

# **EXHIBIT A**

**KLEE, TUCHIN, BOGDANOFF & STERN LLP**

1999 Avenue of the Stars  
 Thirty-Ninth Floor  
 Los Angeles, California 90067  
 Telephone: (310) 407-4000  
 Facsimile: (310) 407-9090  
 Taxpayer I.D. No. 95-4744518

January 07, 2019

Bill No. 16900

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

<b><u>Matter Code</u></b>	<b><u>Matter Name</u></b>	<b><u>Fees Billed</u></b>	<b><u>Expenses Billed</u></b>	<b><u>Total Billed</u></b>
0000	Open Road Expenses	\$0.00	\$13,623.95	\$13,623.95
0001	Case Administration	\$2,076.50	\$0.00	\$2,076.50
0003	Business Operations	\$6,754.50	\$0.00	\$6,754.50
0004	Creditor Inquiries	\$3,413.50	\$0.00	\$3,413.50
0005	Use, Sale, Lease of Assets	\$163,642.50	\$0.00	\$163,642.50
0006	Cash Collateral	\$7,489.00	\$0.00	\$7,489.00
0007	Claims Administration	\$14,624.00	\$0.00	\$14,624.00
0008	Court Hearings	\$18,504.00	\$0.00	\$18,504.00
0009	Professional Retention/Fee Issues	\$2,987.00	\$0.00	\$2,987.00
0010	Fee Application Preparation	\$4,407.50	\$0.00	\$4,407.50
0011	Budgeting	\$457.50	\$0.00	\$457.50
0012	General Corporate	\$72.50	\$0.00	\$72.50
0013	Schedules/SOFA/US Trustee Reports	\$611.50	\$0.00	\$611.50
0014	Employee Matters	\$362.00	\$0.00	\$362.00

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0015	Litigation/Adversary Proceedings	\$3,394.00	\$0.00	\$3,394.00
0016	Automatic Stay/Adequate Protection	\$7,028.00	\$0.00	\$7,028.00
0017	Executory Contracts/Unexpired Leases	\$40,756.50	\$0.00	\$40,756.50
0018	Plan/Disclosure Statement	\$10,019.50	\$0.00	\$10,019.50
0020	Non-Working Travel	\$22,392.50	\$0.00	\$22,392.50
0021	Tax	\$72.50	\$0.00	\$72.50
		<u>\$309,065.00</u>	<u>\$13,623.95</u>	<u>\$322,688.95</u>

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

For Services Rendered Through 12/31/2018

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In Reference To: Open Road Expenses

File No.: 2339-0000

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Costs and Disbursements

Online Research

Lexis - December 2018	\$585.14
Pacer - December 2018	\$11.80
Westlaw - December 2018	\$136.59
	<hr/>
	\$733.53

Travel

Airfare from LAX to PHL on 12/12/18 & PHL to LAX on 12/13/18 for S. Gurvitz	\$2,624.40
Transportation to LAX on 12/12/18 for S. Gurvitz	\$34.77
Hotel on 12/12/18 for S. Gurvitz	\$328.90
Transportation from LAX on 12/13/18 for S. Gurvitz	\$71.43
Transportation to LAX on 12/12/18 for J. Weiss	\$61.42
Transportation from PHL to hotel on 12/12/18 for J. Weiss	\$72.94
Hotel on 12/12/18 for J. Weiss	\$328.90
Transportation from LAX on 12/13/18 for J. Weiss	\$85.86
Airfare from PHL to LAX on 12/19/18 for J. Weiss	\$1,312.20
Transportation to LAX on 12/16/18 for J. Weiss	\$73.98

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Transportation from PHL on 12/17/18 for J. Weiss	\$78.00
Hotel on 12/17/18 thru 12/18/18 for J. Weiss	\$657.80
Transportation from LAX on 12/19/18 for J. Weiss	\$72.98
Transportation to LAX on 12/18/18 for J. Yi	\$17.58
Airfare from LAX to PHL on 12/18/18 and PHL to LAX on 12/19/18 for J. Yi	\$2,625.00
Hotel on 12/18/18 for J. Yi	\$328.90
Transportation from LAX on 12/19/18 for J. Yi	\$21.36
Airfare from LAX to PHL on 12/12/18 for J. Weiss	\$1,313.00
Airfare from PHL to LAX on 12/13/18 for J. Weiss	\$1,313.00
Airfare from LAX to PHL on 12/16/18 for J. Weiss	\$1,313.00
	\$12,735.42

MealsCourt Fees

CourtCall fee to telephonically appear on 12/13/18 for M. Tuchin	\$44.00
CourtCall fee to telephonically appear on 12/13/18 for J. Yi	\$51.00
CourtCall fee to telephonically appear on 12/17/18 for J. Yi	\$30.00
CourtCall fee to telephonically appear on 12/19/18 for M. Tuchin	\$30.00
	\$155.00

Total Costs and Disbursements

\$13,623.95
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For Services Rendered Through 12/31/2018

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>
12/3/2018	SDP	Manage data room files	0.10	\$37.50
12/4/2018	SMG	Analyze docket update	0.10	\$62.50
12/5/2018	MLT	Analyze critical dates memo	0.20	\$249.00
	SDP	Analyze correspondence from M. Smith re docket update	0.10	\$37.50
	SDP	Analyze critical dates calendar	0.10	\$37.50
	JMW	Analyze updated critical dates calendar	0.30	\$217.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Analyze critical dates memo and update case deadlines	0.40	\$250.00
12/6/2018	SDP	Analyze correspondence from DRC re newly filed claims	0.10	\$37.50
12/10/2018	SDP	Analyze correspondence from M. Smith re docket update	0.10	\$37.50
	SMG	Analyze docket update	0.10	\$62.50
12/11/2018	SDP	Analyze docket update	0.10	\$37.50
	SMG	Analyze docket update	0.10	\$62.50
12/12/2018	MLT	Analyze order amending case caption	0.10	No Charge
	SDP	Analyze report re newly filed claims	0.10	\$37.50
	SDP	Analyze docket update	0.10	\$37.50
	SDP	Manage data room files	0.30	\$112.50
	JMW	Analyze entered order re case caption amendment	0.10	\$72.50
12/13/2018	SDP	Analyze docket update	0.10	\$37.50
12/14/2018	SDP	Analyze correspondence from M. Smith re 12/13 hearing transcript	0.10	\$37.50
12/17/2018	SDP	Draft pro hac vice motion for J. Yi	0.10	\$37.50
	SDP	Exchange e-mail correspondence with I. Bambrick, J. Yi, J. Weiss, and M. Smith re J. Yi pro hac vice application	0.20	\$75.00
	SDP	Analyze docket update	0.10	\$37.50
	SMG	Exchange e-mail correspondence with S. Reil re 12/17 filing	0.10	\$62.50
	SMG	Update case deadlines re sale hearing	0.10	\$62.50
12/18/2018	SDP	Analyze correspondence from M. Smith re order approving J. Yi pro hac vice motion	0.10	\$37.50
12/19/2018	SMG	Analyze docket report	0.10	\$62.50
12/20/2018	SDP	Analyze docket update	0.10	\$37.50
	SMG	Analyze docket report	0.10	\$62.50
12/21/2018	SDP	Analyze docket update	0.10	\$37.50
12/27/2018	SDP	Analyze docket update	0.10	\$37.50
	SMG	Analyze docket update report	0.10	\$62.50

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Professional Services Rendered	4.00	\$2,076.50
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For Services Rendered Through 12/31/2018

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>
12/3/2018	JMW	Telephone conference with L. Jurich, R. Smith re Telepool and City National Bank payment arrangement	0.20	\$145.00
	JMW	Exchange e-mail correspondence with M. Ellis re Viacom invoices	0.10	\$72.50
12/4/2018	WLH	Further correspondence with C. Jenkins re AXL issues	0.10	\$89.50
	WLH	Telephone conference with A. McDow re AXL-related issues and options to resolve; follow-up emails	0.90	\$805.50
12/5/2018	JMW	Analyze correspondence from W. Holt re City of Lies update	0.10	\$72.50
	WLH	Telephone conference with A. McDow and respective business people re AXL-related issues and next steps re same	1.50	\$1,342.50
	WLH	Confer with J. Weiss and call with R. Poppiti (YCST) re procedural aspects of AXL resolution	0.40	\$358.00
	WLH	Follow-up call with A. McDow re AXL resolution and process	0.20	\$179.00
	SMG	Exchange e-mail correspondence with C. Jenkins and B. Zhang re insurance policies	0.10	\$62.50
12/6/2018	JMW	Exchange e-mail correspondence with A. Agam, J. Fradlin re City of Lies	0.20	\$145.00
	WLH	Exchange e-mail correspondence A. Agam (FTI) re AXL issues	0.20	\$179.00
	WLH	Telephone conference with A. Tenzer and S. Williams re AXL and City of Lies issues	0.40	\$358.00
	WLH	Prepare correspondence to client group re lenders' views re AXL and City of Lies issues	0.20	\$179.00
12/9/2018	JMW	Analyze The Promise proposed second amendment to distribution agreement	0.20	\$145.00

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/11/2018	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re operational aspects of HE post-AXL rejection	0.20	\$179.00
	WLH	Prepare correspondence to S. Mick re employment of HE team	0.10	\$89.50
12/13/2018	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re issues re assorted HE contacts (numerous)	0.20	\$179.00
	WLH	Analyze files re drafting backdrop re InDemand agreement as it relates to AXL	0.40	\$358.00
12/14/2018	JMW	Exchange e-mail correspondence with K. Lyman re The Promise receipts	0.10	\$72.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) and YCST team re BofA accounts	0.10	\$89.50
	SMG	Exchange e-mail correspondence with C. Jenkins re Showbiz invoices	0.10	No Charge
12/15/2018	WLH	Analyze correspondence from R. Poppiti (YCST) and A. Agam (FTI) re bank account issues	0.10	\$89.50
12/18/2018	JMW	Analyze correspondence from S. Mick, W. Holt, A. Agam re AXL issues	0.20	\$145.00
12/19/2018	WLH	Exchange e-mail correspondence with S. Hornung re Paramount request for non-disturbance agreement re AXL	0.10	\$89.50
12/20/2018	WLH	Revise draft Paramount letter agreement	0.20	\$179.00
	WLH	Analyze correspondence re foreign withholding tax payment	0.10	No Charge
12/21/2018	JMW	Analyze correspondence from A. Agam re potential City of Lies settlement	0.10	\$72.50
	JMW	Analyze Paramount AXL license	0.10	\$72.50
	WLH	Telephone conference with A. Agam (FTI) re tax withholding issue	0.10	\$89.50
12/23/2018	JMW	Analyze correspondence from A. Agam re AXL stipulation	0.10	\$72.50
	WLH	Exchange emails with A. Agam (FTI) re issues re Paramount letter agreement	0.20	\$179.00
	WLH	Exchange emails with committee advisers re Paramount / AXL letter	0.10	No Charge
12/24/2018	JMW	Analyze correspondence from A. Agam re paramount payment	0.10	\$72.50



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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Exchange emails with A. Agam (FTI), committee counsel, and Paramount counsel re draft license agreement	0.20	\$179.00
	WLH	Analyze email from A. Agam (FTI) re Paramount payment	0.10	\$89.50
	WLH	Analyze email from A. Agam (FTI) re need for P&A payment chart from Lakeshore	0.10	\$89.50
12/26/2018	JMW	Analyze correspondence from S. Hornung re AXL—Paramount deal	0.10	\$72.50
	WLH	Analyze correspondence re Paramount license agreement	0.10	\$89.50
12/27/2018	JMW	Exchange e-mail correspondence with L. Jacobsen re Showtime invoice payment	0.10	\$72.50
Professional Services Rendered			8.20	\$6,754.50

For Services Rendered Through 12/31/2018

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>
12/3/2018	MLT	Analyze correspondence from A. Agam re call with lenders	0.10	\$124.50
12/5/2018	JMW	Analyze insurance documents to be provided to UCC pursuant to diligence requests	0.30	\$217.50
	WLH	Exchange e-mail correspondence with M. Houston re City of Lies termination	0.10	\$89.50
	WLH	Telephone conference with M. Houston re City of Lies issues; follow-up email to FTI re same	0.30	\$268.50
	WLH	Analyze Guilds request for film list and related points (multiple)	0.20	\$179.00
12/6/2018	WLH	Exchange e-mail correspondence with A. Agam (FTI) re strategy and issues for response to Bank Leumi	0.20	\$179.00
	WLH	Prepare correspondence to A. Tenzer and S. Williams re update about matters re AXL and City of Lies	0.30	\$268.50
	WLH	Exchange e-mail correspondence re follow-up on Bank Leumi call requests	0.10	\$89.50

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Analyze summary of points to cover in December 7 lender call	0.10	\$89.50
	WLH	Exchange e-mail correspondence with J. Fradlin re response to questions re City of Lies	0.10	\$89.50
12/10/2018	WLH	Research re potential avoidance claims re City of Lies	1.00	\$895.00
	WLH	Telephone conference with Reed Smith and A. Agam (FTI) and J. Fradline re City of Lies issues	0.40	\$358.00
12/11/2018	JMW	Analyze correspondence from A. Agam re Capstone NDA	0.10	\$72.50
12/12/2018	JMW	Telephone conference with Leanne, S. Gurvitz re Clear Channel Outdoor inquiry	0.10	\$72.50
	SMG	Call with J. Weiss and Leanne re Clear Channel Outdoor	0.10	\$62.50
12/14/2018	WLH	Telephone conference with S. Mick re inquiry re Roadshow and City of Lies; follow-up about same	0.20	\$179.00
12/31/2018	WLH	Call with J. Kohanski re Guild issues	0.10	\$89.50
	WLH	Exchange e-mail correspondence with J. Kohanski re Guild-related issues	0.10	\$89.50
Professional Services Rendered			3.90	\$3,413.50

For Services Rendered Through 12/31/2018

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>
12/1/2018	JMW	Exchange e-mail correspondence with A. Agam, L. Stepanian re Showtime sale issues	0.30	\$217.50
12/2/2018	JMW	Draft issues list for open sale items for discussion with FTI and Raven's counsel	0.80	\$580.00
12/3/2018	JMW	Telephone conference with Raven counsel, J. Yi and S. Gurvitz regarding update on sale process and objections	0.40	\$290.00
	JMW	Confer with J. Yi and S. Gurvitz re sale process and objections	0.20	\$145.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with A. Agam, A. Cohen, J. Yi, R. Smith re P&R cap and Chef	0.80	\$580.00
	JMW	Telephone conference with R. Poppiti, I. Bambrick re APA amendment	0.30	\$217.50
	JMW	Telephone conference with J. Sabin re City of Lies potential interest	0.10	\$72.50
	JMW	Prepare correspondence to A. Tenzer re Chef update	0.10	\$72.50
	SMG	Call with J. Yi, R. Smith, J. Weiss, L. Muchnik, and N. Hayes re sale process and objection	0.40	\$250.00
	SMG	Confer with J. Yi and J. Weiss re sale objections and process	0.20	\$125.00
	JDY	Confer with J. Weiss and S. Gurvitz re: sale process and objections	0.20	\$150.00
	JDY	Revise second amendment to APA	1.50	\$1,125.00
	JDY	Review and analyze emails from M. Bolkin and J. Fradlin re: Sleepless	0.10	\$75.00
	JDY	Review and analyze Raven certificate	0.10	\$75.00
	JDY	Confer with J. Weiss re: Chef	0.20	\$150.00
	JDY	Exchange email correspondence with C. Jenkins re: Spotlight	0.10	\$75.00
	JDY	Review and analyze status of sale objections	0.20	\$150.00
	JDY	Exchange email correspondence with FTI re: P&R Cures	0.10	\$75.00
	JDY	Review and analyze email from M. Ellis re: Viacom	0.10	\$75.00
	JDY	Call with GT and DLA, J. Weiss, S. Gurvitz re: sale process and objections	0.40	\$300.00
	JDY	Call with A. Agam and A. Cohen re PR Cap and Chef	0.80	\$600.00
	RJS	Prepare updated closing documents	0.30	\$180.00
	RJS	Call with buyer's counsel re first amendment to APA and sale objections	0.20	\$120.00
	RJS	Call with buyer's counsel re sale issues	0.50	\$300.00
	RJS	Call with client re diligence requests from buyer's counsel	0.30	\$180.00
	RJS	Prepare for call with CNB and Telepool re payment directions for Show Dogs	0.40	\$240.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Call with counsel for CNB and Telepool re payment directions for Show Dogs	0.50	\$300.00
	RJS	Analyze transaction documents for Sleepless	1.20	\$720.00
	RJS	Prepare KYC information for escrow agent	0.30	\$180.00
12/4/2018	MLT	Analyze Notice of Filing of First Amendment to Purchase Agreement	0.20	\$249.00
	JMW	Telephone conference with L. Muchnik, S. Hornung and J. Yi re Viacom and Paramount sale issues	0.40	\$290.00
	JMW	Prepare for lender call re Chef	0.20	\$145.00
	JMW	Telephone conference with A. Tenzer, S. Williams, J. Yi re open sale issues	0.40	\$290.00
	JMW	Confer with W. Holt, J. Yi re AXL—Paramount issues	0.20	\$145.00
	JMW	Revise draft second amendment to APA	1.40	\$1,015.00
	JMW	Analyze notice of filing of first APA amendment	0.10	\$72.50
	WLH	Analyze correspondence from K. Owens re revised Endgame language	0.10	\$89.50
	JDY	Confer with J. Weiss and W. Holt re AXL Paramount issues	0.20	\$150.00
	JDY	Call with Paramount, L. Muchnik and J. Weiss re AXL and Chef	0.40	\$300.00
	JDY	Draft email to FTI re Chef financial analysis	0.10	\$75.00
	JDY	Revise Schedule 2.8 of APA	0.50	\$375.00
	JDY	Exchange email correspondence with GT re closing	0.10	No Charge
	JDY	Exchange email correspondence with A. Agam re employees in sale	0.10	\$75.00
	JDY	Call with J. Tenzer, S. Williams and J. Weiss re open sale issues	0.40	\$300.00
	RJS	Call with lender's counsel re sale issues	0.40	\$240.00
	RJS	Exchange email correspondence with escrow agent re joint release instructions and KYC	0.20	\$120.00
	RJS	Analyze revised second amendment to APA	0.40	\$240.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Analyze Show Dogs IPA in preparation for call with buyer's counsel	0.40	\$240.00
	RJS	Exchange email correspondence with counsel for Telepool re release of Show Dogs	0.30	\$180.00
	RJS	Prepare KYC information for escrow agent	0.20	\$120.00
12/5/2018	JMW	Telephone conference with Raven counsel re daily sale update	0.40	\$290.00
	JMW	Telephone conference with L. Muchnik, M. Delaney re AISP objection	0.20	\$145.00
	JMW	Exchange e-mail correspondence with A. Cohen re discussion with Raven	0.10	\$72.50
	JMW	Exchange e-mail correspondence with S. Gurvitz re Show Dogs sale order issues	0.10	\$72.50
	JMW	Exchange e-mail correspondence with K. Owen, A. Tenzer re Endgame settlement	0.10	\$72.50
	JMW	Analyze correspondence from M. Delaney re resolution of AISP objection	0.10	\$72.50
	WLH	Analyze detailed summary of open sale items	0.20	\$179.00
	WLH	Analyze correspondence re Endgame release language	0.10	\$89.50
	JDY	Exchange email correspondence with A. Cohen re Chef	0.20	\$150.00
	JDY	Call with GT/DLA re sale objections	0.40	\$300.00
	JDY	Confer with J. Weiss and R. Smith re show dogs POA and Chef	0.20	\$150.00
	JDY	Exchange email correspondence with C. Jenkins re Spotlight	0.20	\$150.00
	JDY	Review and analyze email from C. Jenkins re miscellaneous cures	0.10	\$75.00
	JDY	Review and analyze email from W. Holt re City of Lies	0.10	\$75.00
	JDY	Review and analyze email from A. Ribal re outstanding objections	0.20	\$150.00
	JDY	Review and analyze email from A. Agam re Chef	0.10	\$75.00
	JDY	Review and analyze email from R. Smith re Show Dogs	0.10	\$75.00
	RJS	Call with buyer's counsel re sale issues	0.40	\$240.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Review and respond to email correspondence with FTI re cure amounts	0.20	\$120.00
	RJS	Call with client and buyer's counsel re Show Dogs agreements	0.60	\$360.00
	RJS	Prepare documents in response to diligence requests from Buyer	0.40	\$240.00
12/6/2018	JMW	Telephone conference with A. Tenzer, S. Williams, W. Holt re sale issues	0.20	\$145.00
	JMW	Telephone conference with Raven counsel re daily sale update	0.40	\$290.00
	JMW	Analyze correspondence from A. Tenzer re Endgame	0.10	\$72.50
	JMW	Analyze correspondence from K. Owens re Endgame settlement	0.10	\$72.50
	JMW	Exchange e-mail correspondence with C. Jenkins re Spotlight negotiations	0.10	\$72.50
	WLH	Telephone conference with A. Tenzer, S. Williams and J. Weiss re sale-related issues and lender call	0.20	\$179.00
	JDY	Call with GT re sale objections	0.40	\$300.00
	JDY	Review and analyze email from A. Agam re City of Lies	0.10	\$75.00
	JDY	Review and analyze email from J. Fradlin re City of Lies	0.10	\$75.00
	JDY	Prepare revised draft of APA amendment	2.30	\$1,725.00
	RJS	Call with buyer's counsel re sale issues	0.60	\$360.00
	RJS	Prepare email to buyer's counsel re assumption issues with Show Dogs agreements	0.30	\$180.00
	RJS	Review USCO filings for Sleepless in connection with APA schedule updates	0.20	\$120.00
12/7/2018	MLT	Confer with J. Weiss re resolution of sale objections	0.20	\$249.00
	MLT	Analyze Second Amendment to Asset Purchase Agreement	0.50	\$622.50
	JMW	Confer with M. Tuchin re resolution of sale objections	0.20	\$145.00
	JMW	Telephone conference with Raven lawyers, J. Yi re daily sale update	0.20	\$145.00
	JMW	Telephone conference with A. Agam, A. Cohen, J. Yi re update on deal with Raven	0.50	\$362.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Call with Bank Group and its professionals and FTI and J. Yi, R. Smith, W. Holt re sale update	0.70	\$507.50
	JMW	Analyze revised second amendment to APA	0.40	\$290.00
	JMW	Analyze terms of business deal with Raven	0.20	\$145.00
	WLH	Call with lender group re sale issues and process	0.70	\$626.50
	WLH	Call with Guilds' advisors re sale issues and closing mechanics	0.70	\$626.50
	WLH	Exchange emails with J. Yi re issues raised by Raven re cash redirection post-close and related logistics (multiple)	0.20	\$179.00
	WLH	Email A. Agam and C. Jenkins (both FTI) re cash redirection issue	0.10	\$89.50
	WLH	Analyze correspondence re Chef motion	0.10	\$89.50
	SMG	Call with N. Haynes, L. Muchnik, J. Yi, and J. Weiss re sale and cure issues	0.20	\$125.00
	JDY	Call with DLA/GT re sale objections	0.20	\$150.00
	JDY	Review and analyze email from A. Agam re objections	0.10	\$75.00
	JDY	Call with A. Cohen re Raven	0.30	\$225.00
	JDY	Prepare revised draft of APA amendment	1.10	\$825.00
	JDY	Call with A. Cohen re settlement terms	0.20	\$150.00
	JDY	Review and analyze summary of APA amendment	0.20	\$150.00
	JDY	Review and analyze email from A. Agam re foreclosure	0.10	\$75.00
	JDY	Call with FTI, BRG and lender group re sale issues	0.70	\$525.00
	JDY	Call with A. Cohen re APA amendment	0.40	\$300.00
	JDY	Review and analyze revised sale order	0.20	\$150.00
	JDY	Due diligence review of dataroom materials	0.60	\$450.00
	JDY	Review and analyze email from S. Williams re collection accounts	0.10	\$75.00
	JDY	Exchange email correspondence with W. Holt and DLA re collection accounts	0.20	\$150.00
	JDY	Call with A. Cohen re Chef	0.10	\$75.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JDY	Call with L. Greenberg re APA amendment	0.20	\$150.00
	JDY	Review and analyze email from I. Bambrick re designation deadline	0.10	\$75.00
	JDY	Call with J. Kohanski, FTI and OR re Guild sale issues	0.70	\$525.00
	RJS	Call with buyer's counsel re sale issues	0.30	\$180.00
	RJS	Call with FTI re sale issues	0.70	\$420.00
	RJS	Call with lender group re sale issues and status	0.70	\$420.00
	RJS	Review and comment on revised APA amendment drafts	0.40	\$240.00
	RJS	Exchange email correspondence with buyer's counsel re payment directions post-closing	0.30	\$180.00
12/8/2018	WLH	Exchange emails with A. Agam (FTI), J. Yi, and R. Smith re collection account issues (multiple).	0.20	\$179.00
	WLH	Call with Raven counsel, J. Yi, and R. Smith re issues re collection accounts	0.30	\$268.50
	JDY	Call with GT/DLA re collection accounts	0.30	\$225.00
	JDY	Review and analyze email from A. Agam re development rights	0.10	\$75.00
	JDY	Review and analyze emails from C. Jenkins re Spotlight	0.10	\$75.00
	JDY	Review and analyze email from S. Gurvitz re Showdogs	0.10	No Charge
12/9/2018	JMW	Analyze revised draft sale order	0.40	\$290.00
	JDY	Review amendment for Promise distribution agreement	0.20	\$150.00
	RJS	Analyze revised sale order and second amendment to APA	0.40	\$240.00
12/10/2018	MLT	Telephone conference with R. Feinstein re sale objections	0.20	\$249.00
	MLT	Confer with J. Weiss re resolution of sale objections	0.10	\$124.50
	MLT	Confer with J. Weiss and J. Yi re sale hearing	0.10	\$124.50
	JMW	Confer with M. Tuchin, J. Yi re sale hearing	0.10	\$72.50
	JMW	Analyze proposed Endgame release language	0.10	\$72.50
	JMW	Analyze status of numerous sale and cure objections	0.80	\$580.00



<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with Raven's counsel, J. Yi, S. Gurvitz re daily sale update	1.00	\$725.00
	JMW	Telephone conference with A. Agam, A. Cohen, J. Yi re status of APA amendment and sale objections	0.60	\$435.00
	JMW	Confer with M. Tuchin re resolution of sale objections	0.10	\$72.50
	JMW	Analyze revised version of second APA amendment	0.50	\$362.50
	JMW	Analyze revised draft sale order	0.70	\$507.50
	JMW	Exchange e-mail correspondence with S. Hornung re Awesomeness objection	0.30	\$217.50
	WLH	Analyze correspondence re modifications to rights re The Promise	0.10	\$89.50
	WLH	Analyze lenders' mark-up of Endgame language	0.10	No Charge
	SMG	Call with N. Haynes, L. Muchnik, J. Yi, and J. Weiss re sale and cure objections	1.00	\$625.00
	SMG	Review draft revised proposed sale order (two versions)	0.40	\$250.00
	SMG	Update sale and cure objection tracker	0.70	\$437.50
	JDY	Review and analyze comments to second APA amendment from GT	0.50	\$375.00
	JDY	Call with L. Muchnik, N. Hayes, J. Weiss, S. Gurvitz and R. Smith re APA amendment and sale order	1.00	\$750.00
	JDY	Review and analyze email from A. Agam re development rights	0.10	\$75.00
	JDY	Review and analyze emails from FTI re Spotlight settlement	0.20	\$150.00
	JDY	Review and comment on APA amendment	2.20	\$1,650.00
	JDY	Call with A. Agam, A. Cohen and J. Weiss re APA amendment	0.60	\$450.00
	JDY	Call with L. Muncnik and R. Sherman re guild cures	0.30	\$225.00
	JDY	Call with A. Cohen re APA amendment	0.10	\$75.00
	JDY	Call with M. Reichstein re diligence	0.30	\$225.00
	JDY	Review and analyze email from J. Weiss re Spotlight audit	0.10	\$75.00
	JDY	Review and analyze email from A. Cohen re Viacom	0.10	\$75.00

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JDY	Review and analyze emails from J. Weiss re Endgame settlements	0.10	\$75.00
	JDY	Review and analyze email from B. Davidoff re Host settlement	0.10	\$75.00
	JDY	Review and analyze revised sale order	0.20	\$150.00
	JDY	Confer with R. Smith re Promise settlement agreement	0.10	\$75.00
	JDY	Review and comment on Silver Reel settlement	0.10	\$75.00
	JDY	Confer with J. Weiss and M. Tuchin re sale hearing	0.10	\$75.00
	RJS	Call with buyer's counsel re sale issues and closing matters	0.70	\$420.00
	RJS	Review and comment on the amendment to the distribution agreement for The Promise	0.40	\$240.00
	RJS	Analyze guild audit variance analysis	0.20	\$120.00
	RJS	Prepare materials in response to diligence requests from buyer's counsel	0.50	\$300.00
	RJS	Prepare updated APA schedules and IP assignment agreement	0.40	\$240.00
	RJS	Analyze revised draft Second Amendment to APA	0.30	\$180.00
	RJS	Call with Raven's counsel re draft amendment to the distribution agreement for The Promise	0.20	\$120.00
	RJS	Prepare sale order language re the resolution of Silver Reel's objection	0.50	\$300.00
12/11/2018	MLT	Exchange e-mail correspondence with J. Weiss re resolution of sale objections	0.10	No Charge
	JMW	Telephone conference with N. Haynes, R. Sherman, L. Muchnik, J. Yi re daily sale update	0.60	\$435.00
	JMW	Telephone conference with L. Jacobson, W. Holt, L. Muchnik re Showtime sale resolution	0.10	\$72.50
	JMW	Telephone conference with L. Muchnik, J. Yi re Viacom objection	0.10	\$72.50
	JMW	Telephone conference with A. Tenzer, S. Williams, R. Feinstein, M. Litvak, J. Yi, W. Holt, R. Smith re sale hearing and objection update	0.80	\$580.00
	JMW	Telephone conference with J. Yi, L. Muchnik re sale order	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze AISP sale order markup	0.30	\$217.50
	JMW	Telephone conference with S. Hornung re Viacom objection	0.10	\$72.50
	JMW	Prepare for lender and UCC update call	0.30	\$217.50
	JMW	Analyze 9 PM sale order revisions from Raven	0.70	\$507.50
	JMW	Analyze revised Endgame releases	0.30	\$217.50
	JMW	Draft additional provisions to sale order to document numerous sale and cure objections, including Spotlight, AISP, Silver Reel, Awesomeness	1.40	\$1,015.00
	JMW	Analyze updated purchase price adjustment chart	0.10	\$72.50
	WLH	Exchange e-mail correspondence with J. Fradlin re Showtime reps re City of Lies	0.10	\$89.50
	WLH	Telephone conference with Showtime counsel, Raven counsel and J. Weiss re City of Lies issues	0.20	\$179.00
	WLH	Telephone conference with Guilds advisors and FTI re sale accounting issues	0.20	\$179.00
	WLH	Review and revise draft Showtime agreement; related emails	0.30	\$268.50
	WLH	Sale update call with lender and Committee counsel	0.80	\$716.00
	WLH	Analyze revised Endgame release language and related emails (numerous)	0.20	\$179.00
	SMG	Review and revise draft agenda for sale hearing	0.30	\$187.50
	SMG	Update sale and cure objection tracker	0.60	\$375.00
	SMG	Exchange e-mail correspondence with L. Muchnik re filing of cure exhibit and sale order	0.10	\$62.50
	SMG	Analyze Silver Reel and Spotlight draft sale order provisions	0.10	\$62.50
	JDY	Review and analyze emails from R. Poppiti re sale hearing	0.10	\$75.00
	JDY	Review and analyze email from C. Jenkins re schedule of assumed contracts	0.10	\$75.00
	JDY	Call with GT/DLA re sale hearing issues	0.60	\$450.00
	JDY	Call with L. Muchnik re guild residuals	0.10	\$75.00
	JDY	Call with J. Kohanski, C. Jenkins and M. Bolkin re guild cures	0.20	\$150.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JDY	Call with Paul Hastings and Pachulski re sale objections	0.80	\$600.00
	JDY	Call with J. Kohanski re assumptions	0.10	\$75.00
	JDY	Call with A. Cohen re purchase price schedule	0.10	\$75.00
	JDY	Call with Irell re Promise settlement	0.20	\$150.00
	JDY	Review and analyze revised cure schedule	0.50	\$375.00
	JDY	Review and analyze email from K. Owens re Endgame	0.10	\$75.00
	JDY	Review and analyze Viacom agreement	0.20	\$150.00
	JDY	Review and analyze emails from FTI re Viacom	0.20	\$150.00
	JDY	Exchange email correspondence with FTI re Chef	0.10	\$75.00
	JDY	Review and analyze email from M. Delaney re All I See	0.10	\$75.00
	JDY	Review and analyze Silent House amendment	0.10	\$75.00
	JDY	Review and comment on tax rider to APA	0.30	\$225.00
	JDY	Call with Viacom counsel re license fees	0.20	\$150.00
	JDY	Review and analyze revised purchase price schedule	0.20	\$150.00
	JDY	Draft email to A. Tenzer, S. Williams, M. Litvak and R. Feinstein re purchase price schedule	0.10	\$75.00
	RJS	Call with buyer's counsel re sale issues	0.60	\$360.00
	RJS	Call with FTI re schedule of cure amounts	0.20	\$120.00
	RJS	Analyze updated schedule of assumed contracts from buyer's counsel	0.30	\$180.00
	RJS	Prepare documents for closing and exchange related email correspondence with FTI and Raven's counsel	1.20	\$720.00
	RJS	Call with lenders and committee counsel re sale issues	0.80	\$480.00
	RJS	Analyze updated cure schedule for sale order prepared by FTI	0.70	\$420.00
	RJS	Review and respond to email correspondence from FTI re buyer NDA	0.30	\$180.00
	RJS	Analyze draft amendment for Silent House distribution agreement	0.30	\$180.00
	RJS	Analyze updated purchase price adjustment schedule	0.30	\$180.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Analyze buyer comments to APA second amendment	0.40	\$240.00
	RJS	Analyze revised sale order language with multiple parties	0.80	\$480.00
12/12/2018	MLT	Analyze correspondence from J. Weiss re resolution of sale objections	0.10	\$124.50
	MLT	Analyze Notice of Second Revised Proposed Stalking Horse Sale Order	0.40	\$498.00
	JMW	Telephone conference with J. Yi, W. Holt, S. Gurvitz, L. Muchnik, R. Poppiti, I. Bambrick, N. Haynes, R. Sherman re sale and cure issues	0.50	\$362.50
	JMW	Telephone conference with S. Gurvitz, L. Muchnik re sale issues	0.20	\$145.00
	JMW	Telephone conference with S. Gurvitz, J. Yi, L. Muchnik, N. Haynes re sale issues	0.20	\$145.00
	JMW	Telephone conference with S. Gurvitz, L. Muchnik re Viacom and Paramount objections	0.10	\$72.50
	JMW	Telephone conference with J. Yi, J. Kohanski re final guild sale issues	0.10	\$72.50
	JMW	Analyze Endgame markup of sale order	0.30	\$217.50
	JMW	Analyze two versions (filed) of sale order	0.40	\$290.00
	JMW	Exchange e-mail correspondence with S. Hornung re Viacom objection resolution	0.10	\$72.50
	WLH	Exchange e-mail correspondence with FTI and KTB&S teams re Guild payments (multiple)	0.20	\$179.00
	WLH	Status update call with Buyer's counsel and internal team	0.50	\$447.50
	WLH	Analyze and react to several emails re final rounds of sale order comments (numerous)	0.40	\$358.00
	WLH	Analyze Endgame mark-up of draft PSA	0.10	\$89.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re Chef settlement issues (multiple)	0.20	\$179.00
	WLH	Exchange e-mail correspondence with J. Yi re additional sale issues re the Den	0.10	No Charge
	SMG	Analyze All I See Partners draft sale order language	0.10	\$62.50
	SMG	Review further revised proposed sale order	0.20	\$125.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Call with J. Weiss, J. Yi, W. Holt, L. Muchnik, R. Poppiti, I. Bambrick, N. Haynes, R. Sherman re sale and cure issues	0.50	\$312.50
	SMG	Prepare updated chart of resolution of sale and cure objections for sale hearing	2.60	\$1,625.00
	SMG	Call with L. Muchnik and J. Weiss re sale issues	0.20	\$125.00
	SMG	Call with L. Muchnik, J. Yi, J. Weiss, N. Haynes re sale issues	0.20	\$125.00
	SMG	Call with J. Weiss and L. Muchnik re Viacom and Paramount	0.10	\$62.50
	SMG	Analyze Endgame draft sale order language	0.10	\$62.50
	JDY	Call with A. Cohen re Spotlight and Den	0.20	\$150.00
	JDY	Review and analyze purchase price schedule	0.40	\$300.00
	JDY	Exchange emails with W. Holt, A. Agam and A. Cohen re the Den	0.30	\$225.00
	JDY	Review and analyze Crystal City agreements	0.30	\$225.00
	JDY	Draft rider for sale order re Chef settlement	0.40	\$300.00
	JDY	Calls (multiple) with J. Leto re Chef settlement	0.30	\$225.00
	JDY	Call with J. Kohanski re sale order	0.20	\$150.00
	JDY	Revise second amendment to APA	0.40	\$300.00
	JDY	Call with GT/DLA re sale objections and amendment	0.50	\$375.00
	JDY	Call with M. Caloway re sale order	0.10	\$75.00
	JDY	Call with GT/DLA re sale order and amendment	0.20	\$150.00
	JDY	Review and analyze revised sale order	0.30	\$225.00
	JDY	Exchange email correspondence with WLH and A. Agam re tax withholding	0.20	\$150.00
	JDY	Review and analyze Spotlight settlement	0.10	\$75.00
	JDY	Exchange emails with FTI re guild payments	0.30	\$225.00
	JDY	Exchange emails with A. Tenzer re settlements	0.10	\$75.00
	JDY	Exchange emails with FTI re Chef	0.10	\$75.00
	JDY	Draft settlement offer to J. Leto	0.10	\$75.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JDY	Review and analyze email from K. Owens re Endgame settlement	0.10	\$75.00
	JDY	Review and analyze email from L. Muchnik re All I See objection	0.10	\$75.00
	JDY	Review and analyze home again amendment	0.10	\$75.00
	JDY	Exchange email correspondence with Pachulski re Chef	0.10	\$75.00
	JDY	Review and analyze email from J. Kohanski re AFM	0.10	\$75.00
	JDY	Review and analyze Endgame comments to sale order	0.20	\$150.00
	JDY	Review and analyze comments from J. Kohanski to sale order	0.10	\$75.00
	JDY	Exchange email correspondence with A. Agam re Raven NDA	0.10	\$75.00
	JDY	Exchange email correspondence with YCST re APA	0.10	No Charge
	RJS	Analyze APA with respect to email correspondence re tax withholding	0.40	\$240.00
	RJS	Review and respond to email correspondence with FTI re cure amounts and development	0.40	\$240.00
	RJS	Analyze draft second amendment to distribution agreement for Home Again	0.20	\$120.00
	RJS	Call with buyer's counsel re sale hearing issues	0.50	\$300.00
	RJS	Analyze revised sale order language (multiple turns with multiple parties) and amendment to distribution agreements	2.40	\$1,440.00
	RJS	Analyze revised cure schedule exhibit for sale order and exchange related email correspondence with FTI	0.70	\$420.00
	RJS	Analyze Viacom free TV agreement in connection with questions from buyer's counsel	0.20	\$120.00
	RJS	Analyze revised Endgame purchase agreement, cure amounts and sale order language, and exchange related email correspondence with J. Weiss and FTI	0.40	\$240.00
12/13/2018	MLT	Telephone conference with J. Weiss re hearing results and next steps	0.10	\$124.50
	MLT	Analyze Fourth Revised Sale Order	0.40	\$498.00
	MLT	Analyze Notice of Further Extension of Designation Cut-Off Date	0.10	No Charge

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with M. Tuchin re hearint results and next steps	0.10	\$72.50
	JMW	Call with Committee professionals, buyer professionals, and FTI re post-hearing issues	0.40	\$290.00
	JMW	Analyze background issues re new (Roadshow) objection	0.20	\$145.00
	JMW	Confer with A. Agam, N. Haynes, L. Muchnik, R. Poppiti re post-hearing issues and strategy for Monday's hearing	1.00	\$725.00
	WLH	Analyze Roadshow sale objection	0.10	\$89.50
	WLH	Analyze issues raised by the UCC re sale order	0.10	\$89.50
	WLH	Analyze outcome of sale hearing and next steps re same	0.20	\$179.00
	SMG	Exchange e-mail correspondence with L. Muchnik re revisions to proposed sale order	0.10	No Charge
	SMG	Review revised proposed order	0.20	\$125.00
	SMG	Review and revise proposed sale order	0.40	\$250.00
	SMG	Call with A. Agam, J. Weiss, J. Yi, R. Poppiti, I. Bambrick, R. Feinstein, P. Hurwitz, L. Muchnik, N. Haynes re sale issues	0.40	\$250.00
	JDY	Draft email to A. Tenzer re APA amendment	0.10	\$75.00
	JDY	Review and analyze emails from GT re Endgame	0.10	\$75.00
	JDY	Review and analyze Roadshow objection	0.20	\$150.00
	JDY	Review and analyze email form A. Agam re Endgame	0.10	\$75.00
	JDY	Call with A. Agam and J. Weiss re APA	0.10	\$75.00
	JDY	Exchange email correspondence with M. Caloway re sale order	0.20	\$150.00
	JDY	Review and analyze revised sale order	0.30	\$225.00
	JDY	Prepare revised draft of APA amendment	0.30	\$225.00
	JDY	Review and analyze email from M. Delaney re All I See objection	0.10	\$75.00
	JDY	Review and analyze emails from R. Feinstein re sale order	0.10	\$75.00
	JDY	Call with GT, Pachuski and FTI re sale hearing	0.30	\$225.00



<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JDY	Call with Paul Hastings, Pachulski, BRG, Dundon, and FTI re sale issues	0.60	\$450.00
	JDY	Call with A. Cohen re sale issues	0.10	\$75.00
	JDY	Review and analyze Endgame variance analysis	0.20	\$150.00
	JDY	Exchange email correspondence with N. Metz re APA amendment	0.10	\$75.00
	JDY	Exchange emails with FTI and W. Holt re Lakeshore stipulation	0.10	\$75.00
	JDY	Review and analyze email from A. Agam re board update	0.10	\$75.00
	JDY	Review and analyze email from L. Muchnik re designation cut off	0.10	\$75.00
	JDY	Review and analyze email from M. Caloway re sale order	0.10	No Charge
	RJS	Call with lender and committee professionals re The Den and open film settlements	0.50	\$300.00
	RJS	Analyze revised second amendment to APA	0.20	\$120.00
	RJS	Analyze Roadshow objection and exchange related email correspondence with J. Weiss	0.30	\$180.00
	RJS	Call with FTI re Roadshow objection	0.10	\$60.00
	RJS	Analyze revised settlement language for Sous Chef	0.10	\$60.00
	RJS	Analyze revised sale order	0.20	\$120.00
	RJS	All hands call following sale hearing	0.40	\$240.00
	RJS	Call with FTI re sale issues	0.20	\$120.00
12/14/2018	MLT	Analyze correspondence from J. Weiss re sale issues	0.10	\$124.50
	MLT	Confer with A. Agam re sale issues	0.20	\$249.00
	MLT	Telephone conference with J. Yi re sale issues	0.10	\$124.50
	JMW	Telephone conference with N. Haynes, L. Muchnik, R. Sherman, J. Yi, R. Smith, S. Gurvitz re daily sale update	0.60	\$435.00
	JMW	Telephone conference with A. Agam, A. Cohen, R. Smith, J. Yi re open sale issues	0.40	\$290.00
	JMW	Analyze updated chart of deal terms for eight unresolved films	0.30	\$217.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with L. Richenderfer re U.S. Trustee issues regarding sale order	0.60	\$435.00
	JMW	Telephone conference with L. Muchnik, J. Yi re Endgame	0.20	\$145.00
	JMW	Analyze Producer—Raven agreements	0.70	\$507.50
	JMW	Exchange e-mail correspondence with A. Agam re Producer—Raven agreements	0.20	\$145.00
	JMW	Prepare correspondence to R. Feinstein re forwarding of Producer deal terms	0.10	\$72.50
	JMW	Analyze revised sale order	0.20	\$145.00
	JMW	Analyze U.S. Trustee issues list re sale order	0.10	\$72.50
	JMW	Exchange e-mail correspondence with L. Muchnik re status of Producer agreements	0.30	\$217.50
	JMW	Analyze correspondence from A. Agam, J. Fradlin re second APA amendment	0.10	\$72.50
	WLH	Analyze UST comments re sale order	0.10	\$89.50
	SMG	Call with J. Yi, J. Weiss, L. Muchnik, R. Sherman, and N. Haynes re sale issues	0.60	\$375.00
	SMG	Analyze U.S. Trustee comments to proposed sale order	0.20	\$125.00
	SMG	Review and revise further revised proposed sale order	0.20	\$125.00
	SMG	Exchange e-mail correspondence with L. Muchnik re further revised proposed sale order	0.10	\$62.50
	SMG	Analyze lender markup of Endgame release provisions	0.20	\$125.00
	SMG	Exchange e-mail correspondence with L. Muchnik re lender markup of Endgame release provisions	0.20	\$125.00
	JDY	Review and analyze summary of producer bank deals	0.30	\$225.00
	JDY	Review and analyze email from R. Sherman re Homefront	0.10	\$75.00
	JDY	Confer with J. Weiss re sale hearing	0.20	\$150.00
	JDY	Call with FTI re sale issues	0.40	\$300.00
	JDY	Review and analyze email from K. Owens re Endgame	0.10	\$75.00
	JDY	Review and analyze Showtime amendment	0.20	\$150.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JDY	Review and analyze UST comments to APA	0.20	\$150.00
	JDY	Call with J. Bowen re tax comments to APA	0.20	\$150.00
	JDY	Call with FTI re Den and Roadshow	0.70	\$525.00
	JDY	Review and analyze home again amendment	0.20	\$150.00
	JDY	Review and analyze Silent House amendment	0.30	\$225.00
	JDY	Call with L. Muchnik re sale objections	0.40	\$300.00
	JDY	Review and analyze sale order	0.30	\$225.00
	JDY	Revise APA amendment	0.20	\$150.00
	JDY	Call with A. Cohen re producer settlements	0.20	\$150.00
	JDY	Call with Paul Hastings, BRG and FTI re sale issues	0.70	\$525.00
	JDY	Exchange email correspondence with S. Williams re sale order	0.10	\$75.00
	JDY	Exchange email correspondence with FTI re Den	0.20	\$150.00
	RJS	Analyze UST comments to sale order	0.10	No Charge
	RJS	Analyze summary of producer deals	0.30	\$180.00
	RJS	Calls (multiple) with buyer's counsel re sale issues	0.90	\$540.00
	RJS	Calls (multiple) with FTI re sale issues	0.80	\$480.00
	RJS	Exchange email correspondence with FTI and buyer's counsel re Homefront	0.20	\$120.00
	RJS	Prepare responses to diligence requests from buyer's counsel	0.30	\$180.00
	RJS	Review revised amendments to distribution agreements	0.30	\$180.00
	RJS	Review revised draft sale order	0.40	\$240.00
	RJS	Call with the lenders' professional advisors re sale issues	0.60	\$360.00
12/15/2018	MLT	Analyze correspondence from A. Cohen re sale issues	0.10	\$124.50
	MLT	Telephone conference with J. Weiss re sale issues	0.20	\$249.00
	JMW	Telephone conference with M. Tuchin re sale issues	0.20	\$145.00
	JMW	Analyze lenders' sale order revisions	0.40	\$290.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze revised Raven—Endgame PSA	0.30	\$217.50
	JMW	Analyze correspondence from J. Kim re Roadshow objection	0.10	\$72.50
	JMW	Exchange e-mail correspondence with R. Feinstein re open sale issues	0.20	\$145.00
	SMG	Analyze lender markup of sale order	0.20	\$125.00
	JDY	Exchange email correspondence with A. Agam re tax comments	0.20	\$150.00
	JDY	Exchange email correspondence with A. Agam and A. Cohen re Endgame	0.20	\$150.00
	JDY	Review and analyze emails from R. Feinstein re sale hearing	0.10	\$75.00
	JDY	Exchange email correspondence with W. Holt and J. Weiss re Roadshow	0.10	\$75.00
	JDY	Exchange email correspondence with A. Agam re producer settlements	0.20	\$150.00
	JDY	Exchange email correspondence with L. Muchnik re settlements	0.20	\$150.00
	JDY	Review and analyze email from A. Melichar re Roadshow	0.10	\$75.00
	JDY	Review and analyze emails from K. Owens re Endgame settlement	0.10	\$75.00
	JDY	Call with J. Weiss re Chef	0.10	No Charge
	RJS	Review email correspondence involving FTI, buyer's counsel, committee professionals and lender professionals re open sale issues and the sale hearing	0.80	\$480.00
	RJS	Analyze lender comments to the sale order	0.30	\$180.00
	RJS	Analyze revised Endgame purchase agreement	0.20	\$120.00
12/16/2018	MLT	Call with Greenberg Traurig re sale issues	0.60	\$747.00
	MLT	Emails re sale issues and hearing (A. Tenzer, R. Feinstein, P. Hurwitz, and J. Weiss)	0.50	\$622.50
	MLT	Analyze document status update	0.10	\$124.50
	MLT	Call with committee's advisors, FTI, and J. Weiss re sale issues	1.10	\$1,369.50
	JMW	Telephone conference with A. Agam re sale hearing	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with L. Muchnik, N. Haynes re sale hearing	0.10	\$72.50
	JMW	Analyze Raven sale order markup	0.30	\$217.50
	JMW	Analyze transition documents re debtor rights	0.60	\$435.00
	JMW	Telephone conference with committee professionals and FTI re sale issues and update	1.10	\$797.50
	JMW	Telephone conference with Raven lawyers, J. Yi, M. Tuchin re open issues update	0.60	\$435.00
	JMW	Telephone conference with A. Cohen, J. Yi re recap of Raven call	0.30	\$217.50
	JMW	Telephone conference with A. Agam re hearing continuance	0.30	\$217.50
	JMW	Telephone conference with Raven lawyers, J. Yi re hearing continuance	0.30	\$217.50
	JMW	Telephone conference with L. Muchnik re hearing continuance	0.10	\$72.50
	JMW	Telephone conference with M. Neiman re Collide agreement issues	0.20	\$145.00
	JMW	Telephone conference with L. Muchnik re Endgame issues	0.20	\$145.00
	SMG	Analyze summary memo re producer deals	0.10	\$62.50
	SMG	Call with L. Muchnik, R. Sherman, N. Haynes, J. Weiss, and J. Yi re sale update	0.60	\$375.00
	JDY	Call with Dundon, Pachulski and FTI re sale issues	1.10	\$825.00
	JDY	Call with GT/DLA re sale issues	0.60	\$450.00
	JDY	Call with A. Cohen re Endgame	0.10	\$75.00
	JDY	Review and analyze emails form A. Tenzer re sale order	0.20	\$150.00
	JDY	Review and analyze emails from A. Agam re guilds	0.20	\$150.00
	JDY	Exchange email correspondence with J. Kohanski re APA amendment	0.10	\$75.00
	JDY	Call with A. Cohen re sale issues	0.30	\$225.00
	JDY	Draft email summary to A. Agam re GT call	0.10	\$75.00
	JDY	Call with GT/DLA re sale hearing	0.20	\$150.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JDY	Review and analyze email from A. Cohen re sale hearing	0.10	\$75.00
	JDY	Review and analyze email from P. Hurwitz re sale hearing	0.10	\$75.00
	JDY	Review and analyze emails from A. Tenzer re sale hearing and amendment	0.20	\$150.00
	JDY	Review and analyze email from A. Agam re sale hearing	0.10	\$75.00
	JDY	Review and analyze chart of producer settlements	0.20	\$150.00
	JDY	Review and analyze email from A. Cohen re Raven	0.10	\$75.00
	JDY	Review and analyze email from J. Weiss re sale hearing	0.10	No Charge
	RJS	Analyze representations and warranties proposed by sellers	2.90	\$1,740.00
	RJS	Call with committee counsel re sale issues and timing	1.10	\$660.00
	RJS	Prepare merger agreement	0.60	\$360.00
12/17/2018	MLT	Emails re sale issues and hearing (A. Tenzer, P. Hurwitz, R. Feinstein, J. Weiss, and A. Agam)	0.40	\$498.00
	MLT	Prepare for call with A. Agam and A. Cohen re sale and options	0.20	\$249.00
	MLT	Call with A. Agam, A. Cohen, J. Weiss, and J. Yi re Raven sale and options	0.80	\$996.00
	MLT	Analyze revised sale order	0.50	\$622.50
	JMW	Telephone conference with Raven lawyers re Court availability	0.10	No Charge
	JMW	Telephone conference with Raven lawyers re sale order	0.20	\$145.00
	JMW	Telephone conference with A. Agam re follow up to hearing	0.30	\$217.50
	JMW	Telephone conference with L. Muchnik re revised sale order	0.30	\$217.50
	JMW	Analyze revised sale order	0.80	\$580.00
	JMW	Exchange e-mail correspondence with R. Feinstein, P. Hurwitz re extensive negotiations re Producer deals and sale order	1.40	\$1,015.00
	JMW	Draft and negotiate with L. Muchnik acceptable revisions to latest form of sale order	1.80	\$1,305.00
	JMW	Confer with numerous counterparties in Court pre-hearing	0.30	\$217.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with L. Muchnik, N. Haynes, J. Yi re Raven—Endgame issues	0.30	\$217.50
	JMW	Telephone conference with A. Agam, A. Cohen, M. Tuchin, J. Yi re sale update	0.80	\$580.00
	SMG	Call with L. Muchnik, R. Sherman, N. Haynes, J. Yi, J. Weiss re status of sale	0.10	\$62.50
	SMG	Analyze Producer deal amendments for Spark, Home Front, Silent House, The Promise, and Max Steel	0.50	\$312.50
	SMG	Analyze further revised proposed sale order from buyer	0.20	\$125.00
	JDY	Call with GT/DLA re sale hearing	0.10	\$75.00
	JDY	Review and analyze emails from A. Tenzer re sale hearing	0.20	\$150.00
	JDY	Review and analyze emails from R. Feinstein re sale hearing	0.20	\$150.00
	JDY	Review and comment on sale order	0.30	\$225.00
	JDY	Review and analyze Raven producer settlement agreements	0.30	\$225.00
	JDY	Call with GT/DLA re sale issues	0.30	\$225.00
	RJS	Review and comment on amendments to distribution agreements in connection with producer deals	1.10	\$660.00
	RJS	Review revised sale order	0.40	\$240.00
	RJS	Prepare updated closing checklist	0.40	\$240.00
	RJS	Exchange email correspondence and calls with buyer's counsel and local counsel re designation deadline extension	1.10	\$660.00
	RJS	Exchange email correspondence with buyer's counsel and FTI re closing matters	0.30	\$180.00
12/18/2018	MLT	Emails re Raven sale issues and order (A. Tenzer, A. Agam, J. Yi, and J. Weiss)	0.30	\$373.50
	MLT	Analyze revised second amendment and sale order	0.50	\$622.50
	MLT	Telephone conference with J. Weiss re sale issues and hearing	0.30	\$373.50
	MLT	All-hands call re sale issues with Greenberg, Paul Hastings, and Pachulski	0.90	\$1,120.50
	MLT	Call with A. Tenzer re APA amendment	0.20	\$249.00
	MLT	Analyze revised sale order from A. Tenzer	0.20	\$249.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with M. Tuchin re sale issues and hearing	0.30	\$217.50
	JMW	Revise Debtor-Endgame release for sale order	0.40	\$290.00
	JMW	Confer with L. Muchnik re sale hearing preparation	3.80	\$2,755.00
	JMW	Revise sale order	0.80	\$580.00
	JMW	Telephone conference with FTI, L. Muchnik re cure amounts	0.50	\$362.50
	JMW	Exchange e-mail correspondence with A. Tenzer (extensive) re sale order negotiations	0.60	\$435.00
	JMW	Telephone conference with Committee and Lender professionals and FTI and J. Yi re all-hands call re sale order	0.90	\$652.50
	JMW	Analyze revised APA amendment	0.20	\$145.00
	JMW	Draft proffer for A. Agam re Endgame releases	1.20	\$870.00
	JMW	Exchange e-mail correspondence with A. Agam re Endgame releases	0.20	\$145.00
	JMW	Exchange e-mail correspondence with L. Richenderfer re sale hearing update	0.10	\$72.50
	JMW	Analyze Killer Elite producer agreement	0.10	\$72.50
	JMW	Exchange e-mail correspondence with A. Hiller re sale status	0.10	\$72.50
	JMW	Telephone conference with A. Agam re hearing preparation	0.20	\$145.00
	JMW	Confer with L. Muchnik and J. Yi re sale hearing preparation	2.50	\$1,812.50
	JMW	Telephone conference with A. Tenzer, J. Yi re APA amendment	0.30	\$217.50
	JMW	Telephone conference with A. Agam, P. Hurwitz re cure amounts	0.40	\$290.00
	WLH	Analyze correspondence and issues re non-Raven sale alternatives (many)	0.30	\$268.50
	WLH	Analyze updated non-Raven alternatives chart	0.10	\$89.50
	WLH	Participate in all-hands sale process update call	0.90	\$805.50
	WLH	Analyze A. Agam (FTI) email re sale options deck	0.10	\$89.50
	SMG	Call with N. Haynes, L. Muchnik, R. Sherman, R. Smith, J. Yi, and J. Weiss re sale and cure issues	0.30	\$187.50



<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Analyze memo from A. Ribal re alternative transactions (two versions)	0.20	\$125.00
	SMG	Analyze further revised sale order	0.20	\$125.00
	SMG	Analyze Killer Elite producer deal amendment	0.10	\$62.50
	SMG	Review further revised APA amendment and sale order	0.20	\$125.00
	SMG	All-hands call with KTBS, FTI, buyer, lenders, and committee re sale	0.90	\$562.50
	SMG	Analyze markup of Endgame release provisions from A. Tenzer	0.10	\$62.50
	JDY	Exchange email correspondence with A. Agam re sale order	0.10	\$75.00
	JDY	Exchange email correspondence with J. Weiss re amendment	0.20	\$150.00
	JDY	Revise second amendment to APA	0.40	\$300.00
	JDY	Call with P. Hurwitz and A. Agam re Endgame	0.30	\$225.00
	JDY	Call with GT/DLA, FTI, Paul Hastings, Pachulski re sale hearing	0.90	\$675.00
	JDY	Call with A. Tenzer re APA amendment	0.30	\$225.00
	JDY	Review and analyze Killer Elite PSA	0.20	\$150.00
	JDY	Review and analyze comments to sale order	0.30	\$225.00
	JDY	Exchange email correspondence with A. Ribal re closing statement	0.10	\$75.00
	JDY	Confer with L. Muchnik, R. Poppiti and J. Weiss re sale hearing	2.50	\$1,875.00
	RJS	Review A. Agam proffer for sale hearing	0.20	No Charge
	RJS	Review summary of alternative sale options prepared by FTI (multiple drafts) and related email correspondence	0.60	\$360.00
	RJS	Analyze draft notice and related exhibits extending the designation deadline	0.40	\$240.00
	RJS	Call with buyer's counsel re sale issues	0.30	\$180.00
	RJS	Prepare updated second amendment to APA	0.30	\$180.00
	RJS	Review updated sale order	0.20	\$120.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Prepare updated APA closing checklist	0.50	\$300.00
	RJS	Analyze treatment of the Endgame incentive fee under the APA	0.20	\$120.00
	RJS	Analyze APA compliance to date under the APA	0.90	\$540.00
	RJS	Call with FTI and buyer's counsel re updated cure notice	0.50	\$300.00
	RJS	Review update cure schedule (multiple turns)	0.50	\$300.00
	RJS	Closing checklist call with buyer's counsel	0.40	\$240.00
	RJS	Prepare revised IP assignment agreements	1.40	\$840.00
	RJS	Exchange email correspondence with client re updated IP assignment schedules	0.20	\$120.00
	RJS	Review amendment to distribution agreement for Killer Elite	0.20	\$120.00
	RJS	Prepare materials on additional insured status with respect to purchased films in connection with requests from buyers counsel	0.80	\$480.00
	RJS	Review purchase agreement for producer loans for Collide	0.20	\$120.00
	RJS	Call with buyer's counsel and lender and committee professionals re sale hearing	0.90	\$540.00
	ADC	Telephone conference re checklist with R. Smith, Greenburg Traurig and DLA Piper	0.40	\$210.00
12/19/2018	MLT	All-hands call re sale	0.30	\$373.50
	MLT	Analyze revised sale order	0.40	\$498.00
	MLT	Analyze correspondence from A. Tenzer re sale order and APA amendment	0.10	\$124.50
	MLT	Analyze signed sale order	0.10	\$124.50
	MLT	Analyze correspondence from J. Weiss, J. Ellis, and A. Agam re entry of sale order	0.10	\$124.50
	JMW	Exchange e-mail correspondence with K. Lyman re Promise sale order language	0.10	No Charge
	JMW	Telephone conference with Lender, Buyer and Committee professionals and FTI all hands call re sale open issues	0.40	\$290.00
	JMW	Telephone conference with R. Poppiti, L. Richenderfer re UST questions re sale order	0.40	\$290.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with A. Tenzer, L. Muchnik, K. Owens re sale order negotiations	0.30	\$217.50
	JMW	Revise sale order language post-hearing	0.20	\$145.00
	JMW	Exchange e-mail correspondence with A. Hiller re payment of Spark P&A account	0.10	\$72.50
	JMW	Exchange e-mail correspondence with M. Delaney re payment of AISP P&A account	0.10	\$72.50
	JMW	Confer with buyer counsel after sale hearing re next steps and closing	0.80	\$580.00
	WLH	Analyze entered sale order	0.10	\$89.50
	SMG	Analyze entered sale order	0.10	No Charge
	SMG	Analyze revised sale order	0.10	\$62.50
	SMG	All hands call with KTBS, FTI, lenders, buyer, and committee counsel re sale	0.30	\$187.50
	SMG	Pre-closing call with R. Smith, J. Yi, J. Weiss, L. Muchnik, N. Haynes, and R. Sherman	0.30	\$187.50
	JDY	Review and analyze estimated closing statement	0.20	\$150.00
	JDY	All hands call with lenders, committee and buyer's professionals	0.40	\$300.00
	JDY	Exchange email correspondence with P. Hurwitz re second amendment	0.10	\$75.00
	JDY	Revise second amendment to APA	0.20	\$150.00
	JDY	Review and analyze revised sale order	0.20	\$150.00
	JDY	Review and comment on cure payment schedule	0.30	\$225.00
	JDY	Closing checklist call with GT/DLA	0.20	\$150.00
	JDY	Review and analyze emails from D. Zar re closing documents	0.20	\$150.00
	JDY	Review and comment on third amendment to APA	0.30	\$225.00
	JDY	Review and comment on revised Schedule 2.9	0.10	\$75.00
	JDY	Confer with A. Agam re tax issues	0.10	\$75.00
	JDY	Confer with N. Hayes, L. Muchnik, R. Poppiti, A. Agam and J. Weiss re sale hearing	2.20	\$1,650.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Review revised sale order (multiple turns)	0.40	\$240.00
	RJS	Call with buyer's counsel and lender and committee professionals re sale hearing	0.30	\$180.00
	RJS	Exchange email correspondence with buyer's counsel and client re schedule to copyright assignment agreement	0.20	\$120.00
	RJS	Exchange email correspondence with FTI, client and escrow agent re closing matters, including funds flow	0.50	\$300.00
	RJS	Review and comment on funds flow	1.00	\$600.00
	RJS	Prepare closing documents, including review of further comments from buyer's counsel	2.10	\$1,260.00
	RJS	Prepare schedule of insurance and notice of assignment	0.90	\$540.00
	RJS	Prepare the third amendment to APA	0.90	\$540.00
	RJS	Prepare for closing checklist call	0.20	\$120.00
	RJS	Call with buyer's counsel re closing checklist	0.30	\$180.00
	ADC	Revise schedule to distribution agreement	1.10	\$577.50
	ADC	Draft insurance assignment notice	0.80	\$420.00
	ADC	Revise copyright schedule	0.40	\$210.00
	ADC	Telephone conference re checklist with R. Smith and Greenberg Traurig	0.30	\$157.50
	ADC	Telephone conference re update on status of transaction re R. Smith, J. Yi, Greenberg Traurig and DLA Piper	0.40	\$210.00
12/20/2018	MLT	Confer with J. Weiss re sale closing issues	0.30	\$373.50
	JMW	Telephone conference with A. Tenzer, J. Yi re APA third amendment	0.40	\$290.00
	JMW	Analyze revised APA third amendment	0.20	\$145.00
	JMW	Analyze correspondence from R. Feinstein re APA third amendment	0.10	\$72.50
	JMW	Analyze correspondence from A. Tenzer re APA third amendment	0.10	\$72.50
	JMW	Analyze correspondence from Raven tax counsel re APA third amendment	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Confer with M. Tuchin re sale closing issues	0.30	\$217.50
	JMW	Analyze schedule of non-sold estate assets	0.10	\$72.50
	WLH	Analyze correspondence re sale issues relative to the lenders	0.10	\$89.50
	WLH	Analyze list of remaining non-cash estate assets	0.10	\$89.50
	SMG	Pre-closing call with R. Smith, J. Yi, R. Sherman, and N. Haynes	0.30	\$187.50
	SMG	Exchange e-mail correspondence with R. Sherman, N. Haynes, and L. Muchnik re sale order	0.10	\$62.50
	JDY	Review and analyze email from D. Zar re insurance notice	0.10	\$75.00
	JDY	Pre-closing call with GT and DLA	0.30	\$225.00
	JDY	Draft email to FTI re closing status	0.10	\$75.00
	JDY	Exchange email correspondence with FTI re closing	0.20	\$150.00
	JDY	Exchange email correspondence with GT/DLA re closing	0.20	\$150.00
	JDY	Exchange email correspondence with A. Tenzer re third amendment	0.30	\$225.00
	JDY	Review and analyze Lakeshore letter agreement	0.20	\$150.00
	JDY	Call with C. Jenkins re cure payments	0.10	\$75.00
	JDY	Call with A. Tenzer re third amendment	0.40	\$300.00
	JDY	Call with L. Muchnik re APA	0.10	\$75.00
	JDY	Call with J. Null and L. Muchnik re third amendment	0.30	\$225.00
	JDY	Prepare conformed copy of APA	0.40	\$300.00
	JDY	Calls (multiple) with L. Muchnik re closing	0.80	\$600.00
	JDY	Exchange email correspondence with GT and Eversheds re amendment	0.20	\$150.00
	JDY	Review and analyze email from R. Sherman re copyright assignments	0.10	\$75.00
	JDY	Draft email to M. Reichert re broadcast rights	0.10	No Charge
	RJS	Prepare for closing, including funds flow, finalizing execution versions of closing documents and signature pages	2.80	\$1,680.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Diligence review of film copyrights in connection with questions to the copyright assignment schedule from buyer's counsel	1.30	\$780.00
	RJS	Review and comment on updated funds flow and related email correspondence	0.30	\$180.00
	RJS	Review AXL/Paramount license agreement	0.10	\$60.00
	RJS	Exchange email correspondence with client and buyer's counsel re additional insured issues	0.20	\$120.00
	RJS	Call with buyer's counsel re closing checklist	0.30	\$180.00
	ADC	Revise Asset Purchase Agreement to conform draft to incorporate prior amendments and revisions	1.60	\$840.00
12/21/2018	MLT	Confer with J. Weiss re closing issues	0.30	\$373.50
	MLT	Emails re closing (A. Agam and J. Yi)	0.10	\$124.50
	MLT	Confer with R. Friedman re sale closing	0.10	\$124.50
	JMW	Confer with M. Tuchin re sale closing issues	0.30	\$217.50
	JMW	Telephone conference with A. Agam re sale closing	0.10	\$72.50
	JMW	Work on sale closing, including extensive correspondence with A. Agam	1.20	\$870.00
	JMW	Exchange e-mail correspondence with R. Feinstein, M. Litvak re sale closing	0.10	\$72.50
	JMW	Exchange e-mail correspondence with A. Agam, J. Yi re purchase funds wire	0.20	\$145.00
	JMW	Analyze conformed copy of APA	0.20	\$145.00
	WLH	Confer with A. Agam (FTI) re case status issues, open matters and next steps in light of sale closing	1.00	\$895.00
	SMG	Closing call with KTBS, DLA Piper, Raven, and FTI	0.10	\$62.50
	JDY	Call with A. Agam and J. Weiss re: closing	0.20	\$150.00
	JDY	Closing call	0.30	\$225.00
	JDY	Attention to pre-closing matters	0.80	\$600.00
	JDY	Call with UST and A. Agam re: APA	0.20	\$150.00
	JDY	Calls (multiple) with L. Muchnik re: closing	0.30	\$225.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JDY	Exchange email correspondence with FTI re: closing	0.20	\$150.00
	JDY	Exchange email correspondence with Citi re: escrow	0.10	\$75.00
	JDY	Attention to funding and closing matters	0.50	\$375.00
	JDY	Prepare conformed copy of APA	0.20	\$150.00
	RJS	Exchange email correspondence and calls with the escrow agent, buyer and buyer's counsel re post-closing matters	1.80	\$1,080.00
	RJS	Prepare for closing	0.80	\$480.00
	RJS	Review conformed copy of the APA	0.20	\$120.00
12/22/2018	JMW	Exchange e-mail correspondence with M. Caloway re status of sale closing	0.10	\$72.50
	JMW	Analyze correspondence from A. Agam re receipt of Raven purchase funds	0.10	\$72.50
12/24/2018	JDY	Exchange email correspondence with FTI re: APA	0.10	\$75.00
	JDY	Review and analyze emails from A Agam re: AXL	0.10	\$75.00
	JDY	Review and analyze email from L. Muchnik re: payment instructions	0.10	\$75.00
	RJS	Review and respond to email correspondence with buyer's counsel and FTI re cure payments	0.30	\$180.00
12/26/2018	SMG	Prepare notice of closing of sale	0.20	\$125.00
	SMG	Exchange e-mail correspondence with R. Poppiti re closing of sale (multiple)	0.10	\$62.50
	RJS	Exchange email correspondence and calls with FTI and buyer's counsel re cure payments	0.40	\$240.00
12/27/2018	MLT	Analyze Notice of Closing of Sale	0.10	\$124.50
	JMW	Revise notice of sale closing	0.20	\$145.00
	JMW	Prepare correspondence to L. Muchnik re status of Endgame settlement	0.10	\$72.50
	JMW	Analyze filed notice of closing	0.10	\$72.50
	WLH	Analyze notice of closing of sale	0.10	\$89.50
	SMG	Review and revise notice of sale closing	0.10	\$62.50

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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 L. Muchnik re notice of sale closing and assumed contract list	0.10	\$62.50
	SMG	Exchange e-mail correspondence with R. Poppiti re notice of sale closing and assumed contract list	0.10	\$62.50
	RJS	Exchange email correspondence and call with buyer's counsel re filing of conformed APA	0.20	\$120.00
	RJS	Prepare updated conformed APA	0.30	\$180.00
12/28/2018	SMG	Analyze correspondence re Chef payment issue (multiple)	0.10	\$62.50
12/31/2018	JMW	Telephone conference with A. Agam re post closing issues	0.20	\$145.00
	JDY	Review and analyze draft email to FH	0.20	\$150.00
Professional Services Rendered			229.60	\$163,642.50

For Services Rendered Through 12/31/2018

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>
12/1/2018	JMW	Analyze correspondence from J. Kohanski re September cash collateral payment	0.10	\$72.50
12/2/2018	JMW	Analyze proposed six month wind-down budget	0.20	\$145.00
12/3/2018	JMW	Exchange e-mail correspondence with A. Agam, W. Holt re cash collateral extension	0.10	\$72.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re cash collateral budget	0.10	\$89.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re status of cash collateral negotiations	0.10	\$89.50
12/4/2018	JMW	Telephone conference with A. Tenzer re cash collateral amended order	0.10	\$72.50
12/5/2018	MLT	Analyze variance report	0.20	\$249.00
	JMW	Analyze 11/30 variance report	0.10	\$72.50
	WLH	Analyze variance reporting	0.10	\$89.50



<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Analyze correspondence re cash collateral amendment order	0.10	\$89.50
12/6/2018	JMW	Telephone conference with A. Tenzer, S. Williams, W. Holt re cash collateral	0.10	\$72.50
	JMW	Analyze revised cash collateral amended order	0.20	\$145.00
	JMW	Analyze correspondence from M. Litvak re amended cash collateral order	0.10	\$72.50
	WLH	Exchange e-mail correspondence with A. Tenzer re cash collateral amendment order	0.10	\$89.50
	WLH	Telephone conference with A. Tenzer, S. Williams and J. Weiss re cash collateral amendment order	0.10	\$89.50
	WLH	Prepare correspondence to Guilds re cash collateral amendment order, and follow-up with UCC counsel re same	0.20	\$179.00
	WLH	Exchange e-mail correspondence with M. Litvak (PSZJ) re UCC signoff on amendment order	0.10	\$89.50
	WLH	Circulate revised proposed cash collateral amendment order	0.10	No Charge
12/7/2018	WLH	Exchange e-mail correspondence with J. Kohanski re issues re cash collateral amendment order (multiple)	0.20	\$179.00
12/10/2018	MLT	Analyze BRG invoice	0.10	\$124.50
12/11/2018	MLT	Analyze First Order Amending Cash Collateral Order	0.10	\$124.50
	SDP	Analyze correspondence from M. Smith re first amended cash collateral order	0.10	\$37.50
	JMW	Analyze entered cash collateral order	0.10	\$72.50
	JMW	Telephone conference with A. Agam re cash collateral extension	0.10	\$72.50
	WLH	Analyze entered cash collateral amendment order	0.10	\$89.50
12/12/2018	MLT	Analyze variance report	0.20	\$249.00
	MLT	Analyze Second Stipulation Extending Challenge Deadline	0.10	\$124.50
	JMW	Analyze 12/7 approved variance report	0.10	\$72.50
	WLH	Analyze variance reporting	0.10	\$89.50
12/14/2018	JMW	Exchange e-mail correspondence with A. Tenzer re cash collateral extension	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Analyze correspondence re extension of milestone deadline	0.10	\$89.50
12/16/2018	JMW	Analyze cash collateral order default provisions	0.20	\$145.00
	JMW	Exchange e-mail correspondence with A. Tenzer (extensive) re extension of cash collateral	0.50	\$362.50
	JMW	Exchange e-mail correspondence with R. Feinstein re lenders' discussions on cash collateral	0.20	\$145.00
12/17/2018	JMW	Exchange e-mail correspondence with A. Tenzer re extensive negotiations re cash collateral milestones	0.40	\$290.00
12/19/2018	MLT	Analyze correspondence from A. Tenzer re Event of Default	0.10	\$124.50
	MLT	Analyze variance report	0.20	\$249.00
	WLH	Analyze Tenzer email re default notice; review order re implications of same	0.40	\$358.00
	WLH	Exchange e-mail correspondence with J. Weiss re proposed Tenzer response	0.10	\$89.50
	WLH	Analyze cash collateral variance reporting	0.10	\$89.50
12/20/2018	JMW	Exchange e-mail correspondence with A. Tenzer and W. Holt and A. Agam re use of cash collateral	0.20	\$145.00
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re cash collateral extension	0.10	\$89.50
	WLH	Telephone conference with J. Weiss re cash collateral issues	0.10	\$89.50
	WLH	Analyze correspondence re issues and strategy to obtain further cash collateral extension (numerous)	0.30	\$268.50
12/21/2018	MLT	Analyze correspondence from J. Hagle re secured lender invoices	0.10	\$124.50
	JMW	Exchange e-mail correspondence with A. Tenzer re cash collateral extension	0.20	\$145.00
	JMW	Analyze budget through 1/31/19	0.20	\$145.00
	WLH	Analyze correspondence re requested cash collateral extension and related issues (numerous)	0.20	\$179.00
12/22/2018	MLT	Analyze correspondence from A. Agam and J. Weiss re lender invoices	0.10	\$124.50
	JMW	Exchange e-mail correspondence with A. Agam re individual lender invoices per cash collateral budget	0.10	\$72.50

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Exchange e-mail correspondence with A. Agam re extension of cash collateral budget	0.10	\$72.50
	WLH	Analyze correspondence re status of cash collateral extension	0.10	\$89.50
12/23/2018	MLT	Analyze correspondence from A. Agam re lender invoices	0.10	No Charge
12/24/2018	WLH	Exchange emails with A. Agam (FTI) and JMW re cash collateral issues	0.10	\$89.50
	WLH	Prepare correspondence to A. Tenzer re cash collateral issues	0.10	\$89.50
12/26/2018	JMW	Analyze correspondence from A. Tenzer re cash collateral extension	0.10	\$72.50
	WLH	Analyze correspondence from A. Tenzer re cash collateral extension	0.10	\$89.50
	WLH	Prepare email to Guilds' counsel re request for extension of cash collateral termination date	0.10	\$89.50
12/27/2018	MLT	Analyze variance report	0.20	\$249.00
	JMW	Analyze 12/21 variance report	0.20	\$145.00
	WLH	Analyze cash collateral variance reporting	0.10	\$89.50
Professional Services Rendered			8.80	\$7,489.00

For Services Rendered Through 12/31/2018

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>
12/3/2018	JMW	Analyze legal issues re nature of severance claims	0.40	\$290.00
	JMW	Exchange e-mail correspondence with C. Jenkins, J. Yi re ordinary course P&R payments	0.10	\$72.50
	WLH	Telephone conference with A. Agam (FTI) re employee severance issues; follow-up emails	0.50	\$447.50
	WLH	Exchange e-mail correspondence with R. Poppiti re details re severance claims	0.10	\$89.50
	SMG	Research re employee severance claims	4.10	\$2,562.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/4/2018	WLH	Exchange e-mail correspondence with R. Poppiti re severance claim issues (multiple)	0.30	\$268.50
	WLH	Analyze summary of further research re severance claim from S. Gurvitz	0.10	\$89.50
	SMG	Research re employee severance claims	2.20	\$1,375.00
	SMG	Prepare brief memo re employee severance claims and exchange e-mail correspondence with A. Agam re same	0.30	\$187.50
	SMG	Exchange e-mail correspondence with M. Yoshimura and B. Zhang re employee noticing for bar date (multiple)	0.20	\$125.00
12/5/2018	SMG	Exchange e-mail correspondence with J. Kim re Roadshow Pictures and Show Dogs	0.10	\$62.50
12/6/2018	SMG	Analyze updated claim report from Donlin Recano	0.20	\$125.00
12/10/2018	JMW	Exchange e-mail correspondence with L. Richenderfer re bar date order comments	0.20	\$145.00
	JMW	Analyze proposed bar date order	0.30	\$217.50
	WLH	Analyze UST comments re Bar Date Motion	0.10	\$89.50
	WLH	Analyze correspondence re Guild claim issues	0.10	\$89.50
12/11/2018	JMW	Analyze bar date comments from U.S. Trustee, including publications options	0.40	\$290.00
12/12/2018	WLH	Analyze issues re foreign withholding tax; related emails with J. Weiss (multiple)	0.30	\$268.50
	WLH	Research re trust fund tax issues; related emails	0.40	\$358.00
	WLH	Exchange e-mail correspondence with A. Agam re withholding tax issues (multiple)	0.20	\$179.00
	SMG	Review and revise bar date order and notice	0.20	\$125.00
	SMG	Exchange e-mail correspondence with R. Poppiti re bar date order and notice	0.10	\$62.50
12/13/2018	MLT	Analyze bar date order	0.10	No Charge
	SDP	Analyze correspondence from M. Smith re bar date order	0.10	\$37.50
	SDP	Exchange e-mail correspondence with R. Poppiti and S. Gurvitz re publication of bar date notice	0.20	\$75.00
	SMG	Exchange e-mail correspondence with Donlin Recano re bar date publication	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 and R. Poppiti re bar date publication (multiple)	0.10	\$62.50
12/14/2018	SDP	Analyze correspondence from R. Poppiti re publication of bar date notice (multiple)	0.20	\$75.00
	SDP	Analyze correspondence from A. Levin re publication of bar date notice (multiple)	0.20	\$75.00
	SDP	Analyze correspondence from A. Agam re publication of bar date notice (multiple)	0.20	\$75.00
12/15/2018	WLH	Exchange emails with J. Weiss re potential Roadshow claims and related issues (multiple)	0.20	\$179.00
12/17/2018	SDP	Analyze Q&A script for bar date notice	0.10	\$37.50
	SDP	Analyze revised Q&A script for bar date notice	0.10	\$37.50
	SDP	Analyze correspondence between A. Logan and S. Gurvitz re Q&A script for bar date notice (multiple)	0.30	\$112.50
	WLH	Research re potential AXL admin claim	1.50	\$1,342.50
	SMG	Review and revise Donlin Recano bar date inquiry talking points	0.30	\$187.50
	SMG	Exchange e-mail correspondence with S. Reil re Donlin Recano bar date inquiry talking points	0.10	\$62.50
	SMG	Exchange e-mail correspondence with A. Logan re Donlin Recano bar date inquiry talking points	0.10	No Charge
12/18/2018	WLH	Analyze S. Mick email re AXL-related claim issues; numerous follow-up emails with A. Agam (FTI) re same	0.40	\$358.00
	WLH	Prepare detailed response to S. Mick re AXL-related claims; several associated emails	0.80	\$716.00
	SMG	Exchange e-mail correspondence with A. Agam and C. Jenkins re National Amusements stipulation	0.10	\$62.50
12/19/2018	SDP	Analyze correspondence from P. Egloff re publication of bar date notice in USA Today	0.10	\$37.50
12/20/2018	SMG	Analyze National Amusements set off order and exchange e-mail correspondence with J. Gould re same	0.10	\$62.50
12/21/2018	WLH	Analyze correspondence from J. Kohanski re Guild closing issues	0.10	\$89.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re Bank Leumi arrangement	0.10	\$89.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Call with J. Gould re National Amusements payment	0.10	\$62.50
12/22/2018	JMW	Exchange e-mail correspondence with A. Agam re claims reconciliation work	0.10	\$72.50
	WLH	Analyze email from A. Agam (FTI) re claims issues for discussion with the Committee	0.10	\$89.50
12/23/2018	JMW	Analyze claims register	0.20	\$145.00
	JMW	Analyze correspondence from M. Ellis re claims register	0.10	\$72.50
	WLH	Analyze correspondence re current claims register	0.10	\$89.50
12/27/2018	MLT	Analyze verification of publication re bar date	0.10	\$124.50
	SDP	Exchange e-mail correspondence with M. Smith re affidavit of publication re bar date notice	0.20	\$75.00
	SDP	Exchange e-mail correspondence with P. Egloff re affidavit of publication re bar date notice	0.20	\$75.00
	SDP	Exchange e-mail correspondence with S. Gurvitz re affidavit of publication re bar date notice	0.20	\$75.00
	JMW	Prepare for call with UCC re claims (analyze claims register)	0.50	\$362.50
	JMW	Telephone conference with R. Feinstein, M. Litvak, J. Dulberg, W. Holt, A. Agam re claims and AXL	1.00	\$725.00
	JMW	Analyze bar date publication affidavit	0.10	No Charge
	WLH	Conference call with Committee advisors team re issues re claims process and analysis, including Lakeshore rejection damages claim	1.00	\$895.00
	WLH	Analyze correspondence re unsecured claims pool issues and material re quantifying same (multiple)	0.20	\$179.00
	SMG	Analyze notice of publication of bar date notice	0.10	\$62.50
12/31/2018	SDP	Analyze correspondence from DRC re newly filed claims	0.10	\$37.50
	SMG	Analyze additional filed claims as of 12/31/18	0.20	\$125.00
Professional Services Rendered			21.10	\$14,624.00

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 For Services Rendered Through 12/31/2018
 

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In Reference To: Court Hearings

File No.: 2339-0008

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 Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/1/2018	JMW	Analyze hearing transcript from 11/27 status conference	0.30	\$217.50
12/6/2018	JMW	Analyze order re hearing dates	0.10	\$72.50
12/10/2018	JMW	Draft agenda for 12/13 hearing	0.30	\$217.50
12/11/2018	JMW	Analyze agenda for 12/13 hearing	0.10	\$72.50
12/12/2018	MLT	Analyze Amended Agenda	0.10	No Charge
	JMW	Telephone conference with L. Muchnik re updated sale hearing agenda	0.10	\$72.50
	JMW	Prepare for sale hearing (analyze sale order, prepare presentation, analyze objections, and analyze objection status)	4.30	\$3,117.50
	SMG	Review further revised agenda for sale hearing	0.20	\$125.00
12/13/2018	MLT	Attend sale hearing (by telephone)	1.10	\$1,369.50
	MLT	Analyze Agenda for 12/17/18 hearing	0.10	\$124.50
	JMW	Attend and argue at sale hearing (including conferring before and after with constituents)	1.90	\$1,377.50
	JMW	Prepare for sale hearing	2.60	\$1,885.00
	SMG	Attend sale hearing (including conference in court)	1.90	\$1,187.50
	SMG	Prepare for sale hearing	1.80	\$1,125.00
	JDY	Participate in sale hearing by teleconference	1.30	\$975.00
	RJS	Attend sale hearing by teleconference	1.30	No Charge
12/14/2018	JMW	Analyze 12/13 sale hearing transcript	0.40	\$290.00
	WLH	Analyze December 13 hearing transcript	0.30	\$268.50
	SMG	Analyze transcript of 12/13 sale hearing	0.20	\$125.00
12/17/2018	MLT	Attend court hearing by telephone	0.20	\$249.00

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	MLT	Analyze hearing agenda for 12/19	0.10	No Charge
	JMW	Prepare for omnibus hearing	0.50	\$362.50
	JMW	Attend omnibus hearing	0.30	\$217.50
	SMG	Telephonic appearance at status conference re sale	0.20	\$125.00
	JDY	Participate in omnibus hearing	0.20	\$150.00
	RJS	Attend omnibus hearing by teleconference	0.30	\$180.00
12/19/2018	MLT	Attend hearing by telephone	0.60	No Charge
	JMW	Prepare for sale hearing (confer with A. Agam, L. Muchnik, N. Haynes)	2.10	\$1,522.50
	JMW	Attend and argue at sale hearing (including negotiations in courtroom pre-hearing)	1.30	\$942.50
	JMW	Prepare oral presentation for sale hearing	1.70	\$1,232.50
	SMG	Telephonic attendance at sale hearing	0.60	\$375.00
	JDY	Attend Open Road sale hearing	0.70	\$525.00
	RJS	Attend sale hearing by teleconference	0.60	No Charge
Professional Services Rendered			27.80	\$18,504.00

For Services Rendered Through 12/31/2018

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>
12/1/2018	MLT	Analyze FTI's monthly staffing report	0.40	\$498.00
	JMW	Analyze FTI October 2018 compensation report	0.10	\$72.50
12/12/2018	MLT	Analyze Donlin's Second Monthly Fee Application	0.10	No Charge
	MLT	Analyze Young Conaway's Third Monthly Fee Application	0.30	\$373.50
12/14/2018	SMG	Exchange e-mail correspondence with M. Smith re interim fee applications	0.10	\$62.50



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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/20/2018	JMW	Telephone conference with A. Agam re U.S. Trustee comments re FTI declaration	0.20	\$145.00
	JMW	Analyze FTI supplemental declaration	0.10	\$72.50
	SMG	Exchange e-mail correspondence with A. Agam re supplemental Agam declaration in support of FTI retention	0.10	No Charge
	SMG	Review and revise supplemental Agam declaration in support of FTI retention	0.10	\$62.50
12/21/2018	MLT	Analyze Third Supplemental Declaration of Amir Agam re FTI's employment	0.10	No Charge
	JMW	Telephone conference with A. Agam, L. Richenderfer, J. Yi re FTI supplemental declaration	0.20	\$145.00
	JMW	Analyze first quarterly OCP report	0.10	\$72.50
	JMW	Analyze Pachulski first quarterly fee application	0.10	\$72.50
12/22/2018	MLT	Analyze Pachulski Stang's First Quarterly Fee Application	0.20	\$249.00
	MLT	Analyze First Interim Fee Requests of Debtors' Professionals	0.10	\$124.50
	MLT	Analyze Third Monthly Application of Pachulski Firm	0.20	\$249.00
12/26/2018	SMG	Prepare notice of 2019 rates	0.30	No Charge
	SMG	Prepare correspondence to A. Agam re 2019 rates	0.30	No Charge
12/27/2018	MLT	Analyze FTI's November Staffing Report	0.40	\$498.00
	JMW	Telephone conference with R. Poppiti re FTI potential retention supplement	0.20	\$145.00
	JMW	Analyze FTI November compensation report	0.20	\$145.00
Professional Services Rendered			3.90	\$2,987.00

For Services Rendered Through 12/31/2018

In Reference To: Fee Application Preparation

File No.: 2339-0010

## Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/11/2018	JMW	Revise November invoice for KTBS	3.00	No Charge

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/12/2018	SDP	Prepare November fee application, notice, and exhibits	1.60	\$600.00
	SDP	Exchange e-mail correspondence with S. Gurvitz re November fee application, notice, and exhibits	0.20	\$75.00
12/14/2018	SDP	Exchange e-mail correspondence with M. Smith and S. Gurvitz re first interim fee applications	0.20	\$75.00
	SMG	Prepare KTBS Third Monthly Fee Application	1.90	\$1,187.50
	SMG	Prepare Notice of KTBS Third Monthly Fee Application	0.20	\$125.00
12/16/2018	JMW	Revise KTBS November fee application	0.80	\$580.00
12/17/2018	SDP	Prepare supplement to first interim fee application	2.40	\$900.00
	SDP	Exchange e-mail correspondence with S. Gurvitz re revisions to KTB&S supplement to first interim fee application	0.20	\$75.00
	SDP	Revise KTB&S supplement to first interim fee application	0.10	\$37.50
	SDP	Exchange e-mail correspondence with M. Smith and S. Gurvitz re first interim fee applications	0.20	No Charge
	SMG	Finalize KTBS November fee application	0.20	\$125.00
	SMG	Review and revise KTBS interim fee application supplement	0.30	\$187.50
12/20/2018	SDP	Exchange e-mail correspondence with J. Weiss and S. Gurvitz re KTB&S supplement to first interim fee application	0.20	\$75.00
	SDP	Exchange e-mail correspondence with M. Smith, J. Weiss, and S. Gurvitz re KTB&S's supplement to first interim fee application	0.20	\$75.00
	SDP	Exchange e-mail correspondence with M. Smith re revised first interim fee application	0.20	No Charge
	SDP	Exchange e-mail correspondence with M. Smith re KTB&S Ledes files	0.20	No Charge
	JMW	Revise supplement to KTBS first interim fee application	0.40	\$290.00
Professional Services Rendered			12.50	\$4,407.50

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## For Services Rendered Through 12/31/2018

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>
12/27/2018	JMW	Revise KTBS budget and staffing plan	0.20	\$145.00
	SMG	Prepare budget and staffing plan	0.40	\$250.00
	SMG	Exchange e-mail correspondence with A. Agam re budget and staffing plan	0.10	\$62.50
Professional Services Rendered			<u>0.70</u>	<u>\$457.50</u>

## For Services Rendered Through 12/31/2018

In Reference To: General Corporate

File No.: 2339-0012

## Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/6/2018	JMW	Exchange e-mail correspondence with A. Agam re board meeting	0.10	\$72.50
Professional Services Rendered			<u>0.10</u>	<u>\$72.50</u>

## For Services Rendered Through 12/31/2018

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>
12/4/2018	MLT	Analyze monthly operating report	0.20	\$249.00
	JMW	Analyze October MOR	0.30	\$217.50
12/21/2018	JMW	Analyze November MOR	0.20	\$145.00

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Professional Services Rendered	0.70	\$611.50
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For Services Rendered Through 12/31/2018

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>
12/10/2018	JMW	Analyze chart of daily personnel cost	0.10	\$72.50
	JDY	Review and analyze employee cost spreadsheet	0.10	\$75.00
12/18/2018	WLH	Analyze correspondence from M. Ellis (FTI) re ADP invoice issues	0.10	\$89.50
12/19/2018	SMG	Analyze employee orders and motion and exchange e-mail correspondence with M. Ellis re same	0.20	\$125.00
Professional Services Rendered			0.50	\$362.00

For Services Rendered Through 12/31/2018

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>
12/1/2018	JMW	Exchange e-mail correspondence with A. Agam, J. Fradlin re Nightcrawler litigation	0.10	\$72.50
12/3/2018	JMW	Telephone conference with A. Agam, J. Fradlin, P. Brown re Dutcher litigation	0.50	\$362.50
12/4/2018	MLT	Analyze draft scheduling order in 2.9 Film Holding adversary	0.10	\$124.50
	JMW	Research re discovery procedure for Chef litigation	0.90	\$652.50
	JMW	Analyze correspondence from K. Burner re 2.9 status conference	0.10	\$72.50
	JMW	Analyze draft discovery schedule in 2.9 adversary proceeding	0.30	\$217.50
	RJP	Review draft scheduling order from counsel for 2.9 Films re declaratory judgment adversary proceeding	0.20	\$199.00

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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/5/2018	JMW	Confer with R. Pfister re 2.9 Productions status conference	0.20	\$145.00
	JMW	Exchange e-mail correspondence with A. Agam re Dutcher vs. Nightcrawler trial	0.10	\$72.50
	RJP	Meet with J. Weiss re 2.9 Films declaratory judgment action	0.20	\$199.00
	RJP	Review email correspondence re 2.9 Films declaratory judgment action (scheduling conference and strategy)	0.10	\$99.50
12/6/2018	JMW	Analyze correspondence from K. Burner re 2.9 Productions status conference	0.10	\$72.50
	RJP	Review email correspondence re Rule 16 scheduling conference in 2.9 Films adversary proceeding	0.10	\$99.50
12/10/2018	JMW	Prepare for 2.9 Productions meet and confer	0.40	\$290.00
	JMW	Telephone conference with B. Davidoff, A. Tenzer, R. Pfister re status conference in 2.9 adversary	0.20	\$145.00
	RJP	Appear at telephonic Rule 16 scheduling conference for 2.9 Films adversary proceeding, with J. Weiss	0.20	\$199.00
	RJP	Prepare for Rule 16 scheduling conference for 2.9 Films adversary proceeding, with J. Weiss	0.20	\$199.00
12/12/2018	MLT	Analyze order extending removal deadline	0.10	No Charge
	JMW	Analyze entered removal order	0.10	\$72.50
12/13/2018	SDP	Analyze correspondence from M. Smith re certification of counsel re Clune Construction stay motion	0.10	No Charge
12/17/2018	SDP	Analyze correspondence from M. Smith re order granting Clune Construction relief from stay motion	0.10	No Charge
12/18/2018	RJP	Review entered scheduling order in 2.9 Films adversary proceeding	0.10	\$99.50
Professional Services Rendered			4.50	\$3,394.00

For Services Rendered Through 12/31/2018

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>
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<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/3/2018	JMW	Analyze Cinemark setoff request issues	0.30	\$217.50
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re Regal setoff issues (multiple)	0.20	\$179.00
	WLH	Prepare draft letter to Regal Cinemas re setoff issues	1.00	\$895.00
	SMG	Exchange e-mail correspondence with C. Jenkins and A. Agam re Cinemark setoff	0.10	\$62.50
	SMG	Call with S. Shah re Cinemark setoff	0.10	\$62.50
	SMG	Exchange e-mail correspondence with S. Shah re Cinemark setoff	0.10	\$62.50
	SMG	Review Clune relief from stay motion and proposed order	0.10	\$62.50
12/4/2018	JMW	Analyze correspondence from C. Jenkins (several) re AXL setoff issues	0.20	\$145.00
	JMW	Draft response to Clune Construction counsel re Clune motion for relief from stay	0.30	\$217.50
	JMW	Analyze Clune Construction stay relief motion	0.50	\$362.50
	WLH	Exchange e-mail correspondence with A. Agam and C. Jenkins (both FTI) re AXL setoff issues and record matters (multiple)	0.20	\$179.00
	SMG	Exchange e-mail correspondence with C. Jenkins re National Amusements setoff (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with S. Shah re Cinemark setoff (multiple)	0.10	\$62.50
	SMG	Exchange e-mail correspondence with J. Gould re National Amusements setoff	0.10	\$62.50
12/5/2018	JMW	Revise Cinemark stay relief stipulation	0.70	\$507.50
	SMG	Prepare Cinemark stipulation re setoff	1.00	\$625.00
	SMG	Exchange e-mail correspondence with B. Zhang, J. Fradlin, and R. Smith re Cinemark and National Amusements contracts (re setoff issues)	0.10	\$62.50
	SMG	Exchange e-mail correspondence with C. Jenkins re National Amusements setoff (multiple)	0.10	\$62.50
	SMG	Exchange e-mail correspondence with J. Gould re National Amusements setoff	0.10	\$62.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/6/2018	JMW	Exchange e-mail correspondence with A. Agam re Cinemark setoff questions	0.10	\$72.50
	JMW	Exchange e-mail correspondence with A. Agam re Clune Construction relief from stay	0.20	\$145.00
	JMW	Research re Clune Construction relief from stay motion	0.20	\$145.00
	SMG	Exchange e-mail correspondence with A. Agam and C. Jenkins re Cinemark stipulation	0.10	\$62.50
	SMG	Prepare proposed order approving Cinemark setoff	0.30	\$187.50
	SMG	Exchange e-mail correspondence with R. Poppiti re Cinemark stipulation and proposed order (multiple)	0.20	\$125.00
	SMG	Prepare National Amusements stipulation	0.20	\$125.00
	SMG	Prepare proposed order approving National Amusements stipulation	0.20	\$125.00
	SMG	Revise Cinemark stipulation and proposed order	0.20	\$125.00
	SMG	Exchange e-mail correspondence with S. Shah re Cinemark stipulation	0.10	\$62.50
12/10/2018	JMW	Analyze revisions to Cinemark setoff stipulation	0.20	\$145.00
	SMG	Exchange e-mail correspondence with C. Jenkins re Cinemark setoff and stipulation (numerous)	0.20	\$125.00
	SMG	Revise Cinemark stipulation and proposed order	0.30	\$187.50
	SMG	Exchange e-mail correspondence with S. Shah re Cinemark setoff issues (numerous)	0.20	\$125.00
	SMG	Revise National Amusements stipulation and proposed order	0.20	\$125.00
	SMG	Exchange e-mail correspondence with C. Jenkins re National Amusements setoff	0.10	\$62.50
	SMG	Exchange e-mail correspondence with J. Gould re National Amusements setoff	0.10	\$62.50
	SMG	Call with S. Shah re Cinemark setoff (two calls)	0.10	\$62.50
	SMG	Exchange e-mail correspondence with R. Poppiti and I. Bambrick re certification of counsel for Cinemark setoff	0.10	\$62.50
	SMG	Exchange e-mail correspondence with J. Dulberg, R. Feinstein, and M. Litvak re Cinemark setoff	0.10	No Charge

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Exchange e-mail correspondence with A. Tenzer and S. Williams re Cinemark setoff	0.10	No Charge
12/11/2018	JMW	Analyze Clune markup of proposed stay relief order	0.10	\$72.50
	JMW	Exchange e-mail correspondence with A. Agam re Clune stay relief order	0.10	\$72.50
	SMG	Exchange e-mail correspondence with S. Shah re Cinemark stipulation	0.10	\$62.50
	SMG	Exchange e-mail correspondence with J. Dulberg re Cinemark stipulation	0.10	\$62.50
	SMG	Exchange e-mail correspondence with I. Bambrick re Cinemark stipulation	0.10	\$62.50
12/12/2018	JMW	Analyze correspondence from J. Dulberg re Cinemark stipulation re stay relief for set off	0.10	\$72.50
	SMG	Exchange e-mail correspondence with J. Dulberg re Cinemark stipulation; exchange e-mail correspondence with R. Poppiti and I. Bambrick re same	0.10	\$62.50
12/13/2018	MLT	Analyze order approving Cinemark stipulation	0.10	No Charge
12/14/2018	SMG	Exchange e-mail correspondence with J. Gould re National Amusements stipulation	0.10	\$62.50
12/17/2018	SMG	Exchange e-mail correspondence with C. Jenkins re Cinemark payment and National Amusements stipulation	0.10	\$62.50
	SMG	Exchange e-mail correspondence with S. Shah re Cinemark payment	0.10	\$62.50
12/18/2018	SMG	Exchange e-mail correspondence with J. Gould re National Amusements stipulation (multiple)	0.10	\$62.50
	SMG	Exchange e-mail correspondence with A. Tenzer and S. Williams re National Amusements stipulation	0.10	\$62.50
	SMG	Exchange e-mail correspondence with J. Dulberg, M. Litvak, and R. Feinstein re National Amusements stipulation	0.10	\$62.50
12/20/2018	SDP	Analyze correspondence from M. Smith re order approving National Amusements setoff	0.10	\$37.50
Professional Services Rendered			10.50	\$7,028.00



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For Services Rendered Through 12/31/2018

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In Reference To: Executory Contracts/Unexpired Leases

File No.: 2339-0017

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Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/1/2018	JMW	Exchange e-mail correspondence with A. Tenzer re Chef cure dispute	0.10	\$72.50
	JMW	Analyze correspondence from M. Stankevich re The Grey participation statements	0.10	\$72.50
	JMW	Analyze correspondence from M. Bolkin re the Grey participation statements	0.10	\$72.50
12/2/2018	JMW	Analyze strategy to resolve Chef objection	0.80	\$580.00
	JMW	Exchange e-mail correspondence with A. Tenzer re Chef objection	0.10	\$72.50
	JMW	Exchange e-mail correspondence with A. Agam, A. Cohen, J. Yi re chef objection	0.20	\$145.00
	JMW	Analyze schedules re guild cures transmitted to J. Kohanski	0.20	\$145.00
12/3/2018	JMW	Exchange e-mail correspondence with S. Hornung re Paramount contract objection	0.10	\$72.50
	JMW	Analyze correspondence from K. Owens, R. Sherman re Endgame agreement	0.10	\$72.50
	JMW	Exchange e-mail correspondence with A. Agam re cure update	0.10	\$72.50
12/4/2018	JMW	Telephone conference with C. Jenkins, A. Cohen, M. Bolkin, J. Yi, R. Smith, S. Gurvitz re cure amount reconciliation	0.70	\$507.50
	WLH	Confer with J. Weiss re possible issues stemming from lease termination agreement	0.10	\$89.50
	WLH	Telephone conference with large FTI and KTBS teams re sale issues stemming from P&R calculations, reporting and true-up	0.70	\$626.50
	SMG	Call with J. Weiss, J. Yi, R. Smith, C. Jenkins, A. Cohen, and M. Bolkin re cure reconciliation	0.70	\$437.50
	SMG	Prepare motion to reject AXL contracts	2.00	\$1,250.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Prepare declaration in support of motion to reject AXL contracts	0.30	\$187.50
	JDY	Call with C. Jenkins and A. Cohen re PR calculations, reporting and true-ups	0.70	\$525.00
	RJS	Call with FTI re PR calculations, reporting and true-ups	0.70	\$420.00
12/5/2018	JMW	Confer with R. Pfister re Chef cure litigation	0.40	\$290.00
	JMW	Confer with M. Bolkin re cure amount updates	0.30	\$217.50
	JMW	Analyze Chef distribution agreement	0.30	\$217.50
	JMW	Analyze Richard Jordan employment documents for contract rejection	0.10	\$72.50
	JMW	Exchange e-mail correspondence with B. Davidoff re Silver Reel settlement	0.10	\$72.50
	JMW	Exchange e-mail correspondence with A. Cohen, A. Agam, J. Yi re Spotlight cure dispute	0.20	\$145.00
	JMW	Exchange e-mail correspondence with A. Agam re cure dispute status	0.20	\$145.00
	JMW	Exchange e-mail correspondence with A. Agam re lender position re Chef	0.10	\$72.50
	JMW	Exchange e-mail correspondence with J. Kohanski re status of guild objection	0.10	\$72.50
	JMW	Analyze Show Dogs foreign license agreements	0.20	\$145.00
	RJP	Meet with J. Weiss re Sous Chef cure litigation	0.40	\$398.00
	SMG	Call with J. Kim re Roadshow Pictures contracts	0.20	\$125.00
	SMG	Exchange e-mail correspondence with M. Ellis re R. Jordan contract rejection motion	0.10	\$62.50
	SMG	Prepare motion to reject R. Jordan contract	1.60	\$1,000.00
	SMG	Prepare declaration in support of motion to reject R. Jordan contract	0.30	\$187.50
	SMG	Exchange e-mail correspondence M. Ellis and A. Agam re motion to reject R. Jordan contract	0.10	No Charge
	JDY	Review and analyze email from B. Davidoff re Host	0.10	\$75.00
	RJS	Call with buyer's counsel re cure amounts	0.30	\$180.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	RJS	Analyze Show Dogs NOAs in connection with questions re assumption from buyer's counsel	1.20	\$720.00
12/6/2018	JMW	Telephone conference with A. Cohen, J. Yi re Chef objection	0.50	\$362.50
	JMW	Telephone conference with J. Leto, J. Yi re Chef objection	0.20	\$145.00
	JMW	Analyze draft stipulation to resolve AISP objection	0.30	\$217.50
	JMW	Exchange e-mail correspondence with A. Agam re AISP objection resolution	0.10	\$72.50
	JMW	Exchange e-mail correspondence with A. Agam, A. Cohen, J. Yi re proposed response to Chef	0.30	\$217.50
	JMW	Prepare correspondence to J. Leto re settlement discussions with Chef	0.10	\$72.50
	JMW	Analyze correspondence from A. Agam, W. Holt re AXL rejection	0.20	\$145.00
	JMW	Analyze legal arguments re Chef cure dispute litigation	0.80	\$580.00
	JMW	Prepare correspondence to M. Delaney re response to proposed AISP stipulation re AISP objection	0.20	\$145.00
	WLH	Exchange e-mail correspondence with A. McDow re template for rejection stipulation	0.10	\$89.50
	SMG	Analyze correspondence from A. Ribal re status of open cure disputes	0.20	\$125.00
	SMG	Call with N. Haynes, L. Muchnik, J. Yi, and J. Weiss re cure issues	0.40	\$250.00
	JDY	Call with A. Cohen and J. Weiss re Chef	0.50	\$375.00
	JDY	Confer with J. Weiss re Chef	0.20	\$150.00
	JDY	Review and analyze email to J. Leto re Chef	0.10	\$75.00
	JDY	Call with J. Leto re Chef settlement	0.20	\$150.00
	JDY	Exchange email correspondence with FTI re Chef	0.20	\$150.00
12/7/2018	JMW	Telephone conference with L. Muchnik re AISP objection	0.10	\$72.50
	JMW	Telephone conference with M. Delaney re AISP objection (twice)	0.40	\$290.00
	JMW	Exchange e-mail correspondence with M. Delaney re AISP objection (several)	0.20	\$145.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with J. Kohanski, K. Ireland, A. Agam, C. Jenkins, M. Bolkin, W. Holt, J. Yi re Guild cure amounts	0.50	\$362.50
	JMW	Prepare correspondence to J. Leto re Chef settlement proposal	0.10	\$72.50
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re TPX invoice and associated rejection issues	0.10	\$89.50
	JDY	Review and analyze M. Delaney re all I see objection	0.10	\$75.00
12/9/2018	JMW	Exchange e-mail correspondence with J. Leto, A. Agam, A. Cohen, J. Yi re Chef counter	0.20	\$145.00
	JDY	Exchange email correspondence with FTI re cure settlements	0.30	\$225.00
	JDY	Review and analyze email from J. Leto re Chef settlement	0.10	\$75.00
	RJS	Review email correspondence with FTI and Sous Chef's counsel re Sous Chef cure amount objection	0.10	\$60.00
12/10/2018	JMW	Analyze designation extension notice	0.10	\$72.50
	JMW	Telephone conference with A. Cohen, A. Agam re Chef counter	0.10	\$72.50
	JMW	Telephone conference with A. Parlen, J. Gott re Spotlight resolution	0.30	\$217.50
	JMW	Telephone conference with L. Muchnik re Spotlight objection resolution	0.30	\$217.50
	JMW	Exchange e-mail correspondence with J. Leto, A. Agam, A. Cohen (multiple) re Chef settlement negotiations	0.60	\$435.00
	JMW	Exchange e-mail correspondence with M. Sharf re AFM objection resolution	0.10	\$72.50
	JMW	Exchange e-mail correspondence with B. Davidoff re Silver Reel objection resolution	0.20	\$145.00
	JMW	Prepare correspondence to M. Delaney re AISP objection	0.10	\$72.50
	WLH	Exchange e-mail correspondence with FTI re AXL-related issues (numerous)	0.30	\$268.50
	SMG	Exchange e-mail correspondence with C. Jenkins re Sheriff Productions contract and exchange e-mail correspondence with M. Rogal re same	0.10	\$62.50
	SMG	Analyze Sheriff Productions contract and prepare brief memo to J. Yi and J. Weiss re same	0.20	\$125.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Exchange e-mail correspondence with B. Zhang and C. Jenkins re final cure schedule (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with I. Bambrick re extension of designation deadline	0.10	\$62.50
	SMG	Prepare motion to reject TelePacific contract	1.60	\$1,000.00
	SMG	Exchange e-mail correspondence with J. Fradlin, C. Jenkins, B. Zhang re TelePacific contract (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with J. Kim re Roadshow cures	0.10	\$62.50
	SMG	Exchange e-mail correspondence with L. Muchnik and I. Bambrick re extension of designation deadline	0.10	\$62.50
	SMG	Analyze draft notice of extension of designation deadline	0.10	\$62.50
	SMG	Exchange e-mail correspondence with A. Agam, C. Jenkins, and B. Zhang re contract rejection motion (R. Jordan and TelePacific)	0.10	\$62.50
	JDY	Review and analyze spreadsheet re guild cures	0.30	\$225.00
	JDY	Review and analyze email from B. Zhang re assumed contracts	0.10	\$75.00
	JDY	Review and analyze settlement offer from J. Leto	0.10	\$75.00
	RJS	Call with Raven's counsel re guild cure amounts	0.10	\$60.00
12/11/2018	JMW	Telephone conference with J. Leto, M. Caloway, J. Yi re Chef resolution	0.20	\$145.00
	JMW	Analyze proposed amendment to Showtime output contract	0.20	\$145.00
	JMW	Telephone conference with S. Hornung re Awesomeness objection	0.10	\$72.50
	JMW	Telephone conference with A. Cohen re Chef counter	0.10	\$72.50
	JMW	Telephone conference with J. Leto, M. Caloway re Chef counter	0.10	\$72.50
	JMW	Telephone conference with J. Kohanski, D. Ahdoot, C. Jenkins, W. Holt, J. Yi, R. Smith re Guild cure issues	0.20	\$145.00
	JMW	Telephone conference with L. Muchnik re AISP	0.10	\$72.50
	JMW	Analyze final list of assumed contracts and cures	0.60	\$435.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Analyze Silent House contract amendment	0.10	\$72.50
	JMW	Telephone conference with J. Reisner, W. Holt, J. Yi re The Promise amendment	0.20	\$145.00
	WLH	Review and revise draft AXL rejection stipulation	1.40	\$1,253.00
	WLH	Analyze email and attachment from S. Mick re AXL rejection stipulation; follow-up emails re same (several)	0.30	\$268.50
	WLH	Telephone conference with S. Mick re AXL rejection stipulation; follow-up email to client group re same	0.50	\$447.50
	WLH	Telephone conference with R. Poppiti (YCST) re procedural aspects of AXL stipulation	0.10	\$89.50
	SMG	Exchange e-mail correspondence with J. Kim re Roadshow cure amounts	0.10	\$62.50
	SMG	Exchange e-mail correspondence with C. Jenkins and B. Zhang re cure exhibit (multiple)	0.20	\$125.00
	SMG	Call with R. Smith and L. Muchnik re cure exhibit	0.10	\$62.50
	SMG	Call with R. Smith, B. Zhang, and C. Jenkins re cure exhibit	0.20	\$125.00
	SMG	Review and revise cure exhibit (two versions)	0.50	\$312.50
	SMG	Exchange e-mail correspondence with B. Zhang and C. Jenkins re cure exhibit revisions (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with L. Muchnik re cure exhibit	0.10	\$62.50
	SMG	Exchange e-mail correspondence with R. Poppiti and I. Bambrick re cure exhibit issues	0.10	\$62.50
	JDY	Confer with J. Weiss re Chef	0.10	\$75.00
	JDY	Call with J. Leto and M. Calloway re Chef	0.30	\$225.00
12/12/2018	JMW	Telephone conference with S. Gurvitz, L. Muchnik, M. Delaney re AISP objection	0.30	\$217.50
	JMW	Telephone conference with S. Gurvitz, L. Muchnik re several cure objections	0.20	\$145.00
	JMW	Telephone conference with J. Yi, J. Leto re Chef resolution	0.10	\$72.50
	JMW	Telephone conference with M. Calloway, S. Gurvitz re Chef resolution	0.10	\$72.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Revise (several rounds) sale order language to resolve Chef objection	0.40	\$290.00
	JMW	Analyze sale order provisions and markup re resolution of AISP objection	0.30	\$217.50
	JMW	Analyze Viacom Free TV agreements in response to Viacom's comments re reservation of rights pending non-finalized producer deals	0.60	\$435.00
	JMW	Exchange e-mail correspondence with M. Sharf re resolution of AFM objection	0.10	\$72.50
	JMW	Exchange e-mail correspondence with A. Hiller re post-11/30 cures	0.10	\$72.50
	JMW	Exchange e-mail correspondence with B. Davidoff re Silver Reel objection resolution	0.10	\$72.50
	JMW	Exchange e-mail correspondence with A. Agam, M. Litvak re proposed Chef revisions to sale order language	0.50	\$362.50
	JMW	Exchange e-mail correspondence with K. Owens re debtor concerns with Endgame sale order additions	0.10	\$72.50
	RJP	Exchange email correspondence with J. Weiss re Sous Chef settlement	0.10	\$99.50
	WLH	Analyze R. Poppiti comments re draft AXL stipulation	0.10	\$89.50
	WLH	Review and revise draft AXL rejection stipulation, including to incorporate various comments on prior draft	0.60	\$537.00
	WLH	Analyze issues list from A. Agam (FTI) re AXL stipulation; prepare detailed response to same and further revise stipulation; multiple follow-up emails with A. Agam	1.10	\$984.50
	SMG	Exchange e-mail correspondence with I. Bambrick and R. Poppiti re cure exhibit	0.10	\$62.50
	SMG	Call with L. Muchnik, J. Weiss, and M. Delaney re All I See Partners	0.30	\$187.50
	SMG	Exchange e-mail correspondence with L. Muchnik re AFM contract	0.10	\$62.50
	SMG	Call with J. Weiss and L. Muchnik re several cure objections	0.20	\$125.00
	SMG	Call with M. Calaway and J. Weiss re Chef objection	0.10	\$62.50
12/13/2018	MLT	Analyze Roadshow Films Limited Objection and Reservation of Rights Regarding Assumption and Assignment of Executory Contracts	0.10	\$124.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SDP	Analyze correspondence from M. Smith re Roadshow Films objection to cure amount	0.10	\$37.50
	JMW	Analyze pleadings in response to R. Feinstein (Committee) inquiry re designation extension	0.40	\$290.00
	JMW	Exchange e-mail correspondence with R. Feinstein re designation extension notice	0.10	\$72.50
	WLH	Prepare correspondence to S. Mick re turn of AXL stipulation and detailed issues list for group call	0.40	\$358.00
	SMG	Exchange e-mail correspondence with Donlin Recano re Roadshow	0.10	\$62.50
	SMG	Analyze Roadshow objection and related contracts	0.50	\$312.50
12/14/2018	JMW	Telephone conference with A. Cohen, A. Agam re Roadshow objection	0.30	\$217.50
	JMW	Exchange e-mail correspondence with S. Hornung re Paramount agreement	0.10	\$72.50
	JMW	Analyze background facts and documents re Roadshow objection	0.50	\$362.50
	WLH	Analyze and react to S. Mick mark-up of AXL stipulation	0.20	\$179.00
	WLH	Telephone conference with S. Mick re AXL stipulation issues	0.20	\$179.00
	WLH	Exchange e-mail correspondence with FTI team re follow-up re AXL issues	0.20	\$179.00
	WLH	Further correspondence with A. Agam (FTI) re AXL rejection issues	0.10	\$89.50
	SMG	Analyze draft Showtime amendment	0.10	\$62.50
	SMG	Analyze draft Silent House amendment	0.10	\$62.50
12/15/2018	WLH	Analyze correspondence from A. Agam (FTI) re AXL rejection issues	0.10	\$89.50
	SMG	Exchange e-mail correspondence with cure working group re payment of Roadshow minimum guarantee	0.10	\$62.50
12/16/2018	WLH	Exchange emails with A. Agam (FTI) re AXL rejection issues and negotiations	0.10	\$89.50
12/17/2018	WLH	Analyze documents to prepare for AXL rejection stipulation call	0.30	\$268.50



<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Telephone conference with S. Mick, A. McDow and FTI re issues re AXL rejection stipulation	1.40	\$1,253.00
	SMG	Review and revise revised cure exhibit list	0.50	\$312.50
	SMG	Exchange e-mail correspondence with L. Muchnik re revised cure exhibit list (multiple)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with B. Zhang and C. Jenkins re revisions to cure exhibit list (multiple)	0.20	\$125.00
	SMG	Call with C. Jenkins and B. Zhang re cure issues	0.20	\$125.00
	SMG	Further revisions to cure exhibit list	0.20	\$125.00
	SMG	Exchange e-mail correspondence with C. Jenkins and B. Zhang re further revisions to cure exhibit list (multiple)	0.20	\$125.00
	SMG	Call with R. Smith and L. Muchnik re designation notice (twice)	0.20	\$125.00
	SMG	Exchange e-mail correspondence with I. Bambrick re designation notice	0.10	\$62.50
	SMG	Call with I. Bambrick re designation notice and schedule of purchased titles	0.10	\$62.50
	SMG	Review draft designation notice and exchange e-mail correspondence with I. Bambrick re same	0.20	\$125.00
	SMG	Review further revised cure exhibit list	0.30	\$187.50
	SMG	Exchange e-mail correspondence with L. Muchnik re further revised cure exhibit list	0.10	\$62.50
	JDY	Review and analyze revised cure schedule	0.20	\$150.00
	JDY	Review and analyze designation notice	0.10	\$75.00
	JDY	Review and analyze APA for disputed cure mechanics	0.20	\$150.00
	JDY	Review and analyze email from L. Muchnik re disputed cure amounts	0.10	\$75.00
	RJS	Review revised schedule of assumed contracts	0.70	\$420.00
12/18/2018	WLH	Exchange e-mail correspondence with A. Agam and C. Jenkins (both FTI) re further follow-up re AXL negotiation points	0.20	\$179.00
	WLH	Analyze further correspondence re AXL and issues and points	0.20	\$179.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Review and revise schedule of assumed contracts	0.20	\$125.00
	SMG	Exchange e-mail correspondence with L. Muchnik re schedule of assumed contracts	0.10	\$62.50
	SMG	Exchange e-mail correspondence with I. Bambrick and R. Poppiti re schedule of assumed contracts (multiple)	0.10	\$62.50
	SMG	Cure call with J. Weiss, R. Smith, L. Muchnik, and C. Jenkins	0.50	\$312.50
	SMG	Revise cure exhibit list	0.20	\$125.00
	SMG	Exchange e-mail correspondence with L. Muchnik re revised cure exhibit list	0.10	\$62.50
	SMG	Call with L. Muchnik re revised cure exhibit list	0.10	\$62.50
	SMG	Further review and revise cure exhibit list (re added contracts)	0.30	\$187.50
	SMG	Exchange e-mail correspondence with L. Muchnik re further revised cure exhibit list	0.10	\$62.50
	SMG	Exchange e-mail correspondence with C. Jenkins and B. Zhang re further revised cure exhibit list and added contracts	0.10	\$62.50
	JDY	Call with A. Cohen re cure amounts	0.10	\$75.00
12/19/2018	MLT	Analyze Notice of Fifth Schedule of Purchased Titles and Fourth Schedule of Assumed Contracts	0.20	\$249.00
	SDP	Revise cure schedule	0.30	\$112.50
	WLH	Review and revise draft AXL rejection stipulation; circulate turn of same	0.40	\$358.00
	WLH	Analyze competing draft of AXL stipulation from S. Mick; follow-up emails	0.20	\$179.00
	WLH	Exchange e-mail correspondence with S. Mick re revised AXL stipulation	0.20	\$179.00
	WLH	Prepare correspondence to client group re status of matters re AXL stipulation	0.10	\$89.50
	WLH	Exchange e-mail correspondence with C. Jenkins (FTI) re AXL-related information mechanics (multiple)	0.20	\$179.00
	SMG	Further revise cure exhibit list	0.20	\$125.00
	SMG	Exchange e-mail correspondence with L. Muchnik re further revised cure exhibit list (multiple)	0.20	\$125.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Exchange e-mail correspondence with M. Sharf re cure exhibit list	0.10	\$62.50
12/20/2018	JMW	Exchange e-mail correspondence with M. Delaney re AISP cure payments	0.10	\$72.50
	WLH	Prepare revised insert for AXL stipulation; circulate same internally	0.20	\$179.00
	WLH	Further internal correspondence with internal team re stipulation insert; email S. Mick re same	0.30	\$268.50
	WLH	Review and revise draft AXL stipulation; circulate turn of same	0.50	\$447.50
	WLH	Review and revise draft form of order re AXL stipulation	0.30	\$268.50
	WLH	Prepare correspondence to Lender, Company and Raven counsel re AXL stipulation	0.20	\$179.00
12/24/2018	JMW	Analyze correspondence from R. Feinstein, A. Agam, W. Holt re AXL rejection stipulation	0.20	\$145.00
12/26/2018	JMW	Exchange e-mail correspondence with A. Hiller, A. Agam re Redrover cure wire	0.20	\$145.00
	JMW	Exchange e-mail correspondence with B. Davidoff re Silver Reel cure wire	0.10	\$72.50
12/27/2018	JMW	Exchange e-mail correspondence with A. Agam re Redrover cure	0.10	\$72.50
12/28/2018	JMW	Exchange e-mail correspondence with M. Caloway re Chef cure payment	0.10	\$72.50
	JMW	Analyze issues re Chef Fintage House CAM account payment	0.80	\$580.00
	WLH	Exchange emails with S. Mick re status of AXL stipulation	0.10	\$89.50
12/31/2018	JMW	Exchange correspondence with M. Caloway, Raven, and Fintage House re Chef cure	0.60	\$435.00
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re issues AXL stipulation and related claim analysis	0.30	\$268.50
	WLH	Prepare correspondence to lenders and Raven counsel re AXL stipulation	0.10	\$89.50
Professional Services Rendered			56.00	\$40,756.50

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For Services Rendered Through 12/31/2018

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In Reference To: Plan/Disclosure Statement

File No.: 2339-0018

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Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/2/2018	JMW	Exchange e-mail correspondence with A. Agam re plan wind down process	0.30	\$217.50
	JMW	Analyze local rules re plan and disclosure statement matters	0.40	\$290.00
	WLH	Analyze correspondence re wind-down considerations (multiple)	0.20	\$179.00
12/3/2018	JMW	Exchange e-mail correspondence with I. Bambrick re exclusivity extension	0.10	\$72.50
	WLH	Analyze correspondence re possible plan timelines	0.10	\$89.50
12/4/2018	JMW	Exchange e-mail correspondence with A. Agam re plan timeline	0.10	\$72.50
	WLH	Analyze correspondence re follow-up re plan timeline issues	0.10	\$89.50
	WLH	Analyze correspondence re follow-up discussions with the UCC re plan and wind-down issues	0.10	\$89.50
12/5/2018	JDY	Review and analyze email from J. Dulberg re wind down issues	0.10	\$75.00
12/6/2018	JMW	Telephone conference with committee professionals, FTI, J. Yi re wind down process and budget	1.40	\$1,015.00
	JMW	Analyze revised draft wind down budget	0.20	\$145.00
	WLH	Analyze document for discussion during wind-down call	0.10	\$89.50
	WLH	Conference call with full UCC and debtors advisors groups re wind-down process and issues	1.40	\$1,253.00
	WLH	Analyze revised draft wind-down budget	0.10	\$89.50
	JDY	Call with FTI, PSZL and Dundon re wind down budget	1.00	\$750.00
12/9/2018	JMW	Exchange e-mail correspondence with M. Litvak, R. Feinstein, W. Holt re plan and disclosure statement	0.30	\$217.50
	WLH	Exchange emails with PSZJ team and R. Poppiti (YCST) re plan and disclosure statement templates	0.20	\$179.00

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Bill # 16900

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/17/2018	MLT	Prepare outline re options	0.50	\$622.50
	WLH	Analyze correspondence from A. Agam (FTI) re wind-down budget issues	0.10	\$89.50
	JDY	Call with FTI re sale issues alternative transactions	0.90	\$675.00
12/18/2018	MLT	Analyze Raven alternatives (two versions) and prepare issues list	0.70	\$871.50
	MLT	Exchange e-mail correspondence with FTI re non-Raven alternatives	0.40	\$498.00
12/21/2018	MLT	Telephone conference with R. Feinstein re wind-down issues	0.10	\$124.50
12/26/2018	SMG	Prepare motion to extend exclusivity	2.10	\$1,312.50
12/27/2018	JMW	Revise motion to extend exclusivity	0.90	\$652.50
	SMG	Exchange e-mail correspondence with R. Poppiti and I. Bambrick re exclusivity extension (multiple)	0.10	\$62.50
	SMG	Review and revise motion to extend exclusivity	0.20	\$125.00
12/28/2018	JMW	Exchange e-mail correspondence with A. Tenzer re exclusivity motion	0.10	\$72.50
Professional Services Rendered			12.30	\$10,019.50

For Services Rendered Through 12/31/2018

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>
12/12/2018	JMW	One-half non-working travel to Delaware for sale hearing	2.80	\$2,030.00
	JMW	One-half non-working travel to Delaware for sale hearing	2.80	No Charge
	SMG	Non-working travel from LA to Delaware for sale hearing	3.70	No Charge
	SMG	Non-working travel from LA to Delaware for sale hearing	3.70	\$2,312.50
12/13/2018	JMW	One-half non-working time for travel from Delaware to Los Angeles	4.40	\$3,190.00

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Bill # 16900

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	One-half non-working time for travel from Delaware to Los Angeles	4.40	No Charge
	SMG	Non-working travel from Delaware to Los Angeles after sale hearing	4.10	No Charge
	SMG	Non-working travel from Delaware to Los Angeles after sale hearing	4.10	\$2,562.50
12/17/2018	JMW	One half non-working travel to Delaware	4.20	\$3,045.00
	JMW	One half non-working travel to Delaware	4.20	No Charge
12/18/2018	JDY	Non-working travel time	3.60	No Charge
	JDY	Non-working travel time	3.60	\$2,700.00
12/19/2018	JMW	One half non-working travel from DE to Los Angeles	4.90	\$3,552.50
	JMW	One half non-working travel from DE to Los Angeles	4.90	No Charge
	JDY	Non-working travel time	4.00	No Charge
	JDY	Non-working travel time	4.00	\$3,000.00
Professional Services Rendered			63.40	\$22,392.50

For Services Rendered Through 12/31/2018

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>
12/11/2018	JMW	Exchange e-mail correspondence with A. Agam re tax payment withholding issues	0.10	\$72.50
Professional Services Rendered			0.10	\$72.50

## Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Carlisle, Ashley Danielle	5.00	525.00	\$2,625.00

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Pearson, Shanda D.	0.80	0.00	No Charge
Pearson, Shanda D.	10.00	375.00	\$3,750.00
Gurvitz, Sasha M	9.20	0.00	No Charge
Gurvitz, Sasha M	67.00	625.00	\$41,875.00
Holt, Whitman L.	0.50	0.00	No Charge
Holt, Whitman L.	44.80	895.00	\$40,096.00
Pfister, Robert J.	1.60	995.00	\$1,592.00
Smith, Robert J.	2.20	0.00	No Charge
Smith, Robert J.	68.10	600.00	\$40,860.00
Tuchin, Michael L.	1.70	0.00	No Charge
Tuchin, Michael L.	18.60	1245.00	\$23,157.00
Weiss, Jonathan M.	19.60	0.00	No Charge
Weiss, Jonathan M.	131.60	725.00	\$95,410.00
Yi, Justin D.	8.30	0.00	No Charge
Yi, Justin D.	<u>79.60</u>	<u>750.00</u>	<u>\$59,700.00</u>
	468.60		\$309,065.00

Total fees and expenses incurred

\$322,688.95

# **EXHIBIT B**



## EXHIBIT B

(Itemized expenses for the period December 1, 2018 through December 31, 2018)

Date	Expense	Amount	Description	Travel Purpose	Invoice No.
12/31/2018	Online Research	\$585.14	Lexis - December 2018		16896
12/31/2018	Online Research	\$11.80	Pacer - December 2018		16896
12/31/2018	Online Research	\$136.59	Westlaw - December 2018		16896
12/20/2018	Travel	\$2,624.40	Airfare from LAX to PHL on 12/12/18 & PHL to LAX on 12/13/18 for S. Gurvitz	12/13/18 Hearing	16896
12/20/2018	Travel	\$34.77	Transportation to LAX on 12/12/18 for S. Gurvitz	12/13/18 Hearing	16896
12/20/2018	Travel	\$328.90	Hotel on 12/12/18 for S. Gurvitz	12/13/18 Hearing	16896
12/20/2018	Travel	\$71.43	Transportation from LAX on 12/13/18 for S. Gurvitz	12/13/18 Hearing	16896
12/20/2018	Travel	\$61.42	Transportation to LAX on 12/12/18 for J. Weiss	12/13/18 Hearing	16896
12/20/2018	Travel	\$72.94	Transportation from PHL to hotel on 12/12/18 for J. Weiss	12/13/18 Hearing	16896
12/20/2018	Travel	\$328.90	Hotel on 12/12/18 for J. Weiss	12/13/18 Hearing	16896
12/20/2018	Travel	\$85.86	Transportation from LAX on 12/13/18 for J. Weiss	12/13/18 Hearing	16896
12/20/2018	Travel	\$1,312.20	Airfare from PHL to LAX on 12/19/18 for J. Weiss	12/19/18 Hearing	16896
12/20/2018	Travel	\$73.98	Transportation to LAX on 12/16/18 for J. Weiss	12/17/18 Hearing	16896
12/20/2018	Travel	\$78.00	Transportation from PHL on 12/17/18 for J. Weiss	12/17/18 Hearing	16896
12/20/2018	Travel	\$657.80	Hotel on 12/17/18 thru 12/18/18 for J. Weiss	12/17/18 Hearing	16896
12/20/2018	Travel	\$72.98	Transportation from LAX on 12/19/18 for J. Weiss	12/19/18 Hearing	16896
12/20/2018	Travel	\$17.58	Transportation to LAX on 12/18/18 for J. Yi	12/19/18 Hearing	16896
12/20/2018	Travel	\$2,625.00	Airfare from LAX to PHL on 12/18/18 and PHL to LAX on 12/19/18 for J. Yi	12/19/18 Hearing	16896
12/20/2018	Travel	\$328.90	Hotel on 12/18/18 for J. Yi	12/19/18 Hearing	16896
12/20/2018	Travel	\$21.36	Transportation from LAX on 12/19/18 for J. Yi	12/19/18 Hearing	16896
12/20/2018	Travel	\$1,313.00	Airfare from LAX to PHL on 12/12/18 for J. Weiss	12/13/18 Hearing	16896
12/20/2018	Travel	\$1,313.00	Airfare from PHL to LAX on 12/13/18 for J. Weiss	12/13/18 Hearing	16896
12/20/2018	Travel	\$1,313.00	Airfare from LAX to PHL on 12/16/18 for J. Weiss	12/17/18 Hearing	16896
12/31/2018	Court Fees	\$44.00	CourtCall fee to telephonically appear on 12/13/18 for M. Tuchin		16896
12/31/2018	Court Fees	\$51.00	CourtCall fee to telephonically appear on 12/13/18 for J. Yi		16896
12/31/2018	Court Fees	\$30.00	CourtCall fee to telephonically appear on 12/17/18 for J. Yi		16896
12/31/2018	Court Fees	\$30.00	CourtCall fee to telephonically appear on 12/19/18 for M. Tuchin		16896
<b>TOTAL:</b>		<b>\$13,623.95</b>			