

TIME AND EXPENSE RECORDS

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

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AFFILIATE OFFICE:
MUMBAI, INDIA

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

June 28, 2013
Invoice No. 2582709

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

Account Summary And Remittance Form

Legal Services:	\$1,494.50
Disbursements and Other Charges:	\$112.50

Total Amount Due: **\$1,607.00**

Terms: Payment Due On or Before July 28, 2013

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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
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BRUSSELSAFFILIATE OFFICE:
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.
Bankruptcy CourtJune 28, 2013
Invoice No. 2582709Client 022552
Matter 0001 Case Administration

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
05/16/13	Prepare description of company and case for the committee website.	CLT	1.90
05/16/13	Committee website maintenance.	M V	2.10
05/17/13	Review and revise updated information on the Committee website.	CAW	0.50

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Unsecured Creditors' Committee of Conexant Systems, Inc.
Client 022552
Matter 0001
June 28, 2013
Page 2

Total Services for this Matter: 1,494.50

Other Charges: **Amount**

Telephone \$37.00
Pacer 75.50

Total Other Charges for this Matter: 112.50

Total this Invoice \$1,607.00

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Unsecured Creditors' Committee of Conexant Systems, Inc.

Client 022552

Matter 0001

June 28, 2013

Page 3

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Vicinanza, Marie	M V	2.10	\$504.00
Wolfe, Craig	CAW	0.50	335.00
Thompson, Catherine	CLT	1.90	655.50

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KELLEY DRYE & WARREN LLP
 ** CONFIDENTIAL WORK SHEET FOR INTERNAL USE ONLY **

RUN DATE: July 2, 2013 11:33:02

DATE THRU: May 31, 2013

Page: 2

Billing Timekeeper: 01118 - Carr, James S

Responsible Timekeeper: 01118 - Carr, James S

Prebill #: 1336112

FORMAT 020

022552 - Unsecured Creditors' Committee of Conexant Systems, Inc.

0001 - Case Administration

Other Charges/Disbursements

Atty ID	Attorney	Date	Description	Bill Amount	Disp.	Disb Id
04057	Vicinanza , M.	05/02/13	VENDOR: CourtCall, LLC-6383 Arizona Circle; INVOICE#: 5562738; DATE: 4/19/2013 - Telephonic court appearance /Telephone	37.00	H T W	7978140
04057	Vicinanza , M.	05/09/13	VENDOR: Pacer Service Center-P.O. Box 71364; INVOICE#: KD0210-Q12013; DATE: 4/4/2013 - Pacer service 01/01/13 to 03/31/13 /Pacer	75.50	H T W	7979804
Totals:				\$112.50		

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

June 28, 2013
Invoice No. 2582710

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

Account Summary And Remittance Form

Legal Services:	\$616.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$616.00**

Terms: Payment Due On or Before July 28, 2013

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MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.
Bankruptcy CourtJune 28, 2013
Invoice No. 2582710Client 022552
Matter 0002 Retention Matters (Applications & Objections)

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
05/09/13	Emails with J. Carr, C. Wolfe, K. Mangan, M. Ward, W. Weitz and T. Gavin regarding retention applications and confirming no informal comments received.	GRS	0.60
05/13/13	Review entered retention orders for counsel and professionals.	GRS	0.50
Total Services for this Matter:			616.00
Total this Invoice			\$616.00

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Unsecured Creditors' Committee of Conexant Systems, Inc.
Client 022552
Matter 0002
June 28, 2013
Page 2

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Saydah, Jr., Gilbert R	GRS	1.10	\$616.00

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

June 28, 2013
Invoice No. 2582705

022552 Unsecured Creditors' Committee of Conexant Systems, Inc.
0003 Fee Matters (Applications & Objections)

Account Summary And Remittance Form

Legal Services:	\$1,725.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: \$1,725.00

Terms: Payment Due On or Before July 28, 2013

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MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.
Bankruptcy CourtJune 28, 2013
Invoice No. 2582705Client 022552
Matter 0003 Fee Matters (Applications & Objections)

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
05/02/13	Prepare March fee chart.	CLT	0.80
05/07/13	Begin drafting first monthly fee statement.	CLT	1.20
05/09/13	Finish drafting first interim fee application.	CLT	1.30
05/14/13	Revise first fee application (.6); prepare first fee application and exhibits for filing (1.1).	CLT	1.70
Total Services for this Matter:			1,725.00
Total this Invoice			\$1,725.00

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Unsecured Creditors' Committee of Conexant Systems, Inc.
Client 022552
Matter 0003
June 28, 2013
Page 2

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Thompson, Catherine	CLT	5.00	\$1,725.00

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

June 28, 2013
Invoice No. 2582706

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

Account Summary And Remittance Form

Legal Services:	\$7,491.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$7,491.00**

Terms: Payment Due On or Before July 28, 2013

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BRUSSELSAFFILIATE OFFICE:
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.
Bankruptcy CourtJune 28, 2013
Invoice No. 2582706Client 022552
Matter 0006 Executory Contracts and Leases

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
05/02/13	Review the latest revisions to the proposed order resolving the landlords' objections to the rejection motion.	JSC	0.70
05/02/13	Incorporate revisions to consensual landlord order from all interested parties into revised draft of order (3.6); email J. Sussberg of K&E regarding revised terms of order (.6).	GRS	4.20
05/07/13	Emails to J. Kleinman regarding lease order.	GRS	0.20
05/08/13	Multiple emails with each of J. Pack, M. Lahaie and J. Kleinman regarding agreed landlord order.	GRS	0.60
05/09/13	Further revisions to release provisions of agreed landlord order (.7), multiples emails with each of J. Kleinman, M. Lahaie and M. Minuti regarding changes to order (.6), emails with J. Sussberg and C. Greco of K&E regarding additional edits to order (.2).	GRS	1.50
05/13/13	Review the latest revisions to the order resolving the rejection of the landlords' leases.	JSC	0.30
05/13/13	Additional revisions to agreed lease order (1.8); email with J. Kleinman regarding release language (.2)	GRS	2.00
05/14/13	Revisions to agreed lease order to address circumstances under which PRES and ELPF would not be required to support plan (1.8); multiple emails with each of J. Kleinman, M. Lahaie, M. Minuti and J. Pack regarding same (.8)	GRS	2.60

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Unsecured Creditors' Committee of Conexant Systems, Inc.

Client 022552

Matter 0006

June 28, 2013

Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
05/30/13	Brief review of the objections of Dolby and Oracle to the assumption motions and prepared the committee's position.	JSC	0.70
	Total Services for this Matter:		7,491.00
	Total this Invoice		\$7,491.00

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Unsecured Creditors' Committee of Conexant Systems, Inc.

Client 022552

Matter 0006

June 28, 2013

Page 3

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Carr, James S	JSC	1.70	\$1,275.00
Saydah, Jr., Gilbert R	GRS	11.10	6,216.00

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(212) 808-7800**PAYMENT BY WIRE:**JP MORGAN CHASE, N.A.
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AFFILIATE OFFICE:
MUMBAI, INDIA

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

June 28, 2013
Invoice No. 2582707

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

Account Summary And Remittance Form

Legal Services:	\$48,092.50
Disbursements and Other Charges:	\$0.00

Total Amount Due: \$48,092.50

Terms: Payment Due On or Before July 28, 2013

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BRUSSELSAFFILIATE OFFICE:
MUMBAI, INDIAUnsecured Creditors' Committee of Conexant Systems, Inc.
Bankruptcy CourtJune 28, 2013
Invoice No. 2582707Client 022552
Matter 0009 Disclosure Statement and Plan of Reorganization

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
05/01/13	Prepare an outline of the relevant trust terms.	JSC	1.90
05/01/13	Review the outline and draft a checklist of liquidating trust issues and provisions (2.3); start to outline liquidating trust agreement (3.8).	GRS	6.10
05/02/13	Begin drafting liquidating trust agreement.	GRS	4.30
05/03/13	Continue drafting liquidating trust agreement (7.1); conference with C. Wolfe (KDW) regarding creditor trust issues (1.1).	GRS	8.20
05/06/13	Confer with G. Saydah (KDW) on creditor trust issues.	CAW	1.10
05/06/13	Review and comment on liquidation trust agreement (1.4); provide my conceptual comments to G. Saydah (.6).	ERW	2.00
05/06/13	Meeting with E. Wilson regarding the liquidating trust agreement (.6), continue drafting liquidating trust agreement (8.2)	GRS	8.80
05/07/13	Research regarding grantor trust rules in connection with bankruptcy liquidation trust.	JJM	1.80
05/07/13	Finalize initial draft of liquidating trust agreement.	GRS	11.70
05/08/13	Research regarding taxation as grantor trust, "disputed ownership fund" rules under Reg. Section 1.468B-9, and "qualified settlement fund" rules.	JJM	3.80
05/08/13	Final review and revise of the proposed trust agreement.	JSC	1.40
05/08/13	Finalize revisions to liquidating trust agreement (1.0);	GRS	1.80

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Unsecured Creditors' Committee of Conexant Systems, Inc.

Client 022552

Matter 0009

June 28, 2013

Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
05/10/13	prepare summary of terms for the committee (.8). Review the proposed language M. Lahaie, counsel to the secured noteholders, suggested for the trust agreement.	JSC	0.20
05/13/13	Review the list of the plan supplement documents (.3); brief review of the revisions to the proposed trust agreement (.4); brief review of the emergence bonus plan (.6); strategy conference with G. Saydah (KDW) regarding my concerns with the suggested language in the proposed trust agreement and the emergence bonus plan (.6); review and revise the committee's suggested language for the trust agreement (.2); review the responses of J. Sussberg, debtors' counsel (.3).	JSC	2.40
05/13/13	Review all plan supplement documents and revise as needed (4.6); conference with J. Carr (KDW) regarding certain plan supplements (.6); multiple emails with each of J, Sussberg, J. Pack and M. Lahaie regarding revisions to LTA (.6).	GRS	5.80
05/23/13	Review Comerica limited objection to confirmation of plan and prepare email summary of same for the committee	CLT	1.10
05/23/13	Brief review the interim voting report and Comerica's objection to the plan.	JSC	0.60
05/24/13	Review draft confirmation order and plan.	GRS	3.80
05/28/13	Review current status of plan objections and confirmation issues.	CAW	0.90
05/29/13	Review the plan voting results.	JSC	0.20
05/29/13	Review first supplement to plan supplement.	GRS	2.10
05/30/13	Review draft Hassel Declaration (2.4), begin reviewing draft confirmation brief (2.7).	GRS	5.10
05/31/13	Review the US Trustee's issues with respect to the releases and the debtors' response (.4); brief review of relevant	JSC	1.60

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Matter 0009

June 28, 2013

Page 3

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
	portions of the WaMu decision and develop the committee's response (.9); strategy conference with G. Saydah (KDW) regarding the committee's response (.3).		
05/31/13	Research regarding releases and exculpation for Committee (4.1); strategy conference with J. Carr (KDW) regarding same and the Committee's response (.3).	GRS	4.40
Total Services for this Matter:			48,092.50
Total this Invoice			\$48,092.50

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Matter 0009

June 28, 2013

Page 4

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Miles, Jack J	JJM	5.60	\$4,032.00
Carr, James S	JSC	8.30	6,225.00
Wilson, Eric	ERW	2.00	1,340.00
Wolfe, Craig	CAW	2.00	1,340.00
Saydah, Jr., Gilbert R	GRS	62.10	34,776.00
Thompson, Catherine	CLT	1.10	379.50

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101 PARK AVENUE
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(212) 808-7800**PAYMENT BY WIRE:**JP MORGAN CHASE, N.A.
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Unsecured Creditors' Committee of Conexant Systems, Inc.
Bankruptcy Court

June 28, 2013
Invoice No. 2582708

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

Account Summary And Remittance Form

Legal Services: \$2,960.00

Disbursements and Other Charges: \$0.00

Total Amount Due: \$2,960.00

Terms: Payment Due On or Before July 28, 2013

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Bankruptcy CourtJune 28, 2013
Invoice No. 2582708Client 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>
05/02/13	Emails to and from B. Sandler, counsel for STAT's, regarding confirmation related issues.	JSC	0.40
05/06/13	Emails to and from S. Cho, counsel to STAT's, regarding STAT's resignation from the committee.	JSC	0.50
05/06/13	Revisions to the 1102 motion.	CLT	1.10
05/06/13	Review and revise draft the 1102 motion (.4); email Committee with case update (.5).	GRS	0.90
05/13/13	Email committee with case update.	GRS	0.70
05/15/13	Further revisions to the 1102 motion.	CLT	1.30
05/29/13	Review and respond to a committee member's question regarding the plan.	JSC	0.30
05/30/13	Email to committee member D. Bonaparte regarding agreed lease rejection order.	GRS	0.60
Total Services for this Matter:			2,960.00
Total this Invoice			\$2,960.00

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

WASHINGTON
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AFFILIATE OFFICE:
MUMBAI, INDIA

Unsecured Creditors' Committee of Conexant Systems, Inc.

Client 022552

Matter 0010

June 28, 2013

Page 2

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Carr, James S	JSC	1.20	\$900.00
Saydah, Jr., Gilbert R	GRS	2.20	1,232.00
Thompson, Catherine	CLT	2.40	828.00

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