

**TIME AND EXPENSE RECORDS**

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580194

022552 Unsecured Creditors' Committee of Conexant Systems, Inc.  
0001 Case Administration

**Account Summary And Remittance Form**

Legal Services:	\$638.00
Disbursements and Other Charges:	\$4,489.06
<b>Total Amount Due:</b>	<b><u>\$5,127.06</u></b>

**Terms: Payment Due On or Before June 30, 2013**

**Please Return This Page With Your Payment**

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #: 021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy CourtMay 31, 2013  
Invoice No. 2580194Client 022552  
Matter 0001 Case Administration

Attorney: 01118

Page 1

**Legal Services Rendered**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Tkpr</u></b>	<b><u>Hours</u></b>
04/03/13	Update critical dates chart to reflect new objection deadlines.	CLT	0.40
04/05/13	Update contact list to reflect new information for two committee members.	CLT	0.40
04/08/13	Review agenda for April 10 hearing and update critical dates chart.	CLT	0.40
04/19/13	Confer with W. Weitz following hearing regarding case matters going forward.	GRS	0.40

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
 Client 022552  
 Matter 0001  
 May 31, 2013  
 Page 2

---

Total Services for this Matter: 638.00

**Other Charges:****Amount**

Duplication	\$106.40
Telephone	177.78
Courier	31.19
Long Distance Travel	461.00
Cab Service	646.01
Meals	221.38
Binding	4.00
Lexis Research	2,841.30

Total Other Charges for this Matter: 4,489.06

Total this Invoice \$5,127.06

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Client 022552  
Matter 0001  
May 31, 2013  
Page 3

---

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Saydah, Jr., Gilbert R	GRS	0.40	\$224.00
Thompson, Catherine	CLT	1.20	414.00

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME:KELLEY DRYE & WARREN LLP  
ACCOUNT #:135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580195

022552 Unsecured Creditors' Committee of Conexant Systems, Inc.  
0002 Retention Matters (Applications & Objections)

**Account Summary And Remittance Form**

Legal Services:	\$8,726.50
Disbursements and Other Charges:	\$0.00

**Total Amount Due:** **\$8,726.50**

**Terms: Payment Due On or Before June 30, 2013**

**Please Return This Page With Your Payment**

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #: 021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy CourtMay 31, 2013  
Invoice No. 2580195Client 022552  
Matter 0002 Retention Matters (Applications & Objections)

Attorney: 01118

Page 1

**Legal Services Rendered**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Tkpr</u></b>	<b><u>Hours</u></b>
04/01/13	Revise the KDW retention application and Carr declaration in support thereof and finalize for signature (3.2); begin review of Gavin Solmonese retention application and declaration in support (.9).	CLT	4.10
04/01/13	Review and revise the latest draft of the Carr Declaration for the additional disclosures.	JSC	0.80
04/02/13	Revise the GS retention application.	CLT	0.80
04/03/13	Arrange for the filing of the KDW retention application.	CLT	0.40
04/05/13	Finalize the GS retention application for the committee chair's signature.	CLT	0.40
04/09/13	Emails with J. Pack and C. Greco, debtors' counsel, regarding the A&M retention and additional information needed (.4); review motion and order and approve BMC retention order (.9); review and revise A&M retention order (1.6); review scope of review under section 330 and 328 (1.2).	GRS	4.10
04/10/13	Additional research regarding review of financial advisor fees and expenses under section 330 of the bankruptcy code (2.4); review Klehr retention motion and approve form of order (.8); review ordinary course professionals retention motion and revise order (1.1); emails to and from J. Pack and C. Greco regarding A&M retention order (.4)	GRS	4.70

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.

Client 022552

Matter 0002

May 31, 2013

Page 2

---

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
04/16/13	Emails to and from C. Greco of K&E regarding retention of A&M and standard for review of their fees (.3); review prior A&M orders providing for enhanced review by US Trustee (.6).	GRS	0.90
04/18/13	Research regarding allowing US Trustee to review fees and expenses of financial advisor under section 330 and different standard for Committee (.6); email J. Sussberg of K&E regarding A&M retention order (.5); further revise retention order (.2).	GRS	1.30
Total Services for this Matter:			8,726.50
Total this Invoice			\$8,726.50

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.

Client 022552

Matter 0002

May 31, 2013

Page 3

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Carr, James S	JSC	0.80	\$600.00
Saydah, Jr., Gilbert R	GRS	11.00	6,160.00
Thompson, Catherine	CLT	5.70	1,966.50

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME:KELLEY DRYE & WARREN LLP  
ACCOUNT #:135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580196

022552 Unsecured Creditors' Committee of Conexant Systems, Inc.  
0004 Financing and Cash Collateral

**Account Summary And Remittance Form**

Legal Services:	\$7,417.00
Disbursements and Other Charges:	\$0.00

**Total Amount Due:** **\$7,417.00**

**Terms: Payment Due On or Before June 30, 2013**

**Please Return This Page With Your Payment**

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #: 021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy CourtMay 31, 2013  
Invoice No. 2580196Client 022552  
Matter 0004 Financing and Cash Collateral

Attorney: 01118

Page 1

**Legal Services Rendered**

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
04/04/13	Draft objection insert regarding Bankruptcy Code section 506(c).	CB	2.40
04/16/13	Work on structuring a potential resolution of the DIP financing order in case global settlement fails in light of open landlord issues and insert the points into the committee's objection in case the DIP financing order cannot be resolved consensually.	CAW	3.60
04/17/13	Revise the committee's objection in light of C. Wolfe's comments and the final DIP financing order (2.3); confer with C. Wolfe (KDW) regarding issues with the DIP order (.6).	GRS	2.90
04/17/13	Update comments to DIP order (.3); confer with G. Saydah (KDW) regarding same (.6); review and comment on next draft of DIP order (.5).	CAW	1.40
04/18/13	Review and revise the committee's final comments to the final DIP financing order.	JSC	0.90
04/18/13	Review and revise proposed final DIP financing order in light of J. Carr's comments (.8); call with M. Lahaie (Akin) regarding same (.3).	GRS	1.10
Total Services for this Matter:			7,417.00
Total this Invoice			\$7,417.00

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Client 022552  
Matter 0004  
May 31, 2013  
Page 2

---

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Carr, James S	JSC	0.90	\$675.00
Wolfe, Craig	CAW	5.00	3,350.00
Saydah, Jr., Gilbert R	GRS	4.00	2,240.00
Boyle, Casey	CB	2.40	1,152.00

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #: 021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580197

022552 Unsecured Creditors' Committee of Conexant Systems, Inc.  
0006 Executory Contracts and Leases

**Account Summary And Remittance Form**

Legal Services:	\$40,154.00
Disbursements and Other Charges:	\$0.00

**Total Amount Due: \$40,154.00**

**Terms: Payment Due On or Before June 30, 2013**

**Please Return This Page With Your Payment**

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #: 021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580197

Client 022552  
Matter 0006 Executory Contracts and Leases

Attorney: 01118

Page 1

**Legal Services Rendered**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Tkpr</u></b>	<b><u>Hours</u></b>
04/04/13	Conduct initial analysis of the issues raised by the objecting landlords and analyze impact on a potential committee settlement and confirmation.	CAW	3.20
04/05/13	Call to PRES and its counsel regarding settlement offer on lease rejection motion and adjourning hearing (.8); call to J. Frank, counsel for ELPF Scranton, regarding settlement offer on lease rejection motion and adjourning hearing (.6); call with counsel for CCH, subtenant of PRES, regarding objection and a possible consensual resolution with landlord (.5).	GRS	1.90
04/05/13	Follow-up issues related to the objecting landlords,	CAW	2.80
04/08/13	Call with C. Wolfe (KDW), Akin Gump and K&E regarding resolving the landlord objections.	GRS	0.50
04/08/13	Prepare for (.7) and participate, along with G. Saydah (KDW) in a call with the counsel to the debtors and Soros on the landlord settlement (.5); follow-up issues related to same (.6).	CAW	1.80
04/09/13	Provide comments to landlord settlement structure (.8); analyze impact of sub-tenant issues on global settlement (1.3).	CAW	2.10

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Client 022552  
Matter 0006  
May 31, 2013  
Page 2

---

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
04/10/13	Call with counsel to the debtor and the secured noteholders regarding landlord objections and negotiations with landlords (.6); call with J. Frank regarding ELPF settlement offer (.8); draft framework for a proposed settlement with both landlords (2.7).	GRS	4.10
04/10/13	Review status of the landlord settlement effort and provide comments on the proposed structure and amounts.	CAW	1.70
04/11/13	Review counteroffer of PRES and analyze impact	CAW	1.20
04/12/13	Review draft of motion to approve entry into new lease for headquarters space (1.7); calls with J. Sussberg of K&E regarding PRES counteroffer (.3); emails with PRES regarding counteroffer (.2); call with C. Hurst, PRES' counsel, regarding counter to current PRES offer and litigation issues (.6); call with M. Minuti regarding PRES claims and litigation issues (.4); emails with K&E regarding sub-rent (.2); call with J. Kleinman, ELPF's counsel, regarding terms of proposed ELPF settlement (.8); emails J. Sussberg regarding status of negotiations with PRES (.4).	GRS	4.20
04/12/13	Brief review of the proposed lease for the new headquarters and analyze impact on committee and landlord issues in the context of a global settlement and if plan cannot be confirmed (1.2); prepare comments on same to G. Saydah (KDW) for follow-up with the debtors and secured noteholders (.4); review and provide comments on the updated landlord lease settlement negotiations and related materials (.8).	CAW	2.40
04/13/13	Email J. Sussberg of K&E regarding	GRS	0.80

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
 Client 022552  
 Matter 0006  
 May 31, 2013  
 Page 3

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
04/14/13	(.6); call with J. Frank regarding components of proposed ELPF settlement (.2) Numerous emails to and from J. Sussberg of K&E regarding resolving landlord lease rejection objections (.8); call with J. Frank, ELPF's counsel, regarding proposed settlement terms (.3).	GRS	1.10
04/15/13	Review and revise proposed settlement terms with PRES.	JSC	0.70
04/15/13	Call with J. Kleinman regarding proposed terms of settlement with ELPF (1.1); call with M. Minuti, C. Hurst and D. Bonaparte, all of PRES, regarding proposed terms of settlement with PRES (1.0); revise terms of proposed settlement with ELPF (1.8); revise terms of proposed settlement with PRES and provide to J. Carr for his review (2.2); numerous emails to and from J. Sussberg of K&E regarding proposed landlord settlement (.9); draft summary of current landlord settlement terms for Conexant and Soros (1.4); call with W. Weitz (GS) regarding landlord settlement issues (.2)	GRS	8.60
04/16/13	Several long telephone calls with counsel to PRES, regarding attempting to resolve PRES' objection to the debtors' rejection motion (1.6); review and revise proposed settlement terms with PRES (.8); several long telephone calls with counsel to ELPF attempting to resolve ELPF's objection to the debtors' rejection motion (1.1); review and revise proposed settlement terms with ELPF (.6).	JSC	4.10
04/16/13	Review transcript of hearing in Delaware regarding 365(h) issues from K&E (.7); revise settlement with PRES (2.4); revise settlement with ELPF (2.8).	GRS	5.90

## KELLEY DRYE &amp; WARREN LLP

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Client 022552  
Matter 0006  
May 31, 2013  
Page 4

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
04/16/13	Analyze status of landlord settlements and their updated impact on the plan settlement and distributions to creditors, providing comments to G. Saydah (KDW) for continued settlement discussions with landlords.	CAW	1.20
04/17/13	Call with J. Kleinman, counsel for ELPF, regarding proposed settlement of objection to motion to reject leases and outline of terms (.4); follow-up call with J. Kleinman regarding his revisions (.3); draft revised terms of proposed settlement with ELPF (.6); revise further terms of ELPF settlement (.5); call with M. Minuti, counsel for PRES, regarding proposed settlement of objection to motion reject leases (.3); draft revised outline of settlement terms with PRES (.7); email M. Minuti regarding his comments on outline of terms (.3); call with D. Bonaparte of PRES regarding CCH sub-tenant objection (.3); call with counsel for CCH regarding proposed resolution of objection (.4); conference call with PRES and CCH and their counsel regarding objection, proposed resolution and timing of the payment (.4); email K&E regarding settlement of CCH objection (.2); emails to counsel to the debtors and secured noteholders regarding terms of settlements with ELPF and PRES and confirming their agreement (.2).	GRS	4.60
04/17/13	Review updated settlement terms with landlords and provide comments to G. Saydah (KDW) on issues related to finalization of same.	CAW	0.90
04/18/13	Finalize settlement with counsel for PRES (1.7); finalize settlement with counsel for ELPF (1.4); draft and revise proposed language to resolve objection of CCH subtenant of	GRS	4.30

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
 Client 022552  
 Matter 0006  
 May 31, 2013  
 Page 5

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
04/18/13	PRES (1.2); Emails to and from J. Kleinman, counsel to ELPF, regarding the terms of the agreement between the estate and ELPF.	JSC	0.40
04/23/13	Begin drafting agreed order resolving objections to Conexant motion to reject leases to reflect settlement between Committee, objecting landlords, Debtors and the secured noteholders.	GRS	1.70
04/24/13	Brief review of the proposed order resolving the landlords' objections to the debtors' rejection motions (1.1); discuss my conceptual comments with G. Saydah (KDW) (.2).	JSC	1.30
04/24/13	Continue drafting agreed order resolving lease rejection motion (2.2); confer with J. Carr (KDW) to discuss his conceptual comments (.2).	GRS	2.40
04/26/13	Numerous emails to and from C. Hurst, M. Minuti, counsel for PRES, and K. Schneider, counsel for CCH, regarding order resolving lease rejection motion (.4); revise draft agreed order (.4).	GRS	0.80
04/30/13	Emails with M. Minuti, K. Schneider, J. Pack, J. Kleinman, L. Zahradka and D. Bonaparte regarding comments to the agreed landlord order (.6); revise order based on their comments (.8).	GRS	1.40
Total Services for this Matter:			40,154.00
Total this Invoice			\$40,154.00

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Client 022552  
Matter 0006  
May 31, 2013  
Page 6

---

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Carr, James S	JSC	6.50	\$4,875.00
Wolfe, Craig	CAW	17.30	11,591.00
Saydah, Jr., Gilbert R	GRS	42.30	23,688.00

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #: 021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580198

022552 Unsecured Creditors' Committee of Conexant Systems, Inc.  
0007 Avoidance Actions

**Account Summary And Remittance Form**

Legal Services:	\$1,809.00
Disbursements and Other Charges:	\$0.00

**Total Amount Due: \$1,809.00**

**Terms: Payment Due On or Before June 30, 2013**

**Please Return This Page With Your Payment**

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy CourtMay 31, 2013  
Invoice No. 2580198Client 022552  
Matter 0007 Avoidance Actions

Attorney: 01118

Page 1

**Legal Services Rendered**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Tkpr</u></b>	<b><u>Hours</u></b>
04/05/13	Conduct follow-up and final due diligence on bondholder claim and challenge period issues.	CAW	2.70
Total Services for this Matter:			1,809.00
Total this Invoice			\$1,809.00

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.

Client 022552

Matter 0007

May 31, 2013

Page 2

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Wolfe, Craig	CAW	2.70	\$1,809.00

**PAYMENT BY CHECK:**KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800**PAYMENT BY WIRE:**JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580199

022552 Unsecured Creditors' Committee of Conexant Systems, Inc.  
0008 Claims Administration

**Account Summary And Remittance Form**

Legal Services:	\$448.00
Disbursements and Other Charges:	\$0.00

**Total Amount Due: \$448.00**

**Terms: Payment Due On or Before June 30, 2013**

**Please Return This Page With Your Payment**

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy CourtMay 31, 2013  
Invoice No. 2580199Client 022552  
Matter 0008 Claims Administration

Attorney: 01118

Page 1

**Legal Services Rendered**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Tkpr</u></b>	<b><u>Hours</u></b>
04/09/13	Review bar date motion and revise order.	GRS	0.80
	Total Services for this Matter:		448.00
	Total this Invoice		\$448.00

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.  
Client 022552  
Matter 0008  
May 31, 2013  
Page 2

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Saydah, Jr., Gilbert R	GRS	0.80	\$448.00

PAYMENT BY CHECK:KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800PAYMENT BY WIRE:JP MORGAN CHASE, N.A.  
ABA #: 021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580200

022552 Unsecured Creditors' Committee of Conexant Systems, Inc.  
0009 Disclosure Statement and Plan of Reorganization

**Account Summary And Remittance Form**

Legal Services:	\$88,857.50
Disbursements and Other Charges:	\$0.00

**Total Amount Due:** **\$88,857.50**

**Terms: Payment Due On or Before June 30, 2013**

**Please Return This Page With Your Payment**

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy CourtMay 31, 2013  
Invoice No. 2580200Client 022552  
Matter 0009 Disclosure Statement and Plan of Reorganization

Attorney: 01118

Page 1

**Legal Services Rendered**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Tkpr</u></b>	<b><u>Hours</u></b>
04/01/13	Continue research into NOL issues, covering various new angels based on discussion with C. Wolfe (5.9); outline results (1.9).	BB	7.80
04/01/13	Telephone call with M. Stamer of Akin, secured noteholders counsel, discussing general terms to fund distributions to unsecured creditors.	JSC	0.80
04/01/13	Continue reviewing cases regarding security interests in NOLs and attachment/perfection issues and distinction between carry-forward and carry-back treatment (3.4); continue drafting omnibus committee objection to plan, RSA and disclosure statement (6.2).	GRS	9.60
04/01/13	Review research in progress on the NOL issues implicated in the plan and in context of the Committee objecting to the disclosure statements (1.4); conduct follow-up research on sub issues related to same (2.6); review and comment on objection in progress (1.3); conduct additional follow-up research on NOLs (.9); review and make additional comments on the plan (1.5).	CAW	7.70
04/02/13	Continue review of case law on NOL issues (1.2); revise the outline of same (1.4).	BB	2.60
04/02/13	Continue drafting omnibus committee objection to RSA, disclosure statement and the plan (8.8); call with R.	GRS	9.40

## KELLEY DRYE &amp; WARREN LLP

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Client 022552  
Matter 0009  
May 31, 2013  
Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
04/03/13	Eisenbach, counsel for August Capital, regarding RSA and participation of his client in RSA drafting process and issues with releases (.3); call with C. Dickerson, counsel for Golden Gate Capital regarding same (.3). Meeting with C. Wolfe (KDW) and W. Weitz (GS) and Kirkland (Conexant), A&M (Conexant), Akin Gump (secured noteholders), and Blackstone (financial advisor to the secured noteholders) regarding settlement offer by Committee and Soros counteroffer (1.5); confer with C. Wolfe and W. Weitz regarding the meeting, settlement offer and a committee counter-offer (1.3); strategy session with W. Weitz regarding objection and valuation issues (1.2); complete draft of omnibus committee objection to RSA, disclosure statement and plan (6.3).	GRS	10.30
04/03/13	Numerous calls with J. Sussberg, debtors' counsel, and M. Stamer, counsel to the secured noteholders, regarding the economic terms of the plan and potential funds for distribution to unsecured creditors.	JSC	1.30
04/03/13	Attend an in-person meeting, along with G. Saydah (KDW) and W. Weitz (GS), with debtors' counsel and other key constituents to discuss the secured party's counteroffer and the committee's analysis of the NOL issue (1.5); participate in a follow-up meeting with G. Saydah (KDW) and W. Weitz (GS) on strategy and next steps (1.3); review materials on valuation in the context of the proposed plan (1.2); review and revise updated draft omnibus/disclosure statement objection (2.3).	CAW	6.30
04/04/13	Draft section on NOLs as part of the committee's omnibus	BB	4.20

## KELLEY DRYE &amp; WARREN LLP

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Client 022552  
Matter 0009  
May 31, 2013  
Page 3

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
	objection to the debtors' financing motion and disclosure statement.		
04/04/13	Revise Committee omnibus objection to RSA, disclosure statement by incorporating C. Wolfe's comments and B. Blaustein's draft on NOLs.	GRS	13.40
04/04/13	Call with J. Sussberg, debtors' counsel, regarding the available funds for distribution to unsecured creditors and the committee's offer (.6); two calls with M. Stamer, counsel to the secured noteholders, regarding same (.8).	JSC	1.40
04/04/13	Continue working on the omnibus/disclosure statement objection and provide comments to G. Saydah (KDW) (2.9); review updated draft of objection and provide comments and inserts (3.2).	CAW	6.10
04/05/13	Telephone call with M. Stamer, counsel to the secured noteholders, regarding funding the distributions to unsecured creditors.	JSC	0.60
04/08/13	Brief review of the plan comments provided by counsel to STAT's.	JSC	0.40
04/08/13	Review schedules and SOFAs for issues related to the proposed release of avoidance actions.	CAW	2.40
04/10/13	Review plan and disclosure statement to outline changes that would be required in light of a global settlement and a landlord settlement.	CAW	1.60
04/11/13	Review debtors changes to the disclosure statement and plan and provide comments to G. Saydah (KDW) for incorporation in consolidated mark-up.	CAW	1.40
04/11/13	Begin reviewing revised disclosure statement.	GRS	3.70
04/14/13	Emails to and from J. Sussberg, counsel for the debtors,	JSC	0.80

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
 Client 022552  
 Matter 0009  
 May 31, 2013  
 Page 4

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
04/15/13	regarding the plans of the term and potential deal with respect to the treatment of the landlord claims. Telephone call with J. Sussberg, debtors' counsel, attempting to finalize the amount of funds that will be available for distribution to unsecured creditors.	JSC	0.40
04/15/13	Revise objection to approval of disclosure statement.	GRS	3.20
04/16/13	Several telephone calls with M. Stamer, counsel to the secured noteholders, regarding attempting to reach a deal on the amount the secured noteholder should fund for distributions to unsecured creditors (1.1); several telephone calls with J. Sussberg, debtors' counsel, regarding same (.9).	JSC	2.00
04/16/13	Finalize draft of Committee objection to approval of disclosure statement (3.4); email counsel for the secured noteholders, M. Stamer and M. Lahaie, regarding terms of proposed settlement with Committee and Soros waiving deficiency claim (.7); several emails to and from J. Sussberg (K&E) regarding waiver of Soros deficiency claim (.3); call with Soros, A&M, K&E and Committee regarding proposed settlement and terms (.4).	GRS	4.80
04/16/13	Review and provide comments to committee objection to disclosure statement (.9); review status and potential dispute over same (.3).	CAW	1.20
04/17/13	Continue revising objection to disclosure statement (.8); review the revised draft of disclosure statement from K&E reflecting comments from Soros and US Trustee, and revise same (3.3); review the revised draft of plan of reorganization from K&E reflecting comments from Soros and US Trustee, and revise same (2.8); call with J. Sussberg	GRS	7.30

## KELLEY DRYE &amp; WARREN LLP

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Client 022552  
Matter 0009  
May 31, 2013  
Page 5

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
	of K&E and M. Stamer and M. Lahaie of Akin Gump regarding v (.4);		
04/17/13	Analyze consolidation implications (3.7); work on further revisions to the plan and disclosure statement in light of potential settlement with the landlords (3.1).	CAW	6.80
04/18/13	Review and further revise the revised drafts of disclosure statement (4.8); conference with J. Carr (KDW) regarding his conceptual comments to the plan and disclosure statements (.6); review and revise drafts of first modified plan of reorganization (3.7).	GRS	9.10
04/18/13	Numerous emails to and from counsel to the debtors, J. Sussberg, and counsel to the secured noteholders, M. Stamer, regarding the certain terms of the disclosure statement and proposed plan (.8); brief review of various drafts of both documents (1.4); provide my conceptual comments to G. Saydah (KDW) (.6).	JSC	2.80
04/19/13	Continued review of all last-minute changes to the plan and disclosure statement made late last night.	CAW	2.70
04/20/13	Draft committee letter in support of plan.	GRS	1.80
04/20/13	Revise the committee plan support letter.	CAW	0.90
04/22/13	Prepare disclosure statement binder per G. Saydah's request.	FB	1.30
04/22/13	Review order approving disclosure statement as revised by Judge Walrath (.8); review amended disclosure statement filed with Court and confirm that necessary revisions were made (.9); review amended plan filed with Court and confirm necessary revisions (1.2).	GRS	2.90
04/24/13	Analyze plan provisions regarding distributions to	GRS	2.70

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
 Client 022552  
 Matter 0009  
 May 31, 2013  
 Page 6

---

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
	unsecured creditors, entities objecting to claims, holding funds for distribution to unsecured creditors, and transfer of rights from reorganized debtors.		
04/26/13	Continue reviewing plan provisions regarding objections to unsecured claims, coordination with reorganized debtors, and issues with reorganized debtors holding funds for distribution to unsecured creditors.	GRS	1.60
04/29/13	Begin to outline the terms of a liquidating trust agreement and procedures for distribution of funds to holders of allowed unsecured claims.	GRS	4.40
04/30/13	Begin outlining issues with current distribution methodology under plan to discuss with the committee and with counsel to the debtors and the secured noteholders.	GRS	1.60
Total Services for this Matter:			88,857.50
Total this Invoice			\$88,857.50

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
 Client 022552  
 Matter 0009  
 May 31, 2013  
 Page 7

---

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Carr, James S	JSC	10.50	\$7,875.00
Blaustein, Benjamin	BB	14.60	7,811.00
Wolfe, Craig	CAW	37.10	24,857.00
Saydah, Jr., Gilbert R	GRS	85.80	48,048.00
Betan, Fayanne	FB	1.30	266.50

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
 ATTN: TREASURER'S DEPARTMENT  
 101 PARK AVENUE  
 NEW YORK, NEW YORK 10178  
 (212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
 PLEASE INDICATE CLIENT, MATTER AND  
 INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580201

022552 Unsecured Creditors' Committee of Conexant Systems, Inc.  
0010 Committee and Creditor Communications

**Account Summary And Remittance Form**

Legal Services: \$7,304.00

Disbursements and Other Charges: \$0.00

**Total Amount Due: \$7,304.00**

**Terms: Payment Due On or Before June 30, 2013**

**Please Return This Page With Your Payment**

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #: 021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580201

Client 022552  
Matter 0010 Committee and Creditor Communications

Attorney: 01118

Page 1

**Legal Services Rendered**

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
04/01/13	Email Committee regarding settlement discussions and cancellation of committee call this week.	GRS	0.70
04/04/13	Telephone call with J. Frank, counsel to ELPF, regarding	JSC	0.70
04/08/13	Draft agenda for Committee call (.6); attend Committee call with C. Wolfe (KDW) (.7).	GRS	1.30
04/08/13	Review and comment on the committee call agenda (.2); prepare for committee call (.6); participate, along with G. Saydah (KDW), in the committee call (.7).	CAW	1.50
04/15/13	Email Committee regarding current settlement discussions and adjournment of meeting.	GRS	0.30
04/17/13	Emails to and from S. Cho, STAT's counsel, regarding the deal reached with both landlords and the secured noteholder.	JSC	0.60
04/18/13	Email the Committee with an update regarding the global settlement.	GRS	0.40
04/19/13	Prepare summary of omnibus hearing and future matters for the Committee.	GRS	1.20
04/22/13	Review and respond to B. Sandler's questions regarding the settlement with the secured noteholders (.3); prepare for the committee call (.4); participate, along with G. Saydah (KDW), in the committee call (.5)	JSC	1.20

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Client 022552  
Matter 0010  
May 31, 2013  
Page 2

---

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
04/22/13	Email Committee members about the call this afternoon (.1); prepare agenda for committee call (.6); participate on Committee call with J. Carr (KDW) (.5); call with D. Bonaparte regarding settlement with Committee (.4); email Committee regarding letter supporting the Plan (.2); email S. Cho regarding draft confirmation order (.1).	GRS	1.90
04/30/13	Prepare draft quarterly disclosure for PRES (.9); prepare draft quarterly disclosure for Samsung (.6); prepare draft quarterly disclosure for STAT's ChipPAC (.6).	GRS	2.10
Total Services for this Matter:			7,304.00
Total this Invoice			\$7,304.00

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.  
Client 022552  
Matter 0010  
May 31, 2013  
Page 3

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Carr, James S	JSC	2.50	\$1,875.00
Wolfe, Craig	CAW	1.50	1,005.00
Saydah, Jr., Gilbert R	GRS	7.90	4,424.00

PAYMENT BY CHECK:KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800PAYMENT BY WIRE:JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580202

022552 Unsecured Creditors' Committee of Conexant Systems, Inc.  
0012 Court Hearings

**Account Summary And Remittance Form**

Legal Services:	\$5,803.00
Disbursements and Other Charges:	\$0.00

**Total Amount Due: \$5,803.00**

**Terms: Payment Due On or Before June 30, 2013**

**Please Return This Page With Your Payment**

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy CourtMay 31, 2013  
Invoice No. 2580202Client 022552  
Matter 0012 Court Hearings

Attorney: 01118

Page 1

**Legal Services Rendered**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Tkpr</u></b>	<b><u>Hours</u></b>
04/19/13	Arrange emergency telephonic appearances for G. Saydah and C. Wolfe of KDW.	CLT	0.80
04/19/13	Prepare summary of Committee investigation, negotiations and settlement of plan and valuation issues for the hearing (3.4); prepare summary of issues, negotiations and settlement with landlords, debtors and secured creditors for the hearing (1.3); attend the hearing (1.0).	GRS	5.70
04/19/13	Meeting with W. Weitz (GS) regarding the disclosure statement hearing.	GRS	0.70
04/19/13	Provide comments to G. Saydah on outline for Committee statements for the record at today's disclosure statement hearing (.6); participate in the hearing (1.0); review entered orders to ensure there were no inadvertent errors (1.3).	CAW	2.90
Total Services for this Matter:			5,803.00
Total this Invoice			\$5,803.00

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
 Client 022552  
 Matter 0012  
 May 31, 2013  
 Page 2

---

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Wolfe, Craig	CAW	2.90	\$1,943.00
Saydah, Jr., Gilbert R	GRS	6.40	3,584.00
Thompson, Catherine	CLT	0.80	276.00

PAYMENT BY CHECK:

KELLEY DRYE & WARREN LLP  
 ATTN: TREASURER'S DEPARTMENT  
 101 PARK AVENUE  
 NEW YORK, NEW YORK 10178  
 (212) 808-7800

PAYMENT BY WIRE:

JP MORGAN CHASE, N.A.  
 ABA #:021-000-021  
 SWIFT CODE: CHASUS33  
 ACCOUNT NAME:KELLEY DRYE & WARREN LLP  
 ACCOUNT #:135-046110  
 PLEASE INDICATE CLIENT, MATTER AND  
 INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580203

022552 Unsecured Creditors' Committee of Conexant Systems, Inc.  
0013 Relief from Stay/Adequate Protection

**Account Summary And Remittance Form**

Legal Services: \$2,860.00

Disbursements and Other Charges: \$0.00

**Total Amount Due: \$2,860.00**

**Terms: Payment Due On or Before June 30, 2013**

**Please Return This Page With Your Payment**

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME:KELLEY DRYE & WARREN LLP  
ACCOUNT #:135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy CourtMay 31, 2013  
Invoice No. 2580203Client 022552  
Matter 0013 Relief from Stay/Adequate Protection

Attorney: 01118

Page 1

**Legal Services Rendered**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Tkpr</u></b>	<b><u>Hours</u></b>
04/09/13	Research and analyze whether there are any defenses to the Comerica lift stay motion or arguments that Comerica is not perfected.	CAW	3.60
04/10/13	Review Comerica lift stay motion and proposed stipulated order resolving motion.	GRS	0.80
Total Services for this Matter:			2,860.00
Total this Invoice			\$2,860.00

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Client 022552  
Matter 0013  
May 31, 2013  
Page 2

---

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Wolfe, Craig	CAW	3.60	\$2,412.00
Saydah, Jr., Gilbert R	GRS	0.80	448.00

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580204

022552 Unsecured Creditors' Committee of Conexant Systems, Inc.  
0015 Other Contested Matters

**Account Summary And Remittance Form**

Legal Services:	\$9,904.50
Disbursements and Other Charges:	\$0.00

**Total Amount Due: \$9,904.50**

**Terms: Payment Due On or Before June 30, 2013**

**Please Return This Page With Your Payment**

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy CourtMay 31, 2013  
Invoice No. 2580204Client 022552  
Matter 0015 Other Contested Matters

Attorney: 01118

Page 1

**Legal Services Rendered**

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
04/01/13	Finalize objections to several pending motions in the omnibus objection.	CB	5.80
04/02/13	Review updated omnibus objection to first-day motions (.8); re-read the relevant motion papers and provide comments to work-in-progress (3.3).	CAW	4.10
04/04/13	Review and revise draft committee objection to various first-day motions.	CLT	1.60
04/05/13	Calls and emails with J. Sussberg of K&E (.5) and later with C. Greco regarding adjourning second day hearing and possibility of entering orders on certificate of counsel (.3).	GRS	0.80
04/09/13	Review first day motions again in light of proposed final order and provide comments to G. Saydah (KDW) and C. Thompson (KDW) on revising them again in light of prospective global settlement.	CAW	2.10
04/09/13	Review and revise the utilities order.	GRS	0.70
04/10/13	Review insurance motion and proposed order.	GRS	0.70
04/11/13	Email J. Pack of K&E regarding the Committee's revisions to the orders on taxes motion, customer programs, foreign vendors and severance,	GRS	0.70
04/11/13	Review proposed final orders including foreign vendors, customer programs, severance programs, BMC retention and taxes.	CLT	1.40

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Client 022552  
Matter 0015  
May 31, 2013  
Page 2

---

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
04/18/13	Prepare April 19th hearing binder.	FB	1.50
	Total Services for this Matter:		9,904.50
	Total this Invoice		\$9,904.50

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
 Client 022552  
 Matter 0015  
 May 31, 2013  
 Page 3

---

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Wolfe, Craig	CAW	6.20	\$4,154.00
Saydah, Jr., Gilbert R	GRS	2.90	1,624.00
Thompson, Catherine	CLT	3.00	1,035.00
Betan, Fayanne	FB	1.50	307.50
Boyle, Casey	CB	5.80	2,784.00

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
 ATTN: TREASURER'S DEPARTMENT  
 101 PARK AVENUE  
 NEW YORK, NEW YORK 10178  
 (212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
 PLEASE INDICATE CLIENT, MATTER AND  
 INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGO

NEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELS

AFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy Court

May 31, 2013  
Invoice No. 2580293

022552 Unsecured Creditors' Committee of Conexant Systems, Inc.  
0016 Non-Working Travel Time

**Account Summary And Remittance Form**

Legal Services: \$420.00

Disbursements and Other Charges: \$0.00

**Total Amount Due: \$420.00**

**Terms: Payment Due On or Before June 30, 2013**

**Please Return This Page With Your Payment**

**PAYMENT BY CHECK:**

KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800

**PAYMENT BY WIRE:**

JP MORGAN CHASE, N.A.  
ABA #:021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.  
Bankruptcy CourtMay 31, 2013  
Invoice No. 2580293Client 022552  
Matter 0016 Non-Working Travel Time

Attorney: 01118

Page 1

**Legal Services Rendered**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Tkpr</u></b>	<b><u>Hours</u></b>
04/19/13	Non-working travel time returning from the omnibus hearing.	GRS	1.50
Total Services for this Matter:			420.00
Total this Invoice			\$420.00

**KELLEY DRYE & WARREN LLP**

FEDERAL ID NO. 13-5335107

WASHINGTON  
LOS ANGELES  
CHICAGONEW YORK  
STAMFORD  
PARSIPPANY  
BRUSSELSAFFILIATE OFFICE:  
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.

Client 022552

Matter 0016

May 31, 2013

Page 2

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Saydah, Jr., Gilbert R	GRS	1.50	\$420.00

PAYMENT BY CHECK:KELLEY DRYE & WARREN LLP  
ATTN: TREASURER'S DEPARTMENT  
101 PARK AVENUE  
NEW YORK, NEW YORK 10178  
(212) 808-7800PAYMENT BY WIRE:JP MORGAN CHASE, N.A.  
ABA #: 021-000-021  
SWIFT CODE: CHASUS33  
ACCOUNT NAME: KELLEY DRYE & WARREN LLP  
ACCOUNT #: 135-046110  
PLEASE INDICATE CLIENT, MATTER AND  
INVOICE NUMBER AS PAYMENT REFERENCE