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Counsel to the Debtors and Debtors in Possession

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

In re:)	
)	Chapter 11
)	
BCBG MAX AZRIA GLOBAL HOLDINGS, LLC, <i>et al.</i> , ¹)	Case No. 17-10466 (SCC)
)	
Debtors.)	(Jointly Administered)
)	

**MONTHLY FEE STATEMENT OF
KIRKLAND & ELLIS LLP AND KIRKLAND & ELLIS
INTERNATIONAL LLP FOR COMPENSATION FOR SERVICES AND
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE DEBTORS
FOR THE PERIOD FROM APRIL 1, 2017 THROUGH APRIL 30, 2017**

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “LBRs”), the *Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tunc to the Petition*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: BCBG Max Azria Global Holdings, LLC (6857); BCBG Max Azria Group, LLC (5942); BCBG Max Azria Intermediate Holdings, LLC (3673); Max Rave, LLC (9200); and MLA Multibrand Holdings, LLC (3854). The location of the Debtors’ service address is: 2761 Fruitland Avenue, Vernon, California 90058.

Date, entered March 28, 2017 [Docket No. 233] (the “Retention Order”), and the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and (II) Granting Related Relief*, entered March 28, 2017 [Docket No. 231] (the “Interim Compensation Order”), Kirkland & Ellis LLP and Kirkland & Ellis International LLP (together, “K&E”), counsel for the above-captioned debtors and debtors in possession (collectively, the “Debtors”), hereby submit this *Monthly Fee Statement of Kirkland & Ellis LLP and Kirkland & Ellis International LLP for Compensation for Services and Reimbursement of Expenses as Counsel to the Debtors for the Period from April 1, 2017 Through April 30, 2017* (this “Fee Statement”). Specifically, K&E seeks (i) interim allowance of \$853,330.50 for the reasonable and necessary legal services that K&E rendered to the Debtors during the Fee Period; (ii) compensation in the amount of \$682,664.40, which is equal to 80% of the total amount of compensation sought for actual and necessary legal services rendered during the Fee Period (i.e., \$853,330.50); and (iii) allowance and payment of \$50,059.17 for the actual and necessary expenses that K&E incurred in connection with such services during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. Attached hereto as **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by K&E partners, associates, and paraprofessionals during the Fee Period with respect to each of the project categories K&E established in accordance with its internal billing procedures. As reflected in **Exhibit A**, K&E incurred \$853,330.50 in fees during the Fee Period. Pursuant to this Fee Statement, K&E seeks reimbursement for 80% of such fees (\$682,664.40 in the aggregate).

2. Attached hereto as **Exhibit B** is a schedule of K&E professionals and paraprofessionals, including the standard hourly rate for each attorney and paraprofessional who

rendered services to the Debtors in connection with these chapter 11 cases during the Fee Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. The blended hourly billing rate of attorneys for all services provided during the Fee Period is \$868.61.² The blended hourly billing rate of all paraprofessionals is \$347.55.³

3. Attached hereto as **Exhibit C** is a schedule for the Fee Period setting forth the total amount of payment sought with respect to each category of expenses for which K&E is seeking payment in this Fee Statement. All of these disbursements comprise the requested sum for K&E's out-of-pocket expenses, which total \$50,059.17.

4. Attached hereto as **Exhibit D** are the time records of K&E, which provide a daily summary of the time spent by each K&E professional during the Fee Period as well as an itemization of expenses by project category.

Notice

5. No trustee or examiner has been appointed in these cases. Pursuant to the Interim Compensation Order, notice of this Fee Statement has been served upon the Application Recipients (as defined in the Interim Compensation Order) and any party that has requested notice pursuant to Bankruptcy Rule 2002. K&E submits that, in light of the nature of the relief requested, no other or further notice need be given.

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² The blended hourly billing rate of \$868.61 for attorneys is derived by dividing the total fees for attorneys of \$820,487.00 by the total hours of 944.60 for those same attorneys.

³ The blended hourly billing rate of \$347.55 for paraprofessionals is similarly derived by dividing the total fees for paraprofessionals of \$32,843.50 by the total hours of 94.50 for these same paraprofessionals.

WHEREFORE, K&E, in connection with services rendered on behalf of the Debtors, respectfully requests (i) interim allowance of compensation for professional services rendered during the Fee Period, in the amount of \$853,330.50, and payment for expenses incurred in connection with such services, in the amount of \$50,059.17, and (ii) payment in accordance with the procedures set forth in the Interim Compensation Order (i.e., payment of 80% of the compensation sought, in the amount of \$682,664.40, and payment of 100% of expenses incurred, in the amount of \$50,059.17).

Dated: May 30, 2017

/s/ Joshua A. Sussberg

Joshua A. Sussberg, P.C.

Christopher Marcus, P.C.

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Counsel to the Debtors and Debtors in Possession

EXHIBIT A

Statement of Fees and Expenses By Project Category

**FEE STATEMENT OF KIRKLAND & ELLIS LLP
AND KIRKLAND & ELLIS INTERNATIONAL LLP AS COUNSEL TO THE
DEBTORS AND DEBTORS IN POSSESSION (APRIL 1, 2017 - APRIL 30, 2017)**

Summary of Fees and Expenses by Project Category

Matter Number	Matter Description	Total Billed Hours	Total Fees Requested	Total Expenses	Total
3	Adversary Proceedings, Contested Matters	86.00	\$54,502.50	\$0.00	\$54,502.50
4	Automatic Stay Issues	10.40	\$7,075.00	\$0.00	\$7,075.00
5	Business Operations and Vendor Issues	22.10	\$16,815.50	\$0.00	\$16,815.50
6	Case Administration	13.60	\$7,283.00	\$0.00	\$7,283.00
7	Cash Collateral, DIP Financing	56.80	\$49,749.50	\$0.00	\$49,749.50
9	Claims Administration and Objections	24.10	\$16,510.00	\$0.00	\$16,510.00
10	Corporate and Governance Matters	13.60	\$11,767.00	\$0.00	\$11,767.00
11	Customer, Creditor Communications	7.10	\$5,176.50	\$0.00	\$5,176.50
12	Disclosure Statement/Plan/Confirmation	118.90	\$97,992.00	\$0.00	\$97,992.00
13	Employee Issues	12.90	\$10,369.50	\$0.00	\$10,369.50
14	Executory Contracts/Unexpired Leases	375.40	\$323,299.50	\$0.00	\$323,299.50
15	Hearings	23.20	\$23,315.50	\$0.00	\$23,315.50
17	International Matters	46.10	\$45,522.00	\$0.00	\$45,522.00
18	K&E Retention, Fee Applications	42.60	\$26,502.50	\$0.00	\$26,502.50
19	Non-K&E Retention Matters	19.10	\$11,241.00	\$0.00	\$11,241.00
20	Schedules of Assets and Liabilities, Statement of Financial Affairs, and Monthly Operating Reports	31.80	\$21,875.00	\$0.00	\$21,875.00
21	Tax Issues	37.50	\$39,133.50	\$0.00	\$39,133.50
22	Travel	12.90	\$13,581.50	\$0.00	\$13,581.50
23	U.S. Trustee Communications	6.70	\$5,102.50	\$0.00	\$5,102.50
24	Use, Sale and Disposition of Property	75.40	\$64,347.50	\$0.00	\$64,347.50
25	Utilities	2.90	\$2,169.50	\$0.00	\$2,169.50
26	Expenses	0.00	\$0.00	\$50,059.17	\$50,059.17
Totals		1,039.10	\$853,330.50	\$50,059.17	\$903,389.67

EXHIBIT B

Attorneys' and Paraprofessionals' Information

**FEE STATEMENT OF KIRKLAND & ELLIS LLP
AND KIRKLAND & ELLIS INTERNATIONAL LLP AS COUNSEL TO THE
DEBTORS AND DEBTORS IN POSSESSION (APRIL 1, 2017 - APRIL 30, 2017)**

The K&E attorneys who rendered professional services in these cases during the Fee

Period are:

Attorney	Position	Year Admitted	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Alexander Burdulia	Associate	Pending	Restructuring	\$555.00	54.50	\$30,247.50
Ian Clarke	Associate	2015	Restructuring	\$750.00	14.30	\$10,725.00
Daisy Darvall	Associate	2013	Intellectual Property	\$835.00	2.30	\$1,920.50
Nathan J. Davis	Associate	2012	Corporate	\$905.00	8.50	\$7,692.50
Thad Davis	Partner	2005	Taxation	\$1,125.00	28.80	\$32,400.00
Ciara Foster	Associate	Pending	Restructuring	\$555.00	22.90	\$12,709.50
Yates French	Partner	2008	Litigation	\$965.00	117.80	\$113,677.00
Katherine Gause	Associate	2016	Corporate	\$555.00	1.90	\$1,054.50
Austin G. Glassman	Associate	2013	Corporate	\$905.00	31.00	\$28,055.00
Stephen C. Hackney, P.C.	Partner	1997	Litigation	\$1,225.00	46.20	\$56,595.00
William A. Levy, P.C.	Partner	1988	Taxation	\$1,425.00	0.70	\$997.50
John Luze	Associate	2013	Restructuring	\$735.00	64.40	\$47,334.00
John Lynn, P.C.	Partner	1999	Intellectual Property	\$1,295.00	3.50	\$4,532.50
Christopher Marcus, P.C.	Partner	2000	Restructuring	\$1,325.00	26.30	\$34,847.50
Casey J McGushin	Associate	2014	Litigation	\$810.00	68.70	\$55,647.00
David M. Nemecek, P.C.	Partner	2006	Corporate	\$1,245.00	3.50	\$4,357.50
Brett Newman	Associate	2016	Restructuring	\$555.00	52.90	\$29,359.50
Elaine Nolan	Partner	2004	Restructuring	\$1,380.00	11.60	\$16,008.00
Katrina Olsen	Associate	2014	Corporate	\$835.00	8.30	\$6,930.50
Julia Onorato	Associate	2014	Executive Compensation	\$835.00	3.10	\$2,588.50
Scott D. Price	Partner	1998	Executive Compensation	\$1,475.00	0.50	\$737.50
Christopher Raidy	Associate	2016	Corporate	\$555.00	5.40	\$2,997.00
Benjamin Rhode	Associate	2012	Restructuring	\$905.00	164.50	\$148,872.50
Anthony Sexton	Associate	2011	Taxation	\$1,015.00	0.80	\$812.00
Alison A. Skaife	Associate	2013	Taxation	\$845.00	25.10	\$21,209.50
Matthew Smart	Associate	2016	Restructuring	\$555.00	90.00	\$49,950.00
Joshua A. Sussberg, P.C.	Partner	2004	Restructuring	\$1,165.00	79.60	\$92,734.00
Sharad Thaper	Associate	2017	Restructuring	\$645.00	6.10	\$3,934.50
Steven M Toth	Partner	2005	Corporate	\$1,115.00	1.40	\$1,561.00
Totals					944.60	\$820,487.00

**FEE STATEMENT OF KIRKLAND & ELLIS LLP
AND KIRKLAND & ELLIS INTERNATIONAL LLP AS COUNSEL TO THE
DEBTORS AND DEBTORS IN POSSESSION (APRIL 1, 2017 - APRIL 30, 2017)**

The paraprofessionals of K&E who rendered professionals services in these cases during the Fee Period are:

Paraprofessional	Position	Years in Positions	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Anthony C. Abate	Junior Paralegal	1 Year	Restructuring	\$240.00	14.70	\$3,528.00
Uzoma O. Dike	Paralegal	22 Years	Litigation	\$330.00	18.80	\$6,204.00
Julia Foster	Junior Paralegal	2 Years	Restructuring	\$240.00	0.30	\$72.00
Beth Friedman	Paralegal	30 Years	Restructuring	\$420.00	6.20	\$2,604.00
Maureen McCarthy	Paralegal	15 Years	Restructuring	\$390.00	2.60	\$1,014.00
Carrie Oppenheim	Paralegal	9 Years	Restructuring	\$380.00	35.60	\$13,528.00
Abigail Pidgen	Trainee Solicitor	7 Months	Restructuring	\$555.00	4.70	\$2,608.50
Laura Saal	Paralegal	5 Years	Restructuring	\$350.00	1.10	\$385.00
Daniel J. Varn	Junior Paralegal	1 Year	Litigation	\$240.00	1.00	\$240.00
Olivia Weyers	Litigation Support Special	2 Years	Litigation	\$280.00	9.50	\$2,660.00
Totals					94.50	\$32,843.50

EXHIBIT C

Summary of Actual and Necessary Expenses for the Fee Period

**FEE STATEMENT OF KIRKLAND & ELLIS LLP
AND KIRKLAND & ELLIS INTERNATIONAL LLP AS COUNSEL TO THE
DEBTORS AND DEBTORS IN POSSESSION (APRIL 1, 2017 - APRIL 30, 2017)**

SUMMARY OF EXPENSES

Expense Category	Amount
Third Party Telephone Charges	\$413.29
Standard Copies or Prints	\$779.90
Binding	\$7.00
Tabs/Indexes/Dividers	\$30.03
Color Copies or Prints	\$2,747.80
Scanned Images	\$67.80
Production Blowbacks	\$903.10
Closing/Mini Books	\$48.00
Overnight Delivery	\$18.72
Local Transportation	\$574.84
Travel Expense	\$1,677.84
Airfare	\$2,847.67
Transportation to/from airport	\$2,101.04
Travel Meals	\$125.02
Court Reporter Fee/Deposition	\$806.60
Other Court Costs and Fees	\$3,630.61
Outside Professionals	\$29,306.70
Outside Copy/Binding Services	\$1,238.30
Computer Database Research	\$1,949.50
LexisNexis Research	\$25.71
Overtime Transportation	\$441.58
Overtime Meals - Attorney	\$252.97
Rental Expenses	\$65.15
Totals	\$50,059.17

EXHIBIT D

Time and Expense Records

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100715
Client Matter: 26990-3

In the matter of Adversary Proceedings, Contested Matters

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 54,502.50
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 54,502.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

3 - Adversary Proceedings, Contested Matters

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony C Abate	.20	240.00	48.00
Uzoma O Dike	17.10	330.00	5,643.00
Yates French	15.50	965.00	14,957.50
Beth Friedman	2.00	420.00	840.00
Christopher Marcus, P.C.	.30	1,325.00	397.50
Casey J McGushin	7.60	810.00	6,156.00
Carrie Oppenheim	1.40	380.00	532.00
Benjamin Rhode	5.30	905.00	4,796.50
Matthew Smart	22.20	555.00	12,321.00
Joshua A Sussberg, P.C.	5.40	1,165.00	6,291.00
Olivia Weyers	9.00	280.00	2,520.00
TOTALS	86.00		\$ 54,502.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

3 - Adversary Proceedings, Contested Matters

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/01/17	Olivia Weyers	1.00	Prepare latest opposing production in database (.6); correspond with vendor re same, re external database upload (.4).
4/02/17	Casey J McGushin	1.30	Draft and revise interrogatories and requests for admission (.8); draft and revise supporting materials for filing (.5).
4/03/17	Yates French	.50	Telephone conference with S. Hackney re case contested issues.
4/04/17	Uzoma O Dike	.70	Telephone conference with O. Weyers and S. Jakobsen re processing of seventh SFG production (.3); review and quality check batch reports re progress of contract attorney review team (.3); review time cards for week of March 27 (.1).
4/04/17	Yates French	5.50	Review and revise litigation protocol (1.7); correspond with K&E team re investigation (1.7); research issues re Azria rejection adversary complaint procedure and ripeness (1.7); telephone conference with S. Hackney re same (.4).
4/04/17	Casey J McGushin	1.60	Revise and finalize discovery requests for use in Azria rejection adversary proceeding.
4/04/17	Olivia Weyers	1.50	Compile productions in Relativity (1.1); correspond with vendor re same (.4).
4/04/17	Anthony C Abate	.20	Prepare closing minibooks and adversary documents.
4/05/17	Uzoma O Dike	1.10	Review and analyze supplemental production received from Guggenheim (.5); telephone conference with Y. French and J. Levine re same (.3); telephone conference with S. Jakobsen re issues in Guggenheim production (.3).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

3 - Adversary Proceedings, Contested Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/05/17	Joshua A Sussberg, P.C.	.70	Review and analyze discovery requests (.4); telephone conference with S. Hackney re same (.3).
4/05/17	Carrie Oppenheim	.20	Index served versions of discovery requests.
4/05/17	Benjamin Rhode	.40	Review and analyze diligence requests re investigation (.3); correspond with K&E team re same (.1).
4/07/17	Yates French	2.00	Review and revise discovery protocol (1.0); review and revise stipulations (1.0).
4/10/17	Uzoma O Dike	.90	Review and analyze correspondence re document and privilege review metrics (.3); telephone conference with L. Lahey re issue code overview (.3); review and analyze weekly invoice re contract attorney time (.3).
4/10/17	Benjamin Rhode	.60	Correspond with K&E team re investigation and related analysis.
4/12/17	Uzoma O Dike	2.00	Review and process Guggenheim production (.6); telephone conference with O. Weyers re same (.2); review and assess other Guggenheim productions (.8); telephone conference with Y. French and S. Jakobsen re same (.4).
4/12/17	Joshua A Sussberg, P.C.	.90	Telephone conference with H. Etlin re status (.4); correspond with K&E team re same (.4); review and analyze 2004 requests and correspond with K&E team re same (.1).
4/12/17	Carrie Oppenheim	.60	Review and analyze precedent re discovery requests (.4); review and revise draft of same (.2).
4/12/17	Olivia Weyers	1.00	Prepare latest production in Relativity (.6); correspond with vendor re same (.4).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

3 - Adversary Proceedings, Contested Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/13/17	Uzoma O Dike	.80	Telephone conference with S. Jakobsen re issues with Guggenheim's production (.4); compile Guggenheim productions for attorney review (.4).
4/13/17	Joshua A Sussberg, P.C.	.20	Review and revise document sharing protocol stipulation.
4/14/17	Uzoma O Dike	1.20	Review and analyze fifth SFG productions (.6); telephone conference with O. Weyers re processing and transmittal of recent SFG production (.3); telephone conference with S. Jakobsen re same (.3).
4/14/17	Olivia Weyers	.50	Compile latest production (.3); correspond with vendor re same (.2).
4/16/17	Uzoma O Dike	1.00	Review and quality check fifth GPIM production for completeness and proper metadata fields (.5); conference with O. Weyers re processing and transmittal of recent SFG production to AlixPartners (.5).
4/16/17	Olivia Weyers	4.00	Upload latest production into Relativity (2.1); correspond with vendor re processing (1.9).
4/17/17	Uzoma O Dike	1.40	Complete review and quality check fifth GPIM production (.4); telephone conference with S. Jakobsen re processing and batching of new GPIM documents for attorney review (1.0).
4/17/17	Joshua A Sussberg, P.C.	2.30	Review and analyze responses to document requests/interrogatories (.2); telephone conference with S. Hackney re same (.3); correspond with K&E team re same (.3); telephone conference with M. Bloom re same (.3); telephone conference with D. Rieger-Paganis re same (.3); telephone conference with H. Etlin re same (.3); correspond with M. Staff re same (.3); review analysis from B. Rhode re same (.3).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

3 - Adversary Proceedings, Contested Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/18/17	Uzoma O Dike	1.40	Telephone conference with C. McGushin re preparation of agreements for production (.6); review and assess agreements to be forwarded for processing prior to production (.4); correspond with K&E team re metadata fields to be provided with production (.4).
4/18/17	Olivia Weyers	.50	Create FTP account.
4/19/17	Uzoma O Dike	1.30	Telephone conference with M. Barna re processing of production (.3); prepare FTP account and download file of BCBG production (.3); review and quality check agreements for completeness prior to production (.3); correspond with Y. French and C. McGushin re completion of preparation of documents for production (.4).
4/20/17	Uzoma O Dike	.80	Review and quality check supplemental SFG production prior to transmitting for processing into Relativity (.4); telephone conference with O. Weyers re same (.4).
4/20/17	Olivia Weyers	.50	Upload latest production into Relativity.
4/21/17	Beth Friedman	.60	Telephone conference with Y. French re notice of depositions, productions of documents (.3); telephone conference with chambers re preferences (.3).
4/21/17	Benjamin Rhode	.20	Telephone conference and correspond with Y. French re 2004 discovery.
4/21/17	Casey J McGushin	.70	Draft and revise Rule 2004 requests.
4/24/17	Christopher Marcus, P.C.	.30	Office conference with J. Sussberg re case strategy.
4/25/17	Yates French	3.00	Draft MSJ order (1.0); telephone conference with K. Montague re investigation (1.0); telephone conference with J. Sussberg re investigation (1.0).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

3 - Adversary Proceedings, Contested Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/25/17	Benjamin Rhode	1.20	Telephone conference with K&E team re strategy re Azria investigation and related contested matters (.5); telephone conference and correspond with M. Smart re research re same (.4); review and analyze preliminary results re same (.3).
4/25/17	Casey J McGushin	1.50	Review and analyze reports prepared by Deloitte re business and employment processes at BCBG.
4/25/17	Matthew Smart	.20	Review and analyze correspondence re potential fraudulent transfer claims.
4/26/17	Yates French	4.50	Research issues re investigation (1.8); coordinate investigation re estate claims (1.4); review and revise discovery protocol (.9); telephone conference with M. Bove re same (.4).
4/26/17	Benjamin Rhode	1.60	Review and analyze theories of liability re Azria's investigation (.7); review and analyze relevant contractual arrangements re same (.6); correspond with K&E team re same (.3).
4/26/17	Casey J McGushin	.30	Correspond with J. Sussberg, J. Luze and Y. French re steps forward in investigation.
4/26/17	Matthew Smart	7.60	Review and analyze agreements re fraudulent transfer and preference issues (1.1); telephone conference with B. Rhode, Y. French re same (.1); research case law re same (5.1); draft summary re same (1.3).
4/27/17	Uzoma O Dike	1.00	Telephone conference with C. Oppenheim re follow-up with J. Rorem re contract attorney invoice (.2); correspond with J. Legalpeople re same (.3); database research re documents for potential production (.5).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

3 - Adversary Proceedings, Contested Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/27/17	Beth Friedman	1.40	Telephone conference with C. McGushin re discovery stipulation (.2); review and analyze same (.4); telephone conference with Y. French re issues re same (.2); telephone conference with J. Eisen in chambers re procedure and preference of judge (.2); review and analyze preparation for same (.4).
4/27/17	Joshua A Sussberg, P.C.	1.30	Telephone conference with K&E team re investigation (.4); correspond with same re same (.5); telephone conference with B. Nussbaum and M. Bloom re same (.4).
4/27/17	Carrie Oppenheim	.20	Correspond with K&E team re contract attorney invoices.
4/27/17	Carrie Oppenheim	.40	Correspond with C. McGushin re discovery stipulation (.2); file same (.2).
4/27/17	Benjamin Rhode	.80	Telephone conference with K&E team re investigation (.5); correspond with M. Smart re analysis re same (.3).
4/27/17	Casey J McGushin	2.20	Correspond with U. Dike and Y. French to coordinate document production to unsecured creditors committee (.5); participate in telephone conference with Y. French, J. Sussberg, and managers re potential claims of estate (.8); office conference with K. Montague to discuss potential claims (.5); revise and finalize draft discovery stipulation for filing (.4).
4/27/17	Matthew Smart	6.60	Research case law re fraudulent transfer issues (4.1); review and revise memorandum re same (2.4); correspond with K&E team re same (.1).
4/28/17	Uzoma O Dike	1.70	Research Relativity to tally responsive and privileged documents within documents to be produced (.5); correspond with Y. French and C. McGushin re same (.5); telephone conference with Y. French and P. Jeffries re next week's production of documents (.7).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

3 - Adversary Proceedings, Contested Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/28/17	Benjamin Rhode	.50	Correspond with UCC re diligence requests re Azria investigation (.3); correspond with AlixPartners re same (.2).
4/28/17	Matthew Smart	7.80	Research case law re preference issues (5.7); draft memorandum re same (1.9); correspond with K&E team re same (.2).
4/30/17	Uzoma O Dike	1.80	Research and assess documents to prepare for production to committee (1.0); review production to segregate email messages re transactions from universe of documents to be produced (.8).
		86.00	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100716
Client Matter: 26990-4

In the matter of Automatic Stay Issues

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 7,075.00
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 7,075.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

4 - Automatic Stay Issues

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Burdulia	4.80	555.00	2,664.00
John Luze	2.30	735.00	1,690.50
Carrie Oppenheim	1.20	380.00	456.00
Benjamin Rhode	.70	905.00	633.50
Joshua A Sussberg, P.C.	1.40	1,165.00	1,631.00
TOTALS	10.40		\$ 7,075.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

4 - Automatic Stay Issues

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/03/17	Benjamin Rhode	.20	Correspond with K&E team re lift stay stipulation.
4/03/17	Alexander Burdulia	.90	Review and analyze stipulations re lift stay (.5); draft analysis re same (.4).
4/04/17	Benjamin Rhode	.30	Correspond with K&E team re lift stay matters.
4/04/17	Alexander Burdulia	.90	Review and analyze agreed orders re lift stay (.6); draft analysis re same (.3).
4/05/17	Benjamin Rhode	.20	Correspond with K&E team re lift stay matters.
4/05/17	Alexander Burdulia	1.80	Draft agreed order re relief from stay (1.3); review and analyze precedent re same (.5).
4/12/17	Joshua A Sussberg, P.C.	.20	Correspond with E. Savage re insurance issue and stay relief.
4/17/17	Carrie Oppenheim	.50	Review and analyze precedent re motions to lift stay re insurance proceedings.
4/19/17	John Luze	.70	Telephone conference and correspond with C. Oppenheim re insurance stipulation (.4); review and analyze issues re same (.3).
4/24/17	Carrie Oppenheim	.40	Review and revise agreed order re insurance proceeds stay stipulation.
4/26/17	Joshua A Sussberg, P.C.	.70	Review and analyze stay relief stipulation (.4); correspond with J. Luze re same (.3).
4/26/17	Carrie Oppenheim	.30	Draft notice of presentment re Gallo stipulation modifying stay.
4/26/17	Alexander Burdulia	1.20	Review and revise agreed order re stay relief (1.1); telephone conference with A. Zelman re same (.1).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

4 - Automatic Stay Issues

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/26/17	John Luze	1.60	Draft and revise stay relief stipulation re pending litigation (.4); telephone conference and correspond with plaintiff's attorney re same (.2); draft and revise landlord stay relief stipulation (.8); telephone conference and correspond with A. Burdulia re same (.2).
4/28/17	Joshua A Sussberg, P.C.	.50	Review and analyze stay relief stipulation and comment on same.
		10.40	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100717
Client Matter: 26990-5

In the matter of Business Operations & Vendor Issues

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 16,815.50
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 16,815.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

5 - Business Operations & Vendor Issues

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony C Abate	.80	240.00	192.00
Alexander Burdulia	1.60	555.00	888.00
Ciara Foster	5.20	555.00	2,886.00
John Luze	2.80	735.00	2,058.00
Christopher Marcus, P.C.	2.20	1,325.00	2,915.00
Brett Newman	1.60	555.00	888.00
Benjamin Rhode	5.00	905.00	4,525.00
Matthew Smart	1.50	555.00	832.50
Joshua A Sussberg, P.C.	1.40	1,165.00	1,631.00
TOTALS	22.10		\$ 16,815.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

5 - Business Operations & Vendor Issues

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/03/17	Benjamin Rhode	.40	Review and analyze reclamation notice (.2); correspond with SAP, AlixPartners re vendor issues (.2).
4/03/17	John Luze	.80	Telephone conference and correspond with K&E team re reclamation notice responses (.5); finalize same for distribution (.3).
4/03/17	Ciara Foster	.60	Review and analyze reclamation requests (.3); draft summary re same (.2); correspond with J. Luze and B. Rhode re same (.1).
4/04/17	Benjamin Rhode	.30	Review and analyze Oracle acknowledgment (.2); correspond with Company re same (.1).
4/04/17	Alexander Burdulia	.40	Telephone conference with AlixPartners, K&E team re case status, work stream coordination.
4/04/17	Matthew Smart	.40	Attend telephone conference with AlixPartners, K&E team re case status, work stream coordination.
4/04/17	Brett Newman	.40	Telephone conference with K&E team and AlixPartners re case status, work stream coordination.
4/05/17	John Luze	.80	Review and finalize reclamation demand response letter.
4/05/17	Ciara Foster	.80	Review and revise reclamation notice letters (.5); correspond with J. Luze and B. Rhode re same (.2); correspond with Donlin Recano re same (.1).
4/06/17	Joshua A Sussberg, P.C.	.20	Telephone conference with H. Etlin re operations and vendor issues status.
4/06/17	Benjamin Rhode	.60	Review and comment on Oracle acknowledgment (.5); correspond with E. Alterwitz-Meierhans re same (.1).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

5 - Business Operations & Vendor Issues

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/06/17	Benjamin Rhode	.30	Telephone conference with AlixPartners, K&E team re case status, work stream coordination.
4/06/17	Alexander Burdulia	.50	Telephone conference with K&E team, AlixPartners re case status, work stream coordination.
4/06/17	Brett Newman	.40	Telephone conference with K&E team and AlixPartners team re case status, work stream coordination.
4/07/17	Christopher Marcus, P.C.	.40	Telephone conference with J. Sussberg re Azria lease issues.
4/11/17	Joshua A Sussberg, P.C.	.10	Telephone conference with M. Staff re operations and vendor issues status.
4/11/17	Benjamin Rhode	.30	Telephone conference with AlixPartners, K&E team re case status, work stream coordination.
4/11/17	John Luze	.40	Telephone conference re coordination with K&E team and AP team.
4/12/17	Anthony C Abate	.80	Prepare template re removal extension motion (.6); review and revise motion requesting documents in adversary case (.2).
4/13/17	John Luze	.40	Telephone conference K&E team and AP team re coordination of work in process.
4/17/17	Joshua A Sussberg, P.C.	.50	Review analysis from E. Alterwitz re library (.2); correspond with K&E team re same (.3).
4/17/17	Christopher Marcus, P.C.	1.00	Review and analyze Jeffries deck.
4/18/17	Joshua A Sussberg, P.C.	.40	Correspond with K&E team re status and next steps.
4/18/17	Benjamin Rhode	.30	Telephone conference with AlixPartners, K&E team re case status, work stream coordination.
4/18/17	Benjamin Rhode	.20	Correspond with K&E team re extension of removals period.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

5 - Business Operations & Vendor Issues

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/18/17	Matthew Smart	.40	Telephone conference with K&E team, AlixPartners re work stream coordination.
4/18/17	Brett Newman	.30	Attend telephone conference with K&E team and AlixPartners re various case issues.
4/18/17	Ciara Foster	.30	Telephone conference with AlixPartners, K&E team re work stream coordination.
4/20/17	Benjamin Rhode	.60	Correspond with Company, AlixPartners re vendor issues (.4); correspond with term loan lenders re business plan (.2).
4/20/17	Benjamin Rhode	.20	Telephone conference with AlixPartners, K&E team re case status, work stream coordination.
4/20/17	Alexander Burdulia	.40	Telephone conference with K&E team, AlixPartners re work stream coordination.
4/20/17	Matthew Smart	.40	Attend telephone conference with K&E team, AlixPartners re case status, work stream coordination.
4/20/17	Brett Newman	.30	Attend telephone conference with K&E team and AlixPartners re various case issues.
4/21/17	Benjamin Rhode	.20	Correspond with C. Foster re motion to extend removal period.
4/21/17	Ciara Foster	.50	Review and analyze bankruptcy rules for removal of civil actions to bankruptcy court (.4); correspond with B. Rhode re same (.1).
4/24/17	Benjamin Rhode	.50	Correspond with Company, AlixPartners re vendor issues.
4/24/17	Ciara Foster	1.00	Review and revise motion to extend time to remove civil proceedings (.8); correspond with C. Oppenheim re same (.2).
4/25/17	Benjamin Rhode	.20	Telephone conference with AlixPartners, K&E team re case status, work stream coordination.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

5 - Business Operations & Vendor Issues

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/25/17	Alexander Burdulia	.30	Telephone conference with Company re work stream coordination.
4/25/17	Matthew Smart	.30	Telephone conference with AlixPartners re work stream coordination.
4/25/17	John Luze	.40	Telephone conference with K&E team and AlixPartners re work stream coordination (.3); prepare for same (.1).
4/25/17	Brett Newman	.20	Attend telephone conference with K&E team and AlixPartners re case status, work stream coordination.
4/25/17	Ciara Foster	.50	Review and revise motion to extend time to remove civil proceedings.
4/26/17	Christopher Marcus, P.C.	.30	Review and analyze correspondence re Hilco.
4/27/17	Joshua A Sussberg, P.C.	.20	Telephone conference with D. Rieger-Paganis re status re lease issues (.1); correspond with K&E team re same (.1).
4/27/17	Christopher Marcus, P.C.	.50	Review and analyze correspondence and telephone conference with J. Sussberg re status re lease issues.
4/27/17	Ciara Foster	1.50	Review and revise motion to extend time to remove civil proceedings.
4/28/17	Benjamin Rhode	.60	Telephone conference with vendor counsel re contract extension (.2); correspond with Company, AlixPartners re same (.4).
4/28/17	Benjamin Rhode	.30	Telephone conference with Company, AlixPartners re case status, work stream coordination.
		22.10	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100718
Client Matter: 26990-6

In the matter of Case Administration

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 7,283.00
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 7,283.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

6 - Case Administration

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony C Abate	2.50	240.00	600.00
Alexander Burdulia	1.10	555.00	610.50
Ciara Foster	1.50	555.00	832.50
Julia Foster	.30	240.00	72.00
John Luze	.90	735.00	661.50
Brett Newman	3.00	555.00	1,665.00
Carrie Oppenheim	1.00	380.00	380.00
Benjamin Rhode	1.80	905.00	1,629.00
Matthew Smart	1.50	555.00	832.50
TOTALS	13.60		\$ 7,283.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

6 - Case Administration

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/03/17	Benjamin Rhode	.50	Office conference with K&E team re case status, work in process.
4/03/17	Alexander Burdulia	.20	Telephone conference with K&E team re work in process.
4/03/17	Anthony C Abate	.20	Prepare and distribute daily docket updates re recently filed pleadings.
4/03/17	Brett Newman	.30	Revise and distribute work in process chart (.1); office conference with K&E team re work in process (.2).
4/03/17	Ciara Foster	.50	Telephone conference with K&E team re work in process.
4/04/17	Anthony C Abate	.30	Review and revise notice of appearance and pro hac vice chart (.2); prepare and distribute daily docket updates (.1).
4/05/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/06/17	Benjamin Rhode	.90	Review and comment on case calendar (.7); correspond with K&E team re same (.2).
4/06/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/07/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/10/17	Carrie Oppenheim	.60	Attend office conference with K&E team re work in process (.4); prepare for same (.2).
4/10/17	Benjamin Rhode	.40	Office conference with K&E team re case status, work in process.
4/10/17	Alexander Burdulia	.20	Telephone conference with K&E team re work in process.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

6 - Case Administration

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/10/17	Matthew Smart	.60	Office conference with K&E team re work in process (.4); prepare for same (.2).
4/10/17	John Luze	.40	Office conference with K&E team re work in process.
4/10/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/10/17	Brett Newman	.50	Office conference with K&E team re work in process (.4); prepare for same (.1).
4/11/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/11/17	Ciara Foster	.50	Conference with K&E team re coordination.
4/12/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/13/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/14/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/17/17	John Luze	.50	Office conference with K&E team re works in progress.
4/17/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/18/17	Alexander Burdulia	.40	Telephone conference with K&E team re work in process.
4/18/17	Matthew Smart	.50	Office conference with K&E team re work in process.
4/18/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/18/17	Brett Newman	1.00	Review and revise work in process chart (.5); office conference with K&E team re work in process (.5).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

6 - Case Administration

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/18/17	Ciara Foster	.50	Telephone conference with K&E team re work in process.
4/19/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/20/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/21/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/24/17	Brett Newman	.40	Review and revise works in process chart.
4/25/17	Carrie Oppenheim	.40	Office conference with K&E team re works in process.
4/25/17	Alexander Burdulia	.30	Telephone conference with K&E team re works in process.
4/25/17	Matthew Smart	.40	Office conference with K&E team re work in process.
4/25/17	Anthony C Abate	.40	Update notice of appearance and pro hac vice chart (.2); create index re disclosure statement binder (.1); prepare and distribute daily docket updates re recently filed pleadings (.1).
4/25/17	Brett Newman	.80	Review and revise works in process chart (.4); office conference with K&E team re works in process (.4).
4/26/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/27/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.
4/28/17	Julia Foster	.30	Prepare and distribute daily docket update re recently filed pleadings.
4/28/17	Anthony C Abate	.10	Prepare and distribute daily docket updates re recently filed pleadings.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

6 - Case Administration

Date **Timekeeper**

Hours **Description**

13.60 TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100719
Client Matter: 26990-7

In the matter of Cash Collateral, DIP Financing

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 49,749.50
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 49,749.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

7 - Cash Collateral, DIP Financing

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ciara Foster	2.40	555.00	1,332.00
Austin G Glassman	30.50	905.00	27,602.50
John Luze	.30	735.00	220.50
David M Nemecek, P.C.	3.50	1,245.00	4,357.50
Katrina Olsen	8.30	835.00	6,930.50
Carrie Oppenheim	.50	380.00	190.00
Christopher Raidy	5.40	555.00	2,997.00
Benjamin Rhode	2.90	905.00	2,624.50
Joshua A Sussberg, P.C.	3.00	1,165.00	3,495.00
TOTALS	56.80		\$ 49,749.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

7 - Cash Collateral, DIP Financing

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/03/17	Austin G Glassman	.30	Correspond with K&E team re defaults, waivers and related matters.
4/03/17	Katrina Olsen	.50	Correspond with K&E team re control agreement (.2); correspond with same re default waivers (.2); prepare summary of milestones and reporting requirements (.1).
4/04/17	Austin G Glassman	3.80	Coordinate and correspond with K&E team re waivers and existing defaults (1.0); review and analyze loan documents re permissibility of dispositions in connection with insurance contracts and prepayment requirements (1.4); review, revise and negotiate waivers in connection with ABL and term loan DIP facility defaults (1.4).
4/04/17	Christopher Raidy	1.20	Compile signature pages re waiver to term loan credit agreement (.5); compile signature pages re waiver to ABL DIP loan agreement (.5); organize and save executed credit agreements to system (.2).
4/04/17	Katrina Olsen	.50	Correspond with K&E team re control agreement (.2); correspond with same re default waivers (.2); prepare summary of milestones and reporting requirements (.1).
4/05/17	Benjamin Rhode	.20	Correspond with K&E team re process for paying professional fees under DIP order.
4/05/17	Austin G Glassman	3.00	Review and revise re DIP waivers (.9); correspond with K&E team re same (.6); review and analyze Canadian secured loan documents (1.5).
4/05/17	Katrina Olsen	.50	Correspond with K&E team re default waivers (.3); prepare summary of milestones and reporting requirements (.2).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

7 - Cash Collateral, DIP Financing

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/05/17	Ciara Foster	.50	Correspond with J. Luze and B. Rhode re DIP fee tracking (.2); correspond with E. Anderson re same (.3).
4/06/17	David M Nemecek, P.C.	.30	Correspond with K&E team re case issues (.1); review and analyze loan agreements re waiver request (.2).
4/06/17	Benjamin Rhode	.20	Correspond with AlixPartners, K&E team re intercompany note.
4/06/17	Austin G Glassman	1.50	Review and analyze credit facilities re client inquiries (.7); telephone conference and correspond with K&E team re settlement payments, waivers under Canadian forbearance agreement, DIP defaults, required waivers (.4); review and analyze documentation re same (.4).
4/06/17	Katrina Olsen	1.50	Correspond with K&E team re default waivers (.2); review and analyze materials re same (.4); prepare summary of milestones and reporting requirements (.9).
4/07/17	Austin G Glassman	.50	Review and analyze documentation re waivers and credit compliance (.4); correspond with K&E team re same (.1).
4/07/17	Katrina Olsen	2.00	Correspond with K&E team re default waivers (.4); review and analyze materials re same (.6); prepare summary of milestones and reporting requirements (1.0).
4/08/17	Austin G Glassman	4.00	Correspond with K&E team re defaults and compliance matters (1.4); review and analyze compliance guide (1.4); correspond with K&E team re same (1.2).
4/09/17	Austin G Glassman	1.00	Review and analyze compliance guide (.5); correspond with K&E team re same (.5).
4/10/17	Austin G Glassman	.50	Correspond with K&E team re defaults and DIP waivers (.3); telephone conference with lenders, client, and K&E team re same (.2).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

7 - Cash Collateral, DIP Financing

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/10/17	Katrina Olsen	.50	Correspond with K&E team re default waivers (.3); telephone conference with AlixPartners re credit agreement (.2).
4/11/17	Austin G Glassman	1.10	Correspond with K&E team re defaults and DIP waivers (.5); telephone conferences with lenders, client, and K&E team re same (.6).
4/11/17	Christopher Raidy	2.00	Draft conformed copies of amended term loan and ABL loan credit agreements.
4/11/17	Katrina Olsen	.30	Correspond with K&E team re default waivers (.2); telephone conference with AlixPartners re credit agreement (.1).
4/11/17	Ciara Foster	.20	Correspond with E. Anderson re DIP fee requests.
4/12/17	Joshua A Sussberg, P.C.	.20	Correspond with K&E team re waiver status (.1); review and analyze stipulation with UCC re discovery (.1).
4/12/17	Benjamin Rhode	.20	Correspond with K&E team re DIP waiver.
4/12/17	Austin G Glassman	.90	Correspond with K&E team re defaults and DIP waivers (.4); telephone conference with lenders, client, and K&E team re same (.5).
4/12/17	Christopher Raidy	.70	Prepare conformed copies of the credit agreements as amended.
4/12/17	Katrina Olsen	.30	Correspond with K&E team re default waivers (.2); telephone conference with AlixPartners re credit agreement (.1).
4/13/17	David M Nemecek, P.C.	.40	Review and analyze DIP consent (.2); correspond with K&E team re same (.1); telephone conference with A. Glassman re same (.1).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

7 - Cash Collateral, DIP Financing

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/13/17	Austin G Glassman	2.30	Correspond with K&E team re defaults and DIP waivers (.6); telephone conferences with lenders, client, and K&E team re same (.8); review and analyze waivers credit agreements and budget deliveries (.9).
4/13/17	Austin G Glassman	.30	Correspond with K&E team re client inquiry.
4/13/17	Katrina Olsen	.30	Correspond with K&E team re default waivers (.2); telephone conference with AlixPartners re credit agreement (.1).
4/14/17	David M Nemecek, P.C.	.10	Review and analyze DIP consent.
4/14/17	Benjamin Rhode	.10	Correspond with K&E team re DIP waiver.
4/14/17	Austin G Glassman	1.00	Correspond with K&E team re defaults and DIP waivers (.5); telephone conferences with lenders, client, and K&E team re same (.3); review and analyze waivers, credit agreements and budget deliveries re same (.2).
4/14/17	Katrina Olsen	.30	Correspond with K&E team re default waivers (.2); telephone conference with AlixPartners re credit agreement (.1).
4/15/17	Austin G Glassman	.80	Review and analyze materials re waivers and amendments.
4/17/17	Joshua A Sussberg, P.C.	.50	Correspond with K&E team re DIP waiver (.2); telephone conference with M. Barr re same (.1); review and analyze DIP order re same and correspond with K&E team re same (.1); correspond with K&E team re pivot milestone (.1).
4/17/17	Carrie Oppenheim	.30	Review and analyze precedent re notice of amendment to DIP budget.
4/17/17	Benjamin Rhode	.20	Correspond with K&E team re DIP waivers.
4/17/17	Austin G Glassman	1.50	Correspond with K&E team re defaults, discussions with Company and opposing counsel re waiver process.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

7 - Cash Collateral, DIP Financing

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/17/17	Katrina Olsen	.10	Correspond with K&E team re default waivers.
4/17/17	Ciara Foster	.90	Draft notice of amendment to DIP agreements (.5); correspond with C. Oppenheim and J. Luze re same (.4).
4/18/17	Joshua A Sussberg, P.C.	.50	Correspond with K&E team re waivers and status (.3); correspond with K&E team re pivot date (.2).
4/18/17	David M Nemecek, P.C.	.20	Correspond and telephone conferences re guarantees.
4/18/17	Austin G Glassman	1.30	Correspond with K&E team re review of documents re waivers and DIP breaches, budget adjustments and related items.
4/18/17	Katrina Olsen	.50	Correspond with K&E team re default waivers (.2); correspond with same re guaranty documents (.3).
4/19/17	Joshua A Sussberg, P.C.	.80	Correspond with K&E team re waivers and status (.4); telephone conference with S. Reisman re status (.4).
4/19/17	David M Nemecek, P.C.	.20	Review and analyze issues re budget default.
4/19/17	Austin G Glassman	.80	Correspond with K&E team re review of documents and discussions re waivers and DIP breaches, budget adjustments and related items (.4); review and analyze credit documents in connection with client requests (.4).
4/19/17	John Luze	.30	Correspond with A. Glassman re DIP notice of amendment.
4/19/17	Katrina Olsen	.10	Correspond with K&E team re default waivers.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

7 - Cash Collateral, DIP Financing

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/20/17	Joshua A Sussberg, P.C.	.70	Correspond with K&E team re waiver (.4); telephone conference with H. Etlin, D. Rieger-Paganis, B. Rhode and D. Nemecek re same (.3).
4/20/17	David M Nemecek, P.C.	.50	Telephone conference with H. Etlin, D. Rieger-Paganis, B. Rhode and J. Sussberg re budget default (.3); correspond with K&E team re same (.2).
4/20/17	David M Nemecek, P.C.	.90	Prepare for telephone conference re fabric sub-facility (.3); telephone conference with AlixPartners re same (.3); telephone conference with K&E team re same (.3).
4/20/17	Benjamin Rhode	.70	Telephone conferences with Company, AlixPartners, K&E team re DIP waiver (.5); correspond with K&E team re same (.2).
4/20/17	Austin G Glassman	1.00	Telephone conference with client re fabric sub-facility (.3); prepare for same (.2); correspond with K&E team re waivers (.5).
4/20/17	Katrina Olsen	.10	Correspond with K&E team re default waivers.
4/21/17	Joshua A Sussberg, P.C.	.20	Telephone conference with A. Glassman re status of waiver (.1); correspond with K&E team re pivot date (.1).
4/21/17	David M Nemecek, P.C.	.30	Correspond and telephone conferences with K&E team re DIP issues.
4/21/17	Benjamin Rhode	1.00	Correspond with K&E team re conditions precedent to DIP waivers (.2); review and analyze DIP order re same (.2); review and comment on notice re same (.2); telephone conferences and correspond with ABLs, K&E team re same (.4).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

7 - Cash Collateral, DIP Financing

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/21/17	Austin G Glassman	3.00	Telephone conference with client, opposing counsel re coordination/negotiation (1.0); review and revise draft amendments and waivers to credit agreements (1.0); correspond with client re issues and budget testing (.5); correspond with K&E team re filings (.5).
4/21/17	Katrina Olsen	.10	Correspond with K&E team re default waivers.
4/21/17	Ciara Foster	.40	Correspond with B. Rhode re DIP amendment notice (.2); review and revise same (.2).
4/22/17	Joshua A Sussberg, P.C.	.10	Correspond with K&E team re waiver.
4/22/17	Austin G Glassman	.50	Review and analyze issues re execution of waivers (.3); correspond with lenders re same (.2).
4/22/17	Katrina Olsen	.10	Correspond with K&E team re default waivers.
4/23/17	Katrina Olsen	.10	Correspond with K&E team re default waivers.
4/24/17	Carrie Oppenheim	.20	Finalize and file amendment to DIP credit agreements.
4/24/17	Benjamin Rhode	.30	Correspond with K&E team re filing re notice of DIP waivers.
4/24/17	Austin G Glassman	.30	Correspond with K&E team re default waivers.
4/24/17	Katrina Olsen	.10	Review and prepare correspondence re default waivers.
4/24/17	Ciara Foster	.40	Review and revise notice of DIP amendments (.2); correspond with B. Rhode and C. Oppenheim re same (.2).
4/25/17	Katrina Olsen	.10	Correspond with K&E team re default waivers.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

7 - Cash Collateral, DIP Financing

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/26/17	David M Nemecek, P.C.	.30	Review and analyze correspondence re cash collateral issues.
4/26/17	Austin G Glassman	.30	Correspond with K&E team re waivers and amendments.
4/26/17	Katrina Olsen	.10	Correspond with K&E team re default waivers.
4/27/17	David M Nemecek, P.C.	.30	Correspond with K&E team re waivers.
4/27/17	Austin G Glassman	.80	Correspond with K&E team re budget covenant testing issues and waiver of existing defaults (.4); review and analyze materials re same (.4).
4/27/17	Katrina Olsen	.10	Correspond with K&E team re default waivers.
4/28/17	Katrina Olsen	.10	Correspond with K&E team re default waivers.
4/30/17	Christopher Raidy	1.50	Review and analyze second amendments to ABL and term loan agreements (.9); draft conformed copies re same (.6).
		56.80	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100721
Client Matter: 26990-9

In the matter of Claims Administration & Objections

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 16,510.00
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 16,510.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

9 - Claims Administration & Objections

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Beth Friedman	.20	420.00	84.00
John Luze	2.30	735.00	1,690.50
Brett Newman	10.00	555.00	5,550.00
Carrie Oppenheim	2.50	380.00	950.00
Benjamin Rhode	9.10	905.00	8,235.50
TOTALS	24.10		\$ 16,510.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

9 - Claims Administration & Objections

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/03/17	Benjamin Rhode	.30	Correspond with K&E team re bar date.
4/04/17	Benjamin Rhode	.10	Correspond with J. Luze re bar date.
4/05/17	Carrie Oppenheim	.30	Research and distribute precedent re claims bar date orders.
4/05/17	Benjamin Rhode	.80	Correspond with J. Luze re bar date timing (.3); review and analyze local rules, standing orders re same (.5).
4/05/17	John Luze	1.10	Review and analyze issues re bar date order.
4/06/17	Brett Newman	2.40	Research re discharge of non-monetary obligations.
4/07/17	Benjamin Rhode	.40	Correspond with Donlin Recano team re proofs of claim.
4/07/17	Benjamin Rhode	.40	Correspond with AlixPartners re 503(b)(9) claims.
4/07/17	Brett Newman	1.20	Research and draft summary re non-monetary obligation discharge.
4/11/17	Benjamin Rhode	2.40	Review and comment on bar date motion (1.7); correspond with K&E team re same (.2); review and analyze local rules, standing orders re same (.5).
4/11/17	Brett Newman	1.60	Review and revise bar date motion.
4/12/17	Brett Newman	.20	Review and revise bar date motion.
4/13/17	Carrie Oppenheim	.50	Finalize and file bar date motion (.4); correspond with K&E team re service of same (.1).
4/13/17	Benjamin Rhode	.70	Correspond with AlixPartners team re claims pool analysis (.3); review and analyze legal issues re same (.4).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

9 - Claims Administration & Objections

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/13/17	Benjamin Rhode	.90	Review, comment on, and finalize bar date motion for filing (.7); correspond with K&E team re same (.2).
4/13/17	John Luze	.80	Review and revise bar date motion.
4/13/17	Brett Newman	.90	Review and revise claims bar date motion (.8); telephone conference and correspond with J. Luze re same (.1).
4/17/17	Benjamin Rhode	.30	Correspond with K&E team re unsecured claims analysis.
4/19/17	Carrie Oppenheim	.30	Review and revise proposed bar date order.
4/19/17	Benjamin Rhode	.60	Review and analyze informal comments re bar date order (.4); correspond with J. Luze, B. Newman re same (.2).
4/19/17	Brett Newman	1.00	Review and analyze claims bar date precedent re order language (.6); correspond with J. Luze and B. Rhode re same (.2); review and revise bar date order (.2).
4/20/17	Carrie Oppenheim	.30	Draft CNO re bar date order.
4/20/17	John Luze	.40	Telephone conference and correspond with landlord counsel re bar date order (.2); review and analyze issues re same (.2).
4/20/17	Brett Newman	.50	Review and analyze proposed edits to bar date order and notice (.2); correspond with J. Luze re same (.1); review and revise same (.2).
4/21/17	Benjamin Rhode	.20	Correspond with Donlin Recano team re creditor proofs of claim.
4/24/17	Carrie Oppenheim	.40	Review and revise CNO re proposed bar date order (.3); file same (.1).
4/24/17	Benjamin Rhode	.50	Correspond with J. Luze re CNO re bar date motion (.3); review and comment on same (.2).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

9 - Claims Administration & Objections

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/24/17	Brett Newman	.40	Review and analyze redline re bar date order changes (.1); correspond with E. Anderson re creditor letter (.3).
4/26/17	Beth Friedman	.20	Correspond with K&E team re entry of bar date order.
4/26/17	Carrie Oppenheim	.70	Review and analyze bar date notice (.3); telephone conference with B. Newman re publication notice and creditor notice (.1); correspond with Donlin Recano re service of bar date order and customized notice (.3).
4/26/17	Benjamin Rhode	1.20	Review and analyze entered bar date order (.2); correspond with Donlin Recano, K&E team re notice re same (.7); correspond with K&E team re filing re same (.3).
4/26/17	Brett Newman	.80	Review and analyze proofs for bar date publication notice (.2); review and revise same (.2); correspond with Donlin Recano re same (.4).
4/27/17	Benjamin Rhode	.30	Correspond with K&E team re publication notice re bar date.
4/27/17	Brett Newman	1.00	Telephone conference with creditor counsel re claim and draft response to same (.4); correspond with J. Luze re creditor calls (.4); correspond with K&E team re Donlin Recano website (.2).
		24.10	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100722
Client Matter: 26990-10

In the matter of Corporate & Governance Matters

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 11,767.00
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 11,767.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

10 - Corporate & Governance Matters

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
John Luze	2.60	735.00	1,911.00
Christopher Marcus, P.C.	1.00	1,325.00	1,325.00
Brett Newman	4.90	555.00	2,719.50
Benjamin Rhode	.50	905.00	452.50
Joshua A Sussberg, P.C.	4.60	1,165.00	5,359.00
TOTALS	13.60		\$ 11,767.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

10 - Corporate & Governance Matters

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/04/17	Joshua A Sussberg, P.C.	.10	Correspond with K&E team re Japan governance.
4/11/17	Joshua A Sussberg, P.C.	1.60	Prepare for and participate in board telephone conference (1.1); telephone conferences with Company, K&E team re same (.5).
4/11/17	Christopher Marcus, P.C.	1.00	Attend telephone conference with board of managers re indications of interest (.5); review and analyze Jefferies presentation re same (.5).
4/11/17	John Luze	1.00	Telephone conference with board of directors and Company re indications of interest.
4/11/17	Brett Newman	1.10	Attend and take minutes for telephone conference with board of managers.
4/12/17	John Luze	1.60	Draft and revise board of managers meeting minutes.
4/12/17	Brett Newman	1.20	Review and revise minutes for various board meetings (1.1); correspond with K&E team re same (.1).
4/18/17	Joshua A Sussberg, P.C.	.30	Telephone conference with M. Bloom re case status.
4/21/17	Joshua A Sussberg, P.C.	2.60	Review and analyze board materials (.6); correspond with K&E team re same (.3); prepare for and participate in board telephone conference (.8); participate in executive session re same (.5); telephone conference with H. Etlin re same (.3); correspond with K&E team re same (.1).
4/21/17	Benjamin Rhode	.50	Telephonically participate in board call re warehouse lease, L. Azria rejection litigation.
4/21/17	Brett Newman	1.30	Attend telephone conference with board and take minutes re warehouse lease (.8); attend telephone executive session and take minutes re employment agreement (.5).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

10 - Corporate & Governance Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/28/17	Brett Newman	1.30	Draft board minutes re April 21 board meeting.
		13.60	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100723
Client Matter: 26990-11

In the matter of Customer, Creditor Communications

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 5,176.50
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 5,176.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

11 - Customer, Creditor Communications

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
John Luze	5.70	735.00	4,189.50
Benjamin Rhode	.60	905.00	543.00
Matthew Smart	.80	555.00	444.00
TOTALS	7.10		\$ 5,176.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

11 - Customer, Creditor Communications

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/02/17	John Luze	.60	Telephone conference and correspond with parties in interest re outstanding restructuring issues.
4/04/17	John Luze	.60	Telephone conference and correspond with parties in interest re outstanding case issues and inquiries.
4/05/17	Benjamin Rhode	.60	Review and analyze restructuring issues re Amex (.4); correspond with AlixPartners re same (.2).
4/11/17	John Luze	.50	Telephone conference and correspond with parties in interest re outstanding restructuring issues.
4/14/17	John Luze	2.10	Telephone conference and correspond with creditors, and parties in interest re outstanding case issues.
4/17/17	John Luze	1.20	Telephone conference and correspond with creditors, and parties in interest re outstanding restructuring issues.
4/20/17	Matthew Smart	.20	Telephone conference and correspond with K. Desnoyers, J. Luze re Garda issues.
4/21/17	Matthew Smart	.20	Review and analyze issues re Garda invoices (.1); correspond with K. Desnoyers, J. Luze re same (.1).
4/25/17	Matthew Smart	.40	Review and analyze issues re Garda outstanding invoices.
4/26/17	John Luze	.70	Telephone conference and correspond with landlords, creditors, and parties in interest re outstanding restructuring issues.
		7.10	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100724
Client Matter: 26990-12

In the matter of Disclosure Statement/Plan/Confirmation

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 97,992.00
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 97,992.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

12 - Disclosure Statement/Plan/Confirmation

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Burdulia	23.30	555.00	12,931.50
Thad Davis	4.80	1,125.00	5,400.00
John Luze	21.80	735.00	16,023.00
Christopher Marcus, P.C.	8.20	1,325.00	10,865.00
Brett Newman	3.60	555.00	1,998.00
Carrie Oppenheim	4.30	380.00	1,634.00
Benjamin Rhode	29.20	905.00	26,426.00
Alison A Skaife	15.30	845.00	12,928.50
Joshua A Sussberg, P.C.	8.40	1,165.00	9,786.00
TOTALS	118.90		\$ 97,992.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

12 - Disclosure Statement/Plan/Confirmation

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/01/17	Joshua A Sussberg, P.C.	.20	Correspond with K&E team re miscellaneous plan, matters.
4/03/17	Joshua A Sussberg, P.C.	.50	Telephone conference with B. Rhode re case status (.2); correspond with K&E team re miscellaneous disclosure statement issues (.3).
4/05/17	Benjamin Rhode	.70	Correspond with AlixPartners re disclosure statement exhibits (.3); review and analyze requirements re same (.4).
4/06/17	Joshua A Sussberg, P.C.	.30	Correspond with K&E team re miscellaneous items and issues.
4/07/17	Joshua A Sussberg, P.C.	.10	Review and analyze case deadlines and milestones, correspond with K&E team re same.
4/07/17	Christopher Marcus, P.C.	.60	Telephone conference with Weil re case updates.
4/07/17	Benjamin Rhode	.80	Telephone conferences and correspond with Weil, K&E team re case status, transaction negotiations, plan.
4/07/17	Benjamin Rhode	3.10	Review and comment on disclosure statement (2.4); correspond with J. Luze re same (.2); analyze timing re filing and approval re same (.5).
4/11/17	Carrie Oppenheim	.90	Draft motion to extend exclusivity (.7); review and analyze precedent re same (.2).
4/11/17	Benjamin Rhode	.70	Correspond with K&E tax team re disclosure statement (.2); telephone conference and correspond with J. Luze re same (.5).
4/11/17	Alexander Burdulia	2.20	Research issues re confirmation schedule (1.6); draft proposed schedule (.6).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

12 - Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/11/17	John Luze	1.60	Review and revise disclosure statement (.9); review and analyze issues re same and plan confirmation (.7).
4/12/17	Joshua A Sussberg, P.C.	.60	Telephone conference with C. Marcus, B. Rhode, J. Luze re plan status and next steps.
4/12/17	Christopher Marcus, P.C.	.40	Telephone conference with K&E team re disclosure statement strategy.
4/12/17	Benjamin Rhode	.30	Telephone conference with K&E team re disclosure statement.
4/12/17	John Luze	1.10	Conference with K&E team re disclosure statement issues (.5); review and revise disclosure statement (.6).
4/12/17	Brett Newman	1.60	Review and analyze precedent re exclusivity motion (.6); draft exclusivity motion (1.0).
4/13/17	Joshua A Sussberg, P.C.	1.10	Telephone conference with AlixPartners and Jefferies re liquidation analysis (.3); review and analyze Jefferies analysis re emergence costs (.2); correspond with Jeffries re same (.1); correspond with K&E team re same (.1); telephone conference with J. Finger re same (.2); correspond with T. Davis re tax status (.2).
4/13/17	Benjamin Rhode	.70	Correspond with K&E team re disclosure statement, confirmation schedule (.4); review and analyze local rules re same (.3).
4/13/17	Benjamin Rhode	1.70	Telephone conference with AlixPartners, Jefferies re liquidation analysis (.5); review and analyze same (.8); telephone conference with Weil, K&E team re plan negotiations, next steps (.4).
4/13/17	Alexander Burdulia	2.00	Review and revise disclosure statement motion.
4/13/17	John Luze	.50	Review and revise disclosure statement.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

12 - Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/14/17	Joshua A Sussberg, P.C.	.40	Telephone conference with B. Rhode re case status (.2); correspond with K&E team re miscellaneous matters (.2).
4/14/17	Benjamin Rhode	.20	Correspond with lenders re disclosure statement hearing.
4/14/17	Alison A Skaife	2.70	Revise disclosure statement.
4/14/17	Alexander Burdulia	2.40	Review and revise disclosure statement motion.
4/14/17	John Luze	1.70	Review and revise disclosure statement (1.0); review and revise disclosure statement motion (.5); correspond with K&E team re same (.2).
4/16/17	Benjamin Rhode	3.20	Review and comment on disclosure statement.
4/17/17	Joshua A Sussberg, P.C.	1.20	Correspond with K&E team re Jefferies analysis and unsecured claims pool (.3); review and analyze Jefferies analysis (.5); telephone conference with H. Etlin re same (.2); telephone conference with J. Finger re same (.2).
4/17/17	Christopher Marcus, P.C.	.70	Review disclosure statement.
4/17/17	Benjamin Rhode	.20	Correspond with AlixPartners re disclosure statement.
4/17/17	Alison A Skaife	7.30	Revise disclosure statement re tax disclosure.
4/18/17	Joshua A Sussberg, P.C.	1.10	Review and revise disclosure statement (.6); telephone conference with B. Rhode re same (.2); telephone conference with J. Luze re same (.1); correspond with K&E team re claims pool (.2).
4/18/17	Joshua A Sussberg, P.C.	.60	Correspond with K&E team re milestones and unsecured claims pool (.2); telephone conference with B. Rhode re same (.2); correspond with H. Etlin re same (.2).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

12 - Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/18/17	Christopher Marcus, P.C.	1.00	Review and analyze Jeffries cost analysis and correspondence re same.
4/18/17	Benjamin Rhode	.70	Correspond with K&E team re liquidation analysis (.3); conference with AlixPartners re same (.2); review, analyze executory contracts re same (.2).
4/18/17	Benjamin Rhode	.40	Correspond with M. Barr re toggle date milestone (.1); telephone conferences and correspond with K&E team re same (.3).
4/19/17	Joshua A Sussberg, P.C.	.10	Correspond with B. Rhode, J. Luze re disclosure statement, plan status.
4/19/17	Benjamin Rhode	1.30	Conferences and correspond with AlixPartners, K&E team re liquidation analysis, treatment of contracts and leases in same (.5); review, analyze issues re same (.3); review, analyze comments to disclosure statement (.3); correspond with J. Luze re same (.2).
4/19/17	John Luze	1.90	Review and revise disclosure statement (1.1); conference and correspond with AlixPartners re same (.4); conference and correspond with Weil re same (.2); conference and correspond with K&E team re same (.2).
4/20/17	Thad Davis	2.80	Review and revise tax section of disclosure statement (2.2); correspond with A. Skaife re same (.6).
4/20/17	Joshua A Sussberg, P.C.	.70	Review and comment on revised disclosure statement (.5); telephone conference with B. Rhode re same (.2).
4/20/17	Benjamin Rhode	1.10	Review and analyze tax disclosure for disclosure statement.
4/20/17	Alison A Skaife	5.30	Revise disclosure statement re tax disclosure.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

12 - Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/20/17	John Luze	2.60	Draft and revise disclosure statement (1.8); review and analyze issues re same (.6); conference and correspond with J. Sussberg and B. Rhode re same (.2).
4/21/17	Thad Davis	.90	Review and revise tax section of disclosure statement (.5); telephone conference with Weil re same (.4).
4/21/17	Joshua A Sussberg, P.C.	.30	Correspond with K&E team re status and revised disclosure statement version.
4/21/17	Joshua A Sussberg, P.C.	.20	Correspond with K&E team re miscellaneous issues and matters.
4/21/17	Christopher Marcus, P.C.	2.50	Review, analyze disclosure statement.
4/21/17	Carrie Oppenheim	.30	Review and analyze precedent re sale milestones.
4/21/17	Benjamin Rhode	2.90	Review, comment on disclosure statement (2.2); correspond with J. Sussberg re strategic considerations re same (.2); telephone conference with AlixPartners re same (.3); correspond with B. Newman re exclusivity motion (.2).
4/21/17	John Luze	2.30	Draft and revise disclosure statement (1.7); review and analyze issues re same (.4); correspond with J. Sussberg and B. Rhode re same (.2).
4/22/17	Benjamin Rhode	1.60	Review, comment on motion to approve Disclosure Statement (1.3); correspond with K&E team re same (.3).
4/22/17	Alexander Burdulia	2.80	Review and revise disclosure statement motion.
4/22/17	John Luze	3.60	Draft and revise disclosure statement approval motion (2.4); draft and revise solicitation materials (.8); conference and correspond with A. Burdulia re same (.2); conference and correspond with B. Rhode re same (.2).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

12 - Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/23/17	Joshua A Sussberg, P.C.	.10	Correspond with K&E team re disclosure statement status.
4/23/17	Benjamin Rhode	3.90	Review and comment on motion to approve disclosure statement (3.7); correspond with K&E team re same (.2).
4/23/17	Alexander Burdulia	8.20	Review and revise disclosure statement motion (7.9); correspond with B. Rhode, J. Luze re same (.3).
4/23/17	John Luze	.70	Review and revise disclosure statement (.3); conference and correspond with Weil and Morgan Lewis re same (.4).
4/24/17	Thad Davis	.30	Draft correspondence re disclosure statement.
4/24/17	Christopher Marcus, P.C.	1.50	Review and analyze disclosure statement.
4/24/17	Benjamin Rhode	1.40	Review and comment on revised Disclosure Statement motion (1.1); correspond with K&E team re same (.3).
4/24/17	Alexander Burdulia	2.80	Review and revise disclosure statement motion.
4/24/17	John Luze	.90	Conference with K&E team re confirmation work streams (.5); review and revise disclosure statement (.4).
4/24/17	Brett Newman	2.00	Review and revise motion to extend exclusivity.
4/25/17	Thad Davis	.80	Telephone conference with Weil re tax section of disclosure statement (.4); review and revise same (.4).
4/25/17	Joshua A Sussberg, P.C.	.90	Review and revise draft disclosure statement (.4); correspond with K&E team re same (.2); telephone conference with J. Luze re same (.2); telephone conference with B. Rhode re same (.1).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

12 - Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/25/17	Christopher Marcus, P.C.	1.50	Review and analyze disclosure statement and correspondence re same.
4/25/17	Carrie Oppenheim	3.10	Review and proof disclosure statement motion (1.3); finalize and file disclosure statement and motion (1.0); correspond with Donlin Recano re service of same (.2); draft notice of hearing re disclosure statement (.4); file same (.2).
4/25/17	Benjamin Rhode	4.30	Review and comment on disclosure statement (1.4); review and comment on disclosure statement motion (2.1); prepare disclosure statement and disclosure statement motion for filing and coordinate same (.8).
4/25/17	Alexander Burdulia	2.90	Review and revise disclosure statement motion.
4/25/17	John Luze	4.60	Review and revise disclosure statement (2.7); conference and correspond with K&E team, AlixPartners, Weil, Pachulski, and Morgan Lewis re same (.6); review and revise disclosure statement motion (.4); review and revise solicitation materials (.3); finalize disclosure statement and disclosure statement motion for filing (.3); correspond with B. Rhode re same (.3).
4/30/17	John Luze	.30	Conference and correspond with Weil re confirmation milestones and outstanding confirmation issues.
		118.90	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100725
Client Matter: 26990-13

In the matter of Employee Issues

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 10,369.50
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 10,369.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

13 - Employee Issues

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony C Abate	.90	240.00	216.00
Christopher Marcus, P.C.	.50	1,325.00	662.50
Brett Newman	3.70	555.00	2,053.50
Julia Onorato	3.10	835.00	2,588.50
Carrie Oppenheim	.30	380.00	114.00
Scott D Price	.50	1,475.00	737.50
Benjamin Rhode	2.10	905.00	1,900.50
Joshua A Sussberg, P.C.	1.80	1,165.00	2,097.00
TOTALS	12.90		\$ 10,369.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

13 - Employee Issues

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/18/17	Joshua A Sussberg, P.C.	.80	Review and analyze proposed employment agreement for M. Staff (.3); correspond with K&E team re same (.1); telephone conference with H. Etlin re same (.2); telephone conference with B. Rhode re same (.2).
4/18/17	Benjamin Rhode	.60	Conference and correspond with S. Price re executive compensation matters (.3); analyze same (.3).
4/21/17	Joshua A Sussberg, P.C.	.20	Correspond with K&E team re M. Staff employment status.
4/21/17	Carrie Oppenheim	.30	Review and analyze precedent re KEIP motions.
4/21/17	Anthony C Abate	.90	Search for and distribute precedent KEIP motions.
4/24/17	Joshua A Sussberg, P.C.	.60	Telephone conference with M. Bloom, M. Staff re incentive plan (.4); telephone conference with M. Bloom re same (.2).
4/25/17	Joshua A Sussberg, P.C.	.10	Correspond with K&E team re M. Staff agreement.
4/25/17	Benjamin Rhode	.30	Correspond with S. Price re employment agreement issues.
4/26/17	Scott D Price	.50	Review and analyze employment agreement.
4/26/17	Joshua A Sussberg, P.C.	.10	Correspond with K&E team re incentive plan.
4/26/17	Christopher Marcus, P.C.	.50	Telephone conference with J. Sussberg re management incentive plan.
4/26/17	Benjamin Rhode	1.20	Conferences and correspond with K&E team re executive compensation matters (.4); review, comment on summary chart re same (.8).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

13 - Employee Issues

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/26/17	Julia Onorato	3.10	Correspond with K&E team re employment agreement (.5); draft and revise same (2.6).
4/26/17	Brett Newman	3.00	Review and analyze employee incentive precedent (1.1); draft chart comparing terms re same (1.9).
4/27/17	Brett Newman	.70	Telephone conference with B. Rhode re incentive plan comparison (.4); review and revise same (.3).
		12.90	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100726
Client Matter: 26990-14

In the matter of Executory Contracts/Unexpired Leases

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 323,299.50
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 323,299.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony C Abate	5.40	240.00	1,296.00
Alexander Burdulia	12.30	555.00	6,826.50
Uzoma O Dike	1.70	330.00	561.00
Ciara Foster	1.80	555.00	999.00
Yates French	91.30	965.00	88,104.50
Beth Friedman	1.00	420.00	420.00
Austin G Glassman	.50	905.00	452.50
Stephen C Hackney, P.C.	33.50	1,225.00	41,037.50
John Luze	15.80	735.00	11,613.00
John Lynn, P.C.	.50	1,295.00	647.50
Christopher Marcus, P.C.	11.70	1,325.00	15,502.50
Casey J McGushin	57.00	810.00	46,170.00
Brett Newman	4.80	555.00	2,664.00
Carrie Oppenheim	14.60	380.00	5,548.00
Benjamin Rhode	42.30	905.00	38,281.50
Laura Saal	1.10	350.00	385.00
Matthew Smart	47.80	555.00	26,529.00
Joshua A Sussberg, P.C.	30.80	1,165.00	35,882.00
Daniel J Varn	1.00	240.00	240.00
Olivia Weyers	.50	280.00	140.00
TOTALS	375.40		\$ 323,299.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/01/17	Joshua A Sussberg, P.C.	.20	Correspond with K&E team re Lubov Azria summary judgment brief.
4/01/17	Yates French	3.00	Review and revise summary judgment brief.
4/01/17	Christopher Marcus, P.C.	2.00	Review and analyze summary judgment motion and revisions.
4/02/17	Joshua A Sussberg, P.C.	2.80	Review and comment on summary judgment brief re L. Azria employment agreement (1.6); review and analyze contribution agreement re same (1.0); correspond with K&E team re same (.2).
4/02/17	Carrie Oppenheim	2.00	Cite check summary judgment brief.
4/02/17	Benjamin Rhode	.40	Correspond with K&E team re integration summary judgment brief.
4/02/17	Casey J McGushin	1.90	Draft and revise motion for summary judgment re rejection of L. Azria employment contract.
4/02/17	Matthew Smart	.90	Research case law re application of state law re motion for summary judgment.
4/02/17	John Luze	.60	Telephone conference and correspond with landlords, K&E team re outstanding lease issues.
4/03/17	Stephen C Hackney, P.C.	4.00	Review and analyze lease and related documents (3.5); telephone conference with J. Sussberg re lease issues (.5).
4/03/17	Joshua A Sussberg, P.C.	1.00	Telephone conference with S. Hackney re summary judgment motion (.2); telephone conference with Y. French re same (.1); review and analyze revised brief (.4); correspond with K&E team re same (.1); review letter from M. Singer re issues (.2).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/03/17	Yates French	2.00	Finalize and file motion for summary judgment.
4/03/17	Christopher Marcus, P.C.	2.00	Review and analyze L. Azria motion for summary judgment (1.6); telephone conference with J. Sussberg re same (.4).
4/03/17	Carrie Oppenheim	2.70	Review and revise declaration in support of summary judgment brief (.3); compile exhibits for same and finalize for filing (.4); review and revise motion for summary judgment (.4); telephone conference with Y. French re same (.2); finalize and file summary judgment motion and declaration (.6); arrange for service of same and delivery of courtesy copies (.4); finalize and file omnibus rejection notice (.4).
4/03/17	Benjamin Rhode	.60	Correspond with AlixPartners, lessor re FAA termination re aircraft (.2); review and comment on termination motion re same (.4).
4/03/17	Benjamin Rhode	1.10	Correspond with AlixPartners, K&E team re rejection notice (.3); correspond with J. Luze re landlord issues (.4); review and analyze same (.4).
4/03/17	Benjamin Rhode	1.30	Review and analyze contribution agreement, related schedules and ancillary agreements.
4/03/17	Casey J McGushin	2.60	Review and revise motion for summary judgment re rejection of L. Azria employment agreement and supporting papers (1.2); draft and revise discovery requests for use in adversary proceeding (1.4).
4/03/17	John Luze	.80	Telephone conference and correspond with AlixPartners re landlord issues.
4/03/17	John Luze	.80	Telephone conference and correspond with landlords and other parties in interest re outstanding restructuring issues.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/03/17	Anthony C Abate	1.00	Prepare and review motion for summary judgment documents (.6); prepare binder re motion for summary judgment for judge's chambers (.4).
4/04/17	Stephen C Hackney, P.C.	1.50	Review, analyze documents re employment termination claims.
4/04/17	Stephen C Hackney, P.C.	1.00	Review and analyze lease termination issues.
4/04/17	Joshua A Sussberg, P.C.	1.00	Review and analyze letter from M. Singer (.2); correspond with Company/Board re same (.2); telephone conference with S. Hackney re same (.3); correspond with K&E team re Lubov employment agreement issues (.3).
4/04/17	Christopher Marcus, P.C.	1.00	Review and analyze Singer letter (.3); correspond with K&E team re same (.2); office conference with J. Sussberg re same, status (.5).
4/04/17	Carrie Oppenheim	.30	Compile materials re contribution agreement and rejection motion for attorney review.
4/04/17	Benjamin Rhode	.20	Correspond with landlord re lease issues.
4/04/17	Benjamin Rhode	1.60	Review and analyze contribution agreement, related schedules and ancillary agreements (1.2); draft strategic analysis re same (.4).
4/05/17	Stephen C Hackney, P.C.	3.50	Telephone conference with J. Sussberg re lease termination issues (.5); review and analyze lease documents re same (2.0); telephone conference with K&E team re same, L. Azria rejection litigation (1.0).
4/05/17	Joshua A Sussberg, P.C.	.40	Telephone conference with H. Etlin and S. Hackney re Azria rejection adversary proceeding (.2); telephone conference with Y. French re status and discovery (.2).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/05/17	Yates French	6.40	Research issues re Azria rejection adversary complaint (1.8); review and analyze issues re merit of claims re same (2.2); review and revise draft motion to dismiss (2.0); telephone conference with S. Hackney re Azria rejection adversary complaint (.4).
4/05/17	Christopher Marcus, P.C.	.40	Telephone conference with J. Sussberg re L. Azria issues.
4/05/17	Carrie Oppenheim	.30	Finalize and file notice of rejection of contracts.
4/05/17	Benjamin Rhode	3.20	Review and analyze contribution agreement, related schedules and ancillary agreements (1.2); draft strategic analysis re same (1.4); review and analyze potential Azria arguments re summary judgment (.4); correspond with Y. French re same (.2).
4/05/17	Casey J McGushin	2.20	Participate in office conference with Y. French and S. Hackney re strategy for adversary proceeding (.6); research issues re motion to dismiss adversary complaint filled by M. Azria and L. Azria (1.6).
4/05/17	John Luze	1.30	Telephone conference and correspond with landlords and other parties in interest re case issues.
4/06/17	John Lynn, P.C.	.50	Correspond with K&E team re L. Azria employment issues.
4/06/17	Stephen C Hackney, P.C.	2.00	Review and analyze lease documents (.9); research issues re same (.6); telephone conference with J. Sussberg re same (.5).
4/06/17	Joshua A Sussberg, P.C.	1.40	Telephone conferences with S. Hackney re adversary proceeding (.3); review and analyze M. Singer letter (.2); correspond with K&E team re same (.3); telephone conference with H. Etlin, E. Alterwitz-Meierhans re same (.3); review and analyze employment agreement (.3).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/06/17	Yates French	5.70	Telephone conference with S. Hackney re hearing (.5); telephone conference with witness re adversary complaint (.5); draft discovery responses (1.1); research case law re ripeness issues (1.2); draft motion to dismiss (1.2); review and analyze creditor documents re same (1.2).
4/06/17	Christopher Marcus, P.C.	.30	Correspond with K&E team re L. Azria letter.
4/06/17	Carrie Oppenheim	.30	Finalize and file notice of rejection of contracts.
4/06/17	Benjamin Rhode	.20	Correspond with AlixPartners, K&E team re rejection notice.
4/06/17	Benjamin Rhode	3.80	Review and analyze contribution agreement, related schedules and ancillary agreements (1.0); draft and revise strategic analysis re same (2.4); telephone conferences and correspond with Company re diligence re same (.4).
4/06/17	Benjamin Rhode	1.60	Analyze M. Singer letter re vintage library ownership (.4); correspond with K&E team re same (.7); analyze employment agreement re same (.3); outline response letter re same (.2).
4/06/17	Casey J McGushin	1.90	Office conference with Y. French re response to Azria's discovery requests (.4); participate in telephone conference with S. Stasny re negotiation of transaction documents (.5); draft and revise partial motion to dismiss adversary complaint (1.0).
4/06/17	John Luze	1.00	Telephone conference and correspond with landlords and parties in interest re outstanding restructuring issues.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/07/17	Joshua A Sussberg, P.C.	2.80	Telephone conference with Klee Tuchin re adversary proceeding (.4); telephone conference with V. Durer and Y. French re same (.4); telephone conference with S. Hackney re same (.4); review and analyze lease agreement re same (.4); telephone conferences with H. Etlin re same (.4); correspond with K&E team re discovery issues (.8).
4/07/17	Yates French	2.00	Research issues re Azria rejection adversary complaint.
4/07/17	Carrie Oppenheim	.30	Finalize and file notice of rejection of contracts.
4/07/17	Benjamin Rhode	2.70	Review and analyze issues re warehouse lease (.8); research issues re same (1.0); correspond with K&E team re same (.4); telephone conferences and correspond with Company, AlixPartners re same (.5).
4/07/17	Benjamin Rhode	2.30	Review and analyze contribution agreement, related schedules, and ancillary agreements (.9); draft and revise strategic analysis re same (1.2); correspond with K&E team re same (.2).
4/07/17	Casey J McGushin	2.70	Draft and revise partial motion to dismiss adversary complaint filed by the Azrias.
4/07/17	Alexander Burdulia	.90	Review and analyze Singer letter and background information re same (.4); draft response to same (.5).
4/07/17	Matthew Smart	.80	Review and analyze issues re liquidation laws (.7); telephone conference with B. Rhode re warehouse lease issues (.1).
4/08/17	Joshua A Sussberg, P.C.	.10	Correspond with K&E team re lease agreement and extension.
4/08/17	Yates French	1.70	Research issues re ripeness (.9); review and revise motion to dismiss (.8).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/08/17	Casey J McGushin	1.20	Draft and revise partial motion to dismiss adversary complaint filed by the Azrias.
4/08/17	Alexander Burdulia	2.00	Draft response to M. Singer letter.
4/09/17	Yates French	2.00	Review and analyze documents re adversary complaint (.7); research issues re adversary complaint (.7); review and revise draft motion to dismiss (.6).
4/09/17	Benjamin Rhode	.60	Review and comment on memorandum re warehouse lease (.5); correspond with M. Smart re same (.1).
4/09/17	Benjamin Rhode	1.40	Review and comment on letter re ownership issues (1.2); correspond with K&E team re same (.2).
4/09/17	Casey J McGushin	1.40	Draft and revise motion to dismiss adversary complaint of M. Azria (.8); research issues re same (.6).
4/09/17	Alexander Burdulia	3.70	Review and revise response to M. Singer letter (.9); research case law re same (2.8).
4/09/17	Matthew Smart	5.80	Research case law re lease issues (4.9); draft summary re same (.8) correspond with B. Rhode re same (.1).
4/09/17	John Luze	.70	Review and comment on letter re Lubov Azria employment agreement.
4/10/17	Joshua A Sussberg, P.C.	.80	Telephone conference with S. Hackney re adversary proceeding status (.4); correspond with K&E team re same (.4).
4/10/17	Carrie Oppenheim	.90	Finalize and file notice of rejection of contracts (.3); arrange for service of same (.2); compile and distribute supporting case law re Azria adversary issues (.4).
4/10/17	Benjamin Rhode	.30	Telephone conference and correspond with K&E team re rejection notice.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/10/17	Benjamin Rhode	1.20	Telephone conference with Company re warehouse lease (.4); draft summary re same (.3); review and analyze research re same (.5).
4/10/17	Casey J McGushin	.90	Draft and revise motion to dismiss complaint filed by M. Azria.
4/10/17	Matthew Smart	6.80	Research case law re fraudulent transfer reasonable equivalent standard (5.3); draft summary re same (.9); correspond with K&E team re same (.6).
4/10/17	John Luze	1.10	Telephone conference and correspond with landlords, creditors, and parties in interest re outstanding case issues.
4/10/17	Brett Newman	.20	Prepare rejection notice (.1); correspond with J. Luze re same (.1).
4/11/17	Stephen C Hackney, P.C.	4.50	Review and revise discovery responses (2.5); review and analyze contribution lease, employment agreements (1.5); telephone conference with Y. French re discovery (.5).
4/11/17	Joshua A Sussberg, P.C.	2.80	Telephone conferences with H. Etlin re adversary proceeding (.4); telephone conference with C. Marcus re same (.4); telephone conference with S. Hackney re same (.4); correspond with K&E team re same (.6); review and analyze stipulation re same (.4); review and revise letters to M. Singer re same (.6).
4/11/17	Yates French	4.50	Review and revise litigation stipulation (1.5); review and revise briefing re adversary complaint (1.5); review and analyze documents re same (1.5).
4/11/17	Carrie Oppenheim	.30	Finalize and file notice of rejection of contracts.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/11/17	Benjamin Rhode	1.90	Telephone conference with Company re warehouse lease (.3); correspond with K&E team re same (.4); correspond with Company, AlixPartners, A&G re landlord issues (.3); analyze research re same (.7); correspond with C. Foster re same (.2).
4/11/17	Benjamin Rhode	.90	Review and comment on letter to M. Singer re ownership issues (.7); correspond with K&E team re same (.2).
4/11/17	Casey J McGushin	2.40	Draft and revise discovery responses re adversary complaint filed by M. Azria and L. Azria.
4/11/17	Alexander Burdulia	2.60	Review and revise response to M. Singer letter (.5); research case law re burden of proof re same (2.1).
4/11/17	Matthew Smart	4.30	Research case law re notice of lease termination issues (3.9); correspond with K&E team re same (.4).
4/11/17	John Luze	.70	Review and analyze letter from Showroom landlord (.5); review and analyze issues re same (.2)
4/11/17	Ciara Foster	1.80	Research case law re foreclosure issues (1.2); draft summary re same (.4); correspond with B. Rhode re same (.2).
4/12/17	Stephen C Hackney, P.C.	2.00	Telephone conferences with J. Sussberg re lease (1.0); review and analyze correspondence from opposing counsel (1.0).
4/12/17	Yates French	2.50	Review and revise discovery responses (.8); draft discovery requests (.8); review and revise correspondence re M. Azria (.9).
4/12/17	Carrie Oppenheim	.20	Finalize and file rejected contract list.
4/12/17	Carrie Oppenheim	.20	File stipulation re response deadline.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/12/17	Benjamin Rhode	1.00	Review and analyze discovery responses re contract integration adversary (.4); correspond with Company, AlixPartners re landlord issues (.3); review and analyze same (.3).
4/12/17	Casey J McGushin	2.90	Draft and revise responses to discovery requests of M. Azria and L. Azria.
4/12/17	Matthew Smart	4.30	Research case law re notice of lease termination issues (2.8); draft summary chart re same (1.2); correspond with K&E team re same (.1); correspond with Y. French re employment agreement rejection issues (.2).
4/12/17	John Luze	1.20	Telephone conference and correspond with landlords, creditors, and parties in interest re case developments and outstanding restructuring issues.
4/13/17	Joshua A Sussberg, P.C.	1.60	Review and comment on discovery responses (.6); correspond with K&E team re M. Singer responses and review and analyze same (.5); correspond with M. Bloom re status (.5).
4/13/17	Yates French	8.50	Review and analyze documents re adversary proceeding (2.6); review and analyze pleadings re adversary proceeding (2.1); research issues re integration (2.7); research issues re legal notice (1.1).
4/13/17	Carrie Oppenheim	.30	Finalize and file rejected contract list.
4/13/17	Benjamin Rhode	2.20	Review and analyze letter re warehouse lease (.3); correspond with K&E team re same (.1); review and analyze Azria's discovery responses re contract integration (.7); correspond with K&E team re same (.3); correspond with K&E team re analysis re landlord issues (.3); research issues re same (.5).
4/13/17	Casey J McGushin	.80	Review and analyze discovery responses of M. Azria and L. Azria.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/13/17	Casey J McGushin	2.60	Draft, revise and finalize responses to M. Azria and L. Azria's discovery requests in adversary proceeding.
4/13/17	Matthew Smart	1.70	Review and analyze materials re warehouse lease termination issues (.8); correspond with K&E team re same (.9).
4/13/17	John Luze	.60	Review and analyze showroom lease issues.
4/13/17	John Luze	1.30	Telephone conference and correspond with landlords, creditors and other parties in interest re restructuring issues.
4/13/17	Brett Newman	.20	Prepare rejection notice and review exhibit re same.
4/14/17	Joshua A Sussberg, P.C.	1.20	Correspond with board re warehouse lease (.4); telephone conference with A. Rosenfield re same (.4); telephone conference with M. Bloom re same (.4).
4/14/17	Christopher Marcus, P.C.	.50	Telephone conference with K&E team re Azria strategy.
4/14/17	Carrie Oppenheim	.20	Finalize and file rejected contract list.
4/14/17	Benjamin Rhode	1.00	Draft summary analysis re warehouse lease issues (.7); correspond with K&E team re same (.2); correspond with Company re same (.1).
4/14/17	Benjamin Rhode	.30	Telephone conference with UCC re Azria litigation.
4/14/17	Matthew Smart	3.40	Research case law re contribution agreement liability issues (3.2); correspond with C. McGushin, Y. French re same (.2).
4/14/17	John Luze	.40	Review and analyze issues re security deposits.
4/14/17	John Luze	.40	Review and analyze issues re outstanding employment litigation.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/14/17	Brett Newman	.30	Prepare rejection notice (.2); correspond with C. Oppenheim, E. Anderson re same (.1).
4/15/17	Yates French	5.00	Review and analyze produced correspondence re document negotiation re adversary proceeding.
4/15/17	Matthew Smart	3.90	Research case law re contribution agreement liability issues (2.9); draft summary re same (.9); correspond with C. McGushin, Y. French re same (.1).
4/16/17	Yates French	4.00	Research issues re MSJ response (1.2); review and analyze same (2.0); draft MSJ reply (.8).
4/16/17	Casey J McGushin	2.30	Research case law cited in opposing counsel's summary judgment motion for use in reply brief.
4/17/17	Stephen C Hackney, P.C.	2.00	Telephone conferences with K&E team re lease (1.5); review and analyze correspondence from opposing counsel re same (.5).
4/17/17	Yates French	10.00	Review produced correspondence re document negotiation re adversary proceeding (3.0); research issues re MSJ response (3.0); review and analyze same (1.4); draft MSJ reply (2.6).
4/17/17	Christopher Marcus, P.C.	.50	Correspond with K&E team re warehouse.
4/17/17	Carrie Oppenheim	.40	Finalize and file rejected contract list.
4/17/17	Benjamin Rhode	.20	Review, coordinate filing re rejection notice.
4/17/17	Benjamin Rhode	.20	Correspond with Company, AlixPartners re aircraft turnover.
4/17/17	Casey J McGushin	4.50	Outline, draft and revise reply in support of motion for summary judgment.
4/17/17	Alexander Burdulia	3.10	Research and analyze issues re lease rejection damages (1.3); research and analyze turnover issue (1.6); draft analysis re same (.2).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/17/17	Matthew Smart	7.60	Review and analyze case law re employment agreement rejection (4.1); draft summary re same (3.3); correspond with McGushin, Yates re same (.1); review and analyze correspond re same (.1).
4/17/17	Brett Newman	.20	Prepare and review rejection notice (.1); correspond with K&E team, E. Anderson re same (.1).
4/18/17	Joshua A Sussberg, P.C.	.30	Review and analyze airplane demand.
4/18/17	Yates French	6.00	Review and revise draft MSJ reply brief (3.0); research and analyze issues re same (3.0).
4/18/17	Christopher Marcus, P.C.	.40	Review and analyze Aircraft demand letter.
4/18/17	Christopher Marcus, P.C.	1.00	Review and analyze research re lease matters.
4/18/17	Carrie Oppenheim	.20	Review and finalize rejection notice for filing.
4/18/17	Benjamin Rhode	.20	Correspond with K&E team re rejection notice and coordinate filing re same.
4/18/17	Benjamin Rhode	.40	Review, analyze lease amendment form (.3); correspond with K&E team re same (.1).
4/18/17	Benjamin Rhode	.60	Review, analyze lease, related agreements re warehouse, corporate headquarters.
4/18/17	Casey J McGushin	3.60	Draft and revise reply in support of motion for summary adjudication.
4/18/17	Matthew Smart	2.80	Review and analyze case law re rejection of employment agreement (1.9); draft summary re same (.9).
4/18/17	John Luze	1.40	Telephone conference and correspond with landlords, creditors, and parties in interest re outstanding restructuring matters.
4/18/17	Brett Newman	1.00	Research case law re rejection damages (.8); prepare rejection notice and review same (.2).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/19/17	Stephen C Hackney, P.C.	1.00	Review and comments on reply brief re Lubov Azria.
4/19/17	Joshua A Sussberg, P.C.	.80	Review and analyze summary judgment response (.4); correspond with K&E team re status (.4).
4/19/17	Yates French	8.00	Review and revise draft MSJ reply brief (3.9); research and analyze issues re same (4.1).
4/19/17	Christopher Marcus, P.C.	.80	Review and analyze update re cost/claims analysis re lease.
4/19/17	Carrie Oppenheim	.20	Finalize and file lease rejection notice.
4/19/17	Casey J McGushin	4.80	Draft and revise reply in support of motion for summary adjudication of L. Azria's adversary complaint.
4/19/17	Casey J McGushin	.70	Review and analyze discovery letter of opposing counsel (.3); draft response to same (.4).
4/19/17	Matthew Smart	.30	Correspond with AlixPartners, B. Rhode re various lease issues (.1); review and analyze materials re same (.2).
4/19/17	John Luze	.30	Telephone conference and correspond with landlord counsel (O. Katz) re lease rejection issues.
4/19/17	Brett Newman	2.30	Research case law re lease rejection damages (.9); draft summary re same (1.4).
4/20/17	Stephen C Hackney, P.C.	3.50	Review and revise Lubov Azria motion for summary judgment reply (2.0); conferences with Y. French re same (.6); conferences with J. Sussberg re case strategy (.9).
4/20/17	Beth Friedman	.60	Prepare and arrange for binder to Judge Chapman.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/20/17	Joshua A Sussberg, P.C.	1.70	Review and comment on warehouse analysis (1.1); telephone conference with D. Rieger-Paganis re same (.2); correspond with K&E team, AlixPartners re same (.2); telephone conference with M. Bloom re same (.2).
4/20/17	Joshua A Sussberg, P.C.	1.90	Review and comment on summary judgment reply (.5); telephone conference with Y. French re same (.5); telephone conferences with S. Hackney re same (.5); correspond with K&E team re same (.4).
4/20/17	Yates French	4.00	Review and file reply in support of motion for summary judgment.
4/20/17	Christopher Marcus, P.C.	.50	Review and analyze research re lease issues.
4/20/17	Christopher Marcus, P.C.	1.20	Review and analyze Azria reply brief.
4/20/17	Carrie Oppenheim	.30	Finalize and file lease rejection notice.
4/20/17	Carrie Oppenheim	2.70	Cite and fact check response to Azria SJ objection (2.1); finalize and file reply (.6).
4/20/17	Benjamin Rhode	.20	Correspond with K&E team re rejection notice, coordinate filing re same.
4/20/17	Benjamin Rhode	1.10	Correspond with Y. French re motion for summary judgment re L. Azria employment agreement (.3); review, comment on same (.6); coordinate filing and preparation of case law binder re same (.2).
4/20/17	Casey J McGushin	3.30	Draft, revise and finalize reply in support of motion for summary adjudication of L. Azria's adversary proceeding.
4/20/17	Matthew Smart	3.10	Research statutory law re relief from stay, lease issues (2.4); draft summary re same (.7).
4/20/17	John Luze	.60	Telephone conference and correspond with landlords, creditors, and parties in interest re cash developments.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/20/17	Anthony C Abate	3.00	Cite check and revise reply brief ISO motion for summary judgment (1.5); prepare case law binder re motion for summary judgment and related responses (1.5).
4/20/17	Daniel J Varn	1.00	Compile case law material and prepare binders for printing.
4/21/17	Beth Friedman	.40	Review case law binder for Judge Chapman and arrange for delivery.
4/21/17	Laura Saal	1.10	Distribute binder to Judge Chapman (.9); correspond with B. Friedman re same (.2).
4/21/17	Joshua A Sussberg, P.C.	2.20	Telephone conferences with B. Rhode re adversary proceeding status (.3); telephone conference with M. Bloom re same (.5); review and comment on memorandum from B. Rhode re same (.7); telephone conference with M. Barr re same (.5); prepare for summary judgment hearing (.2).
4/21/17	Yates French	8.00	Review and analyze produced correspondence re document negotiation re adversary proceeding (7.5); telephonic interview with J. Butler (.5).
4/21/17	Christopher Marcus, P.C.	.20	Review research re lease issues.
4/21/17	Carrie Oppenheim	.30	Finalize and file lease rejection notice.
4/21/17	Carrie Oppenheim	1.30	Compile cited case law and preparation materials re summary judgment hearing.
4/21/17	Benjamin Rhode	.40	Correspond with Board re key briefing in L. Azria rejection adversary.
4/21/17	Benjamin Rhode	2.10	Draft settlement framework re L. Azria rejection litigation (1.7); correspond with K&E team re same (.4).
4/21/17	Benjamin Rhode	.80	Telephone conferences and correspond with Company, J. Sussberg re warehouse lease.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/21/17	Casey J McGushin	.90	Review and analyze negotiation documents for use in adversary proceedings.
4/21/17	Casey J McGushin	1.10	Participate in telephonic interview with J. Butler (.5); draft and revise summary of same (.6).
4/21/17	Casey J McGushin	.60	Draft and revise response to opposing counsel re discovery responses.
4/21/17	Matthew Smart	2.10	Review and analyze issues re lease matters (1.9); correspond with K&E team re same (.2).
4/21/17	John Luze	.80	Conference and correspond with landlords, creditors, and parties in interest re case developments and outstanding restructuring issues.
4/21/17	Anthony C Abate	1.40	Review and revise motion for summary judgment pleadings and case binder to be sent judge's chambers (.2); prepare and distribute binders to K&E team re adversary proceeding documents and related case law (1.2).
4/21/17	Brett Newman	.20	Telephone conference with J. Luze re lease rejection language (.1); correspond with E. Anderson re same (.1).
4/22/17	Joshua A Sussberg, P.C.	.20	Correspond with K&E team re adversary proceeding status and summary judgment.
4/22/17	Yates French	4.00	Review and revise discovery correspondence (1.5); review and analyze documents re same (1.5); prepare for summary judgment hearing (1.0).
4/22/17	Benjamin Rhode	.70	Telephone conference with UCC, J. Sussberg re case status, warehouse lease, L. Azria rejection litigation (.4); correspond with Board re potential settlement framework re L. Azria rejection litigation and other Azria matters (.3).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/22/17	Casey J McGushin	5.80	Draft and revise case summaries in preparation for summary judgment argument (4.0); review and analyze documents re negotiation of agreements (1.8).
4/23/17	Stephen C Hackney, P.C.	8.50	Prepare for argument re L. Azria rejection hearing.
4/23/17	Joshua A Sussberg, P.C.	1.10	Telephone conference with R. Rosenberg re adversary proceeding status (.2); correspond with K&E team re same (.3); telephone conference with M. Bloom re same (.2); correspond with K&E team re summary judgment and status (.4).
4/23/17	Yates French	4.00	Prepare for summary judgment hearing.
4/23/17	Casey J McGushin	4.50	Assist in preparation for summary judgment hearing on L. Azria adversary proceeding.
4/23/17	Austin G Glassman	.50	Correspond with K&E team re defaults and warehouse issues.
4/24/17	Uzoma O Dike	1.70	Review and quality check production for completeness prior to transmission to opposing counsel (.5); telephone conference with C. McGushin re same (.5); transmit production to counsel R. Pfister via FTP (.7).
4/24/17	Joshua A Sussberg, P.C.	2.40	Telephone conference with S. Hackney re MSJ hearing (.5); telephone conference with A. Rosenfield re same (.5); telephone conference with M. Bloom re same (.4); telephone conference with C. Marcus re same (.4); correspond with Board re same (.6).
4/24/17	Carrie Oppenheim	.20	Finalize and file lease rejection notice.
4/24/17	Carrie Oppenheim	.30	Arrange for telephonic appearances re summary judgment hearing.
4/24/17	Benjamin Rhode	1.20	Correspond with J. Sussberg re analysis re contribution agreement and exhibits (.3); review, analyze same (.9).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/24/17	Benjamin Rhode	1.90	Prepare for L. Azria rejection hearing (1.5); conferences with K&E team re same (.4).
4/24/17	Casey J McGushin	1.00	Draft and revise response to discovery letter from opposing counsel.
4/24/17	Olivia Weyers	.50	Create FTP account.
4/24/17	John Luze	.60	Telephone conference and correspond with landlords, contract counterparties, and creditors re case developments.
4/24/17	Brett Newman	.10	Prepare rejection notice.
4/25/17	Joshua A Sussberg, P.C.	.60	Review and analyze order re motion to reject (.1); correspond with K&E team re same (.3); review and analyze bench ruling (.2).
4/25/17	Carrie Oppenheim	.30	Review and revise Azria summary judgment proposed order.
4/25/17	Benjamin Rhode	.30	Telephone conference with company re potential contraction rejection.
4/25/17	Benjamin Rhode	1.00	Draft proposed order re rejection of L. Azria employment agreement (.5); correspond with K&E team re same (.3); revise same (.2).
4/26/17	Joshua A Sussberg, P.C.	1.40	Review and comment on proposed order resolving adversary proceeding (.4); telephone conference with M. Bloom and M. Barr re adversary proceeding status (.4); correspond with K&E team re same (.3); review and analyze adversary proceeding transcript (.3).
4/26/17	Christopher Marcus, P.C.	.60	Review and analyze rejection order (.4); correspond with K&E team re Azria issues (.2).
4/26/17	Carrie Oppenheim	.20	Finalize and file lease rejection notice.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

14 - Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/26/17	Benjamin Rhode	.40	Correspond with Klee Tuchin, K&E team re proposed orders granting rejection and summary judgment re L. Azria employment agreement.
4/26/17	Casey J McGushin	.40	Review and revise draft orders for summary judgment and rejection motion.
4/26/17	Brett Newman	.20	Prepare rejection notice (.1); correspond with K&E team re same (.1).
4/27/17	Carrie Oppenheim	.20	Finalize and file lease rejection notice.
4/27/17	Benjamin Rhode	.30	Correspond with Company re warehouse lease.
4/27/17	Brett Newman	.10	Prepare lease rejection notice.
4/28/17	Joshua A Sussberg, P.C.	2.10	Telephone conferences with K&E team re adversary proceeding status (.4); correspond with D. Summers re same (.4); telephone conference with M. Bloom re same (.4); telephone conference with B. Rhode re same (.4); correspond with K&E team re proposed orders (.4); telephone conference with Tom Patterson re status (.1).
4/28/17	Christopher Marcus, P.C.	.30	Review and analyze correspondence re Azria orders.
4/28/17	Benjamin Rhode	.50	Review, analyze Azria's comments to proposed orders granting rejection and summary judgment re L. Azria employment agreement (.3); correspond with K&E team re same (.2).
4/28/17	John Luze	1.20	Telephone conference and correspond with landlords, creditors, and parties in interest re outstanding restructuring matters and case developments.
		375.40	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100727
Client Matter: 26990-15

In the matter of **Hearings**

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 23,315.50
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 23,315.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

15 - Hearings

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Yates French	6.00	965.00	5,790.00
Beth Friedman	.30	420.00	126.00
Stephen C Hackney, P.C.	6.00	1,225.00	7,350.00
Christopher Marcus, P.C.	.50	1,325.00	662.50
Casey J McGushin	3.50	810.00	2,835.00
Carrie Oppenheim	.90	380.00	342.00
Benjamin Rhode	3.00	905.00	2,715.00
Joshua A Sussberg, P.C.	3.00	1,165.00	3,495.00
TOTALS	23.20		\$ 23,315.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

15 - Hearings

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/07/17	Benjamin Rhode	.20	Correspond with ABL counsel re April omnibus hearing.
4/24/17	Stephen C Hackney, P.C.	6.00	Prepare for and attend oral argument re summary judgment proceeding.
4/24/17	Joshua A Sussberg, P.C.	3.00	Prepare for adversary proceeding hearing (1.0); participate in MSJ hearing (2.0).
4/24/17	Yates French	6.00	Prepare for summary judgment hearing (3.2); attend same (2.8).
4/24/17	Christopher Marcus, P.C.	.50	Telephonically attend hearing re Azria rejection.
4/24/17	Carrie Oppenheim	.70	Review precedent re notices of cancellation of omnibus hearing (.5); revise notice of same (.2).
4/24/17	Benjamin Rhode	2.80	Participate in hearing re L. Azria rejection.
4/24/17	Casey J McGushin	3.50	Prepare for and attend hearing on motion for summary judgment on L. Azria's adversary proceeding.
4/25/17	Beth Friedman	.30	Obtain and distribute hearing transcript.
4/26/17	Carrie Oppenheim	.20	Finalize and file notice of cancellation re April 27 hearing.
		23.20	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100729
Client Matter: 26990-17

In the matter of International Matters

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 45,522.00
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 45,522.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

17 - International Matters

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ian Clarke	14.30	750.00	10,725.00
Daisy Darvall	2.30	835.00	1,920.50
John Lynn, P.C.	3.00	1,295.00	3,885.00
Elaine Nolan	11.60	1,380.00	16,008.00
Abigail Pidgen	4.70	555.00	2,608.50
Benjamin Rhode	5.80	905.00	5,249.00
Joshua A Sussberg, P.C.	4.40	1,165.00	5,126.00
TOTALS	46.10		\$ 45,522.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

17 - International Matters

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/02/17	John Lynn, P.C.	1.00	Review, analyze proposed trademark license (.5); correspond with K&E team re same (.5).
4/03/17	Elaine Nolan	.60	Telephone conference with Jeffries, management, and K&E team re European update and next steps.
4/03/17	Elaine Nolan	.60	Conference with French counsel re candidate for management role in France.
4/04/17	Joshua A Sussberg, P.C.	.10	Telephone conference with R. Rosenberg re case status.
4/04/17	Elaine Nolan	.70	Review, analyze suggestion re potential candidate for management team (.4); conference with French counsel re same (.3).
4/05/17	Joshua A Sussberg, P.C.	1.90	Telephone conference with French counsel and management re international issues (.5); telephone conference with administrators re status and next steps (.4); telephone conference with H. Etlin re same (.4); correspond with H. Etlin, K&E team re same (.3); correspond with K&E team re foreign trademarks and status (.3).
4/05/17	Elaine Nolan	2.00	Correspond with I. Clarke re telephone conference with French administrator (.5); review and analyze follow up notes re telephone conference (.5); review, analyze issues re Dorotennis trademarks (1.0).
4/05/17	Benjamin Rhode	1.50	Telephone conference with AlixPartners, K&E team, French counsel re French insolvency proceeding (.5); telephone conference with AlixPartners, K&E team, French counsel, administrator, Jones Day re same (1.0).
4/05/17	Ian Clarke	2.00	Telephone conference with K&E team re case issues (.3); review and analyze telephone conference notes by A. Pidgen (1.7).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

17 - International Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/05/17	Abigail Pidgen	2.00	Prepare attendance notes re telephone conferences with K&E team, administrators and French management.
4/10/17	Joshua A Sussberg, P.C.	1.00	Telephone conference with K&E team, Company, AlixPartners re French administration proceeding (.5); correspond with K&E team, Company, AlixPartners re same (.5).
4/10/17	Benjamin Rhode	1.20	Telephone conference with Company, AlixPartners, French counsel re French proceedings (.5); correspond with K&E team re intercompany license agreement (.3); review and analyze same (.4).
4/10/17	Ian Clarke	2.80	Telephone conference with US team, CRO, and Company counsel re international issues (.5); review and draft contract with administrator (2.0); conference with B. Rhode re same (.3).
4/11/17	Benjamin Rhode	.70	Review, analyze intercompany agreement re French proceeding (.3); correspond with Company, K&E team re same (.4).
4/11/17	Ian Clarke	2.80	Review draft contract with BCBG France (.8); coordinate with A. Pidgen re license terms (1.2); draft sale and license agreement (.8).
4/11/17	Abigail Pidgen	2.00	Draft, revise inventory and trademark agreement.
4/12/17	John Lynn, P.C.	.30	Correspond with K&E team re French issues.
4/12/17	John Lynn, P.C.	.70	Review and analyze changes to trademark letter agreement (.4); correspond with D. Darvall re same (.3).
4/12/17	Joshua A Sussberg, P.C.	.20	Correspond with K&E team, Company re French administration proceeding and inventory.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

17 - International Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/12/17	Elaine Nolan	1.00	Review, comment on draft letter agreement to French administrator.
4/12/17	Benjamin Rhode	.40	Correspond with K&E team re intercompany agreement re French proceeding.
4/12/17	Ian Clarke	.50	Review, analyze comments on letter agreement with French administrator.
4/12/17	Daisy Darvall	2.30	Review and revise license letter agreement.
4/13/17	John Lynn, P.C.	1.00	Review proposed French letter agreement and provide comments to same (.5); correspond with K&E team re same (.5).
4/13/17	Joshua A Sussberg, P.C.	.10	Correspond with K&E team re comments to stipulation and status with French proceeding.
4/13/17	Elaine Nolan	1.00	Review, analyze correspondence and conference with I. Clarke re progress on agreement with French administrator.
4/13/17	Benjamin Rhode	1.80	Telephone conference and correspond with Company, French counsel re intercompany agreement (.9); telephone conference with I. Clarke re same (.3); review and comment on same (.6).
4/13/17	Ian Clarke	2.30	Revise letter agreement with French administrator (1.0); conference with B. Rhode re same (.3); revise letter agreement and correspond with adviser group re same (1.0).
4/18/17	Joshua A Sussberg, P.C.	.20	Correspond with K&E team, Company re status in France and response to mark-up (.1); Correspond with K&E team, Company re UK status (.1).
4/18/17	Elaine Nolan	.50	Telephone conference with I. Clarke re UK filings and process.
4/18/17	Elaine Nolan	1.00	Correspond with French counsel re UK wholesale (.5); correspond with Erica re same (.5).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

17 - International Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/18/17	Ian Clarke	.50	Perform companies searches re BCBG UK (.3); correspond with US adviser group re same (.2).
4/19/17	Ian Clarke	.50	Correspond with K&E team re BCBG Max Azria UK Limited administration.
4/20/17	Ian Clarke	.50	Correspond with K&E team re BCBG Max Azria UK Limited administration.
4/20/17	Abigail Pidgen	.70	Perform company court check and telephone conference with office of winding up petitions.
4/24/17	Elaine Nolan	.60	Office conference with I. Clarke re status of French process (.2); review and analyze UK administration filing papers (.2); review and analyze mark up of letter agreement (.1); correspond with French counsel re same (.1).
4/24/17	Elaine Nolan	.60	Telephone conference and correspond with Orrick, French Counsel re current status of French process and response to licensing/terms letter (.2); correspond with K&E team re timing and replacement of management issues (.4).
4/24/17	Ian Clarke	.50	Office conference with E. Nolan re French Process.
4/25/17	Joshua A Sussberg, P.C.	.10	Correspond with K&E team, Company re London administration proceeding and French proceeding status.
4/25/17	Elaine Nolan	1.00	Telephone conference with French Counsel re next steps and strategy with French administrator (.3); review and analyze materials re same (.2); correspond with K&E team re same (.5).
4/25/17	Elaine Nolan	1.00	Correspond with Alexis, French Counsel re replacement of management (.3); conduct interviews with potential new management, process and timing (.3); correspond with K&E team re same (.4).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

17 - International Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/25/17	Ian Clarke	.30	Correspond with K&E team re UK sub administration.
4/26/17	Joshua A Sussberg, P.C.	.20	Correspond with K&E team, Company re status of French proceeding and UK administration.
4/26/17	Elaine Nolan	1.00	Telephone conferences with French Counsel re management position and next steps (.6); correspond with same, K&E team re same (.4).
4/26/17	Ian Clarke	.50	Correspond with K&E team re UK sub administration.
4/27/17	Benjamin Rhode	.20	Telephone conference with Company, French counsel re Jehan litigation.
4/27/17	Ian Clarke	.30	Correspond with K&E team re UK sub administration.
4/28/17	Joshua A Sussberg, P.C.	.60	Correspond with K&E team, Company re comments to settlement agreement and status of same (.4); telephone conference with H. Etlin re same (.2).
4/28/17	Ian Clarke	.80	Telephone conferences with K&E team, French Counsel re replacement French management.
		46.10	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100730
Client Matter: 26990-18

In the matter of K&E Retention, Fee Applications

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 26,502.50
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 26,502.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

18 - K&E Retention, Fee Applications

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony C Abate	.50	240.00	120.00
Alexander Burdulia	5.10	555.00	2,830.50
Ciara Foster	2.00	555.00	1,110.00
Beth Friedman	.80	420.00	336.00
John Luze	1.20	735.00	882.00
Maureen McCarthy	2.60	390.00	1,014.00
Brett Newman	5.00	555.00	2,775.00
Benjamin Rhode	6.40	905.00	5,792.00
Matthew Smart	12.00	555.00	6,660.00
Joshua A Sussberg, P.C.	.90	1,165.00	1,048.50
Sharad Thaper	6.10	645.00	3,934.50
TOTALS	42.60		\$ 26,502.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

18 - K&E Retention, Fee Applications

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/05/17	Benjamin Rhode	.20	Correspond with K&E team re postpetition disinterestedness analysis and searches.
4/05/17	Matthew Smart	.60	Correspond with J. Luze re March invoice review (.1); correspond with K&E team re same (.5).
4/06/17	Matthew Smart	1.70	Correspond and office conference with K&E team re March invoice issues (.6); review and analyze March invoices re privileged and confidential information (1.1).
4/08/17	Matthew Smart	1.70	Review and revise March invoices for privilege and confidential information.
4/09/17	Alexander Burdulia	3.20	Review and revise March invoices.
4/10/17	Matthew Smart	.20	Correspond with K&E team re March invoice review.
4/10/17	Brett Newman	3.60	Review revise March fee invoices in accordance with UST guidelines.
4/11/17	Sharad Thaper	3.50	Revise March invoice in accordance with UST guidelines.
4/11/17	Matthew Smart	.30	Correspond with K&E team re invoice review.
4/11/17	Ciara Foster	1.00	Review April invoices for confidential and privileged information.
4/13/17	Matthew Smart	.40	Correspond with K&E team re March invoice review.
4/13/17	Matthew Smart	2.10	Review and revise March invoices for confidential and privileged information.
4/14/17	Sharad Thaper	2.60	Revise March fee invoice to comply with UST guidelines.
4/17/17	Alexander Burdulia	1.90	Review March invoices for confidential and privileged information.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

18 - K&E Retention, Fee Applications

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/17/17	Brett Newman	1.40	Review and revise March K&E invoices in accordance with UST guidelines.
4/17/17	Ciara Foster	1.00	Review March invoices for confidential and privileged information.
4/18/17	Matthew Smart	1.30	Review and analyze materials re K&E supplemental disclosures.
4/18/17	Anthony C Abate	.10	Search for and distribute precedent re supplemental K&E declarations.
4/21/17	Matthew Smart	3.40	Review and analyze K&E supplemental declaration (.6); compile list re conflict checks (2.1); correspond with K&E team re same (.7).
4/25/17	Benjamin Rhode	1.40	Review, revise March invoice re compliance with bankruptcy rules and U.S. Trustee guidelines.
4/26/17	John Luze	1.20	Review and analyze fee statement for U.S. Trustee guideline compliance and privilege issues.
4/27/17	Beth Friedman	.80	Review and edit expenses in preparation of monthly fee statement.
4/27/17	Joshua A Sussberg, P.C.	.90	Review invoice and comment on same.
4/27/17	Benjamin Rhode	3.60	Review, revise March invoice re compliance with bankruptcy rules and U.S. Trustee guidelines (3.3); correspond with K&E team re same (.3).
4/28/17	Maureen McCarthy	2.60	Draft, finalize, and file K&E's first monthly fee statement.
4/28/17	Benjamin Rhode	1.20	Review, comment on K&E fee statement (.8); coordinate filing re same (.4).
4/28/17	Matthew Smart	.30	Correspond with K&E team re monthly fee application.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

18 - K&E Retention, Fee Applications

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/28/17	Anthony C Abate	.40	Review and revise first monthly fee application.
		42.60	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100731
Client Matter: 26990-19

In the matter of Non-K&E Retention Matters

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 11,241.00
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 11,241.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

19 - Non-K&E Retention Matters

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony C Abate	2.00	240.00	480.00
Alexander Burdulia	6.30	555.00	3,496.50
John Luze	2.10	735.00	1,543.50
Carrie Oppenheim	1.30	380.00	494.00
Benjamin Rhode	3.20	905.00	2,896.00
Matthew Smart	4.20	555.00	2,331.00
TOTALS	19.10		\$ 11,241.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

19 - Non-K&E Retention Matters

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/03/17	Benjamin Rhode	.10	Correspond with J. Luze re OCP declarations.
4/05/17	Benjamin Rhode	.20	Correspond with K&E team re retention issues.
4/05/17	Alexander Burdulia	.80	Correspond with Company and ordinary course professionals re declarations of disinterestedness.
4/05/17	John Luze	1.50	Review and analyze issues re OCP retention (.6); review and analyze issues re Hilco employment (.9).
4/06/17	Benjamin Rhode	.20	Correspond with K&E team re OCP declarations.
4/06/17	Alexander Burdulia	1.00	Correspond with ordinary course professionals re declarations of disinterestedness (.4); review and analyze finalized declaration (.3); correspond with J. Luze and B. Rhode re same (.3).
4/06/17	Matthew Smart	4.20	Research cases re professionals in SDNY (3.9); correspond with J. Luze, B. Rhode re same (.3).
4/07/17	Benjamin Rhode	.40	Correspond with K&E team re ordinary course professional issues (.3); telephone conference with J. Luze re same (.1).
4/07/17	Alexander Burdulia	.30	Review finalized ordinary course professional declaration of disinterestedness (.1); correspond with ordinary course professionals re declarations of disinterestedness (.2).
4/10/17	Carrie Oppenheim	.40	Finalize and file Marcum declaration of disinterestedness (.3); coordinate service of same (.1).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

19 - Non-K&E Retention Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/10/17	Alexander Burdulia	1.00	Correspond with various ordinary course professionals re declarations of disinterestedness (.8); review declarations of disinterestedness (.2).
4/11/17	Carrie Oppenheim	.10	Coordinate service of OCP declarations of disinterestedness.
4/11/17	Alexander Burdulia	.70	Correspond with ordinary course professionals re declarations of disinterestedness (.5); review same (.2).
4/11/17	John Luze	.30	Review and analyze OCP declarations of disinterestedness.
4/11/17	Anthony C Abate	.20	Prepare and file declarations of disinterestedness.
4/12/17	Alexander Burdulia	.60	Correspond with ordinary course professionals re declarations of disinterestedness (.5); review same (.1).
4/13/17	Carrie Oppenheim	.30	Finalize and file OCP declaration re Sheppard Mullin.
4/14/17	Benjamin Rhode	.40	Correspond with A. Burdulia re OCP declarations, questions re same.
4/14/17	Alexander Burdulia	.70	Correspond with ordinary course professionals re declarations of disinterestedness (.2); review same (.2); draft responses to ordinary course professional questions (.2); correspond with B. Rhode and J. Luze re same (.1).
4/17/17	Benjamin Rhode	.20	Correspond with A. Burdulia re ordinary course professional retention.
4/18/17	Alexander Burdulia	.20	Correspond with ordinary course professionals re declarations of disinterestedness.
4/19/17	Alexander Burdulia	.20	Correspond with ordinary course professionals re declarations of disinterestedness.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

19 - Non-K&E Retention Matters

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/20/17	Alexander Burdulia	.80	Draft notice and schedule re ordinary course professional list amendment (.5); correspond with ordinary course professionals re declarations of disinterestedness (.3).
4/24/17	Carrie Oppenheim	.20	Correspond with Donlin Recano team re service of OCP declarations.
4/24/17	Anthony C Abate	1.80	Prepare and file OCP declarations (.4); search for and distribute SDNY precedent re agreed orders (.3); create template re same (.5); search for precedent re notices of cancellation of hearing (.3); create template re same (.2); prepare and distribute daily docket updates (.1).
4/26/17	Benjamin Rhode	.30	Correspond with A. Burdulia re ordinary course professional matters.
4/26/17	Benjamin Rhode	.80	Telephone conference with UST re non-K&E retention matters (.2); correspond with K&E team re same, related analysis (.4); prepare for same (.2).
4/26/17	John Luze	.30	Conference and correspond with case professionals re fee statements (.1); review and analyze issues re same (.2).
4/28/17	Carrie Oppenheim	.30	Revise and file amendment to OCP list.
4/28/17	Benjamin Rhode	.60	Review, comment on notice of amended OCP list (.4); correspond with K&E team re same (.2).
		19.10	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100732
Client Matter: 26990-20

In the matter of Schedules, SoFAs & MORs

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 21,875.00
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 21,875.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

20 - Schedules, SoFAs & MORs

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony C Abate	.90	240.00	216.00
Beth Friedman	.70	420.00	294.00
John Luze	3.80	735.00	2,793.00
Brett Newman	8.90	555.00	4,939.50
Carrie Oppenheim	4.20	380.00	1,596.00
Benjamin Rhode	13.30	905.00	12,036.50
TOTALS	31.80		\$ 21,875.00

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

20 - Schedules, SoFAs & MORs

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/04/17	Benjamin Rhode	1.10	Review, analyze draft of global and specific notes re schedules and SoFAs (.7); correspond with K&E team re same (.4).
4/04/17	Brett Newman	.80	Review and analyze AlixPartners' draft global notes and revise same.
4/05/17	Brett Newman	2.20	Review and revise draft global notes for schedules and statements.
4/06/17	Brett Newman	.20	Review and revise draft of specific notes for the schedules.
4/09/17	John Luze	.60	Review and revise schedules and SoFAs global notes.
4/09/17	Brett Newman	2.40	Review and analyze precedent and revise specific notes for Company's schedules.
4/10/17	Benjamin Rhode	2.70	Telephone conference with AlixPartners re schedules and SoFAs (.3); review, comment on global and specific notes re same (2.1); correspond with K&E team re same (.3).
4/10/17	John Luze	1.20	Telephone conference with AlixPartners and Company re SoFAs and schedules.
4/10/17	Brett Newman	2.90	Attend telephone conference with J. Luze and AlixPartners re schedules and statements (1.2); prepare for same (1.0); revise global notes for schedules and statements (.5); correspond with B. Rhode re same (.2).
4/12/17	Benjamin Rhode	4.60	Review, comment on schedules and SoFAs (4.1); correspond with AlixPartners, K&E team re same (.5).
4/12/17	John Luze	1.30	Review and revise general and specific notes to SoFAs and schedules of assets and liabilities.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

20 - Schedules, SoFAs & MORs

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/12/17	Brett Newman	.40	Telephone conferences with B. Rhode re specific schedule notes (.1); review and analyze precedent re same (.2); revise same (.1).
4/13/17	Beth Friedman	.40	Correspond with C. Oppenheim re preparation and filing of SoFAs and schedules and arrangements re same.
4/13/17	Carrie Oppenheim	3.70	Prepare and finalize schedules and SoFAs for filing (3.1); correspond with B. Friedman re courtesy copies (.2); arrange for production of binders for UST and chambers (.4).
4/13/17	Benjamin Rhode	2.40	Review, comment and finalize schedules and SoFAs for filing (2.1); conferences and correspond with AlixPartners re same (.3).
4/13/17	John Luze	.40	Review and analyze SoFAs and schedules of assets and liabilities.
4/13/17	Anthony C Abate	.90	Compile and file schedules and SoFAs (.7); compile binder re schedules and SoFAs (.2).
4/17/17	Benjamin Rhode	.60	Correspond with UST re March disbursement summary (.1); correspond with AlixPartners re preparation of same (.3); review, analyze same (.2).
4/19/17	Beth Friedman	.30	Telephone conference with clerk of the court re SoFA and schedules and arrange for filing in individual cases (.2); correspond with C. Oppenheim re same (.1).
4/19/17	Carrie Oppenheim	.50	File affiliate schedules and SoFAs as directed by the clerk.
4/19/17	John Luze	.30	Conference and correspond with C. Oppenheim re filing schedules and statements.
4/25/17	Benjamin Rhode	.30	Draft summary of the case for monthly operating report.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

20 - Schedules, SoFAs & MORs

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/28/17	Benjamin Rhode	1.60	Review, comment on draft monthly operating report (1.1); conference and correspond with AlixPartners re same (.5).
		31.80	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100733
Client Matter: 26990-21

In the matter of Tax Issues

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 39,133.50
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 39,133.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

21 - Tax Issues

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Thad Davis	24.00	1,125.00	27,000.00
William A Levy, P.C.	.70	1,425.00	997.50
Benjamin Rhode	2.00	905.00	1,810.00
Anthony Sexton	.80	1,015.00	812.00
Alison A Skaife	9.80	845.00	8,281.00
Joshua A Sussberg, P.C.	.20	1,165.00	233.00
TOTALS	37.50		\$ 39,133.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

21 - Tax Issues

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/04/17	Thad Davis	3.10	Telephone conference with Weil re tax issues (.5); review and analyze tax returns and LLC agreement re same (2.6).
4/04/17	Benjamin Rhode	.90	Correspond with T. Davis re tax issues, transaction background (.7); correspond with Company re same (.2).
4/06/17	Thad Davis	2.10	Telephone conference with client and Marcum re tax basis and capital accounts (1.1); review and analyze tax returns and LLC agreement re same (1.0).
4/06/17	Alison A Skaife	1.10	Research re partnerships in bankruptcy (.8); attend telephone conference re tax attributes (.3).
4/10/17	Thad Davis	.60	Draft correspondence re tax issues.
4/10/17	Benjamin Rhode	.30	Review, analyze tax issues summary (.2); correspond with T. Davis re same (.1).
4/11/17	Thad Davis	2.50	Research tax issues (.9); correspond with G. Gallagher re same (.4); review and revise plan and tax section of disclosure statement (1.2).
4/11/17	Alison A Skaife	1.10	Research re CODI allocations.
4/12/17	Thad Davis	3.40	Correspond with A. Skaife re disclosure statement (.4); office conference with A. Sexton re same (.5); research same (2.5).
4/12/17	Anthony Sexton	.80	Evaluate tufts issues and correspond with K&E team re same.
4/12/17	Alison A Skaife	3.10	Research re CODI allocations (1.3); review and analyze plan (1.3); correspond with T. Davis re disregarded entity conversion (.5).
4/13/17	Thad Davis	2.20	Research tax treatment of debt/equity exchange (1.9); correspond with A. Skaife re same (.3).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

21 - Tax Issues

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/13/17	Alison A Skaife	4.30	Review, analyze LLC agreement (1.0); correspond with T. Davis re tax language (.3); research re Tufts (1.0); draft summary re same (1.0); revise disclosure statement (1.0).
4/14/17	Thad Davis	3.90	Correspond with G. Gallagher re tax issues (.8); correspond with W. Levy re same (.8); correspond with A. Skaife re same (.7); research same (1.6).
4/14/17	William A Levy, P.C.	.70	Telephone conference with T. Davis re partnership continuation.
4/17/17	Thad Davis	1.30	Correspond with M. Carew re disclosure statement (.5); correspond with A. Skaife re same (.6); draft correspondence re same (.2).
4/17/17	Joshua A Sussberg, P.C.	.20	Correspond re status of tax review (.1); telephone conference with H. Etlin re same (.1).
4/18/17	Thad Davis	4.60	Review and revise tax section of disclosure statement (1.8); correspond with A. Skaife re same (.5); correspond with D. Rocap re same (.7); analyze tax basis balance sheet (.9); telephone conference with Marcum re same (.7).
4/18/17	Benjamin Rhode	.80	Telephone conference with T. Davis re tax issues (.3); correspond with K&E team re same (.1); review, analyze debt documents re same (.4).
4/18/17	Alison A Skaife	.20	Attend telephone conference with K&E team re basis calculations.
4/27/17	Thad Davis	.30	Telephone conference with Marcum re tax allocations.
		37.50	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100734
Client Matter: 26990-22

In the matter of Travel

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 13,581.50
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 13,581.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

22 - Travel

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Yates French	5.00	965.00	4,825.00
Stephen C Hackney, P.C.	5.20	1,225.00	6,370.00
Casey J McGushin	.60	810.00	486.00
Benjamin Rhode	2.10	905.00	1,900.50
TOTALS	12.90		\$ 13,581.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

22 - Travel

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/22/17	Yates French	2.50	Travel to New York, NY from Chicago, IL re summary judgment hearing (billed at half time).
4/23/17	Stephen C Hackney, P.C.	2.70	Travel to New York, NY re summary judgment hearing (billed at half time).
4/23/17	Benjamin Rhode	1.30	Travel from Chicago, IL to New York, NY re L. Azria rejection hearing (billed at half time).
4/24/17	Stephen C Hackney, P.C.	2.50	Travel from New York, NY to Chicago, IL re MSJ hearing (billed at half time).
4/24/17	Yates French	2.50	Travel from New York, NY to Chicago, IL re summary judgment hearing (billed at half time).
4/24/17	Benjamin Rhode	.80	Travel from New York, NY to Chicago, IL re L. Azria rejection hearing (billed at half time).
4/24/17	Casey J McGushin	.60	Travel from New York, NY to Chicago, IL re summary judgment hearing (billed at half time).
		12.90	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100735
Client Matter: 26990-23

In the matter of U.S. Trustee Communications

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 5,102.50
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 5,102.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

23 - U.S. Trustee Communications

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Beth Friedman	.80	420.00	336.00
John Luze	.90	735.00	661.50
Carrie Oppenheim	.80	380.00	304.00
Benjamin Rhode	4.20	905.00	3,801.00
TOTALS	6.70		\$ 5,102.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

23 - U.S. Trustee Communications

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/03/17	Benjamin Rhode	.30	Correspond with UST, AlixPartners re information request pursuant to operating guidelines.
4/04/17	Benjamin Rhode	.40	Correspond with UST, Company re scheduling of 341 meeting.
4/06/17	Carrie Oppenheim	.80	Review and revise notice of commencement (.4); file same (.2); correspond with Donlin Recano re service of same (.2).
4/06/17	Benjamin Rhode	.70	Review, finalize notice of commencement and 341 meeting (.5); correspond with UST, K&E team re same (.2).
4/18/17	Benjamin Rhode	.60	Correspond with UST re bank account statements (.1); conferences and correspond with AlixPartners re same (.3); review, comment on summary re same (.2).
4/25/17	John Luze	.40	Conference with B. Masumoto re OCP issues.
4/26/17	Benjamin Rhode	1.10	Review, comment on overview of 341 meetings, suggested preparation points re same (.4); telephone conferences and correspond with J. Luze re same, preparation for 341 meeting (.5); correspond with Company, AlixPartners re same (.2).
4/26/17	John Luze	.50	Telephone conference with B. Rhode re 341 meeting (.2); review and analyze issues re same (.3).
4/28/17	Beth Friedman	.80	Correspond with B. Rhode and prepare materials for 341 meeting.
4/28/17	Benjamin Rhode	1.10	Telephone conference with Company, AlixPartners re preparation for 341 meeting (.5); prepare for same (.3); coordinate with B. Friedman re preparing materials for 341 meeting (.3).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

23 - U.S. Trustee Communications

Date **Timekeeper**

Hours **Description**

6.70 TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100736
Client Matter: 26990-24

In the matter of Use, Sale & Disposition of Property

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 64,347.50
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 64,347.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

24 - Use, Sale & Disposition of Property

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony C Abate	1.50	240.00	360.00
Nathan J Davis	8.50	905.00	7,692.50
Ciara Foster	8.70	555.00	4,828.50
Beth Friedman	.40	420.00	168.00
Katherine Gause	1.90	555.00	1,054.50
Stephen C Hackney, P.C.	1.50	1,225.00	1,837.50
John Luze	1.90	735.00	1,396.50
Christopher Marcus, P.C.	1.90	1,325.00	2,517.50
Brett Newman	7.40	555.00	4,107.00
Carrie Oppenheim	2.60	380.00	988.00
Benjamin Rhode	23.40	905.00	21,177.00
Joshua A Sussberg, P.C.	14.30	1,165.00	16,659.50
Steven M Toth	1.40	1,115.00	1,561.00
TOTALS	75.40		\$ 64,347.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

24 - Use, Sale & Disposition of Property

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/01/17	Joshua A Sussberg, P.C.	.40	Telephone conference with J. Finger re status and next steps.
4/02/17	Joshua A Sussberg, P.C.	.50	Review and analyze GBG contract (.3); correspond with K&E team re same (.2).
4/02/17	Benjamin Rhode	.50	Correspond with K&E team re GBG license agreement (.2); review, analyze indication of interest (.3).
4/02/17	Brett Newman	4.40	Draft motion to approve entry into a license agreement and declaration supporting same.
4/03/17	Benjamin Rhode	2.30	Telephone conference and correspond with Company, Jefferies, AlixPartners re marketing process (.7); review analyze comments on plan sponsor agreement (.4); correspond with Company, Oak Street re payment of termination fee (.3); correspond with Company, AlixPartners re GBG license agreement (.6); comment on same (.3).
4/04/17	Joshua A Sussberg, P.C.	.30	Correspond with K&E team re GBG license and miscellaneous issues.
4/04/17	Benjamin Rhode	4.00	Correspond with Company, AlixPartners re Lola sale (.3); correspond with Company, AlixPartners, Jefferies re plan sponsor agreement comments (.3); review, analyze correspondence from M. Singer re sale process (.5); correspond with lenders, UCC re GBG license agreement (.4); correspond with GBG re same (.2); review, comment on motion to approve same (1.8); correspond with K&E team re same (.3); correspond with H. Etlin re same (.2).
4/04/17	John Luze	1.20	Review and revise motion seeking approval to enter into GBG license agreement.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

24 - Use, Sale & Disposition of Property

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/04/17	Brett Newman	3.00	Edit motion to approve entry into license agreement, declaration in support of same (1.4); edit motion to approve entry into license agreement and declaration to incorporate B. Rhode's edits (1.3); edit table to incorporate B. Rhode's edits (.3).
4/05/17	Steven M Toth	1.10	Correspond with B. Rhode, Jefferies, Company and AlixPartners re PSA (.7); revise PSA (.4).
4/05/17	Joshua A Sussberg, P.C.	.40	Telephone conference with J. Finger re status (.2); correspond re same (.2).
4/05/17	Joshua A Sussberg, P.C.	1.60	Telephone conference with H. Etlin re miscellaneous matters (.4); correspond with K&E team re same (.4); review and revise motion to enter into GBG license agreement (.4); correspond with K&E team re same (.4).
4/05/17	Carrie Oppenheim	.70	Review and revise motion to approve license agreement (.4); file same (.2); correspond with Donlin Recano re service of pleadings (.1).
4/05/17	Benjamin Rhode	4.10	Telephone conference with GBG re license agreement, order authorizing same (.4); conferences and correspond with lenders, UCC re same (.7); review, comment on motion re same and coordinate filing (1.2); telephone conferences and correspond with K&E team re same (.5); telephone conference with Company, AlixPartners, Jefferies, K&E team re plan sponsor agreement (.5); prepare for same (.3); telephone conferences and correspond with S. Toth re same (.5).
4/06/17	Carrie Oppenheim	.50	Search and distribute precedent re 363 private sale motions.
4/06/17	Benjamin Rhode	.30	Correspond with Company, AlixPartners team re possible Lola sale, timing re same.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

24 - Use, Sale & Disposition of Property

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/07/17	Joshua A Sussberg, P.C.	1.80	Telephone conference with Weil re status and next steps (.7); telephone conference with M. Bloom re same (.2); telephone conference with J. Finger re sale process (.4); review bids and correspond re same (.4); telephone conference with C. Marcus re same (.1).
4/07/17	Christopher Marcus, P.C.	.90	Correspond with K&E team re letters of intent.
4/07/17	Benjamin Rhode	1.60	Review, analyze various initial indications of interest (1.4); correspond with K&E team re same (.2).
4/07/17	Nathan J Davis	2.00	Draft and revise plan sponsor agreement.
4/08/17	Joshua A Sussberg, P.C.	.30	Correspond with K&E team re bids and status.
4/08/17	Benjamin Rhode	.90	Correspond with lenders, UCC, Jefferies, AlixPartners, Company, K&E team re initial indications of interest.
4/09/17	Joshua A Sussberg, P.C.	.20	Correspond with K&E team re status.
4/10/17	Joshua A Sussberg, P.C.	.50	Correspond re status and review Jefferies presentation re same.
4/10/17	Joshua A Sussberg, P.C.	.60	Telephone conference with UCC re sale process (.3); correspond with UCC re same (.3).
4/10/17	Christopher Marcus, P.C.	1.00	Telephone conference with UCC re indications of interest (.5); telephone conference with J. Sussberg re status (.5).
4/10/17	Benjamin Rhode	.50	Review, analyze indication of interest (.3); correspond with lenders, UCC re same (.2).
4/10/17	Benjamin Rhode	1.50	Review, analyze DIP order re Tranche B sale process requirements (.4); correspond with J. Sussberg, Weil re same (.2); review, analyze bidding procedures re Tranche B sale process requirements (.8); correspond with J. Sussberg re same (.1).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

24 - Use, Sale & Disposition of Property

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/10/17	John Luze	.70	Telephone conference with K&E team, UCC re indications of interest.
4/11/17	Stephen C Hackney, P.C.	1.50	Telephone conference with J. Sussberg re marketing process status (.5); review and analyze indications of interest (1.0).
4/11/17	Benjamin Rhode	.80	Telephone conference with board re indications of interest (.5); review, analyze same (.3).
4/11/17	Nathan J Davis	2.00	Draft and revise plan sponsor agreement.
4/12/17	Joshua A Sussberg, P.C.	1.10	Telephone conferences with J. Finger re status and next steps (.2); telephone conference with M. Bloom re same (.2); telephone conference with A. Rosenfield re same (.2); correspond re sale process and next steps (.2); telephone conference with M. Barr re same (.3).
4/12/17	Benjamin Rhode	.40	Correspond with K&E team re form plan sponsor agreement (.3); correspond with Jefferies re same (.1).
4/12/17	Nathan J Davis	.50	Draft and revise plan sponsor agreement (.3); correspond with K&E team re same (.2).
4/13/17	Joshua A Sussberg, P.C.	.90	Telephone conference with Weil re status (.3); correspond with Weil re same (.3); correspond with Jefferies re bidder status (.3).
4/13/17	Benjamin Rhode	.70	Correspond with M. Singer re sale process, vintage library ownership issues (.1); finalize letters re same (.4); correspond with K&E team re same (.2).
4/13/17	Benjamin Rhode	.90	Review, analyze Tranche B and ABL lenders rights under DIP and bidding procedures orders (.7); correspond with K&E team re same (.2).
4/14/17	Joshua A Sussberg, P.C.	.50	Telephone conference with J. Finger re status (.2); correspond with same re waterfall and emergence analysis (.3).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

24 - Use, Sale & Disposition of Property

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/14/17	Joshua A Sussberg, P.C.	.70	Telephone conference with Pachulski re status (.4); correspond Pachulski re same (.1); correspond with K&E team re same (.2).
4/14/17	Benjamin Rhode	.20	Correspond with lenders, UCC re update re indications of interest.
4/14/17	Benjamin Rhode	.70	Review, analyze bidding procedures re Tranche B bidding requirements (.6); correspond with J. Sussberg re same (.1).
4/16/17	Benjamin Rhode	.90	Review, comment on illustrative transaction analysis (.7); correspond with Jefferies, K&E team re same (.2).
4/18/17	Beth Friedman	.40	Correspond with J. Luze and arrange re auction.
4/18/17	Joshua A Sussberg, P.C.	1.60	Telephone conferences with M. Barr re sale process (.3); correspond with M. Barr re same (.3); review presentation re sale process status and next steps (.3); telephone conference with H. Etlin and J. Finger re same (.3); review and analyze bid procedures (.4).
4/19/17	Joshua A Sussberg, P.C.	.60	Correspond with AlixPartners and Jefferies re status and related presentation.
4/19/17	Joshua A Sussberg, P.C.	.10	Correspond with E. Alterwitz re e-commerce issues.
4/19/17	Carrie Oppenheim	.80	Draft and revise CNO re GBG license agreement (.5); finalize and file same (.3).
4/19/17	Benjamin Rhode	.60	Review and comment on certificate of no objection re GBG motion (.3); correspond with C. Oppenheim re same, filing of same (.2); correspond with Company, AlixPartners re same (.1).
4/20/17	Benjamin Rhode	.30	Correspond with S. Toth, N. Davis re bid deadline indications of interest.

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

24 - Use, Sale & Disposition of Property

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/20/17	Benjamin Rhode	.20	Correspond with Company, GBG, AlixPartners re GBG license order.
4/21/17	Joshua A Sussberg, P.C.	.20	Telephone conference with J. Finger re status and next steps.
4/22/17	Joshua A Sussberg, P.C.	.90	Telephone conference with UCC re status (.5); correspond with UCC re same (.1); correspond with K&E team re same (.1); telephone conference with B. Rhode re same (.2).
4/24/17	Joshua A Sussberg, P.C.	.20	Correspond re domain name sale and sale status.
4/24/17	Benjamin Rhode	.70	Review, analyze lola.com bids (.4); correspond with Company, K&E team re same (.3).
4/26/17	Joshua A Sussberg, P.C.	.20	Correspond with K&E team re sale process (.1); correspond with same re lola.com sale (.1).
4/26/17	Carrie Oppenheim	.60	Revise lola.com sale motion (.4); review private sale motion precedent (.2).
4/26/17	Benjamin Rhode	.20	Correspond with Jefferies re plan sponsor agreement.
4/26/17	Benjamin Rhode	.30	Correspond with J. Sussberg re domain name sale.
4/26/17	Katherine Gause	1.90	Correspond with K&E team re disclosure schedules (.1); draft disclosure schedule shell (1.8).
4/26/17	Anthony C Abate	1.50	Prepare template re lola.com sale motion for C. Foster (.7); review and revise re same (.8).
4/26/17	Nathan J Davis	1.30	Draft and revise disclosure schedules shell (.6); correspond with K&E team re same (.7).
4/26/17	Ciara Foster	1.70	Correspond with C. Oppenheim re sale motion for domain name (.2); draft sale motion (1.5).

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

24 - Use, Sale & Disposition of Property

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/27/17	Steven M Toth	.30	Review schedules and related documents and discuss with N. Davis.
4/27/17	Joshua A Sussberg, P.C.	.10	Correspond with K&E team re Hilco and status of same.
4/27/17	Benjamin Rhode	.80	Correspond with K&E team re schedules to plan sponsor agreement (.5); review, analyze same (.3).
4/27/17	Nathan J Davis	2.70	Draft and revise disclosure schedules shell (.9); correspond with K&E team re same (.9); review and analyze diligence re Company for disclosure schedules shell (.9).
4/28/17	Joshua A Sussberg, P.C.	.50	Telephone conference with J. Finger re status and correspond re same.
4/28/17	Ciara Foster	4.50	Review and revise motion to sell lola.com domain.
4/29/17	Joshua A Sussberg, P.C.	.10	Telephone conference with R. Morgner re status.
4/29/17	Ciara Foster	2.50	Revise and review sale motion (2.3); correspond with B. Rhode re same (.2).
		75.40	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100737
Client Matter: 26990-25

In the matter of Utilities

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$ 2,169.50
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u> \$.00</u>
Total legal services rendered and expenses incurred	\$ 2,169.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

25 - Utilities

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ciara Foster	1.30	555.00	721.50
Benjamin Rhode	1.60	905.00	1,448.00
TOTALS	2.90		\$ 2,169.50

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

25 - Utilities

Description of Legal Services

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>
4/03/17	Benjamin Rhode	.20	Correspond with AlixPartners re utility settlement.
4/04/17	Benjamin Rhode	.20	Correspond with utility counsel re resolution.
4/07/17	Benjamin Rhode	.30	Correspond with C. Foster re utility adequate assurance notices.
4/13/17	Ciara Foster	.60	Telephone conference with J. Luze re adequate assurance requests from utility providers (.2); telephone conference with P. Ashcroft re Duquesne Light's request for adequate assurance (.2); correspond with J. Luze and B. Rhode re same (.2).
4/14/17	Ciara Foster	.40	Correspond with E. Anderson, J. Luze and B. Rhode re adequate assurance requests.
4/17/17	Benjamin Rhode	.20	Correspond with Company, AlixPartners re utility issues.
4/17/17	Ciara Foster	.30	Telephone conference with utility provider re adequate assurance request.
4/18/17	Benjamin Rhode	.70	Telephone conference with utility provider re adequate assurance (.4); conference and correspond with Company, AlixPartners re same (.3).
		2.90	TOTAL HOURS

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

May 30, 2017

BCBG Max Azria Global Holdings, LLC
2761 Fruitland Avenue
Vernon, CA 90058

Attention: Deborah Rieger-Paganis

Invoice Number: 5100738
Client Matter: 26990-26

In the matter of Expenses

For legal services rendered through April 30, 2017 (see attached Description of Legal Services for detail)	\$.00
For expenses incurred through April 30, 2017 (see attached Description of Expenses for detail)	<u>\$ 50,059.17</u>
Total legal services rendered and expenses incurred	\$ 50,059.17

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

26 - Expenses

Description of Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
3/01/17	Beth Friedman, Teleconference, Court Solutions: Telephonic Hearing	70.00
3/01/17	BOSTON COACH CORPORATION, Transportation to/from airport, CASEY JAMES MCGUSHIN, pick up at LaGuardia Airport New York NY and drop off at LEXINGTON AVE AT 49TH S NEW YORK NY	160.71
3/01/17	RESTRUCTURING CONCEPTS LLC, Computer Database Research, Chapter 11 Dockets Usage for 03/2017, Alexander Burdulia	11.00
3/01/17	LEXISNEXIS, LexisNexis Research, TOOTH, PAULETTE, 3/1/2017	25.71
3/02/17	RESTRUCTURING CONCEPTS LLC, Computer Database Research, Chapter 11 Dockets Usage for 03/2017, Ciara Foster	13.00
3/02/17	RESTRUCTURING CONCEPTS LLC, Computer Database Research, Chapter 11 Dockets Usage for 03/2017, Alexander Burdulia	117.00
3/02/17	Seamless North America LLC, Roman Bielski, Overtime Meals - Attorney, 3/2/2017	20.00
3/03/17	BOSTON COACH CORPORATION, Transportation to/from airport, MATTHEW JOHN SMART, pick up at WEST 56TH ST NEW YORK NY and drop off at LaGuardia Airport New York NY	155.48
3/07/17	Seamless North America LLC, Vishal R Patel, Overtime Meals - Attorney, 3/7/2017	20.00
3/09/17	RESTRUCTURING CONCEPTS LLC, Computer Database Research, Chapter 11 Dockets Usage for 03/2017, Anthony Abate	20.00
3/09/17	Ciara Foster, Overtime Meals - Attorney, BCBG	20.00
3/09/17	Seamless North America LLC, Sharad Thaper, Overtime Meals - Attorney, 3/9/2017	20.00
3/10/17	VITAL TRANSPORTATION INC, Passenger: OPPENHIEM CARRIE, Local Transportation, Date: 3/1/2017	162.39
3/10/17	VITAL TRANSPORTATION INC, Passenger: ABATE, ANTHONY Local Transportation, Date: 3/1/2017	79.02
3/10/17	VITAL TRANSPORTATION INC, Passenger: PACKAGE, J SUSSBERG, Local Transportation, Date: 3/1/2017	107.31
3/10/17	VITAL TRANSPORTATION INC, Passenger: ABATE, ANTHONY Local Transportation, Date: 3/2/2017	79.02
3/10/17	VITAL TRANSPORTATION INC, Passenger: OPPENHIEM CARRIE, Local Transportation, Date: 3/2/2017	28.74
3/10/17	VITAL TRANSPORTATION INC, Passenger: OPPENHIEM CARRIE, Local Transportation, Date: 3/2/2017	28.74
3/10/17	VITAL TRANSPORTATION INC, Passenger: OPPENHIEM CARRIE, Local Transportation, Date: 3/2/2017	28.74
3/10/17	VITAL TRANSPORTATION INC, Passenger: OPPENHIEM CARRIE, Local Transportation, Date: 3/2/2017	52.12
3/10/17	VITAL TRANSPORTATION INC, Passenger: HACKENY STEPHEN, Transportation to/from airport, Date: 3/2/2017	100.00
3/10/17	VITAL TRANSPORTATION INC, Passenger: LUZE, JOHN, R, Transportation to/from airport, Date: 3/2/2017	50.12

Legal Services for the Period Ending April 30, 2017

BCBG Max Azria Global Holdings, LLC

26 - Expenses

3/10/17	VITAL TRANSPORTATION INC, Passenger: LUZE, JOHN, R, Transportation to/from airport, Date: 3/3/2017	89.99
3/10/17	VITAL TRANSPORTATION INC, Passenger: OPPENHEIMM CARRIE, Transportation to/from airport, Date: 3/3/2017	72.84
3/10/17	VITAL TRANSPORTATION INC, Passenger: ORREN, ROBERT Overtime Transportation, Date: 3/1/2017	29.79
3/10/17	VITAL TRANSPORTATION INC, Passenger: MARCUS CHRISTOPHER, Overtime Transportation, Date: 3/1/2017	107.47
3/11/17	RESTRUCTURING CONCEPTS LLC, Computer Database Research, Chapter 11 Dockets Usage for 03/2017, Alexander Burdulia	8.00
3/13/17	Ciara Foster, Overtime Meals - Attorney, BCBG	20.00
3/13/17	SEAMLESS NORTH AMERICA LLC, Alexander Burdulia, Overtime Meals - Attorney, 3/13/2017	20.00
3/14/17	Scanned Images	5.60
3/14/17	Scanned Images	5.00
3/14/17	Scanned Images	5.20
3/14/17	Scanned Images	.10
3/14/17	Scanned Images	3.00
3/14/17	Scanned Images	2.80
3/14/17	Scanned Images	2.00
3/14/17	Scanned Images	4.20
3/14/17	Scanned Images	1.80
3/14/17	Scanned Images	2.60
3/14/17	Scanned Images	.10
3/14/17	Scanned Images	2.60
3/14/17	Scanned Images	1.00
3/16/17	Ciara Foster, Taxi, BCBG	31.00
3/16/17	Ciara Foster, Overtime Meals - Attorney, BCBG	20.00
3/17/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/17/2017, FRENCH/YATES, Chicago Midway International Airport, N LAKEWOOD AVE, CHICAGO, IL 60614	84.75
3/19/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/19/2017, FRENCH/YATES, N LAKEWOOD AVE, CHICAGO, IL 60614, Chicago Midway International Airport	88.80
3/20/17	Ciara Foster, Taxi, BCBG	18.35
3/20/17	Ciara Foster, Overtime Meals - Attorney, BCBG	20.00
3/21/17	RESTRUCTURING CONCEPTS LLC, Computer Database Research, Chapter 11 Dockets Usage for 03/2017, Ciara Foster	26.00
3/22/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/22/2017, FRENCH/YATES, Chicago Midway International Airport, N LAKEWOOD AVE, CHICAGO, IL 60614	84.75
3/22/17	E-PLANTE MORAN PROJECTEMPS - 26300 NORTHWESTERN HWY (NT), U.S. Local Counsel Fees, Invoice for Contract Attorneys for work done on BCBG.	29,306.70
3/22/17	Ciara Foster, Taxi, BCBG	16.62
3/22/17	Cityfleet Networks Limited, Elaine Nolan, 03/22/2017, From: St Pancras Station, Cars Pancras Road, London, To: Church Terrace, Richmond, Surrey	43.25

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3/23/17	Ciara Foster, Overtime Meals - Attorney, OT meal.	16.51
3/24/17	Overnight Delivery, Fed Exp to:Josh Sussberg, SCARSDALE,NY from:Joshua Sussberg	18.72
3/24/17	John Luze, Airfare, New York, NY 03/26/2017 to 03/29/2017, BCBG 2nd Day Hearing	778.17
3/24/17	John Luze, Agency Fee, BCBG 2nd Day Hearing	58.00
3/24/17	RESTRUCTURING CONCEPTS LLC, Computer Database Research, Chapter 11 Dockets Usage for 03/2017, Ciara Foster	75.00
3/24/17	Ciara Foster, Taxi, OT transportation.	22.88
3/26/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/26/2017, LUZE/JOHN R, N SEDGWICK ST, CHICAGO, IL 60614, Chicago O'hare International Airport	80.75
3/26/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/26/2017, RHODE/BENJAMIN MICHAEL, Admiral Court, Glenview, IL 60026, Chicago O'hare International Airport	93.00
3/26/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/26/2017, HACKNEY/STEPHEN C, ORRINGTON AVENUE, EVANSTON, IL 60201, Chicago O'hare International Airport	92.80
3/26/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/26/2017, FRENCH/YATES, N LAKEWOOD AVE, CHICAGO, IL 60614, Chicago Midway International Airport	168.00
3/26/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/26/2017, MCGUSHIN/CASEY JAMES, W. HURON STREET, CHICAGO, IL 60654, Chicago O'hare International Airport	80.75
3/26/17	John Luze, Travel Meals, Chicago, IL BCBG 2nd Day Hearing	10.58
3/26/17	John Luze, Travel Meals, Chicago, IL BCBG 2nd Day Hearing	12.92
3/27/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/27/2017, OPPENHEIM/CARRIE T, N. LINCOLN AVE, CHICAGO, IL 60625, Chicago O'hare International Airport	80.75
3/27/17	John Luze, Travel Meals, New York, NY BCBG 2nd Day Hearing	17.96
3/27/17	SAEGIS Trademarkscan Usage for 03/2017, Zablocki, Susan	10.80
3/27/17	Ciara Foster, Taxi, OT transportation.	17.25
3/28/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/28/2017, OPPENHEIM/CARRIE T, Chicago O'hare International Airport, N. LINCOLN AVE, CHICAGO, IL 60625	84.75
3/28/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/28/2017, HACKNEY/STEPHEN C, Chicago O'hare International Airport, ORRINGTON AVENUE, EVANSTON, IL 60201	96.80
3/28/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/28/2017, FRENCH/YATES, Chicago O'hare International Airport, N LAKEWOOD AVE, CHICAGO, IL 60614	84.75
3/28/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/28/2017, MCGUSHIN/CASEY JAMES, Chicago Midway International Airport, W. HURON STREET, CHICAGO, IL 60654	84.75
3/28/17	John Luze, Travel Meals, New York, NY BCBG 2nd Day Hearing	17.96
3/28/17	E-EMPIRE DISCOVERY LLC - 148 MADISON AVENUE 9TH FLOOR (TP), Court Costs and Fees, Blowbacks, Assembly, etc.	299.95

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BCBG Max Azria Global Holdings, LLC

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3/28/17	E-EMPIRE DISCOVERY LLC - 148 MADISON AVENUE 9TH FLOOR (TP), Court Costs and Fees, Blowbacks, Assembly, etc.	3,330.66
3/28/17	E-EMPIRE DISCOVERY LLC - 148 MADISON AVENUE 9TH FLOOR (TP), Outside Copy/Binding, Blowbacks, Assembly, etc.	833.83
3/28/17	E-EMPIRE DISCOVERY LLC - 148 MADISON AVENUE 9TH FLOOR (TP), Outside Copy/Binding, Blowbacks, Assembly, etc.	404.47
3/29/17	John Luze, Lodging, New York, NY 03/26/2017 to 03/29/2017, BCBG 2nd Day Hearing	1,050.00
3/29/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/29/2017, RHODE/BENJAMIN MICHAEL, Chicago O'hare International Airport, W. WELLINGTON AVENUE, CHICAGO, IL 60657	84.75
3/29/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/29/2017, LUZE/JOHN R, Chicago O'hare International Airport, N SEDGWICK ST CHICAGO, IL 60614	84.75
3/29/17	CROWN CARS & LIMOUSINES, Transportation to/from airport, 3/29/2017, RHODE/BENJAMIN MICHAEL, Chicago O'hare International Airport, Admiral Court, Glenview, IL 60026	97.00
3/29/17	John Luze, Travel Meals, New York, NY BCBG 2nd Day Hearing	6.53
3/29/17	John Luze, Travel Meals, New York, NY BCBG 2nd Day Hearing	6.53
3/29/17	RESTRUCTURING CONCEPTS LLC, Computer Database Research, Chapter 11 Dockets Usage for 03/2017, Anthony Abate	60.00
3/30/17	RESTRUCTURING CONCEPTS LLC, Computer Database Research, Chapter 11 Dockets Usage for 03/2017, Alexander Burdulia	35.00
3/31/17	E-WEST UNIFIED COMMUNICATIONS SERVICES INC - 15272 COLLECTIONS CENTER DRIVE (TP), Teleconference, Conference calls including state and local taxes and fees	8.63
3/31/17	E-WEST UNIFIED COMMUNICATIONS SERVICES INC - FILE 51089 (TP), Teleconference, Teleconference.	1.59
3/31/17	E-WEST UNIFIED COMMUNICATIONS SERVICES INC - 15272 COLLECTIONS CENTER DRIVE (TP), Teleconference, March teleconferences	21.66
3/31/17	E-WEST UNIFIED COMMUNICATIONS SERVICES INC - 15272 COLLECTIONS CENTER DRIVE (TP), Teleconference, Telephone conferences regarding BCBG.	85.30
3/31/17	E-WEST UNIFIED COMMUNICATIONS SERVICES INC - 15272 COLLECTIONS CENTER DRIVE (TP), Teleconference, Telephonic hearings, etc.	118.22
3/31/17	RESTRUCTURING CONCEPTS LLC, Computer Database Research, Chapter 11 Dockets Usage for 03/2017, Ciara Foster	41.00
3/31/17	E-WEST UNIFIED COMMUNICATIONS SERVICES INC - 15272 COLLECTIONS CENTER DRIVE (TP), Rental Expenses, March calls	65.15
4/03/17	Standard Prints	14.70
4/03/17	Standard Prints	2.30
4/03/17	Standard Prints	45.70
4/03/17	E-VERITEXT - PO BOX 71303 (NT), Court Reporter Deposition, Original, Electronic & Certified Transcripts	806.60
4/04/17	Standard Copies or Prints	189.60
4/04/17	Standard Prints	58.50

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BCBG Max Azria Global Holdings, LLC

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4/04/17	Standard Prints	.80
4/04/17	Standard Prints	.40
4/04/17	Standard Prints	37.80
4/04/17	Tabs/Indexes/Dividers	5.46
4/04/17	Color Copies or Prints	26.40
4/04/17	Color Prints	15.95
4/04/17	Color Prints	1.10
4/04/17	Color Prints	15.95
4/04/17	Color Prints	.55
4/04/17	Color Prints	.55
4/04/17	Color Prints	2.20
4/04/17	Scanned Images	.40
4/04/17	Production Blowbacks	96.10
4/04/17	Closing/Mini Books	48.00
4/04/17	Yates French, Taxi, Transportation	18.00
4/05/17	Standard Prints	8.80
4/05/17	Standard Prints	7.40
4/05/17	Standard Prints	1.50
4/05/17	Standard Prints	.10
4/05/17	Color Prints	2.75
4/05/17	PACER SERVICE CENTER, Computer Database Research, 1/1/2017 - 3/31/2017	46.70
4/05/17	PACER SERVICE CENTER, Computer Database Research, 1/1/2017 - 3/31/2017	9.10
4/05/17	PACER SERVICE CENTER, Computer Database Research, 1/1/2017 - 3/31/2017	1,463.40
4/05/17	PACER SERVICE CENTER, Computer Database Research, 1/1/2017 - 3/31/2017	13.50
4/05/17	Yates French, Taxi, Transportation	18.00
4/05/17	Ciara Foster, Taxi, OT transportation.	44.10
4/06/17	Standard Prints	5.70
4/06/17	Standard Prints	.20
4/06/17	Standard Prints	27.60
4/06/17	Standard Prints	.30
4/06/17	Standard Prints	2.60
4/06/17	Standard Prints	5.30
4/06/17	Color Prints	1.10
4/06/17	Color Prints	181.50
4/07/17	Standard Prints	.90
4/07/17	Standard Prints	1.00
4/07/17	Standard Prints	1.20
4/07/17	Binding	.70
4/07/17	Binding	.70
4/07/17	Tabs/Indexes/Dividers	.78
4/07/17	Scanned Images	.30
4/07/17	Scanned Images	.20
4/07/17	Scanned Images	.40

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4/07/17	Scanned Images	.70
4/07/17	Scanned Images	.30
4/07/17	Scanned Images	.40
4/07/17	Scanned Images	.20
4/07/17	Production Blowbacks	59.50
4/10/17	Standard Prints	3.50
4/10/17	Color Prints	1.65
4/10/17	Color Prints	3.85
4/10/17	Color Prints	2.20
4/10/17	Color Prints	3.85
4/10/17	Color Prints	3.30
4/10/17	Color Prints	2.20
4/10/17	Color Prints	5.50
4/10/17	Color Prints	2.75
4/10/17	Scanned Images	.60
4/11/17	Standard Prints	11.50
4/11/17	Scanned Images	4.80
4/11/17	Scanned Images	4.40
4/11/17	CITYFLEET NETWORKS LIMITED, Abigail Pidgen, 11/04/2017, 22:12, From: Kirkland & Ellis, The Gherkin, Mary Axe, London, EC3A 8AF, To: Swallow Court, Admiral Walk, London, W9 3TX	46.94
4/12/17	Standard Prints	1.40
4/12/17	Standard Prints	4.70
4/12/17	Color Prints	16.50
4/12/17	SEAMLESS NORTH AMERICA LLC, Casey J McGushin, Overtime Meals - Attorney, 4/12/2017	20.00
4/13/17	Standard Prints	.10
4/13/17	Standard Prints	.10
4/13/17	Standard Prints	15.90
4/13/17	Standard Prints	.20
4/13/17	Standard Prints	1.50
4/13/17	Standard Prints	.10
4/13/17	Standard Prints	4.50
4/13/17	Standard Prints	22.50
4/13/17	Scanned Images	.20
4/13/17	Christine Lehman, Overtime Meals - Attorney, OT meal	20.00
4/14/17	Standard Prints	1.50
4/14/17	Standard Prints	8.00
4/17/17	Standard Prints	11.40
4/17/17	Standard Prints	12.20
4/17/17	Binding	2.10
4/17/17	Tabs/Indexes/Dividers	3.90
4/17/17	Color Prints	.55
4/17/17	Production Blowbacks	310.80
4/17/17	Alison Skaife, Overtime Meals - Attorney, OT meal	20.00
4/18/17	Standard Prints	6.30
4/18/17	Standard Prints	11.10

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4/18/17	Standard Prints	3.20
4/18/17	Standard Prints	.70
4/18/17	Standard Prints	10.90
4/18/17	Color Prints	14.30
4/18/17	Matthew Smart, Taxi, Overtime Transportation	13.63
4/18/17	Matthew Smart, Overtime Meals - Attorney, Overtime Meal	16.46
4/19/17	Standard Prints	2.50
4/20/17	Standard Prints	7.50
4/20/17	Standard Prints	4.00
4/20/17	Standard Prints	8.10
4/20/17	Standard Prints	1.70
4/20/17	Standard Prints	7.20
4/20/17	Color Prints	8.80
4/20/17	Color Prints	12.10
4/20/17	Color Prints	6.60
4/20/17	Color Prints	85.80
4/20/17	Scanned Images	.50
4/20/17	Scanned Images	5.30
4/20/17	Scanned Images	.10
4/20/17	Scanned Images	1.60
4/21/17	Carrie Oppenheim, Teleconference, Telephonic hearing appearance for Brett Newman on 4/24/17	70.00
4/21/17	Standard Prints	4.20
4/21/17	Standard Prints	.10
4/21/17	Standard Copies or Prints	3.00
4/21/17	Standard Prints	2.50
4/21/17	Standard Prints	3.60
4/21/17	Standard Prints	53.90
4/21/17	Color Prints	21.45
4/21/17	Color Prints	24.75
4/21/17	Color Prints	14.85
4/21/17	Color Prints	16.50
4/21/17	Color Prints	21.45
4/21/17	Color Prints	16.50
4/21/17	Color Prints	14.85
4/21/17	Color Prints	23.10
4/21/17	Color Prints	36.30
4/21/17	Color Prints	23.10
4/21/17	Color Prints	8.25
4/21/17	Color Prints	11.55
4/21/17	Color Prints	18.15
4/21/17	Color Prints	13.20
4/21/17	Color Prints	23.10
4/21/17	Color Prints	19.80
4/21/17	Color Prints	4.40
4/21/17	Color Prints	7.70
4/21/17	Scanned Images	.10

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4/21/17	Scanned Images	.40
4/21/17	Scanned Images	1.80
4/21/17	Scanned Images	.40
4/21/17	Scanned Images	3.50
4/21/17	Scanned Images	.30
4/21/17	Casey McGushin, Airfare, New York, New York 04/23/2017 to 04/24/2017, Court Hearing	913.96
4/21/17	Casey McGushin, Agency Fee, Court Hearing	58.00
4/23/17	Benjamin Rhode, Internet, Hearing / United Inflight Wi-Fi	4.99
4/23/17	Casey McGushin, Internet, Court Hearing	16.95
4/23/17	Benjamin Rhode, Taxi, Hearing	8.76
4/23/17	Benjamin Rhode, Lodging, New York, NY 04/23/2017 to 04/24/2017, Hearing	45.99
4/23/17	Benjamin Rhode, Lodging, New York, NY 04/23/2017 to 04/24/2017, Hearing	350.00
4/23/17	Benjamin Rhode, Airfare, New York, NY 04/23/2017 to 04/24/2017, Hearing	981.54
4/23/17	Benjamin Rhode, Agency Fee, Hearing	58.00
4/23/17	Benjamin Rhode, Travel Meals, Chicago O'Hare Internat'l Airport, IL Hearing	22.83
4/23/17	Casey McGushin, Travel Meals, Chicago, Illinois Court Hearing	3.67
4/23/17	Casey McGushin, Travel Meals, New York, New York Court Hearing	12.90
4/24/17	Casey McGushin, Internet, Court Hearing	7.95
4/24/17	Casey McGushin, Internet, Court Hearing	8.00
4/24/17	Standard Prints	.30
4/24/17	Standard Prints	2.00
4/24/17	Standard Prints	1.60
4/24/17	Standard Prints	1.70
4/24/17	Color Prints	14.85
4/24/17	Color Prints	6.05
4/24/17	Scanned Images	.10
4/24/17	Casey McGushin, Lodging, New York, New York 04/23/2017 to 04/24/2017, Court Hearing	231.85
4/24/17	Casey McGushin, Travel Meals, New York, New York Court Hearing	8.15
4/24/17	Casey McGushin, Travel Meals, Flushing, New York Court Hearing	4.99
4/25/17	Standard Prints	14.40
4/25/17	Standard Prints	3.50
4/25/17	Standard Prints	18.60
4/25/17	Standard Prints	3.20
4/25/17	Standard Prints	.10
4/25/17	Standard Prints	13.10
4/25/17	Standard Prints	12.40
4/25/17	Standard Prints	2.70
4/25/17	Color Prints	22.55
4/25/17	Color Prints	.55
4/25/17	Color Prints	17.05
4/25/17	Scanned Images	3.10
4/25/17	Scanned Images	1.70
4/26/17	Standard Prints	14.20
4/26/17	Standard Prints	2.90
4/26/17	Standard Prints	4.20

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4/26/17	Standard Prints	2.50
4/26/17	Standard Prints	1.50
4/26/17	Binding	1.40
4/26/17	Binding	2.10
4/26/17	Tabs/Indexes/Dividers	16.38
4/26/17	Tabs/Indexes/Dividers	3.51
4/26/17	Color Prints	.55
4/26/17	Color Prints	.55
4/26/17	Color Prints	1,948.10
4/26/17	Production Blowbacks	154.60
4/26/17	Production Blowbacks	154.20
4/26/17	Production Blowbacks	127.90
4/27/17	Standard Prints	22.20
4/27/17	Standard Prints	.20
4/27/17	Standard Prints	4.60
4/27/17	Standard Prints	7.70
4/27/17	Standard Prints	3.20
4/27/17	Standard Prints	.10
4/27/17	Standard Prints	1.00
4/27/17	Color Prints	.55
4/28/17	Matthew Smart, Taxi, Overtime Transportation	14.30

TOTAL EXPENSES

\$ 50,059.17