (.9) and correspondence (1.4) with M. Novack (Saks) re: real estate matters	2.70	5,602.50

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1/20/26	C L C	Corr. re: contract rejection related issues with Willkie team.	0.60	1,245.00
1/21/26	M S	Review/analyze executory contract.	0.80	740.00
1/21/26	DCD	Call w/ M. Novack, J. Coffey (Saks) re: various lease-related issues.	0.60	1,590.00
1/21/26	L I	Review/analyze Party in Interest agreements to determine potential impact on SO5 online sales (1.5); draft findings/conclusions re: same (.3).	1.80	1,665.00
1/21/26	CD	Revise letter to Wilkes Barre landlord regarding lease termination issues.	0.30	682.50
1/21/26	J B	Review/revise draft communications re: Party in Interest contract rejection (1.2); corr. w/ Willkie team and C Street re: same (.3).	1.50	2,475.00
1/21/26	R L S	Draft Store Closing Motion.	1.20	582.00
1/21/26	R S	Call with J. Gardner (K&L Gates), S. Ackerman (K&L Gates), A. Reasoner (Gibbs & Bruns) re: lease, CMBS.	0.20	559.00
1/21/26	JAC	Call with M. Novack regarding leasing issues (.6); correspondence w/ Willkie team regarding Simon master lease default remedies (.4).	1.00	2,275.00
1/21/26	A S	Revise India lease motion.	1.10	2,282.50
1/22/26	CD	Participate in meet and confer with A. Smith and J. Weber (Paul Weiss) re: Simon notices of default (.8); analyze correspondence from Simon in preparation for same (.6).	1.40	3,185.00
1/22/26	J B	Analyze issues re: Party in Interest contract rejection (1.0); corr. w/ C Street and Willkie team re: same (.4).	1.40	2,310.00
1/22/26	J G	Finalize correspondence re: vendor notice (.4); corr. with client and Willkie team re: same (.2); corr. with M. Sable re: same (.2).	0.80	1,260.00

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1/22/26	R S	Call with M. Weinsten (BRG) re: store closings (.2); correspondence with B. Feldman and Willkie team re: same (.2).	0.40	1,118.00
1/22/26	JAC	Conference call with M. Novack (Saks) and A. Smith regarding real estate issues (.6); call with M. Novack regarding same (.6).	1.20	2,730.00
1/22/26	A S	Conference with Paul Weiss re DC exit.	0.30	622.50
1/22/26	A S	Correspond with A. Woodworth (Saks) re: DC closure (.2); corr. w/ Willkie team re: same (.4); correspond with C. Chung re: DIP obligations re same (.2).	0.60	1,245.00
1/22/26	BLF	Telephone conference with A. Smith and client team re: lease and litigation questions.	1.00	1,850.00
1/23/26	BLF	Call with A. Smith and client team re: real estate matters.	0.20	370.00
1/23/26	Z C	Review/analyze services contract (.3); corr. with A. Smith. re: same (.1).	0.40	460.00
1/23/26	R S	Call with B. Feldman re: lease rejection, store closing (.4); correspondence w/ Willkie team re: same (.3); calls (2x) with I. Putnam, M. Ferranti, and A. Woodworth (Saks), A&G (M. Metlat and team) re: store closings and lease rejections (.5).	1.20	3,354.00
1/23/26	JAC	Conference calls (2x) with M. Novack and A. Smith regarding real estate issues (1.0); conference call regarding lease rents (.5).	1.50	3,412.50
1/23/26	A S	Participate in meeting with BRG, M. Novak re: rent coordination (.4); telephone conference with counsel to contract counterparty re: rejection issues (.5).	0.90	1,867.50
1/24/26	J J H	Call w/ client re: store closing preparations.	0.70	1,750.00

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1/25/26	Z S	Draft consignment and concessionaire agreements protocol (1.8); revise same (.2).	2.00	2,700.00
1/25/26	JAC	Revise master lease rejection letters (.5); correspondence w/ Willkie team regarding same (.2).	0.70	1,592.50
1/26/26	CAD	Telephone conference w/ A. Berkowitz (Garfunkel Wild) regarding White Plains Hospital as tenant/rejection motion (.2); correspondence w/ B. Feldman regarding same (.2).	0.40	780.00
1/26/26	BLF	Call with J. Graber, M. Loison, M. Sable, and L. Immer re: second rejection motion.	0.30	555.00
1/26/26	C A	Review/analyze vendor marketing agreement (.8); draft memorandum re: findings/conclusions (5.7).	6.50	6,012.50
1/26/26	L I	Review/analyze vendor marketing agreement (.8); draft memorandum re: findings/conclusions (.4).	1.20	1,110.00
1/26/26	J G	Corr. with Willkie team re: GOB sales and lease rejections (.3); review/analyze same (.3); review/revise lease rejection motion (1.3); corr. with Willkie team re: same (.4).	2.30	3,622.50
1/26/26	JAC	Review/revise sublease rejection letters (.3); draft payment direction letter (.3); correspondence w/ Willkie team regarding same (.4).	1.00	2,275.00
1/26/26	Z S	Attend meeting w/ A&G counsel re: RESA amendment (.2).	0.20	270.00
1/26/26	CD	Participate in telephone conference with A. Smith and M. Novack (Saks), I. Putnam (Saks), K. Schneider (Saks), and M. Ferranti (Saks) regarding real estate issues (.7).	0.70	1,592.50

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1/26/26	A S	Participate in meeting with M. Novak, J. Coffey re: real estate matters (1.1).	1.10	2,282.50
1/27/26	M S	Review/analyze client contract re: rejection order.	1.80	1,665.00
1/27/26	L M	Review/analyze Lease re: assumption/rejection (3.2); summarize same (2.3).	5.50	5,087.50
1/27/26	L M	Prepare lease diligence chart.	0.50	462.50
1/27/26	L M	Attend meeting with J. Coffey to discuss lease diligence review.	0.50	462.50
1/27/26	VJQ	Attend office conference with Willkie team re: real estate related workstreams and lease review (.5); analyze real estate related workstreams and contents of VDR (.7); analyze lease re: assumption/rejection (.7).	1.90	2,565.00
1/27/26	C A	Review/analyze leases re: assumption/rejection (5.0); summarize same (3.5).	8.50	7,862.50
1/27/26	C L	Participate in Willkie team meeting discussing lease diligence review.	0.40	540.00
1/27/26	J G	Review/revise lease rejection motion (1.5); various corr. with client (3x) re: same and related lease rejection letters (1.0); review/ revise exhibit re: lease rejection motion (.4); corr. with M. Sable re: same (.4).	3.30	5,197.50
1/27/26	B L	Correspond with F. Oswald (Togut) and Willkie team re company lease.	0.20	530.00
1/27/26	R L S	Analyze (1.1) and revise (.8) lease rejection motion.	1.90	921.50
1/27/26	JAC	Prepare for (.3) and attend (.6)meeting w/ Willkie team regarding Saks Off Fifth lease diligence (.6); call with M. Novack (Saks) regarding lease rejection letters (.2).	1.10	2,502.50

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1/27/26	A N	Attend meeting with Willkie team re: real estate lease review (.6); prepare summary diligence chart re: leases (1.5); review/analyze amendment to lease (.1).	2.20	2,970.00
1/28/26	VJQ	Analyze leases re: assumption/rejection (3.1); summarize same (1.5).	4.60	6,210.00
1/28/26	L M	Review/ analyze lease for transferability (2.1);summarize same (1.1).	3.20	2,960.00
1/28/26	L M	Review/analyze lease for transferability (3.2); summarize same (1.8).	5.00	4,625.00
1/28/26	C A	Review/analyze lease for transferability (5.7); summarize same (2.4).	8.10	7,492.50
1/28/26	J G	Review/ revise lease rejection motion and exhibit (1.8); corr. with Willkie team re: same (.4); corr. with client re: same (.6).	2.80	4,410.00
1/28/26	A N	Prepare summary diligence chart for transferability provisions in lease (3.6); review/analyze guaranties and correspondence related to lease (1.2).	4.80	6,480.00
1/28/26	A S	Attend meeting with M. Novak (Saks) re: real estate matters (.8); participate in workstream meeting with Willkie team (.8).	1.60	3,320.00
1/29/26	DCD	Corr. with Willkie team regarding lease rejection matters.	0.20	530.00
1/29/26	VJQ	Analyze leases re: assumption/rejection (3.2); summarize same (1.3).	4.50	6,075.00
1/29/26	L M	Review/analyze lease re: assumption/rejection (.3);summarize same (.2).	0.50	462.50
1/29/26	C A	Review/analyze lease re: assumption/rejection (1.2);summarize same (.4).	1.60	1,480.00

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1/29/26	C L	Review/ analyze lease re: assumption/rejection (.8); summarize same (.5).	1.30	1,755.00
1/29/26	J G	Review/revise lease rejection letters (.3); corr. with client (.3) and lenders (.2) re: same.	0.80	1,260.00
1/29/26	M F	Conference with B. Feldman re: lease considerations (.4); conference with A. Smith re: lease, automatic stay issues (.4); review/analyze case law re: same (.8).	1.40	2,205.00
1/29/26	A N	Revise diligence chart for leases (1.5); corr. with J. Coffey re: same (.2); prepare summary diligence chart of leases (1.8); review/analyze lease ancillary documents (estoppels, amendments and correspondence) (.5); update summary diligence chart re: same (.5); prepare summary diligence chart re: lease review (1.5).	6.00	8,100.00
1/29/26	A S	Revise India lease motion.	0.90	1,867.50
1/29/26	DMS	Attend telephone conference with Willkie, Paul Weiss and Hilco teams re: real estate questions.	0.70	1,592.50
1/30/26	DMS	Correspondence with Willkie team re lease rejections.	0.10	227.50
1/30/26	C A	Review/analyze lease re: assumption/rejection (.6); prepare summary of the same (1.5).	2.10	1,942.50
1/30/26	C L	Review/analyze lease re: assumption/rejection (.5); summarize same (1.1).	1.60	2,160.00
1/30/26	L M	Review/analyze lease re: assumption/rejection (1.5); prepare summary of the same (2.6).	4.10	3,792.50

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1/30/26	L M	Review/analyze lease re: assumption/rejection (2.0); prepare summary of the same (1.1).	3.10	2,867.50
1/30/26	L M	Review/analyze lease re: assumption/rejection (.3); prepare summary of the same (.5).	0.80	740.00
1/30/26	J G	Continuous corr. with vendors, Willkie, and BRG re: open lease issues and inquiries (3.4); review/analyze same (.9); review/ revise NDA re: interested party (.5); corr. with Willkie team (.5) and A. Woodworth (Saks) (.2) re: same.	5.50	8,662.50
1/30/26	J G	Review/revise lease rejection motion for filing (.5); corr. with client (.2) and Haynes & Boone re: same (.3).	1.00	1,575.00
1/30/26	M F	Draft procedures re: lease considerations (1.4); correspond with A. Smith re: lease, automatic stay issues (.7).	2.10	3,307.50
1/30/26	JAC	Call w/ Willkie team re: lease issues (.5); review/ revise Saks Off Fifth lease diligence charts (1.0); correspondence w/ Willkie team regarding same (.1).	1.60	3,640.00
1/30/26	A N	Prepare lease diligence chart for leases (3.7); review/analyze ancillary lease documents (1.4), update diligence chart re: same (1.2).	6.30	8,505.00
1/30/26	A S	Revise motion re: India lease.	2.10	4,357.50
1/30/26	J G	Review/analyze Simon objection re: GOB sale motion (.2); continuous corr. with Willkie team and creditors re: same (.5).	0.70	1,102.50
1/30/26	M S	Review/revise SO5 lease rejection motion.	0.60	555.00
1/31/26	C L	Review/analyze lease re: assumption/rejection (.7); summarize same (.4).	1.10	1,485.00

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1/31/26	C L	Review/analyze lease re: assumption/rejection (1.1); summarize same (.7).	1.80	2,430.00
1/31/26	C L	Review/analyze lease re: assumption/rejection.	0.60	810.00
1/31/26	C L	Review/ analyze lease re: assumption/rejection (.8); summarize same (.6).	1.40	1,890.00
1/31/26	C A	Review/ analyze leases re: assumption/rejection (7.0); prepare summary of the same (4.0).	11.00	10,175.00
1/31/26	VJQ	Review/analyze leases re: assumption/rejection.	3.30	4,455.00
1/31/26	L M	Review/ analyze lease re: assumption/rejection (1.0); summarize same (1.2).	2.20	2,035.00
1/31/26	L M	Review/ analyze lease re: assumption/rejection (1.4); summarize the same (1.5).	2.90	2,682.50
1/31/26	L M	Review/analyze lease re: assumption/rejection (1.5); summarize the same (2.0).	3.50	3,237.50
1/31/26	R S	Review/revise India lease motion (1.1); corr. with A. Smith re: same (.1).	1.20	3,354.00
1/31/26	JAC	Review/ revise Saks Off Fifth lease diligence charts (.5);correspondence w/ Willkie team regarding same (0.1).	0.60	1,365.00
1/31/26	A N	Revise lease diligence chart.	3.00	4,050.00
1/31/26	A S	Revise motion re: India lease.	4.30	8,922.50
		Subtotal - Leases/Executory Contract Issues	196.20	270,761.5 0

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Asset Sales

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/17/26	MAF	Call with PJT re: potential asset sale.	0.50	\$ 1,397.50
1/25/26	J J H	Review/revise store closing motion (2.0); review/revise store closing order (1.7); review/revise store closing procedures (2.3), review/revise consulting agreement (2.3); call w/ R. Spigel re: store closing motion (.4); call w/ Great American, BRG re: consulting agreement (.4); call w/ C Street, Willkie, client re: communications re: store closing (.2).	9.30	23,250.00
1/26/26	J J H	Review/analyze agreement w/r/t store closing (.5); call w/ Willkie team re: SO5 lease sales (.4); call w/ Willkie team re: SO5 going out of business store closing process (.5); call w/ client re: communications re: store closing (.2); call w/ B. Feldman re: consignment for store closing (.3).	1.90	4,750.00
1/27/26	J J H	Call with C Street re: SO5 store closing communications (.4); call w/ Willkie team re: SO5 store closing logistics (.4); call w/ Willkie team re: consignment agreement for store closing goods (.3).	1.10	2,750.00
1/27/26	M L	Corr. with E. Ross (PJT) re: NDAs re: lease issues (.2); corr. with Willkie team re: same (.1); corr. with Z. Charlton re: same (.5); review/analyze draft of same (.3).	1.10	1,485.00
1/27/26	DMS	Attend SO5 store closings workstream call w/ Willkie team.	0.50	1,137.50
1/28/26	L I	Research re bid procedures.	0.40	370.00
Subtotal - Asset Sales			14.80	35,140.00

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Creditor Issues/Inquiries

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/14/26	J B	Analyze issues re: creditor matrix (1.0); corr. w/ Willkie team re: same (.3).	1.30	\$ 2,145.00
1/14/26	A S	Correspond with creditors re comments to first day pleadings (3.8); conference with J. Graber re same (0.4).	4.20	8,715.00
1/15/26	BLF	Correspondence w/ vendor re: outreach/questions.	2.00	3,700.00
1/15/26	J G	Prepare for (.2) and attend (.3) call with Engie, A. Smith, and client re: utility services (.3); corr. with C. Hornig re: same (.2); corr. with T. Scott re: sureties outstanding (.2); attend call with Deloitte and client re: filing and strategic planning (.7); corr. with B. Feldman re: same (.1); review/analyze tax inquiries from client (.5); corr. with P. MacDonald re: same (.2); continuous corr. with client (.5), creditors/vendors (.7), and Willkie team re: chapter 11 filing (2.6).	6.20	9,765.00
1/15/26	R S	Call with D. Sinclair and J. Hardy re: UCC formation issues (.2); call with A. Smith re: creditor issues (.3); call with T. Marciano (Saks) re: vendor matter (.1); corr. with R. Butler re: same (.1); corr. w/ Willkie team re: creditor matters and DIP credit agreement (2.2); call with J. Simmer re: consignment issues (.4).	3.30	9,223.50
1/15/26	A S	Attend call with utility provider re post-petition payments.	0.30	622.50
1/15/26	A S	Participate in client meeting re post-filing vendor processes and communications.	1.00	2,075.00
1/16/26	BLF	Call w/ vendor re: outreach/questions.	1.50	2,775.00

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1/16/26	L I	Review/analyze incoming vendor inquiries (1.2) and analyze response to same (2.1); teleconference with A. Smith and BRG re: vendor communication plan (.6).	3.90	3,607.50
1/16/26	J G	Continuous corr. with BRG and Willkie re: vendor payments and communications (2.9); continuous corr. with Willkie team (2.0) and vendors (1.8) re: same; corr. with A. Oakes re: vendor inquiries (.5); corr. with C. Rodriguez re: tax audit analysis (.4); review and analyze same (.5).	8.10	12,757.50
1/16/26	R S	Call with C. Thain re: vendor settlement (.3); various correspondence w/ creditors re: case inquiries (.8).	1.10	3,074.50
1/16/26	A S	Call with Pryor Cashman re: vendor matters (.4); call with Debevoise re: vendor matters (.3); call with B. Feldman re: same (.2); review/analyze same (.4); correspondence w/ Willkie team re: same and next steps (.4); conference with R. Spigel, Willkie team re: vendor protocol matters (.7); conference with Paul Weiss team re: same (.6).	3.00	6,225.00
1/16/26	T G	Correspondence w/ Willkie team re: UCC materials/requests.	0.20	530.00
1/17/26	L I	Review/analyze vendor/creditor inquiries.	0.50	462.50
1/17/26	DMS	Corr. with Willkie team re: vendor inquiries.	0.20	455.00
1/17/26	J G	Review /analyze creditor and vendor inquiries (1.6); corr. with Willkie team re: same (.4).	2.00	3,150.00

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1/17/26	R S	Call with A. Woodworth (Saks), D. Sinclair re: vendor open matters (.9); follow up call with D. Sinclair re: same (.1); review/analyze research re: same (.1).	1.10	3,074.50
1/17/26	A S	Review/analyze concession matters.	0.30	622.50
1/18/26	L I	Review/analyze vendor/creditor inquiries.	2.20	2,035.00
1/18/26	J G	Continuous corr. with Willkie team (2.5) and BRG (1.5) re: creditor outreaches and open items re: same.	4.00	6,300.00
1/18/26	R S	Corr. with J. Graber re: letter of credit matter (.4); corr. with J. Graber re: liens (.1); corr. with M. Feldman re: ongoing workstreams (.2); corr. with J. Graber re: creditor inquiries (.2); correspondence w/ Willkie team re: creditor inquiries (.3); corr. with A. Smith re: open creditor matters (.3).	1.50	4,192.50
1/18/26	A S	Review/analyze (.3) and respond to (4.9) creditor inquiries following first day hearing; correspond with R. Spigel re: same (.1).	5.30	10,997.50
1/18/26	DMS	Correspondence w/ various creditors re: chapter 11 filing and DIP.	0.20	455.00
1/18/26	A S	Corr. w/ Willkie team re: vendor protocol.	1.20	2,490.00
1/18/26	DMS	Review/analyze trade detail from BRG (.1); review/analyze creditor inquiries (.1); correspondence w/ Willkie team re: Saks Off Fifth related workstreams (.3); corr. with J. Hardy re: committee issues (.1); correspondence w/ Willkie team re: consignment/concession vendors and proposed DIP treatment (.6); correspondence w/ Willkie team re: creditor inquiries (.4); review/analyze draft NDA re: same (.2).	1.80	4,095.00

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1/19/26	DMS	Correspondence with Willkie team re: Hillspire inquiry (.2); correspondence with Willkie team re: critical vendor inquiries (.4); correspondence w/ Willkie team re: other creditor inquiries (.2)	0.80	1,820.00
1/19/26	J B	Analyze issues re: creditor matrix (.5);corr. w/ Willkie team re: same (.3).	0.80	1,320.00
1/19/26	J G	Continuous corr. with vendors (1.3), BRG (1.0), and Willkie team (1.1) re: vendor communications; analyze same (1.7).	5.10	8,032.50
1/19/26	R S	Call with C. Thain re: vendor settlement (.4); correspondence with C. Thain re: same (.2); corr. with D. Kozusko re: same (.1); follow up correspondence w/ Willkie team re: same (.2); call with J. Martin re: same (.2); correspondence with A. Woodworth (Saks) re: same (.2); additional calls (2x) with C. Thain re: same (.4); corr. with A. Smith re: claims, protocols (.2); corr. with B. Funk, J. Tjang re: same (.3); call with J. Hardy re: UCC and open matters (.2); correspondence w/ Willkie team re: open vendor and parties in interest matters (.4).	2.80	7,826.00
1/19/26	A S	Call with KBS re: creditor outreach.	0.30	622.50
1/19/26	WTE	Correspondence w/ Willkie team re: CMBS servicer default notice.	0.30	795.00
1/19/26	C L C	Discussion w/ J. Graber re: treatment of prepetition vendor with letter of credit.	0.40	830.00
1/19/26	Z C	Corr. with client re: creditor matrix.	0.20	230.00
1/20/26	L I	Review/analyze vendor outreach issues (1.1); revise internal vendor inquiry tracker (.7); corr. w/ Willkie team re: utility account numbers (.9).	2.70	2,497.50

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1/20/26	J G	Continuous corr. with BRG, Willkie team, and client re: creditor and vendor reach outs (2.1); corr. with vendor re: letter of credit and chapter 11 filing (.6); analyze ABL credit agreement re: same (.9); corr. with Willkie team re: same (.3); corr. with vendor's counsel re: same (.3); corr. w/ Willkie, BRG, and client re: chapter 11 cases and postpetition inquiries (3.1).	7.30	11,497.50
1/20/26	MAF	Call with bondholders and principals re: creditor concerns.	1.00	2,795.00
1/20/26	R S	Call with S. Shiver re: consignor matters (.2); corr. with A. Woodworth (Saks) re: same (.1); calls (2x) with C. Thain re: vendor settlement (.3); follow up call with C. Chung re: same (.2); call with A. Smith re: employee, vendor and other open matters (.7); review/analyze participation agreement (.4); review/revise settlement motion (1.6).	3.50	9,782.50
1/20/26	A S	Prepare responses to creditor inquiries (.3); correspond with B. Feldman re: same (.1).	0.40	830.00
1/20/26	C L C	Call w/ Saks team re: terms of critical vendor program.	0.90	1,867.50
1/20/26	J G	Prepare for (.2) and attend (.5) initial debtor interview/section 341 call with Willkie, Haynes & Boone, and client; review/analyze outstanding deliverables re: same (1.0).	1.70	2,677.50
1/20/26	M D	Review/analyze creditor document requests and proof of claim materials.	0.60	555.00
1/20/26	DMS	Call with Latham team re: Party in Interest (.1); corr. with Saks team re: same (.2); call with Saks team re: CMBS loans (.3); review/analyze creditor related issues (.3).	0.90	2,047.50

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1/21/26	L I	Review vendor outreach (1.1); revise internal vendor inquiry tracker (.7); corr. w/ Willkie team re: utility account numbers (.9).	2.70	2,497.50
1/21/26	BLF	Call with client re: purchase orders of trade vendors and other creditor inquiries (.5); correspondence with M. Loison and A. Smith (.2) and K. Lyda (Haynes Boone) (.1) re: same.	0.80	1,480.00
1/21/26	Z S	Revise DIP/Consignor tracker (.3); conduct research re: jewelry consignment issues (2.7).	3.00	4,050.00
1/21/26	J G	Review/analyze UST inquiries re: bank accounts (.2); corr. with P. Schlupp re: vendor inquiries (.7); prepare for (.2) and attend (.2) call w/ client re: flagship CMBS; corr. with D. Sinclair re: same (.1); continuous corr. with Willkie team, BRG, and vendors re: chapter 11 filing (1.7); corr. with C. Hornig (client) and Willkie team re: ongoing company litigation and creditor inquiries re: same (.5); review/analyze same (.4); analyze vendor NDA (.3); corr. with Willkie team re: same (.2); corr. with N. Elner (Sidley) re: same (.1).	4.60	7,245.00
1/21/26	DMS	Corr. with Willkie team re: creditor inquiries (.2); corr. with Willkie team regarding potential claims against parties in interest (.5); corr. with Willkie team re: bondholder communications (.1); correspondence with Willkie and PJT teams re: UCC (.2); corr. with Willkie team re: vendor issues (.2).	1.20	2,730.00
1/21/26	J J H	Call w/ potential UCC Financial Advisor re: case questions.	0.50	1,250.00
1/21/26	A S	Respond to creditor outreach.	1.10	2,282.50
1/21/26	R S	Attend meeting with Willkie team re: vendor outreach, ongoing workstreams.	0.30	838.50

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1/22/26	DMS	Call with B. Richardson (Saks), A. Geshwind (BRG) and Willkie team regarding vendor issues (.3); review/analyze critical vendor order (.2) and corr. with Willkie team re: same (.2); corr. with Willkie team re: secured creditor issues (.3); call with R. Spiegel re: consignment issues (.1).	1.10	2,502.50
1/22/26	DMS	Call with B. Britton (Paul Weiss) re: open creditor requests (.1); discuss same with B. Feldman (.1).	0.20	455.00
1/22/26	DMS	Discuss creditor related issues with J. Hardy, C. DiPompeo, D. Burke, R. Spiegel, T. Goren (0.5); corr. with J. Hardy re same (0.1)	0.60	1,365.00
1/22/26	L I	Review/analyze inbound vendor communication (.9); revise vendor inquiries tracker (.6).	1.50	1,387.50
1/22/26	CD	Participate in telephone conference with D. Sinclair, T. Goren, J. Hardy, and D. Burke re: formation of UCC.	0.40	910.00
1/22/26	BLF	Calls with client team re: vendor strategy (.5); conduct research re: HBS CMBS facility (.3); correspondence with J. Coffey and PJT team re: same (.7); corr. with Paul Weiss team (.3) and client team (.3) re: notices received by creditors.	2.10	3,885.00
1/22/26	T G	Call w/ potential UCC counsel (.3); call w/ Willkie team re: certain potential claims against certain parties in interest (.4) and follow-up correspondence w/ Willkie team re: same (.4).	1.10	2,915.00
1/22/26	MAF	Attend call w/ Paul Weiss re: various work streams.	0.50	1,397.50

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1/22/26	R S	Call with J. Bernbock re: creditor matter (.2); follow up call w/ J. Bernbock re: same (.1); call with J. Koevary (Olshan) re: creditor matter (.2); follow up correspondence w/ client (B. Richardson, A. Woodworth, M. Weinsten) re: same (.1); call with M. Weinsten re: creditor matters, open issues (.2); correspondence w/B. Richardson, A. Woodworth and team re: creditor inquiries (.5); correspondence with A. Geshwind (BRG) and team re: consignment and concession issues (.2); correspondence w/ Polsinelli re: consignment issues (.1); call with D. Sinclair re: same/open issues (.3); follow up correspondence w/ Willkie team re: same (.3); call with C. Thain re: vendor settlement (.2).	2.40	6,708.00
1/22/26	J J H	Corr. w/ UST re: UCC appointment issues.	0.70	1,750.00
1/22/26	A S	Correspond with Amex re: inquiries (.4); follow-up correspondence with client re: same (.3).	0.70	1,452.50
1/22/26	WTE	Correspondence w/ Willkie team re: creditor DIP inquiry (.5); analyze side letter re: same (.2); telephone conference w/ Z. Syedain re: same (.6); telephone conference w/ A. Geshwind (BRG) re: DIP budget (.3); correspondence w/ Willkie team re: consignment / concession claims (.7).	2.30	6,095.00
1/22/26	Z S	Call w/ potential UCC counsel (.3); call w/ Willkie team re: certain potential claims against certain parties in interest (.4) and follow-up correspondence w/ Willkie team re: same (.4).	1.10	1,485.00
1/22/26	A S	Participate in vendor process touch base call with D. Sinclair, Willkie team, Saks team, M. Weinsten (BRG).	0.70	1,452.50

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1/22/26	A S	Participate in meeting with J. Graber, BRG team re: vendor payments, creditor-related matters.	0.60	1,245.00
1/22/26	A S	Participate in meeting with Saks team re: merchant agreements.	0.90	1,867.50
1/22/26	J G	Prepare for (.6) and attend (.4) touchbase telephone conference with Willkie team re: ongoing workstreams, vendor communications, litigations (1.0).	1.00	1,575.00
1/22/26	J G	Attend telephone conference with client and M. Weinsten (BRG) re: vendor communications.	1.00	1,575.00
1/22/26	J G	Corr. with vendor re: chapter 11 filing (.3); continuous corr. with client, vendors, and BRG re: same (3.2); review/revise utilities agreement (.7); corr. with Willkie team re: same (.3); corr. with client re: same (.2) review/revise vendor NDA (.3); corr. with client re: same (.2).	5.20	8,190.00
1/22/26	D B	Corr. with Willkie team re: UCC.	0.80	1,820.00
1/23/26	L I	Review/analyze incoming vendor/creditor outreach (.7); revise internal vendor/creditor inquiry tracker (.5).	1.20	1,110.00
1/23/26	DCD	Call w/ Paul Weiss team to address various questions on real estate and other matters.	0.40	1,060.00
1/23/26	CAD	Correspondence w/ Willkie team regarding critical vendor process agreement (.3); review/analyze same (.1).	0.40	780.00
1/23/26	BLF	Correspondence with client team re: various creditor inquiries.	0.50	925.00

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1/23/26	T G	Call w/ J. Carr (Kelley Drye) re: Estée Lauder (.2) and follow-up correspondence w/ Willkie team re: same (.2); correspondence w/ Willkie team re: certain potential claims against certain parties in interest (.3).	0.70	1,855.00
1/23/26	Z S	Draft language re: put and pledge agreement exercise (2.6); conduct research re: consignment claimant issues (4.9); revise DIP Order consignor and language tracker (.3).	7.80	10,530.00
1/23/26	J G	Continuous corr. with vendors (3.1); A. Smith (1.5), and BRG (1.3) re: vendor inquiries and chapter 11 filing; draft vendor NDA (.2); corr. with vendor counsel re: same (.1); corr. with J. Hardy re: utilities inquiries and open items (.2); review/ revise same (.4); corr. with client re: same (.7); corr. with utilities counsel re: open inquiries and chapter 11 filing (.5); continuous corr. with client re: vendor communications (1.6); corr. with client and BRG re: creditor inquiries (.4); corr. with K. Rickter (.2) and corr. with Willkie team (.2) re: same.	10.40	16,380.00

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1/23/26	R S	Call with A. Smith re: creditor and vendor issues (.2); call with W. Eguchi re: concession/consignment issues (.2); corr. with A. Geshwind (BRG) and team re: same (.1); call with C. Thain re: vendor settlement (.2); call with J. Kulback re: consignor issue (.1); corr. with Z. Syedain re: consignor research (.1); call with J. VanLare (Cleary) re: creditor matter (.2); corr. with A. Woodworth (Saks) re: same (.1); review/ revise vendor settlement (1.4); corr. with A. Woodworth (Saks) re: same (.1); call with D. Sinclair re: open vendor issues, plan, open matters (.3); call with B. Richardson (Saks), A. Woodworth, A. Geshwind re: concession/consignment issues (.5); follow up call with C. Chung re: same (.1); call with W. Eguchi, C. Chung, A. Smith re: same (.7); corr. with M. Furlong, C. Hopkins and teams re: same (.2); follow up correspondence w/ client, Willkie team re: same (.4); call with A. Geshwind re: same (.5); call with B. Richardson re: same (.2); corr. with C. Hopkins and R. Britton (Paul Weiss) re: same (.2); follow up correspondence w/ Paul Weiss re: same (.2); corr. with W. Eguchi, D. Sinclair and Willkie team re: same (.4); subsequent call with B. Richardson re: same (.2); corr. with A. Geshwind re: same (.2); subsequent call with A. Geshwind re: same (.2); call with S. Simms (FTI) re: same (.1).	7.10	19,844.50
1/23/26	DMS	Call with Paul Weiss team re: various creditor issues.	0.50	1,137.50
1/23/26	C L C	Correspondence with Willkie team re Citi successor counsel.	0.20	415.00
1/23/26	A S	Participate in meetings (3x) with key parties re: brand outreach, vendor protocol, next steps (2.3).	2.30	4,772.50

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1/23/26	C L C	Telephone conference with Willkie team re: concession and consignment terms.	0.80	1,660.00
1/23/26	C L C	Participate in call w/ Willkie team re: concession and consignment issues.	0.70	1,452.50
1/23/26	L I	Attend meeting with Willkie team re: ongoing workstreams, retention applications, and responses to incoming vendor outreach.	0.90	832.50
1/24/26	DMS	Correspondence with R. Ohanesian, J. Dugan, B. Feldman, R. Spigel regarding employee issues.	0.60	1,365.00
1/24/26	M L	Conduct research re: concession/consignment agreements (.8); corr. with Willkie team re: same (.3).	1.10	1,485.00
1/24/26	Z S	Review/ revise consignor and concessionaire protocol (1.1); correspondence w/ A. Smith, Z. Charlton and L. Immer re: same (.3).	1.40	1,890.00
1/24/26	L I	Telephone conference w/ Z. Syedain and Z. Charlton re: Concession/Consignment vendor protocol (.3); revise critical vendor protocol document (.6).	0.90	832.50
1/24/26	A S	Respond to creditor outreach.	1.30	2,697.50

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1/24/26	R S	Corr. with C. Hopkins (Paul Weiss) and team re: concession and consignment matters (.2); call with M. Loison re: same (.1); call with A. Geshwind (BRG) re: concession and consignment matters (.8); call with S. Simms (FTI) re: consignor issues (.3); call with B. Feldman re: critical vendor protocol (.1); corr. with W. Eguchi re: same (.1); follow up correspondence w/ Willkie team re: same (.4); corr. with B. Richardson (Saks) and A. Woodward (Saks) re: same (.1); corr. with A. Geshwind re: same (.8); corr. with D. Sinclair, W. Eguchi re: status of same (.3); prepare for call w/ Willkie team re: same (.3).	3.50	9,782.50
1/24/26	Z S	Attend telephone conference w/ Z. Charlton and L. Immer re: consignment and concession vendor protocol (.2).	0.20	270.00
1/25/26	BLF	Correspondence with D. Sinclair re: revised trade agreement (.1); corr. with Willkie team and A. Woodworth (Saks) re: ALG conversion notices (.2).	0.30	555.00
1/25/26	L I	Telephone conference with Willkie, BRG, and TPI teams re: concession and consignment issues (.8); revise draft protocol document for concession/consignment vendors (.3); review/analyze incoming communications from vendors (.4); revise outreach tracker (.2).	1.70	1,572.50
1/25/26	J G	Review/analyze ongoing vendor communications and outstanding requests re: same.	2.10	3,307.50
1/25/26	Z C	Review/revise concession and consignment protocols.	0.50	575.00
1/25/26	L I	Telephone conference with M. Weinsten (BRG) and Great American to discuss logistics of consignment collateral.	0.40	370.00

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1/25/26	J G	Review/ analyze materials for upcoming initial debtor interview.	1.00	1,575.00
1/25/26	R S	Review/analyze open vendor matter (.2); review/analyze M. Furlong (Morgan Lewis) and team revisions to concession and consignment language in DIP order (.4); revise same (1.9); corr. with A. Woodworth (Saks), B. Richardson (Saks), M. Weinsten (BRG), A. Geshwind (BRG) and team re: same (.2).	2.70	7,546.50
1/25/26	C L C	Attend meeting w/ Willkie team re: consignment and concession treatment.	1.20	2,490.00
1/26/26	P L	Corr. with T. Goren re: successor trustee.	0.10	265.00
1/26/26	L I	Review/analyze inbound communications from vendors (.5); revise internal tracker re: same (.3).	0.80	740.00
1/26/26	Z S	Review/analyze creditor matrix.	0.50	675.00
1/26/26	J G	Corr. with creditor and A. Smith re: chapter 11 cases (.4); corr. with Z. Charlton re: same (.2); corr. with Haynes & Boones team, A. Smith and BRG re: payments and chapter 11 inquiries (.8); corr. with client and A. Smith re: ongoing litigation and chapter 11 cases (.6); continuous corr. with vendors and client re: chapter 11 cases and filing inquiries (4.1).	6.10	9,607.50
1/26/26	DMS	Review/analyze proposed vendor protocol.	0.50	1,137.50
1/26/26	A S	Respond to creditor outreach.	3.40	7,055.00
1/26/26	C L C	Call with Paul Weiss, FTI, Lazard, client and Debtors' professionals re: wholesale vendor protocol.	0.70	1,452.50

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1/26/26	C L C	Review/analyze Amazon related materials to prepare for call w/ Willkie team.	0.10	207.50
1/26/26	R S	Correspondence w/ A. Woodworth (Saks) re: creditor inquiry (.1); call with D. Sinclair re: open creditor and vendor matters, case matters (.4); call with A. Woodworth re: creditor matters (.2); call with A. Geshwind (BRG) and K. Lamb (BRG) re: concession and consignment issues (.8); follow up correspondence with A. Geshwind re: same (.2); review/revise concession and consignment protocol (1.7).	3.40	9,503.00
1/26/26	M L	Attend telephone conference with client regarding initial debtor interview.	0.50	675.00
1/26/26	L I	Review/analyze filed proofs of claim (.4); draft summary of same for Willkie team (.3).	0.70	647.50
1/27/26	T G	Review/ analyze UCC appointment (.4); correspondence w/ Willkie team re: same (.4); correspondence w/ creditors re: same (.3).	1.10	2,915.00
1/27/26	J B	Analyze issues re: landlord inquiry (.5); corr. w/ Willkie team re: same (.3).	0.80	1,320.00
1/27/26	Z S	Call w/ W. Eguchi re: trustees (.2); correspondence w/ Willkie team re: same (.1); revise DIP tracker (.3); corr. w/ R. Spigel re: DIP tracker (.2).	0.80	1,080.00
1/27/26	Z C	Review/revise vendor NDA (.6); corr. with Bradley team re: same (.1); corr. with Willkie team re: same (.2).	0.90	1,035.00
1/27/26	Z C	Review/analyze trade agreement (.6); corr. with A. Smith and B. Feldman re: same (.2).	0.80	920.00

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1/27/26	L I	Review/analyze inbound vendor inquiries (.4); revise internal vendor outreach log (.4); draft tracker for utility communications/negotiations/assurance requests (1.6).	2.40	2,220.00
1/27/26	J G	Corr. with BRG re: utilities inquiries (.4); analyze same (.6); corr. with B. Richardson (Saks), A. Woodworth (Saks), and A. Smith re: vendor communications (.4); corr. with Willkie team re: same (.3); continuous corr. with vendors (1.0), Willkie team (.7), and BRG (.9) re: same.	4.30	6,772.50
1/27/26	DMS	Analyze UCC related issues (.8); call with M. Feldman re: same (.1); correspondence w/ Willkie team re: same (.1).	1.00	2,275.00

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1/27/26	WTE	<p>Correspondence w Paul Weiss, FTI, BRG and Willkie team re: Critical Vendor Process Agreement (.1); analyze revised draft of same (.4); correspondence w/ Willkie team re: same (.2); telephone conference w/ R. Spigel re: critical vendor, concession and consignment protocols (.1); telephone conference w/ Milbank (Special Committee counsel), BRG and Willkie teams re: critical vendor process (.5); telephone conference w/ D. Sinclair re: draft critical vendor protocol agreement (.1); correspondence w/ A. Smith re: critical vendor protocol (.1); telephone conference w/ potential successor trustee, Willkie team re: successor trustee (.3); correspondence w/ J. Ablan re: second out / third out notes documentation (.1); telephone conference w/ A. Smith re: critical vendor protocol agreement (.1); telephone conference w/ K. Wester re: same (.2); revise draft of same (.1); correspondence w Saks, BRG team re: same (.3); correspondence w/ Wilmington Trust team re: successor agency (.1); correspondence w K. Wester re: critical vendor process agreement (.2); telephone conference w/ A. Woodworth (Saks), J. Ablan re: successor trustee (.3); telephone conference w/ Wilmington Trust re: same (.3); correspondence w/ Willkie team re: trustee fees (.1); correspondence w/ A. Smith, K. Wester, B. Richardson (Saks), BRG team re: critical vendor agreement (.2); correspondence with Willkie team re: UCC (.1); telephone conference w/ M. Loison, Z. Syedain re: parties in interest (.2); correspondence w/ Willkie team re: successor trustees (.2); correspondence w/ potential successor trustee (.1);</p>	4.60	12,190.00
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		correspondence w/ Willkie team re: successor trustee (.1); correspondence w/ S. Simms (FTI), Paul Weiss re: critical vendor agreement. (.1).		
1/27/26	C L C	Analyze issues re: Citi successor agency matters.	0.50	1,037.50
1/27/26	C L C	Correspond with Citi re: successor agency considerations.	0.50	1,037.50
1/27/26	C L C	Analyze issues re existing facilities, successor trustee matters.	0.70	1,452.50
1/27/26	N W	Analyze documents re: critical vendors (1.2); participate in telephone conference with BRG re: critical vendor issues (.4); participate in telephone conference with Willkie team re: critical vendor issues (.4).	2.00	4,150.00
1/27/26	BSH	Conf. with BRG re: critical vendors.	0.60	810.00
1/27/26	BLF	Correspondence with Z. Charlton and A. Smith re: trade agreement.	0.50	925.00
1/27/26	M L	Corr. with J. Graber re: initial debtor interview prep call (.2); revise summary of initial debtor interview prep call (1.6).	1.80	2,430.00
1/27/26	R S	Teleconf. with W. Eguchi re: vendor issues (.1); teleconf. with C. Thain re: vendor settlement (.1); corr. with L. Downing (Milbank) and team, M. Weinsten (BRG) re: vendor matters (.4); teleconf. with A. Woodworth re: vendor issues (.1); correspondence w/ creditors, Willkie team re: creditor issues (1.9); corr. with S. Zelin (PJT), J. Baird (PJT), M. O'Connell (PJT), M. Feldman, D. Sinclair, I. Putnam (Saks) re: vendor matter (1.0); teleconf. with A. Smith re: creditor matters (.1).	3.70	10,341.50

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1/27/26	A S	Meeting with Milbank, Willkie teams re: vendor matters (.5); telephone conference with Willkie, Saks, BRG re: vendor process, open issues (.6).	1.10	2,282.50
1/27/26	M L	Attend meeting with client re: initial debtor interview preparation.	1.10	1,485.00
1/27/26	J J H	Attend telephone conference w/ UST re: UCC formation.	0.20	500.00
1/28/26	CD	Correspond with R. Spigel and D. Sinclair regarding party in interest request for adequate protection.	0.30	682.50
1/28/26	T G	Conf. w/ S. Lieberman (Pryor Cashman) re: case update (.2); correspondence w/ Willkie team re: UCC appointment (.4); conf. w/ client re: same (.5).	1.10	2,915.00
1/28/26	BLF	Call w/ client re: multiple creditor management inquiries.	0.60	1,110.00
1/28/26	Z C	Review/revise vendor NDAs (.7); corr. with Willkie team re: same (.2); corr. with client re: same (.2).	1.10	1,265.00
1/28/26	L I	Review/analyze inbound vendor and utility inquiries (.3); revise internal summaries re: same (.2); conf. call with BRG re: same (.3).	0.80	740.00
1/28/26	Z S	Revise consignment tracker (.2); corr. w/ R. Spigel re: same (.2); corr. w/ A. Smith re: consignment and concession vendor call (.3); conduct research re: creditor issues (3.8).	4.50	6,075.00
1/28/26	J G	Corr. with client and A. Smith re: outstanding wages inquiries (.5); corr. with A. Smith re: same (.2); continuous corr. with Willkie team, BRG, client, and vendors re: vendor inquiries, strategic alternatives, and chapter 11 filings (8.1).	8.80	13,860.00

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1/28/26	B L	Telephone conference with D. Sinclair re: UCC composition (.3); develop strategy re: same (.3); correspond with Z. Syedain re: research re: creditor issue (.3).	0.90	2,385.00
1/28/26	DMS	Conf. with M. Feldman regarding UCC composition (.1); conf. with Saks and Willkie teams regarding concession/consignment issues (.5); conf. with G. van Raemdonck (Saks), A. Woodworth (Saks), B. Richardson (Saks), B. Miller, T. Goren regarding creditors' committee issues (.5).	1.10	2,502.50
1/28/26	WTE	Correspondence w/ Willkie, Paul Weiss, BRG teams re: concession / consignment process (.1); telephone conference w/ Saks, BRG, Lazard, Willkie teams re: vendor and other creditor issues, chapter 11 process (.8); correspondence with Willkie team re: successor trustee (.1); telephone conference w/ Reed Smith (Citibank counsel), Willkie team re: successor trustee (partial) (.1); revise draft Tripartite Agreement with successor trustee (1.4); correspondence with Emmett Marvin (successor trustee counsel) re: same (.1); correspondence w/ Willkie team re: revised draft of same (.3); correspondence with A Woodworth (Saks), Willkie team re: discussions with successor trustee (.1); correspondence with Saks, BRG, Willkie, Paul Weiss teams re: concession / consignment claims (.1); correspondence with Willkie, Paul Weiss, BRG teams re: concession/consignment claims process (.1); correspondence with Willkie team re: successor trustee/related issues (.2); review/revise draft concession and consignment vendors process agreement (.2).	3.60	9,540.00

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1/28/26	R S	Telephone conference with A. Woodworth (Saks) re: concession/consignment issues (.1); corr. with various parties in interest re: concession/consignment protocols (.4); various correspondence w/ creditors, Willkie team re: open creditor issues (1.9); telephone conference with B. Richardson (Saks), A. Woodworth (Saks), A. Smith, Z. Syedain re: concession/consignment issues (.5); follow up call with C. Chung re: same (.5); correspondence with A. Smith re: same (.2); telephone conference with consignor re: payment (.3).	3.90	10,900.50
1/28/26	A S	Attend meetings (3x) with T. Marciano (Saks), J. Jones (Saks) re: trade agreements, open vendor issues, other post-filing operational matters (3.6).	3.60	7,470.00
1/28/26	M L	Attend initial debtor interview preparation telephone conference with Saks and Willkie teams.	0.40	540.00
1/29/26	M L	Corr. with T. Ryan re: UCC diligence.	0.20	270.00
1/29/26	DMS	Call with R. Spigel re: creditor related issues.	0.40	910.00
1/29/26	DMS	Call (.2) and correspondence (.2) with A. Smith, R. Spigel re: concession/consignment vendors; correspondence w/ Willkie team re: creditor issues (.7).	1.10	2,502.50
1/29/26	BLF	Corr. with Saks team re: multiple creditor management inquiries.	2.40	4,440.00
1/29/26	Z C	Review/analyze reclamation demand letter (.7) and conduct research re: same (.8); review/revise NDA re: same (.8); corr. with Willkie team re: same (.4); revise customer programs motion (.6); corr. with J. Graber re: same (.2); corr. with R. Spigel re: same (.1).	3.60	4,140.00

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1/29/26	Z S	Conduct research re: communications to UCC (1.2); various correspondence w/ UCC counsel re: DIP issues (1.6).	2.80	3,780.00
1/29/26	J G	Various corr. with vendors (.9), BRG (1.0), client (.6), and Willkie team (1.3) re: creditor issues and inquiries.	3.80	5,985.00
1/29/26	J G	Review/analyze reclamation demands (.4); corr. with Willkie team re: same (.2).	0.60	945.00
1/29/26	T G	Correspondence w/ various creditors re: UCC process (.4) and correspondence w/ client re: same (.3).	0.70	1,855.00
1/29/26	B L	Corr. with Z. Syedain re: UCC composition and strategy for ensuring appropriate conflicts protocols.	0.50	1,325.00
1/29/26	B L	Correspond with D. Sinclair and J. Hardy re: UCC issues and strategy.	0.30	795.00
1/29/26	A S	Review/respond to creditor (2.2) and vendor (2.0) outreach.	4.20	8,715.00

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1/29/26	WTE	Review/analyze successor trustee fee schedule (.1); correspondence w/ Willkie team re: same (.2); telephone conference w/ R Spigel re: consignment reporting provision (.2); revise same (.2); correspondence w/ Willkie team re: successor trustee (.1); correspondence w/ Willkie, Reed Smith, Emmett teams re: successor trustee (.2); analyze revised draft tripartite agreement re: trustees (.1); telephone conference w/ T. Goren re: successor trustee (.2); correspondence w/ Willkie team re: same (.2); telephone conference w/ D. Adler re same (.3); correspondence w/Willkie, Emmett, Reed Smith teams re: same (.2); review/analyze revised draft tripartite agreement (.2); telephone conference w/Saks, BRG, PJT, Willkie teams re: creditor issues and other chapter 11 workstreams (.5).	2.60	6,890.00
1/29/26	R S	Review/analyze successor trustee fee schedule (.1); correspondence w/ Willkie team re: same (.2); telephone conference w/ A. Smith re: consignment reporting provision (.2); revise same (.2); correspondence w/ Willkie team re: successor trustee (.1); correspondence w/ Willkie, Reed Smith, Emmett teams re: successor trustee (.2); analyze revised draft tripartite agreement re: trustees (.1); telephone conference w/ T. Goren re: successor trustee (.2); correspondence w/ Willkie team re: same (.2); telephone conference w/ D. Adler re: same (.3); correspondence w/ Willkie, Emmett, Reed Smith teams re: same (.2); review/analyze revised draft tripartite agreement (.2); telephone conference w/ Saks, BRG, PJT, Willkie teams re: creditor issues and other chapter 11 workstreams (.5).	2.80	7,826.00

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1/29/26	E W	Corr. with B. Feldman and L. Immer re: consignment research.	0.40	590.00
1/29/26	J G	Attend telephone conference with client and Willkie team re: vendor treatment (.8).	0.80	1,260.00
1/29/26	MAF	Telephone conference with bondholder professionals re: case status (.5); attend meetings (2x) with Willkie team re: UCC formation (1.3).	1.80	5,031.00
1/30/26	DMS	Correspondence w/ Willkie team re: reclamation demands.	0.10	227.50
1/30/26	M L	Corr. with Willkie team re: creditor inquiry.	0.30	405.00
1/30/26	Z C	Review/revise vendor NDA (.6); corr. with J. Graber re: same (.2); corr. with Willkie team re: same (.2); corr. with client re: same (.1); conduct research re: reclamation demands (2.8).	3.90	4,485.00
1/30/26	M S	Analyze reclamation demand (.3); draft response re: same (.3).	0.60	555.00
1/30/26	B L	Review/revise draft letter to UCC counsel re: Committee protocols (.8); correspond with Z. Syedain re: same (.3).	1.10	2,915.00
1/30/26	T G	Correspondence w/ L. Marinuzzi (MoFo) re: MoFo retention as UCC counsel/next steps (.4); correspondence w/ Willkie team re: same (.4); correspondence w/ MoFo team re: same (.3); correspondence w/ client/PJT re: same (.2).	1.30	3,445.00

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1/30/26	A S	Draft concession and consignment agreements (2.2); revise same (1.2); various corr. w/ Willkie team, vendor re: execution of vendor letter (.8); correspondence with R. Spigel re: vendor issues (.4); conference with client re: process for same, trade agreement (.8); respond to creditor outreach (2.2).	7.60	15,770.00
1/30/26	WTE	Review draft Tripartite Agreement (second out / third out tranches) (.1); correspondence w/ counsel for resigning trustee, successor trustee and Willkie team re: successor trustee (second out and third out tranches) (.1); telephone conference w/ Saks, PJT, BRG, Willkie team re: vendor, chapter 11 issues (.4); correspondence w/ Willkie, Otterbourg, Paul Weiss teams re: concession / consignment issues (.1).	0.70	1,855.00
1/30/26	R S	Corr. with J. Shiffer and A. Smith re: concession and consignment issues (.5); follow up calls (2x) with A. Smith re: same (.3); various corr. w/ Willkie team, creditors re: creditor matters and outreach (2.4).	3.20	8,944.00
1/30/26	M S	Correspond with counsel for the UCC re: materials for UCC/company introductory meeting.	0.50	462.50
1/30/26	J G	Prepare for (.2) and attend (.3) initial debtor interview session; corr. with Willkie team re: same (.2).	0.70	1,102.50
1/30/26	A S	Participate in initial debtor interview.	0.40	830.00
1/31/26	L I	Review/analyze incoming vendor/creditor/utility outreach (.4) and revise internal tracker re: same (.8).	1.20	1,110.00

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1/31/26	Z S	Revise letter to UCC re: certain potential claims against certain parties in interest (3.2); correspondence w/ B. Lennon re: same (.2); review/analyze vendor NDAs (.6); correspondence w/ J. Graber re: same (.1).	4.10	5,535.00
1/31/26	B L	Review/revise letter to UCC counsel re: Committee protocols.	0.30	795.00
1/31/26	B L	Prepare for (.1) and participate in (.7) introductory meeting with MoFo as UCC counsel.	0.80	2,120.00
1/31/26	T G	Call w/ MoFo team re: kickoff discussion/case update (.9); call (.2) /correspondence (.1) w/ L. Marinuzzi re: Amazon; follow-up discussion w/ Willkie team re: same (.4).	1.60	4,240.00
1/31/26	DMS	Call with Willkie team re: UCC communications.	0.40	910.00
1/31/26	WTE	Correspondence w/ Morrison & Foerster (Committee counsel), Willkie team re: background call (.1); telephone conference w/ Morrison & Foerster (Committee counsel) and Willkie team re: background and DIP financing (.7).	0.80	2,120.00
1/31/26	R S	Conference with Morrison & Forester and Willkie teams re: introduction, case matters (.7); telephone conference with D. Sinclair re: same and open issues (.5); correspondence with A. Smith re: open vendor issues (.1); correspondence w/ Willkie team re: status of open vendor issues (.1).	1.40	3,913.00
1/31/26	M T S	Prepare for (.1) and attend introductory telephone conference with UCC counsel.	0.70	1,956.50
1/31/26	A S	Participate in kick-off meeting with Committee counsel (.6); draft/revise concession and consignment agreements in preparation for such meeting (1.5).	2.10	4,357.50

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1/31/26	BLF	Participate in introductory telephone conference with UCC counsel re: case background.	0.60	1,110.00
1/31/26	DMS	Attend introductory meeting with counsel to creditors' committee (.6); follow up call with R. Spigel re: same (.7).	1.30	2,957.50
Subtotal - Creditor Issues/Inquiries			319.60	609,556.50

Meetings

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/21/26	A S	Attend meeting with client re: post-filing operations.	8.20	\$ 17,015.00
1/30/26	EAE	Attend telephone conference with T. Prakash and M. Brandt re: governance matters.	0.50	875.00
Subtotal - Meetings			8.70	17,890.00

Stay Relief Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/20/26	A S	Correspond with J. Graber re: automatic stay correspondence from creditor.	0.40	\$ 830.00
1/21/26	A S	Review/analyze creditor correspondence re: stay violation (.2); correspond with J. Graber re: same (.1).	0.30	622.50
1/22/26	A S	Conference with C. DiPompeo re: Simon lease terminations (.3); conference with Paul Weiss, Sidley re: Simon lift stay motion (.5).	0.80	1,660.00
1/23/26	J Z	Review/analyze Simon Property Group's unredacted motion for relief from stay (.2); correspondence with M. Loison re same (.1).	0.30	126.00

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1/23/26	M S	Review/analyze research re: agreed proposed order to lift the automatic stay.	0.50	462.50
1/25/26	A S	Analyze Simon lift stay motion (.4); draft response to same (1.7).	2.10	4,357.50
1/27/26	A S	Correspond with Sidley team re: Simon lift stay motion.	0.30	622.50
1/29/26	A S	Conference with Willkie team re: Simon lift stay motion (.7); review/analyze open issues re: same (.6); corr. with key parties re: same, next steps (1.1).	2.40	4,980.00
1/29/26	M S	Review/analyze issue regarding application of automatic stay.	0.80	740.00
Subtotal - Stay Relief Matters			7.90	14,401.00

Other Motions/Applications

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/14/26	DMS	Corr. with Willkie team re: finalizing first day pleadings (1.5); coordinate filing of first day pleadings (1.5).	3.00	\$ 6,825.00
1/14/26	L I	Revise/finalize SOFA extension motion (1.2); cash management motion (1.6); automatic stay motion (.2); rejection exhibit (.1); wages motion (1.1) and submit same for filing (.4).	4.60	4,255.00
1/14/26	L G	Compile first day pleadings (.3); analyze same (1.5); review/analyze new court filings (.8) and corr. with Willkie team re: same (.4).	3.00	1,950.00

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1/14/26	J G	Finalize utilities motion for filing (.5); finalize wages motion for filing (.5); coordinate filing of utilities motion (.8); coordinate filing of SOFA extension motion (.8); coordinate filing of wages motion (.7); coordinate filing of creditor matrix motion (.7); coordinate filing of tax motion (1.0); coordinate filing of insurance motion (.5); coordinate filing of NOL motion (.5).	6.00	9,450.00
1/14/26	J B	Draft (1.5) and revise (.6) scripts for first day motions; corr. w/ J. Graber re: same (.4).	2.50	4,125.00
1/14/26	M S	Review/revise first day motions and pleadings (3.9) and prepare for first day hearing (5.5).	9.40	8,695.00
1/14/26	CD	Analyze first day filings in preparation for first day hearing.	2.20	5,005.00
1/14/26	A S	Coordinate filing of petitions (2.5); coordinate filing of first day pleadings (4.8); conference with R. Spigel, D. Sinclair re: same (.3).	7.60	15,770.00

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1/14/26	R S	Analyze first day motions (3.5); various correspondence w/ Willkie team (1.2), client (.8) re: same; calls (2x) with W. Eguchi re: DIP credit agreement (.4); call with G. Astrachan re: first day motions (.1); call with I. Putnam re: same (.1); corr. with C. DiPompeo re: first day hearing (.1); calls (2x) with K. Norfleet re: first day orders (.3); call with A. Sorkin re: first day orders (.1); corr. with J. Koevary re: consignment issues (.1); call with J. Hardy re: same (.2); call with M. Furlough, D. Fiorello re: same (.4); attend call w/ Willkie team re: DIP motion (1.0); call with D. Sinclair re: same (.1); corr. with A. Woodworth re: same (.9); review/analyze letter from potential litigant (.8); follow up correspondence w/ Willkie team re: same (.8).	10.90	30,465.50
1/14/26	N W	Prepare for hearing examination prep session with M. Weinsten (BRG) (2.0); analyze draft common interest agreement (.5); coordinate research re: same (.3); conduct legal research re: potential adversary complaint against potential party in interest (.3); revise declaration of M. Weinsten in support of DIP motion (.8); corr. with Willkie team re: same (.4); participate in telephone conference with Willkie team re: litigation tasks and strategy (.3); participate in portion of telephone conference with Willkie and Paul Weiss teams re: declarations in support of DIP motion (.5); participate in telephone conference with T. Ryan re: litigation tasks (.3); correspond with Willkie team re: first day filings (1.0).	6.40	13,280.00

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1/14/26	W C	Review/analyze first day orders (.3); review/analyze first day declarations (1.5); draft/analyze first day orders (1.5); review/analyze first day pleadings (.8).	4.10	1,722.00
1/14/26	TPR	Research regarding potential claims at first day hearing.	0.40	700.00
1/14/26	SRL	Call with D. Morris re: J. Baird declaration (.4); call with D. Sinclair re: adjournment motion (.1).	0.50	1,137.50
1/15/26	L I	Review/revise utilities order re: comments from first day hearing (.5) and coordinate filing of same (.2)	0.70	647.50
1/15/26	J G	Review/ revise proposed customer programs order (.2); corr. with G. Hesse (Hunton Andrews) re: same (.2); corr. with client re: same (.2); finalize same for filing (.2); corr. with Haynes & Boone team re: same (.1).	0.90	1,417.50
1/15/26	J Z	Review/analyze Amazon's objection to DIP motion, certain vendors' reservation of rights to DIP motion, first day orders; review/analyze notices of appearance and pro hac vice applications (3.0); correspondence with M. Loison re: same (.2), correspondence with Willkie team re: same (.1).	3.30	1,386.00
1/15/26	R S	Teleconference with J. Brandt re: second day motions.	0.20	559.00
1/15/26	L I	Review/analyze as-entered first day orders (2.2) and draft summary of same (1.9).	4.10	3,792.50
1/15/26	L G	Corr. w/ Willkie team re: first day orders (.4); review/analyze first day orders (.3); subsequent corr. w/ Willkie team re: same (.2); corr. with Saks, BRG, and PJT teams re: same (.5).	1.40	910.00

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1/15/26	Z S	Correspondence w/ Paul Weiss and other creditor counsel regarding outreach and comments to integrate into final first day motions (1.7); conduct legal research re: admin claim list (1.0); correspondence w. B. Feldman re: same (.2); revise Ordinary Course Professional list (.3); review/analyze first day motions materials (.7).	3.90	5,265.00
1/15/26	R S	Attend telephone conference with J. Lally, J. Clancy, A. Woodworth (Saks) re: insurance motion (.4); call with A. Woodworth re: first day motion open issues (.3); call with G. Astrachan re: same (.2); call with C. Chung re: same (.4); corr. with J. Coffey re: real estate related matter (.4); call with J. Martin re: same (.3); call with C. Chung re: open matter (.1); corr. with J. Coffey re: same (.1); calls (2x) with J. Brandt re: open corporate matters (.3); call with D. Sinclair re: next steps, open issues re: first day motions (1.4); call with A. Woodworth re: same (.2); call with M. Feldman re: same (.4); call with M. Loison re: same (.2) ; call with M. Brandt re: same (.2).	4.80	13,416.00
1/15/26	A D	Correspondence w/ Willkie team re: first day filings.	0.70	1,102.50
1/15/26	J T	Review/analyze first day documents and related case materials.	0.20	230.00
1/16/26	CJT	Corr. with Willkie team re: interchange settlement motion (.5); review/analyze interchange settlement agreements (.7); review/analyze interchange settlement motion (.4); telephone conference with Z. Charlton re: interchange settlement motion (.5); telephone conference with R. Spigel re: interchange settlement motion (.2).	2.30	4,025.00

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1/16/26	E W	Revise executive employment motion (2.4); conduct legal research re: same (4.2); corr. with J. Brandt re: same (.3).	6.90	10,177.50
1/16/26	M S	Revise executive employment motion.	0.70	647.50
1/16/26	L G	Conduct research re: 9019 settlement motions.	1.10	715.00
1/16/26	Z S	Corr. w/ client and B. Feldman re: OCP retention (.2); review/ revise OCP list (.8).	1.00	1,350.00
1/16/26	J Z	Conduct research re: 9019 motions (1.7); correspondence with L.Guido re: same (.1); correspondence with C. Thain re: same (.2); correspondence with Willkie team re: determination hearing (.1); review/analyze first day orders (.6); correspondence with Z. Charlton re: same (.1).	2.80	1,176.00
1/16/26	J B	Analyze issues re: creditor matrix (1.5); corr. w/ Willkie team re: same (.4); analyze issues re: public relations materials (1.0); corr. w/ Willkie team re: same (.2).	3.10	5,115.00
1/17/26	CJT	Review/analyze agreements re: 9019 motion (.5); corr. with R. Spiegel re: same (.1).	0.60	1,050.00
1/18/26	E W	Revise executive employment motion (2.2); corr. w/ Willkie team re: same (.2).	2.40	3,540.00
1/18/26	CJT	Review/analyze agreements re: 9019 motion (.9); corr. with R. Spiegel and Vorys team re: same (.2); review/revise interchange settlement agreements (2.2); corr. with R. Spiegel re: same (.5).	3.80	6,650.00
1/18/26	J B	Review/comment on creditor matrix filing version (.7); corr. w/ Stretto re: same (.3).	1.00	1,650.00

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1/18/26	R S	Review/ revise interchange settlement (3.4); corr. with C. Thain re: same (.2).	3.60	10,062.00
1/19/26	CJT	Corr. with R. Spigel and Willkie team re: interchange settlement agreements (1.0); revise interchange settlement agreements (1.5); corr. with Vorys, Willkie and Bradley teams re: same (1.0); corr. with Z. Charlton re: interchange settlement 9019 motion (.7); review/analyze agreement re same (.9); telephone conferences with R. Spigel (2x) re: interchange settlement (.5); telephone conference with J. Martin (Bradley) re: interchange settlement (.2); review/revise interchange settlement 9019 motion (4.5); corr. with Paul Weiss, Morgan Lewis and Otterbourg teams re: interchange settlement 9019 motion (.3); telephone conference with Otterbourg team re: interchange settlement 9019 motion (.2).	10.80	18,900.00
1/19/26	A S	Analyze Interchange agreement (.6); correspond with Z. Charlton re: same (.2); correspond with R. Spigel re: same (.1).	0.90	1,867.50
1/19/26	Z C	Review/revise draft interchange settlement motion (3.8); review/analyze precedent settlement motions (.8); corr. with C. Thain re: same (.3).	4.90	5,635.00
1/20/26	DMS	Review OCP list re: OCP motion.	0.10	227.50

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1/20/26	CJT	Corr. with Z. Charlton and Willkie team re: interchange settlement motion (.8); telephone conference with Vorys re: interchange settlement agreements (.5); prepare for same (.1); corr. with R. Spigel re: same (.3); corr. with Vorys, Bradley and Saks teams re: same (.5); review/analyze interchange settlement agreements (.6). telephone conferences with R. Spigel re: interchange settlement motion (.3); telephone conference with Z. Charlton re: interchange settlement motion (.1).	3.20	5,600.00
1/20/26	Z S	Participate in telephone conference w/ client and B. Feldman re: OCP motion (.8); review/ revise OCP list (1.1).	1.90	2,565.00
1/20/26	Z C	Review/revise interchange settlement motion (2.4); corr. with R. Spigel re: same (.2); corr. with C. Thain re: same (.4); prepare inquiries for Vorys and client re: same (.9); corr. with Vorys team re: same (.2); corr. with Porter Hedges team and client re: discussion of same (.3).	4.40	5,060.00
1/20/26	J Z	Review/analyze notices of appearance and pro hac vice applications (1.4); correspondence with Willkie team re: same (.1).	1.50	630.00
1/20/26	BLF	Review/revise OCP motion (.5); correspondence with Z. Syedain and client team re: OCPs (.6).	1.10	2,035.00
1/20/26	R L S	Corr. w/ B. Feldman re: Store Closing Motion (.1); draft same (3.1).	3.20	1,552.00
1/20/26	E W	Corr. w/ Willkie team re: store closing motion (.3); review/analyze same (.7).	1.00	1,475.00
1/21/26	M S	Research re creditor potential strategy.	0.70	647.50
1/21/26	L I	Draft analysis re: executory contracts.	1.40	1,295.00

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1/21/26	CJT	<p>Corr. with R. Spigel and Z. Charlton re: interchange 9019 motion (.3).telephone conference with Saks and Willkie teams re: interchange 9019 motion (.4); telephone conference with Willkie team re: same (.6); corr. with Saks and Willkie teams re: same (.3); review/analyze participation agreement (.2); review/analyze engagement letters (.1); telephone conference with C. Crosby re: interchange settlement motion (.1); telephone conference with Vorys re: interchange settlement agreements (.1); telephone conference with Porter Hedges and Willkie team re: interchange settlement (.2); telephone conference with R. Spigel re: same (.1); corr. with Vorys team re: interchange settlement (.2); telephone conference with Z. Charlton re: participation agreement research (.2); review/analyze agreements re: interchange settlement (.7); corr. with Vorys team re: same (.5).</p>	3.90	6,825.00
1/21/26	Z S	<p>Revise OCP list (.4); revise OCP motion (.7).</p>	1.10	1,485.00

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1/21/26	Z C	Review/analyze settlement agreements re: interchange settlement motion (.3); corr. with R. Spigel re: same (.1); corr. with C. Thain re: 9019 motion research (.3); conduct research re: same (.8); review/revise interchange settlement motion re: same (.8); corr. with R. Spigel re: participation agreement (.2); corr. with C. Cosby re: interchange settlement motion (.2); review/analyze documents re: same (1.1); corr. with Willkie team re: same (.2); corr. with Vorys and Gibbs teams re: settlement agreement execution (.2); review/revise interchange settlement motion (.6); attend telephone conference with client re: interchange settlement (.4); prepare for (.2) and attend (.2) telephone conference with Porter Hedges team re: same.	5.60	6,440.00
1/21/26	D R	Corr. with Willkie team regarding ALG license agreements.	0.30	495.00
1/22/26	CJT	Attend telephone conferences (2x) with Z. Charlton re: interchange settlement motion and related research (.7); corr. with Haynes & Boone and Willkie teams re: sealing motion (.2); corr. with R. Spigel and Z. Charlton re: claims treatment research (.6); telephone conference with R. Spigel re: same (.2); review documents re same (2.0); review/revise settlement motion (1.1).	4.80	8,400.00

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1/22/26	Z C	Review/revise interchange settlement motion (1.1); various corr. with C. Thain re: same (.5); review/analyze SO5 Digital Debtors' liquidation consulting agreement motion (.3); corr. with L. Immer re: same (.1); conduct research re: same (2.1); corr. with C. Thain re: same (.3); email to C. Than re: same (.3); corr. with Z. Syedain re: OCP motion (.1); review/analyze interchange settlement agreements (.5); review/revise sealing motion re: interchange settlement (.9).	6.20	7,130.00
1/22/26	J Z	Review/analyze notices of appearance and pro hac vice applications (.6); correspondence with Willkie team re: same (.1).	0.70	294.00
1/22/26	BLF	Telephone conference with client team re: OCP motion (.3); review/ revise OCP motion (.1); corr. with Z. Syedain and client team re: OCPs (.2).	0.60	1,110.00
1/23/26	CJT	Review/revise interchange settlement motion (3.1); corr. with Z. Charlton re: same (.2); review/revise sealing motion (1.4); corr. with Vorys and Gibbs team re: interchange settlement (.2); corr. with Otterbourg team re: settlement motion (.2); telephone conference with R. Spiegel re: interchange settlement (.2); corr. with Willkie team re: same (.2); corr. with C. Hornig (Saks) and Willkie team re: settlement motion (.2)	5.70	9,975.00
1/23/26	BLF	Multiple telephone conferences with M. Weinsten (BRG), J. Hardy, Great American team, A&G, and BRG team re: SO5 stores strategy (1.5); draft store closing procedures motion (4.0).	5.50	10,175.00
1/23/26	Z S	Corr. w/ client re: OCP exhibit re: OCP motion (.5); revise OCP exhibit (.4); review/revise OCP motion (.4).	1.30	1,755.00

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1/23/26	J G	Corr. with P. Macdonald (Saks) re: tax reporting and OCP motion	0.30	472.50
1/23/26	Z C	Corr. with R. Spigel re: interchange settlement motion (.2); review/revise sealing motion re: same (1.1); corr. with R. Spigel re: same (.1); review/revise settlement motion (1.8).	3.20	3,680.00
1/23/26	J Z	Corr. with Willkie team re: final hearing on SO5 Digital Debtors liquidation, second interim cash collateral hearing for SO5 Digital, proposed deadline to object to motions and applications filed on Jan. 23 (.7); corr. with M. Sable re: same (.2); corr. with M. Loison re: same (.1).	1.00	420.00
1/23/26	J Z	Correspondence with Willkie team re: DIP milestones, intercompany transaction reports, initial debtor interview (2.7); correspondence with A. Smith re: same (.1); correspondence with M. Sable re: same (.8).	3.60	1,512.00
1/23/26	A S	Review/analyze Interim Compensation Procedures, OCP motions (3.2); correspond with Haynes Boone, R. Spigel re: same (.2).	3.40	7,055.00
1/23/26	J Z	Review/analyze Debtors' master service list (.1), SO5 Digital Debtors amended witness and exhibit list re: first day motions (.2).	0.30	126.00
1/24/26	DMS	Corr. with Willkie team and Saks team re: Simon Property motions.	0.30	682.50
1/24/26	CJT	Review/revise interchange settlement motion (.6); corr. with Willkie and Saks teams re: same (1.0); review/revise sealing motion (1.0); corr. with Willkie and Saks teams re: same (.8); corr. with Vorys, Gibbs, Bradley, and Haynes & Boone, and Saks teams re: settlement motion and sealing motion (.7).	4.10	7,175.00

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1/24/26	BLF	Correspondence with Z. Syedain and Saks team re: OCP motion.	1.20	2,220.00
1/24/26	Z C	Review/revise interchange settlement motion (2.1); corr. with Haynes and Boone team re: same (.2); corr. with Bradley, Vorys, and Gibbs teams re: same (.2); conduct research re: same (.3); review: interchange settlement motion (.4); review/revise sealing motion (1.1); corr. with C. Thain re: settlement payment allocations (.2).	4.50	5,175.00
1/24/26	R S	Review/revise sealing motion re: vendor issues (1.6); corr. with C. Thain re: same (.4).	2.00	5,590.00
1/25/26	DMS	Review/analyze OCP motion (.3); corr. with R. Spiegel re: same (.1).	0.40	910.00
1/25/26	CJT	Corr. with Vorys, Gibbs, Bradley, Saks and Willkie teams re: interchange settlement motion and related sealing motion (1.2); corr. with Haynes and Boone team re: same (.3); revise sealing motion (.2); revise settlement motion (1.4); corr. with Saks and Willkie team re: same (.3); corr. with Willkie team re: same (.8).	4.20	7,350.00
1/25/26	BLF	Review/revise OCP motion (.3); corr. with Z. Syedain and client team re: OCPs (.2).	0.50	925.00
1/25/26	Z C	Review/revise interchange settlement motion (2.1) and sealing motion (1.6); review/analyze comments from Vorys and Gibbs teams (.4); corr. with M. Weinsten (BRG) re: declaration in connection with interchange settlement motion (.1); conduct research re: same (.8).	5.00	5,750.00

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1/25/26	Z S	Review/analyze OCP motion (.3); revise OCP exhibit (1.2); corr. w/ B. Feldman and client re: same (.6); telephone conference w/ Haynes & Boone and Bradley teams re: OCP motion (.3).	2.40	3,240.00
1/25/26	R S	Review/ revise OCP motion (.8); corr. w/ B. Feldman, Z. Syedain re: same (.2); corr. w/ Z. Syedain re: same (.2).	1.20	3,354.00
1/25/26	R S	Corr. with C. Thain re: vendor settlement motion (.4); review/analyze Vorys comments re: same (.1); follow up correspondence w/ Willkie team re: same (.1); corr. with Z. Charlton and C. Thain re: settlement motion (.4); review/analyze revised settlement motion (.2); corr. with Z. Charlton and C. Thain re: same (.1).	1.30	3,633.50
1/26/26	DMS	Discuss second day pleadings with R. Spigel (.3); correspondence w/ Willkie team re: same (.2).	0.50	1,137.50
1/26/26	DMS	Review/analyze second day pleadings.	0.90	2,047.50
1/26/26	M S	Review/revise lease rejection motion.	3.40	3,145.00

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1/26/26	CJT	Corr. with Vorys, Gibbs, Bradley, Saks and Willkie teams re: interchange settlement motion (.4); corr. with BRG team re: settlement motion (.3); corr. with Willkie team re: settlement motion (.5); telephone conferences (2x) with Z. Charlton re: settlement motion (.9); telephone conference with R. Spigel re: settlement motion (.2); telephone conference with Vorys and Gibbs re: settlement motion (.6); telephone conference with BRG re: settlement motion (.2); call with Bradley, BRG, Accordion, Willkie teams re: settlement motion (.3); telephone conference with Porter Hedges, Vorys, Gibbs and Willkie teams re: settlement motion (.3); telephone conference with Vorys, Gibbs and Willkie teams re: settlement motion (.2); review/revise settlement motion (.2) and sealing motion (.4).	4.70	8,225.00
1/26/26	Z C	Prepare for (.1) and attend (.5) call with Vorys and Gibbs teams re: interchange settlement motion; attend call with BRG team re: settlement payment allocation (.3); attend call with Bradley, Accordion, and BRG teams re: same (.4); attend call with Porter Hedges, Vorys, and Gibbs teams re: interchange settlement (.3); review/revise interchange settlement motion (2.1); corr. with J. Dorchak (Morgan Lewis) re: same (.3); review/analyze other agreements re: interchange settlement (.6); review/analyze case law re: same (1.8); review/analyze other agreements re: interchange settlement (1.7).	8.10	9,315.00
1/26/26	Z S	Review/analyze interim compensation procedures motion (.4); correspondence w/ Haynes & Boone, Bradley team and client re: OCP and interim compensation procedures motions (1.3); call w/ A. Smith re OCP motion (.1).	1.80	2,430.00

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1/26/26	R S	Review/ revise interim compensation procedures motion (.4); telephone conference with A. Smith re: same (.1).	0.50	1,397.50
1/26/26	R S	Corr. with Z. Syedain, A. Smith, B. Feldman re: OCP and interim comp procedures motions (.2); follow up call with D. Sinclair re: same (.2).	0.40	1,118.00
1/26/26	DMS	Correspondence with Willkie team re: second day motion litigation strategy (.2); calls (.2)/correspondence (.2) with Willkie team regarding second day pleadings; calls (.4)/correspondence (.2) with Willkie team re: open workstreams.	1.20	2,730.00
1/26/26	R S	Telephone conference with C. Thain re: interchange settlement.	0.20	559.00
1/26/26	R S	Review/analyze revised OCP motion (.2); corr. w/ K. Lyda (Haynes and Boone) re: same (.1).	0.30	838.50
1/26/26	D R	Correspondence with Willkie team regarding certain creditor agreements.	1.10	1,815.00
1/26/26	R S	Correspondence with C. Thain and Z. Charlton re: vendor settlement motion.	0.10	279.50
1/27/26	M S	Review/revise bar date motion.	1.50	1,387.50

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1/27/26	CJT	Corr. with Willkie team re: interchange settlement motion and sealing motion (.8); corr. with BRG team re: settlement motion (.5); corr. with Saks team re: settlement motion (.5); corr. with J. Dorchak (MLB) re: settlement motion (.4); corr. with Vorys and Gibbs teams re: settlement motion (.5); calls (2x) with R. Spigel re: settlement motion (.6); calls (2x) with Z. Charlton re: settlement motion (.4); call with Vorys team re: settlement motion (.2); review/revise settlement motion (.3); corr. with Willkie, Bradley, BRG and Accordion teams re: settlement motion (.5).	4.70	8,225.00
1/27/26	Z S	Correspondence w/ A. Smith, Bradley and BRG teams re: OCP motion.	0.40	540.00
1/27/26	Z C	Review/analyze interchange settlement motion (.3) and sealing motion (.2); review/revise settlement motion (1.8); review/analyze other agreements re: interchange settlement (1.0); corr. with client (.2) and Haynes and Boone team (.1) re: settlement motion; conduct research re: settlement payment question (2.8); corr. with C. Thain re: same (.9).	7.30	8,395.00
1/27/26	R S	T/c with C. Thain re: settlement.	0.50	1,397.50

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1/28/26	CJT	Call with R. Spigel re: interchange settlement motion (.1); call with J. Martin (Bradley) re: same (.1); call with J. Krusemark (BRG) re: same (.1); call with Z. Charlton re: same (.1); review/revise sealing motion (1.3); review/revise settlement motion (1.5); corr. with Willkie team re: settlement motion (.6); corr. with Vorys and Gibbs teams re: same (.3); corr. with Porter Hedges team re: same (.1); corr. with Saks, BRG, Willkie, Bradley and Accordion teams re: settlement motion (1.0); call with J. Hardy re: same (.6).	5.80	10,150.00
1/28/26	E W	Revise employment agreement assumption motion (6.7); call (.1) and corr. (.1) with B. Lennon re: same).	6.90	10,177.50
1/28/26	R L S	Corr. w/ J. Graber re: cash management proposed final order (.2); corr. w/ Z. Charlton re: same (.2).	0.20	97.00
1/28/26	DMS	Call with B. Lennon re: upcoming motions.	0.70	1,592.50
1/28/26	J Z	Review/analyze various documents filed under seal.	0.70	294.00
1/28/26	A S	Conference with T. Marciano (Saks) re: OCP lists (.3); revise OCP motion re: same (.3).	0.60	1,245.00
1/28/26	R S	Corr. with C. Thain re: interchange settlement (.2); telephone conference with K. Norfleet (Haynes Boone) re: interchange settlement motion, open matters (.5); follow up corr. with Willkie team re: same (.1).	0.80	2,236.00
1/28/26	M S	Review/revise lease rejection motion (2.6); review/revise bar date motion (3.9).	6.50	6,012.50

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1/28/26	Z C	Review/revise exhibit to cash management motion (.3); corr. with M. Sable re: same (.5); review/analyze agreements re: interchange settlement motion (1.4); corr. with C. Thain re: same; review/revise settlement motion (1.6) and sealing motion (1.3); corr. with Haynes and Boone team re: same (.1); corr. with J. Hardy re: settlement payment (.2); corr. with C. Thain re: interchange settlement research (.4).	5.80	6,670.00
1/29/26	DMS	Review/analyze utilities motion (.1); corr. with J. Graber re: same (.1).	0.20	455.00
1/29/26	DMS	Corr. with B. Feldman, J. Hardy re: store closing motion.	0.30	682.50
1/29/26	J G	Review/analyze utilities informal inquiries and adequate assurance requests (1.0); corr. with Haynes & Boone and BRG teams re: same (.4); corr. with J. Craig (Saks) re: same (.4); review/analyze motion to vacate utilities order (.6); corr. with Willkie team re: same (.3); corr. with client re: same (.3).	3.00	4,725.00
1/29/26	M S	Review/revise SO5 lease rejection motion (.4); corr. with Willkie team re: same (.1).	0.50	462.50
1/29/26	J J H	Attend call with C. Thain re: interchange settlement issues (.2); attend call with plaintiffs' attorney (Vorys and Gibbs) re: same (.5); review/analyze research re relief (1.5); corr. with C. Thain re: same (.1).	2.30	5,750.00

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1/29/26	CJT	Corr. with Saks, Willkie, BRG, Accordion, Bradley teams re: interchange settlement motion (.5); corr. with Willkie team re: same (.7); call with Z. Charlton re: same (.3); attend call with J. Hardy re: same (.5); review/analyze Vorys and Gibbs engagement letters (.5); review/analyze participation agreement (.7); corr. with Morgan Lewis team re: settlement motion (.3); corr. with Saks and Willkie teams re: same (.3).	3.80	6,650.00
1/29/26	Z C	Corr. with C. Thain re: interchange settlement payment allocation (.2); review/revise settlement motion (1.4); corr. with Vorys and Gibbs teams re: prepetition expenses (.2); corr. with Vorys and Gibbs teams re: settlement motion (.2); review/analyze case law and research re: same (1.8).	3.80	4,370.00
1/29/26	R S	Corr. with C. Thain re interchange settlement.	0.10	279.50
1/29/26	E W	Review/revise executive employment agreement assumption motion (7.8); call (.1) and corr. (.2) with B. Lennon re: same.	8.10	11,947.50
1/29/26	L I	Analyze motion to vacate utility order (.5); draft summary re: same (.4).	0.90	832.50
1/29/26	J Z	Correspondence with M. Sable re: utility companies motion to vacate, Simon Property Group motion for relief from stay (0.1); correspondence with Willkie team re: same (0.1).	0.20	84.00
1/30/26	CJT	Attend call with Z. Charlton re: interchange settlement motion (.2); corr. with Willkie team re: same (1.5); review/revise same (2.4); corr. with Morgan Lewis team re: same (.5); corr. with Saks team re: same (.3); corr. Bradley team re: same (.5).	5.40	9,450.00

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1/30/26	E W	Review/revise executive employment agreement assumption motion (3.3); corr. with B. Lennon re: same (.5).	3.80	5,605.00
1/30/26	Z C	Corr. with C. Thain re: Vorys and Gibbs proposal (.2); corr. with Vorys and Gibbs teams re: same (.2); review/revise settlement motion re: same (.9); corr. with J. Martin re: settlement payment allocation (.3); review/revise settlement motion (1.4); review/analyze OCP motion (.2); corr. with R. Spigel and J. Hardy re: settlement motion (.2); review/analyze DIP credit agreement terms re: settlement motion (.5).	3.90	4,485.00
1/30/26	R S	Telephone conference with J. Hardy re: interchange settlement motion (.3); review/revise settlement motion (.9); corr. with C. Thain and Z. Charlton re: same (.3).	1.50	4,192.50
1/31/26	CJT	Corr. with Saks team re: interchange settlement motion (.3); corr. with Willkie team re: same (2.0).	2.30	4,025.00
1/31/26	J G	Review/revise draft bar date motion (4.3); corr. with Willkie team re: same (.3).	4.60	7,245.00
1/31/26	R S	Corr. with Z. Charlton and C. Thain re: interchange settlement motion (.5); review/analyze same (.5); call with C. DiPompeo re: same (.2).	1.20	3,354.00
		Subtotal - Other Motions/Applications	331.30	507,160.00

Plan/Disclosure Statement

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/20/26	BLF	Conduct research re: RSA framework.	1.90	\$ 3,515.00
1/21/26	BLF	Draft/revise RSA framework.	3.00	5,550.00

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1/21/26	DMS	Attend telephone conference with PJT team re: RSA framework.	0.50	1,137.50
1/22/26	BLF	Draft/revise RSA framework.	3.40	6,290.00
1/22/26	BLF	Attend telephone conference with Saks and Deloitte teams re: tax issues relating to plan structuring.	0.40	740.00
1/23/26	DMS	Review/analyze draft RSA framework.	0.40	910.00
1/23/26	R S	Corr. with D. Sinclair re: plan treatment and RSA framework.	0.10	279.50
1/23/26	DMS	Review/analyze RSA framework.	0.40	910.00
1/23/26	BLF	Conduct research re: RSA framework.	4.30	7,955.00
1/23/26	MAF	Attend RSA framework telephone conference with Debtors' professionals.	0.50	1,397.50
1/23/26	C L C	Attend meeting w/ PJT re: RSA framework.	0.50	1,037.50
1/23/26	BLF	Attend telephone conference with PJT team re: RSA framework.	0.50	925.00
1/23/26	R S	Attend telephone conference with PJT and Willkie teams re: RSA framework.	0.50	1,397.50
1/23/26	DMS	Attend call with Willkie and PJT teams re: RSA framework.	0.50	1,137.50
1/23/26	L I	Attend (in part) telephone conference with PJT team re: RSA framework.	0.40	370.00
1/24/26	DMS	Draft/revise RSA framework.	0.60	1,365.00
1/24/26	BLF	Draft/revise RSA framework.	2.10	3,885.00
1/27/26	BLF	Revise RSA framework.	0.90	1,665.00
1/27/26	BLF	Attend telephone conference with Willkie team and PJT team re: RSA framework.	0.50	925.00
1/28/26	BLF	Review/revise RSA framework.	0.60	1,110.00
1/28/26	DMS	Review/analyze RSA framework.	0.20	455.00

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1/28/26	DMS	Review/analyze RSA framework (.2); corr. with Willkie team re: same (.1).	0.30	682.50
1/28/26	WTE	Corr. with J. Tjang re: exit financing.	0.10	265.00
1/29/26	BLF	Review/revise RSA framework.	0.80	1,480.00
1/29/26	T M	Review/analyze draft bidding procedures (.9); review/analyze model RSAs (1.8); corr. with D. Sinclair and B. Feldman re: same (.3).	3.00	7,950.00
1/29/26	DMS	Review/analyze RSA framework (.2); corr. with B. Feldman, R. Spigel re same (.2).	0.40	910.00
1/30/26	M L	Revise restructuring support agreement framework (.2); corr. with Paul, Weiss team re: same (.1).	0.30	405.00
1/30/26	T G	Review/analyze RSA framework.	0.60	1,590.00
1/31/26	A S	Analyze potential chapter 11 plan framework (.4); correspond with D. Sinclair, R. Spigel re: same (.2).	0.60	1,245.00
Subtotal - Plan/Disclosure Statement			28.30	57,484.50

General Corporate

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>		<u>Amount</u>
1/14/26	N K	Draft/revise Florida and Tennessee affidavits re: governance matters.	0.40	\$	370.00
1/14/26	IPM	Corr. with A. Sotomayor (CT Corp) re: reinstatement of Cafe Beverly SFA Trust in Maryland (1.3); participate in telephone conference with Willkie team re: same (.6); conduct research re: principal address for Maryland trusts (.7); analyze declaration of trust and state filings for Cafe Beverly SFA Trust (.3); draft summary for A. Woodworth (Saks) re: reinstatement and change of registered agent for Cafe Beverly SFA Trust (.3).	3.20		5,920.00

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1/14/26	K W	Revise solicitation procedures for filing (3.9); various correspondence with Citi re: DWAC schedules and cancellation (.7); corr. with Epiq re: same (.5); various correspondence w/ Willkie team re: same (.9).	6.00	8,850.00
1/14/26	O M	Draft documents in connection with reinstatement of Cafe Beverly SFA Trust.	3.80	4,370.00
1/14/26	Q Z	Update cancellation order, officer certificate and opinion re: cancellation of certain pre-petition notes (.4); draft incumbency certificate (.3).	0.70	1,032.50
1/15/26	IPM	Conduct research re: principal address for Maryland trusts (.4); analyze annual reports filed by Cafe Beverly SFA Trust (.3); revise summary for A. Woodworth (Saks) re: reinstatement and change of registered agent for Cafe Beverly SFA Trust (.4).	1.10	2,035.00
1/15/26	MEB	Telephone conference with L. Wyman (Saks) re: co-investor questions about certain equity interests (.3); telephone conference with A. Woodworth (Saks) re: governance inquiry and strategy(.3); revise notice of exercise (.2); corr. with A. Woodworth (Saks) re: same (.1).	0.90	2,385.00
1/15/26	O M	Corr. with MD Secretary of State, H. Garber, M. Novack (Saks), I. Morganelli, M. Brandt, E. Eastwood, CSC Corp, CT Corp and A. Woodworth (Saks) i regarding reinstatement of Cafe Beverly SFA Trust.	2.60	2,990.00
1/15/26	A S	Prepare for (.1) and attend (.7) daily client touch-base call with Debtors' advisors.	0.80	1,660.00
1/15/26	V O	Attend update call with Saks team and PJT (in part).	0.50	1,397.50

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1/15/26	DMS	Attend client touch base call with Debtors' advisors.	0.70	1,592.50
1/15/26	K W	Attend conference with Willkie team, PJT, and client re: post-hearing matters.	0.40	370.00
1/15/26	Q Z	Attend Willkie internal check in call on tender offer workstream.	0.50	737.50
1/16/26	MEB	Telephone conference with A. Woodworth (Saks) re: board seat (.5); draft memo re: same (.9).	1.40	3,710.00
1/16/26	G I	Review/analyze tax fungibility of first-out notes (1.1); corr. with Willkie team and K. Bowe (Saks) re: tax reporting (.1).	1.20	3,000.00
1/16/26	R S	Telephone conference with D. Sinclair re: open corporate issues (1.4); corr. with D. Sinclair re: same, strategy (.4); corr. with Willkie team re: same (.3); telephone conference with A. Woodworth re: same (.5); telephone conference with B. Richardson re: same (.9); follow up correspondence with Willkie team re: same (.2); subsequent telephone conference with D. Sinclair re: same (.4); corr. with client and Debtors' professionals re: operations, creditor matters, and governance (.8).	4.90	13,695.50
1/17/26	DMS	Call with counsel to party in interest re: inquiry (.2); corr. with client re: same (.1); attend call with G. van Raemdonck, S. Zelin (PJT), J. Baird (PJT), M. Feldman re: strategic alternatives (.5); call with R. Spigel re: operational items and next steps (.7).	1.50	3,412.50
1/17/26	DMS	Call with A. Woodworth (Saks), R. Spigel re: ongoing operational workstreams (.8); follow up call with R. Spigel re: same (.2).	1.00	2,275.00

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1/17/26	MEB	Draft/revise memo re: open operational issues (.3); corr. with A. Woodworth (Saks) re: same (.2).	0.50	1,325.00
1/17/26	C L C	Corr. with Willkie team re: transition of India employees and India Lease.	1.10	2,282.50
1/17/26	R S	Call with B. Feldman re: IP.	0.20	559.00
1/17/26	BLF	Discuss IP license research with D. Sinclair, R. Spigel, and Z. Charlton..	0.40	740.00
1/17/26	R S	Call with D. Sinclair re: open matters, next steps (.7); call with A. Smith re: next steps, open issues (.7); correspondence w/ Willkie team re: same (.3); call with A. Geshwind (BRG) re: operations (.2); call with A. Woodworth (Saks) re: operation open issues (.3); correspondence w/ Willkie team re: same (.4); corr. with M. Loison re: ongoing workstreams (.1) and corr. w/ M. Feldman re: same (.1); call with C. Hopkins (Paul Weiss) re: open issues (.4); correspondence w/ Willkie team re: same (.3).	3.50	9,782.50
1/18/26	DMS	Correspondence with R. Spigel re: status of open workstreams.	1.00	2,275.00
1/19/26	DMS	Correspondence w/ client re: special committee agendas.	0.10	227.50
1/19/26	DMS	Corr. with R. Spigel re: operational management workstreams and governance.	1.30	2,957.50
1/19/26	DMS	Corr. with Willkie team re: governance issues.	0.60	1,365.00
1/19/26	BLF	Corr. with D. Sinclair and M. Loison re: governance matters.	0.50	925.00
1/19/26	Z S	Review/analyze LLCA (.5); correspondence w/ R. Spigel re :same (.3).	0.80	1,080.00

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1/19/26	A S	Corr. w/ client re: post-filing operations questions.	2.30	4,772.50
1/19/26	R S	Call with D. Sinclair and E. Chang re: IP matter.	0.50	1,397.50
1/19/26	DMS	Review/analyze ongoing workstreams and strategic alternatives.	0.90	2,047.50
1/19/26	A S	Analyze ongoing workstreams and strategic alternatives.	2.60	5,395.00
1/19/26	R S	Call with D. Sinclair re: open matters, next steps (1.1); review/analyze corr. re: case filing, creditor inquiries, and DIP motion (.8); review/analyze org chart (.1) and corr. with D. Sinclair re: same (.1); corr. with Z. Syedain re: same (.4); call with A. Woodworth, P. Aronzon, S. Vogel, and B. Tracy (Saks), D. Sinclair, M. Feldman re: ongoing workstreams (.8); subsequent call with D. Sinclair re: same, open issues (.5).	3.80	10,621.00
1/19/26	DMS	Attend daily touch base meeting with Saks team and advisors re: management, legal and financial advisory workstreams.	1.20	2,707.25
1/20/26	DMS	Review/analyze governance workstreams.	0.70	1,592.50
1/20/26	DMS	Call with G. Astrachan re: corporate strategy (.3); review/analyze governance workstreams (.7); corr. with Willkie team re: real estate strategy (.5).	0.30	682.50
1/20/26	IPM	Participate in telephone conference with Willkie team re: capitalization-related information requests and updates to member schedules to organizational documents (.4); conduct research re: fiduciary duties (.8); review/analyze policies and organizational documents (.4) and draft memorandum re: same (1.1).	2.70	4,995.00

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1/20/26	EAE	Corr. with M. Brandt and T. Prakash re: ongoing corporate matters.	0.50	875.00
1/20/26	EAE	Corr. with O. Malek re: organizational document amendment.	0.70	1,225.00
1/20/26	EAE	Analysis of capitalization matters (.8); correspondence w/ S. Cohen (EY) re: same (.3).	1.10	1,925.00
1/20/26	ML	Review/analyze governance updates.	7.10	9,585.00
1/20/26	GI	Corr. with Deloitte team re: commitment letter (.1); corr. with Willkie team re: loan collateral (.1); corr. with Willkie team re: DTC withholding questions (.2).	0.40	1,000.00
1/20/26	BLF	Attend call with A. Woodworth (Saks) and Willkie team re: governance considerations (.5); follow-up corr. with M. Loison re: analysis of same (1.3).	1.80	3,330.00
1/20/26	OM	Corr. with client re: reinstatement filings (.4); review/revise LLCA amendment (1.6); draft, review and revise Saks CEO guidance memorandum (2.8).	4.80	5,520.00
1/20/26	ZS	Corr. with R. Spigel, E. Eastwood, I. Morganelli, B. Feldman, C. Thain and M. Loison re: LLC amendment (.4); corr. with R. Spigel re: same (.1).	0.50	675.00
1/20/26	MEB	Telephone conference with Willkie team re: consents and amendments requested by team (.3); draft HBS Global Properties manager designation notice (.4); telephone conference with A. Woodworth (Saks Global) re: governance matters (.5); revise governance memo (.5); revise resolutions requests by Willkie team (.2).	1.90	5,035.00
1/20/26	DMS	Corr. with Willkie team re: real estate strategy.	0.50	1,137.50

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1/20/26	R S	Telephone conference with M. Weinsten (BRG) re: motions, open governance matters (.2); corr. with D. Sinclair and Saks team re: media communications (.4); telephone conference with D. Sinclair re: open matters, strategy (.8); correspondence w/ Willkie team, client re: operations and creditor matters (.8); subsequent telephone conference with D. Sinclair re: open matters, strategy (.4); telephone conference with K. Norfleet (Haynes and Boone) re: open issues, second days, MORs (.2); follow up correspondence w/ Willkie team re: same (.2); review/analyze creditor and company correspondence re: post-filing matters (1.4).	4.40	12,298.00
1/20/26	T P	Attend checklist call w/ Willkie team, client regarding open corporate items; calls (.3) and correspondence (.2) w/ client regarding transaction matters.	0.50	1,137.50
1/20/26	M L	Corr. with Willkie team re: special committee.	0.30	405.00
1/20/26	EAE	Corr. with O. Malek re: organizational document amendment (.7); corr. with M. Brandt and T. Prakash re: ongoing corporate matters (.5); telephone conference with M. Brandt, T. Prakash, I. Morganelli and O. Malek re: ongoing corporate matters (.3); corr. with S. Cohen (EY) re: capitalization matters (.3).	1.80	3,150.00
1/20/26	DMS	Attend telephone conference with Paul Weiss and Lazard teams re: real estate strategy.	0.90	2,047.50
1/20/26	T P	Conference with client to discuss governance matters.	0.60	1,365.00

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1/20/26	DMS	Multiple corr. with R. Spigel re: open workstreams (.6); various correspondence with Willkie team regarding open case workstreams (2.3).	2.90	6,597.50
1/20/26	A S	Meeting at Saks' offices with Bradley team, Accordion, BRG re: ongoing work streams and go-forward cost allocation re: SO5 Digital/Global Debtors.	9.00	18,675.00
1/21/26	DMS	Corr. with director re: case strategy (.2); corr. with B. Feldman re: open workstreams (.1).	0.30	682.50
1/21/26	M L	Corr. with Willkie team re: governance and special committee (.4); review/analyze guidance memorandum re: same (.2).	0.60	810.00
1/21/26	BLF	Corr. with Willkie team re: governance considerations.	0.20	370.00
1/21/26	IPM	Attend telephone conference with Willkie team re: officer resignations and appointments and related resolutions (.5); corr. with Willkie team re: same (.4).	0.90	1,665.00
1/21/26	O M	Review/revise Saks CEO guidance memorandum (2.4); corr. with Willkie team re: LLC agreement(.2); draft/revise omnibus consents for the appointment of new officers (2.1).	4.70	5,405.00
1/21/26	EAE	Telephone conference with M. Brandt and T. Prakash re: governance items.	0.50	875.00
1/21/26	EAE	Draft/revise amended organizational documents.	2.10	3,675.00
1/21/26	EAE	Draft/revise organizational consents.	1.00	1,750.00
1/21/26	T P	Attend call with Willkie team re: various transaction matters (.3); review/analyze LLCA (.5).	0.80	1,820.00

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1/21/26	MEB	Draft/revise governance memo (.5); telephone conference with Willkie team re: bankruptcy governance requests (.4); corr. with D. Sinclair re: governance (.3); draft/revise resolutions re: same (1.0).	2.20	5,830.00
1/21/26	JAC	Corr. with Willkie team re: operating agreement.	0.20	455.00
1/21/26	DMS	Corr. with Milbank and Willkie teams re: special committee coordination (.3); corr. with director counsel re: litigation hold (.1); corr. with Willkie team re: governance (.4); corr. with S. Vogel (Board Member) re: inquiries (.1).	0.90	2,047.50
1/21/26	R S	Corr. w/ Willkie team re: employees, operations, vendors (.1); daily sync call with Saks, PJT, Willkie teams re: case updates and operations (.5); telephone conference with A. Woodworth (Saks) re: India operations (.1); follow up correspondence w/ Willkie team re: same (.1); various corr. w/ Willkie team, client re: open governance/operational matters (1.2); telephone conference with D. Sinclair re: same (.1).	2.10	5,869.50
1/21/26	DMS	Attend special committee meeting (.7); attend HBS JV board meeting (1.0).	1.70	3,867.50
1/22/26	M L	Review/analyze corporate issues.	1.20	1,620.00
1/22/26	IPM	Corr. with Willkie team re: officer resignations and appointments and related resolutions.	0.40	740.00
1/22/26	M S	Review/analyze CEO conflicts of interest and information flow guidelines memo.	0.60	555.00

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1/22/26	O M	Corr. with Willkie team re: guidance memorandum regarding CEO (.5); draft (2.5), review/revise (1.9) CRO Appointment Consents for applicable entities; coordinate review and sign off on CRO Appointment consents (.7).	5.60	6,440.00
1/22/26	EAE	Review/analyze documents re: resignation matters.	0.50	875.00
1/22/26	T P	Review/analyze LLCA (.2); corr. with Willkie team re: transaction matters (.1).	0.30	682.50
1/22/26	MEB	Telephone conference with D. Sinclair re: terms of HBS Global Properties LLC agreement (.3); review/revise CEO governance memo (.1).	0.40	1,060.00
1/22/26	A S	Participate in meeting with M. Novak, Saks team, J. Coffey re: real estate matters.	1.50	3,112.50
1/22/26	DCD	Attend (in part) telephone conference with independent board member re: real estate information.	0.90	2,385.00
1/22/26	BLF	Attend telephone conference with L. Downing (Milbank) re: Special Committee materials.	1.00	1,850.00
1/22/26	MAF	Attend telephone conference with special committee board re: next steps.	1.00	2,795.00
1/22/26	L I	Review/analyze filings related to upcoming SO5 Debtors' hearings (.8) and draft/circulate summaries for Willkie team (.5).	1.30	1,202.50

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1/22/26	BLF	Participate in daily client meeting re: status of chapter 11 cases and upcoming case activities (.5); telephone conference with D. Sinclair and R. Britton (Paul Weiss) re: same (.3), follow-up meeting with D. Sinclair and R. Spigel re: case strategy matters (.3); participate in (partial) daily telephone conference with Willkie team re: upcoming motions and applications (.3).	1.40	2,590.00
1/23/26	M L	Revise LLCA amendment (.7); review/analyze corporate governance question (1.1).	1.80	2,430.00
1/23/26	IPM	Review/analyze ALG notices re: preference unit exchange (.9); review/analyze ALG Aggregator LLCA, upper-tier organizational documents and subscription agreements re: same (.7); corr. with Willkie team re: same (.3).	1.90	3,515.00
1/23/26	M S	Review/analyze information flow guidelines memo.	0.10	92.50
1/23/26	EAE	Draft organizational resolutions.	0.80	1,400.00
1/23/26	DMS	Corr. with B. Feldman re: special committee materials (.1); corr. with Willkie team re: DIP objector (.1); corr. with B. Feldman re: conversion notices (.1).	0.30	682.50
1/23/26	G I	Telephone conference with J. Ablan and S. Moyal re: DIP withholding (.7); telephone conference w/ D. Adler re: same (.1); draft response to Epiq re: tax withholding (.1); conduct research re: tax withholding on DIP roll-up (1); correspond with Saks tax team and Deloitte Canada re: HBSFA (.1).	2.00	5,000.00
1/23/26	R S	Correspondence w/ client regarding operations, store closings (.1); telephone conference with A. Smith re: contract matters (.2).	0.30	838.50

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1/23/26	JAC	Corr. with Willkie team re: special committee diligence requests.	0.50	1,137.50
1/23/26	ML	Attend meeting with Granite re: utilities.	0.50	675.00
1/23/26	DMS	Call w/ Willkie team regarding JV structure (.2); corr. with R. Britton (Paul Weiss) re: open items (.1).	0.30	682.50
1/23/26	BLF	Review/analyze special committee meeting slides re: upcoming case milestones (.2); correspondence with E. Vogel (BRG) re: diligence for SO5 Debtors' marketing process (.1).	0.30	555.00
1/23/26	AS	Participate in follow up meeting with M. Novak (Saks), J. Coffey re: real estate matters (1.2); participate in meeting with client, J. Graber re: utility agreement (.3); participate in meeting with A. Woodworth re: SO5 Digital/Global studio matters (.9).	2.40	4,980.00
1/24/26	DMS	Review/analyze director letter (.1); corr. with I. Putnam (Saks) re: same (.1); comment on draft special committee presentation re: timeline (.2).	0.40	910.00
1/24/26	EAE	Draft amendment to consulting agreement.	1.30	2,275.00
1/24/26	BLF	Review/analyze special committee meeting presentation materials.	0.30	555.00
1/24/26	AS	Review/respond to multiple client inquiries re: post-filing operations.	3.10	6,432.50
1/25/26	DMS	Corr. with Willkie team re: equity conversion.	0.10	227.50
1/25/26	DMS	Corr. with Willkie team re: governance matters (.2); comment on materials prepared by Willkie team for special committee of the board (.2)	0.40	910.00
1/25/26	ML	Corr. with Willkie team re: corporate matters.	1.30	1,755.00

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1/25/26	BLF	Review and revise D&O slate.	0.80	1,480.00
1/25/26	O M	Review and revise consents appointing new officers (1.3), Ian Putman amendment to Consulting Agreement (.9), and Saks CEO guidance memorandum (1.0).	3.20	3,680.00
1/25/26	R S	Corr. with W. Eguchi and J. Ablan re: exchange offer matters (.1); correspondence w/ Willkie team re: open matters and next steps (.5); corr. with A. Woodworth (Saks) re: concession/consignment (.1); corr. with D. Sinclair re: open corporate matters (.2).	0.90	2,515.50
1/25/26	EAE	Revise organizational consents re: D&O appointments.	0.70	1,225.00
1/25/26	BLF	Review/revise special committee meeting materials.	1.00	1,850.00
1/25/26	DMS	Call with R. Spigel re: open workstreams.	0.70	1,592.50
1/25/26	J B	Review/revise presentation for special committee re: key dates and milestones (.7); corr. w/ Willkie team re: same (.3).	1.00	1,650.00
1/26/26	M L	Revise LLCA amendment (1.5); corr. with Willkie team re: same (.3); revise governance documents (1.2); corr. with J. Graber re: corporate governance (.5); corr. with Willkie team re: resignation letter (.9); revise board slides (.2).	4.60	6,210.00
1/26/26	O M	Draft/review/revise consents appointing new officers (3.1); draft amendment to Consulting Agreement (2.3); draft Saks guidance memorandum (2.2); attend meeting with Willkie team re: same (.8); revise resignation consent (.4); prepare governance documents for signature (3.5).	13.20	15,180.00

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1/26/26	BLF	Conduct research re: special committee document requests.	0.50	925.00
1/26/26	N K	Review/analyze UCC-1 filings received from J. Lee (Paul Weiss).	0.20	185.00
1/26/26	IPM	Review/analyze draft resolutions re: officer resignations and appointments (.3); corr. with Willkie team re: same (.2); review/analyze ALG Aggregator LLCA, upper-tier organizational documents and subscription agreements re: preference unit exchange (.5); corr. with Willkie team re: same (.2).	1.20	2,220.00
1/26/26	MEB	Telephone conference with B. Feldman, J. Ablan, D. Sinclair, C. Chung, D. Burke, and S. Miner re: contract counterparty agreements and relationship (.6); review/revise consulting agreement amendment (.3); correspondence with E. Eastwood re: draft board consent and appointment of new officers (.3).	1.20	3,180.00
1/26/26	DMS	Corr. with Willkie team re: special committee materials (.4); call with L. Downing (Milbank) re: special committee (.1).	0.50	1,137.50
1/26/26	EAE	Revise organizational consents re: D&O appointments.	2.00	3,500.00
1/26/26	EAE	Draft amendment to consulting agreement and resignation documents.	2.00	3,500.00
1/26/26	G I	Participate in conference call with client re: sale-leaseback transaction (.1); telephone call w/ J. Coffey re: same (.1).	0.20	500.00

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1/26/26	R S	Telephone conference with D. Sinclair re: open corporate matters (.4); corr. with D. Sinclair, B. Feldman, A. Smith re: same (.2); telephone conference with A. Woodworth (Saks) re: consignment/concession and open matters (.4); review/analyze pending operations open matters (1.3); subsequent call with D. Sinclair re: open matters, strategy (.4).	2.70	7,546.50
1/26/26	A S	Meetings (2x) with T. Marciano (Saks) re: post-filing operations (2.2).	2.20	4,565.00
1/26/26	DMS	Attend meeting with Willkie, PJT, BRG, C Street, Saks teams re: open workstreams and strategy.	0.50	1,137.50
1/27/26	BLF	Corr. with M. Loison and A. Smith re: various corporate governance matters.	0.20	370.00
1/27/26	O M	Review/revise CRO consents (1.1); review/revise Geoffroy (.8), Lana (.7) and Darcy (.7) officer appointment resolutions; attend meeting with Willkie team re: action items (.3).	3.60	4,140.00
1/27/26	J G	Review/revise interested party NDA (.8); corr. with Willkie team re: same (.4).	1.20	1,890.00
1/27/26	MEB	Telephone conference with Willkie team re: action item checklist (.3); telephone conference with B. Hewitson, C. DiPompeo, N. Ward, T. Ryan, and D. Burke re: governance matters connected to deposition preparation (.5).	0.80	2,120.00
1/27/26	DMS	Review/analyze documents re: special committee diligence requests.	0.20	455.00
1/27/26	EAE	Review/analyze foreign entity dissolution documents.	0.50	875.00
1/27/26	EAE	Corr. with Willkie team re: ongoing corporate/operations workstreams.	0.50	875.00

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1/27/26	EAE	Revise consent re: officer appointments.	1.00	1,750.00
1/27/26	IPM	Corr. with Willkie team re: corporate matters (.2); call with R. Giggs re: preference unit exchange (.5); review/analyze drafts of KSA powers of attorney and dissolution resolutions (.3); corr. with Willkie team re: same (.2).	1.20	2,220.00
1/27/26	N W	Participate in telephone conference with Willkie team re: corporate authorization issues (.5); participate in telephone conference with Willkie team re: LLC amendment issues (.5).	1.00	2,075.00
1/27/26	BSH	Conf. with BRG re: critical vendors.	0.50	675.00
1/27/26	R S	Telephone conference with D. Sinclair re: case strategy (.5); telephone conference with C. Hopkins (Paul Weiss), M. Salvucci (Paul Weiss), D. Sinclair, C. DiPompeo re: same (.5); follow up correspondence w/ Willkie team re: same (.4); telephone conference with L. Downing, D. Gore, J. Slocum, S. Vora, B. Hershon re: same (.5); follow up discussion with D. Sinclair re: same (.5); telephone conference with A. Hede, M. Weinsten, J. Martin, A. Geshwind (BRG), J. Hardy re: open workstreams (.3); follow up call with A. Woodworth (Saks) re: same (.1); corr. with J. Graber re: intercompany transaction (.4); follow up correspondence w/ Willkie team re: same (.1).	3.30	9,223.50
1/27/26	EAE	Attend telephone conference with M. Brandt, O. Malek, I. Morganelli and T. Prakash re: governance matters.	0.50	875.00
1/27/26	IPM	Attend telephone conference with Willkie team re: officer appointment resolutions, consents and amendments.	0.50	925.00

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1/27/26	G I	Attend call with D. Adler re: governance (.2).	0.20	500.00
1/27/26	DMS	Call with R. Britton (Paul Weiss) re: various workstreams (.2); call with R. Spigel re: same (.2); call with G. Astrachan re: same (.1); call with R. Spigel re: same (.2); call with M. Feldman re: same (.1).	0.80	1,820.00
1/27/26	DMS	Discuss ongoing workstreams with R. Spigel, B. Feldman.	1.00	2,275.00
1/27/26	MAF	Participate in telephone conference with B. Richardson (Saks) and M. Weinsten (Saks) re: post-filing operations and strategy.	0.50	1,397.50
1/28/26	O M	Corr. with client and registered agent re: documents to reinstate Cafe Beverly SFA Trust (.5); generate D&O slate blacklines for client (.7); attend meeting with Willkie team re: ongoing workstreams (.7); review/analyze charter documents (.9).	2.80	3,220.00
1/28/26	IPM	Telephone conference with Willkie team re: officer removals and appointments and related consents, consulting agreement amendment and draft disclosures (.4); review/analyze executed governance agreements and side letters re: officer appointments and consulting agreement amendment (.5); corr. with Willkie team re: same (.3); corr. with Willkie team re: Cafe Beverly SFA Trust reinstatement (.3).	1.50	2,775.00
1/28/26	T P	Corr. with Willkie team re: various transaction and governance matters.	0.80	1,820.00
1/28/26	MEB	Telephone conference with D. Sinclair, G. Astrachan, and T. Prakash re: corporate workstreams (.4); corr. with O. Malek, E. Eastwood, and I. Morganelli re: same (.2).	0.60	1,590.00

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1/28/26	DMS	Attend call with I. Putnam (Saks) re: real estate issues (.1); review/analyze communications packet for G. van Raemdonck (Saks) (.1); corr. with Willkie team re: governance items (.1).	0.30	682.50
1/28/26	EAE	Review/analyze prior consents and approvals.	1.50	2,625.00
1/28/26	EAE	Call with M. Loison re: governance matters.	0.30	525.00
1/28/26	EAE	Review/analyze D&O slate updates.	1.00	1,750.00
1/28/26	EAE	Call with T. Prakash re: governance items.	0.50	875.00
1/28/26	R S	Call with J. Graber re: intercompany transactions.	0.20	559.00
1/28/26	EAE	Attend call with I. Putnam re: real estate issues (.1); review/analyze communications packet for G. van Raemdonck (.1); corr. with Willkie team re: governance items (.1).	0.30	525.00
1/28/26	A S	Attend meeting with A. Woodworth (Saks) re: governance matters (.9).	0.90	1,867.50
1/28/26	MAF	Attend board meeting with restructuring committee.	0.50	1,397.50
1/28/26	R S	Corr. with D. Sinclair re: process, strategy, open issues.	0.20	559.00
1/28/26	MAF	Attend meeting with G. Van Raemdonck re: case updates and work streams.	1.00	2,795.00
1/28/26	TPR	Attend weekly telephone conference with special committee counsel re: case updates.	0.40	700.00

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1/28/26	DMS	Attend meeting with Milbank re: special committee touch base (.4); attend meeting with Willkie team regarding allocation of workstreams (.4); attend meeting with special committee and Milbank/Willkie teams re: touch base and ongoing work streams (.6).	1.40	3,185.00
1/29/26	M L	Corr. with Willkie team re: governance matters.	2.10	2,835.00
1/29/26	BLF	Corr. with M. Loison re: corporate governance issues(.5); conduct research re: same (.5).	1.00	1,850.00
1/29/26	O M	Review/ revise guidance memorandum for CLO (.9); corr. with Cafe Beverly SFA Trust's registered agent re: expedited reinstatement filing (.2).	1.10	1,265.00
1/29/26	IPM	Participate in telephone conference (.3) and discussion (.2) with Willkie team re: officer removals and appointments and related consents; various corr. with Willkie team re: same (1.1); participate in telephone conference (.4) and discussion (.4) with Willkie team re: governance matters and Cafe Beverly SFA Trust reinstatement; review/analyze organizational documents re: same (1.1); corr. with Willkie team re: same (1.4).	4.90	9,065.00
1/29/26	EAE	Draft summary and analysis re: governance matters.	1.20	2,100.00
1/29/26	EAE	Review/analyze Canada entity governance matters.	1.00	1,750.00
1/29/26	R S	Telephone conference with J. Morris (Saks) re: intercompany transfers (.2); corr. with J. Graber re: same (.2); corr. with M. Brandt, G. Astrachan re: corporate governance (.1).	0.50	1,397.50

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1/29/26	MEB	Telephone conference (.2) and corr. (.1) with E. Eastwood, T. Prakash, O. Malek, and I. Morganelli re: open corporate governance items.	0.30	795.00
1/29/26	JAC	Prepare for (.2) and attend (.9) Simon JV telephone conference with Paul Weiss team.	1.10	2,502.50
1/29/26	MEB	Prepare for (.4) and attend (.9) telephone conference with Willkie and Paul Weiss re: HBSGP governance questions.	1.30	3,445.00
1/29/26	C L C	Participate in telephone conference re: Simon JV w/ Paul Weiss and Willkie teams.	0.70	1,452.50
1/29/26	MAF	Telephone conference w/ G. Van Raemdonck re: case issues, strategy.	0.50	1,397.50
1/30/26	DMS	Correspondence w/ Willkie team re: vendor outreach and rejection motion.	0.10	227.50
1/30/26	DMS	Corr. with Willkie team re: D&O slate.	0.10	227.50
1/30/26	G I	Corr. with Willkie team re: prepetition contingent tax liabilities.	0.10	250.00
1/30/26	IPM	Participate in telephone conferences (3x) with Willkie team re: officer and director appointments, related consents and agreements and reinstatement of Cafe Beverly SFA Trust (1.6); corr. with A. Sotomayor (CT Corp) re: reinstatement (.2); corr. with Willkie team re: governance matters (.3); review/revise summaries for client re: officer and director appointments, reinstatement of SFA Trust and other corporate and governance matters (.4); various correspondence w/ Willkie team re: same (.9).	3.40	6,290.00

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1/30/26	MEB	Revise amended resolutions and consulting agreement (.4); telephone conference with O. Malek, T. Prakash, E. Eastwood, and I. Morganelli re: corporate action items (.6); telephone conference with O. Malek, M. Loison, D. Sinclair, R. Spigel, B. Feldman, T. Prakash, E. Eastwood, and I. Morganelli re: corporate action items (.3).	1.30	3,445.00
1/30/26	EAE	Telephone conference with T. Prakash re: governance matters (.3); draft governance summary (.2).	0.50	875.00
1/30/26	M L	Corr. with A. Woodworth (Saks) re: governance matters.	0.90	1,215.00
1/30/26	O M	Review/analyze appointment documents re: governance matters.	2.20	2,530.00
1/30/26	R S	Call with A. Woodworth (Saks), G. Astrachan, D. Sinclair re: open corporate matters (.4); telephone conference with D. Sinclair re: same (.2); telephone conference with J. Graber re: NDA (.1).	0.70	1,956.50
1/30/26	EAE	Attend (in part) telephone conference with M. Brandt, T. Prakash and B. Feldman re: governance matters.	0.30	525.00
1/30/26	M L	Attend meeting with Willkie team re: governance issues.	0.50	675.00
1/30/26	O M	Attend meeting with Willkie team re: governance issues.	0.50	575.00
1/30/26	BLF	Attend (in part) telephone conference with Willkie team re: corporate governance issues.	0.30	555.00
		Subtotal - General Corporate	246.30	464,491.25

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General Litigation

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/14/26	CD	Review/revise preparatory materials re: testimony at first day hearing.	3.40	\$ 7,735.00
1/14/26	A D	Conduct research re: motions to dismiss.	3.00	4,725.00
1/14/26	A D	Conduct research re: inquiries from Willkie team re: first day filings.	1.10	1,732.50
1/14/26	JAC	Corr. with Paul Weiss regarding document requests.	0.70	1,592.50
1/14/26	BSH	Draft materials for witness prep session re: first day hearing (1.9); prepare witness for first day hearing (2.3).	4.20	5,670.00
1/14/26	TPR	Correspondence w/ Willkie team regarding upcoming first day hearing (.9); attend mock cross prep session with M. Weinsten (BRG) (1.4).	2.30	4,025.00
1/14/26	SRL	Call with B. Feldman re: first day hearing prep (.2); meeting with J. Braid re: hearing prep (1.3); call with C. DiPompeo re: prep for first day hearing evidence (.3).	1.80	4,095.00
1/14/26	R L S	Prepare materials for first day hearing.	7.00	3,395.00
1/14/26	CD	Office conference with M. Weinsten (BRG) to prepare for testimony at first day hearing.	1.90	4,322.50
1/14/26	N W	Office conference with M. Weinsten (BRG) re: first day hearing examination prep.	1.90	3,942.50
1/15/26	L K	Conduct research re: Fifth Circuit for stay reply (1.0); draft reply to potential stay (2.8); review/analyze audio recordings from first day hearing for potential stay reply (5.4).	9.20	13,570.00

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1/15/26	R S	Telephone conference with C. DiPompeo re: complaint, strategy (.5); telephone conference with S. Lombardi re: first day hearing (.1).	0.60	1,677.00
1/15/26	L K	Correspond with D. Burke and D. Morris re: potential stay reply.	0.40	590.00

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1/15/26	N W	<p>Participate in office conference with S. Lombardi re: litigation tasks (.5); participate in telephone conference with C. DiPompeo re: potential DIP appeal and tasks re: same (.4); participate in telephone conference with S. Lombardi and D. Morris re: discovery and litigation planning (.5); corr. with T. Ryan re: common interest agreement (.4); revise common interest agreement (1.6); corr. with T. Ryan and C. DiPompeo re: same (.3); corr. with Willkie team re: DIP objections and first day filings (.5); correspond with Willkie team re: document collection and protective order (.2); analyze first day hearing testimony (1.2); participate in telephone conference with L. Kirschner re: same (.2); participate in telephone conference with PJT re: document collection (.5); corr. with Willkie team re: potential appeal and stay motion (.6); revise draft adversary complaint re: certain potential claims against certain potential party in interest (2.2); correspondence w/ Willkie team re: potential appeal briefing (.4); participate in office conference with C. DiPompeo re: adversary complaint re: certain potential claims against certain potential party in interest and appeal strategy (.5); corr. with Willkie team re: litigation strategy and assignments (1.2); prepare for telephone conference with A. Woodworth (Saks) and Willkie team re: litigation hold (.3); participate in same (.5); participate in telephone conference with D. Morris re: same (.3).</p>	12.30	25,522.50
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1/15/26	DM	Attend telephone conference with A. Woodworth (Saks) and S. Lombardi re: litigation hold (.8); attend meeting with S. Lombardi and N. Ward re: case strategy (.5); attend meeting with N. Ward re: same (.3); draft agenda for case strategy meeting (.8); analyze legal research re: objection of potential party in interest (1.5); attend telephone conference with B. Feldman re: litigation hold (.2); attend telephone conference with S. Lombardi re: same (.1); attend telephone conference with B. Hewitson re: same (.1); revise draft of litigation hold (.6); attend telephone conference with N. Ward re: document collection (.2); analyze first day hearing transcript (1.5).	6.60	11,550.00
1/15/26	TPR	Correspondence w/ Willkie team regarding revised DIP documents and court filings (1.2); draft search term list for upcoming document collections (1.5).	2.70	4,725.00
1/15/26	SRL	Telephone conference with D. Burke re: opposition to stay relief motion (.3); telephone conference with C. DiPompeo re: prep for second day hearing discovery and testimony (.6); telephone conference with M. Stancil and C. DiPompeo re: opposition to appeal and stay relief motion (.5); attend telephone conference with N. Ward and (in part) B. Hewitson re: the same and discovery (.5); telephone conference with D. Morris re: discovery (.1); attend meeting with B. Hewitson re: DIP research (.1); telephone conference with A. Woodworth (Saks) re: discovery prep (.6); review/analyze materials re: second day hearing and discovery (2.5); review/analyze research re: interim orders (1.1).	6.30	14,332.50

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1/15/26	A D	Review and revise potential adversary proceeding complaint.	0.10	157.50
1/15/26	BSH	Revise draft litigation hold (.9); corr. with D. Morris re: draft litigation hold (.4).	1.30	1,755.00
1/15/26	TPR	Review/analyze research regarding common interest privilege (1.0); review/revise draft of common interest agreement with SO5 (1.4).	2.40	4,200.00
1/15/26	M T S	Corr. w/ Willkie team re: possible emergency appeal and stay issues (2.7); telephone conference with C. DiPompeo and S. Lombardi re: same (.4); corr. with Willkie team re: same (.3); review/analyze orders and objections re: first days (.5); corr. with Willkie team re: assignments (.4); analyze research and next steps (1.2).	5.50	15,372.50
1/15/26	D M	Attend call with PJT Partners re document collection (.8); telephone conference with the Debtors re: document collection (.8).	1.60	2,800.00
1/15/26	TPR	Attend (in part) telephone conference with client and BRG re: upcoming document collection.	0.50	875.00
1/15/26	A D	Conduct research re: bond requirement in appeals.	2.10	3,307.50
1/15/26	M D	Conduct research re potential claims.	5.20	4,810.00
1/15/26	Q Z	Compile/redact documents for noteholder data room (1.0); corr. with Willkie team re: DWAC schedules and loans allocation (.2); review/analyze solicitation materials (1.2).	2.40	3,540.00
1/15/26	H P	Corr. with Willkie team and service providers re: data room (.3); coordinate hearing audio for review in IsoProjects (.4); corr. with Willkie team re: video split (.2).	0.90	436.50

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1/15/26	A D	Review/revise notes re: document collection.	0.90	1,417.50
1/15/26	A D	Conference with PJT to discuss document collection.	0.50	787.50
1/15/26	H P	Telephone conference with Willkie and PJT teams regarding ESI collection (.7); telephone conference with Willkie team and client regarding ESI collection (.7).	1.40	679.00
1/15/26	H-K C	Telephone conference with Willkie team, LTS and PJT re: proposed discovery collection (.7); telephone conference with Willkie team, LTS and Saks re: discovery collection scope and process (.7).	1.40	1,106.00
1/15/26	TPR	Participate in telephone conference with PJT to discuss upcoming document collection (.8); prepare for (.2) and participate in (.8) telephone conference with client's advisors to discuss upcoming document collection.	1.80	3,150.00
1/16/26	BSH	Attend telephone conference with M. Stancil re: litigation strategy (1.2); corr. with N. Ward re: deadline to file adversary complaint (.3); conduct follow up research (3.6); attend telephone conference with D. Morris re: discovery requests (.5).	5.60	7,560.00
1/16/26	Y K	Corr. with Willkie team re: document review (.2); call with A. Dorner re: case strategy and background for litigation matters (.2); corr. with Willkie team re: same (.7); review/analyze background materials re: settlement with certain potential party in interest (.8); teleconference with Willkie team re: litigation issues kickoff (.5); telephone conference with Willkie team re: case status and workstreams (.5); review/analyze litigation task list (.2).	3.10	4,185.00

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1/16/26	MF	Attend telephone conference w/ Willkie team regarding impending litigation requests and workstreams.	0.30	345.00
1/16/26	CR	Conduct research re open issues (2.6); attend telephone conference with Willkie team re: workstreams and document review (.5).	3.10	2,867.50
1/16/26	CD	Corr. with Willkie team re: litigation work streams following first day hearing.	1.20	2,730.00
1/16/26	DB	Review/analyze potential claims re: certain potential claims against certain potential party in interest.	1.80	4,095.00
1/16/26	WTE	Telephone conference with D. Burke re: potential adversary proceeding concerns.	0.60	1,590.00
1/16/26	TPR	Corr. with client re: document collection (.2); teleconf. with Willkie team re: litigation tasks (1.0); teleconf. with D. Morris re: case strategy (.5); prepare for (.5) and participate in (.8) teleconf. with Willkie team re: case background; prepare outlines for responses and objections re: discovery requests (3.4).	6.40	11,200.00

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1/16/26	N W	Conduct research re: discovery obligations (.5); corr. with D. Morris, S. Lombardi re: same (.2); review/analyze first day hearing transcript (.9); review/analyze DIP credit agreements (.4); review/revise common interest agreement (.3); review/analyze discovery strategy re: potential claims against party in interest (.5); corr. with Willkie team re: same (.3); teleconf. with Willkie team re: litigation strategy (1.4); teleconf. with S. Lombardi, Willkie team re: same (.9); teleconf. with Willkie team re: litigation tasks (1.0); teleconf. with C. DiPompeo re: potential claims against party in interest (.5); teleconf. with A. Dorner, L. Kirschner re: discovery considerations (.5); corr. with Willkie team re: litigation hold (.3); corr. with Willkie team re: litigation issues re: party in interest (.5); corr. with Willkie team re: potential claims against party in interest (.2).	8.40	17,430.00
1/16/26	SRL	Teleconf. with Willkie team re: discovery considerations, objections (1.5); teleconf. with N. Ward, Willkie team re: same (.9); teleconf. with D. Morris re: discovery considerations (.1); review/analyze discovery, materials re: second day hearing (3.4).	5.90	13,422.50
1/16/26	A D	Teleconf. with Willkie team re: document production, adversary proceedings.	1.30	2,047.50
1/16/26	S M	Teleconf. with Willkie team re: document production.	0.50	462.50
1/16/26	A D	Review/analyze litigation hold (.1); correspondence w/ Willkie team re: same (.2).	0.30	472.50
1/16/26	A D	Teleconf. with N. Ward, L. Kirschner re: discovery.	0.60	945.00

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1/16/26	A D	Teleconf. with Willkie team re: document production.	0.30	472.50
1/16/26	A D	Teleconf. with L. Kischner, Y. Kim, M. Ducille re: discovery.	0.50	787.50
1/16/26	A D	Teleconf. with Y. Kim re: Amazon objection.	0.20	315.00
1/16/26	A D	Review/revise draft potential adversary proceeding complaint.	1.10	1,732.50
1/16/26	A D	Corr. with N. Ward, L. Kirschner, Y. Kim re: discovery.	0.80	1,260.00
1/16/26	A D	Corr. with Willkie team re: DIP financing litigation considerations.	0.40	630.00
1/16/26	M D	Conduct research re: claims.	8.80	8,140.00
1/16/26	H P	Attend telephone conference with Willkie team and service providers re: ESI collection, transfer and processing (.8); attend meeting (1.2) and correspondence (.6) with Willkie team regarding ESI collection, processing and review.	2.60	1,261.00

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1/16/26	D M	<p>Corr. with KLDISCOVERY and Debtors re: document collection (1.5); analyze caselaw re: litigation holds (.7); attend telephone conference with N. Ward and S. Lombardi re: case strategy (.5); attend telephone conference with L. Kirschner re: litigation hold (.1); attend Willkie team telephone conference re: case strategy (.4); attend telephone conference with S. Lombardi re: Amazon objection (.1); attend telephone conference with A. Jones re: case background (.2); attend telephone conference with Willkie team re: document review (.5); revise draft of litigation hold (.3); corr. with Willkie team re: case background and document review (.6); attend telephone conference with C. Cosby re: DIP Credit Agreements (.1); attend telephone conference with C. Hornig (Saks) re: document collection (.2); corr. with S. Lombardi and N. Ward re: case strategy (.5); corr. with J. Graber re: suggestions of bankruptcy (.2); attend telephone conference with A. Dorner re: case strategy (.1); attend telephone conference with B. Hewitson re: litigation hold (.1); corr. with H. Pepaj re: document collection (.2).</p>	6.30	11,025.00
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1/16/26	L K	Attend telephone conference with N. Ward, T. Ryan, and BRG team re: document collection and strategy (.5); attend telephone conference with D. Morris and Willkie team re: case strategy (.4); attend meeting with M. Stancil, D. Burke, C. DiPompeo, S. Lombardi, N. Ward, B. Sullivan to discuss discovery and litigation strategy (1.3); draft list of offensive discovery request topics (1.4); corr. with D. Morris re: offensive discovery requests (.1); conduct legal research re: litigation holds (1.5); corr. with Willkie team re: objection regarding certain potential party in interest (.6).	5.80	8,555.00
1/16/26	M L	Attend Willkie meeting re: ongoing workstreams.	0.80	1,080.00
1/16/26	TPR	Prepare for (.8) and attend (.9) conference with BRG re: diligence requests and document collection.	1.70	2,975.00
1/16/26	N W	Participate in telephone conference with BRG and Willkie team re: document collection (in part).	0.50	1,037.50
1/16/26	D B	Attend call with Willkie team re: discovery, potential appeal arguments, second day hearing, and related issues.	1.00	2,275.00
1/16/26	M D	Attend meeting with Willkie litigation team re restructuring-related litigation issues. [TC 009]	1.00	925.00
1/16/26	L K	Telephone conference with A. Dorner, Y. Kim, M. Ducille regarding upcoming litigation workstreams.	0.50	737.50
1/17/26	H T	Review/analyze litigation strategy.	0.80	740.00
1/17/26	L K	Draft requests for production re: potential party in interest.	7.70	11,357.50

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1/17/26	H P	Corr. with Willkie team, service providers re: document production considerations.	0.50	242.50
1/17/26	D M	Corr. with client re: document collection (.7); corr. with S. Lombardi, N. Ward re: case strategy (.5); review/analyze requests for production re: potential party in interest (.6); teleconf. with T. Ryan re: case strategy (.4); corr. with L. Kirschner re: same (.1); corr. with service provider re: document collection (.2).	2.50	4,375.00
1/17/26	Y K	Review/analyze requests for production re: potential party in interest (.2); corr. with Willkie team re: drafting responses and objections to same (.4); draft responses and objections to requests for production re: potential party in interest (2.4); review/analyze case strategy summaries (1.6).	4.60	6,210.00
1/17/26	TPR	Teleconf. with D. Morris re: document collection and review (.4); review/revise common interest agreement draft (.4); draft document review protocol (3.6).	4.40	7,700.00
1/17/26	N W	Conduct research re: common interest privilege (1.2); corr. with C. DiPompeo re: same (.2); review/revise common interest agreement (.4); corr. with Willkie team re: discovery strategy (.2).	2.00	4,150.00
1/17/26	SRL	Corr. with Willkie team re: discovery requests and document review.	0.30	682.50
1/17/26	A D	Draft responses and objections to discovery requests.	1.10	1,732.50
1/17/26	A D	Corr. with D. Morris re: responses and objections to discovery requests.	0.60	945.00
1/17/26	BLF	Correspondence with R. Spigel re: miscellaneous litigation questions re: first day relief.	0.20	370.00

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1/18/26	J T	Review/analyze litigation strategy.	0.10	115.00
1/18/26	BSH	Draft protective order re: discovery.	1.90	2,565.00
1/18/26	H P	Corr. with Willkie team, service providers re: data transfer and processing.	0.50	242.50
1/18/26	M F	Review/analyze background documents re: Saks historical litigation and litigation workstreams.	3.00	3,450.00
1/18/26	D M	Corr. with H. Chang re: document review (.8); corr. with client re: document collection (.3); corr. with C. DiPompeo re: case strategy (.2); corr. with H. Pepaj re: document collection (.3); review/analyze collected documents (.7); review/analyze draft of requests for production (.6); review/analyze draft of responses and objections to same (.6).	3.50	6,125.00
1/18/26	H-K C	Corr. with D. Morris, H. Pepaj, service provider re: document processing (.1); corr. with D. Morris, service provider re: search criteria (.3).	0.40	316.00
1/18/26	Y K	Draft responses and objections to requests for production re: potential party in interest.	2.60	3,510.00
1/18/26	TPR	Teleconf. with D. Morris re: document collection and review (.4); review/revise common interest agreement draft (.4); draft document review protocol (2.8).	3.60	6,300.00
1/18/26	N W	Revise responses and objections to requests for production re: potential party in interest (1.6); corr. with Willkie team re: same (.3); corr. with D. Morris, S. Lombardi, L. Kirschner re: document discovery issues (.3).	2.20	4,565.00
1/18/26	SRL	Review/revise draft responses and objections to requests for production.	0.60	1,365.00

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1/18/26	A D	Review/revise responses and objections to discovery requests.	5.30	8,347.50
1/19/26	H P	Corr. with Willkie team, service providers re: ESI processing.	0.40	194.00
1/19/26	DMS	Review/analyze complaint re: potential claims against potential party in interest.	0.10	227.50
1/19/26	H T	Conf. with Willkie team re: litigation workstreams, strategy (1.3); review/analyze materials re: DIP financing (.3).	1.60	1,480.00
1/19/26	D M	Review/revise document review protocol draft (1.5); teleconf. with N. Ward re: document collection and review (.7); corr. with service provider re: same (.5); corr. with L. Kirschner re: same (.5); corr. with M. Chang re: document review process (.6); teleconf. with J. Taylor re: case strategy (.3); corr. with A. Jones re: same (.2); corr. with PJT re: document collection (.3); review/analyze document collection (.3); corr. with S. Lombardi re: case strategy (.2).	5.10	8,925.00
1/19/26	J T	Teleconf. with D. Morris re: litigation strategy (.5); corr. with Willkie team re: same (.1).	0.60	690.00
1/19/26	H-K C	Corr. with service provider, D. Morris re: data processing, collection (.2); review/analyze filter criteria (.1); corr. with D. Morris re: same (.1); review/analyze tagging fields and protocol layout (.2).	0.60	474.00
1/19/26	C R	Review/analyze materials re: second day hearing.	1.10	1,017.50
1/19/26	A J J	Teleconf. with J. Graber re: suggestions of bankruptcy (.2); draft same (1.5); corr. with client, Haynes & Boone re: same (.4); corr. with Willkie team re: document review considerations (.3).	2.40	3,540.00

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1/19/26	L K	Review/analyze documents re: requests for production (4.5); corr. with B. Feldman, J. Graber re: document collection (.5); draft summary re: response to requests for production (1.6); corr. with M. Ducille, D. Morris re: local rules re: same (.3).	6.90	10,177.50
1/19/26	TPR	Review/revise document review protocol draft (1.9); review/analyze credit agreements (.6); collect documents responsive to third party requests (1.1).	3.60	6,300.00
1/19/26	J G	Corr. with A. Jones re: suggestions of bankruptcy (.7); corr. with local counsel re: same (.2); review/revise same (.9).	1.80	2,835.00
1/19/26	R S	Review/revise suggestions of bankruptcy (.3); corr. with J. Graber re: same (.2); review/revise complaint re: potential claims against potential party in interest (2.6); corr. with J. Coffey, C. DiPompeo re: same (.1).	3.20	8,944.00
1/19/26	D B	Review/analyze litigation strategy re: potential party in interest.	0.60	1,365.00
1/19/26	Y K	Review/analyze local rules re: litigation considerations (.3); review/revise responses and objections to requests for production (1.6); corr. with Willkie team re: document review (.2); review/analyze background materials, DIP motion re: litigation considerations (2.0).	4.10	5,535.00
1/19/26	JAC	Review/analyze complaint re: potential claims against potential party in interest.	2.10	4,777.50

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1/19/26	N W	Revise draft complaint re: potential claims against potential party in interest (2.2); teleconf. with C. DiPompeo re: same (.2); corr. with Willkie team re: same (.5); teleconf. with C. DiPompeo re: document discovery issues, litigation strategy (.7); teleconf. with D. Morris re: discovery considerations (.6).	4.20	8,715.00
1/19/26	SRL	Corr. with Willkie team re: discovery considerations.	0.40	910.00
1/19/26	A D	Revise responses and objections to discovery requests.	3.00	4,725.00
1/19/26	A D	Corr. with C. DiPompeo, N. Ward, S. Lombardi re: waiver research.	0.80	1,260.00
1/19/26	A D	Corr. with L. Kirschner re: document collection considerations.	0.70	1,102.50
1/19/26	BLF	Review/analyze materials re: ongoing litigation considerations (1.9); draft summary re: same (1.5); review/revise same (.8); corr. with client re: same (2.2).	6.40	11,840.00
1/19/26	M D	Conduct legal research re: potential claims (12.9); correspondence with D. Burke re: same (.3).	13.20	12,210.00
1/19/26	CD	Review/revise draft adversary complaint.	2.60	5,915.00
1/19/26	Z C	Prepare for (.2) and attend (.3) meeting with Morgan Lewis and Otterbourg teams re: interchange settlement.	0.50	575.00
1/20/26	M F	Prepare for Willkie team document review kickoff meeting.	0.90	1,035.00
1/20/26	M F	Prepare for Willkie team document review conference (.9); review/analyze documents re: requests for production (2.1).	2.10	2,415.00

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1/20/26	H T	Review/analyze documents re: various objectors' requests for production (.7); review/analyze documents for privilege (.7).	1.40	1,295.00
1/20/26	J T	Review/analyze documents re: requests for production.	2.20	2,530.00
1/20/26	H T	Review/analyze witness declarations (1.4); corr. with Willkie team re: document review protocol (.6).	2.00	1,850.00
1/20/26	J T	Review/analyze witness declarations (.7) and document review protocol (.2); conf. with Willkie team re: document review strategy (1.5).	2.40	2,760.00
1/20/26	A D	Research re: discovery filing requirements.	0.70	1,102.50
1/20/26	A D	Corr. with Willkie team re: discovery (.7); corr. with Willkie team re: responses and objections re: potential claims against potential party in interest (.3).	0.30	472.50
1/20/26	CJT	Teleconf. with D. Burke re: potential claims against potential party in interest (.1); corr. with D. Burke re: same (.2).	0.30	525.00
1/20/26	H P	Corr. with Willkie team regarding ESI processing (.2); coordinate document loading exports (.5); corr. with Willkie team re: same (.5); review/revise project logs (.2); corr. with Willkie team, service providers re: ESI collection, processing, formatting (3.1).	1.40	679.00
1/20/26	BSH	Corr. with N. Ward re: draft protective order (.2); draft litigation strategy summary (.6); review/analyze research re: DIP financing litigation considerations (.4); teleconf. with D. Morris re: document review protocol (1.2); analyze same (.5).	2.90	3,915.00

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1/20/26	L K	Corr. with D. Morris re: document collection.	0.20	295.00
1/20/26	A J J	Corr. with Willkie team re: ESI protocol (.1); teleconf. with Willkie team re: document review strategy (1.4); review/analyze document review protocol, litigation documents (2.5); review/analyze documents for production (2.1).	6.10	8,997.50
1/20/26	L K	Review/analyze first day hearing transcript (1.6); corr. with H. Pepaj re: document uploads (.2); corr. with D. Burke, M. Loison re: proofs of claim (.4); review/analyze requests for production (.8); review/analyze documents re: collection (3.5).	6.50	9,587.50
1/20/26	Y K	Review/analyze witness declarations, (3.4); conduct research re: proofs of claim (.6); draft responses and objections re: requests for production (1.7); review/analyze document review protocol (1.1); teleconf. with Willkie team re: document review (1.5); corr. with Willkie team re: document review (.3); review/analyze documents re: requests for production (1.6).	10.20	13,770.00
1/20/26	M T S	Research litigation issues re: potential claims against parties in interest.	0.50	1,397.50
1/20/26	N W	Teleconf. with C. DiPompeo re: draft complaint and litigation strategy.	0.50	1,037.50
1/20/26	A S	Call with client re: pending litigation matters.	0.80	1,660.00

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1/20/26	H-K C	Review/analyze updates re: data processing, collection (.4); review/revise draft document review protocol (.8); review/revise workspace layouts and views re: production review (1.2); teleconf. with D. Morris re: document review strategy (.4); draft summary re: document review (1.2); revise counsel list, persistent highlight sets re: same (.5); corr. with vendor re: user accounts (.1); corr. with Willkie team re: workspace access (.2); teleconf. with H. Pepaj re: review/analyze discovery data (.1).	4.90	3,871.00
1/20/26	C R	Review/analyze document review protocol.	0.90	832.50
1/20/26	TPR	Draft responses and objections to document requests (1.3); teleconf. with Willkie team re: litigation considerations (.8); teleconf. with D. Morris re: document review strategy (.3); corr. with Willkie team re: same (.9); review/analyze documents responsive to third party requests (2.3).	5.60	9,800.00
1/20/26	SRL	Teleconf. with S. Miner re: litigation considerations (.3); teleconf. with D. Burke re: same (.2); prepare for discovery and second day hearing issues (1.8).	2.30	5,232.50
1/20/26	A D	Teleconf. with S. Lombardi, Willkie team re: document review procedures.	1.00	1,575.00
1/20/26	A D	Teleconference with D. Morris, T. Ryan, L. Kirschner re: document collection efforts.	0.90	1,417.50
1/20/26	S M	Review/analyze case materials re: litigation considerations.	2.00	1,850.00
1/20/26	S M	Teleconf. with Willkie team re: requests for production.	1.00	925.00

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1/20/26	K W	Review/analyze notices of default and requests for production.	0.10	92.50
1/20/26	CD	Attend meeting with M. Ward and S. Lombardi regarding DIP discovery plan (.6); revise draft adversary complaint (2.3); revise common interest agreement with Digital Debtors (.8).	3.70	8,417.50
1/20/26	N W	Participate in telephone call with Willkie team re: case tasks and strategy (.5). Review/revise draft protective order (.5); correspond with Willkie team re: same (.2); participate in telephone conference with B. Feldman re: document collection (.1); participate in telephone conference with C. DiPompeo and S. Lombardi re: document discovery strategy (.5); analyze research re: defensive discovery obligations (.3); participate in telephone conference with T. Marciano and D. Morris re: same (.5); correspond with Willkie team re: same (.2); conduct research re: adversary complaint (2.1); review/revise same (1.8); correspond with Willkie team re: same (.3); correspond with C. DiPompeo re: common interest agreement (.2); review/analyze RFPs (.8); review/revise responses and objections to same (2.4); develop defensive discovery strategy (.7).	10.60	21,995.00
1/20/26	D B	Review/analyze potential claims re: potential party in interest. (3.5); teleconf. with S. Lombardi, S. Miner re: litigation issues re: potential party in interest (.8).	4.30	9,782.50

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1/20/26	D M	Corr. with L. Kirschner, T. Ryan, A. Dorner re: document review strategies (.9); corr. with client, N. Ward re: same (.5); teleconf. with T. Ryan re: same (.2); teleconf. with H. Chang re: document review parameters (.3); teleconf. with T. Ryan re: document review (.2); corr. with H. Pepaj re: document collection (.5); corr. with PJT re: document review (.4); teleconf. with L. Kirschner re: document collection (.2); revise search terms re: document review (.4); corr. with client re: litigation hold (.2); draft task list for document collection (.8); review/analyze draft of responses and objections to requests for production (.8); analyze document review results (1.0); corr. with Willkie team re: document review (1.2).	7.60	13,300.00
1/20/26	H-K C	Attend (in part) telephone conference with D. Morris, T. Ryan, A. Dorner re: document review strategy (.9); attend telephone conference with document review team re: same (1.4).	2.30	1,817.00
1/20/26	C R	Attend (in part) telephone conference w/ Willkie team re: document review and analysis.	1.30	1,202.50
1/20/26	D M	Attend telephone conference with Willkie team re: document review strategy (1.4); attend telephone conference with litigation document review team re: collection and review process (1.0).	2.40	4,200.00
1/20/26	TPR	Attend telephone conference with Willkie team re: requests regarding certain potential claims against certain potential party in interest (1.0); prepare for (.5) and attend (1.4) call with Willkie review team re: document review strategy.	2.90	5,075.00

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1/20/26	L I	Attend telephone conference with Willkie team re: planning for immediate and ongoing litigation issues.	0.70	647.50
1/20/26	SRL	Telephone conference with C. DiPompeo and N. Ward re: second day hearing discovery (.6); telephone conference with D. Burke and S. Miner re: potential litigation w/ party in interest (.7); telephone conference with Willkie team re: second day hearing discovery (1.0).	2.30	5,232.50
1/20/26	M F	Conference with Willkie team re: document review and analysis.	1.50	1,725.00
1/20/26	H T	Telephone conference (in part) with Willkie team re: document review and analysis.	1.40	1,295.00
1/20/26	A D	Attend (in part) telephone conference with Willkie team re: document review and analysis.	1.20	1,890.00
1/20/26	L K	Attend (in part) telephone conference with Willkie team re: document review and analysis.	1.30	1,917.50
1/20/26	L K	Attend (in part) telephone conference with Willkie team re: document review and analysis.	1.00	1,475.00
1/20/26	L K	Attend (in part) telephone conference with D. Morris, T. Ryan, A. Dorner re: discovery strategy.	0.90	1,327.50
1/21/26	DMS	Teleconf. with M. Stancil, Willkie team re: litigation strategy.	0.90	2,047.50
1/21/26	A D	Telephone conference with Willkie team re: discovery strategy.	0.30	472.50
1/21/26	M F	Review/analyze documents re: requests for production.	5.70	6,555.00

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1/21/26	DMS	Review/analyze draft complaint re: potential claims against potential party in interest.	0.50	1,137.50
1/21/26	M D	Review/analyze docket filings relating to anticipated adversary proceeding.	2.30	2,127.50
1/21/26	M D	Draft deposition notice.	1.20	1,110.00
1/21/26	H T	Review/analyze documents for responsiveness to objectors' requests for production.	7.60	7,030.00
1/21/26	H P	Corr. with Willkie team and service providers re: upcoming production.	0.30	145.50
1/21/26	J T	Review/analyze document review results (2.6); corr. with Willkie team re: same (.2).	2.80	3,220.00
1/21/26	H-K C	Review/analyze updates from vendor re: document processing (.4); correspondence w/ Willkie team re: document collections (.3); review/analyze report re: email collection (.2); corr. with H. Pepaj, D. Morris re: document arrangement (.3); review/analyze updated batching searches (.4); corr. with D. Morris, T. Ryan re: document review strategy (.1); review/ analyze same (1.0); corr. with D. Morris re: document review process (.4); conduct searches of documents and batch same (.4); corr. with D. Morris re: production timeline (.1).	3.60	2,844.00
1/21/26	CD	Participate in telephone conference with R. Spigel, J. Coffey, N. Ward, and A. Dormer re: certain potential claims against certain parties in interest.	0.90	2,047.50
1/21/26	BLF	Teleconf. with Willkie team re: litigation strategy (.9); corr. with Willkie team re: document collection protocols (.5).	1.40	2,590.00

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1/21/26	A D	Draft/revise analysis of bad faith and equitable remedies.	1.10	1,732.50
1/21/26	A D	Attend call with Willkie team re: draft complaint re: certain potential claims against party in interest.	0.80	1,260.00
1/21/26	A D	Conduct research re: bad faith and equitable remedies.	2.20	3,465.00
1/21/26	A D	Corr. with Willkie team re: discovery.	0.40	630.00
1/21/26	A D	Draft/revise responses to responses and objections to Axonic RFPs.	6.80	10,710.00
1/21/26	A D	Corr. with Willkie team re: document review and collection.	0.40	630.00
1/21/26	C R	Prepare for second day hearing litigation (2.1); review/analyze background documents re: same (1.9).	4.00	3,700.00
1/21/26	L K	Teleconf. with N. Ward, Willkie team re: requests for production.	0.30	442.50
1/21/26	L K	Corr. with B. Hewitson re: litigation strategy.	0.20	295.00
1/21/26	A J J	Analyze documents for production (.7); review/revise requests for production (3.2).	3.90	5,752.50
1/21/26	L K	Corr. with H. Pepaj, M. Chang re: document uploads (.9); corr. with H. Pepaj re: strategy re: same (.2); corr. with S. Lombardi, N. Ward re: same (.7); draft summary re: document collection requests (1.6); corr. with D. Morris re: document collection and review strategy (.6); review/analyze documents for production (3.4); draft summary re: same (1.8).	9.20	13,570.00

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1/21/26	R S	Review/revise complaint re: potential claims against certain potential party in interest (1.0); corr. with N. Ward, Willkie team re: same (.1); teleconf. with C. Pompeo, N. Ward, A. Dorner re: same (.5).	1.60	4,472.00
1/21/26	D B	Conduct research re: procedure for equity recharacterization claims.	0.70	1,592.50
1/21/26	Y K	Corr. with Willkie team re: document review (.1); review/analyze documents re: requests for production (1.2); corr. with Willkie team re: draft requests for production and deposition notices (.8); draft/revise responses and objections re: same (5.7); teleconf. with S. Miner re: complaint re: potential claims against certain potential party in interest (.8); corr. with Willkie team re: same (.1); conduct research re: same (1.5); teleconf. with Willkie team re: requests for production (.4).	10.60	14,310.00
1/21/26	M T S	Corr. w/ Willkie team re: potential parties in interest (1.0); review/revise application re: same (1.2); corr. with Willkie team re: discovery issues (.7).	2.90	8,105.50
1/21/26	DMS	Corr. with M. Feldman re: litigation strategy (.2); corr. with Willkie team re: common interest agreement (.1); review/analyze letter to party in interest (.1); teleconf. with Milbank re: document requests (.2); corr. with Willkie team re: same (.1); corr. with B. Feldman re: litigation strategy (.1); review/analyze complaint re: potential claims against certain potential party in interest (.2).	1.00	2,275.00
1/21/26	A S	Conf. with B. Feldman, client re: pending litigation, notices of stay.	0.70	1,452.50

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1/21/26	BSH	Teleconf. with L. Kirschner re: document collections (.3); corr. with T. Ryan re: same (.4); analyze document review protocol (1.0); analyze documents re: discovery requests (2.1); draft litigation summary (.7).	4.50	6,075.00
1/21/26	D M	Teleconf. with L. Kirschner re: document collection (.3); teleconf. with N. Ward re: responses and objections to discovery (.1); teleconf. with T. Ryan re: same (.2); teleconf. with S. Lombardi re: privilege analysis (.1); corr. with Willkie team re: responsiveness analysis (1.0); analyze documents re: responsiveness (2.4); corr. with H. Chang re: document review (1.2); corr. with H. Pepaj re: document collection (.4); revise document production strategy plan (1.0); draft summary re: same (.4); corr. with S. Lombardi re: document production (.3); teleconf. with L. Kirschner re: document review (.1); subsequent teleconf. with L. Kirschner re: same (.1); teleconf. with N. Ward re: case strategy (.6).	8.20	14,350.00
1/21/26	TPR	Teleconf. with N. Ward re: document collection (.2); draft search terms re: same (3.0); teleconf. with D. Morris re: same (.2). teleconf. with BRG re: same (.2); prepare for same (.3).	3.90	6,825.00
1/21/26	S M	Review/analyze requests for production (2.8); review/analyze documents re: same (3.4); further review/analyze documents re: same (3.8).	10.00	9,250.00

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1/21/26	N W	Review/revise draft adversary complaint (2.9); review/analyze related documents (1.8); correspond with Willkie team re: draft adversary complaint (.6); participate in telephone conference with Willkie team re: same (.5); telephone conference with D. Morris re: document discovery issues (.7); correspond with Willkie team re: defensive document discovery issues (.8); correspond with A. Woodworth and T. Marciano (Saks) re: adversary complaint and related strategy (.4); review/revise draft responses and objections to RFPs (1.3); correspond with C. DiPompeo re: same (.5); participate in telephone call with T. Ryan (.1) and S. Lombardi (.1) re: litigation tasks; participate in telephone conference with BRG team re: document discovery (.5); participate in telephone conference with Willkie team re: responses and objections to RFPs (.5).	10.70	22,202.50
1/21/26	SRL	Teleconf. with G. Astrachan, M. Stancil, D. Burke re: party in interest (1.3); teleconf. with D. Burke, S. Miner re: same (1.0); teleconf. with N. Ward re: potential party in interest (.2).	2.50	5,687.50
1/21/26	D B	Conduct research re: recharacterization considerations (.7); review/analyze potential claims re: party in interest (1.3).	2.00	4,550.00

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1/21/26	A D	Teleconf. with Willkie team re: discovery strategy (.3); draft/revise analysis re: filing considerations (1.1); conduct research re: same (2.2); teleconf. with Willkie team re: draft complaint re: potential claims against party in interest (.8); corr. with Willkie team re: same (.6); corr. with Willkie team re: discovery considerations (.4); review/analyze requests for production (1.1); draft responses and objections to same (3.2); review/revise same (2.5); corr. with Willkie team re: document review and collection (.4).	12.60	19,845.00
1/21/26	H P	Corr. with Willkie team, service providers re: upcoming document production (.3); process electronic files for review (2.0); corr. with Willkie team re: collections, processing and search term report updates (.2); review/revise project logs (.3).	2.80	1,358.00
1/21/26	D B	Attend telephone conference with Willkie team re: litigation strategy, estate claims.	1.00	2,275.00
1/21/26	DMS	Attend telephone conference with Willkie team re litigation strategy.	1.00	2,275.00
1/21/26	JAC	Attend telephone conference with Willkie team re: estate claims.	0.50	1,137.50
1/21/26	R S	Attend (in part) telephone conference with Milbank re: Special Committee materials.	0.70	1,956.50
1/21/26	BSH	Attend telephone conference with A. Geshwind (BRG) and N. Ward re: document collection and review.	0.70	945.00
1/21/26	D M	Attend telephone conference with Willkie team re: document requests/responses.	0.70	1,225.00

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1/21/26	TPR	Attend telephone conference with Bradley team re: requests for production received by Debtors.	0.70	1,225.00
1/21/26	SRL	Attend telephone conference with D. Sinclair, M. Stancil, C. DiPompeo, D. Burke, and B. Feldman re: potential party in interest.	1.00	2,275.00
1/21/26	CD	Attend (in part) telephone conference with D. Sinclair, M. Stancil, S. Lombardi, D. Burke, and B. Feldman regarding litigation strategy re: potential party in interest.	0.90	2,047.50
1/22/26	M F	Review/analyze requests for production (2.1); review/analyze documents re: same (2.5).	4.60	5,290.00
1/22/26	M D	Review/analyze documents re: potential adversary proceeding.	3.20	2,960.00
1/22/26	H T	Review/analyze requests for production (2.0); review/analyze documents re: same (3.4).	5.40	4,995.00
1/22/26	M D	Draft 30(b)(6) Deposition Notice re: potential adversary proceeding.	8.50	7,862.50
1/22/26	H-K C	Draft/revise documents re: initial production (.9); corr. with D. Morris and H. Pepaj re: confidentiality considerations (.2); review/analyze data promotion report (.2); review/analyze saved document searches (2.0); corr. with T. Ryan and D. Morris re: same (.2); teleconf. with T. Ryan re: quality review (.2); review/analyze report of proposed data for promotion (.2); corr. with Willkie team re: adjustments to same (.1); revise completed documents for production (.5); review/analyze search term report (.1); corr. with D. Morris re: review priorities (.2).	4.80	3,792.00

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1/22/26	J T	Review/analyze document production (3.3); corr. with Willkie team re: same (.4).	3.70	4,255.00
1/22/26	H P	Corr. with D. Norris, M. Chang, service providers re: custodial processing.	0.50	242.50
1/22/26	H P	Corr. with Willkie team, service providers re: upcoming production (.2); prepare processing of additional documents (2.4).	2.60	1,261.00
1/22/26	A D	Review/analyze responses and objections to adversary RFPs.	2.10	3,307.50
1/22/26	A D	Review/analyze adversary complaint.	3.10	4,882.50
1/22/26	C R	Prepare for second day hearing (2.0); review/analyze documents re: same (1.8).	3.80	3,515.00
1/22/26	L K	Review/analyze documents for production (3.1); review/analyze requests for production (1.5); corr. with M. Chang re: document collection (.6); corr. with B. Feldman, M. Loison re: document collection sources (1.0); corr. with Willkie team re: litigation workstreams (.3); corr. with D. Morris re: document collection and production strategy (.7).	7.20	10,620.00
1/22/26	A J J	Corr. with D. Morris re: requests for production.	0.30	442.50
1/22/26	R S	Corr. with D. Sinclair and W. Eguchi re: litigation considerations (.2); teleconf. with D. Burke, Willkie team re: litigation matters (.3); review/analyze client comments to draft complaint re: potential claims against certain potential party in interest (.3).	0.80	2,236.00
1/22/26	D B	Review/analyze potential claims re: party in interest.	1.20	2,730.00

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1/22/26	Y K	Conduct research re: party in interest obligations (3.1); conduct research re: same (2.7); review/ analyze complaint re: potential claims against certain potential party in interest (2.0); corr. with S. Miner re: same (.5); corr. with Willkie team re: requests for production (.2); corr. with Willkie team re: responses and objections (.5); review/revise draft of same (2.4); teleconf. with M. DuCille re: discovery workstreams (.2).	11.60	15,660.00
1/22/26	BSH	Corr. with N. Ward re: document collections (.8); draft summary re: litigation workstreams (.8); teleconf. with T. Ryan re: document collection (.3); revise document collection summary (.3).	2.20	2,970.00
1/22/26	D M	Teleconf. with L. Kirschner re: document collection (.1); teleconf. with N. Ward re: responses and objections (.1); teleconf. with S. Lombardi re: analysis of same (.2); teleconf. with L. Kirschner re: same (.2); teleconf. with H. Chang re: same (.2); corr. with Willkie team re: responsiveness analysis (.8); review/analyze documents re: same (1.2); corr. with H. Chang re: document review (.8); corr. with H. Pepaj re: document collection (.5); revise litigation task list (.2); draft document production strategy plan (.4); draft litigation summary re: same (.5); corr. with Willkie team re: document review responsiveness (.4); correspond with Axonic re: responses and objections (.2).	5.80	10,150.00

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1/22/26	TPR	Review/analyze documents re: diligence requests (3.4); teleconf. with D. Morris re: case tasks and workstreams (.1); teleconf. with M. Chang re: document review procedure (.3); teleconf. with BRG, Willkie team re: document collection (.7); teleconf. with B. Hewitson re: litigation tasks (.1); review/analyze documents re: third party requests (1.9).	6.50	11,375.00
1/22/26	N W	Revise draft adversary complaint re: party in interest (1.6); corr. with A. Dorner, Willkie team re: same (.2); teleconf. with Willkie team re: discovery strategy (1.7); revise responses and objections to requests for production (2.8); teleconf. with C. DiPompeo re: same (1.2); teleconf. with C. DiPompeo re: adversary complaint (.3); teleconf. with C. DiPompeo re: litigation tasks, strategy (.5); teleconf. with D. Morris re: document collection, discovery strategy (.7); corr. with C. DiPompeo, Paul Weiss re: draft adversary complaint (.2); teleconf. with Willkie team re: discovery strategy (.9); corr. with Willkie team re: litigation status (.3); corr. with Willkie team re: document collection, production considerations (.3); corr. with Willkie team re: responses and objections to requests for production (.6).	11.30	23,447.50
1/22/26	SRL	Teleconf. with C. DiPompeo, Willkie team re: second day hearing discovery and evidence (1.3); teleconf. with N. Ward, D. Morris, T. Ryan re: same (.3); teleconf. with D. Morris and L. Kirschner re: same (.1); teleconf. with N. Ward re: responses and objections (.1).	1.80	4,095.00
1/22/26	S M	Analyze documents re: request for production.	8.50	7,862.50

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1/22/26	DMS	Discuss certain potential claims against parties in interest with I. Putnam (Saks).	0.10	227.50
1/22/26	J J H	Prepare for (.1) and attend (.4) call w/ Willkie team re: certain potential claims against certain parties in interest .	0.50	1,250.00
1/22/26	DMS	Correspondence with Willkie team regarding certain claims against certain parties in interest.	0.20	455.00
1/22/26	A D	Review/analyze responses and objections to requests for production (2.1); review/analyze adversary complaint (3.1); analyze/draft responses and objections re: requests for production (2).	6.20	9,765.00
1/22/26	C L C	Participate in meeting with Willkie and Paul Weiss teams re: RFPs.	0.50	1,037.50
1/22/26	DMS	Attend telephone conference with Paul Weiss and Willkie teams re: discovery.	0.50	1,137.50
1/22/26	D M	Attend telephone conference with Willkie and Paul Weiss teams re: discovery strategy (.7); attend follow-up telephone conference with Willkie team re: same (.4).	1.10	1,925.00
1/22/26	BSH	Attend telephone conference with A. Geshwind (BRG) and C. DiPompeo re: document collection and review.	0.70	945.00
1/22/26	DMS	Attend telephone conference with Paul Weiss team re: discovery strategy (.6); telephone conference with C. DiPompeo and N. Ward re: same (1.0); review/analyze diligence re: same (1.4).	3.00	6,825.00
1/22/26	N W	Attend telephone conference with Paul Weiss and Willkie teams re: discovery.	0.50	1,037.50

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1/22/26	SRL	Attend telephone conference with Paul Weiss re: discovery (.6); call with C. DiPompeo and N. Ward re: same (1.0); review/analyze Willkie memo re: discovery process/next steps (1.4).	3.00	6,825.00
1/23/26	DMS	Review/revise memorandum re: potential litigation claims.	0.90	2,047.50
1/23/26	M F	Review/analyze diligence request (1.9); review/analyze documents re same (3.5).	5.40	6,210.00
1/23/26	CD	Draft memorandum re: bankruptcy protections.	1.20	2,730.00
1/23/26	H T	Review/analyze requests for production (1.5); review/analyze documents responsive to same (3.9).	5.40	4,995.00
1/23/26	M D	Corr. with D. Burke, S. Miner re: preference claims (1.5); review/analyze materials re: same (2.1); conduct research re: same (3.5); conduct research re: veil piercing (3.3).	10.40	9,620.00
1/23/26	M D	Review/analyze documents re: diligence requests.	1.90	1,757.50
1/23/26	M D	Draft 30(b)(6) Deposition Notice re: potential adversary proceeding.	0.30	277.50
1/23/26	J T	Review/analyze documents re: diligence requests (3.7); corr. with Willkie team re: same (.1).	3.80	4,370.00
1/23/26	H P	Revise production load file (.4); corr. with Willkie team re: production and requests for production (.2).	0.60	291.00
1/23/26	H P	Corr. with Willkie team re: requests for production (.2); review/analyze produced data re: same (1.6); corr. with Willkie team, service providers re: processing status and production (.2); review/analyze production (1.7).	3.70	1,794.50

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1/23/26	H-K C	Corr. with Willkie team re: productivity reports (.5); corr. with Willkie team re: production review targets and projections (.2); teleconf. with D. Morris and T. Ryan re: review planning (.4); prepare searches re: same (.2); review/analyze completed review volume (.6); corr. with H. Pepaj re: same (.1); teleconf. with service provider re: custodial services (.2); corr. with H. Pepaj and D. Morris re: search results (.3); review/analyze custodial data (.2); corr. with Willkie team re: search parameters (.4); draft/revise custodial documents (1.2); corr. with service provider re: custodian values (.2); revise batching and reports (.4); corr. with Willkie team re: review volume (.2); review/revise production re: same (.4); corr. with service provider re: production changes (.2).	5.70	4,503.00
1/23/26	A D	Review/analyze adversary complaint re: party in interest.	5.50	8,662.50
1/23/26	A D	Corr. with Willkie team re: discovery drafts.	1.40	2,205.00
1/23/26	C R	Review/analyze client documents re: document requests (3.2); prepare for second day hearing (1.6).	4.80	4,440.00
1/23/26	T G	Corr. with C. DiPompeo re: litigation strategy.	0.30	795.00

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Date	Initials	Description	Hours	Amount
1/23/26	BSH	Teleconf. with T. Ryan re: document requests (.3); revise draft protective order (2.2); corr. with Bradley team re: draft of same (.3); corr. with Haynes Boone re: same (.5); draft summary re: litigation workstreams (.6); revise draft requests for production (1.3); corr. with A. Dorner re: draft requests for production (.2); draft requests for production re: potential party in interest (1.3); teleconf. with D. Morris re: common interest privilege (.1).	6.80	9,180.00
1/23/26	A J J	Revise requests for production (.3); draft notices of suggestion of bankruptcy (3.0); corr. with client re: same (.4).	3.70	5,457.50
1/23/26	L K	Corr. with D. Morris re: document production.	0.10	147.50
1/23/26	L K	Analyze document collection considerations (1.1); correspondence w/ Willkie team re: same (.5); revise draft requests for production (.6); analyze documents for production (1.0); draft cover letter re: production (.7); conduct research re: actual fraud claims (2.1); review/ analyze Fifth Circuit caselaw re: same (2.0).	8.00	11,800.00
1/23/26	TPR	Teleconf. with D. Morris and M. Chang re: document review status (.5); teleconf. with C. DiPompeo, S. Lombardi, N. Ward re: anticipated document requests (.5); teleconf. with B. Hewitson re: litigation tasks (.2); teleconf. with D. Morris re: same (.2); corr. with Willkie team, client re: collection of documents (3.1); conduct research re: same (1.3); correspond with Willkie team re: same (.7); draft outline (1.4) and review/analyze background documents (1.0) re: deposition prep.	8.90	15,575.00

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1/23/26	R S	Teleconf. with C. Hopkins re: complaint re: potential claims against certain potential party in interest (.3); corr. with C. DiPompeo, Willkie team re: same (.1).	0.40	1,118.00
1/23/26	D B	Conduct research re: potential claims regarding party in interest.	3.20	7,280.00
1/23/26	Y K	Review/analyze party in interest complaint (1.5); conduct research re: same (3.5); draft summary re: same (1.6); corr. with S. Miner re: same (.1); corr. with Willkie team re: protective order (.6); revise same (.3); corr. with Willkie team re: document review (1.0); revise responses and objections (2.4); correspond with Willkie team re: same (.3); correspond with S. Miner re: complaint research, potential claims (.3); conduct research re: same (.4).	12.00	16,200.00
1/23/26	DMS	Corr. with Willkie team re: discovery (.1); corr. with Willkie team re: potential claims against parties in interest (.2); corr. with Willkie team re: docket entries (.1); teleconf. with C. DiPompeo re: litigation issues (.2); teleconf. with Willkie team re: litigation strategy (1.0).	1.60	3,640.00

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1/23/26	N W	Revise proposed protective order (1.1); correspond with Willkie team re: same (.2); corr. with T. Ryan, P. Heriona, B. Hewitson re: document collection (.3); revise draft responses and objections to party in interest and party in interest requests for production (1.5); correspond with Willkie team re: same (.4); prepare for hearing examination (2.2); draft key issues re: same (.8); teleconf. with C. DiPompeo, S. Lombardi, T. Ryan re: document discovery (.5); teleconf. with C. DiPompeo, S. Lombardi re: responses and objections to party in interest and party in interest requests for production (.4); teleconf. with C. DiPompeo re: draft complaint against party in interest (.4); analyze Haynes & Boone comments to draft protective order (.3); corr. with Willkie team re: same (.3); corr. with A. Dorner re: subordination (.3); corr. with Haynes & Boone re: responses and objections to discovery requests and adversary complaint (.6); teleconf. with D. Morris re: responses and objections (.3); draft and revise requests for production (1.1); corr. with R. Spiegel re: common interest privilege (.2).	10.90	22,617.50
1/23/26	SRL	Teleconf. with C. DiPompeo, Willkie team re: discovery and related workstreams (.9); teleconf. with D. Sinclair, Willkie team re: party in interest litigation considerations (.7); review/analyze research re: creditor dispute (.9); corr. with Willkie team re: discovery considerations (.5); review/analyze Willkie team findings re: same (.8).	3.80	8,645.00
1/23/26	S M	Analyze documents re: request for production.	8.00	7,400.00

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1/23/26	D M	Teleconferences (2x) with N. Ward re: document collection (.5); teleconf. with N. Ward re: same (.1); teleconf. with H. Pepaj re: document production (.1); teleconf. with T. Ryan re: same (.1); teleconf. with H. Chang re: same (.1); teleconf. with Y. Kim re: responses and objections to requests for production (.1); finalize responses and objections to objector requests for production (1.0); draft production cover letter to requesting party in interest (.7); corr. with various objectors re: protective order (.4); teleconf. with B. Hewitson re: requests for production (.1); teleconf. with T. Ryan re: case management (.5); teleconf. with L. Kirschner re: document review (.2); draft litigation summary (.3); corr. with A. Jones re: suggestions of bankruptcy (.3); corr. with N. Ward re: privilege determinations (.8); corr. with H. Chang re: document production (.7); corr. with H. Pepaj re: same (.5); revise draft of protective order (.8); teleconf. with Haynes and Boone re: same (.2).	7.50	13,125.00
1/23/26	SLM	Review/analyze interested party's December 2025 breach letter (.5); review/analyze issues relating to potential actual fraud claim (1.2); review/analyze research re: potential claims (1.8); corr. with Willkie team re: research (.6); review/analyze additional claims (.7); corr. with Willkie team re: research (.5); review/analyze follow-up research (1.7).	7.00	12,950.00
1/23/26	CD	Attend telephone conference with N. Ward, S. Lombardi, and T. Ryan re: diligence requests from special committee and UCC.	0.90	2,047.50

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1/24/26	M F	Review/analyze requests for production (1.2); review/analyze documents re: same (3.7).	4.90	5,635.00
1/24/26	DMS	Correspondence w/ Willkie team re: suggestion of bankruptcy (.2); correspondence w/ Willkie team re: discovery requests (.2); correspondence w/ Willkie team re: special committee requests (.1); teleconf. with Milbank re: same (.5); corr. with C. DiPompeo re: potential party in interest litigation (.2).	1.20	2,730.00
1/24/26	M D	Conduct research re: potential adversary claims.	5.80	5,365.00
1/24/26	H T	Review/analyze documents re: requests for production.	5.50	5,087.50
1/24/26	J G	Review/revise suggestions of bankruptcy and filing obligations (1.8); corr. with Willkie team (1.4) and client (.3) re: same.	3.50	5,512.50
1/24/26	J T	Review/analyze requests for production (.8); review/analyze documents re: same (3.5); correspond with Willkie team re: same (.2).	4.50	5,175.00
1/24/26	H P	Prepare (1.0) and review/analyze (.5) electronic files for review; corr. with Willkie team re: production (.3); review/analyze production from service providers (.3); serve production (.1).	2.20	1,067.00
1/24/26	A D	Analyze/revise adversary complaint re: party in interest.	2.40	3,780.00
1/24/26	A D	Corr. with Willkie team re: document collection and production.	0.20	315.00
1/24/26	A D	Conduct research re: potential claims.	1.00	1,575.00
1/24/26	C R	Prepare for second day hearing (2.1); review/analyze client documents and litigation matters re: same (2.3).	4.40	4,070.00

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1/24/26	BSH	Draft requests for production (1.4); analyze documents in response to discovery requests (2.1).	3.50	4,725.00
1/24/26	W W	Corr. with S. Lombardi re status conference (.1); research re: automatic stay (.1).	0.20	295.00
1/24/26	D M	Teleconf. with N. Ward re document production (.3); corr. with H. Chang re document collection (1.5); finalize production of review volume (1.5); analyze responsiveness re: document review (1.7); review/analyze requests for production (.6).	5.60	9,800.00
1/24/26	L K	Conduct research re: potential claims (3.7); review/analyze Fifth Circuit caselaw re: same (2.0).	5.70	8,407.50
1/24/26	TPR	Correspond with Milbank re: special committee diligence requests (.4); correspond with Willkie team re: same (.7); revise internal summary of responses re: same (.5); analyze/review filings re: leases (.8).	2.40	4,200.00
1/24/26	R S	Corr. with Willkie team re: potential claims against parties in interest	0.40	1,118.00
1/24/26	Y K	Conduct research re: potential claims against party in interest (3.9); corr. with S. Miner re: same (.2); draft analysis re: same (2.5); review/analyze documents re: party in interest requests for production (1.5); corr. with Willkie team re: same (.5).	8.60	11,610.00
1/24/26	A J J	Draft notice of suggestion of bankruptcy (1.3); correspond with client, Willkie team re: same (1.8); analyze documents for production (3.8).	6.90	10,177.50

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1/24/26	N W	Draft/revise complaint against party in interest (3.4); analyze documents related to same (.8); corr. with C. DiPompeo, A. Dorner, and R. Spigel re: same (.2); analyze research re: same (1.2); teleconf. with D. Morris re: document collection and production (.3); teleconf. with D. Morris re: discovery tasks and production to party in interest (.4); corr. with S. Lombardi, C. DiPompeo, and D. Morris re: document collection and production (.6); revise draft requests for production (.5).	7.40	15,355.00
1/24/26	SRL	Corr. with Willkie team re: automatic stay and pending litigation strategy (.7); corr. with Willkie team re: DIP discovery (.5).	1.20	2,730.00
1/24/26	S M	Review/analyze request for production (1.5); review/analyze documents re: same (3.3); further review/analyze same (1.2).	6.00	5,550.00
1/24/26	SLM	Review/analyze research re: potential claim (1.3); review/analyze research re: same (.8).	2.10	3,885.00

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1/24/26	H-K C	Prepare revised document review volume (.1) and corr. with service provider re: processing same (.2); corr. with service provider re: production request (.2); corr. with H. Pepaj re: data collection and transfer (.1); corr. with service provider re: custodian field values (.3); draft updated review status (.6); draft productivity reports (.6); corr. with D. Morris and T. Ryan re: same (.2); teleconf. with Willkie team re: revisions to search modifications (.7); corr. with service provider re: completion estimates (.2); review/analyze preliminary production images (.6); corr. with H. Pepaj re technical volume checks (.3); review/revise review sets (1.1).	4.90	3,871.00
1/25/26	M F	Review/analyze request for production (1.3); review/analyze documents re: same (3.8).	5.10	5,865.00
1/25/26	DMS	Review/analyze party in interest complaint.	0.20	455.00
1/25/26	H T	Analyze documents for responsiveness to document requests re: DIP financing.	3.30	3,052.50
1/25/26	M D	Review/analyze documents re: potential adversary proceedings.	0.50	462.50
1/25/26	M D	Conduct research re: potential adversary proceeding.	3.70	3,422.50
1/25/26	M D	Conduct research re: response to potential adversary proceedings.	2.70	2,497.50
1/25/26	H P	Corr. with Willkie team regarding ESI processing and status updates.	0.30	145.50
1/25/26	J T	Review/analyze produced documents (3.4); correspondence w/ Willkie team re: same (.2).	3.60	4,140.00

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1/25/26	H-K C	Prepare document review summary (.3); corr. with Willkie team re: same (.1); corr. with Willkie team re: document review strategy (.5); corr. with D. Morris re: privilege review (.8); corr. with Willkie team re: search term criteria (.5).	2.20	1,738.00
1/25/26	A D	Analyze/revise adversary complaint.	2.40	3,780.00
1/25/26	C R	Review/analyze documents in preparation for second day hearing.	0.90	832.50
1/25/26	W W	Corr. with S. Lombardi re: status conference (.3); corr. with J. Graber re: same (.2); analyze rules re: filing of notice of appearance (.9); corr. with S. Lombardi re: potential filing of same (.1); corr. with J. Fondern re: same (.1); research automatic stay considerations (1.9); corr. with J. Graber re: petition (.1); analyze same (.2); prepare for status conference (1.0).	4.80	7,080.00
1/25/26	J B	Analyze issues re: diligence requests (.7); corr. w/ Willkie team re: same (.2).	0.90	1,485.00
1/25/26	BSH	Analyze documents collected from discovery requests (3.5); prepare discovery requests for service (.6); corr. with Willkie team re: litigation workstreams (.8); corr. with D. Morris re: production of documents (.7).	5.60	7,560.00
1/25/26	J G	Review/revise suggestions of bankruptcy and filing obligations (1.8); corr. with Willkie team re: second day hearing, ongoing litigation (1.4).	3.20	5,040.00
1/25/26	L K	Review/analyze draft adversary complaint (1.5); conduct research re: same (3.0); draft analysis re: document collections (.4); corr. with Willkie team re: litigation workstreams (.2); analyze documents for production (2.3).	7.40	10,915.00

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1/25/26	A J J	Draft notices of suggestion for bankruptcy (2.4); teleconf. with Willkie team re: filing the same (.3); analyze documents for production (3.7).	6.40	9,440.00
1/25/26	D M	Draft litigation strategy analysis with S. Lombardi, Willkie team (.7); corr. with client re: discovery strategy (.3); teleconf. with H. Chang re: document review (.4); corr. with Willkie team re: litigation workstreams (.4); corr. with S. Lombardi re: document review analysis (1.0); corr. with Willkie team re: document review analysis (.5).	3.30	5,775.00
1/25/26	Y K	Review/analyze documents re: requests for production (1.4); correspond with Willkie team re: same (.6); correspond with Willkie team re: task list (.1); conduct research re: potential claims (3.0).	5.10	6,885.00
1/25/26	N W	Corr. with party in interest's counsel re: requests for production (.8); teleconf. with Willkie team re: discovery tasks (.4); draft/revise complaint against party in interest (1.2); analyze documents re: same (.9); analyze documents re: privilege (.4); corr. with Willkie team re: same (.5); corr. with T. Ryan re: document collection issues (.6).	4.80	9,960.00
1/25/26	SRL	Teleconf. with Willkie team re: second day hearing discovery (.6); corr. with party in interest re: same (.3); teleconf. with Willkie team re: same (.4); teleconf. conference with W. Weber re: court conference (.1); review/analyze discovery production (1.1).	2.50	5,687.50
1/25/26	S M	Review/analyze request for production (1.6); analyze documents re: same (3.4).	5.00	4,625.00
1/25/26	S M	Further analyze documents re: request for production.	1.50	1,387.50

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1/25/26	SLM	Review/analyze follow-up research re: potentials claim (.9); review/analyze research (.9); review/analyze research re: insolvency (.7); corr. with S. Lombardi and D. Burke re: research findings (.8); corr. with Willkie team re: potentials claims and complaint (.2); corr. with Willkie team re: underlying transactions re: same (.8).	4.30	7,955.00
1/25/26	H T	Conduct research re: potential claims.	3.20	2,960.00
1/25/26	TPR	Corr. with Willkie team re: special committee requests (.4); analyze/review sample requests (.9) and compile lists of anticipated requests (1.5); review/analyze (.6) and corr. with Willkie team re: (.4) document review; draft search term list for upload of collected documents (.8).	4.60	8,050.00
1/25/26	A D	Meet and confer (partial) with opposing counsel to discuss responses/objections to RFPs.	0.30	472.50
1/25/26	A D	Attend meeting w/ Willkie team re: meet and confer strategy.	0.70	1,102.50
1/25/26	D M	Prepare for (.4) and attend (.5) meet and confer call with Sidley Austin/party in interest; attend Willkie telephone conference re: same (.6).	1.50	2,625.00
1/25/26	Y K	Teleconference with Willkie team in preparation for party in interest meet and confer re: discovery disputes (.6); attend same (.5); correspondence w/ Willkie team re: same (.9).	2.00	2,700.00
1/25/26	N W	Participate in teleconference with Willkie team regarding meet and confer with party in interest's counsel (.6); participate in meet and confer with party in interest's counsel (.3).	0.90	1,867.50

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1/26/26	M F	Review/analyze request for production (1.0); analyze documents re: same (3.4). further analyze documents re: same (3.7).	7.10	8,165.00
1/26/26	H P	Prepare processing of additional electronic files re: document production.	0.50	242.50
1/26/26	H P	Corr. with Willkie team, service providers re: processing status (.6); corr. with Willkie team re: production updates (.4).	1.00	485.00
1/26/26	A D	Corr. with Willkie team re: adversary complaint.	0.40	630.00
1/26/26	H T	Review/analyze documents for responsiveness re: requests for production.	2.80	2,590.00
1/26/26	H T	Conduct research re: claims (3.3), and financing litigation considerations (2.5); draft summary re: same (.3).	6.10	5,642.50
1/26/26	H-K C	Prepare documents for imaging (.3); corr. with vendor re: same (.1); revise privilege screen searches (.2); corr. with Willkie team re: document review (.6); review/revise review layout and fields (.4); draft targeted data searches (.8); prepare documents for production (.4); review/analyze document review findings (.2); draft summary re: same (.2).	3.20	2,528.00
1/26/26	J T	Review/analyze produced documents (3.8); corr. with Willkie team re: same (.2).	4.00	4,600.00
1/26/26	BLF	Teleconf. with A. Smith re: status of ongoing litigation.	0.10	185.00

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1/26/26	BSH	Conf. with C. DiPompeo re: deposition preparation (.9); draft outline re: same (1.1); corr. with C. Rodriguez and M. Fabiyi re: document review (1.1); corr. with T. Ryan re: deposition outlines (.6); corr. with D. Morris re: production of documents (.5); draft analysis re: same (1.2); conf. with BRG re: financial analyses (.7); corr. with C. DiPompeo re: same (.6); draft update re: litigation workstreams (1.1); corr. with B. Sullivan and M. Davis re: special committee considerations (.5).	8.30	11,205.00
1/26/26	J G	Corr. with Willkie team re: suggestions of bankruptcy (.4); review/revise same (1.0); corr. with Willkie team and client re: same (2.9); corr. with W. Weber re: status conference (.4); prepare for status conference (.6).	5.30	8,347.50
1/26/26	C R	Review/analyze documents in preparation for second day hearing.	2.80	2,590.00
1/26/26	R S	Teleconf. with S. Lombardi re: potential complaint re: potential claims against certain potential party in interest (.2); teleconf. with C. Hopkins re: same (.3); corr. with S. Lombardi, Willkie team re: open litigation matters (.2).	0.70	1,956.50
1/26/26	L K	Corr. w/ B. Hewittson, D. Morris re: document production.	0.10	147.50
1/26/26	TPR	Prepare for Weinsten deposition prep (.8); teleconf. with N. Ward, Willkie team re: same (.9) correspond with Willkie team re: same (.5); draft outline re: same (3.9); collect and review background documents re: same (.4); prepare for (.4) and teleconf. with BRG re: (.5) same; review/analyze documents re: document review and requests for production (.3); corr. with Willkie team re: same (.8); corr. with BRG re: document collection (.4).	8.90	15,575.00

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1/26/26	L K	Analyze documents for production (3.9); corr. with S. Lombardi and N. Ward re: privilege determination (.5); corr. with M. Chang re: document production (.5).	4.90	7,227.50
1/26/26	CD	Teleconf. with N. Ward, Willkie team re: Weinstein deposition (.9); teleconf. with N. Ward, Willkie team, BRG re: liquidation analysis re: same (.6); analyze/review same, related documents re: Weinstein deposition (2.4).	3.90	8,872.50
1/26/26	Y K	Conduct research re: party in interest complaint (3.4); review/analyze documents re: requests for production (2.5); conduct research re: same (3.1); correspond with Willkie team re: party in interest complaint (.3); teleconf. with S. Miner re: research re: party in interest complaint (.4).	9.70	13,095.00
1/26/26	D B	Analyze party in interest claims.	1.20	2,730.00
1/26/26	D B	Correspondence with Willkie team re: party in interest transactions.	0.80	1,820.00
1/26/26	DMS	Teleconf. with J. Brandt, Willkie team re: party in interest strategy (.9); corr. with PJT re: same (.1); corr. with R. Spigel re: same (.3); review/analyze revised party in interest complaint (.5).	1.80	4,095.00
1/26/26	A J J	Revise notices of suggestion of bankruptcy (1.5); correspond with Willkie team, client re: filing of same (1.5); review/analyze request for production (.8); review/analyze produced documents (3.5).	7.30	10,767.50
1/26/26	M T S	Draft outline re: potential adversary proceeding.	1.20	3,354.00

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1/26/26	N W	Analyze hearing testimony and documents re: deposition preparation (1.8); draft outline re: same (1.3); prepare for (.4) and attend (1.1) call with C. DiPompeo, T. Ryan, and B. Hewitson re: same; analyze produced documents for privilege (.8); correspond with Willkie team re: same (.5); teleconf. with D. Morris re: same (.4); teleconf. with Willkie, BRG team re: liquidation analysis (.7); analyze privilege issues re: special committee productions (.5); teleconf. with C. DiPompeo re: same (.3); correspond with Willkie team re: draft adversary complaint (.3).	8.10	16,807.50
1/26/26	A S	Conf. with B. Feldman, client re: plaintiff litigation, next steps.	1.30	2,697.50
1/26/26	SRL	Teleconf. with R. Spigel re: party in interest (.2); teleconf. with W. Weber re: status conference (.2); teleconf. with A. Jones re: prepetition litigation (.1); teleconf. with W. Weber re: same (.2); teleconf. with L. Robinson and W. Weber re: same (.2); teleconf. with D. Morris re: discovery (.1); prepare for second day hearing (2.8); review/analyze research re: creditor dispute (.6).	4.40	10,010.00
1/26/26	S M	Analyze documents re: request for production.	1.00	925.00

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1/26/26	W W	Conduct research re: automatic stay (1.2); prepare for status conference (1.4); corr. with S. Lombardi and J. Graber re: same (.1); corr. with S. Lombardi re: same (.2); draft summary of same (.3); corr. with S. Lombardi re: same (.1); corr. with J. Graber re: same (.1); corr. with J. Fonder, D. Kozusko, S. Lombardi, and L. Robinson re: upcoming filings and workstreams (1.6); draft/revise correspondence for chambers re: conference (1.6); review/analyze client holdings information (.6); review/analyze representation letter (.2); corr. with parties in interest re: conference (.1).	7.50	11,062.50
1/26/26	SLM	Review/analyze case law for complaint (1.5); discuss research findings with D. Burke and Y. Kim (.5); prepare for (.2) and attend (.3) call with Willkie team re: same (.5); draft complaint (5.1); review/analyze SGE as transferor issue (.8); corr. with A. Dorner re: services research (.5).	9.40	17,390.00
1/26/26	JAC	Review/ revise draft complaint in connection with certain potential claims against certain parties in interest (.3); corr. with Willkie team re: same (.2).	0.50	1,137.50
1/26/26	BMS	Corr. with Willkie team re: document productions for independent committee.	0.40	830.00

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1/26/26	D M	Teleconf. with N. Ward re: case litigation strategy (.4); teleconf. with H. Chang re: document review (.1); teleconf. with S. Lombardi re: same (.1); teleconf. with B. Feldman re: DIP litigation considerations (.2); analyze/review document production (3.5); draft privilege analysis (1.8); corr. with Willkie team re: litigation workstreams (.6); draft response to party in interest re: discovery requests (.3); corr. with document review team re: document review analysis (1.0); corr. with H. Chang, L. Kirschner re: same (1.3); review/finalize production of documents (.5).	9.80	17,150.00
1/26/26	R S	Correspondence with D. Drewes and I. Putnam (Saks) re: certain potential claims against certain parties in interest (.3).	0.30	838.50
1/26/26	JAC	Attend telephone conference w/ Willkie team regarding strategy in connection with certain potential claims against certain parties in interest.	0.50	1,137.50
1/27/26	DMS	Review/analyze party in interest complaint (1.4); correspondence with Willkie team re: litigation workstreams (.2).	1.60	3,640.00
1/27/26	M F	Review/analyze request for production (1.8); analyze documents re: same (3.8). further analyze documents re: same (2.4).	8.00	9,200.00
1/27/26	M D	Review/analyze documents re: potential adversary proceeding.	1.50	1,387.50
1/27/26	CD	Teleconf. with Willkie team, Paul Weiss re: party in interest litigation (.6); teleconf. with N. Ward re: litigation workstreams (.6); revise party in interest complaint (.9); corr. with Paul Weiss re: document discovery (.1).	2.20	5,005.00

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1/27/26	M D	Conduct research re: potential adversary proceeding.	0.40	370.00
1/27/26	J T	Review/analyze litigation considerations, associated case materials.	0.30	345.00
1/27/26	J T	Review/analyze documents re: document review (3.2); corr. with Willkie team re: same (1.2).	4.40	5,060.00
1/27/26	H T	Review/analyze documents re: requests regarding DIP financing (2.0); corr. with Willkie team re: same (.3).	2.30	2,127.50
1/27/26	JMC	Corr. with Willkie team, client, Paul Weiss re: bondholder diligence requests (.4); prepare disclosures re: same (1.4).	1.80	2,430.00
1/27/26	H P	Corr. with Willkie team, service providers re: loading of electronic files (.2); corr. with Willkie team re: BRG documents (.2); corr. with Willkie team, service providers re: document production (.4); prepare processing of BRG documents (.9); review/analyze additional production (.3); serve production (.2); review/revise summary re: same (.1).	2.30	1,115.50
1/27/26	A D	Analyze (3.0) and revise (.9) draft adversary complaint and exhibits.	3.90	6,142.50
1/27/26	H-K C	Review/analyze document production delivery status (.2); review/analyze documents re: same (.2); review/analyze findings of document review (.3); review/analyze completed production (.3) and corr. with H. Pepaj re: same (.1); corr. with D. Morris re: next production round (.5); prepare supplemental search term request (.2) and correspond with service provider re: same (.1); prepare targeted searches re: same (.3).	2.20	1,738.00
1/27/26	A D	Conduct research re: potential claims.	2.70	4,252.50

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1/27/26	M L	Corr. with L. Kirschner re: document production.	0.10	135.00
1/27/26	J G	Corr. with client re: litigation matters (.4); review/revise suggestions of bankruptcy (1.4); corr. with Willkie team re: same (.2).	2.00	3,150.00
1/27/26	C R	Review/analyze client documents and diligence in preparation for second day hearing.	2.00	1,850.00
1/27/26	R S	Teleconf. with C. DiPompeo, Willkie team re: Weinstein deposition (1.5); corr. with Willkie team re: same (.3).	1.80	5,031.00
1/27/26	L K	Discuss document collection requests with D. Morris.	0.10	147.50
1/27/26	L K	Discuss document collection approach with D. Morris and B. Feldman.	0.20	295.00
1/27/26	L K	Discuss document collection repositories with M. Loison.	0.20	295.00
1/27/26	L K	Discuss document collection requests with B. Feldman.	0.10	147.50
1/27/26	L K	Analyze documents for upcoming production (7.3); correspond with S. Lombardi, C. DiPompeo, N. Ward regarding document analysis (.4); correspond with D. Morris, E. Eastwood, B. Feldman, M. Loison regarding document collection (.5).	8.20	12,095.00
1/27/26	Y K	Conduct research re: consent rights (2.3); draft summary re: same (2.1); corr. with S. Miner re: complaint re: potential claims against certain potential party in interest (.1); conduct research re: same (.5); draft same (3.3); correspond with Willkie team re: 30(b)(6) notice (.3); review/analyze first day declaration, DIP motion, DIP objection (1.7).	10.30	13,905.00

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1/27/26	A J J	Analyze documents re: discovery requests (3.4); correspond with client, Willkie team re: filing notices of suggestion of bankruptcy (.7).	4.10	6,047.50
1/27/26	D M	Teleconf. with L. Kirschner re: document review (.6); teleconf. with H. Chang re: same (.5); teleconf. with N. Ward re: case strategy (.2); teleconf. with S. Lombardi re: same (.1); teleconf. with A. Jones re: document review (.1); conduct document review responsiveness analysis (2.5); conduct privilege analysis of document production (3.8); finalize document production (1.0); corr. with Willkie team re: litigation status (.7).	9.50	16,625.00
1/27/26	A S	Teleconf. with client re: pending litigation matter, next steps.	0.70	1,452.50
1/27/26	TPR	Prepare for Weinstein deposition (1.4); review/analyze background documents re: same (2.3); analyze/review flagged documents re: diligence (.3); corr. with Willkie team re: document review (.5); correspond with BRG re: document collection (.4); prepare for special committee meeting (.5); corr. with client, Willkie team re: document collection (.6).	6.00	10,500.00
1/27/26	SRL	Teleconf. with D. Morris re: document discovery (.1); review/analyze research re: claims and litigation strategy (.6); corr. with Willkie team re: litigation and discovery workstreams (1.7).	2.40	5,460.00
1/27/26	S M	Analyze documents re: request for production.	2.80	2,590.00

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1/27/26	N W	Corr. with Willkie team, client, Paul Weiss re: adversary complaint re: potential claims against certain potential party in interest (.8); review/analyze litigation task assignments and strategy re: same (1.4); corr. with B. Hewitson re: same (.2); revise draft adversary complaint (1.2); teleconf. with D. Burke, Willkie team re: deposition preparation (.5); teleconf. with Willkie team re: same (.5); teleconf. with C. DiPompeo re: litigation tasks and strategy (.3); corr. with A. Dorner re: adversary complaint (.2); corr. with Willkie team re: document discovery (.8); corr. with client re: adversary complaint (.3); corr. with Willkie team re: adversary complaint (.5); analyze discovery deadlines (.4); corr. with Willkie team re: same (.3); corr. with B. Hewitson re: deposition preparation materials (.2).	7.60	15,770.00
1/27/26	BSH	Corr. with T. Ryan re: special committee protective order (.2); corr. with D. Morris re: privilege assertions (.2); conf. with D. Burke re: consent rights (.6); draft summary of litigation workstreams (.5); conference with R. Spigel re: party in interest documents (.6); analyze materials re: Weinsten deposition (2.0); corr. with T. Ryan re: deposition prep outline (.3); draft same (2.5); review/revise same (2.4).	9.30	12,555.00
1/27/26	J Z	Corr. with Willkie team re: deadline to assert claim against party in interest.	0.30	126.00
1/27/26	A D	Conduct research re: guarantee (2.7); corr. with Willkie team re: same (.8).	3.50	5,512.50

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1/27/26	L K	Corr. with D. Morris re: document collection requests (.3); corr. with D. Morris and B. Feldman re: document collection strategy (.2); corr. with M. Loison re: document collection repositories (.2); corr. with B. Feldman re: document collection requests (.1); analyze documents re: upcoming production (3.9); further review/analyze documents re: same (3.4); correspond with S. Lombardi, C. DiPompeo, N. Ward re: analysis re: same (.4); correspond with D. Morris, Willkie team re: document collection (.5).	9.00	13,275.00
1/27/26	SLM	Draft complaint (7.3); analyze service research re: same (.6).	7.90	14,615.00
1/27/26	TPR	Prepare for (1.3) and participate in meetings with D. Burke (.6), P. Schlupp (BRG) (.6), M. Brandt (.6), and R. Spigel (1.5) re: Weinsten deposition preparation.	4.60	8,050.00
1/28/26	M L	Teleconf. with client re: potential claims against party in interest.	0.40	540.00
1/28/26	M D	Review/analyze document requests re: potential adversary proceeding.	0.20	185.00
1/28/26	CD	Teleconf. with Willkie team, Milbank, PJT re: special committee inquiry.	0.50	1,137.50
1/28/26	CD	Teleconf. with M. Stancil, D. Burke re: litigation strategy (.4); participate in teleconf. with M. Stancil, D. Burke, Paul Weiss re: same (.5); teleconf. with Willkie team re: litigation workstreams (.5).	1.40	3,185.00
1/28/26	M D	Draft notice of deposition re: potential adversary proceeding.	3.80	3,515.00
1/28/26	M D	Review/analyze documents re: potential adversary proceeding.	0.40	370.00

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1/28/26	J T	Review/analyze case materials re: litigation workstreams.	0.50	575.00
1/28/26	H P	Corr. with Willkie team re: additional collection and document request.	0.30	145.50
1/28/26	H P	Review/analyze documents re: production requests (.5); corr. with Willkie team re: upcoming production (.2); revise project log re: same (.1); corr. with Willkie team, client re: corrupt files (.5).	1.30	630.50
1/28/26	A D	Corr. with Willkie team re: deposition notices.	0.80	1,260.00
1/28/26	A D	Conduct research re: potential claims (2.5); corr. with Willkie team re: same (.2).	2.70	4,252.50
1/28/26	A D	Corr. with Willkie team re: potential claims.	0.50	787.50
1/28/26	A D	Corr. with Willkie team re: potential claims.	0.30	472.50
1/28/26	R S	Teleconf. with N. Ward, Willkie team re: litigation strategy.	0.10	279.50
1/28/26	H-K C	Corr. with D. Morris re: document production (.3); review/analyze proposed production documents (1.5); corr. with Willkie team, service provider re: same (.6); revise search term requests (.4); review/analyze imaging re: same (.2).	3.00	2,370.00
1/28/26	L K	Analyze documents for privilege and redactions (2.9); conduct quality control review of documents for production (1.1); correspond with H. Pepaj and M. Chang regarding document production (.7)	4.70	6,932.50

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1/28/26	Y K	Review/analyze various documents and filings re: party in interest complaint (.5); draft factual allegations re: same (2.7); review/revise same (2.3); teleconf. with S. Miner re: same (.7); corr. with Willkie team re: litigation workstreams (.8); corr. with Willkie team re: document review (.7); review/analyze 30(b)(6) deposition notice (.3); corr. with Willkie team re: same (.2).	8.20	11,070.00
1/28/26	D B	Analyze issues re: party in interest claim.	0.80	1,820.00
1/28/26	D B	Teleconf. with S. Miner re: party in interest claims.	0.50	1,137.50
1/28/26	D B	Teleconf. with Willkie team re: discovery issues, general litigation status.	0.50	1,137.50
1/28/26	D B	Corr. with Willkie team, Paul Weiss re: party in interest litigation strategy.	0.50	1,137.50
1/28/26	D B	Corr. with M. Stancil, C. DiPompeo re: party in interest litigation strategy.	0.50	1,137.50
1/28/26	A J J	Teleconf. with Willkie team re: case status updates and strategy (.7); draft additional notices of suggestion of bankruptcy (1.1); corr. with Willkie team re: same (.7).	2.50	3,687.50
1/28/26	WTE	Revise draft complaint in connection with certain potential claims against certain parties in interest.	0.40	1,060.00

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1/28/26	D M	Teleconf. with N. Ward re: case litigation strategy (.3); corr. with L. Kirschner and A. Jones re: same (.2); teleconf. with H. Chang re: document review and collection (.1); teleconf. with H. Chang re: same (.1); teleconf. with L. Kirschner re: same (.2); teleconf. with N. Ward re: privilege discussion (.3); teleconf. with S. Lombardi re: document review and collection (.4); teleconf. with A. Jones re: conflicts analysis (.1); review/analyze document production (3.2); corr. with H. Chang re: document review (.2); corr. with L. Kirschner re: same (.5); corr. with Willkie team re: same (.4).	6.20	10,850.00
1/28/26	TPR	Review/analyze document production requests (1.5); teleconf. with Willkie team re: case strategy, litigation updates (.6); corr. with Willkie team re: special committee requests (.6); prepare documents re: same (1.1); prepare for (.4) and participate in (2.1) deposition preparation session with BRG; teleconf. with N. Ward, B. Hewitson re: same (.2); corr. with Milbank re: upcoming productions (.3); review/analyze draft protective order (.4); prepare documents re: special committee requests (.7); teleconf. with B. Hewitson re: same (.3); corr. with client re: same (.4); revise draft deposition summary (.9).	9.50	16,625.00
1/28/26	BSH	Conference with Milbank re: special committee requests (.6); revise deposition preparation materials (.9); teleconf. with BRG re: same (2.1); conf. with C. DiPompeo re: same (.5); corr. with Willkie team re: same (.9); revise document production summary (1.3); prepare documents for production to special committee (1.7); corr. with C. DiPompeo re: witness preparation (.4).	8.40	11,340.00

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Date	Client	Description	Hours	Amount
1/28/26	SRL	Teleconf. with N. Ward re: litigation, discovery workstreams (.5); teleconf. with Milbank re: case status and workstreams (.5); teleconf. with D. Morris re: discovery (.4); teleconf. with N. Ward re: DIP litigation (.4); teleconf. with A. Jones re: prepetition litigation (.1); teleconf. with N. Ward re: productions (.1); review/analyze discovery, related litigation materials (2.5).	4.50	10,237.50
1/28/26	SLM	Draft factual allegations section of complaint (5.5); attend Willkie team call re: same (.5); call with D. Burke re: complaint strategy (.4); review/revise draft complaint rider (1.3).	7.70	14,245.00
1/28/26	L K	Analyze documents re: privilege (2.9); review/analyze documents for production (1.1); correspond with H. Pepaj and M. Chang re: document production (.7); corr. with D. Morris re: document collection (.1).	4.80	7,080.00
1/28/26	N W	Teleconf. with D. Morris re: litigation task planning (.2); teleconf. with S. Lombardi re: privilege issues (.3); teleconf. with Willkie team re: litigation assignments and strategy (.5); teleconf. with Willkie team, Milbank re: document discovery (.5); analyze proposed document redactions (.7); corr. with Milbank re: privilege issues (.3); corr. with Willkie team re: document production protocols (.2); prepare for deposition (1.8); teleconf. with BRG re: same (2.0); teleconf. with C. DiPompeo, T. Ryan, B. Hewitson re: same (.4); teleconf. with D. Morris re: document discovery issues (.2); corr. with Bradley team re: common interest agreement (.1); analyze 30(b)(6) deposition notice (.7); teleconf. with C. DiPompeo re: same (.2).	8.10	16,807.50

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1/28/26	DMS	Telephone conference with R. Spigel re: litigation workstreams (.3).	0.30	682.50
1/28/26	JAC	Attend telephone conference with Willkie team re: strategy in connection with certain potential claims against certain parties in interest.	0.50	1,137.50
1/28/26	A S	Attend meeting with C. Hornig (Saks) re: pending litigation (1.0).	1.00	2,075.00
1/28/26	L K	Attend meeting with Willkie team to discuss litigation workstream updates and next steps.	0.50	737.50
1/29/26	A D	Draft responses to 30(b)(6) deposition notice (1.5); draft objections re: same (1.9) .	3.40	5,355.00
1/29/26	M D	Review/analyze client documents and Willkie team correspondence re: potential adversary proceeding.	1.70	1,572.50
1/29/26	M D	Review/analyze demands/requests for production re: potential adversary proceeding.	0.20	185.00
1/29/26	H P	Corr. with Willkie team, service providers re: re-collection, processing re: document production.	0.20	97.00
1/29/26	H P	Corr. with Willkie team, service providers re: re-collection re: document production (.5); review/analyze production from service providers (.9); corr. with Willkie team, service providers re: same (.3); coordinate service of same (.2).	1.90	921.50
1/29/26	A D	Review/analyze correspondence re: document production.	0.40	630.00

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1/29/26	BSH	Prepare for deposition (2.3); review/analyze documents re: same (2.0); analyze documents re: financing considerations (2.2); conference with T. Ryan re: deposition preparation (.5); draft summary re: litigation workstreams (.8).	7.80	10,530.00
1/29/26	J G	Teleconf. with Paul Weiss, Willkie team re: litigation considerations (.6); corr. with J. Coffey re: same (.2); corr. with Willkie team re: leases (.3); review/analyze same (1.2).	2.30	3,622.50
1/29/26	CD	Teleconf. with Willkie team, Paul Weiss, Hilco re: litigation considerations.	0.60	1,365.00
1/29/26	H-K C	Corr. with Willkie team, service provider re: document production updates (.3); conduct quality review of same (.8); corr. w/ D. Morris re: redaction review (.2); prepare redaction review layout, views, and batches (.4); draft instructions re: same (.4).	2.10	1,659.00
1/29/26	CD	Corr. with A. Jones re: automatic stay research (.1); review/analyze same (.7).	0.80	1,820.00
1/29/26	TPR	Review/analyze documents re: deposition (2.0); prepare for same (2.7); draft summary re: same (3.4); correspond with Willkie team re: document requests (1.0); review/analyze draft outline re: deposition (.8); corr. with Willkie team re: prepetition litigation (.8).	10.70	18,725.00

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1/29/26	Y K	Review/analyze 30(b)(6) deposition notices (2.1); review/revise same (3.1) corr. with A. Dorner and M. DuCille re: same (.4); corr. with Z. Syedain re: same (.1); conduct research re: same (1.2); corr. with B. Hewitson re: chronology materials (.1); corr. with Willkie team re: litigation workstreams (.2).	7.20	9,720.00
1/29/26	L K	Corr. with PJT re: deposition (.8); corr. with N. Ward, S. Lombardi, D. Morris re: 30(b)(6) deposition designation (.7); draft summary of document production status (1.4); draft production letter re: responses (.2); draft analysis re: privilege (1.3); draft summary of 30(b)(6) witness and topic designations (.6); draft litigation update (1.1).	6.10	8,997.50
1/29/26	D M	Teleconf. with N. Ward re: case strategy (.7); teleconf. with L. Kirschner re: same (.1); teleconf. with H. Chang re: same (.8); teleconf. with A. Dorner re: same (.1); teleconf. with S. Lombardi re: same (.1); corr. with E. Labounty re: document production (1.0); analyze party in interest 30(b)(6) notice (.5); analyze privilege analysis (.5); revise production summary (.4); draft production letter (.2); finalize production of documents (.7); corr. with service provider re: document production (.4); corr. with Willkie team re: production status (.4); corr. with client re: discovery (.2); prepare for deposition (.8).	6.90	12,075.00
1/29/26	A J J	Corr. with Willkie team re: litigation workstreams (.8); analyze case law re: pre-petition litigation (2.4); teleconf. with C. DiPompeo re: litigation strategy (.1).	3.30	4,867.50

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1/29/26	N W	Teleconf. with C. DiPompeo re: 30(b)(6) notice (.7); teleconf. with D. Morris re: search term negotiations (.2); teleconf. with C. DiPompeo and D. Morris re: same (.4); revise draft adversary complaint re: potential claims against certain potential party in interest (.6); correspond with W. Eguchi re: same (.3); corr. with Sidley Austin re: search term negotiations (.3); corr. with Sidley Austin re: 30(b)(6) notice (.4); analyze documents re: deposition preparation (2.4); draft analysis re: same (.8); corr. with Willkie team re: same (.4); analyze 30(b)(6) witness designations and deposition topics (1.2); corr. with Willkie team re: same (.5); corr. with BRG re: deposition scheduling (.2); corr. with Willkie team re: document collection issues (.3); prepare for hearing (.3).	9.00	18,675.00
1/29/26	WTE	Correspondence w/ N. Ward re: certain potential claims against certain parties in interest.	0.10	265.00
1/29/26	SRL	Teleconf. with D. Morris re: discovery (.1); teleconf. with vendor's counsel re: consignment (.2); teleconf. with C. DiPompeo re: automatic stay (.3); review/analyze discovery, second day hearing work product (2.4).	3.00	6,825.00
1/29/26	SLM	Analyze research re: potential claims.	0.70	1,295.00
1/29/26	A D	Review/revise 30(b)(6) deposition notice.	4.00	6,300.00
1/29/26	J T	Corr. with D. Morris and C. DiPompeo re: leases (.3); review/analyze correspondence, associated materials re: litigation workstreams (.1).	0.40	460.00
1/29/26	J B	Draft and revise talking points for hearing re: utility providers (.5); corr. with Willkie team re: same (.3).	0.80	1,320.00

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1/29/26	CJT	Attend telephone conference with Vorys, Gibbs, Willkie team re: interchange settlement motion.	0.50	875.00
1/29/26	Z C	Prepare for (.2) and attend (.5) call with Vorys and Gibbs teams re: interchange settlement motion.	0.70	805.00
1/29/26	WLT	Corr. w/ S. Lombardi re: litigation strategy and discovery.	0.30	838.50
1/30/26	DMS	Review/analyze litigation summary (.1); corr. with Willkie team re: same (.1).	0.20	455.00
1/30/26	TPR	Draft summary re: deposition.	0.80	1,400.00
1/30/26	A D	Analyze research findings pertaining to potential adversary claims.	0.40	630.00
1/30/26	A D	Revise/finalize RFPs to party in interest.	1.20	1,890.00
1/30/26	M F	Review/analyze documents responsive to party in interest request (3.7); corr. with Willkie team re: same (.3).	4.00	4,600.00
1/30/26	M F	Teleconf. with Willkie team regarding redactions.	0.90	1,035.00
1/30/26	M D	Correspondence w/ client re: potential adversary proceeding.	0.60	555.00
1/30/26	M D	Corr. w/ Saks litigation team re: potential adversary proceeding.	0.50	462.50
1/30/26	M D	Conduct research re: Fifth Circuit precedent in connection with potential adversary proceeding.	0.40	370.00
1/30/26	J T	Teleconf. with Willkie team regarding redactions.	1.00	1,150.00
1/30/26	CD	Teleconf. with Willkie team, Latham re: DIP hearing (.2); corr. with client re: same (.2).	0.40	910.00

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1/30/26	H P	Corr. with Willkie team, service providers re: additional search requests (.8); corr. with Paul Weiss re: document production (.2).	1.00	485.00
1/30/26	H T	Analyze documents for responsiveness to requests for production.	2.80	2,590.00
1/30/26	H T	Teleconf. with Willkie team re: privilege review.	0.90	832.50
1/30/26	BSH	Draft deposition materials (2.9); conf. with BRG re: same (2.1); review/analyze documents for production re: special committee requests (.4).	5.40	7,290.00
1/30/26	R S	Teleconf. with Sidley re: litigation issues (.2); corr. with client, BRG, Willkie team re: same (.3); corr. with PJT re: same (.1); corr. with C. DiPompeo and N. Ward re: DIP hearing, discovery (.5).	1.10	3,074.50
1/30/26	L K	Correspondence re: document collection and production strategy with D. Morris.	0.20	295.00
1/30/26	H-K C	Teleconf. with D. Morris and L. Kirschner re: document collection (.5); review/analyze common interest documents (.2); review/analyze redacted documents (.4) and correspond with Willkie team re: same (.2); review/analyze search term issues (.2); corr. with Willkie team re: privilege redaction (.5).	2.00	1,580.00
1/30/26	Y K	Conduct research re: potential claims (3.6); conf. with Willkie team re: workstreams and case strategy (.5); teleconf. with Willkie team re: document review (.9); corr. with Willkie team re: same (.2); review/revise responses and objections to 30(b)(6) notice (1.2); corr. with Willkie team re discovery, research workstreams (.5).	6.90	9,315.00

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1/30/26	D B	Review/analyze draft factual narrative re: litigation claims.	2.20	5,005.00
1/30/26	D M	Teleconf. with N. Ward re: case strategy (.3) teleconf. with L. Kirschner re: same (.4); teleconf. with M. Loison re: same (.2); teleconf. with C. Rodriguez re: same (.1); teleconf. with S. Lombardi re: same (.2); teleconf. with A. Dorner re: same (.3); teleconf. with M. Ducille re: same (.3); prep for (.4) and attend (1.0) conf. w/ Willkie team re: document review strategy ; conf. with L. Kirschner and H. Chang re: document production (.5); corr. with PJT re: document collection (.2); corr. with Sidley re: same (.2); revise drafts of deposition notices (.5); review/analyze drafts of responses and objections to deposition notices (.5); corr. with Sidley re: confidential designation (.2); corr. with client re: same (.2); analyze document review results (2.3).	7.80	13,650.00
1/30/26	A J J	Conduct research re: automatic stay (6.0); corr. with Willkie team re: same (.5); conf. with Willkie team re: case strategy and updates (.5); teleconf. with Willkie team re: document review (.9).	7.90	11,652.50
1/30/26	A D	Prepare witness for deposition.	1.20	1,890.00
1/30/26	A D	Analyze (.9) and revise (1.1) deposition outline.	2.00	3,150.00
1/30/26	A D	Conf. with N. Ward re: deposition preparation.	0.10	157.50
1/30/26	A D	Corr. with Willkie team re: discovery.	0.40	630.00
1/30/26	A D	Revise adversary complaint re: potential claims against certain potential party in interest.	0.30	472.50

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1/30/26	TPR	Review/analyze documents re: deposition preparation (1.1); revise draft outline re: same (1.3); correspond with Willkie team re: prepetition litigation (.6); review/analyze sample discovery requests (.2) and draft UCC discovery requests (.7); teleconf. with D. Morris re: litigation workstreams (.3); corr. with Willkie team re: privilege considerations (.5); prepare for (.5) and participate in (2.0) deposition preparation session with witness.	7.20	12,600.00
1/30/26	C R	Conf. with D. Morris re: privilege redactions.	1.10	1,017.50
1/30/26	TPR	Prepare for (.4) and participate in (.5) conf. with Willkie team re: litigation workstreams ; prepare for (.5) and participate in (1.0) conf. with Willkie team re: privilege review.	2.40	4,200.00
1/30/26	SRL	Teleconf. with D. Morris re: research and litigation workstreams (.2); teleconf. with Willkie team re: discovery, second day hearing (.5); teleconf. with D. Morris re: discovery (.1); corr. with Willkie team re: same (.8).	1.60	3,640.00
1/30/26	S M	Review/analyze request for production (1.4); review/analyze documents re: same (3.9).	5.30	4,902.50
1/30/26	S M	Teleconf. with Willkie team re: review of documents re: request for production.	1.00	925.00

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1/30/26	N W	Develop litigation task assignments and strategy (.5); corr. with Willkie team re: 30(b)(6) response and party in interest complaint (.4); analyze documents re: deposition preparation (1.5); prepare for deposition preparation meeting (1.4); teleconf. with client, B. Feldman re: store closure motion (.5); teleconf. with Willkie team re: case status (.5); teleconf. with A. Dorner re: deposition preparation outline (.2); corr. with M. Sable re: UCC document requests (.1); prepare for deposition (1.0); teleconf. with client re: deposition preparation (2.0); teleconf. with C. DiPompeo re: 30(b)(6) objections (.1); teleconf. with D. Morris re: objections and extension request (.2); revise objections to 30(b)(6) notice (.2); analyze requests for production to party in interest (.2).	8.80	18,260.00
1/30/26	M T S	Corr. w/ Willkie team re: interested party outreach (.1); correspondence with counsel for interested party re: same (.2); follow-up correspondence with Willkie team re: discovery (.2).	0.50	1,397.50
1/30/26	Z S	Conduct research (4.0) and revise memo (3.3) re: potential claims against certain parties in interest; correspondence with Willkie team re: same (.3).	7.60	10,260.00
1/30/26	SLM	Attend call w/ Willkie team regarding possible actions (.5); call with D. Burke re: complaint strategy (.4); correspondence w/ Y. Kim re: liquidated damages research (.5).	1.40	2,590.00
1/30/26	A D	Review/revise deposition notices.	1.10	1,732.50
1/30/26	A D	Analyze research re: potential adversary claims (.4); revise/finalize requests for production (1.2); corr. with Willkie team re: case status (.5).	2.10	3,307.50

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1/30/26	L K	Attend call with S. Lombardi, N. Ward, C. DiPompeo, D. Burke, D. Morris, T. Ryan, A. Dorner, A. Jones, B. Hewitson, Y. Kim to discuss litigation strategy and next steps (.5); attend meeting with D. Morris re: document review (.9).	1.40	2,065.00
1/30/26	L K	Corr. with D. Morris re: document collection and production strategy (.2). Teleconf. with D. Morris re: same (.2); teleconf. with Willkie team re: litigation strategy (.5); corr. with PJT re: deposition preparation (.4); corr. with T. Ryan, A. Dorner re: document collection (.4); corr. with M. Chang and D. Morris re: document productions (.5); revise summary re: litigation workstreams (.5); analyze documents for production to UCC (1.4).	4.10	6,047.50
1/31/26	CD	Teleconf. with Willkie team, UCC re: requests for production (.6); corr. with UCC re: document production (.5).	1.10	2,502.50
1/31/26	CD	Corr. with R. Spigel re: party in interest issues (.5); corr. with N. Ward re: same (.7).	1.20	2,730.00
1/31/26	M F	Review/analyze documents for privilege re: request for production.	4.90	5,635.00
1/31/26	H T	Analyze documents for responsiveness to requests for production (1.1); analyze documents for privilege (.9); redact documents re: same (1.0).	3.10	2,867.50
1/31/26	H P	Corr. with Willkie team re: ESI processing and production (.2); circulate production to parties in interest (.2).	0.40	194.00
1/31/26	H-K C	Review/analyze updated search term requests re: document production (.4); prepare additional targeted searches for documents (.4); correspond with service provider re: additional data load (.2).	1.00	790.00

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1/31/26	Y K	Corr. with Willkie team, UCC re: discovery requests and responses (.5).	0.50	675.00
1/31/26	DMS	Corr. with Willkie team re: discovery issues.	0.70	1,592.50
1/31/26	D M	Finalize production of documents to UCC (1.0); corr. with H. Pepaj re: same (.1); corr. with N. Ward re: same (.1); analyze results of document processing (.4); teleconf. with UCC re: document production (.1).	1.70	2,975.00
1/31/26	N W	Analyze documents re: adversary complaint (1.2); teleconf. with C. DiPompeo re: strategy re: same (.7).	1.90	3,942.50
1/31/26	SRL	Corr. with Willkie team re: discovery process.	0.10	227.50
1/31/26	S M	Analyze documents re: request for production.	4.00	3,700.00
		Subtotal - General Litigation	1,488.50	2,258,033.50

Employee Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/15/26	NCF	Draft summary of executive employment agreements.	0.90	\$ 1,215.00
1/15/26	R S	Teleconf. with R. Ohanesian re employee matters.	0.40	1,118.00
1/16/26	BLF	Corr. with BRG, Willkie team, Willis Towers Watson re: non-insider compensation plan.	0.60	1,110.00
1/16/26	M L	Conduct research re non-insider compensation plan.	0.80	1,080.00
1/16/26	NCF	Review/revise form of separation agreement (1.2); corr. with R. Ohanesian re: same (.2).	1.40	1,890.00

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1/16/26	R L S	Corr. w/ M. Loison re: non-insider compensation plan motions (.1); conduct research re: same (.4).	0.50	242.50
1/16/26	R S	Teleconf. with Willkie team re: non-insider compensation plan, employee matters (.5); teleconf. with R. Ohanesian re: same (.2); corr. with A. Smith and R. Ohanesian re: employee letter (.1); review/revise same (.8); teleconf. with B. Feldman re: employee matters (.2).	1.80	5,031.00
1/16/26	A S	Corr. with client re: severance.	0.70	1,452.50
1/16/26	A S	Conf. with B. Feldman, Willis Towers Watson re: non-insider compensation plan.	0.90	1,867.50
1/16/26	R O	Draft summary of employment agreements (.9); call with Willkie team regarding compensation matters (0.5).	1.40	3,185.00
1/17/26	DMS	Corr with J. Brandt re: employee communications materials.	0.30	682.50
1/17/26	J B	Review/revise draft severance communication materials (1.0); corr. with Willkie team, C Street re: same (.4); analyze issues re: notice of commencement cover letter (.2); analyze issues re: draft communications materials (1.1).	2.70	4,455.00
1/18/26	DMS	Correspondence with lenders re: employee communications.	0.10	227.50
1/18/26	R S	Corr. with client re: employee communications (.2); corr. with Paul Weiss re: same (.1).	0.30	838.50
1/18/26	J B	Review/revise draft cover note for employees (.5); corr. with C Street, Willkie team re: same (.3).	0.80	1,320.00
1/19/26	M L	Conduct research re: non-insider compensation plan motion.	1.40	1,890.00

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1/19/26	BLF	Corr. with Bradley team re: employee bonus matters.	0.20	370.00
1/19/26	R S	Teleconf. with A. Smith re: employee letters, other open matters (.3); review/revise employee letter (.4); corr. with B. Feldman re: non-insider compensation plan (.1).	0.80	2,236.00
1/19/26	A S	Corr. with client re: severance questions.	0.70	1,452.50
1/19/26	M S	Revise non-insider compensation plan motion.	0.10	92.50
1/19/26	R S	Corr. with B. Feldman and J. Graber re: employment matters.	0.20	559.00
1/20/26	JMC	Review/analyze executive equity agreements (.4); corr. with R. Ohanesian re: same (.3).	0.70	945.00
1/20/26	R S	Teleconf. with B. Feldman re employee matter.	0.30	838.50
1/20/26	M S	Revise non-insider compensation plan motion.	1.70	1,572.50
1/21/26	M L	Teleconf. with C. Street, Willis Towers Watson re: non-insider compensation plan.	0.30	405.00
1/21/26	BLF	Corr. with Willis Towers Watson re: employee bonuses (1.0); corr. with C Street re: communications plans for same (.3).	1.30	2,405.00
1/21/26	DMS	Corr with R. Ohanesian re: employee benefits questions.	0.30	682.50
1/21/26	A S	Conf. with client, Willkie team re: severance.	0.80	1,660.00
1/21/26	SRL	Teleconf. with Willkie team re: non-insider compensation plan (.3); teleconf. with B. Feldman re: same (.1).	0.40	910.00

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1/21/26	C L C	Analyze foreclosure of employee-held equity.	0.30	622.50
1/22/26	DMS	Teleconf. with client, R. Ohanesian, R. Spigel re: employee issues (.5); corr. with Willkie team re: employee benefits questions (.4).	0.50	1,137.50
1/22/26	BLF	Teleconf. with Willis Towers Watson, R. Spigel, R. Ohanesian re: employee bonus matters.	1.20	2,220.00
1/22/26	JMC	Corr. with T. Oberstein, Willkie team re: executive agreements (.3); draft summary of equity valuation re: same (.6).	0.90	1,215.00
1/22/26	R S	Teleconf. with J. Gartrell, C. Martinez, B. Feldman re: non-insider compensation plan and related matters (.6); corr. with client, D. Sinclair, R. Ohanesian re: former employee matter (.3).	0.90	2,515.50
1/22/26	R O	Teleconf. with client re: employee issues (.5); review/analyze employee agreement (.5); corr. with bondholders re: employee considerations (.4).	1.40	3,185.00
1/22/26	A S	Teleconf. with Paul Weiss re: employee matters (.8); teleconf. with DLA Piper re: pension matters (.2).	1.00	2,075.00
1/23/26	Z C	Review/analyze former employee complaint (.3); corr. with L. Immer re: same (.2).	0.50	575.00
1/23/26	DMS	Corr. with Willkie team re: pension matters.	0.10	227.50
1/23/26	L I	Review/analyze former employee complaint (.3) and summarize same for Willkie team (.3).	0.60	555.00
1/24/26	R O	Teleconf. with Willkie team re: non-insider compensation plan (.5); draft summary of equity arrangement (.8).	1.30	2,957.50

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1/24/26	BLF	Teleconf. (.9) and corr. (.6) with Willkie team, Willis Towers Watson re: employment matters.	1.50	2,775.00
1/24/26	JMC	Review/analyze compensation consultant report (.3); correspond with Willkie team re: same (.3).	0.60	810.00
1/24/26	R S	Corr. with J. Dugan and R. Ohanesian re: employment agreement matters.	0.60	1,677.00
1/25/26	M L	Revise non-insider compensation plan motion.	1.10	1,485.00
1/25/26	JMC	Review/analyze compensation consultant report (.2); correspond with Willkie team re: same (.2).	0.40	540.00
1/25/26	BLF	Teleconf. with client re: employee matters (.6); conduct research re: same (.6).	1.20	2,220.00
1/25/26	R S	Corr. with B. Feldman re: employee matters, non-insider compensation plan.	0.30	838.50
1/26/26	DMS	Teleconf. with Willkie team, Paul Weiss re: employee issues.	0.30	682.50
1/26/26	JMC	Teleconf. with Paul Weiss, Willkie teams re: executive employment agreements, employee benefit plans (.5); corr. with Willkie team, client re: diligence requests re: same (.6).	1.10	1,485.00
1/26/26	BLF	Teleconf. with Willkie team, Paul Weiss re: executive employee matters.	0.40	740.00
1/26/26	R S	Teleconf. with Paul Weiss, R. Ohanesian, B. Feldman re: assumption and other employee matters (.4); review/analyze presentation re: same (.3); corr. with Willis Towers Watson re: same (.2).	0.90	2,515.50

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1/26/26	R O	Teleconf. with Willkie team, Paul Weiss re: employee matters (.4); review/analyze questions re: consulting agreement (.4).	0.80	1,820.00
1/26/26	A S	Teleconf. with Rippling re: Canadian employees (.4); teleconf. with Paul Weiss re: wages motion/order (.7); corr. with Paul Weiss, client re: same (.4); teleconf. with client re: pension matters (.6); corr. with D. Sinclair re: same (.3).	2.40	4,980.00
1/27/26	R S	Teleconf. with R. Ohanesian re: employee requests and guidance (.1); corr. with R. Ohanesian re: same (.1).	0.20	559.00
1/27/26	R O	Review/analyze diligence re: employment matters.	0.50	1,137.50
1/28/26	M L	Revise non-insider compensation motion.	1.20	1,620.00
1/28/26	R S	Teleconf. with R. Ohanesian re: severance.	0.20	559.00
1/28/26	B L	Teleconf. with D. Sinclair re: motion to assume executive employment agreements (.2); review/analyze executive employment agreements (.3); teleconf. with E. Wayne re: same (.3).	0.80	2,120.00
1/28/26	L I	Revise employee/internal communications.	0.50	462.50
1/28/26	A S	Attend meetings (2x) with J. Lee (Saks) re: wages matters (1.1).	1.10	2,282.50
1/29/26	M L	Revise non-insider compensation plan motion.	5.50	7,425.00
1/29/26	B L	Review/revise motion to assume executive employment agreements (.8); teleconf. with E. Wayne re: same (.2).	1.00	2,650.00
1/29/26	R O	Analyze agreement re: equity awards (.5) and corr. with client, Willkie team re: same (.2).	0.70	1,592.50

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1/29/26	APC	Corr. with T. Prakash and R. Ohanesian re: equity trading units.	0.30	585.00
1/30/26	JMC	Corr. with T. Oberstein re: equity awards.	0.30	405.00
1/30/26	M L	Revise non-insider compensation plan motion.	4.10	5,535.00
1/30/26	B L	Review/revise motion to assume executive employment agreements (1.2); corr. with E. Wayne re: same (.2).	1.40	3,710.00
1/31/26	A S	Corr. with J. Graber, BRG re: wages motion.	0.20	415.00
		Subtotal - Employee Matters	61.10	112,645.50

Retention Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/15/26	BLF	Corr. with various professionals re: professional retention matters.	0.50	\$ 925.00
1/15/26	Z S	Corr. with J. Brandt re: retention of professionals (.3); teleconf. with McGrail Bensinger re: A&G retention (.1); teleconf. with PJT re: PJT retention application (.2); teleconf. with Bradley team re: retention application (.1); conduct research re: A&G retention application (.5); corr. with Haynes & Boone and A&G re: same (.1).	1.30	1,755.00
1/15/26	J B	Corr. with Willkie team re: Willkie retention application (.5); draft/revise same (1.3); analyze issues re: other professionals' retention applications (.6); corr. with Willkie team re: same (.3).	2.70	4,455.00
1/15/26	R S	Teleconf. with J. Hardy re: retention of professionals and open issues.	0.40	1,118.00

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1/16/26	BLF	Corr. with client re: retained professionals and OCPs.	0.80	1,480.00
1/16/26	Z S	Review/revise Willkie retention application (.8); corr. re: same and retention matters with Stretto, Haynes & Boone, BRG, PJT, Deloitte and A&G (.3).	1.10	1,485.00
1/16/26	DMS	Review/analyze Willkie retention application (.3); teleconf. with R. Spigel, J. Brandt re: same (.2).	0.50	1,137.50
1/16/26	J B	Draft Willkie retention application (2.9); review/revise same (1.6); corr. with Willkie team re: same (.4).	4.90	8,085.00
1/16/26	R L S	Corr. w/ Willkie team re: Willkie retention application (.2); review/revise same (.5).	0.70	339.50
1/16/26	A S	Conf. with client re: professionals' retention process, next steps.	0.70	1,452.50
1/17/26	J B	Review/analyze Willkie retention application (1.2); review/revise same (3.8); corr. with Willkie team re: same (.4).	5.40	8,910.00
1/18/26	DMS	Review/revise Willkie retention application.	1.10	2,502.50
1/18/26	M L	Corr. with Willkie team re: retention application.	0.20	270.00
1/18/26	J B	Draft/revise Willkie retention application (3.5); corr. w/ D. Sinclair and Willkie team re: same (.6).	4.10	6,765.00
1/19/26	DMS	Review/revise Willkie retention application and exhibits.	4.10	9,327.50
1/19/26	L G	Corr. with J. Brandt re: disclosures in Willkie retention declaration (.2); corr. with P. Flannery and L. Feldman re: same (.1).	0.30	195.00

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1/19/26	J B	Draft/revise Willkie retention application (3.1); analyze issues re: same (.5); corr. with Willkie team re: same (.9).	4.50	7,425.00
1/19/26	Z C	Corr. with J. Brandt re: budget and staffing plan (.2); corr. with K. Jaipersaud re: same (.2); corr. with BRG re: budget for same (.3); draft budget and staffing plan re: Willkie retention application (.9).	1.60	1,840.00
1/19/26	J J H	Teleconf. with K. Norfleet re: Debtors' professionals' retention applications.	0.30	750.00
1/19/26	M L	Conduct research re: Debtors' professionals' retention applications.	1.70	2,295.00
1/19/26	R S	Teleconf. with D. Sinclair re: Willkie retention and other open matters.	0.30	838.50
1/20/26	DMS	Corr. with Willkie team re: Willkie retention application.	0.40	910.00
1/20/26	J B	Analyze issues re: Willkie retention (1.5); corr. with Willkie team re: same (.5); draft/revise Willkie retention application (2.7).	4.70	7,755.00
1/20/26	Z C	Corr. with J. Brandt re: budget and staffing plan (.2); review/revise same (.6); corr. with D. Sinclair re: same (.2).	1.00	1,150.00
1/20/26	R L S	Review/revise Willkie retention application.	1.00	485.00
1/20/26	R S	Teleconf. with A. Swedelson re: Willkie retention application (.1); corr. with J. Brandt re: same (.3).	0.40	1,118.00
1/21/26	DMS	Corr. with M. Stancil, Willkie team re: Willkie retention application.	0.40	910.00
1/21/26	M L	Corr. with J. Brandt re: Willkie retention application (.4); conduct research re: same (1.0).	1.40	1,890.00

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1/21/26	BLF	Corr. with J. Brandt re: retention considerations re: Debtors' professionals (.5); corr. with Z. Syedain, client re: OCP considerations (1.0).	1.50	2,775.00
1/21/26	J B	Draft/revise Willkie retention application (1.4); revise draft budget (.9); corr. w/ Willkie team re: same (1.0).	3.30	5,445.00
1/21/26	Z C	Corr. with J. Brandt re: budget and staffing plan (.4); review/revise same (.8); corr. with Willkie team re: same (.1).	1.30	1,495.00
1/21/26	R S	Review/revise Willkie retention application (1.1); corr. with J. Graber and A. Smith re: OCP issues (.1).	1.20	3,354.00
1/21/26	DMS	Review/revise Willkie retention application draft (.7); corr. with Willkie team re: same (.2); corr. with Willkie team re: PJT retention (.1); corr. with M. Stancil re: retention applications (.2); review/analyze budget and staffing plan (.1); corr. with Willkie team re: retention application (.2).	1.50	3,412.50
1/21/26	J J H	Review/analyze Willkie retention application issues.	0.30	750.00
1/21/26	A S	Correspond with Haynes & Boone re: retention applications (.1); review/analyze same (.5).	0.60	1,245.00
1/22/26	DMS	Corr. with J. Brandt, M. Loison re: Willkie retention application (.1); teleconf. with J. Brandt, M. Loison re: same (.6).	0.70	1,592.50
1/22/26	M L	Corr. with E. Chang re: Willkie retention application (.1); conduct research re: same (1.9); teleconf. with Willkie team re: same (.5).	2.50	3,375.00

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1/22/26	L G	Revise Willkie retention application and disclosures (.3); corr. with J. Brandt re: same (.2).	0.50	325.00
1/22/26	J B	Analyze issues re: Willkie retention (2.4); corr. with Willkie team re: same (1.0); draft/revise Willkie retention application (1.3); analyze issues re: other Debtors' professionals' retention applications (.5).	5.20	8,580.00
1/22/26	Z C	Review/analyze Haynes & Boone (.3) and A&G (.3) retention applications; corr. with J. Brandt re: same (.1); corr. with Haynes & Boone re: same (.1).	0.80	920.00
1/22/26	R S	Teleconf. with M. Stancil re: Willkie retention (.4); corr. with M. Stancil re: same (.3); teleconf. with J. Brandt re: same (.1); review/revise Willkie retention application (4.9); teleconf. with D. Sinclair re: same (.5); teleconf. (.2) and corr. (.2) with J. Messinger and D. Sinclair re: same.	6.60	18,447.00
1/22/26	BLF	Corr. with Willkie team re: Debtors' professionals' retention applications.	0.10	185.00
1/23/26	M L	Teleconf. with Willkie team re: retention considerations (.7); conduct research re: same (.3).	1.00	1,350.00
1/23/26	BLF	Corr. with Z. Syedain, client re: OCP retentions.	0.80	1,480.00
1/23/26	J B	Draft/revise Willkie retention application (1.2); analyze issues re: same (1.0); corr. with Willkie team re: same (1.4); analyze issues re: other Debtors' professionals' retentions (.7); corr. with Willkie team re: same (.4).	4.70	7,755.00
1/23/26	R S	Teleconf. with D. Sinclair, Willkie team re: Willkie retention application (.5); teleconf. with Haynes & Boone re: Haynes & Boone retention (.3).	0.80	2,236.00

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1/23/26	MEB	Teleconf. with D. Sinclair, Willkie team re: Willkie retention application (.5); revise same (.2).	0.70	1,855.00
1/23/26	DMS	Review/analyze Willkie retention declaration (.1); corr. with J. Brandt re: same (.2); teleconf. with Willkie team re: Willkie retention application (.5).	0.80	1,820.00
1/23/26	A S	Review/analyze PJT, BRG, Deloitte retention applications.	2.40	4,980.00
1/23/26	D M	Teleconf. with J. Brandt re: disclosures for Willkie retention declaration.	0.10	175.00
1/24/26	DMS	Revise Willkie retention application.	2.60	5,915.00
1/24/26	DMS	Corr. with Willkie team re: Willkie retention application.	0.20	455.00
1/24/26	J J H	Review/revise Willkie retention application.	1.80	4,500.00
1/24/26	M L	Revise Willkie retention application.	0.50	675.00
1/24/26	J B	Revise Willkie retention application (3.6); corr. w/ Willkie team, client re: same (1.1); analyze issues re: same (1.3).	6.00	9,900.00
1/24/26	R S	Corr. with J. Brandt, D. Sinclair, M. Feldman re: Willkie retention.	0.20	559.00
1/25/26	DMS	Corr. with Willkie team re: Willkie retention application.	0.80	1,820.00
1/25/26	DMS	Teleconf. with Milbank, Willkie team, and PJT re: PJT retention application.	0.40	910.00
1/25/26	J B	Corr. w/ Willkie team, client re: Willkie retention application (1.6); draft/ revise same (2.8); corr. with Willkie team re: same (.9).	5.30	8,745.00
1/25/26	A S	Review/analyze PJT (1.1), BRG (1.3), Deloitte (1.3) retention applications; correspond with Haynes & Boone re: same (.4).	4.10	8,507.50

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1/25/26	R S	Corr. with J. Brandt re: Willkie retention application (.4); review/ revise same (1.7); corr. with D. Sinclair re: retention considerations (.2); review/analyze further revised Willkie retention application (.2); corr. with J. Brandt re: same (.2).	2.70	7,546.50
1/25/26	DMS	Discuss retention applications with Milbank, Willkie, PJT teams.	0.40	910.00
1/26/26	DMS	Review/analyze revised Willkie retention application.	0.70	1,592.50
1/26/26	JAM	Teleconf. with D. Sinclair and R. Spigel re Willkie retention application.	0.30	838.50
1/26/26	M L	Revise Willkie retention application.	0.40	540.00
1/26/26	J B	Draft/revise Willkie retention application (2.4); corr. w/ Willkie team re: same (1.0); facilitate filing of same (.9); analyze issues re: same (.8).	5.10	8,415.00
1/26/26	Z S	Review/revise A&G engagement letter (.6); corr. w/ B. Feldman, client re: same (.6).	1.20	1,620.00
1/26/26	R L S	Corr. w/ Willkie team re: filing of Willkie retention application (.5); review/revise same (.5); file same (.3); serve same (.2).	1.50	727.50
1/26/26	DMS	Corr. with Willkie team re: Willkie retention application (.7); teleconf. with Willkie team re: same (.4); subsequent teleconf. with Willkie team re: same (.3).	1.40	3,185.00
1/26/26	R S	Teleconf. with D. Sinclair re: Willkie retention (.4); corr. with J. Brandt re: same (.2); teleconf. with J. Messinger re: Willkie retention application (.2); subsequent teleconf. with D. Sinclair re: same (.3); subsequent corr. with J. Brandt re: same (.2).	1.30	3,633.50

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1/26/26	L I	Prepare redacted Willkie engagement letter.	0.50	462.50
1/27/26	J J H	Teleconf. w/ Willkie team, BRG, Bradley team, Accordion re: retention matters.	0.30	750.00
1/27/26	J Z	Correspondence with Willkie team re: deadline to object to Willkie retention application.	0.10	42.00
1/28/26	J Z	Corr. with Willkie team re: Willkie retention application.	0.20	84.00
1/29/26	J Z	Corr. w/ Willkie team re: retention considerations.	0.20	84.00
Subtotal - Retention Matters			122.10	223,538.50

Fee Application Preparation

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/29/26	L S	Attend meeting with Willkie team re: monthly fee statement preparation.	0.30	\$ 442.50
1/29/26	E W	Attend meeting with Willkie team re: monthly fee statement preparation.	0.30	405.00
1/29/26	V W	Attend meeting with Willkie team re: monthly fee statement preparation.	0.30	405.00
1/29/26	K W	Attend meeting with Willkie team re: monthly fee statement preparation.	0.30	277.50
1/29/26	N K	Attend meeting with Willkie team re: monthly fee statement preparation.	0.30	277.50
1/29/26	N S	Attend meeting with Willkie team re: monthly fee statement preparation.	0.30	277.50
1/29/26	J T	Attend meeting with Willkie team re: monthly fee statement preparation.	0.30	585.00
1/29/26	WTE	Attend meeting with Willkie team re: monthly fee statement preparation.	0.30	795.00

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1/29/26	C L C	Attend meeting with Willkie team re: monthly fee statement preparation.	0.30	622.50
Subtotal - Fee Application Preparation			2.70	4,087.50

Tax Issues

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/14/26	V M	Corr. with Willkie team re: NOL motion (.2); teleconf. with G. Inbar re: tax issues (.3); corr. with Willkie team re: tax treatment issues (.2).	0.70	\$ 1,956.50
1/14/26	S M	Review/analyze DIP exhibits, commitment letter re: tax considerations.	2.10	3,885.00
1/14/26	G I	Review/analyze tax treatment of backstop and structuring premiums (1.0); attend call with Willkie team re: NOL motion (.3); review/analyze JPM's OID calculation on seller note (1.5); correspondence with JPM re: same (.2); call w/ P. McDonald (Saks tax) re: upper-tier structure (.3); correspondence (.3) and conference calls (2x) (.6) with Willkie team re: commitment letter.	4.20	10,500.00
1/15/26	S M	Teleconf. with client re: tax issues (.3); review/analyze DIP credit agreements re: same (.4); teleconf. with W. Eguchi re: tax covenants (.4).	1.10	2,035.00
1/15/26	G I	Corr. with Deloitte re: tax reporting (.5); teleconf. with Willkie team re: same (.2); corr. with JPM, Deloitte re: OID reporting (.1); teleconf. with Deloitte, company re: tax modeling (.7); teleconf. with client re: commitment premiums (.2); corr. with Willkie team re: tax structure (.3); corr. with Deloitte re: same (.1); corr. with Willkie team re: tax considerations (.1); conduct research re: term loans (.2).	2.40	6,000.00

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1/16/26	YMM	Teleconf. with J. Tjang, S. Moyal and G. Inbar re: tax issues (.3); teleconf. with S. Moyal and G. Inbar re: term loans (.5); teleconf. with S. Moyal re: same (.2); teleconf. with Deloitte, client re: same (.3).	1.30	2,697.50
1/16/26	S M	Teleconf. with J. Tjang, Y. Maman and G. Inbar re tax issues (.3); teleconf. with Y. Maman and G. Inbar re: term loans (.5); teleconf. with G. Inbar re: same (.2); teleconf. with Y. Maman re: same (.2); teleconf. with Deloitte, client re: same (.3); analyze first out term loans re: tax considerations (1.4).	2.90	5,365.00
1/16/26	G I	Teleconf. with Willkie team re: tax considerations (.3); teleconf. with Willkie team re: same (.5); teleconf. with S. Moyal re: same (.2); teleconf. with Deloitte, client re: same (.3).	1.30	3,250.00
1/17/26	G I	Corr. with Deloitte, A. Thomison re: tax considerations.	0.20	500.00
1/20/26	S M	Teleconf. with S. Moyal and G. Inbar re: cancellation of debt analysis (.5); teleconf. with Deloitte, Paul Weiss, client re: tax modeling (.3).	0.20	370.00
1/21/26	G I	Corr. with Willkie team re: tax questions from DTC on roll-up (.1); corr. with J. Ablan re: same (.1).	0.20	500.00
1/22/26	YMM	Teleconf. with Willkie team, Deloitte, client re: tax considerations.	0.40	830.00
1/22/26	S M	Teleconf. with Willkie team, Deloitte, client re: tax considerations.	1.00	1,850.00
1/22/26	J G	Attend telephone conference with Saks and Deloitte teams re: tax considerations and upcoming deadlines.	0.50	787.50
1/23/26	R T	Teleconf. with S. Moyal re: tax considerations (.4); conduct research re: withholding requirements (2.4).	2.80	2,590.00

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1/23/26	R T	Conduct research re: withholding requirements.	1.40	1,295.00
1/23/26	YMM	Teleconference with S. Moyal and G. Inbar re: cancellation of debt analysis (.5); teleconference with Deloitte, Paul Weiss and Saks Tax team re: tax modeling (.3).	0.80	1,660.00
1/23/26	S M	Teleconf. with R. Taras re: withholding considerations (.4); teleconf. with Y. Maman and G. Inbar re: tax issues (.5); teleconf. with Deloitte, Paul Weiss, client re: tax modeling (.3); teleconf. with G. Inbar and J. Ablan re: tax inquiries (.5); conduct research re: withholding considerations (1.2).	2.90	5,365.00
1/23/26	G I	Attend (in part) telephone conference with Deloitte and Paul Weiss re: bankruptcy tax modeling (.3); attend telephone conference with Willkie team re: bankruptcy tax issues (.5).	0.80	2,000.00
1/26/26	YMM	Teleconf. with S. Moyal, G. Inbar, Z. Syedain re: tax issues re: loan structure (.3); teleconf. with S. Moyal and G. Inbar re: same (.7).	1.00	2,075.00
1/26/26	S M	Teleconf. with Y. Maman, G. Inbar, Z. Syedain re: tax issues re: loan structure (.3); teleconf. with Y. Maman and G. Inbar re: same (.7); conduct research re: fee tax treatment (.7).	1.70	3,145.00
1/28/26	YMM	Teleconf. with Willkie team, Deloitte, client re: DIP tax analysis (.5); teleconf. with S. Moyal re: same (1.2); teleconf. with S. Moyal, G. Inbar re: same (.1).	1.80	3,735.00
1/28/26	S M	Teleconf. with Willkie team, Deloitte, client re: DIP tax analysis (.5); teleconf. with Y. Maman re: same (1.2); teleconf. with Y. Maman, G. Inbar re: same (.1); review/analyze same (.2).	2.00	3,700.00

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1/29/26	V M	Review/comment on APA re: tax considerations.	0.20	559.00
1/29/26	S M	Analyze escrow agreement re: tax considerations (1.3); teleconf. with client, Deloitte re: same (.3).	1.60	2,960.00
1/29/26	G I	Attend telephone conference with Saks and Deloitte Canada re: HBSFA (.5).	0.50	1,250.00
1/30/26	V M	Corr. with Willkie team re: pre-petition tax claims.	0.40	1,118.00
1/30/26	S M	Corr. with J. Graber re: tax considerations.	0.40	740.00
Subtotal - Tax Issues			36.80	72,718.50

Store Closings

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/20/26	BLF	Corr. with D. Sinclair re: store closing procedures.	0.40	\$ 740.00
1/21/26	J J H	Teleconf. with Willkie team, client re: store closing motion.	0.50	1,250.00
1/21/26	DMS	Corr. with Willkie team re: store closing workstreams.	0.10	227.50
1/21/26	BLF	Corr. with counsel for consignor re: store closing procedures motion for Saks OFF 5TH stores.	0.40	740.00
1/22/26	R S	Teleconf. with BRG re: store closures (.2); corr. with J. Hardy and B. Feldman re: same (.4).	0.60	1,677.00
1/22/26	DMS	Corr. with Willkie team re: store closing motion.	0.20	455.00
1/22/26	L I	Draft store closing motion (3.7); attend telephone conference with B. Feldman re: current draft of same and next steps (.2).	3.90	3,607.50

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1/22/26	Z S	Telephone conferences with M. Weinsten (BRG) (.5); and correspondence with R. Sasso and E. Wayne (.2) re: store closing procedures motion for SO5 stores.	0.70	945.00
1/22/26	E W	Corr. with R. Sasso and B. Feldman re: store closing motion (.4); telephone conference with R. Spigel re: same (.1); review/analyze Great American consulting agreement re: same (2.8).	3.30	4,867.50
1/22/26	BLF	Telephone conferences (2x) with M. Weinsten (BRG) (.5) and correspondence with R. Sasso and E. Wayne (.2) re: store closing procedures motion for SO5 stores.	0.70	1,295.00
1/23/26	L I	Conduct research re: store closing motion (1.1); telephone conferences (2x) with Saks team re: same (.9); draft proposed interim order approving liquidation sale procedures (1.4).	3.40	3,145.00
1/24/26	L I	Corr. with B. Feldman and Great American re: plan for liquidation sales (.8); draft store closing motion and order (3.7); corr. w/ Willkie team re: same (.2).	4.70	4,347.50
1/24/26	BLF	Corr. w/ Willkie team re: store closing procedures motion (2.0); review/ revise store closing procedures motion re: Saks OFF 5TH stores (2.0); conduct research re: consulting agreement (1.5).	5.50	10,175.00
1/25/26	J B	Review/analyze communications materials re: store closings (.7); corr. w/ Willkie team re: same (.4).	1.10	1,815.00
1/25/26	R S	Teleconf. with J. Hardy re: store closures open matters.	0.40	1,118.00
1/25/26	L I	Revise store closing motion and order (2.4); revise consulting agreement re: same (.7); conduct research re: store closing motion and order (2.3).	5.40	4,995.00

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1/25/26	DMS	Correspondence w/ Willkie team re: store closings.	0.10	227.50
1/25/26	BLF	Review/revise SO5 store closing procedures motion (1.7); various telephone conferences with BRG, Saks, and Willkie teams re: same (.8) and communications materials for same (.3); review/analyze communications materials re: same (.3); review/ revise Great American agreement (.3); telephone conference with Great American, BRG, and Willkie teams re: same (.4).	3.80	7,030.00
1/25/26	DMS	Review/revise draft talking points with respect to store closing motion.	0.60	1,365.00
1/26/26	BLF	Corr. with Willkie team re: full-line liquidation (2.0); review/ revise SO5 store closing procedures motion (2.2); teleconfs. (3x) with BRG, client, Willis Towers Watson, Willkie team re: same (2.9); review/ analyze store closure communications materials (.5); revise Great American agreement (1.0); revise Effy agreement (1.0).	9.60	17,760.00
1/26/26	J B	Review/revise store closing communications materials (.8); corr. with C Street and Willkie team re: same (.5).	1.30	2,145.00
1/26/26	L I	Conduct research re: local rules re: emergency relief re: store closing motion (.8); revise store closing motion re: same (.6); draft declaration in support of store closing motion (1.9).	3.30	3,052.50
1/26/26	M L	Attend Willkie meeting re: Saks OFF Fifth stores.	0.20	270.00
1/26/26	M S	Attend telephone conference with Willkie team to discuss SO5 stores.	0.20	185.00
1/27/26	M S	Draft lease rejection motion (3.1); review/revise same (2.1).	5.20	4,810.00

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1/27/26	BLF	Corr. with Willkie team re: full-line liquidation status (.5); review/ revise store closing procedures motion (1.0); teleconfs. (3x) with Paul Weiss, BRG, client, and Willkie team re: same (2.5); review/analyze store closing communications materials (.5); review/analyze Great American, Effy agreement matters (1.5).	6.00	11,100.00
1/27/26	J B	Corr. w/ C Street re: communications re: store closing motion.	0.50	825.00
1/27/26	L I	Corr. with Willkie team re: filing of store closing motion (.9); teleconf. with Haynes & Boone re: filing process (.1); corr. with Willkie team re: same (.2); teleconf. with client re: leases (.4); teleconf. with C Street re: store closing communications (.3); teleconf. with Paul Weiss re: store closing plan (.5); teleconf. with Effy re: inventory tracking issues (.4); conf. with B. Feldman re: same (.1); revise store closing motion and procedures (2.3).	5.20	4,810.00
1/28/26	J J H	Teleconf. w/ B. Feldman re: store closing motion, logistics.	0.40	1,000.00
1/28/26	BLF	Corr. with Willkie team re: full-line liquidation status (.5); review/revise SO5 store closing procedures motion (4.2); teleconf. with BRG, Saks, Willis Towers Watson, Willkie team re: same (1.0); review/revise store closing communications materials (.2); finalize Great American agreement (2.5); finalize Effy agreement (2.5).	10.90	20,165.00
1/28/26	L G	Teleconf. with Haynes & Boone, L. Immer, R. Sasso re: store closings motion.	0.10	65.00
1/28/26	J J H	Teleconf. with Great American re: SO5 closure (.4); teleconf. with client re: same (.4).	0.80	2,000.00

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1/28/26	R L S	Teleconf. with Willkie team, Haynes & Boone re: store closing motion.	0.10	48.50
1/28/26	L I	Review/revise Effy agreement (.7); corr. with Great American, Paul Weiss re: same (.2); teleconf. with Haynes & Boone, Willkie team re: filing of store closing motion (.4); revise communications materials re: store closing (.9); teleconf. with C Street re: same (.5); teleconf. with BRG re: augment payment mechanics (.3); teleconf. with Great American re: same (.4); revise Great American, Effy agreements re: same (1.2); teleconf. with B. Feldman re: customer programs re: store closing considerations (.3); revise store closing motion (1.4).	6.30	5,827.50
1/29/26	J J H	Finalize store closing motion for filing.	2.50	6,250.00
1/29/26	BLF	Corr. with Willkie team re: full-line liquidation status (.5); review/ revise SO5 store closing procedures motion (7.5); teleconfs. (2x) with BRG, client, Willis Towers Watson and Willkie team re: same (1.0); review/analyze store closing communications materials (.3); finalize Great American agreement (.5); finalize Effy agreement (1.5).	11.30	20,905.00
1/29/26	R S	Corr. with J. Hardy and B. Feldman re: store closure motion and order.	0.10	279.50
1/29/26	R L S	Corr. with Willkie team re: store closing motion (.5); review/revise same (1.0); file same (.3); serve same (.2); draft notice of hearing re: same (.5); corr. with Willkie team re: declaration re: same (.3); file same (.2); serve same (.1); file notice of hearing (.2).	3.30	1,600.50

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1/29/26	L I	Revise store closing motion (1.1); corr. with Paul Weiss, Otterbourg, Willkie team re: same (.3); revise Great American consulting agreement (1.3); consolidate finalized documents and coordinate final filing (1.3); teleconf. with Bradley team re: store closing motion/order (.3); facilitate Great American advance (.3); review/analyze C Street media strategy documents (.6); revise draft hearing notice (.4); review/analyze global property summary (1.1); draft customer programs update (1.2); prepare for store closing hearing (.4); conduct research re: consignment liens re: store closing hearing (2.2).	10.50	9,712.50
1/29/26	J B	Review/provide comments to communications re: store closing motion (.6); corr. with Willkie team re: same (.4).	1.00	1,650.00
1/29/26	J J H	Attend meeting w/ Willkie team, C-Street, client re: store closing communications.	0.20	500.00
1/30/26	BLF	Corr. with Willkie team re: full-line liquidation status (.5); review/ revise SO5 store closing procedures order (2.0); negotiate resolutions of various creditor issues with same (3.7); teleconfs. (2x) with BRG, client, Willis Towers Watson, Willkie team re: same (1.0); negotiate Effy arrangement (.5).	7.70	14,245.00
1/30/26	R L S	Draft witness and exhibit list re: store closings hearing (1.0); corr. with Willkie team re: same (.3); file same (.2); serve same (.1).	1.60	776.00

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1/30/26	L G	File witness and exhibit list for hearing on store closing procedures motion (.4); finalize (.5) and file (.3) notice of revised proposed interim order regarding store closing procedures motion; teleconf. (.1) and corr. (.1) with L. Immer re: same.	1.40	910.00
1/30/26	R S	Teleconf. with J. Hardy re: store closure motion (.2); corr. with J. Hardy and B. Feldman re: same (.4); teleconf. with D. Sinclair re: same and open matters (.3); teleconf. with Otterbourg re: same (.4); prepare for hearing re: same (1.2); teleconf. with B. Feldman and J. Hardy re: same (.2).	2.70	7,546.50
1/30/26	J J H	Review/analyze exhibit list re: store closing motion (.2); review/analyze comments to store closing order (1.5); revise same (.7); teleconf. with Effy's counsel re: same (.3).	2.70	6,750.00
1/30/26	L I	Corr. with Willkie team re: consignment research (.4); draft notice of revised store closing order (.4); revise witness/exhibit list (.3); teleconf. with Willkie team re: store closing hearing (.5); revise order re: same (1.4); teleconf. with R. Schroeter re: procedures re: same (.2); draft summary of objection to store closing motion (.1); coordinate filing revised order re: same (.9); conf. with B. Feldman re: store closing workstreams (.5).	4.70	4,347.50
1/30/26	J B	Review/analyze issues re: communications on store closings.	0.50	825.00
1/31/26	R S	Corr. with J. Hardy and B. Feldman re: proposed store closing order.	0.10	279.50
Subtotal - Store Closings			136.20	200,663.00

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Flagship

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/19/26	JAC	Corr. w/ Willkie team regarding CMBS default notice.	0.20	\$ 455.00
1/19/26	DMS	Correspondence with Willkie team regarding flagship CMBS issues.	0.30	682.50
1/19/26	DMS	Review/analyze flagship CMBS default letter (.1) and correspondence with client, PJT re: same (.2).	0.30	682.50
1/21/26	DCD	Attend call w/ special servicer's counsel regarding loan default.	0.20	530.00
1/21/26	JAC	Attend call with CMBS servicer's counsel re: default.	0.50	1,137.50
1/23/26	DCD	Corr. w/ special servicer counsel re: default.	0.10	265.00
1/26/26	DCD	Corr. w/ D. Sinclair re: (.2); conf. call w/ servicer's counsel re: (.1); corr. w/ client re: informational request from servicer's counsel (.1); email servicer's counsel re: informational request (.1).	0.50	1,325.00
1/26/26	R S	T/c with J. Gardner and team, D. Drewes, D. Sinclair re: status (.1).	0.10	279.50
1/27/26	DCD	Corr. w/ Willkie team regarding flagship insurance obligations.	0.20	530.00
1/27/26	MDS	Review operating lease in connection with questions regarding rent/operating expenses (.5); draft email to Willkie bankruptcy team regarding the same.	0.80	1,480.00

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/29/26	DCD	Review (.2) and distribute email with Flagship default and reservation of rights notice (.1); attend daily touch base conversation w/ Willkie team to discuss Flagship matter (.7); call w/ B. Filippini (Saks) regarding CMBS default notice (.2).	1.20	3,180.00
1/29/26	R S	Email with D. Drewes and J. Coffey re notice (.1); follow up re same (.5).	0.60	1,677.00
1/30/26	DCD	Respond to lender notice of January 28 (.1); attend daily check in w/ Willkie team to discuss flagship CMBS status/notice. (.4).	0.50	1,325.00
1/31/26	DCD	Review/revise draft PNA.	0.40	1,060.00
Subtotal - Flagship			5.90	14,609.00

JV CMBS

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/20/26	R S	T/c with D. Sinclair and D. Drewes re: JV CMBS notice, related matters (.1); t/c with S. Zelin, J. Baird, M. O'Connell, M. Feldman, A. Woodworth (Saks), I. Putnam (Saks), B. Richardson (Saks) re CMBS (.3).	0.40	\$ 1,118.00
1/21/26	DCD	Attend HBS JV board call to discuss loan default (1.1); call w/ servicer's counsel re: same (.2).	1.30	3,445.00
1/21/26	R S	Prepare for (.1); attend (1.0) joint venture board meeting (J. Coffey, D. Drewes, S. Shashoua, M. Novack, B. Strickland and teams).	1.10	3,074.50
1/21/26	JAC	Attend HBS joint venture board meeting.	1.00	2,275.00

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
1/22/26	DCD	Corr. w/ D. Sinclair re: HBS JV.	0.20	530.00
1/25/26	DCD	Email correspondence w/ Willkie team re: HBS JV holder proposal slide deck i/c/w certain potential claims against certain parties in interest.	0.20	530.00
1/25/26	R S	Review/revise presentation re JV CMBS restructure (.8); emails with D. Sinclair and J. Coffey re same (.2); review J. Coffey comments to same (.1); emails with I. Putnam (Saks) re same (.2).	1.30	3,633.50
1/26/26	DCD	Corr. with J. Coffey and team re: HBS JV holder presentation, proposal i/c/w certain potential claims against certain parties in interest (.3); call re: same with client, S. Zelin (.3).	0.60	1,590.00
1/26/26	R S	Call with I. Putnam, S. Zelin (PJT), D. Sinclair re: JV and related matters.	0.30	838.50
1/27/26	DCD	Conference call with counsel to special committee re: HBS JV holder (0.5); review correspondence regarding same from D. Sinclair, J. Coffey. (0.2)	0.70	1,855.00
1/29/26	R S	T/c with Paul Weiss real estate team and Willkie team re: JV questions (.7).	0.70	1,956.50
Subtotal – JV CMBS			7.80	20,846.00

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<u>Disbursements and Other Charges</u>	<u>Amount</u>
Airplane/Train	\$ 6,201.80
Local Meals	3,826.66
Lodging	733.37
Out of Town Meals	23.03
Out of Town Taxi, Car Service, & Parking	27.96
Outside Duplicating	496.32
Overnight Delivery	103.94
Taxi, Car Service, & Parking	<u>2,410.49</u>

Professional Fees	\$ <u>7,161,873.75</u>
Disbursements and Other Charges	<u>13,823.57</u>
Total this Invoice	<u>\$ <u>7,175,697.32</u></u>

Willkie Farr & Gallagher LLP
 First Monthly Fee Statement
 January 14, 2026 through January 31, 2026
 Expense Detail

Date	Expense Type	Timekeeper Name	Bill Amount	Narrative
1/14/2026	Local Meals	Gregory Astrachan	602.98	Meal order for attorney team working on filing chapter 11 cases and first day pleadings.
1/14/2026	Local Meals	Debra Sinclair	366.37	Meal order for attorney team working on filing chapter 11 cases and first day pleadings.
1/14/2026	Taxi, Car Service, & Parking	Christine Thain	23.94	Taxi from office to home - worked late at office
1/14/2026	Airplane/Train	Timothy Ryan	412.00	Travel to New York office to participate in remote First Day Hearing
1/14/2026	Out of Town Taxi, Car Service, & Parking	Timothy Ryan	3.00	Travel to New York office to participate in remote First Day Hearing
1/14/2026	Taxi, Car Service, & Parking	Timothy Ryan	21.52	Travel to New York office to participate in remote First Day Hearing
1/14/2026	Taxi, Car Service, & Parking	Caitlin Cosby	16.96	Taxi from office to home - worked late at office
1/14/2026	Taxi, Car Service, & Parking	Caitlin Cosby	19.13	Taxi from office to home - worked late at office
1/14/2026	Local Meals	Caitlin Cosby	252.16	Meal order for attorney team working on DIP financing.
1/14/2026	Local Meals	Caitlin Cosby	167.40	Meal order for attorney team working on DIP financing.
1/14/2026	Local Meals	Jessica Graber	366.36	Meal order for attorney team working on filing chapter 11 cases and first day pleadings.
1/14/2026	Taxi, Car Service, & Parking	Jessica Graber	49.52	Taxi from office to home - worked late at office
1/14/2026	Local Meals	Brady Sullivan	40.00	Meal order for attorney working on first day hearing matters
1/14/2026	Taxi, Car Service, & Parking	Brady Sullivan	54.38	Taxi from office to home - worked late at office
1/14/2026	Taxi, Car Service, & Parking	Betsy Feldman	25.81	Taxi from office to home - worked late at office
1/14/2026	Taxi, Car Service, & Parking	Benjamin Hewitson	34.10	Taxi from office to home - worked late at office
1/14/2026	Taxi, Car Service, & Parking	Valentine Wolf	29.93	Taxi from office to home - worked late at office
1/14/2026	Local Meals	Nadeen Kattan	38.06	Meal order for attorney working on filing chapter 11 cases and first day pleadings.
1/14/2026	Taxi, Car Service, & Parking	Marissa Sable	28.98	Taxi from office to home - worked late at office
1/14/2026	Local Meals	Kelly Wester	39.04	Meal order for attorney working on filing chapter 11 cases and first day pleadings.
1/14/2026	Taxi, Car Service, & Parking	Kelly Wester	43.68	Taxi from office to home - worked late at office
1/14/2026	Taxi, Car Service, & Parking	Zain Syedain	88.47	Taxi from home to office for hearing preparation
1/14/2026	Taxi, Car Service, & Parking	Zain Syedain	63.98	Taxi from office to home - worked late at office
1/14/2026	Local Meals	Sanadhya, Niharika	42.32	Meal order for attorney working on filing chapter 11 cases and first day pleadings.
1/14/2026	Lodging	Nathaniel Ward	335.13	Lodging - Travel to New York office to participate in First Day Hearing.
1/14/2026	Taxi, Car Service, & Parking	Nathaniel Ward	28.10	Taxi from office to hotel (after hearing)
1/15/2026	Taxi, Car Service, & Parking	Robin Spigel	23.59	Taxi from office to home (after hearing)
1/15/2026	Taxi, Car Service, & Parking	Stuart Lombardi	32.81	Taxi from office to home (after hearing)
1/15/2026	Local Meals	Guy Inbar	39.61	Meal order for attorney working on filing chapter 11 cases and first day pleadings.
1/15/2026	Taxi, Car Service, & Parking	Guy Inbar	96.29	Taxi from office to home - worked late at office
1/15/2026	Taxi, Car Service, & Parking	Daniel Morris	62.56	Taxi from office to home (after hearing)
1/15/2026	Out of Town Meals	Timothy Ryan	23.03	Meal order for attorney working on first day hearing matters
1/15/2026	Out of Town Taxi, Car Service, & Parking	Timothy Ryan	24.96	Return travel from New York office to participate in remote First Day Hearing
1/15/2026	Lodging	Timothy Ryan	398.24	Travel to New York office to participate in remote First Day Hearing
1/15/2026	Local Meals	Caitlin Cosby	40.00	Meal order for attorney working on chapter 11 cases after business hours.
1/15/2026	Taxi, Car Service, & Parking	Caitlin Cosby	15.94	Taxi from office to home (after hearing)
1/15/2026	Taxi, Car Service, & Parking	Jessica Graber	51.11	Taxi from office to home (after hearing)
1/15/2026	Taxi, Car Service, & Parking	Todd Goren	205.89	Taxi from office to home (after hearing)
1/15/2026	Taxi, Car Service, & Parking	Betsy Feldman	23.94	Taxi from office to home (after hearing)
1/15/2026	Local Meals	Benjamin Hewitson	36.29	Meal order for attorney working on chapter 11 cases after business hours.
1/15/2026	Taxi, Car Service, & Parking	Benjamin Hewitson	38.68	Taxi from office to home (after hearing)
1/15/2026	Taxi, Car Service, & Parking	Marine Loison	41.16	Taxi from office to home (after hearing)
1/15/2026	Taxi, Car Service, & Parking	Leighton Schnedler	74.85	Taxi from office to home (after hearing)
1/15/2026	Taxi, Car Service, & Parking	Valentine Wolf	25.95	Taxi from office to home (after hearing)
1/15/2026	Taxi, Car Service, & Parking	Nadeen Kattan	16.98	Taxi from office to home (after hearing)
1/15/2026	Taxi, Car Service, & Parking	Marissa Sable	58.98	Taxi from office to home (after hearing)
1/15/2026	Taxi, Car Service, & Parking	Kelly Wester	43.14	Taxi from office to home (after hearing)
1/15/2026	Airplane/Train	Nathaniel Ward	761.00	Travel to New York office for case-related meetings.
1/16/2026	Outside Duplicating	Jessica Graber	124.18	Outside Duplicating
1/16/2026	Outside Duplicating	Jessica Graber	372.14	Outside Duplicating
1/19/2026	Local Meals	Jennifer Kimble	696.49	Meal order for attorney team working on chapter 11 cases (second day hearing prep).
1/19/2026	Local Meals	Jennifer Kimble	241.39	Meal order for attorney team working on chapter 11 cases (second day hearing prep).
1/20/2026	Local Meals	Caitlin Cosby	39.44	Meal order for attorney working on chapter 11 cases after business hours.
1/20/2026	Local Meals	Jessica Graber	39.42	Meal order for attorney working on chapter 11 cases after business hours.
1/20/2026	Taxi, Car Service, & Parking	Jessica Graber	57.43	Taxi from office to home - worked late at office
1/20/2026	Local Meals	Marine Loison	39.42	Meal order for attorney working on chapter 11 cases after business hours.
1/20/2026	Taxi, Car Service, & Parking	Marine Loison	31.00	Taxi from office to home - worked late at office
1/20/2026	Local Meals	Sean Daly	37.20	Meal order for attorney working on chapter 11 cases after business hours.
1/21/2026	Local Meals	Weston Eguchi	39.55	Meal order for attorney working on chapter 11 cases after business hours.
1/21/2026	Taxi, Car Service, & Parking	Weston Eguchi	109.00	Taxi from office to home - worked late at office (after 12am)
1/21/2026	Taxi, Car Service, & Parking	Weston Eguchi	150.10	Taxi from office to home - worked late at office
1/21/2026	Local Meals	Daniel Morris	39.65	Meal order for attorney working on chapter 11 cases after business hours.
1/21/2026	Taxi, Car Service, & Parking	Daniel Morris	61.87	Taxi from office to home - worked late at office
1/21/2026	Taxi, Car Service, & Parking	Caitlin Cosby	20.12	Taxi from office to home - worked late at office
1/21/2026	Local Meals	Jessica Graber	37.98	Meal order for attorney working on chapter 11 cases after business hours.
1/21/2026	Taxi, Car Service, & Parking	Jessica Graber	44.99	Taxi from office to home - worked late at office
1/21/2026	Taxi, Car Service, & Parking	Marine Loison	81.54	Taxi from office to home - worked late at office
1/22/2026	Local Meals	Joseph Brandt	35.51	Meal order for attorney working on chapter 11 cases after business hours.
1/22/2026	Local Meals	Jessica Graber	35.51	Meal order for attorney working on chapter 11 cases after business hours.
1/22/2026	Taxi, Car Service, & Parking	Jessica Graber	60.98	Taxi from office to home - worked late at office
1/22/2026	Taxi, Car Service, & Parking	Yujin Kim	27.57	Taxi from office to home - worked late at office
1/22/2026	Local Meals	Marine Loison	35.50	Meal order for attorney working on chapter 11 cases after business hours.
1/22/2026	Overnight Delivery	Allyson B. Smith	23.89	Overnight delivery of case-related materials.
1/22/2026	Overnight Delivery	Allyson B. Smith	28.08	Overnight delivery of case-related materials.
1/22/2026	Overnight Delivery	Allyson B. Smith	28.08	Overnight delivery of case-related materials.
1/22/2026	Overnight Delivery	Allyson B. Smith	23.89	Overnight delivery of case-related materials.
1/23/2026	Taxi, Car Service, & Parking	Weston Eguchi	109.00	Taxi from office to home - worked late at office
1/23/2026	Local Meals	Weston Eguchi	20.72	Meal order for attorney working on chapter 11 cases after business hours.
1/25/2026	Local Meals	Jessica Graber	104.39	Meal order for attorney team working on chapter 11 cases after business hours.
1/27/2026	Local Meals	Joseph Brandt	32.76	Meal order for attorney working on chapter 11 cases after business hours.
1/27/2026	Local Meals	Jessica Graber	32.77	Meal order for attorney working on chapter 11 cases after business hours.
1/27/2026	Airplane/Train	Zachary Charlton	5,028.80	Airplane/Train Itinerary: LAX JFK LAX - Travel to New York office for in-person case-related meetings.
1/27/2026	Taxi, Car Service, & Parking	Leila Mosteika	58.89	Taxi from office to home - worked late at office
1/28/2026	Local Meals	Matthew Feldman	104.92	Meal with client to discuss chapter 11 cases.
1/28/2026	Local Meals	Weston Eguchi	21.80	Meal order for attorney working on chapter 11 cases after business hours.
1/28/2026	Taxi, Car Service, & Parking	Betsy Feldman	27.56	Taxi from office to home - worked late at office
1/28/2026	Taxi, Car Service, & Parking	Benjamin Hewitson	53.83	Taxi from office to home - worked late at office
1/28/2026	Local Meals	Yujin Kim	38.21	Meal order for attorney working on chapter 11 cases after business hours.
1/28/2026	Taxi, Car Service, & Parking	Leila Mosteika	67.05	Taxi from office to home - worked late at office
1/28/2026	Taxi, Car Service, & Parking	Zain Syedain	81.95	Taxi from office to home - worked late at office
1/28/2026	Local Meals	Zain Syedain	39.00	Meal order for attorney working on chapter 11 cases after business hours.
1/29/2026	Local Meals	Marine Loison	37.05	Meal order for attorney working on chapter 11 cases after business hours.
1/29/2026	Local Meals	Lucas Immer	37.03	Meal order for attorney working on chapter 11 cases after business hours.
1/30/2026	Local Meals	Weston Eguchi	10.36	Meal order for attorney working on chapter 11 cases after business hours.
1/31/2026	Taxi, Car Service, & Parking	Leila Mosteika	27.24	Taxi from office to home - worked late at office