

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

March 06, 2019

Bill No. 17002

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

<u>Matter Code</u>	<u>Matter Name</u>	<u>Fees Billed</u>	<u>Expenses Billed</u>	<u>Total Billed</u>
0000	Open Road Expenses	\$0.00	\$338.72	\$338.72
0001	Case Administration	\$1,249.00	\$0.00	\$1,249.00
0002	Asset Analysis/Recovery	\$636.00	\$0.00	\$636.00
0003	Business Operations	\$531.00	\$0.00	\$531.00
0004	Creditor Inquiries	\$2,912.00	\$0.00	\$2,912.00
0005	Use, Sale, Lease of Assets	\$8,546.50	\$0.00	\$8,546.50
0006	Cash Collateral	\$2,142.50	\$0.00	\$2,142.50
0007	Claims Administration	\$34,240.50	\$0.00	\$34,240.50
0008	Court Hearings	\$2,619.00	\$0.00	\$2,619.00
0009	Professional Retention/Fee Issues	\$1,453.50	\$0.00	\$1,453.50
0010	Fee Application Preparation	\$1,960.50	\$0.00	\$1,960.50
0011	Budgeting	\$566.00	\$0.00	\$566.00
0013	Schedules/SOFA/US Trustee Reports	\$721.50	\$0.00	\$721.50
0015	Litigation/Adversary Proceedings	\$10,800.00	\$0.00	\$10,800.00

2339 Open Road (Post-Petition) Page 2
0000 Open Road Expenses Bill # 17002

0017	Executory Contracts/Unexpired Leases	\$8,995.50	\$0.00	\$8,995.50
0018	Plan/Disclosure Statement	\$34,384.00	\$0.00	\$34,384.00
0021	Tax	\$672.00	\$0.00	\$672.00
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		\$112,429.50	\$338.72	\$112,768.22

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 Los Angeles, CA 90067

For Services Rendered Through 2/28/2019

In Reference To: Open Road Expenses
 File No.: 2339-0000

Costs and Disbursements

Online Research

Pacer - February 2019	\$2.40
Lexis - February 2019	\$324.02
Westlaw - February 2019	\$12.30
	\$338.72
Total Costs and Disbursements	\$338.72

For Services Rendered Through 2/28/2019

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>
2/1/2019	SDP	Analyze correspondence from m. Smith re docket update	0.10	\$42.50
2/5/2019	SDP	Analyze docket update	0.10	\$42.50
2/7/2019	SMG	Analyze docket update	0.10	\$69.50

2339 Open Road (Post-Petition)
0000 Open Road ExpensesPage 2
Bill # 17002

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
2/12/2019	SDP	Analyze docket update	0.10	\$42.50
	SMG	Exchange e-mail correspondence with S. Reil re 2/12 filings	0.10	\$69.50
2/13/2019	SMG	Analyze docket update	0.10	\$69.50
2/14/2019	SDP	Analyze correspondence from M. Smith re docket update	0.10	\$42.50
2/15/2019	SDP	Analyze docket update	0.10	\$42.50
	SMG	Exchange e-mail correspondence with R. Poppiti and I. Bambrick re scheduling March and April hearing dates	0.10	\$69.50
2/19/2019	SMG	Analyze docket update	0.10	\$69.50
	SDP	Analyze correspondence from M. Smith re docket update	0.10	\$42.50
2/22/2019	SMG	Analyze critical dates memo and update case deadlines re same	0.20	\$139.00
	MLT	Analyze critical dates calendar	0.10	\$134.50
	SDP	Analyze critical dates memo	0.10	\$42.50
	JMW	Analyze critical dates calendar	0.10	\$79.50
	WLH	Analyze critical dates calendar	0.10	No Charge
	SMG	Review docket report	0.10	\$69.50
	SDP	Analyze correspondence from M. Smith re docket update	0.10	\$42.50
2/25/2019	SMG	Analyze docket update report	0.10	\$69.50
2/28/2019	SMG	Analyze docket update report	0.10	\$69.50
Professional Services Rendered			2.10	\$1,249.00

For Services Rendered Through 2/28/2019

In Reference To: Asset Analysis/Recovery

File No.: 2339-0002

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
2/26/2019	JMW	Telephone conference with A. Caine, Dundon, A. Agam, C. Karlson re preference analysis	0.70	\$556.50

2339 Open Road (Post-Petition)
0000 Open Road ExpensesPage 3
Bill # 17002

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with P. Hurwitz re preference analysis	0.10	\$79.50
Professional Services Rendered			0.80	\$636.00

For Services Rendered Through 2/28/2019

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>
2/4/2019	WLH	Telephone conference with M. Ellis (FTI) re P&A account reconciliation	0.10	\$97.50
2/7/2019	WLH	Exchange e-mail correspondence with A. Agam (FTI) re return of City of Lies screener	0.10	\$97.50
2/15/2019	JMW	Analyze final AXL stipulation	0.20	\$159.00
2/19/2019	WLH	Prepare correspondence to Paramount counsel re AXL stipulation	0.10	\$97.50
2/28/2019	JMW	Analyze final AXL revised stipulation	0.10	\$79.50
Professional Services Rendered			0.60	\$531.00

For Services Rendered Through 2/28/2019

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>
2/1/2019	JMW	Prepare agenda for call with UCC	0.30	\$238.50
2/5/2019	WLH	Revise draft response to Guild information request	0.30	\$292.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re response to Guilds' info request (multiple)	0.20	\$195.00
2/8/2019	WLH	Telephone conference with A. Tenzer and S. Williams (both Paul Hastings) and J. Weiss re overview of status re various claims	0.70	\$682.50

2339 Open Road (Post-Petition)
0000 Open Road ExpensesPage 4
Bill # 17002

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with A. Tenzer, S. Williams, W. Holt re overview of status of various claims	0.70	\$556.50
2/12/2019	WLH	Telephone conference with Guilds counsel re City of Lies issues	0.10	\$97.50
	SMG	Call with N. Hudson re City of Lies inquiry	0.10	\$69.50
2/13/2019	WLH	Analyze correspondence and materials from M. Houston re City of Lies request; follow-up re same	0.40	\$390.00
	WLH	Prepare response to M. Houston re City of Lies issue	0.10	\$97.50
2/14/2019	WLH	Exchange e-mail correspondence with Paramount counsel re request for update re AXL situation	0.10	\$97.50
2/27/2019	WLH	Analyze and follow-up on M. Houston email re requested acts regarding City of Lies	0.10	\$97.50
2/28/2019	WLH	Prepare correspondence to M. Houston re response to her request	0.10	\$97.50
Professional Services Rendered			3.20	\$2,912.00

For Services Rendered Through 2/28/2019

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>
2/6/2019	RJS	Review and prepare response to FTI re Vubiquity and schedule of assumed contracts	0.30	\$213.00
2/7/2019	JMW	Revise letter for marketing of Chboksky project assets	0.20	\$159.00
2/8/2019	JDY	Review and analyze email from J. Weiss re Sleepless Productions	0.10	\$82.50
	RJS	Call with buyer's counsel re copyright assignment agreement and cure objections	0.30	\$213.00
2/11/2019	RJS	Review and revise copyright document assignment requested by buyer's counsel	0.50	\$355.00
	JDY	Exchange email correspondence with A. Agam re residual payments	0.20	\$165.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
2/12/2019	JMW	Analyze correspondence from A. Ribal re noticing miscellaneous asset sale	0.10	\$79.50
2/14/2019	WLH	Analyze and follow-up on question from M. Houston re sale order	0.20	\$195.00
2/19/2019	WLH	Analyze correspondence re options regarding "The Tank" (numerous)	0.20	\$195.00
	WLH	Analyze correspondence re sale-related issues re City of Lies	0.10	\$97.50
	JMW	Exchange e-mail correspondence with A. Agam, M. Ellis, A. Cohen re The Tank	0.20	\$159.00
2/20/2019	JMW	Analyze transaction documents re eOne and City of Lies	0.80	\$636.00
	WLH	Analyze letter proposal and several related emails re possible Christmas film sale	0.20	\$195.00
	WLH	Analyze correspondence re Guild residual issue raised by Raven	0.10	\$97.50
	JDY	Review and analyze emails from R. Sherman re closing statement	0.10	\$82.50
	WLH	Confer with J. Weiss re eOne issues	0.20	\$195.00
	WLH	Further discuss eOne issues with J. Weiss	0.10	\$97.50
	JMW	Exchange e-mail correspondence with A. Agam, M. Ellis re The Holiday asset sale	0.20	\$159.00
	JMW	Telephone conference with A. Agam re eOne and City of Lies	0.20	\$159.00
	JMW	Telephone conference with M. Houston re eOne and City of Lies	0.50	\$397.50
	JMW	Telephone conference with R. Kendall re eOne and City of Lies	0.30	\$238.50
	JDY	Exchange email correspondence with A. Agam re residuals	0.20	\$165.00
2/21/2019	JMW	Analyze documents re City of Lies and eOne	0.30	\$238.50
	JDY	Exchange email correspondence with A. Agam re closing statement	0.10	\$82.50
	JDY	Exchange email correspondence with A. Agam re WGA residuals	0.10	\$82.50
	WLH	Telephone conference with Bank Leumi counsel, eOne counsel and J. Weiss re City of Lies issues; send follow-up email re same	0.80	\$780.00

2339 Open Road (Post-Petition)
0000 Open Road ExpensesPage 6
Bill # 17002

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Telephone conference with M. Houston, R. Kendall, W. Holt re eOne and City of Lies	0.70	\$556.50
	WLH	Exchange e-mail correspondence with FTI and internal team re Guild residuals issue	0.10	\$97.50
2/22/2019	WLH	Analyze correspondence re Guild residual issues	0.10	\$97.50
	JDY	Review and analyze emails from J. Weiss, A. Agam and M. Ellis re WGA residuals	0.10	\$82.50
	RJS	Call with buyer's counsel re cure issues	0.40	\$284.00
2/25/2019	JDY	Review and analyze email from M. Ellis re residuals	0.10	\$82.50
	RJS	Review notice to contract counterparties requested by buyer's counsel	0.20	\$142.00
2/26/2019	JMW	Revise letter from Raven re assumed contracts	1.10	\$874.50
	JDY	Review and comment on notice to counterparties	0.20	\$165.00
2/27/2019	JMW	Revise proposed direction letter from buyer	0.20	\$159.00
	JDY	Review and analyze DLA comments to notice	0.10	\$82.50
	JDY	Review and analyze email from J. Weiss re notice to counterparties	0.10	\$82.50
	JDY	Review and analyze email from W. Holt re cash collateral	0.10	No Charge
	JDY	Review and analyze email from W. Holt re AXL stipulation	0.10	No Charge
	JMW	Exchange e-mail correspondence with G. Young re payment direction letter	0.10	\$79.50
2/28/2019	JDY	Review and analyze emails from G. Young re payment direction	0.10	\$82.50
	JMW	Exchange e-mail correspondence with G. Young re payment direction letters	0.20	\$159.00
Professional Services Rendered			10.60	\$8,546.50

For Services Rendered Through 2/28/2019

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>
2/5/2019	MLT	Analyze variance report	0.10	\$134.50
	JMW	Analyze 1/31/19 variance report	0.10	\$79.50
	WLH	Analyze cash collateral variance report	0.10	\$97.50
2/7/2019	MLT	Analyze correspondence from A. Tenzer and A. Agam re Paul Hastings' fees	0.10	No Charge
2/12/2019	WLH	Analyze correspondence re cash collateral payment to the Guilds	0.10	\$97.50
2/13/2019	MLT	Analyze variance report	0.10	\$134.50
	WLH	Analyze cash collateral variance reporting	0.10	\$97.50
2/14/2019	SMG	Analyze stipulation extending challenge period and update case deadlines re same	0.10	No Charge
	WLH	Exchange e-mail correspondence with Pachulski and A. Tenzer re further cash collateral extension	0.10	\$97.50
	WLH	Exchange e-mail correspondence with Guilds counsel re cash collateral date extension	0.10	\$97.50
	JMW	Analyze correspondence from A. Tenzer re cash collateral extension	0.10	\$79.50
2/15/2019	JMW	Analyze stipulation extending challenge deadline	0.10	\$79.50
	WLH	Analyze new Guild invoice	0.10	\$97.50
	MLT	Exchange e-mail correspondence with A. Agam re committee / lenders negotiations	0.10	\$134.50
	JMW	Analyze correspondence from B. Bowden re lender fees	0.10	No Charge
2/18/2019	MLT	Analyze BRG invoice	0.10	No Charge
2/20/2019	MLT	Analyze variance report	0.10	\$134.50
	JMW	Analyze approved variance report	0.10	\$79.50

2339 Open Road (Post-Petition)
0000 Open Road ExpensesPage 8
Bill # 17002

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Analyze weekly variance reporting	0.10	\$97.50
2/27/2019	MLT	Analyze variance report	0.10	\$134.50
	WLH	Analyze weekly variance reporting	0.10	\$97.50
	WLH	Exchange e-mail correspondence with Pachulski re further timeline for requested deadline extensions	0.10	\$97.50
	WLH	Prepare correspondence to A. Tenzer re cash collateral extension request	0.10	\$97.50
2/28/2019	WLH	Exchange e-mail correspondence with J. Dulberg (PSZJ) re extension of cash collateral deadlines	0.10	\$97.50
	JMW	Analyze correspondence from J. Dulberg re challenge period	0.10	\$79.50
Professional Services Rendered			2.50	\$2,142.50

For Services Rendered Through 2/28/2019

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>
2/1/2019	WLH	Review and revise draft City of Lies settlement agreement	1.00	\$975.00
	SMG	Revise 9019 motion to approve Bank Leumi settlement agreement	0.80	\$556.00
	MLT	Analyze preliminary claims analysis	0.40	\$538.00
	JMW	Analyze markup of City of Lies settlement	0.10	\$79.50
	JMW	Analyze FTI spreadsheet re claims status	0.20	\$159.00
	WLH	Analyze correspondence from A. Agam (FTI) re preliminary claim analysis	0.10	\$97.50
	WLH	Analyze correspondence from J. Kohanski re additional issues re Guild claims re AXL	0.10	\$97.50
	SMG	Analyze Bank Leumi settlement agreement (two versions)	0.20	\$139.00
	JMW	Telephone conference with J. Dulberg, P. Hurwitz, A. Agam, M. Ellis, W. Holt, M. Tuchin, S. Gurvitz re update on plan, committee deal, and claims reconciliation	1.10	\$874.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Exchange e-mail correspondence with A. Agam, M. Ellis, W. Holt re Guild claims	0.40	\$318.00
	JMW	Exchange e-mail correspondence with A. Agam re miscellaneous claim issues	0.10	\$79.50
	WLH	Prepare correspondence to J. Kohanski re Guild claims and related issues	0.40	\$390.00
	WLH	Exchange e-mail correspondence with Guilds counsel re remaining claims and related info requests (multiple)	0.30	\$292.50
	MLT	Telephone conference with J. Dulberg, P. Hurwitz, A. Agam, M. Ellis, W. Holt, J. Weiss, S. Gurvitz re update on plan, committee deal, and claims reconciliation	1.10	\$1,479.50
	JMW	Exchange e-mail correspondence with S. Hornung re Viacom claim	0.10	\$79.50
	WLH	Telephone conference with full group of UCC professionals re filed claims	1.10	\$1,072.50
	SMG	Call with committee re claims issues	1.10	\$764.50
2/4/2019	WLH	Further revise City of Lies settlement agreement	0.60	\$585.00
	WLH	Further revise City of Lies settlement agreement and 9019 motion based on comments from A. Agam and J. Frandlin	0.70	\$682.50
	JMW	Analyze Guild proofs of claim to prepare for Guild call	0.30	\$238.50
	WLH	Analyze correspondence re support for certain Guild claims	0.10	\$97.50
	SMG	Review revised draft of City of Lies settlement agreement	0.10	\$69.50
	SMG	Analyze correspondence from A. Agam re City of Lies settlement issues (multiple)	0.10	\$69.50
	JDY	Review and analyze draft response re City of Lies	0.10	\$82.50
	JMW	Exchange e-mail correspondence with J. Fradlin, W. Holt, A. Agam, J. Ellis re City of Lies settlement revisions	0.40	\$318.00
	JMW	Telephone conference with FTI, W. Holt re AXL Guild residuals	0.60	\$477.00
	JMW	Telephone conference with J. Kohanski, A. Ahdoot, W. Holt, FTI re Guild proof of claim	0.70	\$556.50
	WLH	Exchange e-mail correspondence with M. Houston and client group re Bank Leumi settlement	0.10	\$97.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Telephone conference with P. Hurwitz re timing for City of Lies settlement	0.10	\$97.50
	WLH	Telephone conference with Guilds' counsel re filed claims and resolution of issues and process re same	0.70	\$682.50
	JMW	Prepare correspondence to M. Houston re requested verification re City of Lies eOne payment	0.30	\$238.50
	WLH	Exchange e-mail correspondence with FTI team re issues re Guilds AXL-based claims and related matters	0.30	\$292.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re City of Lies settlement hearing	0.10	\$97.50
	WLH	Exchange e-mail correspondence with M. Bolkin re Guild claim issues (multiple)	0.20	\$195.00
	WLH	Telephone conference with FTI, M. Bolkin and J. Weiss re Guild claim issues	0.60	\$585.00
	WLH	Analyze and respond to A. Agam question re City of Lies settlement materials	0.50	\$487.50
2/5/2019	SMG	Review and revise 9019 motion re City of Lies settlement	0.70	\$486.50
	JMW	Analyze Bank Leumi letter re City of Lies proceeds and sale	0.20	\$159.00
	WLH	Analyze timing issues and additional points re finalizing Bank Leumi settlement	0.20	\$195.00
	WLH	Analyze further revisions to draft 9019 motion	0.20	\$195.00
	WLH	Analyze Bank Leumi turn of City of Lies agreement	0.40	\$390.00
	SMG	Analyze revised City of Lies settlement draft	0.10	\$69.50
	WLH	Exchange e-mail correspondence with J. Dulberg (PSZJ) re comments on draft City of Lies settlement	0.10	No Charge
	WLH	Exchange e-mail correspondence with P. Hurwitz (Dundon) re comments on draft City of Lies settlement	0.10	\$97.50
	WLH	Exchange e-mail correspondence with M. Houston re Bank Leumi settlement timing	0.10	\$97.50
	WLH	Telephone conference with Bank Leumi counsel re settlement agreement issues	0.20	\$195.00
	SMG	Call and email with I. Bambrick re City of Lies settlement	0.10	\$69.50
	JMW	Telephone conference with W. Holt, M. Houston re City of Lies settlement	0.20	\$159.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Call with W. Holt, M. Houston, and M. Sherman re City of Lies settlement	0.20	\$139.00
2/6/2019	WLH	Work on revisions to and circulate execution version of City of Lies stipulation	0.40	\$390.00
	WLH	Prepare draft stipulation and associated Approval Order re Guild claims	2.70	\$2,632.50
	SDP	Analyze claims register re Guild claims; prepare summary re same	0.40	\$170.00
	JMW	Analyze revisions to City of Lies stipulation	0.30	\$238.50
	JMW	Analyze Rawhide Down's claims	0.10	\$79.50
	JMW	Analyze draft Guilds claim stipulation	0.20	\$159.00
	WLH	Analyze and react to new turn of City of Lies agreement from M. Houston	0.20	\$195.00
	WLH	Analyze correspondence from A. Agam (FTI) re further proposed changes to City of Lies agreement	0.10	\$97.50
	WLH	Analyze and react to A. Agam comments to draft Guilds stipulation	0.20	\$195.00
	SMG	Analyze revised draft of City of Lies settlement agreement (two versions)	0.20	\$139.00
	SMG	Analyze draft stipulation re guild claims (two versions)	0.20	\$139.00
	SDP	Exchange e-mail correspondence with W. Holt and S. Gurvitz re Guild claims (multiple)	0.30	\$127.50
	WLH	Exchange e-mail correspondence with M. Houston re status re City of Lies agreement	0.10	\$97.50
	SMG	Exchange e-mail correspondence with I. Bambrick re City of Lies 9019 motion (timing issues)	0.10	\$69.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re issues re preceding individual claims via Guilds stipulation (numerous)	0.30	\$292.50
2/7/2019	WLH	Review and revise draft Guild claims stipulation	0.50	\$487.50
	SMG	Review and revise City of Lies 9019 motion	0.20	\$139.00
	JMW	Analyze draft Guild letter re AXL	0.20	\$159.00
	SMG	Analyze Rawhide Down claims and documents and exchange e-mail correspondence with A. Ribal re same	0.20	\$139.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	SMG	Exchange e-mail correspondence with A. Agam re City of Lies 9019 motion, declaration, and settlement (multiple)	0.10	\$69.50
	WLH	Exchange e-mail correspondence with A. Tenzer re pending settlement issues	0.10	\$97.50
	WLH	Exchange e-mail correspondence with J. Kohanski re Guild stipulation	0.30	\$292.50
	SMG	Exchange e-mail correspondence with I. Bambrick re City of Lies 9019 motion and settlement (multiple)	0.10	\$69.50
	SMG	Exchange e-mail correspondence with M. Houston re City of Lies settlement (multiple)	0.10	No Charge
	WLH	Attention to finalizing City of Lies settlement agreement	0.30	\$292.50
2/11/2019	JMW	Analyze R. Ortiz residual claim	0.20	\$159.00
2/12/2019	SMG	Analyze additional filed claims (ten)	0.30	\$208.50
	SDP	Exchange e-mail correspondence DRC re newly filed claims	0.10	No Charge
	JMW	Exchange e-mail correspondence with A. Tenzer re landlord claim	0.10	\$79.50
	SMG	Exchange e-mail correspondence with L. Muchnik re claims register	0.10	No Charge
2/13/2019	WLH	Exchange e-mail correspondence with S. Gurvitz re admin. claim objection template (multiple)	0.20	\$195.00
2/14/2019	JMW	Analyze Viacom administrative claim withdrawal	0.10	\$79.50
	MLT	Analyze correspondence from A. Agam and J. Weiss re Viacom claim administration; analyze notice of withdrawal of claim	0.10	\$134.50
2/15/2019	JMW	Exchange e-mail correspondence with M. Ellis re Picturehead claim, including analysis of claim required to respond	0.40	\$318.00
	JMW	Analyze correspondence from A. Agam re letters from insurers re Chef claim	0.20	\$159.00
	WLH	Analyze and respond to email from M. Ellis (FTI) re Picturehead claim issues	0.20	\$195.00
2/19/2019	SMG	Prepare objection to landlord administrative claim	2.70	\$1,876.50
	WLH	Analyze One Hundred Towers proof of claim	0.60	\$585.00
	JMW	Telephone conference, exchange e-mail correspondence with M. Houston re City of Lies payments	0.30	\$238.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
2/20/2019	WLH	Research in support of objection re landlord claim	3.80	\$3,705.00
	JMW	Exchange e-mail correspondence with A. Agam, FTI re Guild residual claims on Nut Job 2	0.40	\$318.00
2/21/2019	WLH	Further analyze options re landlord claim	0.30	\$292.50
	WLH	Prepare correspondence to Guild counsel re status of comments re draft stipulation	0.10	\$97.50
2/22/2019	JMW	Exchange e-mail correspondence with A. Agam, M. Ellis, C. Jenkins re Nut Job 2 residuals	0.20	\$159.00
	JMW	Telephone conference with L. Muchnik, R. Sherman re residuals cure issue for Nut Job 2	0.40	\$318.00
	WLH	Exchange e-mail correspondence with R. Poppiti and M. Houston re CNO re 9019 motion (multiple)	0.20	\$195.00
2/24/2019	WLH	Exchange emails with Guilds' counsel re call about claim stipulation issues	0.10	\$97.50
2/26/2019	JMW	Analyze revised AXL stipulation pursuant to Court comments	0.20	\$159.00
	JMW	Analyze entered Bank Leumi settlement order	0.10	\$79.50
	JMW	Analyze M. Sherman letter re City of Lies	0.10	\$79.50
	SDP	Analyze correspondence from M. Smith re order approving settlement with Bank Leumi	0.10	No Charge
	WLH	Exchange e-mail correspondence with M. Houston re signed 9019 order	0.10	\$97.50
	WLH	Exchange e-mail correspondence with M. Houston re Bank Leumi collection issues	0.10	\$97.50
	WLH	Telephone conference with Guild's counsel re contemplated global claims stipulation; email FTI and J. Weiss re same	0.50	\$487.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re Bank Leumi settlement Effective Date	0.10	\$97.50
	WLH	Exchange e-mail correspondence with FTI re City of Lies issues	0.10	\$97.50
2/27/2019	WLH	Telephone conference with M. Ellis (FTI) re City of Lies admin claim issues	0.20	\$195.00
	JMW	Analyze correspondence from M. Houston re implementing City of Lies settlement	0.10	\$79.50

2339 Open Road (Post-Petition)
0000 Open Road ExpensesPage 14
Bill # 17002

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
2/28/2019	JMW	Analyze PXL proof of claim and complaint versus Tang and Global Road	0.50	\$397.50
Professional Services Rendered			<u>39.20</u>	<u>\$34,240.50</u>

For Services Rendered Through 2/28/2019

In Reference To: Court Hearings

File No.: 2339-0008

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
2/21/2019	JMW	Analyze draft 2/26 hearing agenda	0.10	\$79.50
2/22/2019	JMW	Analyze potential issues re AXL stipulation for 2/26 hearing	0.40	\$318.00
	WLH	Exchange e-mail correspondence with A. McDow re AXL stipulation hearing	0.10	\$97.50
2/25/2019	JMW	Analyze amended agenda for 2/26 hearing	0.10	\$79.50
	WLH	Exchange e-mail correspondence with R. Poppiti (YCST) re AXL stipulation for hearing (multiple)	0.20	\$195.00
2/26/2019	JMW	Prepare for omnibus hearing	0.60	\$477.00
	WLH	Prepare correspondence to client group re outcome of AXL hearing	0.10	\$97.50
	WLH	Telephone conference with R. Poppiti re opitons re AXL stipulation post-hearing	0.20	\$195.00
	JMW	Attend omnibus hearing telephonically	0.50	\$397.50
	WLH	Prepare for and attend hearing re AXL stipulation	0.70	\$682.50
Professional Services Rendered			<u>3.00</u>	<u>\$2,619.00</u>

For Services Rendered Through 2/28/2019

In Reference To: Professional Retention/Fee Issues

File No.: 2339-0009

Professional Services

2339 Open Road (Post-Petition)
0000 Open Road ExpensesPage 15
Bill # 17002

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
2/7/2019	MLT	Analyze Young Conaway's Fifth Monthly Fee Application	0.10	\$134.50
2/14/2019	SMG	Review and revise draft order approving interim fee application and exchange e-mail correspondence with M. Smith re same	0.20	\$139.00
	MLT	Analyze Pachulski, Stang's Fourth Monthly Fee Application	0.20	\$269.00
2/15/2019	JMW	Analyze January FTI staffing report	0.10	\$79.50
2/16/2019	MLT	Analyze FTI's monthly staffing report	0.30	\$403.50
2/19/2019	MLT	Analyze Donlin's January 2019 Fee Application	0.10	No Charge
	JMW	Analyze Donlin January fee application	0.10	\$79.50
2/26/2019	MLT	Analyze Dundon's November / December 2018 Fee Application	0.20	\$269.00
	JMW	Analyze Dundon fee application	0.10	No Charge
	JMW	Analyze entered omnibus fee order	0.10	\$79.50
Professional Services Rendered			<u>1.50</u>	<u>\$1,453.50</u>

For Services Rendered Through 2/28/2019

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>
2/4/2019	JMW	Revise January invoice	0.80	No Charge
2/8/2019	SDP	Draft monthly fee application and exhibits	0.40	\$170.00
2/11/2019	JMW	Revise KTBS January fee application	0.70	\$556.50
	SMG	Prepare KTBS January fee application and notice	1.40	\$973.00
2/12/2019	SMG	Prepare KTBS January fee application	0.20	\$139.00
2/14/2019	JMW	Analyze proposed order re first interim fees	0.10	\$79.50
2/26/2019	SDP	Analyze correspondence from M. Smith re order approving interim fee applications	0.10	\$42.50
Professional Services Rendered			<u>3.70</u>	<u>\$1,960.50</u>

2339 Open Road (Post-Petition)
0000 Open Road ExpensesPage 16
Bill # 17002

For Services Rendered Through 2/28/2019

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>
2/25/2019	JMW	Revise monthly budget	0.10	\$79.50
	SMG	Prepare monthly budget and staffing report	0.60	\$417.00
	SMG	Exchange e-mail correspondence with A. Agam re monthly budget and staffing report	0.10	\$69.50
2/27/2019	SDP	Analyze correspondence from J. Weiss re February budget	0.10	No Charge
	SDP	Analyze correspondence from A. Agam re February budget	0.10	No Charge
Professional Services Rendered			<u>1.00</u>	<u>\$566.00</u>

For Services Rendered Through 2/28/2019

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>
2/1/2019	MLT	Analyze monthly operating report	0.20	\$269.00
	JMW	Analyze monthly operating report for December	0.20	\$159.00
2/25/2019	JMW	Analyze January MOR	0.20	\$159.00
2/26/2019	MLT	Analyze Monthly Operating Report	0.10	\$134.50
Professional Services Rendered			<u>0.70</u>	<u>\$721.50</u>

For Services Rendered Through 2/28/2019

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>
2/12/2019	WLH	Analyze correspondence re timing and related issues re 2.9 adversary litigation	0.10	\$97.50
	JMW	Exchange e-mail correspondence with A. Agam re 2.9 Films discovery	0.10	\$79.50
	RJP	Analyze email correspondence from J. Weiss and A. Agam re settlement negotiations in connection with 2.9 Films adversary proceeding	0.20	\$215.00
2/18/2019	WLH	Analyze correspondence from A. Agam (FTI) re 2.9 litigation issues	0.10	\$97.50
	JMW	Exchange e-mail correspondence with A. Agam re 2.9 Productions discovery	0.10	\$79.50
	RJP	Review email correspondence from J. Weiss and A. Agam re 2.9 Films A/P and settlement/discovery strategy re same	0.10	\$107.50
2/19/2019	RJP	Review email correspondence from A. Agam, J. Weiss, and B. Davidoff re 2.9 Films A/P and discovery/settlement negotiations in connection with same	0.30	\$322.50
	WLH	Analyze correspondence re discovery issues re 2.9 litigation	0.10	\$97.50
	JMW	Exchange e-mail correspondence with A. Agam, B. Davidoff re 2.9 adversary discovery	0.30	\$238.50
2/20/2019	RJP	Review email correspondence from A. Agam re 2.9 Films A/P	0.10	\$107.50
2/21/2019	JMW	Telephone conference with J. Dulberg, P. Hurwitz re 2.9 Productions adversary	0.30	\$238.50
2/22/2019	SMG	Prepare removal extension motion	0.70	\$486.50
2/24/2019	RJP	Exchange email correspondence with J. Weiss re 2.9 Films discovery	0.10	No Charge
2/25/2019	SMG	Prepare motion to extend removal period	1.30	\$903.50
	JMW	Analyze 2.9 Films written discovery requests	0.80	\$636.00

2339 Open Road (Post-Petition)
0000 Open Road ExpensesPage 18
Bill # 17002

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	JMW	Confer with R. Pfister re 2.9 Films discovery responses	0.30	\$238.50
	RJP	Telephone conference with J. Weiss re responses to interrogatories, RFPs, and RFAs propounded by 2.9 Films	0.30	\$322.50
2/26/2019	RJP	Draft objections and responses to 2.9 Films discovery	0.70	\$752.50
2/27/2019	JMW	Revise removal extension motion	0.80	\$636.00
	RJP	Draft objections and responses to 2.9 Films' interrogatories, RFAs, and RFPs	0.90	\$967.50
	SMG	Finalize motion to extend removal period	0.20	\$139.00
	SMG	Exchange e-mail correspondence with I. Bambrick re motion to extend removal period	0.10	\$69.50
2/28/2019	JMW	Revise consolidated discovery responses re 2.9 Films adversary	0.70	\$556.50
	RJP	Revise objections and responses to 2.9 Films' interrogatories, RFAs	2.90	\$3,117.50
	MLT	Analyze Motion to Extend Removal Deadline	0.10	\$134.50
	JMW	Analyze removal motion as-filed	0.10	\$79.50
	JMW	Telephone conference with A. Agam re discovery responses	0.10	\$79.50
Professional Services Rendered			11.90	\$10,800.00

For Services Rendered Through 2/28/2019

In Reference To: Executory Contracts/Unexpired Leases

File No.: 2339-0017

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
2/1/2019	WLH	Prepare correspondence to A. Tenzer re status of signature page for AXL stipulation	0.10	\$97.50
	WLH	Exchange e-mail correspondence with S. Mick re Guild issues re AXL	0.10	\$97.50
2/4/2019	WLH	Exchange e-mail correspondence with S. Mick re AXL stipulation status	0.10	\$97.50

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Prepare correspondence to J. Kohanski re draft AXL stipulation and follow-up re same	0.10	\$97.50
	WLH	Exchange e-mail correspondence re follow-up group call re Guild contents re AXL	0.10	\$97.50
2/5/2019	WLH	Telephone conference with A. Agam (FTI) re AXL stipulation issues	0.20	\$195.00
	WLH	Telephone conference with A. McDow, J. Kohanski and A. Agam re resolution of Guild rights vs. AXL	0.40	\$390.00
2/6/2019	JMW	Analyze correspondence from A. Agam re Vubiquity contracts	0.10	\$79.50
2/8/2019	WLH	Review and revise draft AXL stipulation approval order; send same to Guilds' counsel	0.20	\$195.00
	WLH	Work on revising and advancing AXL rejection stipulation and related order, including numerous emails with A. Agam (FTI), A. Tenzer, Pachulski and A. McDow	1.20	\$1,170.00
	WLH	Analyze correspondence from A. McDow re asserted Guilds residual numbers	0.10	\$97.50
2/11/2019	WLH	Analyze correspondence from A. McDow re status of Guilds issues	0.10	\$97.50
	SMG	Exchange e-mail correspondence with A. Agam re final schedule of assumed agreements	0.10	No Charge
2/12/2019	WLH	Review and revise draft AXL rejection order and circulate mark-up of same	0.20	\$195.00
	WLH	Analyze correspondence from J. Dulberg (PSZJ) re Committee comments re Guild insert for AXL stipulation	0.10	\$97.50
	WLH	Telephone conference with Committee and Guilds counsel re AXL rejection order language	0.30	\$292.50
	WLH	Exchange e-mail correspondence with A. McDow re AXL stipulation	0.10	\$97.50
	WLH	Exchange e-mail correspondence with J. Kohanski re AXL stipulation issues and call re same (multiple)	0.20	\$195.00
2/13/2019	WLH	Review and revise draft AXL stipulation to include paragraph re Guilds issues; circulate same	0.30	\$292.50
	WLH	Telephone conference with J. Kohanski and A. McDow re Guild issues re AXL stipulation	0.40	\$390.00

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
	WLH	Exchange e-mail correspondence with J. Kohanski re final approval process re AXL stipulation additions	0.10	\$97.50
2/14/2019	WLH	Exchange e-mail correspondence with Guilds, UCC, lender, and Lakeshore counsel re finalizing AXL stipulation (numerous)	0.30	\$292.50
2/15/2019	WLH	Prepare execution version of AXL stipulation; related emails	0.20	\$195.00
	WLH	Prepare correspondence to A. Tenzer re AXL stipulation execution	0.10	\$97.50
	WLH	Exchange e-mail correspondence with A. Agam (FTI) re priority of execution of AXL stipulation	0.10	\$97.50
2/18/2019	WLH	Attention to finalizing AXL rejection stip; numerous related emails	0.30	\$292.50
	WLH	Exchange emails with S. Mick and A. McDow re AXL stip signature page	0.10	\$97.50
2/19/2019	JMW	Analyze certification of counsel re AXL rejection	0.10	\$79.50
	WLH	Exchange e-mail correspondence with A. Tenzer and S. Mick re release of signature pages	0.10	\$97.50
	WLH	Circulate as-filed AXL CoC	0.10	\$97.50
2/22/2019	WLH	Exchange e-mail correspondence re questions from Court re AXL stipulation (multiple)	0.20	\$195.00
	WLH	Exchange e-mail correspondence with FTI re AXL stipulation	0.10	\$97.50
2/25/2019	WLH	Telephone conference with A. McDow re AXL stipulation	0.30	\$292.50
2/26/2019	WLH	Review and revise draft AXL stipulation based on hearing comments	0.20	\$195.00
	WLH	Telephone conference with S. Mick and A. McDow re alternative approaches to AXL stipulation	0.60	\$585.00
	WLH	Telephone conference with R. Poppiti (YCST) re revised AXL stipulation; circulate same to Lakeshore's counsel	0.40	\$390.00
	WLH	Exchange e-mail correspondence with Committee and lender counsel re revised AXL stipulation (multiple)	0.20	\$195.00
	JMW	Exchange e-mail correspondence with L. Muchnik, FTI re Guild cure issues	0.20	\$159.00
	WLH	Exchange e-mail correspondence with FTI re transfer of AXL domain names	0.10	\$97.50

2339 Open Road (Post-Petition)
0000 Open Road ExpensesPage 21
Bill # 17002

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
2/27/2019	WLH	Exchange e-mail correspondence with A. Tenzer re revisions to AXL stipulation	0.10	\$97.50
	WLH	Attention to finalizing new AXL stipulation including several related emails	0.40	\$390.00
2/28/2019	WLH	Prepare near-final AXL stipulation; circulate same	0.40	\$390.00
	WLH	Exchange e-mail correspondence with lender and Raven counsel re AXL stipulation signoff	0.10	\$97.50
	WLH	Prepare correspondence to YCST re AXL materials re CoC	0.10	No Charge
	WLH	Exchange e-mail correspondence with S. Mick re follow-up about collections issues	0.10	\$97.50
Professional Services Rendered			9.50	\$8,995.50

For Services Rendered Through 2/28/2019

In Reference To: Plan/Disclosure Statement

File No.: 2339-0018

Professional Services

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
2/1/2019	SMG	Revise disclosure statement	3.10	\$2,154.50
2/5/2019	JMW	Revise draft chapter 11 plan	6.40	\$5,088.00
2/14/2019	JMW	Continue to revise chapter 11 plan	1.10	\$874.50
2/15/2019	WLH	Analyze correspondence from A. Agam (FTI) re status of Committee/lender negotiations	0.10	\$97.50
2/21/2019	JMW	Revise chapter 11 plan	2.20	\$1,749.00
2/22/2019	JMW	Revise chapter 11 plan of liquidation	4.60	\$3,657.00
	WLH	Analyze further revised draft plan	0.30	\$292.50
2/25/2019	JMW	Revise disclosure statement	0.80	\$636.00
2/26/2019	JMW	Revise chapter 11 disclosure statement	7.70	\$6,121.50
	SMG	Prepare motion to approve disclosure statement	0.60	\$417.00
	SMG	Review revised disclosure statement	0.30	\$208.50

2339 Open Road (Post-Petition)
0000 Open Road ExpensesPage 22
Bill # 17002

<u>Date</u>	<u>Init</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
2/27/2019	MLT	Work on plan and disclosure statement	2.40	\$3,228.00
	SMG	Prepare motion to approve disclosure statement	6.20	\$4,309.00
	SMG	Prepare proposed order approving disclosure statement	1.30	\$903.50
	JMW	Analyze proposed revisions to chapter 11 plan	1.30	\$1,033.50
	SMG	Review revised plan	0.30	\$208.50
2/28/2019	SMG	Prepare proposed order approving disclosure statement	1.80	\$1,251.00
	SMG	Prepare confirmation hearing notice	0.90	\$625.50
	SMG	Prepare ballots	1.10	\$764.50
	SMG	Prepare notice of non-voting status	1.10	\$764.50
Professional Services Rendered			43.60	\$34,384.00

For Services Rendered Through 2/28/2019

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>
2/7/2019	JMW	Analyze correspondence from A. Agam re Sleepless Nights tax issues	0.10	\$79.50
2/8/2019	JMW	Analyze background documents re A. Agam inquiry re Sleepless Nights	0.30	\$238.50
	JMW	Prepare correspondence to A. Agam re Sleepless Nights tax inquiry	0.20	\$159.00
2/11/2019	WLH	Exchange e-mail correspondence with A. Agam (FTI) re residual taxes (multiple)	0.20	\$195.00
Professional Services Rendered			0.80	\$672.00

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
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2339 Open Road (Post-Petition)
0000 Open Road ExpensesPage 23
Bill # 17002

Pearson, Shanda D.	0.40	0.00	No Charge
Pearson, Shanda D.	2.00	425.00	\$850.00
Gurvitz, Sasha M	0.40	0.00	No Charge
Gurvitz, Sasha M	30.10	695.00	\$20,919.50
Holt, Whitman L.	0.30	0.00	No Charge
Holt, Whitman L.	36.70	975.00	\$35,782.50
Pfister, Robert J.	0.10	0.00	No Charge
Pfister, Robert J.	5.50	1075.00	\$5,912.50
Smith, Robert J.	1.70	710.00	\$1,207.00
Tuchin, Michael L.	0.30	0.00	No Charge
Tuchin, Michael L.	5.80	1345.00	\$7,801.00
Weiss, Jonathan M.	1.00	0.00	No Charge
Weiss, Jonathan M.	48.60	795.00	\$38,637.00
Yi, Justin D.	0.20	0.00	No Charge
Yi, Justin D.	1.60	825.00	\$1,320.00
	<u>134.70</u>		<u>\$112,429.50</u>

Total fees and expenses incurred

\$112,768.22