

EXHIBIT A

KLEE, TUCHIN, BOGDANOFF & STERN LLP

1999 Avenue of the Stars
 Thirty-Ninth Floor
 Los Angeles, California 90067
 Telephone: (310) 407-4000
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 Taxpayer I.D. No. 95-4744518

October 15, 2018

Bill No. 16740

Open Road Films LLC
 Mimi Tseng, CFO
 2049 Century Park East, 4th Floor
 Los Angeles, CA 90067

<u>Matter Code</u>	<u>Matter Name</u>	<u>Fees Billed</u>	<u>Expenses Billed</u>	<u>Total Billed</u>
0000	Open Road Expenses	\$0.00	\$10,945.33	\$10,945.33
0001	Case Administration	\$6,435.00	\$0.00	\$6,435.00
0003	Business Operations	\$17,209.00	\$0.00	\$17,209.00
0004	Creditor Inquiries	\$34,474.00	\$0.00	\$34,474.00
0005	Use, Sale, Lease of Assets	\$78,079.50	\$0.00	\$78,079.50
0006	Cash Collateral	\$60,047.00	\$0.00	\$60,047.00
0007	Claims Administration	\$67,912.50	\$0.00	\$67,912.50
0008	Court Hearings	\$17,947.00	\$0.00	\$17,947.00
0009	Professional Retention/Fee Issues	\$8,482.00	\$0.00	\$8,482.00
0011	Budgeting	\$1,670.00	\$0.00	\$1,670.00
0012	General Corporate	\$0.00	\$0.00	\$0.00
0013	Schedules/SOFA/US Trustee Reports	\$2,290.50	\$0.00	\$2,290.50
0014	Employee Matters	\$1,252.50	\$0.00	\$1,252.50
0015	Litigation/Adversary Proceedings	\$3,307.50	\$0.00	\$3,307.50

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0000 Open Road (Post-Petition)
Open Road Expenses

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0016	Automatic Stay/Adequate Protection	\$9,011.00	\$0.00	\$9,011.00
0017	Executory Contracts/Unexpired Leases	\$13,109.00	\$0.00	\$13,109.00
0019	Meetings	\$7,499.50	\$0.00	\$7,499.50
0020	Non-Working Travel	\$9,665.50	\$0.00	\$9,665.50
0021	Tax	\$75.00	\$0.00	\$75.00
		<hr/>	<hr/>	<hr/>
		\$338,466.50	\$10,945.33	\$349,411.83

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 2049 Century Park East, 4th Floor
 Los Angeles, CA 90067

For Services Rendered Through 9/30/2018

In Reference To: Open Road Expenses

File No.: 2339-0000

Costs and Disbursements

Telephone

Telephone Conference Service	\$43.75
	<hr/> \$43.75

Online Research

Pacer - September 2018	\$67.80
Lexis - September 2018	\$4,574.97
Westlaw - September 2018	\$887.10
	<hr/> \$5,529.87

Travel

Airfare from LAX to PHL on 09/06/18 for W. Holt	\$1,313.00
Airfare from PHL to LAX on 09/07/18 for W. Holt	\$1,313.00
Hotel on 09/06/18 thru 09/07/18 for W. Holt	\$328.90
Transportation on 09/06/18 & 09/07/18 for W. Holt	\$192.00
Airfare from LAX to PHL on 09/06/18 for J. Weiss	\$1,312.20
Transportation to LAX on 09/06/18 for J. Weiss	\$65.72
Hotel on 09/06/18 thru 09/07/18 for J. Weiss	\$328.90

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Airfare from JFK to LAX on 09/08/18 for J. Weiss	\$442.20
Transportation from LAX on 09/09/18 for J. Weiss	\$75.79
	<u>\$5,371.71</u>
Total Costs and Disbursements	<u>\$10,945.33</u>

For Services Rendered Through 9/30/2018

In Reference To: Case Administration

File No.: 2339-0001

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/6/2018	SDP	Research re contact information for 40 largest parties	1.60	\$600.00
	SMG	Update pleading tracker for second day hearing	0.20	\$125.00
	MLT	Analyze docket report	0.10	\$124.50
	SDP	Analyze film agreements and contracts re service information	1.40	\$525.00
	WLH	Analyze correspondence re case filings, judge assignments, hearing dates, and 341 meeting dates (numerous)	0.40	\$358.00
	SMG	Review draft affidavit of service and exchange e-mail correspondence with S. Pearson re same	0.10	\$62.50
	SDP	Exchange e-mail correspondence with N. Morales re affidavit of service for notice of first day hearing and agenda	0.20	\$75.00
	MLT	Analyze correspondence from J. Weiss and A. Agam re U.S. Trustee diligence re cash management motion	0.10	No Charge
	MLT	Exchange e-mail correspondence with R. Poppiti re case filing, assignment of Judge, first-day hearing, second-day hearing, and committee formation meeting	0.10	\$124.50
	SDP	Analyze correspondence from R. Poppiti re contact information for 40 largest list	0.10	\$37.50
	SDP	Analyze e-mail correspondence between R. Poppiti, J. Weiss, M. Smith re filing (multiple)	0.20	\$75.00
	SDP	Analyze e-mail correspondence between M. Smith and A. Logan re filed petitions (multiple)	0.20	\$75.00
	SDP	Analyze correspondence from R. Poppiti re first day pleadings	0.10	\$37.50
	SDP	Analyze correspondence from R. Poppiti re first day hearing	0.10	\$37.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SDP	Prepare correspondence to R. Poppiti, I. Bambrick, S. Gurvitz, and DRC re additional 40 largest contact information	0.10	\$37.50
	SDP	Exchange e-mail correspondence with N. Morales re affidavit of service for notice of first day hearing and agenda; analyze same	0.30	No Charge
	SDP	Analyze correspondence from A. Logan re case website	0.10	\$37.50
	SDP	Exchange e-mail correspondence with A. Logan and M. Smith re 40 largest list (multiple)	0.30	\$112.50
	SDP	Analyze e-mail correspondence between K. Sutharshana, A. Logan, and S. Gurvitz re various film agreement counterparties (multiple)	0.40	\$150.00
	SDP	Exchange e-mail correspondence with A. Logan re update to case website	0.20	\$75.00
	SDP	Exchange e-mail correspondence with A. Logan and M. Smith re noticing protocol	0.20	\$75.00
	SDP	Exchange e-mail correspondence with K. Sutharshana and A. Logan re 40 largest list and creditor matrix (multiple)	0.30	\$112.50
9/7/2018	SMG	Exchange e-mail correspondence with R. Poppiti and M. Smith re pleadings for second day hearing	0.10	\$62.50
	SDP	Analyze correspondence from A. Logan re filed creditor matrix	0.10	\$37.50
	SDP	Prepare correspondence to J. Gutfreund re first day pleadings and Open Road Film's voluntary petition	0.10	\$37.50
9/8/2018	MLT	Analyze critical dates memo	0.10	\$124.50
	SDP	Analyze correspondence from I. Bambrick re critical dates memo	0.10	\$37.50
	SDP	Analyze correspondence from A. Agam re deposition schedule	0.10	No Charge
9/10/2018	SDP	Analyze correspondence from I. Bambrick re critical dates memo	0.10	\$37.50
9/11/2018	SMG	Finalize second day motions for filing	0.30	\$187.50
	SDP	Analyze docket update	0.10	\$37.50
	SMG	Analyze critical dates memo and update case deadlines re same	0.70	\$437.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Exchange e-mail correspondence with M. Yoshimura re critical dates memo	0.10	\$62.50
	MSA	Confer with M. Tuchin re call with A. Agam	0.10	\$89.50
	MLT	Exchange e-mail correspondence re debtors' website	0.10	\$124.50
	SMG	Exchange e-mail correspondence with A. Agam re second day motions	0.10	\$62.50
	SMG	Call with A. Agam re second day motions	0.10	\$62.50
	SMG	Exchange e-mail correspondence with R. Poppiti re second day motions for filing (multiple)	0.10	\$62.50
	SDP	Analyze correspondence from J. Burlacu re OCP motion	0.10	\$37.50
	SDP	Analyze correspondence from E. Calderon re noticing inquiry	0.10	\$37.50
	SDP	Manage data room files	0.10	\$37.50
9/12/2018	MLT	Analyze correspondence from C. Jenkins re website issues	0.10	\$124.50
	JMW	Exchange e-mail correspondence with C. Jenkins re Open Road website	0.10	\$72.50
	SMG	Call with M. Yoshimura re dates and deadlines memo	0.10	\$62.50
	SDP	Analyze correspondence from S. Kim re service request	0.10	No Charge
	MSA	Review email from A. Agam re BRG response to NDA	0.10	\$89.50
	MSA	Review email exchanges with A. Agam and J. Ellis re BRG	0.20	\$179.00
9/13/2018	SDP	Revise secured parties list	0.10	\$37.50
	SDP	Confer with with S. Gurvitz re secured parties list	0.10	No Charge
	SDP	Exchange e-mail correspondence with A. Logan re secured parties list	0.30	No Charge
	SMG	Exchange e-mail correspondence with A. Logan (DRC) re secured parties service list (multiple)	0.20	\$125.00
9/14/2018	SDP	Analyze correspondence from M. Smith re docket update	0.10	\$37.50
	SDP	Manage data room files	0.10	\$37.50
9/17/2018	SMG	Follow up with S. Pearson re service issues	0.10	No Charge
	SDP	Exchange e-mail correspondence with A. Logan re 2002 service list	0.20	\$75.00

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SDP	Exchange e-mail correspondence with A. Logan re final creditor matrix	0.20	\$75.00
9/21/2018	SDP	Analyze docket upate	0.10	\$37.50
	JMW	Analyze clean and blackline copies of second day orders	0.50	\$362.50
	SDP	Manage data room files	0.10	\$37.50
9/24/2018	KNK	Prepare correspondence to S. Pearson re conflict search	0.10	No Charge
	KNK	Analyze correspondence from S. Pearson re conflict search	0.10	No Charge
	SDP	Analyze correspondence from S. Kim re service of documents	0.10	No Charge
9/25/2018	SMG	Review notice of case commencement and correspondence re thereto	0.10	\$62.50
	SMG	Exchange e-mail correspondence with M. Yoshimura re Sleepless entity TIN	0.10	\$62.50
9/26/2018	SDP	Analyze correspondence from E. Calderon re service of documents	0.10	\$37.50
9/27/2018	SDP	Analyze correspondence from M. Smith re docket update	0.10	\$37.50
9/28/2018	MLT	Analyze entered orders entered by court without hearing	0.20	\$249.00
	SDP	Analyze supplemental docket update	0.10	\$37.50
	SMG	Review docket update from M. Smith	0.20	\$125.00
	SDP	Analyze correspondence from M. Smith re docket update	0.10	\$37.50
	SDP	Analyze correspondence from M. Smith re service of second day orders	0.10	No Charge
	SDP	Analyze correspondence from S. Kim re service of second day orders	0.10	No Charge
Professional Services Rendered			13.80	\$6,435.00

For Services Rendered Through 9/30/2018

In Reference To: Business Operations

File No.: 2339-0003

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/6/2018	JMW	Analyze letters to banks re case commencement and automatic stay	0.10	\$72.50
	WLH	Analyze correspondence from A. Agam and J. Weiss re cost allocations	0.10	\$89.50
	SDP	Analyze correspondence from M. Tuchin re Lakeshore Entertainment	0.10	No Charge
	MLT	Analyze correspondence from R. Friedman, A. Agam, and L. Schaeffer re press release re filing	0.10	\$124.50
	JMW	Exchange e-mail correspondence with A. Agam and C. Jenkins (multiple) re employee and other expense allocations	0.30	\$217.50
	SDP	Analyze correspondence from A. Agam re Lakeshore Entertainment	0.10	\$37.50
	SDP	Analyze correspondence from M. Yoshimura re Lakeshore Entertainment	0.10	No Charge
	SMG	Revise letters to banks re account closures and exchange e-mail correspondence with M. Yoshimura re same	0.20	\$125.00
9/7/2018	SMG	Exchange e-mail correspondence with M. Yoshimura re general vendor communications	0.10	\$62.50
	SMG	Exchange e-mail correspondence with A. Agam and M. Ellis re Comscore vendor communication	0.10	\$62.50
	WLH	Exchange emails with R. Poppitti (YCST) re affiliate payments	0.10	\$89.50
	SMG	Exchange e-mail correspondence with I. Bambrick re letters to banks re entry of cash management order	0.10	\$62.50
	SMG	Exchange e-mail correspondence with R. Poppitti re general vendor communications	0.10	\$62.50
	SMG	Revise letters to banks re entry of cash management order and exchange e-mail correspondence with M. Yoshimura re same	0.20	\$125.00
9/10/2018	MLT	Exchange e-mail correspondence with A. Agam, C. Jenkins, and M. Sountas-Argiropoulos re confidentiality	0.10	No Charge
	WLH	Exchange e-mail correspondence with C. Jenkins re response to letter re "Home Again"	0.20	\$179.00
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re operational issues re Lakeshore	0.10	\$89.50
9/11/2018	WLH	Analyze options re Playmobil transaction	0.10	\$89.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Analyze email from C. Jenkins (FTI) re proposal for new Lakeshore agreement and implications of same	0.30	\$268.50
	WLH	Analyze Playmobil quitclaim document for film rights	0.20	\$179.00
	WLH	Exchange e-mail correspondence with M. Tuchin and J. Weiss re issues re Lakeshore proposal	0.10	\$89.50
	MLT	Analyze correspondence from C. Jenkins re AXL and Artemis	0.20	\$249.00
	MLT	Telephone conference with A. Agam re Playmobil agreement	0.10	\$124.50
	WLH	Prepare correspondence to C. Jenkins (FTI) re initial comments and questions re Lakeshore proposal	0.20	\$179.00
9/12/2018	JMW	Analyze correspondence from C. Jenkins re AXL and Hotel Artemis proposals	0.30	\$217.50
	JMW	Analyze proposed film clip licensing agreements	0.30	\$217.50
	JMW	Exchange e-mail correspondence with C Jenkins re clip licensing deal	0.20	\$145.00
	SMG	Call with M. Yoshimura re bank accounts	0.10	\$62.50
	JMW	Prepare correspondence to M. Curtis re PlayMobil shoot issues	0.10	\$72.50
	JMW	Exchange e-mail correspondence with Kim Russo (Trailer Park) re vendor status	0.10	\$72.50
	WLH	Exchange e-mail correspondence with Jenkins (FTI) re Lakeshore services agreement proposal and process issues (multiple)	0.20	\$179.00
	WLH	Telephone conference with A. Agam (FTI) and C. Jenkins (FTI) re Lakeshore services agreement issues and process points	0.50	\$447.50
9/13/2018	JMW	Analyze proposed Arbela support agreement	0.20	\$145.00
	JMW	Exchange e-mail correspondence with FTI re Arbela agreement	0.10	\$72.50
	JMW	Exchange e-mail correspondence with A. Agam, C. Jenkins re Jo Dee computer purchase request	0.10	\$72.50
9/14/2018	JMW	Analyze draft Dish license agreement	0.20	\$145.00
	JMW	Analyze draft In Demand license agreement	0.10	\$72.50
	JMW	Analyze DACAs provided by FTI for bank accounts	0.20	\$145.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Exchange e-mail correspondence with J. Fradlin re ordinary course agreements	0.10	\$72.50
9/17/2018	WLH	Analyze correspondence re Universal contracts issues	0.10	\$89.50
	WLH	Analyze Universal agreements as applied to AXL release/street date	0.50	\$447.50
	MLT	Analyze correspondence from A. Agam and W. Holt re Film Nation	0.10	\$124.50
	MLT	Exchange e-mail correspondence with C. Jenkins, A. Agam, and W. Holt re distribution of AXL	0.10	\$124.50
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) and A. Amir (FTI) re Universal issues and next steps (multiple)	0.30	\$268.50
	WLH	Exchange e-mail correspondence A. Agam (FTI) re Film Nation issues (multiple)	0.20	\$179.00
9/18/2018	WLH	Analyze further documents and exchange correspondence re Universal distribution issues	0.20	\$179.00
	WLH	Analyze update re AXL/Universal issues	0.10	\$89.50
	MLT	Analyze correspondence from S. Nickerson re Universal	0.10	No Charge
	WLH	Telephone conference with C. Jenkins (FTI) and S. Nickerson re Universal/AXL issues	0.30	\$268.50
	WLH	Analyze correspondence from L. Schaeffer (FTI) re FilmNation questions	0.10	\$89.50
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re definitive film list	0.10	\$89.50
9/19/2018	WLH	Analyze correspondence from A. Agam (FTI) re Lakeshore issues	0.10	\$89.50
9/20/2018	MLT	Analyze correspondence from C. Jenkins re Lakeshore discussions	0.10	\$124.50
	JMW	Telephone conference with A. Agam, W. Holt re various operational issues	0.40	\$290.00
	WLH	Call M. Houston re Universal issues	0.10	\$89.50
	SMG	Exchange e-mail correspondence with R. Poppiti re revised proposed final orders for cash management and employee motions	0.10	\$62.50
	WLH	Telephone conference with A. Agam (FTI) re issues re blocked payroll funds	0.20	\$179.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Telephone conference with A. Amir and J. Weiss re several operational issues	0.30	\$268.50
	WLH	Exchange e-mail correspondence with A. McDow re confirmation of time for call re AXL	0.10	No Charge
9/21/2018	SMG	Review revised proposed cash management and employee orders (final)	0.20	\$125.00
	MLT	Analyze correspondence from W. Holt re Universal / Hotel Artemis and AXL	0.10	\$124.50
	WLH	Telephone conference with M. Houston re Universal issues; follow-up email to client	0.40	\$358.00
	MLT	Analyze correspondence from R. Poppiti and L. Richenderfer re forms of final orders on cash collateral, cash management, and employee wages and FTI information	0.10	No Charge
	WLH	Exchange e-mail correspondence with A. Agam (FTI) and C. Jenkins (FTI) re Lakeshore issues	0.10	\$89.50
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re Lakeshore update	0.10	\$89.50
9/22/2018	MLT	Analyze summary of Lakeshore issues from A. Agam	0.20	\$249.00
	WLH	Analyze A. Agam outline of AXL issues	0.10	\$89.50
	MLT	Analyze correspondence from A. Agam, C. Jenkins, and W. Holt re Universal and Lakeshore issues	0.10	\$124.50
9/23/2018	MLT	Analyze AXL Home Entertainment Term Sheet and Theatrical Services Agreement; analyze correspondence from M. Stephen, A. Agam, and W. Holt re same	0.40	\$498.00
	JMW	Analyze proposed AXL theatrical servicing agreement	0.20	\$145.00
	WLH	Analyze and follow up on proposal re Kennedy continued employment	0.50	\$447.50
	WLH	Analyze A. Agam comments on Kennedy document and revert with S. Mick re same	0.30	\$268.50
	WLH	Analyze further correspondence from C. Jenkins (FTI) re AXL issues	0.10	\$89.50
9/24/2018	WLH	Exchange e-mail correspondence A. Agam re AXL receipts and issues	0.20	\$179.00
	WLH	Analyze and react to revised draft Kennedy terms summary	0.20	\$179.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Analyze Lakeshore proposal re Home Entertainment; follow-up emails re same	0.30	\$268.50
	MLT	Analyze correspondence from C. Jenkins, E. Reid, S. Mick, A. Agam, and W. Holt re Lakeshore negotiations	0.20	\$249.00
	MLT	Analyze correspondence from R. Antonoff, A. Agam, and W. Holt re FilmNation	0.10	\$124.50
	WLH	Prepare correspondence to S. Mick re Kennedy employee term sheet	0.10	\$89.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re Show Dogs payment	0.10	\$89.50
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) and S. Mick re Kennedy agreement	0.10	\$89.50
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re participation on Endgame films	0.20	\$179.00
9/25/2018	WLH	Review and revise draft agreement re AXL home entertainment costs; circulate mark-up	0.30	\$268.50
	MLT	Analyze draft AXL Home Entertainment term sheet	0.20	\$249.00
	MLT	Analyze revised AXL Home Entertainment term sheet	0.10	\$124.50
	WLH	Analyze correspondence from A. Agam (FTI) and C. Jenkins (FTI) re AXL Home Entertainment issues (multiple)	0.20	\$179.00
	WLH	Analyze correspondence re timing of UCC comments re HE proposal	0.10	No Charge
	MLT	Analyze correspondence from A. Agam, A. Gary, C. Jenkins, S. Nickerson, and R. Friedman re AXL term sheet	0.10	\$124.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) and C. Jenkins (FTI) re AXL deal status	0.10	\$89.50
	WLH	Exchange further emails with S. Mick and FTI re AXL issues	0.30	\$268.50
	WLH	Call with A. Agam (FTI) re negotiations with Lakeshore re HE proposal and related issues	0.20	\$179.00
9/26/2018	WLH	Analyze correspondence re FilmNation invoices for Lakeshore	0.10	\$89.50
	WLH	Call with J. Dulberg (PSZJ) re status of UCC comments re AXL HE agreement	0.10	\$89.50
	WLH	Exchange correspondence with A. Amir and C. Jenkins (both FTI) re status and process of HE side agreement (numerous)	0.30	\$268.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/27/2018	WLH	Analyze and comment re draft Sonifi Agreement re AXL	0.30	\$268.50
	WLH	Analyze revised AXL HE Agreement and related emails	0.20	\$179.00
	WLH	Analyze correspondence from Lakeshore business people and counsel re HE Agreement	0.20	\$179.00
	MLT	Analyze correspondence from A. Agam, S. Nickerson, and W. Holt re AXL agreement	0.20	\$249.00
	JMW	Analyze correspondence from A. Agam re chart of prepetition invoices	0.20	\$145.00
	WLH	Exchange e-mail correspondence with J. Dulberg (PSZJ) re AXL HE contract	0.10	\$89.50
	WLH	Exchange e-mail correspondence with J. Dulberg re Lakeshore HE Agreement	0.10	\$89.50
	WLH	Telephone conference with C. Jenkins (FTI) re status of AXL HE Agreement	0.10	\$89.50
9/28/2018	WLH	Further revise HE Agreement based on emails with A. Tenzer and A. McDow	0.20	\$179.00
	WLH	Revise formatted AXL HE Agreement	0.20	\$179.00
	WLH	Analyze additional concept and exchange emails re HE Agreement issues	0.30	\$268.50
	WLH	Analyze and respond to question from S. Nickerson (OR) re Sonifi contact; review follow-up emails	0.20	\$179.00
	MLT	Analyze correspondence from S. Nickerson, A. Agam, and L. Brooks re AXL	0.20	\$249.00
	MLT	Analyze correspondence from M. Houston, J. Fradlin, A. Agam, and J. Ellis re City of Lies and FilmNation	0.10	\$124.50
	WLH	Exchange e-mail correspondence with Paul Hasting re HE term sheet status	0.10	\$89.50
	WLH	Telephone conference with A. Agam (FTI) re assorted operational issues	0.50	\$447.50
9/29/2018	WLH	Exchange e-mail correspondence with Paul Hastings re status of signoff on HE Agreement	0.10	No Charge
	WLH	Exchange e-mail correspondence with A. Agam re HE Agreement issues	0.10	\$89.50
9/30/2018	WLH	Analyze correspondence from A. Agam re Lakeshore and AXL issues	0.10	\$89.50

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Exchange e-mail correspondence with A. Tenzer re questions about AXL HE Agreement (multiple)	0.20	\$179.00
Professional Services Rendered			20.00	\$17,209.00

For Services Rendered Through 9/30/2018

In Reference To: Creditor Inquiries

File No.: 2339-0004

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/6/2018	WLH	Analyze Lakeshore involvement in case	0.10	\$89.50
	JMW	Exchange e-mail correspondence with R. Zur re inquiries re case	0.10	\$72.50
	MLT	Exchange e-mail correspondence with A. McDow re Lakeshore claim; exchange e-mail correspondence with M. Yoshimura and A. Agam (FTI) re same	0.10	\$124.50
9/7/2018	WLH	Analyze issues re inbound producer requests and process to handle same	0.50	\$447.50
	SDP	Telephone conference with D. Magnotta re proof of claim form	0.10	No Charge
	WLH	Exchange emails with Guilds' counsel re responses to their information and consent requests (numerous)	0.40	\$358.00
	WLH	Exchange emails with M. Ellis (FTI) re draft vendor communication	0.10	\$89.50
9/8/2018	WLH	Exchange emails with A. McDow re AXL proceeds and follow up with A. Agam re same	0.20	\$179.00
9/9/2018	MLT	Telephone conference with J. Dulberg, D. Grassgreen, R. Feinstein, and J. Weiss re background	0.70	\$871.50
	JMW	Telephone conference with J. Dulberg, D. Grassgreen, R. Feinstein, and M. Tuchin re background	0.70	\$507.50
	JMW	Telephone conference with R. Zur (counsel to certain creditors) re case status	0.10	\$72.50
9/10/2018	WLH	Analyze issues re confidentiality considerations re BRG; related emails	0.30	\$268.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Exchange e-mail correspondence with C. Jenkins re Lakeshore meeting with business people	0.10	\$89.50
	MSA	Exchange emails with FTI and working group re confidentiality provisions and BRG	0.20	\$179.00
9/11/2018	SMG	Prepare confidential access motion	0.20	\$125.00
	MLT	Analyze draft confidentiality agreement	0.10	\$124.50
	WLH	Analyze correspondence from A. Tenzer (Paul Hastings) re Playmobil issues	0.20	\$179.00
	WLH	Analyze issues re discussions with Comerica re its financing role	0.20	\$179.00
	WLH	Prepare correspondence to M. Tuchin re Comerica issue	0.20	\$179.00
	MLT	Exchange e-mail correspondence with A. Agam and R. Poppiti re committee formation meeting	0.10	\$124.50
	MLT	Analyze correspondence from J. Ellis and M. Sountas-Argiropoulos re confidentiality concerns	0.10	\$124.50
	MLT	Telephone conference with J. Ellis re confidentiality agreement	0.20	\$249.00
	MLT	Telephone conference with A. Agam re confidentiality agreement	0.10	\$124.50
	WLH	Telephone conference with J. Kohanski re Guild meetings; follow-up re same	0.20	\$179.00
	WLH	Exchange e-mail correspondence with A. McDow re AXL issues	0.20	\$179.00
	WLH	Telephone conference with A. McDow re AXL issues	0.20	\$179.00
	WLH	Exchange e-mail correspondence with J. Kohanski re follow-up issues for call, including meeting scheduling (multiple)	0.20	\$179.00
	MSA	Review email exchanges with FTI and J. Ellis re confidentiality provisions	0.30	\$268.50
	MSA	Review and exchange emails A. Agam re confidentiality provisions and BRG	0.20	\$179.00
	MSA	Call with A. Agam re confidentiality provisions and BRG	0.40	\$358.00
9/12/2018	MLT	Telephone conference with R. Itkin re background	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/13/2018	JMW	Prepare for creditors' committee formation meeting (analyze agreements related to Top 40 creditors)	2.30	\$1,667.50
	JMW	Analyze presentation to creditors by potential committee financial advisor	0.20	\$145.00
	MLT	Exchange e-mail correspondence with management and FTI re committee formation meeting	0.10	\$124.50
	MLT	Telephone conference with A. Agam re BRG's due diligence	0.10	\$124.50
	MLT	Telephone conference with J. Ellis re committee formation meeting	0.10	\$124.50
	MLT	Exchange e-mail correspondence with M. Dundon re committee formation meeting	0.10	\$124.50
	MLT	Exchange e-mail correspondence with A. Tenzer re committee formation meeting	0.10	\$124.50
	SMG	Return creditor call from A. Erdin	0.10	\$62.50
9/14/2018	MLT	Analyze Notice of Committee Formation; exchange e-mail correspondence with management and FTI re same and selection of counsel	0.10	\$124.50
	JMW	Follow up analysis re claims of claimants seeking to be on committee	1.80	\$1,305.00
	JMW	Analyze notice of committee appointment	0.10	\$72.50
	WLH	Analyze notice of Committee appointment	0.10	\$89.50
	SMG	Review notice of appointment of committee	0.10	\$62.50
	MLT	Confer with W. Holt re preparations for call with Comerica counsel	0.10	\$124.50
	WLH	Confer with M. Tuchin re preparation for call with Comerica counsel	0.10	\$89.50
	WLH	Confer with J. Weiss re Committee formation update	0.20	\$179.00
	MLT	Telephone conference with J. Ellis and J. Weiss re committee formation	0.10	\$124.50
	JMW	Telephone conference with J. Ellis, M. Tuchin re formation meeting	0.10	\$72.50
	WLH	Exchange e-mail correspondence with J. Reisner (Irell) re discussion request re The Promise	0.10	\$89.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Telephone conference with J. Reisner and M. Tuchin re The Promise and Max Steel	0.30	\$268.50
	SMG	Call with M. Delaney (Robbins Kaplan) re sale and bid procedures motion and bankruptcy case status	0.10	\$62.50
	MLT	Analyze correspondence from Promise Acquisition re The Promise	0.10	\$124.50
	MLT	Telephone conference with J. Reisner and W. Holt re The Promise and Max Steel	0.30	\$373.50
	MLT	Exchange e-mail correspondence with R. Feinstein re committee formation and next steps	0.10	\$124.50
	JMW	Follow up calls with L. Richenderfer and R. Poppiti re committee formation	0.30	\$217.50
	WLH	Prepare correspondence to A. Agam (FTI) and C. Jenkins (FTI) re summary of Comerica information request	0.30	\$268.50
	JMW	Attend telephonically initial session of committee formation meeting	1.10	\$797.50
9/15/2018	WLH	Exchange emails with R. Feinstein (PSZJ) re kick-off call with Committee counsel	0.10	\$89.50
9/16/2018	MLT	Prepare outline for call with committee counsel	0.40	\$498.00
	WLH	Email Committee counsel re First-Day Hearing transcript	0.10	\$89.50
	WLH	Telephone conference with D. Grassgreen, R. Feinstein, J. Dulberg, J. Weiss, M. Tuchin re committee kick off call	1.60	\$1,432.00
	MLT	Telephone conference with D. Grassgreen, R. Feinstein, J. Dulberg, J. Weiss, W. Holt re committee kick off call	1.60	\$1,992.00
	JMW	Telephone conference with D. Grassgreen, R. Feinstein, J. Dulberg, M. Tuchin, W. Holt re committee kick off call	1.60	\$1,160.00
9/17/2018	MLT	Revise committee confidentiality agreement	0.40	\$498.00
	JMW	Revise confidentiality and common interest agreement with creditors' committee	0.50	\$362.50
	SMG	Prepare committee common interest agreement	0.50	\$312.50
	RJS	Prepare committee NDA	0.90	\$540.00
	MLT	Analyze common interest agreement	0.30	\$373.50
	MLT	Telephone conference with J. Ellis re committee due diligence	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Exchange e-mail correspondence with FTI re committee due diligence	0.10	\$124.50
	WLH	Telephone conference with R. Antonoff (Blank Rome) re Film Nation issues	0.30	\$268.50
	WLH	Prepare correspondence to Guilds' counsel re follow-up on issues from meeting	0.30	\$268.50
	MLT	Exchange e-mail correspondence with R. Feinstein re committee due diligence	0.10	\$124.50
	SMG	Call with D. Viter (RCC) re sale process and bankruptcy case status	0.10	\$62.50
9/18/2018	JMW	Revise committee confidentiality agreement pursuant to committee comments	0.20	\$145.00
	MLT	Analyze revised committee confidentiality agreement	0.10	\$124.50
	WLH	Analyze correspondence re Committee confidentiality issues	0.10	\$89.50
	WLH	Analyze correspondence from R. Antonoff (Blank Rome) re FilmNation issues and questions	0.20	\$179.00
	WLH	Analyze and follow-up on further Guild requests	0.30	\$268.50
	WLH	Prepare correspondence to J. Dulberg (PSZJ) re lien analysis materials	0.20	\$179.00
	WLH	Exchange e-mail correspondence with J. Weiss re comments re PSZJ issues with proposed Confi Agreement	0.10	\$89.50
	MLT	Analyze correspondence from A. Agam re committee due diligence	0.10	\$124.50
	WLH	Exchange e-mail correspondence with J. Dulberg (PSZJ) re Committee information requests	0.10	\$89.50
	WLH	Prepare correspondence to J. Reisner (Irell) re response to Comerica information requests	0.10	\$89.50
	WLH	Prepare correspondence to Guilds' counsel re second follow-up meeting email	0.20	\$179.00
	WLH	Exchange e-mail correspondence with A. Tenzer (PH) re creditor document and information requests	0.20	\$179.00
	WLH	Prepare further correspondence to Guilds' counsel re diligence questions	0.30	\$268.50
	WLH	Prepare correspondence to Guilds' counsel re final responses to open questions	0.20	\$179.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MSA	Review email exchanges with A. Tenzer at Paul Hastings re committee requests	0.10	\$89.50
	MLT	Exchange e-mail correspondence with J. Dulberg, R. Feinstein, A. Agam, A. Cohen, and J. Weiss re confidentiality agreement and common interest agreement	0.20	\$249.00
	MLT	Analyze correspondence from D. Grassgreen, M. Litvak, and M. Sountas-Argiropoulos re perfection analysis	0.10	\$124.50
	MLT	Analyze correspondence from J. Dulberg re conflict check	0.10	No Charge
	JMW	Exchange e-mail correspondence J. Dulberg (several) re negotiations over committee confidentiality agreement	0.40	\$290.00
	JMW	Telephone conference with J. Dulberg re confidentiality agreement	0.10	\$72.50
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re response to Comerica information requests (multiple)	0.20	\$179.00
	WLH	Prepare correspondence to FTI team re FilmNation questions and responses to same	0.20	\$179.00
	WLH	Telephone conference with C. Jenkins (FTI) re segregated account info for Guilds	0.10	\$89.50
	SMG	Call with S. Mohamed (Fox) re bankruptcy case	0.10	\$62.50
	SMG	Call with S. Mohamed (Fox) re voluntary petitions	0.10	\$62.50
9/19/2018	WLH	Prepare and circulate draft response to R. Antonoff re FilmNation issues	0.70	\$626.50
	WLH	Analyze correspondence from M. Litvak (PSZJ) re copyright mortgages	0.10	\$89.50
	WLH	Analyze comments from C. Jenkins (FTI) re draft FilmNation response email	0.10	\$89.50
9/20/2018	WLH	Revise draft response to R. Antonoff re FilmNation issues	0.30	\$268.50
	WLH	Further revise response re FilmNation based on J. Fradlin comments	0.20	\$179.00
	MLT	Exchange e-mail correspondence with A. Agam re committee due diligence	0.10	No Charge
	WLH	Exchange e-mail correspondence with R. Feinstein and J. Dulberg (both PSZJ) re extension request and open budget issues	0.10	\$89.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Prepare correspondence to PSZJ team re follow-up re extension deadline request	0.10	\$89.50
	WLH	Finalize and transmit response to R. Antonoff	0.10	No Charge
	WLH	Exchange e-mail correspondence with A. McDow and J. Reisner re cash collateral issues and possible resolution of same	0.30	\$268.50
	WLH	Further correspondence with A. McDow re AXL issues	0.10	\$89.50
	MLT	Analyze correspondence from J. Dulberg re extension of objection deadlines; analyze correspondence from R. Feinstein re committee due diligence and cash collateral discussion; analyze correspondence from A. Agam re committee due diligence	0.10	\$124.50
	WLH	Analyze and respond to email from A. Agam re FilmNation response	0.20	\$179.00
9/21/2018	MLT	Analyze committee mark-up of confidentiality agreement	0.20	\$249.00
	JMW	Analyze new Committee comments to NDA	0.10	\$72.50
	MLT	Analyze correspondence from A. Agam and management team re committee due diligence	0.10	\$124.50
	WLH	Telephone conference with K. Owens and J. Weiss re questions from Endgame (only part of call)	0.30	\$268.50
	JMW	Exchange e-mail correspondence with J. Dulberg re revisions to Committee NDA	0.10	\$72.50
	WLH	Call with Lakeshore business people, A. McDow and FTI team re AXL issues	1.10	\$984.50
9/22/2018	WLH	Analyze correspondence re Committee confidentiality issues (multiple)	0.10	\$89.50
	MLT	Telephone conference with Pachulski Stang, Dundon Advisors, and FTI re AXL, Guilds, and cash collateral	1.20	\$1,494.00
	MLT	Exchange e-mail correspondence with J. Dulberg re confidentiality agreement	0.10	\$124.50
	WLH	Telephone conference with Pachulski Stang, Dundon Advisors, and FTI re AXL, Guilds, and cash collateral	1.20	\$1,074.00
9/23/2018	JMW	Exchange e-mail correspondence with J. Dulberg re final committee confidentiality agreement	0.20	\$145.00
9/24/2018	WLH	Analyze and follow-up on info requests from R. Antonoff	0.20	\$179.00

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Telephone conference with Bank Leumi counsel re information request	0.20	\$179.00
	WLH	Analyze client response to request from R. Antonoff re FilmNation questions	0.30	\$268.50
	WLH	Telephone conference with A. McDow re status of Lakeshore negotiations, etc.	0.30	\$268.50
	WLH	Prepare correspondence to A. Tenzer and J. Kohanski re Guild residual estimates	0.20	\$179.00
	MLT	Analyze correspondence from R. Feinstein and A. Tenzer re cash collateral and bid procedures orders	0.20	\$249.00
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re Guild audit question	0.10	\$89.50
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re further Guilds information request	0.10	\$89.50
9/27/2018	WLH	Respond to R. Antonoff email re FilmNation invoices	0.30	\$268.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re response to Stampede	0.10	\$89.50
9/28/2018	WLH	Analyze request from M. Houston re City of Lies information	0.20	\$179.00
	WLH	Analyze request from Bank Leumi counsel re FilmNation invoices	0.10	\$89.50
	WLH	Correspond with M. Houston re City of Lies information	0.10	\$89.50
9/29/2018	WLH	Exchange e-mail correspondence with OR team re materials to respond to Bank Leumi requests	0.10	\$89.50
Professional Services Rendered			38.30	\$34,474.00

For Services Rendered Through 9/30/2018

In Reference To: Use, Sale, Lease of Assets

File No.: 2339-0005

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/6/2018	JDY	Analyze bid procedures	0.40	\$300.00
	RJS	Analyze bid procedures motion and first-day declaration	0.60	\$360.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Prepare updated APA and circulate to management	0.30	\$180.00
	JIG	Analyze Open Road distribution agreements	4.80	\$3,960.00
	MLT	Exchange e-mail correspondence with FTI re marketing process	0.10	\$124.50
	SDP	Analyze e-mail correspondence between R. Poppiti and S. Gurvitz re bid procedures motion	0.20	\$75.00
	SMG	Exchange e-mail correspondence with R. Poppiti re service of bid procedures motion	0.10	\$62.50
	SMG	Exchange e-mail correspondence with N. Voorhies re sale process	0.10	\$62.50
9/7/2018	SDP	Analyze correspondence from S. Gurvitz re service of bid procedures motion	0.10	\$37.50
	MLT	Exchange e-mail correspondence with J. Gutfreund re sale process	0.10	\$124.50
	MLT	Analyze correspondence from R. Wynne re sale process; exchange e-mail correspondence with FTI re same	0.10	\$124.50
	SDP	Analyze correspondence from E. Calderon re service of bid procedures motion	0.10	\$37.50
	SDP	Analyze correspondence from A. Logan re service of bid procedures motion	0.10	\$37.50
	WLH	Exchange emails with R. Poppitti and S. Gurvitz re additional service suggestions re sale motion	0.10	\$89.50
	SMG	Exchange e-mail correspondence with A. Logan re revised service of bid procedures motion	0.10	\$62.50
9/8/2018	MLT	Telephone conference with FTI re sale process	0.60	\$747.00
	MLT	Exchange e-mail correspondence with FTI re sale process	0.30	\$373.50
	MLT	Telephone conference with bidder counsel, and FTI re sale process	0.20	\$249.00
	MLT	Prepare correspondence tp counsel and J. Yi re bid procedures	0.10	\$124.50
	SDP	Analyze correspondence from R. Poppiti re service of bid procedures motion	0.10	\$37.50
	JDY	Conference call with bidder, FTI and M. Tuchin re stalking horse bid	0.30	\$225.00
	RJS	Call with counsel for potential bidder re sale process	0.30	\$180.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/11/2018	MLT	Analyze correspondence from A. Cohen re sale process	0.10	\$124.50
	MLT	Exchange e-mail correspondence with A. Tenzer, A. Agam, and J. Ellis re Playmobil agreement	0.10	\$124.50
9/12/2018	RJS	Research re applicability of HSR in connection with the proposed sale	0.60	\$360.00
	RJS	Prepare updated APA for circulation to bidders	0.80	\$480.00
	MLT	Call with management and FTI re sale process	0.80	\$996.00
	MLT	Analyze correspondence from J. Ellis re APA; exchange e-mail correspondence with A. Cohen re same	0.10	\$124.50
	MLT	Analyze correspondence from A. Cohen, and L. Schaeffer re sale process	0.10	\$124.50
	JMW	Telephone conference with J. Bjork, A. Agam re sale proceeds	0.10	\$72.50
	JMW	Telephone conference with Company and FTI re sale process update	0.80	\$580.00
	RJS	Call with management and FTI re sale process	0.80	\$480.00
	JDY	Conference call with management and FTI re sale process	0.80	\$600.00
9/13/2018	SMG	Prepare proposed sale order	1.30	\$812.50
	MLT	Exchange e-mail correspondence with A. Agam re sale process	0.10	No Charge
	MLT	Telephone conference with J. Ellis re call with bidder's counsel and sale process	0.10	\$124.50
	MLT	Call with bidder's counsel re sale process	0.10	\$124.50
	RJS	Exchange email correspondence with potential tax counsel for debtors	0.20	\$120.00
	JMW	Telephone conference with counsel for potential buyer re sale process	0.10	\$72.50
	JDY	Call with bidder's counsel re sale process	0.10	\$75.00
9/14/2018	SMG	Draft sale order	2.90	\$1,812.50
	RJS	Diligence review of additional contracts provided by the Company	3.20	\$1,920.00
	MLT	Telephone conference with J. Ellis and J. Weiss re sale process	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Analyze correspondence from D. Cohen and J. Weiss re sale order	0.10	\$124.50
	JMW	Telephone conference with J. Ellis, M. Tuchin re sale process	0.10	\$72.50
	JMW	Analyze updates and annotations from J. Fradlin (two) re data room uploads	0.20	\$145.00
	JMW	Exchange e-mail correspondence with D. Cohen re sale order	0.10	\$72.50
9/15/2018	MLT	Exchange e-mail correspondence with A. Cohen and L. Schaeffer re sale process issues	0.20	\$249.00
	MLT	Exchange e-mail correspondence with A. Agam re City of Lies	0.10	\$124.50
9/16/2018	MLT	Analyze draft sale process update	0.20	\$249.00
	JMW	Analyze draft sale process update deck	0.20	\$145.00
	MLT	Analyze correspondence from A. Agam re sale update; prepare correspondence to management and FTI re same	0.10	\$124.50
9/17/2018	MLT	Prepare for lender call re sale process update	0.20	\$249.00
	SMG	Prepare sale order (continue)	0.90	\$562.50
	RJS	Prepare seller disclosure schedules template and circulate to FTI	1.10	\$660.00
	RJS	Prepare exhibits to APA	1.70	\$1,020.00
	MLT	Analyze revised sale process update	0.10	\$124.50
	MLT	Analyze NDAs re lender inquiry	0.40	\$498.00
	MLT	Analyze bidder's due diligence request list	0.30	\$373.50
	JMW	Analyze sale process NDA	0.10	\$72.50
	JMW	Analyze potential stalking horse diligence requests	0.10	\$72.50
	JDY	Review and comment on form of assignment agreement, bill of sale and IP assignment	0.50	\$375.00
	JDY	Comment on disclosure schedules	0.30	\$225.00
	JDY	Review and analyze NDA from potential bidder	0.30	\$225.00
	RJS	Analyze legal diligence request list from bidder's counsel	0.30	\$180.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Exchange e-mail correspondence with management and FTI re sale process update	0.10	\$124.50
	MLT	Exchange e-mail correspondence with FTI re NDA analysis	0.30	\$373.50
	MLT	Telephone conference with J. Ellis re sale process	0.10	\$124.50
	MLT	Call with lender group and advisors re sale process update	0.70	\$871.50
	MLT	Analyze correspondence from M. Carroll and R. Smith re sale documentation	0.10	\$124.50
	MLT	Prepare correspondence to S. Williams and A. Tenzer re sale process NDA	0.10	No Charge
	JMW	Telephone conference with lenders and advisors re sale process update	0.70	\$507.50
9/18/2018	JMW	Revise draft sale order	0.80	\$580.00
	WLH	Revise draft sale order	0.30	\$268.50
	SMG	Prepare sale order (continue)	0.20	\$125.00
	RJS	Revise sale order	0.60	\$360.00
	JDY	Analyze OR membership interest purchase agreement	0.60	\$450.00
	RJS	Diligence review of purchase agreement and schedules from prior sale transactions	0.50	\$300.00
	RJS	Analyze responses to bidder diligence requests	0.80	\$480.00
	MLT	Analyze correspondence from A. Ribal re buyer due diligence responses	0.40	\$498.00
	MLT	Analyze correspondence from D. Weiner re NDA; exchange e-mail correspondence with A. Cohen re same	0.10	\$124.50
9/19/2018	RJS	Revise escrow agreement	1.70	\$1,020.00
	MLT	Analyze proposed sale order	0.90	\$1,120.50
	RJS	Diligence review foreign distribution agreements	2.10	\$1,260.00
	RJS	Exchange email correspondence with bidder's counsel and FTI re legal diligence requests	0.30	\$180.00
9/20/2018	RJS	Revise escrow agreement	1.60	\$960.00
	JDY	Review and comment on escrow agreement	0.60	\$450.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Diligence review of free TV agreements	1.20	\$720.00
	RJS	Call with FTI and management re APA disclosure schedules	0.40	\$240.00
	MLT	Analyze correspondence from M. Sharf re sale order	0.10	\$124.50
	MLT	Analyze correspondence from A. Jakubowski re data room access; analyze correspondence from M. Tuccio re NDA	0.10	No Charge
	JMW	Exchange e-mail correspondence with M. Sharf re objection to sale order	0.10	\$72.50
	JDY	Call with FTI and OR re APA schedules	0.30	\$225.00
9/21/2018	RJS	Prepare issues list for bidder's comments to APA	5.50	\$3,300.00
	RJS	Analyze Young Conaway's comments to sale order	0.30	\$180.00
	MLT	Analyze Young Conaway's comments to sale order	0.20	\$249.00
	MLT	Analyze mark-up of APA from potential stalking horse bidder	1.80	\$2,241.00
	JMW	Analyze Young Conaway sale order markup	0.10	No Charge
	WLH	Analyze revised draft of the sale order	0.10	No Charge
	JDY	Analyze APA markup from potential stalking horse	1.20	\$900.00
	JDY	Comment on APA issues list	0.80	\$600.00
	JIG	Analyze YCST comments to sale order	0.30	\$247.50
	MLT	Analyze correspondence from J. Weiss to M. Sharf (Film Musicians Secondary Markets Fund) re sale order	0.10	No Charge
	JDY	Exchange email correspondence with FTI and J. Gutfreund re APA	0.20	\$150.00
9/22/2018	MLT	Revise APA issues list	0.60	\$747.00
	WLH	Analyze M. Tuchin email re sale issues and follow-up re same	0.20	\$179.00
	WLH	Analyze and add to APA issues list	0.40	\$358.00
	RJS	Prepare updated issues list for bidder's comments to APA	1.40	\$840.00
	JIG	Analyze correspondence with YCST re sale order comments from purchaser's counsel	0.20	\$165.00
	MLT	Analyze correspondence from R. Poppiti re bid procedures and APA issues	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Exchange e-mail correspondence with R. Poppiti (YCST) re sale issues raised by bidder APA mark-up	0.10	\$89.50
9/23/2018	JDY	Revise issues list for bidder APA	0.20	\$150.00
	MLT	Analyze updated APA issues list	0.30	\$373.50
	JMW	Analyze potential stalking horse marked APA	0.60	\$435.00
	JMW	Analyze issues list from potential stalking horse APA	0.30	\$217.50
	WLH	Analyze correspondence from A. Agam (FTI) re sale issues	0.20	\$179.00
	WLH	Analyze further correspondence re sales process issues	0.10	\$89.50
	WLH	Analyze FTI reactions to potential stalking horse issues list	0.10	\$89.50
	WLH	Analyze management reactions to potential stalking horse issues list	0.10	\$89.50
	RJS	Prepare updated issues list for bidder's comments to APA	0.90	\$540.00
	JMW	Call with KTBS and FTI re issues list from potential stalking horse APA	0.90	\$652.50
	MLT	Exchange e-mail correspondence with A. Agam, A. Cohen, J. Gutfreund, and R. Friedman re APA mark-up	0.10	\$124.50
	MLT	Telephone conference with bidder's counsel re APA and bid procedures; prepare correspondence to FTI re same	0.10	\$124.50
	MLT	Exchange e-mail correspondence with bidder's counsel re APA mark-up	0.10	\$124.50
	WLH	Call with FTI team, J. Yi, J. Weiss, and R. Smith re sale issues	0.90	\$805.50
	JDY	Call with FTI re bidder APA	1.00	\$750.00
	RJS	Call with FTI re APA	1.00	\$600.00
9/24/2018	RJS	Revise escrow agreement	0.60	\$360.00
	RJS	Review updated diligence request list from bidder	0.40	\$240.00
	JDY	Review and comment on bidder purchase agreement	0.30	\$225.00
	RJS	Revise APA	3.20	\$1,920.00
	RJS	Analyze status and assets of GRE Puerto Rico	0.50	\$300.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Follow up re stalking horse inquiry re GRE Puerto Rico and exchange e-mail correspondence with R. Smith re same	0.20	\$125.00
	JDY	Confer with R. Smith re sale of PR subsidiary	0.20	\$150.00
	MLT	Exchange e-mail correspondence with A. Agam re sale process update	0.10	\$124.50
	RJS	Call with bidder's counsel re diligence requests	0.30	\$180.00
	RJS	Call with FTI re APA	1.00	\$600.00
9/25/2018	MLT	Analyze updated due diligence request list from potential bidder	0.20	\$249.00
	JMW	Analyze UST comments on bid procedures order	0.20	\$145.00
	WLH	Analyze UST comments re bid procedures	0.20	\$179.00
	SMG	Review U.S. Trustee markup of bid procedures order	0.20	\$125.00
	JDY	Review Citi comments to escrow agreement	0.30	\$225.00
	JDY	Comment on asset purchase agreement	0.50	\$375.00
	MLT	Calls with FTI re sale process (twice)	1.10	\$1,369.50
	MLT	Exchange e-mail correspondence with A. Agam and K. Rea re stalking horse issues	0.10	\$124.50
	MLT	Telephone conference with A. Agam re stalking horse negotiations	0.10	\$124.50
	JMW	Telephone conference with FTI, M. Tuchin, J. Yi re sale process update	0.60	\$435.00
	WLH	Telephone conference with A. Agam (FTI), C. Jenkins (FTI) and M. Tuchin re sales process and related issues	0.50	\$447.50
	JDY	Exchange email correspondence with J. Bowen and FTI re tax issues	0.20	\$150.00
	JDY	Call with FTI re sale process	0.60	\$450.00
9/26/2018	MLT	Revise sale process letter	0.30	\$373.50
	RJS	Review and revise bidder APA	1.20	\$720.00
	MLT	Analyze draft sale process letter (two versions)	0.40	\$498.00
	MLT	Analyze revised bid procedures order addressing concerns of U.S. Trustee	0.20	\$249.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze committee comments to bid procedures order	0.40	\$290.00
	JMW	Analyze draft sale process letters (several versions)	0.40	\$290.00
	WLH	Analyze correspondence re UCC bid procedures issues	0.10	\$89.50
	JDY	Review and analyze emails from FTI and OR re sale process	0.20	\$150.00
	JDY	Analyze process letters	0.20	\$150.00
	JDY	Confer with J. Weiss re APA	0.20	\$150.00
	RJS	Confer with S. Gurvitz re cure amounts	0.20	\$120.00
	MLT	Exchange e-mail correspondence with A. Cohen, K. Rea, L. Schaeffer, and A. Agam re draft sale process letter	0.10	\$124.50
	MLT	Exchange e-mail correspondence with J. Gutfreund and L. Schaeffer re stalking horse bidder negotiations	0.10	\$124.50
	MLT	Exchange e-mail correspondence with L. Schaeffer, A. Agam, and K. Rea re lender due diligence re sale process	0.10	\$124.50
	MLT	Telephone conference with R. Friedman, J. Gutfreund, L. Schaeffer, and A. Agam re stalking horse negotiations	0.20	\$249.00
	MLT	Telephone conference with bidder's counsel re sale process	0.10	\$124.50
	WLH	Exchange emails re extension of UCC objection deadline re bid procedures	0.10	No Charge
	MLT	Analyze correspondence from S. Kovach re stalking horse issues; exchange e-mail correspondence with L. Schaeffer, R. Friedman, and J. Gutfreund re same	0.10	\$124.50
	JMW	Exchange e-mail correspondence with J. Dulberg re committee comments to bid procedures order	0.20	\$145.00
	JMW	Prepare correspondence to lenders and UCC re form of APA comments	0.10	\$72.50
9/27/2018	RJS	Review and revise bidder APA	0.80	\$480.00
	MLT	Analyze Reservation of Rights of Endgame	0.10	\$124.50
	JMW	Analyze lender and UCC correspondence re revisions to bid procedures and milestones	0.50	\$362.50
	WLH	Analyze Endgame reservation of rights re bid procedures	0.10	\$89.50
	SMG	Review Endgame reservation of rights re bid procedures motion	0.10	\$62.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JDY	Review and comment on APA	3.50	\$2,625.00
	JIG	Analyze revisions to sale order	0.20	\$165.00
	WLH	Exchange e-mail correspondence with J. Weiss re status of bid procedures order	0.10	\$89.50
	SMG	Discuss contract issues with R. Smith re bid procedures and APA	0.20	\$125.00
	MLT	Analyze correspondence from M. Yoshimura, W. Holt, A. Cohen, A. Agam, and R. Smith re cure costs	0.20	\$249.00
	RJS	Call with FTI re APA	0.40	\$240.00
	JMW	Exchange e-mail correspondence with J. Dulberg re UCC bid procedures comments	0.10	\$72.50
	WLH	Exchange e-mail correspondence with B. Zhang (FTI) re cure amounts	0.10	\$89.50
	SMG	Call with bidder's counsel re potential stalking horse bid and APA	0.20	\$125.00
	SMG	Follow up email with bidder's counsel re APA	0.10	\$62.50
	RJS	Review and respond to email correspondence with FTI re cure amounts	0.40	\$240.00
9/28/2018	JDY	Review and comment on APA	0.20	\$150.00
	RJS	Prepare updated APA for filing with the bankruptcy court	1.20	\$720.00
	MLT	Analyze revised APA	0.20	\$249.00
	MLT	Analyze committee's comments to form sale order and APA	0.20	\$249.00
	MLT	Analyze issues list re APA	0.10	\$124.50
	JMW	Analyze UCC markup of APA	0.50	\$362.50
	JMW	Analyze UCC markup of Sale Order	0.20	\$145.00
	WLH	Analyze correspondence re Sale Order issues	0.10	\$89.50
	JDY	Analyze guild CBAs re sale issues	0.50	\$375.00
	RJS	Analyze audit rights under guild CBAs	0.90	\$540.00
	RJS	Analyze committee comments to APA	0.60	\$360.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Review and respond to questions from FTI and debtors re legal diligence requests from bidders	1.10	\$660.00
	JIG	Analyze revisions to APA	0.20	\$165.00
	JIG	Analyze UCC comments to APA and sale order	0.20	\$165.00
	MLT	Analyze correspondence from J. Yi, A. Agam, and L. Schaeffer re potential stalking horse bidder due diligence	0.10	\$124.50
	JMW	Call with FTI and Lenders and Lender Advisors re sale process update	0.50	\$362.50
	JMW	Call with FTI re potential stalking horse issues re P&R assumptions	0.20	\$145.00
	JMW	Call with Company (M. Bolkin) re P&R audit issues in connection with sale	0.30	\$217.50
	JDY	Call with FTI and M. Bolkin re: audit rights	0.40	\$300.00
	JDY	Call with FTI re: guild arrangements re sale issues	0.30	\$225.00
	SDP	Analyze correspondence from T. Tokuda re service of notice of proposed final cash collateral order	0.10	\$37.50
	JMW	Exchange e-mail correspondence with D. Grassgreen and R. Feinstein re APA and sale order issues	0.20	\$145.00
	JMW	Analyze correspondence from Committee and Lenders re comments and markup to bid procedures order	0.20	\$145.00
	WLH	Call with lender advisors re sales process	0.40	\$358.00
	JDY	Call with lender group re sale process	0.30	\$225.00
	JDY	Call with bidder's counsel re: APA and draft email to FTI re the same	0.30	\$225.00
9/29/2018	RJS	Prepare updated APA based on local counsel and committee comments	0.90	\$540.00
	JMW	Analyze R. Poppiti comments to form APA	0.10	\$72.50
	WLH	Analyze and respond to questions re APA comments	0.10	\$89.50
	RJS	Analyze local counsel comments to APA	0.30	\$180.00
	JIG	Analyze correspondence re sale order/APA comments	0.20	\$165.00
9/30/2018	JMW	Revise bid procedures order to incorporate committee and lenders comments	0.60	\$435.00

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Revise sale order to incorporate committee comments	0.20	\$145.00
	WLH	Review and revise current draft bid procedures order	0.20	\$179.00
	MLT	Analyze correspondence from R. Poppiti and A. Agam re comments to form APA; exchange e-mail correspondence with R. Smith re same	0.10	\$124.50
	WLH	Exchange e-mail correspondence with R. Smith re break fee language	0.10	\$89.50
	JMW	Exchange e-mail correspondence with A. Tenzer re markup of bid procedures motion	0.10	\$72.50
	WLH	Call with FTI team and R. Smith re contract questions and issues	0.60	\$537.00
	RJS	Call with FTI re cure schedule	0.70	\$420.00
Professional Services Rendered			103.70	\$78,079.50

For Services Rendered Through 9/30/2018

In Reference To: Cash Collateral

File No.: 2339-0006

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/6/2018	MLT	Analyze East West Bank's Reservation of Rights re cash collateral	0.10	\$124.50
	JMW	Analyze East West bank reservation of rights	0.10	\$72.50
	WLH	Analyze cash collateral precedent cited by the UST; emails re same (multiple)	0.40	\$358.00
	WLH	Analyze UST email reiterating its position re Cash Collateral Order	0.20	\$179.00
	WLH	Analyze landlord request for exclusion from the adequate protection liens	0.30	\$268.50
	RJS	Analyze objection filed by East West Bank	0.20	\$120.00
	SDP	Exchange e-mail correspondence with J. Weiss re service of cash collateral motion	0.20	\$75.00
	SMG	Call with M. Greger re cash collateral carve out	0.10	\$62.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Analyze correspondence from A. Tenzer, L. Richenderfer, W. Holt, and R. Poppiti re cash collateral order; exchange e-mail correspondence with R. Poppiti and W. Holt re same	0.30	\$373.50
	SDP	Exchange e-mail correspondence with A. Logan re service list for cash collateral motion (multiple)	0.30	\$112.50
	JMW	Call with L. Richenderfer, A. Tenzer, and Young Conaway re cash collateral issues	0.40	\$290.00
	WLH	Conference call with UST, R. Poppitti, M. Nestor, J. Weiss, and A. Tenzer re First-Day Orders, including open cash collateral issues	0.40	\$358.00
	WLH	Call with A. Tenzer and J. Weiss re cash collateral issues	0.20	\$179.00
9/7/2018	MLT	Analyze draft correspondence from M. Tseng to BofA re cash management	0.10	\$124.50
	MLT	Analyze revised cash collateral order	0.10	\$124.50
	JMW	Analyze redline of cash collateral order for entry by court	0.20	\$145.00
	WLH	Analyze A. Tenzer (PH) consent re landlord language	0.20	\$179.00
	WLH	Analyze revisions to new draft interim cash collateral order	0.40	\$358.00
	MLT	Exchange e-mail correspondence with J. Kohanski re Guilds' concerns re cash collateral and cash management orders	0.10	\$124.50
	MLT	Telephone conference with J. Kohanski, D. Ahdoot, S. Williams, A. Tenzer re cash collateral order	0.30	\$373.50
	MLT	Analyze correspondence from J. Kohanski, L. Richenderfer, S. Maza, and A. Tenzer re revisions to cash collateral order	0.10	No Charge
	WLH	Exchange emails with A. Tenzer (PH) re landlord language	0.10	\$89.50
	MLT	Analyze correspondence from A. Tenzer, M. Greger, and W. Holt re change to cash collateral order re lease	0.10	\$124.50
9/8/2018	MLT	Analyze correspondence from W. Holt and A. Agam re cash collateral issues	0.10	\$124.50
	MLT	Analyze correspondence from A. McDow and W. Holt re Lakeshore inquiry re AXL proceeds	0.10	\$124.50
	WLH	Prepare email to A. Agam re cash collateral issues and film-by-film cash flow analysis	0.50	\$447.50
	WLH	Exchange further correspondence with A. Agam re cash collateral issues	0.20	\$179.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/9/2018	MLT	Analyze FTI's Analyses of Receipts by Film	0.30	\$373.50
9/10/2018	WLH	Confer with M. Sountas-Argiropoulos re competing liens	0.50	\$447.50
	MSA	Confer with W. Holt re cash collateral competing liens	0.50	\$447.50
	MLT	Analyze correspondence re Lakeshore Entertainment and BBG (C. Jenkins and W. Holt)	0.30	\$373.50
9/11/2018	WLH	Prepare draft inserts for the cash collateral order re AXL process and general producer template	0.50	\$447.50
	MLT	Analyze inserts to cash collateral order	0.20	\$249.00
	JMW	Analyze draft cash collateral inserts for final order	0.20	\$145.00
	MLT	Confer with W. Holt re cash collateral issues	0.20	\$249.00
	WLH	Confer with M. Tuchin re cash collateral issues	0.20	\$179.00
	WLH	Prepare correspondence to A. Tenzer (Paul Hastings) and S. Williams (Paul Hastings) re cash collateral issues and calls and meeting re same	0.30	\$268.50
	MLT	Analyze correspondence from A. McDow and W. Holt re Lakeshore's asserted interest in cash collateral	0.10	\$124.50
9/12/2018	MLT	Analyze variance report	0.20	\$249.00
	JMW	Analyze variance report for period ending 9/7/18	0.10	No Charge
	WLH	Analyze variance reporting	0.10	\$89.50
	WLH	Analyze emails with J. Reisner re Comerica issues	0.10	\$89.50
	MLT	Analyze correspondence from A. Agam and J. Ellis re confidentiality agreement and due diligence	0.10	\$124.50
	MLT	Analyze correspondence from C. Jenkins and W. Holt re Lakeshore receipts	0.10	\$124.50
	WLH	Exchange e-mail correspondence with C. Jenkins re AXL proceeds	0.10	\$89.50
9/13/2018	WLH	Exchange e-mail correspondence with A. Tenzer (Paul Hastings) re cash collateral issues (numerous)	0.40	\$358.00
	MLT	Analyze correspondence from A. Tenzer and S. Williams re cash collateral issues	0.10	\$124.50
9/14/2018	SMG	Analyze DACAs (multiple)	0.30	\$187.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Telephone conference with A. Agam re updated budget	0.20	\$249.00
	SMG	Exchange e-mail correspondence with M. Yoshimura and B. Zhang re DACAs (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with R. Poppiti re DACAs	0.10	\$62.50
9/17/2018	MLT	Analyze borrowing base certificate	0.40	\$498.00
	MLT	Analyze order re reporting requirements	0.20	\$249.00
	WLH	Analyze correspondence re delivery of 08/31 Borrowing Base Certificate	0.10	\$89.50
	MSA	Analyze assignment provisions in Bank of America credit agreement	0.20	\$179.00
	MSA	Confer with M. Tuchin and J. Weiss re Bank of America credit agreement assignment provisions	0.10	\$89.50
	MLT	Exchange e-mail correspondence with A. Agam and W. Holt re receipts variance issues	0.20	\$249.00
	JMW	Analyze correspondence from A. Agam (several) re cash collateral variance issues	0.20	\$145.00
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re variance reporting issues and language re same (multiple)	0.30	\$268.50
9/18/2018	MSA	Revise Bank of America collateral perfection summary chart and UCC lien search summary	0.70	\$626.50
	WLH	Analyze BRG questions re variance reporting	0.10	\$89.50
	MLT	Analyze correspondence from A. Agam, K. Herman re receipts variance	0.10	\$124.50
	WLH	Exchange e-mail correspondence with A. Tenzer (PH) re call re cash collateral issues and points to discuss (multiple)	0.20	\$179.00
	WLH	Telephone conference with J. Kohanski re Guild cash collateral issues	0.20	\$179.00
	MSA	Exchange emails with Pachulski Stang re Bank of America loan and collateral documents	0.50	\$447.50
9/19/2018	WLH	Revise draft Guild cash collateral insert and return same to J. Kohanski	0.40	\$358.00
	MLT	Analyze Guilds' proposed insert to cash collateral order	0.40	\$498.00
	JMW	Analyze period 2 variance report	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze Guild proposed cash collateral insert	0.10	\$72.50
	WLH	Analyze correspondence from C. Jenkins (FTI) re variance reporting	0.10	\$89.50
	WLH	Analyze draft Guild cash collateral insert	0.20	\$179.00
	WLH	Analyze formal proposal from the Guilds	0.60	\$537.00
	MLT	Analyze correspondence from C. Jenkins re variance report	0.10	\$124.50
	MLT	Analyze correspondence from C. Jenkins, A. Agam, and W. Holt re Lakeshore	0.10	\$124.50
	MLT	Analyze correspondence from J. Kohanski and W. Holt re Guild proposal	0.10	\$124.50
	WLH	Exchange e-mail correspondence with A. McDow re Lakeshore cash collateral issues	0.10	\$89.50
	WLH	Telephone conference with A. McDow re Lakeshore cash collateral and related issues	0.30	\$268.50
	WLH	Telephone conference with J. Kohanski re draft Guild cash collateral insert	0.10	\$89.50
	MSA	Exchange emails with M. Litvak at Pachulski re Bank of America copyright filings	0.10	\$89.50
	MLT	Analyze correspondence from A. McDow and W. Holt re cash collateral order	0.10	\$124.50
	WLH	Prepare correspondence to C. Jenkins (FTI) re Lakeshore issues and call re same	0.10	\$89.50
9/20/2018	WLH	Prepare outline for call with Paul Hastings re cash collateral	0.10	\$89.50
	WLH	Prepare revised AXL insert and email A. Tenzer re same	0.30	\$268.50
	MLT	Analyze cash collateral insert re Lakeshore	0.10	\$124.50
	WLH	Analyze correspondence re RedRover request re cash collateral deadline; follow-up with parties re same	0.30	\$268.50
	WLH	Analyze business points re Lakeshore and AXL	0.40	\$358.00
	MSA	Review and analyze additional Bank of America loan and collateral documents	0.70	\$626.50
	JIG	Analyze cash collateral order in preparation for objections/modifications	0.80	\$660.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JIG	Analyze first day declaration in preparation for objections to cash collateral	0.50	\$412.50
	WLH	Telephone conference with J. Weiss re UST inquiry re final cash collateral order	0.10	No Charge
	WLH	Exchange e-mail correspondence with A. Tenzer re cash collateral issues (extensive)	0.50	\$447.50
	WLH	Telephone conference with A. Tenzer (PH) re cash collateral issues	0.60	\$537.00
	WLH	Prepare correspondence to J. Kohanski re Guild settlement discussions	0.10	\$89.50
	WLH	Exchange e-mail correspondence with A. McDow re status of inserts	0.10	\$89.50
	WLH	Telephone conference with J. Kohanski re cash collateral negotiations	0.20	\$179.00
	WLH	Exchange e-mail correspondence A. Tenzer re cash collateral considerations and arguments	0.20	\$179.00
	MSA	Review email exchanges with Pachulski Stang and Paul Hastings re copyright document request	0.10	No Charge
	MLT	Analyze correspondence from A. Agam, A. Tenzer, and W. Holt re Guild proposal	0.20	\$249.00
	MLT	Analyze correspondence from J. Reisner and W. Holt re The Promise and Max Steel	0.10	\$124.50
	MLT	Analyze correspondence from A. Hiller, R. Poppiti, and A. Tenzer re Redrover inquiry re cash collateral	0.10	\$124.50
	WLH	Analyze response from A. Agam (FTI) re cash collateral issues	0.10	\$89.50
9/21/2018	WLH	Prepare draft cash collateral insert re producer liens; circulate same to A. Tenzer	0.70	\$626.50
	MLT	Analyze proposed insert to cash collateral order re producer liens	0.20	\$249.00
	WLH	Analyze correspondence from K. Herman (BRG) re grant of variance waiver	0.10	\$89.50
	WLH	Analyze timing issues re cash collateral motion	0.20	\$179.00
	MLT	Analyze correspondence from A. Agam and W. Holt re Redrover inquiry re cash collateral	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Analyze correspondence from K. Herman and A. Agam re waiver	0.10	\$124.50
	MLT	Analyze correspondence from C. Jenkins re Guild cash collateral issues	0.20	\$249.00
	WLH	Exchange e-mail correspondence with R. Poppiti (YCST) re cash collateral issues	0.10	No Charge
	WLH	Exchange e-mail correspondence re Redrover issues re cash collateral and call to discuss same (multiple)	0.20	\$179.00
	WLH	Telephone conference with A. McDow and A. Tenzer re AXL cash collateral issues	0.40	\$358.00
	WLH	Follow-up call with A. Tenzer re cash collateral issues	0.20	\$179.00
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re Redrover and Guild issues	0.10	\$89.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) and C. Jenkins (FTI) re Guild interest amount (multiple)	0.20	\$179.00
9/22/2018	WLH	Revise AXL cash collateral insert based on Committee call and circulate turn of same	0.50	\$447.50
	WLH	Revise draft producer insert for cash collateral order, including Endgame issues; circulate turn of same	0.50	\$447.50
	WLH	Revise draft AXL inserts for cash collateral order	0.20	\$179.00
	MLT	Analyze revised AXL cash collateral insert	0.10	\$124.50
	WLH	Exchange e-mail correspondence with A. Tenzer (Paul Hastings) re cash collateral issues, including negotiations with Lakeshore, Guilds, producers, and the Committee (numerous)	0.50	\$447.50
	WLH	Prepare correspondence to A. McDow, A. Tenzer and full Pachulski team re revised AXL insert and next steps to reach closure re same	0.40	\$358.00
	WLH	Exchange e-mail correspondence with A. McDow re Lakeshore signoff on insert language	0.10	\$89.50
	WLH	Exchange emails with R. Feinstein (PSZJ) re further comments on AXL insert	0.10	\$89.50
	WLH	Prepare correspondence to A. McDow re Committee additions to AXL insert and next steps re same	0.20	\$179.00
	MLT	Analyze correspondence from A. McDow, A. Tenzer, A. Agam, and W. Holt re resolution of cash collateral issues (Lakeshore, Guilds, and Committee)	0.20	\$249.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Analyze correspondence from R. Feinstein and W. Holt re AXL cash collateral insert	0.10	\$124.50
9/23/2018	WLH	Analyze draft term sheet re AXL	0.20	\$179.00
	WLH	Respond to email from A. McDow re AXL issues	0.50	\$447.50
	WLH	Exchange emails with J. Reisner re status of Comerica cash collateral negotiations	0.10	\$89.50
	WLH	Prepare further email to A. McDow re AXL issues and process	0.20	\$179.00
	WLH	Exchange emails with A. Tenzer and A. McDow re final Cash Collateral Order	0.20	\$179.00
	WLH	Exchange emails with J. Kohanski and A. Tenzer re further cash collateral negotiations	0.10	\$89.50
	MLT	Analyze correspondence from A. McDow, W. Holt, and R. Feinstein re cash collateral order	0.20	\$249.00
	JMW	Analyze correspondence from A. McDow re AXL insert on cash collateral order	0.10	No Charge
	WLH	Call with A. Agam and C. Jenkins re AXL issues	0.30	\$268.50
9/24/2018	WLH	Revise draft Final Cash Collateral Order; related emails	0.60	\$537.00
	WLH	Further revise draft participation inserts and circulate same to Comerica, Endgame and Redrover counsel	0.40	\$358.00
	MLT	Analyze draft final order from Paul Hastings	0.60	\$747.00
	MLT	Analyze committee's comments to cash collateral order	0.20	\$249.00
	MLT	Analyze Endgame's proposed revisions to cash collateral order	0.20	\$249.00
	WLH	Analyze Committee's issues list; send same to FTI with update	0.30	\$268.50
	WLH	Further review draft Final Cash Collateral Order	0.30	\$268.50
	WLH	Analyze Committee mark-up of the Final Cash Collateral Order	0.30	\$268.50
	MLT	Analyze correspondence from W. Holt re Guilds' negotiation of collateral order	0.10	\$124.50
	MLT	Analyze correspondence from C. Jenkins re Endgame	0.10	\$124.50

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Exchange e-mail correspondence with A. Tenzer and J. Kohanski re settlement call	0.10	\$89.50
	WLH	Telephone conference with A. Hiller, A. Tenzer and R. Poppiti re Redrover cash collateral issues	0.60	\$537.00
	WLH	Exchange e-mail correspondence with J. Reisner (Irell) re Comerica cash collateral issues	0.10	\$89.50
	WLH	Telephone conference with A. Tenzer and J. Kohanski re cash collateral settlement negotiations	0.80	\$716.00
	WLH	Prepare correspondence to PSZJ team re Guild issues	0.20	\$179.00
	WLH	Telephone conference with and send follow-up email to J. Kohanski re Guild cash collateral issues	0.30	\$268.50
	WLH	Prepare correspondence to A. McDow re extension of Lakeshore's objection deadline re cash collateral motion	0.10	\$89.50
	MLT	Analyze correspondence from J. Reisner and W. Holt re cash collateral order	0.10	\$124.50
	WLH	Telephone conference with C. Jenkins (FTI) re follow-up date questions re Guild cash collateral disputes	0.20	\$179.00
9/25/2018	SMG	Research re cash collateral issues	2.90	\$1,812.50
	WLH	Revise draft insert re participation liens	1.00	\$895.00
	WLH	Revise draft Guilds insert and circulate turn of same	0.70	\$626.50
	JMW	Analyze redline versions of cash collateral order (final), including inserts to address participants' lien assertions	0.40	\$290.00
	JMW	Analyze guild insert to cash collateral order	0.10	\$72.50
	WLH	Analyze correspondence from A. McDow and R. Feinstein re cash collateral issues (multiple)	0.30	\$268.50
	WLH	Analyze UCC proposal re Committee budget amounts	0.10	\$89.50
	JIG	Analyze redline of current form of cash collateral order	0.30	\$247.50
	JIG	Analyze email correspondence re cash collateral order with potential objections	0.20	\$165.00
	WLH	Confer with J. Gurule and S. Gurvitz re issues for cash collateral reply	0.40	\$358.00
	SMG	Confer with W. Holt and J. Gurule re cash collateral reply	0.40	\$250.00
	JIG	Office conference with W. Holt re cash collateral issues	0.20	\$165.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JIG	Office conference with W. Holt and S. Gurvitz re cash collateral reply	0.40	No Charge
	WLH	Telephone conference with K. Owens and A. Tenzer re Endgame cash collateral issue	1.00	\$895.00
	WLH	Prepare correspondence to Endgame counsel re issues re their cash collateral proposal and follow-up call re same (multiple)	0.30	\$268.50
	WLH	Exchange e-mail correspondence with J. Reisner (Irell) re Comerica signoff on cash collateral language	0.10	\$89.50
	WLH	Telephone conference with A. Tenzer re status of cash collateral issues	0.20	\$179.00
	WLH	Telephone conference with J. Kohanski re Guild settlement issues	0.10	\$89.50
	WLH	Exchange e-mail correspondence with K. Owens (Venable) re objection extension	0.10	\$89.50
	WLH	Exchange e-mail correspondence with A. Tenzer re status of cash collateral objections and list of extensions given	0.20	\$179.00
	WLH	Exchange e-mail correspondence with A. McDow and R. Feinstein re Lakeshore cash collateral issues (multiple)	0.30	\$268.50
	MLT	Analyze correspondence from A. Agam, R. Feinstein, J. Kohanski, A. McDow, A. Tenzer, J. Dulberg, C. Jenkins, and J. Reisner re resolution of cash collateral issues	0.80	\$996.00
	WLH	Prepare new version of Guilds insert; circulate same with comments	0.40	\$358.00
9/26/2018	WLH	Revise working draft participation inserts for Final Cash Collateral inserts	0.30	\$268.50
	MLT	Analyze variance report	0.20	\$249.00
	MLT	Analyze revised Guild insert to cash collateral order	0.10	\$124.50
	JMW	Analyze 9/21 variance report distribution to lenders	0.10	\$72.50
	JMW	Analyze Endgame inserts re cash collateral order	0.10	\$72.50
	WLH	Analyze Endgame revisions to cash collateral insert	0.30	\$268.50
	WLH	Analyze correspondence from A. McDow re open cash collateral issues	0.10	\$89.50
	WLH	Analyze variance reporting	0.20	\$179.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Analyze revised Guilds insert and circulate same to broader working group	0.20	\$179.00
	SMG	Review Collide distribution agreement and nondisturbance agreement re East West Bank reservation of rights as to cash collateral order	0.30	\$187.50
	MLT	Exchange e-mail correspondence with A. Agam re variance report	0.10	\$124.50
	WLH	Exchange further emails with K. Owens (Venable) re Endgame cash collateral issues	0.20	\$179.00
	WLH	Exchange emails with D. Grassgreen (PSZJ) re UCC sign-off on Guild insert	0.10	\$89.50
	WLH	Exchange emails re extension of UCC objection deadline re cash collateral	0.10	\$89.50
	WLH	Call with A. Agam, C. Jenkins, and M. Ellis (all FTI) re updated budget and related issues	0.60	\$537.00
	WLH	Exchange emails with A. McDow re further extension request and status of Lakeshore issues	0.20	\$179.00
	WLH	Exchange emails with J. Reisner (Irell) re Comerica extension request	0.10	\$89.50
	WLH	Exchange emails with A. Tenzer re Guild issues and most recent draft order (multiple)	0.20	\$179.00
	WLH	Exchange emails with UST re status of Final Cash Collateral Order	0.10	\$89.50
	WLH	Call with East-West Bank counsel re cash collateral issues	0.20	\$179.00
	WLH	Call with J. Kohanski re open Guilds cash collateral issues	0.40	\$358.00
	WLH	Call with A. Tenzer re status of open cash collateral items	0.30	\$268.50
	WLH	Prepare emails to counsel for Endgame, Comerica, Redrover, and East West re revised participation inserts	0.30	\$268.50
	MLT	Analyze correspondence from A. McDow, A. Tenzer, A. Agam, K. Owens, J. Reisner, R. Feinstein, W. Holt, R. Poppiti re cash collateral order	0.30	\$373.50
	WLH	Call with A. Agam (FTI) re Endgame accounting request and related matters	0.20	\$179.00
	SMG	Call with D. Staber re cash collateral order	0.10	\$62.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JIG	Email correspondence with S. Gurvitz re East West Bank issues	0.10	\$82.50
9/27/2018	WLH	Revise template producer insert	0.50	\$447.50
	WLH	Revise proposed final form of cash collateral order, including detailed review of same	2.00	\$1,790.00
	WLH	Follow-up emails with A. Tenzer and R. Feinstein re next steps re same	0.30	\$268.50
	MLT	Analyze Reservations of Rights of Endgame and Guilds	0.10	\$124.50
	JMW	Analyze AXL markup of cash collateral order	0.20	\$145.00
	JMW	Analyze Guilds' reservation of rights re cash collateral	0.10	\$72.50
	JMW	Analyze Endgame reservation of rights to cash collateral	0.10	\$72.50
	WLH	Analyze RedRover mark-up of cash collateral insert	0.30	\$268.50
	WLH	Analyze A. McDow mark-up of Cash Collateral Order	0.40	\$358.00
	WLH	Analyze Guilds RoR re cash collateral motion	0.10	\$89.50
	WLH	Analyze Endgame reservation of rights re cash collateral issues	0.10	\$89.50
	WLH	Telephone conference with A. Tenzer re cash collateral issues	0.20	\$179.00
	SMG	Review Guild reservation of rights re cash collateral order	0.10	\$62.50
	WLH	Exchange e-mail correspondence with R. Feinstein (PSZJ) re open cash collateral issues and suggestion re same (multiple)	0.30	\$268.50
	WLH	Exchange e-mail correspondence with A. Hiller re further extension of RedRover deadline	0.10	\$89.50
	WLH	Exchange e-mail correspondence with Venable re issues re RedRover revisions to draft insert	0.10	\$89.50
	WLH	Telephone conference with K. Owens (Venable) re cash collateral and related issues	0.70	\$626.50
	WLH	Exchange e-mail correspondence with A. McDow re cash collateral issues (extensive)	0.40	\$358.00
	WLH	Telephone conference with A. Tenzer and R. Feinstein re cash collateral negotiations	0.60	\$537.00
	WLH	Telephone conference with R. Poppiti and A. Tenzer re cash collateral issues and process	0.30	\$268.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Exchange e-mail correspondence with A. Tenzer, A. McDow and J. Kohanski re additional revisions to cash collateral order (multiple)	0.20	\$179.00
	WLH	Telephone call and further emails with A. McDow re resolution of open Lakeshore cash collateral issues	0.30	\$268.50
	WLH	Exchange e-mail correspondence with K. Owens (Venable) re Endgame reservation and agenda timing	0.10	\$89.50
	MLT	Analyze correspondence from A. McDow, A. Tenzer, J. Reisner, A. Agam, R. Feinstein, W. Holt, and C. Jenkins re cash collateral order	0.90	\$1,120.50
	WLH	Exchange e-mail correspondence with FTI re business aspects of RedRover requests (multiple)	0.30	\$268.50
9/28/2018	WLH	Further revise draft Final Cash Collateral Order and circulate same for filing	0.30	\$268.50
	MLT	Analyze Redrover reservation of rights	0.10	\$124.50
	JMW	Analyze Redrover reservation of rights re cash collateral	0.10	\$72.50
	JMW	Analyze filed notice of proposed final cash collateral order	0.10	\$72.50
	WLH	Analyze correspondence from K. Owens (Venable) re continued reservation of rights by Endgame	0.10	\$89.50
	WLH	Analyze filed RedRover reservation of rights	0.10	\$89.50
	WLH	Analyze and respond to comments from Endgame counsel re Cash Collateral Order concerns; including re Guilds	0.40	\$358.00
	WLH	Analyze and follow-up on email from K. Owens re Guild issues re Cash Collateral Order	0.30	\$268.50
	SDP	Analyze correspondence from M. Smith re notice of proposed final cash collateral order	0.10	No Charge
	WLH	Telephone conference with A. Tenzer re open cash collateral issues	0.10	\$89.50
	WLH	Exchange e-mail correspondence with A. Tenzer and R. Feinstein re Committee Cash Collateral issues and possible resolution of same (numerous)	0.30	\$268.50
	WLH	Exchange e-mail correspondence with J. Kohanski re filed form of Final Cash Collateral Order and call re open points	0.10	\$89.50
	WLH	Exchange e-mail correspondence with A. McDow re final form of Cash Collateral Order	0.10	\$89.50

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Prepare correspondence to A. Tenzer re revised budget for Final Cash Collateral Order	0.10	\$89.50
9/29/2018	MLT	Analyze updated cash budgets	0.60	\$747.00
	WLH	Analyze PSZJ mark-up of Final Cash Collateral Order	0.30	\$268.50
	WLH	Analyze correspondence from A. Tenzer and K. Owens re agent reaction to Endgame's comments re Cash Collateral Order	0.10	\$89.50
	WLH	Analyze A. McDow response re standstill period	0.10	\$89.50
	WLH	Analyze correspondence from J. Kohanski re signoff on Engame's requested revisions	0.10	\$89.50
	WLH	Prepare correspondence to A. McDow re Lakeshore standstill period	0.10	\$89.50
	WLH	Prepare correspondence to J. Kohanski re status of Guild input re Endgame comments	0.10	\$89.50
	WLH	Telephone conference with J. Kohanski re Endgame cash collateral concerns	0.30	\$268.50
9/30/2018	JMW	Analyze updated 13 week cash flow budgets	0.20	\$145.00
	WLH	Analyze response from A. Tenzer to UCC's cash collateral requests	0.10	\$89.50
	WLH	Exchange e-mail correspondence with R. Feinstein re Guild and Lakeshore cash collateral issues	0.20	\$179.00
	WLH	Exchange e-mail correspondence with Paul Hasting team re revisions to Final Cash Collateral Order form	0.10	\$89.50
Professional Services Rendered			66.30	\$60,047.00

For Services Rendered Through 9/30/2018

In Reference To: Claims Administration

File No.: 2339-0007

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/6/2018	RJS	Analysis of treatment of claims of guilds and producers	0.80	\$480.00

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Exchange e-mail correspondence with C. Jenkins re reconciliation with Guilds	0.10	\$124.50
9/7/2018	MLT	Analyze chart of Guild and Producer Security Interests	0.40	\$498.00
	JMW	Analyze factual and legal issues re participations and residuals raised by guilds and certain producers at hearing	1.20	\$870.00
	MSA	Analyze draft summary chart re security interest by picture	0.30	\$268.50
	MSA	Analyze claims of guilds and producers	1.30	\$1,163.50
	RJS	Analysis of treatment of claims of guilds and producers	5.20	\$3,120.00
	MLT	Confer with W. Holt re analysis and treatment of secured claims	0.20	\$249.00
	WLH	Exchange emails with M. Tuchin, M. Sountas-Argiropoulos, J. Weiss, and R. Smith re research issues re third-party liens	0.20	\$179.00
	WLH	Prepare correspondence to R. Smith re general lien analysis chart	0.10	\$89.50
	WLH	Follow-up emails with R. Smith re lien analysis chart	0.10	\$89.50
	WLH	Exchange emails with M. Tuchin, M. Sountas-Argiropoulos and J. Weiss re producer issues (numerous)	0.20	\$179.00
	WLH	Confer with M. Tuchin re analysis and treatment of secured claims	0.20	\$179.00
	MSA	Exchange emails with J. Weiss, R. Smith and W. Holt and M. Tuchin re guild and producer claims	0.20	\$179.00
	MLT	Analyze correspondence from J. Ellis and M. Tseng re audits by Guilds	0.10	\$124.50
	JMW	Exchange e-mail correspondence with A. Agam, M. Tseng, M. Tuchin, M. Sountas-Argiropoulos and W. Holt re guild audits	0.20	\$145.00
9/8/2018	MLT	Analyze updated Guild / Producer security interest chart	0.20	\$249.00
	MLT	Cursory review of AXL Interparty Agreement	0.40	\$498.00
	WLH	Analyze security analysis chart from R. Smith	0.10	\$89.50
	MSA	Review and analyze updated summary chart re security interest by picture	0.80	\$716.00
	MSA	Analyze AXL Intercreditor agreement	2.40	\$2,148.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Analysis of treatment of claims of guilds and producers	3.20	\$1,920.00
	WLH	Exchange emails with M. Tuchin, J. Weiss, and R. Smith re affiliated producers	0.10	\$89.50
9/9/2018	JMW	Analyze treatment of claims of guilds and producers (including analysis of spreadsheets by FTI)	0.40	\$290.00
	WLH	Analyze initial FTI receipts chart and prepare for 11:00 am call	0.50	\$447.50
	WLH	Review document excerpts re AXL cash flows	0.20	\$179.00
	MSA	Analyze FTI request list	0.60	\$537.00
	MSA	Review and analyze diligence chart, copyright filing search results, Guild assumption agreement; review and analyze claims of guilds and producers	2.10	\$1,879.50
	RJS	Analysis of treatment of claims of guilds and producers	2.40	\$1,440.00
	WLH	Exchange emails with R. Smith re items for diligence request list re claims and liens (multiple)	0.20	\$179.00
	MSA	Confer with R. Smith re claims of guilds and producers	0.10	\$89.50
	MLT	Call with A. Agam (FTI), C. Jenkins (FTI), M. Elliss (FTI), W. Holt, J. Weiss, and R. Smith re modeling projects and other points relevant to claims and liens of the Guilds and Producers	1.00	\$1,245.00
	JMW	Call with A. Agam (FTI), C. Jenkins (FTI), M. Elliss (FTI), M. Tuchin, W. Holt, and R. Smith re modeling projects and other points relevant to claims and liens of the Guilds and Producers	1.00	\$725.00
	WLH	Call with A. Agam (FTI), C. Jenkins (FTI), M. Elliss (FTI), M. Tuchin, J. Weiss, and R. Smith re modeling projects and other points relevant to claims and liens of the Guilds and Producers	1.00	\$895.00
	RJS	Call with A. Agam (FTI), C. Jenkins (FTI), M. Elliss (FTI), M. Tuchin, J. Weiss, and W. Holt re modeling projects and other points relevant to claims and liens of the Guilds and Producers	1.00	\$600.00
9/10/2018	SDP	Research re UCC statements filed against Producers and Licensors in favor of WGA, SAG, DGA, IATSE	2.30	\$862.50
	SDP	Research re Producer and Licensor company jurisdictions	0.70	\$262.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MSA	Research re competing lien issues	1.70	\$1,521.50
	MLT	Analyze participations and residuals charts	0.40	\$498.00
	WLH	Further analyze AXL agreements	0.20	\$179.00
	WLH	Analyze FTI framework for comprehensive security analysis and related emails (multiple)	0.30	\$268.50
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re additional factual issues re liens analysis	0.20	\$179.00
	WLH	Prepare email memo summarizing AXL agreements	0.50	\$447.50
	MSA	Analyze AXL production, finance and distribution agreement and intercreditor agreement	2.10	\$1,879.50
	MSA	Confer with R. Smith re analysis of treatment of claims of guilds and producers	0.50	\$447.50
	MSA	Analyze liens by picture summary chart	0.50	\$447.50
	JDY	Analysis of treatment of claims of guilds and producers	5.20	\$3,900.00
	RJS	Analysis of treatment of claims of guilds and producers	6.80	\$4,080.00
	WLH	Exchange e-mail correspondence with R. Smith re copyright mortgages	0.10	\$89.50
	RJS	Confer with M. Sountas-Argiropoulos re analysis and treatment of claims of guilds and producers	0.50	\$300.00
	WLH	Exchange e-mail correspondence with C. Jenkins re additional AXL and Lakeshore issues (numerous)	0.30	\$268.50
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re Lakeshore issues	0.20	\$179.00
9/11/2018	MSA	Research re competing lien issues	0.80	\$716.00
	JMW	Analyze Lakeshore agreements underlying alleged claims	0.80	\$580.00
	WLH	Further review AXL documentation	0.30	\$268.50
	RJS	Analysis of treatment of claims of guilds and producers	2.90	\$1,740.00
	MLT	Confer with W. Holt re AXL claims	0.10	\$124.50
	MLT	Exchange e-mail correspondence with W. Holt re The Promise and Max Steel	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SDP	Exchange e-mail correspondence with R. Smith re UCCs (Producers/Guilds)	0.20	\$75.00
	WLH	Confer with M. Tuchin re AXL claims	0.10	\$89.50
	MLT	Telephone conference with J. Ellis re residuals and participations	0.90	\$1,120.50
	MLT	Analyze correspondence from J. Kohanski, A. Agam, and W. Holt re reconciliation of Guild's claims	0.10	\$124.50
	MLT	Telephone conference with A. Agam re meeting with Guilds	0.10	\$124.50
	JMW	Analyze correspondence from C. Jenkins and W. Holt re strategy re LakeShore claims and issues	0.30	\$217.50
	MLT	Exchange e-mail correspondence with J. Reisner re The Promise and Max Steel	0.10	\$124.50
	SDP	Perform UCC searches (Producers/Guilds)	1.80	\$675.00
9/12/2018	MLT	Analyze Lakeshore's documents and rights	0.40	\$498.00
	MLT	Analyze Bank Leumi complaint and prepare notes in course of review	1.10	\$1,369.50
	WLH	Analyze AXL DACAs and related emails	0.10	\$89.50
	WLH	Analyze Lakeshore security agreement	0.30	\$268.50
	MSA	Analyze Lakeshore security agreement and AXL DACA's	1.10	\$984.50
	RJS	Analysis of treatment of claims of guilds and producers	2.40	\$1,440.00
	WLH	Exchange e-mail correspondence with R. Smith re prepetition funds paid to Lakeshore	0.10	\$89.50
	MLT	Analyze correspondence re Guild claims from A. Agam, J. Kohanski, and A. Tenzer	0.10	\$124.50
	MLT	Exchange e-mail correspondence with J. Reisner re The Promise and Max Steel	0.10	\$124.50
	MSA	Review email exchanges with FTI re lien documents and outstanding items	0.20	\$179.00
9/13/2018	MLT	Analyze updated chart re liens and claims	0.30	\$373.50
	WLH	Analyze current Guild/producer lien chart and implications of same	0.30	\$268.50
	MSA	Analyze updated chart re guild and producer liens by picture	0.40	\$358.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MSA	Analyze FTI guild claims analysis	0.50	\$447.50
	SMG	Analyze summary memo from R. Smith re security interests	0.20	\$125.00
	SMG	Analyze additional analysis from R. Smith re security interests and top 40 creditors list	0.20	\$125.00
	RJS	Revise list of secured creditors	0.50	\$300.00
	RJS	Prepare updated chart summarizing guild and producer liens	0.60	\$360.00
	JMW	Debrief with W. Holt re next steps re participations and residuals	0.60	\$435.00
	WLH	Debrief with J. Weiss re next steps re participations and residuals	0.60	\$537.00
	MLT	Exchange e-mail correspondence with J. Ellis and A. Agam re Bank Leumi claim	0.20	\$249.00
	MLT	Analyze correspondence from C. Jenkins re analysis of Guild security interests	0.20	\$249.00
9/14/2018	RJS	Prepare updated document request list re guild and producer liens	0.30	\$180.00
	WLH	Analyze summary re additional DACAs	0.10	\$89.50
	WLH	Analyze filing and documents re rights re Collide	0.40	\$358.00
	WLH	Analyze payment agreements re Collide, The Promise and Max Steel	0.50	\$447.50
	WLH	Analyze correspondence re Endgame positions	0.10	\$89.50
	MSA	Review email exchanges with J. Fradlin re updated lien documents and analysis and related participation statements	0.90	\$805.50
	SMG	Analyze summary of filed claims and prepare objection tracker	0.30	\$187.50
	RJS	Analysis of treatment of claims of guilds and producers	2.10	\$1,260.00
	JMW	Analyze correspondence from W. Holt re recap of call with J. Reisner re The Promise and Max Steel	0.10	\$72.50
	MLT	Analyze correspondence from W. Holt and C. Jenkins re The Promise and Max Steel	0.10	\$124.50
	MLT	Analyze correspondence from M. Bolkin and J. Fradlin re Endgame claims	0.40	\$498.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Exchange e-mail correspondence with M. Ellis re Playmobil infringement claim	0.10	\$72.50
9/17/2018	JMW	Prepare for meeting with Guild counsel	0.30	\$217.50
	MSA	Analyze updated lien summary chart incorporating guild's analysis	0.60	\$537.00
	MSA	Review email exchanges with J. Fradline re Endgame P&A agreements	0.10	\$89.50
	RJS	Analyze lien chart summary provided by the guilds' counsel to produce a comparative report	2.60	\$1,560.00
	MLT	Confer with J. Weiss re results of guild meeting	0.20	\$249.00
	JMW	Confer with M. Tuchin re results of Guild meeting	0.20	\$145.00
	MLT	Telephone conference with J. Ellis re guild meeting	0.10	\$124.50
	JMW	Confer with A. Agam after meeting with Guild counsel re follow up issues	0.30	\$217.50
9/18/2018	RJS	Prepare updated lien summary chart for guild and producers	1.10	\$660.00
	MLT	Analyze Guild lien analysis	0.30	\$373.50
	JMW	Analyze charts provided by J. Kohanski re guild liens	0.30	\$217.50
	WLH	Analyze updated Guild and producer lien analysis chart	0.30	\$268.50
	MSA	Analysis of treatment of claims and producers	0.60	\$537.00
	WLH	Exchange e-mail correspondence with M. Tuchin and R. Smith re lien analysis chart	0.10	\$89.50
	WLH	Confer with R. Smith re Guild lien analysis	0.20	\$179.00
	RJS	Confer with W. Holt re guild lien analysis	0.20	\$120.00
	MLT	Analyze correspondence from C. Jenkins re The Promise and Max Steel receipts and payables	0.10	\$124.50
	MLT	Analyze correspondence from L. Schaeffer, C. Jenkins, and W. Holt re Film Nation claims	0.10	\$124.50
	MLT	Analyze correspondence from D. Ahdoof, J. Kohanski, A. Agam, A. Tenzer, K. Rea, and W. Holt re Guild lien analysis	0.30	\$373.50
	MLT	Analyze correspondence from R. Antonoff re Film Nation claims	0.30	\$373.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Prepare document packets for the guilds comprised of guild, producer and revolving lender loan and collateral documents	0.40	\$240.00
9/19/2018	SMG	Analyze summary report of new proofs of claim	0.20	\$125.00
	MLT	Analyze correspondence from W. Holt and C. Jenkins re Film Nation	0.10	\$124.50
9/20/2018	MLT	Analyze correspondence from A. Agam, J. Fradlin, and W. Holt re Film Nation	0.20	\$249.00
	MSA	Review email exchanges with Pachulski Stang re Committee's extension request	0.10	No Charge
	RJS	Call with Bank of America's counsel re guild and producer liens	0.60	\$360.00
	JMW	Analyze correspondence from A. Tenzer re Bank's position re Guilds' claims	0.10	\$72.50
9/21/2018	SMG	Analyze claim report and update objection tracker	0.20	\$125.00
	MLT	Analyze correspondence from A. Agam and W. Holt re residuals and participations	0.10	\$124.50
	JMW	Analyze correspondence from A. Agam re accrued residuals	0.10	\$72.50
	JMW	Analyze correspondence from C. Jenkins re Guild meeting follow up	0.20	\$145.00
	JMW	Telephone conference with K. Owens, W. Holt re Endgame claims and participations	0.40	\$290.00
9/22/2018	WLH	Exchange e-mail correspondence with A. Agam (FTI) re possible rejection claims associated with AXL	0.20	\$179.00
9/24/2018	WLH	Analyze issues re Endgame claims; related emails	0.30	\$268.50
	WLH	Analyze Endgame P&A Agreement	0.30	\$268.50
	RJS	Analyze security interest grant language for certain P&A partners	0.40	\$240.00
9/25/2018	WLH	Exchange e-mail correspondence with A. McDow re calculation of Lakeshore claim numbers	0.10	\$89.50
9/27/2018	MLT	Analyze chart re treatment of pre-petition claims	0.20	\$249.00
	WLH	Analyze and comment on A. Agam chart re claim classification	0.40	\$358.00
	SMG	Review additional filed claims and update claim objection tracker	0.30	\$187.50

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Analyze correspondence from R. Antonoff and W. Holt re FilmNation invoices	0.10	No Charge
9/28/2018	SDP	Research re Guild's collective bargaining agreements	0.40	\$150.00
	SDP	Exchange e-mail correspondence with R. Smith re Guild's collective bargaining agreements	0.20	\$75.00
	WLH	Exchange e-mail correspondence with A. Agam re setoff issues	0.10	\$89.50
Professional Services Rendered			89.50	\$67,912.50

For Services Rendered Through 9/30/2018

In Reference To: Court Hearings

File No.: 2339-0008

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/6/2018	JMW	Prepare for first day hearing presentation (analyze as-filed pleadings, financial documents, and draft notes and outline)	4.30	\$3,117.50
	MLT	Analyze Hearing Agenda	0.10	No Charge
	JMW	Confer with A. Agam re first day hearing proffer	0.30	\$217.50
	WLH	Prepare for first day hearing including review of filings and related documents	4.30	\$3,848.50
9/7/2018	JMW	Prepare for first day hearing with client and co-counsel	1.30	\$942.50
	WLH	Prepare for First-Day Hearing with R. Poppitti, M. Nestor, A. Agam, and J. Weiss	1.00	\$895.00
	MLT	Prepare correspondence to client re results of first-day hearing	0.20	\$249.00
	MLT	First-day hearing (by telephone)	1.80	\$2,241.00
	JMW	Appear and argue at first day hearing	2.70	\$1,957.50
	WLH	Attend and appear at First-Day Hearing	2.70	\$2,416.50
9/10/2018	WLH	Analyze September 7 hearing transcript	0.30	\$268.50
	SDP	Analyze correspondence from M. Smith re 9/7 hearing transcript	0.10	\$37.50

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/11/2018	JMW	Analyze first day hearing transcript	0.30	\$217.50
9/25/2018	WLH	Telephone conference with R. Poppiti and I. Bambrick (YCST) re status of objections and October 2 hearing issues	0.40	\$358.00
9/27/2018	MLT	Analyze draft hearing agenda	0.10	\$124.50
	JMW	Analyze agenda for 10/2 hearing	0.10	\$72.50
	SMG	Review draft agenda (multiple versions)	0.10	\$62.50
9/29/2018	JMW	Draft oral presentation for bid procedures portion of 10/2 hearing	0.90	\$652.50
	WLH	Analyze draft talking points from J. Weiss re bid process motion	0.20	\$179.00
9/30/2018	WLH	Revise draft bid procedures talking points for October 2 hearing	0.10	\$89.50
Professional Services Rendered			21.30	\$17,947.00

For Services Rendered Through 9/30/2018

In Reference To: Professional Retention/Fee Issues

File No.: 2339-0009

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/7/2018	SMG	Prepare FTI employment application	0.20	\$125.00
	SMG	Exchange e-mail correspondence with M. Yoshimura re OCP motion	0.10	\$62.50
	SMG	Follow up call with M. Yoshimura re OCP issues	0.10	\$62.50
	SMG	Exchange e-mail correspondence with S. Dube re FTI employment application	0.10	\$62.50
	SDP	Analyze correspondence between S. Dube and S. Gurvitz re FTI's employment application	0.20	\$75.00
	SDP	Exchange e-mail correspondence with M. Yoshimura re conflicts list	0.20	No Charge
9/9/2018	JMW	Revise KTBS employment application and declaration	1.80	\$1,305.00
	SMG	Prepare KTBS employment application	0.40	\$250.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SDP	Analyze correspondence from J. Weiss re KTB&S's employment application (multiple)	0.20	\$75.00
	SDP	Analyze correspondence from S. Gurvitz re KTB&S's employment application (multiple)	0.20	No Charge
	SMG	Exchange e-mail correspondence with S. Dube and A. Agam re FTI employment application	0.10	\$62.50
	SMG	Exchange e-mail correspondence with A. Agam re KTBS employment application (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with A. Agam re conflict list issues (multiple)	0.20	No Charge
	SDP	Analyze correspondence from A. Agam re KTB&S's employment application (multiple)	0.20	\$75.00
9/10/2018	SMG	Prepare FTI employment application	0.70	\$437.50
	MLT	Analyze Young Conaway's fee application and budget	0.30	\$373.50
	SDP	Exchange e-mail correspondence with S. Gurvitz re conflicts list	0.20	No Charge
	SDP	Analyze correspondence from S. Gurvitz re FTI employment application	0.10	\$37.50
	SMG	Exchange e-mail correspondence with M. Yoshimura re OCP motion (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with S. Reil re OCP motion (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with S. Dube re FTI employment application (multiple)	0.20	\$125.00
	SMG	Call with M. Yoshimura re conflicts search (two)	0.20	No Charge
	SDP	Exchange e-mail correspondence with S. Reil re conflicts list	0.20	No Charge
	SDP	Analyze correspondence from R. Poppiti re FTI employment application (multiple)	0.20	\$75.00
	SMG	Exchange e-mail correspondence with R. Poppiti re FTI employment application	0.10	\$62.50
	SDP	Analyze correspondence from S. Dube re FTI employment application (multiple)	0.20	\$75.00
	SDP	Analyze correspondence from M. Yoshimura re FTI employment application	0.10	\$37.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/11/2018	SMG	Prepare interim compensation procedures motion	0.20	\$125.00
	SMG	Prepare ordinary course professionals motion	0.20	\$125.00
	SMG	Prepare FTI employment application	0.50	\$312.50
	SMG	Prepare DRC 327 employment application	0.30	\$187.50
	SMG	Prepare KTBS employment application	0.70	\$437.50
	SDP	Analyze correspondence from S. Gurvitz re FTI employment application (multiple)	0.20	\$75.00
	SDP	Analyze correspondence from S. Gurvitz re KTB&S employment application (several)	0.20	\$75.00
	SDP	Analyze correspondence from A. Agam re FTI employment (multiple)	0.20	\$75.00
	SDP	Analyze correspondence from A. Agam re KTB&S employment	0.10	\$37.50
	SDP	Analyze correspondence from M. Yoshimura re FTI employment application (multiple)	0.20	\$75.00
	SMG	Exchange e-mail correspondence with M. Yoshimura re ordinary course professionals motion	0.10	\$62.50
	SMG	Exchange e-mail correspondence with A. Agam re FTI employment application (multiple)	0.10	\$62.50
	SMG	Exchange e-mail correspondence with A. Agam and N. Voorhies re DRC 327 employment application	0.10	\$62.50
	SMG	Call with A. Agam re KTBS employment application	0.10	\$62.50
	SDP	Analyze correspondence from M. Smith re OCP motion	0.10	\$37.50
	SDP	Analyze correspondence from R. Poppiti re FTI employment application (multiple)	0.20	\$75.00
	SDP	Analyze correspondence from M. Smith re service of YCST and FTI employment applications	0.10	No Charge
	SDP	Analyze correspondence from M. Smith re service of DRC and KTB&S employment applications	0.10	No Charge
	SMG	Call with E. Dabaie re suggestion of bankruptcy and ordinary course professional procedures	0.20	\$125.00
	SMG	Exchange e-mail correspondence with E. Dabaie re suggestion of bankruptcy and OCP motion (multiple)	0.10	\$62.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Exchange e-mail correspondence with I. Bambrick re DRC 327 employment application	0.10	\$62.50
	SMG	Follow up emails with R. Poppiti, M. Yoshimura, and A. Agam re FTI employment application (multiple)	0.20	\$125.00
	SMG	Call with I. Bambrick re KTBS employment application	0.10	\$62.50
	SDP	Analyze correspondence from S. Kim re service of YCST and FTI employment applications	0.10	\$37.50
9/19/2018	MLT	Analyze correspondence from L. Richenderfer re employment applications of FTI and KTBS	0.10	\$124.50
	JMW	Exchange e-mail correspondence with L. Richenderfer re comments to KTBS retention application	0.20	\$145.00
9/20/2018	SMG	Revise KTBS employment order per UST comments	0.30	\$187.50
	MLT	Analyze correspondence from L. Richenderfer, J. Weiss, and R. Poppiti re fee applications	0.10	\$124.50
9/24/2018	SMG	Revise supplemental Agam declaration in support of FTI retention	0.20	\$125.00
	SMG	Prepare supplemental Weiss declaration in support of KTBS retention	0.70	\$437.50
	MLT	Analyze Donlin Recano's invoice	0.10	No Charge
	SMG	Analyze supplemental conflict check results	0.20	No Charge
	SDP	Exchange e-mail correspondence with S. Gurvitz re supplemental conflicts list re KTB&S's employment	0.20	No Charge
	SMG	Exchange e-mail correspondence with M. Yoshimura re supplemental Agam declaration in support of FTI retention	0.10	\$62.50
	SMG	Exchange e-mail correspondence with R. Poppiti and I. Bambrick re supplemental conflict parties	0.10	No Charge
	SDP	Perform supplemental conflicts searches re KTB&S's employment	0.40	No Charge
9/25/2018	JMW	Analyze UST comments on FTI order	0.10	\$72.50
	SMG	Analyze revised proposed OCP order	0.10	\$62.50
	SMG	Exchange e-mail correspondence with R. Poppiti re additional OCP	0.10	\$62.50
	SMG	Exchange e-mail correspondence with J. Bowen re OCP retention	0.10	\$62.50

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/26/2018	SMG	Prepare supplemental Weiss declaration in support of KTBS retention	0.30	\$187.50
	SDP	Analyze correspondence from J. Weiss to supplemental declaration in support of KTB&S's employment application	0.10	\$37.50
	SMG	Exchange e-mail correspondence with M. Yoshimura re supplemental conflict list	0.10	No Charge
9/27/2018	JMW	Revise supplemental Weiss declaration re KTBS employment	0.40	\$290.00
	SMG	Prepare supplemental Weiss declaration in support of KTBS retention	0.20	\$125.00
	MLT	Analyze First Supplemental Declaration of Amir Agam re FTI's employment	0.10	\$124.50
	JMW	Exchange e-mail correspondence with A. Agam re retention of tax counsel	0.10	\$72.50
9/28/2018	SMG	Exchange e-mail correspondence with S. Reil re OCP procedures and follow up	0.10	\$62.50
Professional Services Rendered			16.10	\$8,482.00

For Services Rendered Through 9/30/2018

In Reference To: Budgeting

File No.: 2339-0011

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/6/2018	JMW	Prepare budgeting categories pursuant to US Trustee guidelines	0.40	\$290.00
9/27/2018	JMW	Draft monthly KTBS budget and staffing plan	1.80	\$1,305.00
	SDP	Exchange e-mail correspondence with J. Weiss re September budget	0.20	\$75.00
9/28/2018	SDP	Analyze correspondence from J. Weiss re September budget	0.10	No Charge
	SDP	Analyze correspondence from A. Agam re September budget	0.10	No Charge
Professional Services Rendered			2.60	\$1,670.00

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For Services Rendered Through 9/30/2018

In Reference To: General Corporate

File No.: 2339-0012

For Services Rendered Through 9/30/2018

In Reference To: Schedules/SOFA/US Trustee Reports

File No.: 2339-0013

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/7/2018	JMW	Exchange e-mail correspondence with A. Agam re extension of time for schedules and SOFAs	0.20	\$145.00
9/17/2018	JMW	Analyze materials for 9/18 initial debtor interview	0.20	\$145.00
9/18/2018	MLT	Confer with J. Weiss re IDI and schedules	0.20	\$249.00
	JMW	Confer with M. Tuchin re IDI and schedules	0.20	\$145.00
	JMW	Telephone conference with A. Agam re follow up to IDI	0.10	\$72.50
	JMW	Participate telephonically in initial debtor interview	1.40	\$1,015.00
9/19/2018	MLT	Analyze correspondence from M. Yoshimura re initial operating report	0.10	No Charge
	SDP	Exchange e-mail correspondence with M. Yoshimura re KTB&S retainer for monthly operating report	0.20	No Charge
9/20/2018	SMG	Review initial operating report schedule and exchange e-mail correspondence with M. Yoshimura re same	0.20	\$125.00
	MLT	Analyze correspondence from M. Yoshimura re Initial Operating Report	0.10	\$124.50
9/21/2018	MLT	Analyze Initial Monthly Operating Report	0.10	\$124.50
	JMW	Analyze initial monthly operating report	0.20	\$145.00
Professional Services Rendered			3.20	\$2,290.50

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For Services Rendered Through 9/30/2018

In Reference To: Employee Matters

File No.: 2339-0014

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/6/2018	MLT	Analyze correspondence from A. Agam re employee benefits motion	0.10	\$124.50
9/12/2018	SMG	Exchange e-mail correspondence with M. Yoshimura re employee expenses (multiple)	0.20	\$125.00
9/13/2018	SMG	Call with M. Yoshimura re employee expenses (multiple)	0.10	\$62.50
9/24/2018	WLH	Analyze correspondence from A. Agam (FTI) re KERP issues	0.10	\$89.50
	MLT	Exchange e-mail correspondence with A. Agam re KERP and KEIP	0.30	\$373.50
9/25/2018	JMW	Analyze proposal for KERP	0.20	\$145.00
9/26/2018	JMW	Exchange e-mail correspondence with A. Agam (several) and S. Gurvitz re key employee retention plan	0.20	\$145.00
	SMG	Exchange e-mail correspondence with A. Agam, J. Weiss re KERP issues (multiple)	0.30	\$187.50
Professional Services Rendered			<u>1.50</u>	<u>\$1,252.50</u>

For Services Rendered Through 9/30/2018

In Reference To: Litigation/Adversary Proceedings

File No.: 2339-0015

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/6/2018	MLT	Analyze draft notice of suggestion and notice of stay of proceedings	0.10	\$124.50
	SMG	Review suggestion of bankruptcy notice and form	0.20	\$125.00
	SMG	Call with S. Pearson re suggestion of bankruptcy filings	0.20	\$125.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Exchange e-mail correspondence with J. Ellis, P. Glaser, V. Bono, and D. Pauly re pending litigation matters	0.20	\$249.00
	SDP	Exchange e-mail correspondence with M. Smith and S. Gurvitz re suggestion of bankruptcy form for civil actions	0.20	\$75.00
	SDP	Exchange e-mail correspondence with R. Poppiti, M. Tuchin, I. Bambrick, M. Smith, and S. Gurvitz re suggestion of bankruptcy for civil actions (multiple)	0.30	\$112.50
	SDP	Analyze correspondence from S. Gurvitz to P. Glaser re suggestion of bankruptcy form for Sous Chef v. ORF	0.10	\$37.50
	SDP	Analyze correspondence from S. Gurvitz to A. Pauly and V. Bono re suggestion of bankruptcy form for Deutsch v. ORF and Schwartz v. ORF actions	0.10	\$37.50
	SMG	Exchange e-mail correspondence with P. Glaser re suggestion of bankruptcy	0.10	\$62.50
	SMG	Exchange e-mail correspondence with D. Pauly re suggestion of bankruptcy	0.10	\$62.50
9/7/2018	MLT	Analyze correspondence from D. Pauly re pending litigation matters	0.10	\$124.50
	SDP	Analyze correspondence from A. Pauly re pending litigation	0.10	\$37.50
	SMG	Exchange e-mail correspondence with S.Reil and M. Smith re Bank Leumi litigation	0.10	\$62.50
	SMG	Analyze correspondence from D. Pauly re pending litigation update	0.10	\$62.50
	SMG	Exchange e-mail correspondence with S. Reil re JAMS matter, Schwartz mediation, and Bank Leumi litigation	0.10	\$62.50
9/10/2018	SMG	Exchange e-mail correspondence with S. Reil re Bank of Leumi litigation	0.10	\$62.50
9/11/2018	JMW	Research re infringement threat by claimant Starpix	0.40	\$290.00
	SMG	Finalize and file suggestion of bankruptcy in Bank Leumi litigation	0.30	\$187.50
	MLT	Analyze correspondence from S. Gurvitz re suggestion of bankruptcy in Bank Leumi matter	0.10	No Charge
	SDP	Analyze correspondence from S. Gurvitz re suggestion of bankruptcy (Bank Leumi matter)	0.10	\$37.50
	JMW	Exchange e-mail correspondence with M. Ellis re infringement threat by claimant Starpix	0.10	\$72.50

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Exchange e-mail correspondence with V. Bono and D. Pauly re Bank Leumi litigation	0.10	\$62.50
9/12/2018	JMW	Telephone conference with J. Hunt, J. Fradlin re Dutcher litigation case update	0.40	\$290.00
	JMW	Exchange e-mail correspondence with J. Fradlin re Dutcher litigation	0.10	\$72.50
	JMW	Analyze correspondence from J. Hunt re Dutcher litigation case update	0.10	\$72.50
9/14/2018	JMW	Revise notices of bankruptcy in non-bankruptcy cases	0.30	\$217.50
	SMG	Exchange e-mail correspondence with V. Bono re litigation	0.10	\$62.50
	MLT	Analyze correspondence from D. Thayer and V. Bono re Schwartz mediation	0.10	\$124.50
	SMG	Exchange e-mail correspondence with E. Dabaie (Glaser Weil) re sous chef litigation	0.10	\$62.50
	SMG	Exchange e-mail correspondence with D. Pauly re Schwartz litigation	0.10	\$62.50
9/20/2018	SMG	Call with D. Pauly re Bank Leumi matter	0.20	\$125.00
9/25/2018	JMW	Analyze report re pretrial assessment of Dutcher litigation	0.20	\$145.00
Professional Services Rendered			5.00	\$3,307.50

For Services Rendered Through 9/30/2018

In Reference To: Automatic Stay/Adequate Protection

File No.: 2339-0016

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/13/2018	MLT	Exchange e-mail correspondence with J. Ellis re stay violation	0.10	\$124.50
	JMW	Analyze correspondence from J. Ellis re WGA arbitration case status	0.10	\$72.50
	JMW	Telephone conference with J. Fradlin re Dutcher lawsuit	0.10	\$72.50
	JMW	Exchange e-mail correspondence with J. Fradlin re Dutcher lawsuit	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with Ryan Elias (outside counsel) re effect of stay on arbitration	0.10	\$72.50
	JMW	Analyze correspondence from J. Hunt re Dutcher case progress and stipulation	0.10	\$72.50
9/14/2018	JMW	Analyze draft stipulation to lift stay in Dutcher case	0.20	\$145.00
9/18/2018	MLT	Analyze correspondence from J. Ellis and J. Weiss re Dutcher v. Bold Films relief from stay	0.10	\$124.50
	JMW	Confer with Parr Brown lawyers re Dutcher litigation stay relief	0.20	\$145.00
9/20/2018	JMW	Revise Dutcher stay relief issues	0.40	\$290.00
	JMW	Telephone conference with C. Hayman re Dutcher case	0.10	\$72.50
9/21/2018	JMW	Research re stay relief stipulation in respect of Dutcher lawsuit	1.10	\$797.50
	JMW	Analyze liability policy covering Dutcher lawsuit	0.60	\$435.00
	JIG	Background analysis and draft proposed stipulation for RFS re Dutcher litigation	1.80	\$1,485.00
	JMW	Telephone conference with R. Poppiti re self insured retention in Dutcher insurance policy	0.30	\$217.50
9/22/2018	JIG	Analyze correspondence of UCC counsel re relief from stay stipulation	0.10	\$82.50
	JIG	Email correspondence with J. Weiss re RFS stipulation	0.20	\$165.00
9/23/2018	JIG	Analyze correspondence with Paul Hastings re RFS stipulation	0.40	\$330.00
	JMW	Exchange e-mail correspondence with A. Tenzer (multiple) re Dutcher stipulated relief from stay	0.20	\$145.00
9/25/2018	JIG	Analyze Perr Brown summary re Dutcher case	0.30	\$247.50
	JIG	Telephone call with J. Frandlin re Dutcher litigation questions	0.30	\$247.50
	JIG	Telephone call with Parr Brown re Dutcher litigation questions	0.40	\$330.00
9/26/2018	JMW	Analyze Dutcher litigation stay relief stipulation issues	0.40	\$290.00
	JIG	Analyze YCST comments to Dutcher stipulation	0.30	\$247.50
	JMW	Exchange e-mail correspondence with J. Ellis re WGA Guild arbitration and automatic stay	0.10	\$72.50

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JIG	Telephone call with A. Tenzer re Dutcher RFS stipulation	0.10	\$82.50
	JIG	Telephone call with Parr Brown re Dutcher RFS stipulation	0.20	\$165.00
9/27/2018	JIG	Analyze and draft email correspondence to lenders re stipulation revisions	0.40	\$330.00
	JIG	Email correspondence with UCC counsel re stipulation status	0.20	\$165.00
9/28/2018	JMW	Research stay violation issues	0.30	\$217.50
	JMW	Analyze Guilds selection of arbitrator re prepetition arbitration	0.10	\$72.50
	MLT	Analyze correspondence from J. Ellis and M. Jerrido (Writers Guild) re Rawwhite Down Arbitration	0.10	\$124.50
9/29/2018	JIG	Correspondence with Parr Brown re stipulation	0.30	\$247.50
9/30/2018	JMW	Analyze letter from Steve Silverman re Dutcher stay relief stipulation request	0.20	\$145.00
	JMW	Analyze markup of stay relief stipulation request re Dutcher litigation	0.10	\$72.50
	JIG	Analyze Silverman correspondence re stipulation	0.90	\$742.50
	JMW	Prepare response correspondence to Steve Silverman re Dutcher stay relief stipulation request	0.40	\$290.00
Professional Services Rendered			11.40	\$9,011.00

For Services Rendered Through 9/30/2018

In Reference To: Executory Contracts/Unexpired Leases

File No.: 2339-0017

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/6/2018	MLT	Analyze Lease Termination Agreement	0.30	\$373.50
	SMG	Review film distribution agreements	1.90	\$1,187.50
	SDP	Exchange e-mail correspondence with S. Gurvitz re film agreements and contracts (multiple)	0.30	\$112.50
	MLT	Analyze correspondence from J. Ellis and A. Agam re lease payments	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Exchange e-mail correspondence with K. Sutharshana re noticing of film agreement counterparties	0.10	\$62.50
	SMG	Call with K. Sutharshana re noticing of film agreement counterparties	0.10	\$62.50
	SMG	Exchange e-mail correspondence with Donlin team re updates to creditor matrix re film agreement counterparties	0.10	\$62.50
9/7/2018	SMG	Prepare contract rejection motion	0.40	\$250.00
	JIG	Additional distribution agreement analysis re terms and rights under agreements	3.40	\$2,805.00
	MLT	Analyze correspondence from M. Yoshimura and J. Weiss re rejection of contracts	0.10	\$124.50
	JMW	Exchange e-mail correspondence with S. Gurvitz, M. Yoshimura re rejection of certain contracts	0.10	\$72.50
	SMG	Call with M. Yoshimura re OCP and contract rejection	0.10	\$62.50
	SMG	Exchange e-mail correspondence with M. Yoshimura re contract rejection motion	0.10	\$62.50
	SMG	Exchange e-mail correspondence with R. Poppiti re service of bid procedures motion on guilds and film agreement counterparties (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with S. Reil re retroactive rejection	0.10	\$62.50
	SMG	Call with S. Reil re contract rejection and re OCP issues	0.10	\$62.50
	MLT	Exchange e-mail correspondence with J. Reisner re Max Steel and The Promise	0.10	\$124.50
9/9/2018	JMW	Exchange e-mail correspondence with M. Ellis (FTI) re comScore contract	0.10	\$72.50
9/11/2018	SMG	Exchange e-mail correspondence with M. Yoshimura re contract rejection	0.10	\$62.50
	SMG	Exchange e-mail correspondence with I. Bambrick re 365(d)(4) deadline	0.10	\$62.50
9/12/2018	JMW	Analyze Office 1 lease and related correspondence re adequate protection	0.20	\$145.00
	JMW	Telephone conference with A. Agam re AXI and Hotel Artemis contracts	0.40	\$290.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Analyze correspondence from T. Hartzell re Ricoh copier; prepare correspondence to A. Agam and L. Schaeffer re same; exchange e-mail correspondence with C. Jenkins re same	0.10	\$124.50
9/14/2018	SMG	Analyze additional contracts added to data room (numerous)	0.60	\$375.00
9/17/2018	SDP	Analyze contracts; prepare service lists re same	4.20	No Charge
	JMW	Analyze correspondence from C. Jenkins re NBC Universal contracts	0.20	\$145.00
	SDP	Exchange e-mail correspondence with A. Logan re contract counterparties	0.20	\$75.00
9/18/2018	SDP	Analyze contracts for counterparty service and notice	3.70	\$1,387.50
	SMG	Exchange e-mail correspondence with B. Zhang re contract rejection issues	0.10	\$62.50
	SMG	Exchange e-mail correspondence with M. Yoshimura re contract rejection issues	0.10	\$62.50
	SDP	Exchange e-mail correspondence with A. Logan re contract counterparty service list	0.20	\$75.00
	SDP	Analyze correspondence from C. Dickson re contract counterparty service list	0.10	\$37.50
9/20/2018	SMG	Prepare contract rejection motion	1.00	\$625.00
	JMW	Analyze proposed response to FilmNation re their contracts	0.10	\$72.50
	SMG	Exchange e-mail correspondence with M. Yoshimura re contract rejection motion and issues (multiple)	0.10	\$62.50
	SMG	Exchange e-mail correspondence with B. Zhang re contract rejection motion and issues	0.20	\$125.00
	SMG	Call with M. Yoshimura re contract rejection motion and issues	0.10	\$62.50
	SMG	Exchange e-mail correspondence with R. Poppiti and I. Bambrick re cure issues (multiple)	0.20	\$125.00
	SDP	Exchange e-mail correspondence with A. Logan re contract counterparty service lists	0.20	\$75.00
9/21/2018	SMG	Prepare contract rejection motion	1.80	\$1,125.00
	MLT	Analyze Motion to Reject Contracts and Leases	0.10	\$124.50
	JMW	Analyze draft contract rejection motion	0.20	\$145.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Exchange e-mail correspondence with B. Zhang re contract rejection motion and issues (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with M. Yoshimura re contract rejection motion and issues	0.10	\$62.50
	SMG	Calls with M. Yoshimura re contract rejection motion and issues (two calls)	0.20	\$125.00
	SMG	Calls with M. Yoshimura re copier lease	0.10	\$62.50
	SMG	Call with B. Zhang and M. Yoshimura re contract rejection motion and issues	0.10	\$62.50
	SMG	Exchange e-mail correspondence with R. Poppiti re contract rejection motion and issues (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with I. Bambrick re contract rejection motion and issues (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with Donlin re contract rejection motion notice and servicing (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with Donlin re exhibit to contract rejection motion	0.10	\$62.50
9/24/2018	SMG	Call with M. Yoshimura and B. Zhang re cure schedule	0.10	\$62.50
9/26/2018	SMG	Call with M. Yoshimura and B. Zhang re cure schedule	0.10	\$62.50
9/27/2018	RJS	Confer with S. Gurvitz re cure amounts	0.20	\$120.00
	SMG	Call with M. Yoshimura, B. Zhang, C. Jenkins, R. Smith, and W. Holt re contract schedules	0.40	\$250.00
	WLH	Call with FTI team, S. Gurvitz and R. Smith re contract questions and issues	0.40	\$358.00
9/30/2018	SMG	Follow up with R. Smith re cure issues	0.10	\$62.50
	SMG	Exchange e-mail correspondence with DRC re cure schedule	0.10	\$62.50
Professional Services Rendered			24.80	\$13,109.00

For Services Rendered Through 9/30/2018

In Reference To: Meetings

File No.: 2339-0019

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/11/2018	WLH	Prepare correspondence to A. Agam re Guild meeting issues (multiple)	0.20	\$179.00
	WLH	Exchange e-mail correspondence with A. Agam (FTI) and J. Kohanski re Guild meetings	0.10	\$89.50
9/12/2018	WLH	Exchange e-mail correspondence A. Agam (FTI), J. Kohanski and A. Tenzer (Paul Hastings) re Guilds meeting (multiple)	0.20	\$179.00
9/13/2018	JMW	Prepare for meeting with Company re Guilds	0.30	\$217.50
	WLH	Prepare for Guilds meeting	0.40	\$358.00
	WLH	Prepare for client meeting re Guild and related issues	0.30	\$268.50
	JMW	Meet with Company and FTI re participation and residuals	1.00	\$725.00
	WLH	Attend client meeting with J. Weiss and R. Smith re Guild and related issues	1.00	\$895.00
	RJS	Attend meetings with management and FTI re analysis of guild and producer liens	1.50	\$900.00
9/16/2018	WLH	Exchange emails with A. Tenzer (PH) and D. Grassgreen (PSZJ) re Guilds meeting	0.10	\$89.50
9/17/2018	WLH	Prepare for Guilds meeting	0.30	\$268.50
	JMW	Meeting with Guild lawyers, lender counsel, committee counsel, and company	1.50	\$1,087.50
	RJS	Meeting with management, counsel for the guilds, committee counsel, and Bank of America's counsel re guild claims and liens	1.50	\$900.00
	WLH	Participation in large group meeting re Guild issues	1.50	\$1,342.50
Professional Services Rendered			<u>9.90</u>	<u>\$7,499.50</u>

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For Services Rendered Through 9/30/2018

In Reference To: Non-Working Travel

File No.: 2339-0020

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/6/2018	JMW	One half non-working travel time to Wilmington for first day hearings	3.30	\$2,392.50
	JMW	One half non-working travel time to Wilmington for first day hearings	3.30	No Charge
	WLH	Travel from Los Angeles to Wilmington	1.50	\$1,342.50
	WLH	Travel from Los Angeles to Wilmington	1.50	No Charge
9/7/2018	WLH	Return travel from Wilmington to Los Angeles	2.90	\$2,595.50
	WLH	Return travel from Wilmington to Los Angeles	2.90	No Charge
9/8/2018	JMW	One half non-working travel back to Los Angeles after first day hearing	4.60	\$3,335.00
	JMW	One half non-working travel back to Los Angeles after first day hearing	4.60	No Charge
Professional Services Rendered			24.60	\$9,665.50

For Services Rendered Through 9/30/2018

In Reference To: Tax

File No.: 2339-0021

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
9/17/2018	JDY	Meet with A. Agam and J. Weiss re tax issues	0.10	\$75.00
Professional Services Rendered			0.10	\$75.00

Timekeeper Summary

Name	Hours	Rate	Amount
Argiropoulos, Maria S	0.20	0.00	No Charge
Argiropoulos, Maria S	22.20	895.00	\$19,869.00
Pearson, Shanda D.	7.80	0.00	No Charge
Pearson, Shanda D.	23.00	375.00	\$8,625.00
Gurule, Julian I.	0.40	0.00	No Charge
Gurule, Julian I.	17.50	825.00	\$14,437.50
Gurvitz, Sasha M	0.90	0.00	No Charge
Gurvitz, Sasha M	37.90	625.00	\$23,687.50
Holt, Whitman L.	5.20	0.00	No Charge
Holt, Whitman L.	102.70	895.00	\$91,916.50
Klee, Kenneth N.	0.20	0.00	No Charge
Smith, Robert J.	81.20	600.00	\$48,720.00
Tuchin, Michael L.	1.60	0.00	No Charge
Tuchin, Michael L.	51.80	1245.00	\$64,491.00
Weiss, Jonathan M.	8.20	0.00	No Charge
Weiss, Jonathan M.	70.20	725.00	\$50,895.00
Yi, Justin D.	21.10	750.00	\$15,825.00
	<u>452.10</u>		<u>\$338,466.50</u>

Total fees and expenses incurred

\$349,411.83

EXHIBIT B

EXHIBIT B

(Itemized expenses for the period September 1, 2018 through September 30, 2018)

Date	Expense	Amount	Description	Travel Purpose	Invoice No.
09/13/2018	Travel	\$1,313.00	Airfare from LAX to PHL on 09/06/18 for W. Holt	09/07/18 Hearing	16740
09/13/2018	Travel	\$1,313.00	Airfare from PHL to LAX on 09/07/18 for W. Holt	09/07/18 Hearing	16740
09/13/2018	Travel	\$328.90	Hotel on 09/06/18 thru 09/07/18 for W. Holt	09/07/18 Hearing	16740
09/13/2018	Travel	\$192.00	Transportation on 09/06/18 & 09/07/18 for W. Holt	09/07/18 Hearing	16740
09/20/2018	Telephone	\$43.75	Telephone Conference Service		16740
09/25/2018	Travel	\$1,312.20	Airfare from LAX to PHL on 09/06/18 for J. Weiss	09/07/18 Hearing	16740
09/25/2018	Travel	\$65.72	Transportation to LAX on 09/06/18 for J. Weiss	09/07/18 Hearing	16740
09/25/2018	Travel	\$328.90	Hotel on 09/06/18 thru 09/07/18 for J. Weiss	09/07/18 Hearing	16740
09/25/2018	Travel	\$442.20	Airfare from JFK to LAX on 09/08/18 for J. Weiss	09/07/18 Hearing	16740
09/25/2018	Travel	\$75.79	Transportation from LAX on 09/09/18 for J. Weiss	09/07/18 Hearing	16740
09/30/2018	Online Research	\$67.80	Pacer - September 2018		16740
09/30/2018	Online Research	\$4,574.97	Lexis - September 2018		16740
09/30/2018	Online Research	\$887.10	Westlaw - September 2018		16740
Total:		\$10,945.33			