

EXHIBIT A

EXHIBIT A

Professional Services rendered by Lowenstein Sandler LLP, through July 31, 2019

In re: Chapter 11

I. SUMMARY OF TIME CHARGES AND HOURLY RATES

Name of Professional	Year Admitted	Title/Department	Hours Spent	Hourly Rate	Charge
Citron, Lowell A.	1995	Partner/Corporate / Tax	9.40	\$1,070.00	\$10,058.00
Cohen, Jeffrey	2000	Partner/Bankruptcy	47.90	\$955.00	\$45,744.50
*Cohen, Jeffrey - Travel Time	2000	Partner/Bankruptcy	4.40	\$477.50	\$2,101.00
Chafetz, Eric S.	2004	Counsel/Bankruptcy	77.00	\$720.00	\$55,440.00
*Chafetz, Eric S. - Travel Time	2004	Counsel/Bankruptcy	2.10	\$360.00	\$756.00
Danenhauer, George P.	1999	Counsel/Corporate / Tax	0.40	\$720.00	\$288.00
Jesse, Eric	2009	Counsel/Litigation	0.90	\$660.00	\$594.00
Kaplan, Michael A.	2011	Counsel/Litigation	53.00	\$620.00	\$32,860.00
*Kaplan, Michael A. - Travel Time	2011	Counsel/Litigation	6.30	\$310.00	\$1,953.00
Chahil, Rasmeet K.	2017	Associate/Litigation	30.20	\$460.00	\$13,892.00
MacDonald, Myles R.	2017	Associate/Bankruptcy	117.20	\$490.00	\$57,428.00
*MacDonald, Myles R. - Travel Time	2017	Associate/Bankruptcy	3.10	\$245.00	\$759.50
Meyers, Jason D.	2017	Associate/Litigation	8.60	\$420.00	\$3,612.00
Olivera, Gabriel L.	2012	Associate/Bankruptcy	51.90	\$550.00	\$28,545.00
Schneider, John P.	2011	Associate/Bankruptcy	19.20	\$525.00	\$10,080.00
Thomas, C. Patrick	2018	Associate/Litigation	51.30	\$420.00	\$21,546.00
Claussen, Diane	N/A	Paralegal/Bankruptcy	4.80	\$270.00	\$1,296.00
Jara, Gabriel	N/A	Paralegal/Practice Support	5.60	\$270.00	\$1,512.00
Lawler, Elizabeth B.	N/A	Paralegal/Bankruptcy	3.20	\$250.00	\$800.00
Pagano, Jamie J.	N/A	Paralegal/Practice Support	1.20	\$300.00	\$360.00
Power, Megan	N/A	Paralegal/Corporate / Tax	15.10	\$310.00	\$4,681.00
Suhail, Aneela	N/A	Paralegal/Practice Support	0.20	\$255.00	\$51.00
Pinos, Elvis	N/A	Law Clerk/Summer Associate Research	9.40	\$250.00	\$2,350.00
Hayter, Carrie T.	N/A	Services/Knowledge and Research Services (Formerly Library)	1.00	\$290.00	\$290.00
					\$296,997.00
					<u>\$29,699.30</u>
TOTAL FEES (minus 10% discount)					\$267,297.30
Attorney Blended Rate					\$532.39

* Reflects 50% rate reduction due to non-working travel time

ALL DETAILED INFORMATION IS CONSIDERED TO BE PRIVILEGED AND CONFIDENTIAL.

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TIME DETAIL:

<u>Code</u>	<u>Date</u>	<u>Timekeeper</u>	<u>Time Narrative</u>	<u>Hours</u>	<u>Amount</u>
<u>B100 - Administration</u>					
<u>B110 Case Administration</u>					
B110	07/01/19	GJ	Download documents received and import them into database for attorney review	0.70	\$189.00
B110	07/02/19	MRM	Review and compare case summaries and underlying cases cited/reviewed in preparation for teleconference at 11 AM re: statute of limitations issue	0.50	\$245.00
B110	07/03/19	GJ	Download files received from debtors and import them into database for attorney review	0.70	\$189.00
B110	07/03/19	MRM	Provide written guidance/explanation to R. Chahil and P. Thomas re: status of SportCo cases, relationship between Prospect Capital and Committee and projected timeline of chapter 11 cases	0.40	\$196.00
B110	07/08/19	DC	Update contact list	0.20	\$54.00
B110	07/08/19	DC	Review docket, update electronic folders, critical dates memo and attorney calendar	0.70	\$189.00
B110	07/08/19	GJ	Import documents requested by G. Olivera into database for attorney review; assist M. MacDonald with document review	0.80	\$216.00
B110	07/08/19	GLO	Conference call with Debtors' counsel, J. Cohen, E. Chafetz, and M. MacDonald re: pending matters before the court	0.50	\$275.00
B110	07/08/19	GLO	Confer with E. Chafetz re: pending matters	0.10	\$55.00
B110	07/08/19	GLO	Confer with M. MacDonald re: pending matters	0.20	\$110.00
B110	07/11/19	DC	Review docket and order scheduling omnibus hearing dates, update critical dates memo and attorney calendar	0.30	\$81.00
B110	07/15/19	DC	Review docket and update critical dates memo and attorney calendar	0.40	\$108.00
B110	07/17/19	GJ	Download documents received and import them into database for attorney review	0.70	\$189.00
B110	07/22/19	GLO	Prepare for and participate in conference call with E. Chafetz, M. Kaplan, and J. Cohen re: pending matters	0.50	\$275.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B110	07/25/19	DC	Update critical dates memo and attorney calendar	0.50	\$135.00
B110	07/25/19	MRM	Participate in Committee professionals conference call	0.50	\$245.00
B110	07/26/19	JJP	Process new documents into the case database as requested by R. Chahil; provide notice of the completion of same	0.70	\$210.00
B110	07/29/19	JJP	Provide assistance to R. Chahil re: database setup	0.50	\$150.00
B110	07/30/19	GJ	Create PDF files from documents requested by M. MacDonald	0.30	\$81.00
B110	07/31/19	DC	Review docket, review second bridge order re: cash collateral and update critical dates memo and attorney calendar	0.30	\$81.00
Total B110 - Case Administration				9.50	\$3,273.00

B120 Asset Analysis and Recovery

B120	07/01/19	CPT	Draft memo re: South Carolina's statute of Elizabeth	3.10	\$1,302.00
B120	07/01/19	CTH	Research practitioner resources regarding South Carolina's Statute of Elizabeth, per P. Thomas	1.00	\$290.00
B120	07/01/19	GLO	Review and analyze documents produced by the Debtors and first lien lenders	1.70	\$935.00
B120	07/01/19	MAK	Continue review and analysis of SC complaint and applicable law	3.50	\$2,170.00
B120	07/01/19	MRM	Draft analysis memo in e-mail format regarding statute of Elizabeth case law and application to Prospect Capital claims	3.10	\$1,519.00
B120	07/01/19	MRM	Review case summaries drafted by P. Thomas concerning Statute of Elizabeth claims and applicable statute of limitations and incorporate same into analysis memorandum re: statute of limitations issue	0.60	\$294.00
B120	07/02/19	JC	Office call with M. MacDonald re: document demands	0.40	\$382.00
B120	07/02/19	MAK	Continue review and analysis of research re: SC causes of action	1.60	\$992.00
B120	07/02/19	MRM	Review and provide comments on draft requests for production and send comments and redline to M. Kaplan for review	1.80	\$882.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B120	07/02/19	MRM	Teleconference with R. Chahil and P. Thomas re: analysis of statute of limitations, draft requests for production to debtors and revisions/additions to same	0.60	\$294.00
B120	07/02/19	MRM	Draft additional analysis memorandum re: statute of limitations for statute of Elizabeth claims	0.90	\$441.00
B120	07/02/19	MRM	Incorporate R. Chahil and P. Thomas comments to memorandum analyzing statute of limitations issues and recirculatedraft memorandum with follow up questions for research	0.50	\$245.00
B120	07/02/19	RKC	Review research on South Carolina Statute of Elizabeth (.7); conference with P. Thomas and M. MacDonald re: same (.9); review Prospect's South Carolina complaint (.5); revise first set of document requests to Debtors (.1)	2.20	\$1,012.00
B120	07/03/19	ESC	Confer with J. Cohen re: case issues (litigation/discovery)	0.40	\$288.00
B120	07/03/19	ESC	Confer with counsel for Prospect re: open case issues	0.10	\$72.00
B120	07/03/19	ESC	Confer with LS and Emerald teams re: settlement meeting with Prospect	0.20	\$144.00
B120	07/03/19	GLO	Review the Committee's second set of document requests for the Debtors	0.50	\$275.00
B120	07/03/19	GLO	E-mail R. Chahil and P. Thomas re: the Committee's second set of document requests for the Debtors	0.10	\$55.00
B120	07/03/19	GLO	Review documents produced by the Debtors on July 3	0.90	\$495.00
B120	07/03/19	JC	Office call with M. Kaplan re: next steps on claims analysis	1.10	\$1,050.50
B120	07/03/19	MRM	Review, revise and add new requests to draft requests for production to be sent to Debtors re: Prospect Capital claims	0.60	\$294.00
B120	07/03/19	MRM	Teleconference with M. Kaplan, R. Chahill and P. Thomas re: draft document requests to Debtors and inclusion of additional requests re: Prospect Capital's claims, memorandum to Committee re: initial evaluation of Prospect Capital's claims	0.50	\$245.00
B120	07/05/19	CPT	Prepare memorandum for committee of unsecured creditors regarding the viability of Prospect Capital Corporations's claims under statute of Elizabeth	2.00	\$840.00
B120	07/05/19	ESC	Address status of second lien term loan lenders' response to initial document requests	0.10	\$72.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B120	07/05/19	GLO	Review documents produced by the Debtors and first lien lenders	1.10	\$605.00
B120	07/05/19	GLO	E-mail counsel for the second lien lenders re: production of documents	0.20	\$110.00
B120	07/05/19	MAK	Continue review and analysis of SC complaint and applicable law	2.10	\$1,302.00
B120	07/06/19	CPT	Draft memorandum to committee re: Prospect Capital Corporation's potential claims against debtors	7.00	\$2,940.00
B120	07/06/19	MRM	Review draft summary of Prospect Complaint and legal standard analysis prepared by P. Thomas, begin preparing organizational notes for final memorandum format, and e-mail comments and follow up requests to P. Thomas re: introduction and summary re: Prospect	1.60	\$784.00
B120	07/07/19	MAK	Continue review and analysis of SC complaint; revise draft memorandum re: the same	1.80	\$1,116.00
B120	07/08/19	CPT	Review changes to memorandum to committee of unsecured creditors regarding the viability of Prospect Capital Corporation's claims under statute of Elizabeth	0.90	\$378.00
B120	07/08/19	EP	Draft memo on the applicability of the statute of Elizabeth to prospect complaint	2.00	\$500.00
B120	07/08/19	ESC	Review memorandum concerning Prospect's lawsuit	0.40	\$288.00
B120	07/08/19	JC	Review cause of action analysis memo	0.80	\$764.00
B120	07/08/19	JC	Telephone call with M. Kaplan re: information requests	0.40	\$382.00
B120	07/08/19	MAK	E-mails with Debtor's counsel re: document demands (.2); review and revise memorandum to UCC re: litigation strategy (1.9); begin preparing issue outline for investigation (1.5)	3.60	\$2,232.00
B120	07/08/19	MRM	Begin review and indexing of data room documents produced by Debtors	0.30	\$147.00
B120	07/09/19	ESC	Review analysis of documents produced by the debtors	0.20	\$144.00
B120	07/09/19	MAK	Begin review and analysis of choice of law and venue considerations re: SC action	2.80	\$1,736.00
B120	07/09/19	MAK	Conference call with debtor's counsel re: document requests	0.20	\$124.00
B120	07/09/19	MRM	Prepare e-mail to D. Azman (from M. Kaplan) with table of document requests, organized by priority, and send to M. Kaplan for review	0.30	\$147.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B120	07/10/19	ESC	Confer with Emerald and LS team re: Prospect meeting	0.10	\$72.00
B120	07/10/19	ESC	Attend meeting with Prospect and LS professionals re: various case issues	2.20	\$1,584.00
B120	07/10/19	JC	Meeting at Olshan with Prospect's counsel and Prospect re: budgeting, case issues and claims	2.20	\$2,101.00
B120	07/10/19	MAK	Prepare for meeting with Prospect (.8); review research and analysis re: venue and choice of law for SC action (1.3); meeting with Prospect and counsel re: case issues and scheduling (2.2); confer with J. Cohen re: case status and strategy (.7)	5.00	\$3,100.00
B120	07/10/19	MRM	Follow up research re: statute of limitations, discovery rule for fraudulent transfers under DE law, and choice of law rules re: discovery rule	1.90	\$931.00
B120	07/10/19	MRM	Research re: DE bankruptcy court choice of law analysis re: statute of limitations, as applied to potential removal of Prospect's SC Complaint to Delaware bankruptcy court	2.80	\$1,372.00
B120	07/11/19	EP	Draft memo on the applicability of the statute of Elizabeth to prospect complaint	1.50	\$375.00
B120	07/11/19	JPS	Review and analysis of financial documents turned over by the Debtor to the committee	3.10	\$1,627.50
B120	07/12/19	EP	Edit memo on the applicability of the statute of Elizabeth to prospect complaint	1.20	\$300.00
B120	07/12/19	JC	Call with M. Kaplan re: document demands	1.10	\$1,050.50
B120	07/12/19	JPS	Review and summary of documents provided by the Debtors to the Official Committee of Unsecured Creditors	5.90	\$3,097.50
B120	07/14/19	JPS	Review and summarize of documents provided by the Debtors to the Official Committee of Unsecured Creditors	3.40	\$1,785.00
B120	07/14/19	MRM	Continue review of Debtors' audited financial statements (1.0) draft factual summary and initial legal analysis re: potential fraudulent transfer claims based on 2017 extensions of 1st and 2nd lien facilities and send to M. Kaplan for review (1.1)	2.10	\$1,029.00
B120	07/15/19	EP	Edit memo on the applicability of the statute of Elizabeth to prospect complaint	3.20	\$800.00
B120	07/15/19	JC	Call with E. Chafetz and M. Kaplan re: 2004 motion	0.60	\$573.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B120	07/15/19	JPS	Review and indexing of due diligence documents provided by the Debtors to the Committee	1.70	\$892.50
B120	07/15/19	MRM	Incorporate J. Cohen comments to supplemental DIP objection, proofread and edit same	1.10	\$539.00
B120	07/15/19	MRM	Begin review of templates for drafting Rule 2004 motion re: South Carolina litigation	0.30	\$147.00
B120	07/15/19	MRM	Research re: Delaware Local Rules re: Rule 2004 motions, draft e-mail to P. Thomas and R. Chahil re: same and send for comments prior to circulation to M. Kaplan	0.70	\$343.00
B120	07/16/19	JPS	Review, analysis, and indexing of due diligence documents provided by the Debtors and their professionals	5.10	\$2,677.50
B120	07/17/19	AS	Provide assistance to R. Chahil re: database access	0.20	\$51.00
B120	07/17/19	GJ	Assist P. Thomas preparing search terms for document collection	2.40	\$648.00
B120	07/17/19	MRM	Begin preparing tracking spreadsheet of document requests from litigation team, recipients, categories of recipients, date of service, Rule 2004 recipients, date of service of Rule 2004 motion (.4); begin drafting documents requests re: defendants in Prospect South Carolina Complaint (.5)	0.90	\$441.00
B120	07/18/19	MRM	Draft 1st set of voluntary requests for production of documents to Wellspring, D&O and Equityholder defendants named in Prospect Capital's South Carolina complaint	5.60	\$2,744.00
B120	07/19/19	ESC	Review discovery requests directed at numerous case parties	0.70	\$504.00
B120	07/19/19	GLO	Review and edit drafts of the Committee's document requests to the Insiders	1.30	\$715.00
B120	07/22/19	GLO	E-mail counsel for the second lien lenders re: production of documents	0.10	\$55.00
B120	07/22/19	JC	Review document demand drafts and 2004 requests	0.60	\$573.00
B120	07/22/19	JC	Review demands to producing parties	0.50	\$477.50
B120	07/22/19	MRM	Finalize draft cover letter requests for production of documents and exhibit to Brad Johnson (CEO of SportCo); draft and send e-mail with attached RFPs to Debtors' counsel serving same	0.60	\$294.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B120	07/22/19	MRM	Conference with M. Kaplan (.3), draft e-mail to A. Friedman, J. Koevary (Prospect Capital's counsel) requesting service/contact information for South Carolina Complaint defendants and production of documents relied upon by Prospect in South Carolina Complaint, send e-mail to M. Kaplan for review and finalization (.3)	0.60	\$294.00
B120	07/22/19	MRM	Review draft requests for production of documents to B. Johnson, prepare cover letter and send to M. Kaplan for review, revise cover letter per comments from M. Kaplan	0.80	\$392.00
B120	07/22/19	MRM	Conference with J. Schneider re: potential claims against 1st and 2nd liens to avoid May 2017 loan agreement extensions and potential research topics moving forward	0.30	\$147.00
B120	07/22/19	MRM	Conference with P. Thomas re: drafting letters to Wellspring, D&O and equityholders re: voluntary production of documents	0.40	\$196.00
B120	07/22/19	MRM	Review draft cover letter to Wellspring, D&O and equityholder defendants re: voluntary requests for production of documents and provide comments to P. Thomas re: same	0.60	\$294.00
B120	07/22/19	MRM	Conference with P. Thomas re: comments to cover letter, status of addresses/counsel for individual defendants	0.20	\$98.00
B120	07/23/19	ESC	Address various issues related to 2004 motion including review of discovery requests directed at various parties	0.30	\$216.00
B120	07/23/19	ESC	Confer with counsel for Prospect re: document production and budget discussions	0.10	\$72.00
B120	07/23/19	JC	Correspondence with M. Kaplan re: demands	0.70	\$668.50
B120	07/23/19	MRM	Begin drafting outline/notes/template for formal memorandum regarding evaluation of potential claims to avoid May 2017 amendments to 1st & 2nd Lien Loans; begin reviewing terms of 1st & 2nd Lien Loans and subsequent amendments	0.90	\$441.00
B120	07/23/19	MRM	Prepare RFPs, cover letters, finalized RFP packages for A. Kupchik, F.H. Grant, C. Walker, B. Ziomek and T. Boehly, e-mails with P. Thomas and M. Kaplan re: revisions to same and service of same on 7/24/19	1.60	\$784.00
B120	07/23/19	MRM	Conference with P. Thomas re: status of RFPs and Fedex service of RFPs	0.10	\$49.00
B120	07/24/19	JC	Telephone call with Wellspring's counsel re: document demands	0.60	\$573.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B120	07/24/19	MRM	E-mail M. Kaplan re: date for objection deadline requested in motion to shorten and B. Keilson (DE Counsel's) recommendation and thoughts re: same	0.10	\$49.00
B120	07/24/19	MRM	Continue review and notes re: 1st and 2nd lien loan documents	1.40	\$686.00
B120	07/24/19	MRM	Revise RFPs per comments from P. Thomas, prepare template certificate of service for G. Berenguer and send all materials to G. Berenguer for finalization and service via Fedex	0.70	\$343.00
B120	07/25/19	EP	Edit memo on statute of Elizabeth based on comments received	1.50	\$375.00
B120	07/25/19	GLO	Review potential custodian list and search terms to send to the Debtors	0.30	\$165.00
B120	07/29/19	MRM	Update document request tracker, draft sample tracker for individual document requests made to each entity group; (.4) e-mail P. Thomas and R. Chahil re: same and future responsibilities for updating/managing trackers (.2)	0.60	\$294.00
B120	07/29/19	MRM	E-mails with P. Thomas and R. Chahil re: Debtors' Schedules & SOFAs (.4); draft and send update/request for guidance to M. Kaplan re: same (.3); strategy e-mails with M. Kaplan, P. Thomas, R. Chahil re: approaching M. Mosier (Debtors' former CFO) for interview/production of documents (.4)	1.10	\$539.00
B120	07/29/19	MRM	E-mails with R. Chahil re: managing discovery and rule 2004 tracker, update tracker to include Debtors' auditors, bookkeepers and former-CFO	0.40	\$196.00
B120	07/29/19	MRM	Review PCTRL000000001 - PCTRL000000593, update and add to critical transactions list and send status e-mail to P. Thomas and R. Chahil at conclusion of review	1.70	\$833.00
B120	07/29/19	MRM	Draft cover letter and requests for production directed at M. Mosier and circulate to M. Kaplan for review	0.70	\$343.00
B120	07/29/19	MRM	Review comments and edits from P. Thomas to RFPs and cover letter for RFPs to M. Mosier, draft and send e-mail to P. Thomas, R. Chahil and M. Kaplan re: same (.4), respond to e-mail from P. Thomas re: additional edits to same (.2)	0.60	\$294.00
B120	07/29/19	MRM	Continue review of documents and continue drafting and adding to critical transactions list re: 2012 and 2013 distributions	0.90	\$441.00

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B120	07/30/19	MRM	Continue review of Prospect production (.9); research re: former CFO of Debtors (Drew Edwards (.4); e-mail litigation team re: same and potential request for voluntary interview (.2); add same to document request/interview/Rule 2004 tracker (.2); continue adding notes to key transactions chart re: transactions 1, 2, 5, 7, download; upload to imanage and review audited financial statements re: identified key transactions (.2); update key transactions chart re: same searches on imanage re: \$22 million prepayment in May 2016 (.6)	2.50	\$1,225.00
B120	07/31/19	ESC	Confer with J. Cohen re: case strategy	0.20	\$144.00
B120	07/31/19	MRM	Review and respond to multiple strategy e-mails with M. Kaplan, P. Thomas and R. Chahil re: RFPs to former CFOs Michelle Mosier and Drew Edwards, current status of review of initial production from Prospect, additional information to include in key transactions list	0.60	\$294.00
B120	07/31/19	MRM	Draft and send e-mail to J. Cohen, E. Chafetz, G. Olivera and M. Kaplan re: litigation team's initial review of production by Prospect	0.40	\$196.00
B120	07/31/19	MRM	E-mail P. Thomas and R. Chahil re: addition of RFPs to M. Mosier re: Debtors' voluntary and mandatory 2016 prepayments of principal on second lien loan (.2), draft and add RFPs to same (.4)	0.60	\$294.00
Total B120 - Asset Analysis and Recovery				132.80	\$70,122.00

B120A Investigation of Prepetition Lenders

B120A	07/05/19	GLO	E-mail G. Jara re: document review	0.10	\$55.00
B120A	07/08/19	ESC	Review update on lien review	0.10	\$72.00
B120A	07/08/19	MP	Review prepetition secured loan documents	1.00	\$310.00
B120A	07/08/19	MP	Draft prepetition lien analysis memorandum	2.70	\$837.00
B120A	07/09/19	MP	Draft prepetition lien analysis memorandum	4.80	\$1,488.00
B120A	07/09/19	MRM	Begin review of documents from Debtors' pre-filing due diligence data room and begin adding to Committee notes re: same (1.0); conference with G. Olivera re: same (.6) draft e-mail regarding information from historical financial statements and circulate to group (.2)	1.80	\$882.00

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B120A	07/10/19	MRM	Continue reviewing documents from Debtors' prepetition sale process data room (2.8); draft e-mail to J. Cohen, M. Kaplan re: Debtors' historical financial statements and implications for potential future litigation (.5)	3.30	\$1,617.00
B120A	07/13/19	ESC	Review DIP schedules and confer with lien review team re: same	0.30	\$216.00
B120A	07/14/19	MAK	E-mail re: first lien analysis	0.30	\$186.00
B120A	07/22/19	ESC	Confer with DIP lenders re: lien challenge issues	0.20	\$144.00
B120A	07/22/19	ESC	Address various issues with lien review and global settlement with Prospect; confer with G. Olivera re: same	0.10	\$72.00
B120A	07/22/19	GLO	Review materials related to lien review	0.40	\$220.00
B120A	07/22/19	JC	Office call with G. Olivera re: 2L lien review	0.40	\$382.00
B120A	07/22/19	MP	Draft prepetition lien analysis memorandum	3.50	\$1,085.00
B120A	07/23/19	ESC	Confer with G. Olivera re: lien challenge issues	0.10	\$72.00
B120A	07/23/19	GLO	Review and analyze the first lien lender's loan documents	2.40	\$1,320.00
B120A	07/23/19	MP	Review prepetition loan documents	0.20	\$62.00
B120A	07/24/19	MP	Review correspondence re: lien review	0.10	\$31.00
B120A	07/25/19	GLO	Review the first lien debt holders' loan and collateral documents	1.50	\$825.00
B120A	07/25/19	MP	Review correspondence re: lien review	0.10	\$31.00
B120A	07/26/19	ESC	Address various issues with lien review	0.10	\$72.00
B120A	07/26/19	LAC	Review of documents re: lien review	1.10	\$1,177.00
B120A	07/26/19	MP	Draft prepetition lien analysis memorandum	2.20	\$682.00
B120A	07/29/19	ESC	Review lien review memorandum	0.30	\$216.00

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<u>Code</u>	<u>Date</u>	<u>Timekeeper</u>	<u>Time Narrative</u>	<u>Hours</u>	<u>Amount</u>
B120A	07/29/19	JC	Review preliminary lien review memo	1.10	\$1,050.50
B120A	07/29/19	LAC	Review of pre-petition loan documents	4.60	\$4,922.00
B120A	07/29/19	LAC	Work on lien review memo	2.50	\$2,675.00
B120A	07/29/19	MP	Revise prepetition lien analysis memorandum	0.50	\$155.00
B120A	07/30/19	MRM	Begin reviewing initial lien review memorandum prepared by lien review team, forward to R. Chahil and P. Thomas for review and incorporation into critical transactions list, copy charts of amendments into new excel chart for drafting/brainstorming of follow up questions, circulate to R. Chahil and P. Thomas for additions and review	0.90	\$441.00
B120A	07/30/19	MRM	Review lien review memorandum re: Bellefontaine Facility (.3); review Prospect production re: mortgage/UCC filings on Bellefontaine Facility (.4); e-mail G. Olivera re: same (.2)	0.90	\$441.00
B120A	07/31/19	LAC	Work on lien review memo	1.20	\$1,284.00
Total B120A - Investigation of Prepetition Lenders				38.80	\$23,022.50
<u>B130 Asset Disposition</u>					
B130	07/01/19	ESC	Confer with counsel for the second lien lenders re: settlement discussions	0.10	\$72.00
B130	07/01/19	ESC	Phone call with counsel for prior interested party re: sale process	0.30	\$216.00
B130	07/01/19	JC	E-mail to committee re: sale hearing update	0.40	\$382.00
B130	07/01/19	MAK	Continue preparing for sale motion hearing	3.60	\$2,232.00
B130	07/01/19	MAK	Attend sale motion hearing	0.60	\$372.00
B130	07/02/19	ESC	Confer with various case parties re: order resolving committee motion (sale process and DIP financing)	0.10	\$72.00
B130	07/02/19	ESC	Confer with G. Danenhauer re: NDA for sale process	0.10	\$72.00
B130	07/02/19	ESC	Review proposed press release related to sale process	0.10	\$72.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B130	07/02/19	JC	Correspondence with T. Walsh and A. Friedman re: sale order language	0.50	\$477.50
B130	07/03/19	ESC	Confer with G. Danenhauer re: revised NDA for sale process	0.10	\$72.00
B130	07/03/19	ESC	Address status of committee's sale process including NDA and press release	0.20	\$144.00
B130	07/03/19	GLO	Review Emerald Capital's updated due diligence request list necessary to run the going concern sale process	0.20	\$110.00
B130	07/05/19	ESC	Confer with LS and Emerald teams re: sale process issues	0.20	\$144.00
B130	07/05/19	ESC	Confer with debtors' counsel re: sale related issues	0.10	\$72.00
B130	07/06/19	ESC	Address various updates with NDA's and sale process	0.10	\$72.00
B130	07/07/19	ESC	Review updates on sale process	0.10	\$72.00
B130	07/08/19	ESC	Address various issues with interested party's NDA comments including e-mails with Emerald and the Debtors.	0.10	\$72.00
B130	07/08/19	ESC	Review press release related to Emerald run sale process	0.10	\$72.00
B130	07/08/19	ESC	Confer with Debtors' counsel, LS team and Emerald re: sale of Evans Sports business; begin reviewing APA re: same	0.90	\$648.00
B130	07/08/19	GLO	Review e-mails re: going concern sale of the Debtors	0.20	\$110.00
B130	07/08/19	JC	Review proposed Evans sale APA	0.40	\$382.00
B130	07/09/19	ESC	Confer with Emerald re: sale process issues	0.10	\$72.00
B130	07/09/19	ESC	Address issues with sale of Evans Co. business including e-mails with Emerald and LS team	0.20	\$144.00
B130	07/09/19	ESC	Confer with Emerald re: sale issues; confer with potential bidder re: same	0.20	\$144.00
B130	07/09/19	JC	Correspondence with J. Madden and R. Orloff re: NDA revisions re: sale process	0.50	\$477.50
B130	07/10/19	ESC	Address issues with interested party; interest in going concern sale and related NDA issues	0.10	\$72.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B130	07/11/19	ESC	Review update on Emerald's call with Prospect re: sale process	0.10	\$72.00
B130	07/11/19	ESC	Confer with Emerald re: executed NDA by interested party; confer with Debtors' counsel re: same	0.10	\$72.00
B130	07/11/19	JC	Multiple correspondence with Emerald re: sale process	1.20	\$1,146.00
B130	07/12/19	ESC	Address various issues with inventory levels in connection with sale process including e-mails with Emerald	0.20	\$144.00
B130	07/15/19	ESC	Meeting with LS team re: sale motion strategy	0.60	\$432.00
B130	07/15/19	ESC	Confer with Emerald re: issues with sale process due to drop in inventory levels	0.30	\$216.00
B130	07/15/19	ESC	Confer with counsel for Prospect re: issues with sale process due to declining inventory levels	0.10	\$72.00
B130	07/15/19	ESC	Phone call with Emerald re: strategy related to sale process (.5); confer with counsel for Prospect re: sale process and DIP issues (.5); confer with LS team re: same (.4)	1.40	\$1,008.00
B130	07/15/19	ESC	Confer with Emerald re: diligence related to sale issues	0.10	\$72.00
B130	07/15/19	ESC	Confer with potential bidder re: NDA revisions	0.10	\$72.00
B130	07/15/19	ESC	Confer with Debtors' counsel re: sale process issues	0.30	\$216.00
B130	07/15/19	ESC	Call with debtors' counsel re: sale and dip issues (.4); confer with counsel for Prospect re: same (.4)	0.80	\$576.00
B130	07/15/19	GLO	Conference call with counsel for the second lien lenders re: sale process	0.50	\$275.00
B130	07/15/19	JC	Correspondence with Emerald re: inventory sales	0.50	\$477.50
B130	07/15/19	MRM	Teleconference with E. Chafetz, J. Cohen, G. Olivera and Emerald Capital re: status update, status of sale process and revisions to draft supplemental DIP objection	0.50	\$245.00
B130	07/15/19	MRM	Teleconference with J. Cohen, E. Chafetz, G. Olivera and counsel to Prospect Capital re: status update, sale process issues re: inventory levels, Committee's objection to DIP	0.50	\$245.00
B130	07/16/19	ESC	Confer with Debtors' counsel re: sale and other diligence related issues	0.20	\$144.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B130	07/16/19	ESC	Confer with counsel for the Debtors re: NDA issues	0.10	\$72.00
B130	07/16/19	ESC	Phone call with counsel for Prospect re: sale issues	0.20	\$144.00
B130	07/16/19	ESC	Revisions to motion to enforce sale order	2.20	\$1,584.00
B130	07/16/19	ESC	Assist with finalizing motion to enforce order approving the Committee's going concern sale process	0.90	\$648.00
B130	07/16/19	GLO	Review e-mails with Debtors' counsel and the Emerald Capital team re: going concern sale process and inventory levels	0.30	\$165.00
B130	07/16/19	JC	Multiple correspondence re: sale process and discovery requests from Debtors	1.40	\$1,337.00
B130	07/16/19	MAK	Review, draft and revise motion to enforce sale order	3.50	\$2,170.00
B130	07/16/19	MRM	Pre-Hearing strategy conference at the offices of Morris James with E. Monzo, E. Chafetz and M. Kaplan re: sale	0.60	\$294.00
B130	07/16/19	MRM	Draft expedited motion to enforce stipulated sale order, incorporate comments of E. Chafetz, M. Kaplan, E. Monzo, J. Madden, R. Fuelner and circulate for review prior to filing	7.10	\$3,479.00
B130	07/16/19	MRM	Draft declaration of J. Madden in support of motion to enforce sale order and circulate for review and sign off	0.70	\$343.00
B130	07/16/19	MRM	Draft declaration of M. Blank in support of motion to enforce sale order and circulate for review and signoff prior to filing	0.40	\$196.00
B130	07/16/19	MRM	Final proofreading and edits to motion to enforce sale order, oversee/coordinate filing of motion to enforce and supporting documents in conjunction with E. Monzo	0.30	\$147.00
B130	07/17/19	ESC	Phone call with Debtors' counsel and financial advisor re: motion to enforce order authorizing sales (.2); confer with LS team re: same (.2)	0.40	\$288.00
B130	07/17/19	ESC	Confer with various case professionals re: going concern sale issues	0.20	\$144.00
B130	07/17/19	ESC	Confer with J. Cohen re: settlement issues related to sale	0.10	\$72.00
B130	07/17/19	ESC	Review proposed order resolving committee's motion to enforce order approving going concern sale process; confer with the committee's professionals re: same	0.30	\$216.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B130	07/17/19	ESC	Further review and comment on proposed order resolving committee's motion to enforce order approving going concern sale process (.1); confer with debtors' counsel re: same (.1)	0.20	\$144.00
B130	07/17/19	GLO	Review, analyze, and edit the proposed consent order granting the committee's stipulated sale order	0.50	\$275.00
B130	07/17/19	GLO	E-mail with C. Saitta re: consent order with the Debtors on inventory sales re: sale issues	0.20	\$110.00
B130	07/17/19	GLO	Review e-mails re: the going concern sale process and inventory levels	0.40	\$220.00
B130	07/17/19	GLO	Prepare for and participate in conference call with Debtors counsel re: committee's motion to establish minimum inventory levels	0.40	\$220.00
B130	07/17/19	JC	Multiple correspondence with LS and Emerald teams re: motion to enforce resolution of sale related issues	1.30	\$1,241.50
B130	07/17/19	JC	Telephone call with M. Kaplan and E. Chafetz re: negotiated resolution of sale issues	0.80	\$764.00
B130	07/17/19	MRM	Meet and confer with M. Kaplan, E. Chafetz, G. Olivera, Debtors' counsel (McDermott Will & Emery) and financial advisors (Winter Harbour) re: motion to enforce stipulated sale order	0.20	\$98.00
B130	07/17/19	MRM	Strategy teleconference with G. Olivera, E. Chafetz and M. Kaplan following meet and confer with Debtors re: motion to enforce stipulated sale order	0.30	\$147.00
B130	07/18/19	ESC	Address various issues concerning order enforcing order authorizing the committee to run a going concern sale process including e-mails with various case professionals	0.70	\$504.00
B130	07/18/19	ESC	Confer with Debtors' counsel re: order resolving committee motion for enforcement of going concern sale process (.2); confer with Emerald re: same (.2); revise order to address final comments (.1)	0.50	\$360.00
B130	07/18/19	ESC	Address various issues with NDA provided by interested party	0.20	\$144.00
B130	07/18/19	ESC	Review entered order approving settlement of committee's motion to enforce sale order (.1); confer with G. Olivera re: same (.1)	0.20	\$144.00
B130	07/18/19	ESC	Address various going concern sale issues	0.40	\$288.00
B130	07/18/19	GLO	E-mail C. Saitta re: the Debtors' inventory levels	0.40	\$220.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B130	07/18/19	GLO	Confer with E. Chafetz re: consent order on the disposition of the Debtors' inventory (sale process)	0.40	\$220.00
B130	07/18/19	GLO	Review e-mails from J. Madden re: Debtors' inventory levels (sale process)	0.20	\$110.00
B130	07/18/19	GLO	Review changes to the draft consent order re: the Debtors' inventory levels (sale process)	0.30	\$165.00
B130	07/18/19	GLO	Review e-mails from counsel for Prospect and the Debtors re: consent order on the Debtors' inventory levels (sale process)	0.40	\$220.00
B130	07/19/19	ESC	Address various issues with going concern sale process	0.20	\$144.00
B130	07/22/19	ESC	Address inquiry by interested party wanting to purchase inventory	0.10	\$72.00
B130	07/22/19	ESC	Confer with J. Cohen, M. Kaplan and G. Olivera re: case strategy (sale and other issues) (.5); follow up with J. Cohen and G. Olivera re: same (.1)	0.60	\$432.00
B130	07/22/19	ESC	Confer with Emerald and the Debtors re: NDA issues	0.10	\$72.00
B130	07/23/19	ESC	Confer with Emerald re: sale process updates	0.10	\$72.00
B130	07/23/19	ESC	Address various issues with sale of Evans Sports including review of revised APA (.6) and e-mails with Emerald and LS teams (.2) and debtors' counsel (.2)	1.00	\$720.00
B130	07/23/19	JC	Correspondence with Emerald re: sale process	0.60	\$573.00
B130	07/24/19	ESC	Review updates on going concern sale process and litigation work streams	0.20	\$144.00
B130	07/24/19	ESC	Confer with Debtors' counsel re: motion papers related to sale of Bellefontaine Facility	0.10	\$72.00
B130	07/24/19	ESC	Review motion to sell Bellefontaine property and related documents	0.90	\$648.00
B130	07/24/19	GLO	Review and analyze the Debtors' motion to sell the Bellefontaine (OH) distribution facility	1.80	\$990.00
B130	07/24/19	GLO	Review and analyze the bidding procedures for the sale of the Debtors' Bellefontaine (OH) distribution facility	1.10	\$605.00
B130	07/24/19	GLO	Review and analyze the proposed asset purchase agreement for the Debtors' Bellefontaine (OH) distribution facility	1.70	\$935.00
B130	07/24/19	GLO	Review e-mail from J. Cohen re: asset sale	0.10	\$55.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B130	07/25/19	ESC	Review filed version of debtors' motion for an order, pursuant to section 105, 363, and 365 of the bankruptcy code, (I) approving the asset purchase agreement for the sale of certain assets of Evans Sports, Inc. and authorizing the sale contemplated therein; and (II) granting related relief	0.20	\$144.00
B130	07/25/19	GLO	Review e-mails re: the sale of the Debtors' Bellefontaine facility	0.20	\$110.00
B130	07/25/19	MRM	Review and analyze debtors' 363 Motion to sell Evans Sports, e-mails with G. Olivera, J. Cohen and E. Chafetz re: potential issues and objections to same	0.60	\$294.00
B130	07/26/19	ESC	Address various issues with sale inquiry by Salt Lake City landlord	0.10	\$72.00
B130	07/29/19	ESC	Address issues with proposed sale of Ohio plant to E Brothers	0.10	\$72.00
B130	07/29/19	ESC	Confer with G. Olivera re: various case issues (sale motions, lien review, etc.)	0.10	\$72.00
B130	07/29/19	GLO	Analyze issues with the Debtors' motion to sell the Bellefontaine facility	0.70	\$385.00
B130	07/29/19	GLO	Review e-mail from M. MacDonald re: E Brothers Ltd sale	0.20	\$110.00
B130	07/29/19	MRM	Review guidance from J. Cohen re: insider questions re: stalking horse for Bellefontaine Facility, e-mail R. Orloff (MWE) re: same	0.20	\$98.00
B130	07/29/19	MRM	Review debtors' motion to dell Bellefontaine facility to "E Brothers Ltd." re: identity and insider status of "E Brothers Ltd.", research "Matt Robinson" (authorized rep of purchaser) and connection to address in Bellefontaine, OH (.5); e-mail summary of research/review to E. Chafetz, J. Cohen, G. Olivera and e-mail KRS with follow up requests re: same (.3); call and leave voicemail for R. Orloff (MWE) re: same (.1)	0.90	\$441.00
B130	07/30/19	ESC	Address issues with sale of E. Brothers Ltd.	0.10	\$72.00
B130	07/30/19	GLO	E-mail M. MacDonald re: Bellefontaine facility sale issues	0.20	\$110.00
B130	07/30/19	GLO	Review motion for sale of Bellefontaine facility and analyze issues pertaining to related liens	0.80	\$440.00
B130	07/30/19	GLO	Review e-mails re: Debtors' Motion for Approval of Bid Procedures for sale of Bellefontaine facility	0.20	\$110.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B130	07/31/19	ESC	Address various issues with the sale of Bellefontaine, Illinois facility	0.10	\$72.00
B130	07/31/19	GLO	E-mail M. MacDonald re: sale of Bellefontaine facility	0.20	\$110.00
Total B130 - Asset Disposition				57.30	\$37,471.00

B150 Meetings of and Communication with Creditors

B150	07/01/19	GLO	Draft e-mail to the committee of unsecured creditors re: hearing on July 1	0.80	\$440.00
B150	07/02/19	GD	Draft and revise Committee confidentiality agreement (.2); e-mails with E. Chafetz re: same (.2)	0.40	\$288.00
B150	07/02/19	JC	Review employee motion summary for the committee	0.60	\$573.00
B150	07/02/19	MRM	Revise and add recommendations to draft e-mail to Committee re: summary and recommendation regarding Debtors' KERP, KEIP and severance motions	0.70	\$343.00
B150	07/03/19	ESC	Review and comment on e-mail to the committee (and motion summaries) re: updates and call cancellation	1.40	\$1,008.00
B150	07/03/19	GLO	Draft e-mail to the committee re: bylaws and the confidentiality agreement with the Debtors	0.30	\$165.00
B150	07/03/19	GLO	E-mail debtors' counsel re: proposed confidentiality agreement with the committee	0.20	\$110.00
B150	07/03/19	GLO	Confer with E. Chafetz re: the committee's bylaws and the confidentiality agreement with the Debtors	0.50	\$275.00
B150	07/03/19	GLO	Draft summary of the Debtors' first day pleadings along with recommendations for the committee	0.90	\$495.00
B150	07/03/19	JC	Review and revise employee memo for the committee	0.70	\$668.50
B150	07/03/19	MRM	Revise draft status update to Committee	0.50	\$245.00
B150	07/03/19	MRM	Draft summary and recommendations re: wages motion for distribution to Committee	0.80	\$392.00
B150	07/03/19	MRM	Review J. Cohen edits to summary for committee members re: KERP, KEIP and severance motions (.3); draft and insert legal standard re: KEIP Motion (.4); draft e-mail to Committee re: KERP, KEIP, and severance plus status update re: consensual sale process (.6); finalize and circulate to E. Chafetz for review (.2)	1.50	\$735.00

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B150	07/03/19	MRM	Incorporate E. Chafetz comments to KEIP/KERP/Severance summary for the committee	0.60	\$294.00
B150	07/05/19	ESC	Review and comment on additional first day motion summaries for the committee	0.30	\$216.00
B150	07/06/19	ESC	Confer with G. Olivera re: motion summaries for the committee	0.10	\$72.00
B150	07/06/19	MRM	Review draft recommendations to Committee regarding further investigation into Prospect Capital's claims prepared by R. Chahil, e-mail comments re: same to R. Chahill	0.70	\$343.00
B150	07/07/19	MRM	Prepare outline for revised draft memorandum to Committee regarding Lowenstein's initial analysis of Prospect's South Carolina complaint	2.10	\$1,029.00
B150	07/07/19	MRM	Revise introduction, factual background, legal analysis and recommendations to Committee in draft memorandum re: Prospect Capital claims and circulate revised draft to R. Chahil and P. Thomas for review and comments	4.80	\$2,352.00
B150	07/08/19	ESC	Confer with the committee re: various updates (committee call, motion summaries, DIP objection, KERP issues)	0.80	\$576.00
B150	07/08/19	ESC	Confer with various committee members re: committee call	0.10	\$72.00
B150	07/08/19	GLO	Confer with R. Orloff re: committee confidentiality agreement	0.20	\$110.00
B150	07/08/19	GLO	Finalize and execute the committee non-disclosure agreement with the Debtors	0.40	\$220.00
B150	07/08/19	GLO	E-mail P. Andes re: non-disclosure agreement	0.10	\$55.00
B150	07/08/19	GLO	Confer with E. Chafetz re: committee bylaws and the confidentiality agreement with the Debtors	0.30	\$165.00
B150	07/08/19	GLO	Review e-mail from E. Chafetz re: committee call and update	0.20	\$110.00
B150	07/08/19	MRM	Proofread, provide comments and edits to P. Thomas re: revised memorandum to committee re: Prospect Capital claims	0.50	\$245.00
B150	07/08/19	MRM	Review R. Chahil edits and comments to draft memorandum to committee re: Prospect Capital claims, proofread, finalize and send to M. Kaplan for review	0.90	\$441.00

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B150	07/09/19	ESC	Address various issues with committee non disclosure agreement	0.10	\$72.00
B150	07/09/19	ESC	Participate in weekly committee call	0.90	\$648.00
B150	07/09/19	GLO	Participate in the weekly conference call	0.90	\$495.00
B150	07/09/19	JC	Conduct committee conference call and meet with M. MacDonald and G. Olivera re: same	1.10	\$1,050.50
B150	07/09/19	MAK	Conference call with UCC	0.70	\$434.00
B150	07/09/19	MRM	Teleconference with committee re: issues to be heard at upcoming second day hearing, status of negotiations with debtors, litigation memorandum re: Prospect Capital complaint and steps moving forward	0.90	\$441.00
B150	07/09/19	RKC	Conference call with Committee re: case updates and possible investigation of Prospect's claims	0.90	\$414.00
B150	07/16/19	ESC	Draft e-mail to the Committee re: hearing recap	0.80	\$576.00
B150	07/16/19	ESC	Draft e-mail to the Committee re: various case updates including hearing	0.20	\$144.00
B150	07/17/19	ESC	Draft e-mail to the Committee re: motion to enforce order authorizing the Committee to run a going concern sale process	0.20	\$144.00
B150	07/18/19	ESC	Conference call with committee professionals in preparation for committee call	0.20	\$144.00
B150	07/18/19	ESC	Participate in committee call	0.70	\$504.00
B150	07/18/19	ESC	Revise e-mail to the committee re: order resolving committee motion to enforce order approving going concern sale process	0.20	\$144.00
B150	07/18/19	GLO	Prepare for and participate in weekly conference call with the committee's professionals	0.20	\$110.00
B150	07/18/19	GLO	Prepare for and participate in the weekly conference call with the unsecured creditors' committee	0.70	\$385.00
B150	07/18/19	GLO	Draft e-mail to the committee re: consent order on the Debtors' inventory levels	0.30	\$165.00
B150	07/18/19	MAK	Participate in committee professional call (.3) and call with committee re: case status (.5)	0.80	\$496.00
B150	07/20/19	ESC	Confer with committee re: inventory list	0.10	\$72.00

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B150	07/23/19	GLO	Review e-mails from Debtors' counsel and E. Chafetz re: sale process	0.30	\$165.00
B150	07/24/19	ESC	Confer with G. Olivera re: committee call preparation	0.20	\$144.00
B150	07/24/19	GLO	Draft committee call agenda	0.30	\$165.00
B150	07/25/19	ESC	Assist with finalizing committee call agenda	0.10	\$72.00
B150	07/25/19	GLO	Review Emerald Capital's presentation to the committee	0.30	\$165.00
B150	07/25/19	GLO	Prepare for and participate in weekly committee professional's conference call re: pending matters	0.20	\$110.00
B150	07/25/19	GLO	Prepare for and participate in weekly conference call with the committee	1.00	\$550.00
B150	07/25/19	JC	Conduct committee conference call	1.00	\$955.00
B150	07/25/19	MAK	Participate in UCC professionals call (.4); UCC weekly committee call (.5)	0.90	\$558.00
B150	07/25/19	MRM	Teleconference with Committee re: update on conclusion of sale process, debtors' proposed liquidation plan and proposed case strategy moving forward	1.00	\$490.00
B150	07/26/19	ESC	Confer with committee chair re: DIP issues	0.20	\$144.00
B150	07/26/19	ESC	Review Emerald's presentation material from committee call	0.20	\$144.00
B150	07/29/19	ESC	Confer with Committee member re: Prospect's request to speak to committee chair	0.10	\$72.00
B150	07/30/19	GLO	Review and edit application for reimbursement of Committee expenses	0.30	\$165.00
B150	07/30/19	MRM	Begin drafting summaries for Committee regarding debtors' motions to retain CBRE as real estate broker, to sell the assets of Evans' Sports, and to sell the Bellefontaine facility; draft section on Evans Sports; begin drafting section on Bellefontaine motion and proposed bid procedures	1.80	\$882.00
B150	07/30/19	MRM	Conference with G. Olivera re: drafting of summaries for Committee re: Evans Sports and Bellefontaine sales motion, e-mail R. Feulner and C. Saitta (Emerald) re: Emerald's analysis of APA terms for sales	0.30	\$147.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B150	07/30/19	MRM	Draft status update e-mail to Committee re: denial of motion to shorten, Rule 2004 Motions and Wellspring's motion to lift stay and transfer venue	0.60	\$294.00
B150	07/31/19	ESC	Draft e-mail to the committee re: financing update	0.30	\$216.00
B150	07/31/19	ESC	Review and comment on committee call agenda (.1); review and comment on motion summaries (.8)	0.90	\$648.00
B150	07/31/19	GLO	Edit the summary of the Debtors' recently filed pleadings for the committee	1.80	\$990.00
B150	07/31/19	MAK	Revise and send update e-mail to UCC re: case updates	0.40	\$248.00
B150	07/31/19	MRM	Continue drafting summaries of Debtors' application to retain CBRE as real estate broker and motions to sell Evans Sports and Bellefontaine facility, draft new section regarding CBRE retention application (1.1); conference with G. Olivera re: same (.1); e-mail C. Saitta (Emerald) regarding Emerald's analysis re: CBRE compensation and terms (.1); finalize section re: Evans Sports (.3); continue drafting sections re: stalking horse APA and bid procedures for sale of Bellefontaine facility, finalize first draft (1.3); highlight inserts re: Emerald opinion and send to G. Olivera for review (.1); teleconference with C. Saitta re: Emerald's analysis of retention application and sale motions (.1); e-mail G. Olivera summary of C. Saitta's/Emerald's analysis (.1)	3.20	\$1,568.00
B150	07/31/19	MRM	Revise draft summaries for Committee re: sale motions and CBRE retention application	1.30	\$637.00
Total B150 - Meetings of and Communication with Creditors				48.00	\$28,005.00

B160 Fee/Employment Applications

B160	07/02/19	EBL	Review and respond to e-mails re: initial LS budget	0.20	\$50.00
B160	07/02/19	ESC	Confer with LS team re: LS retention application	0.10	\$72.00
B160	07/02/19	JC	Review and revise Lowenstein retention papers	1.20	\$1,146.00
B160	07/02/19	MRM	Coordinate with J. Hanus (Committee Chairman) and B. Keilson (Morris James) regarding review and execution of LS retention application and declaration of J. Hanus in support	0.50	\$245.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B160	07/02/19	MRM	Review e-mail from J. Cohen re: instructions and assignment related to preparing and filing retention applications for Committee professionals on 7/3/19 and begin drafting task list	0.20	\$98.00
B160	07/02/19	MRM	Review current drafts of LS retention papers and template for budget and begin drafting notes regarding anticipated edits	0.30	\$147.00
B160	07/02/19	MRM	Revise LS retention application and declarations in support to incorporate additional interested parties and finalize prior to circulating for signature and execution	1.30	\$637.00
B160	07/02/19	MRM	Conference with E. Chafetz re: guidelines and guidance for drafting proposed LS budget through 8/30/19	0.20	\$98.00
B160	07/02/19	MRM	Prepare draft LS budget through 8/30 and circulate for review	0.50	\$245.00
B160	07/03/19	ESC	Review and sign off on LS' retention application	0.80	\$576.00
B160	07/03/19	GLO	Review the Lowenstein Sandler budget and staffing report for its retention application as committee counsel	0.20	\$110.00
B160	07/03/19	MRM	Teleconference with B. Keilson (Morris James) re: preparation for filing of LS' retention application, status of Emerald Capital's retention application and scheduling of hearing dates on Committee's retention applications	0.10	\$49.00
B160	07/03/19	MRM	Edit and finalize LS retention documents, circulate for review and comments, and send to B. Keilson for filing	1.60	\$784.00
B160	07/10/19	JC	Review and revise Lowenstein monthly prebill for compliance with UST Guidelines	1.10	\$1,050.50
B160	07/24/19	EBL	Review and summarize interim compensation order (.9); prepare form pleadings for LS monthly fee statements (.7)	1.60	\$400.00
B160	07/29/19	DC	Review docket for retention orders and interim compensation order, review same and prepare list of notice parties	0.40	\$108.00
B160	07/29/19	EBL	Review and respond to e-mail from E. Chafetz re: billing	0.20	\$50.00
B160	07/31/19	DC	Review docket for CNO's and retention orders, forward interim compensation order to SportCo team and confer with E. Lawler re: Lowenstein fee application	0.20	\$54.00
Total B160 - Fee/Employment Applications				10.70	\$5,919.50

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<u>Code</u>	<u>Date</u>	<u>Timekeeper</u>	<u>Time Narrative</u>	<u>Hours</u>	<u>Amount</u>
<u>B165 Employment and Retention Applications - Others</u>					
B165	07/01/19	ESC	Review declaration in support of the debtors' applications to authorize the retention and employment of (a) McDermott Will & Emery LLP and (b) Polsinelli PC	0.10	\$72.00
B165	07/01/19	GLO	Review O. Edgecomb declaration in support of the application to employ Debtors' counsel	0.20	\$110.00
B165	07/02/19	GLO	E-mail committee chairperson re: Lowenstein retention papers	0.20	\$110.00
B165	07/03/19	GLO	Review supplemental request of C. Ward in support of Debtors' application to employ Polsinelli	0.10	\$55.00
B165	07/17/19	ESC	Address various issues with Emerald retention application	0.10	\$72.00
B165	07/17/19	MRM	Assist with finalization and filing of retention application of Emerald Capital Advisors	0.40	\$196.00
B165	07/18/19	ESC	Review UST's comments to Emerald's retention application	0.10	\$72.00
B165	07/31/19	GLO	Review and analyze the Debtors' Application for entry of an order pursuant to sections 327(a) and 328(a) of the bankruptcy code authorizing the employment and retention of CBRE, Inc. as real estate broker bunc pro tunc to the petition date	0.70	\$385.00
Total B165 - Employment and Retention Applications - Others				1.90	\$1,072.00
<u>B175 Fee Applications and Invoices - Others</u>					
B175	07/15/19	ESC	Address issues with DIP secured parties' June 2019 invoices	0.10	\$72.00
B175	07/26/19	DC	Reply to e-mail from G. Olivera re: application for reimbursement of committee member xpenses	0.10	\$27.00
B175	07/26/19	ESC	Review monthly application for compensation / first monthly application of McDermott Will & Emery LLP for allowance of compensation and reimbursement of expenses as debtors' counsel	0.20	\$144.00
B175	07/30/19	DC	Prepare application for reimbursement of committee member Expenses, notice of application, proposed order and exhibits thereto	1.50	\$405.00
B175	07/31/19	EBL	Prepare Lowenstein Sandler's first monthly fee statement and related documents	1.20	\$300.00

ALL DETAILED INFORMATION IS CONSIDERED TO BE PRIVILEGED AND CONFIDENTIAL.

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
Total B175 - Fee Applications and Invoices - Others				3.10	\$948.00
<u>B190 Other Contested Matters (excluding assumption/rejection motions)</u>					
B190	07/02/19	CPT	Review M. MacDonald's analysis; revise document requests	2.60	\$1,092.00
B190	07/03/19	CPT	Review and revise discovery requests	0.90	\$378.00
B190	07/03/19	GLO	Review and analyze all of the Debtors' first day pleadings	2.60	\$1,430.00
B190	07/03/19	MAK	Confer with J. Cohen re: investigation strategy (.4); review and revise request for production of documents (.9); conference call with investigation team re: strategy (.3); continue review and analysis of SC complaint and legal theory (2.3)	3.90	\$2,418.00
B190	07/03/19	RKC	Revise and finalize first set of document requests to Debtors (1.2); conference with M. Kaplan, P. Thomas, and M. MacDonald re: memo to Committee re: fraudulent transfer claims (.6); research on additional case law on South Carolina Statute of Elizabeth (1.6)	3.40	\$1,564.00
B190	07/04/19	CPT	Prepare memorandum on the statute of Elizabeth for the committee of unsecured creditors	3.00	\$1,260.00
B190	07/04/19	RKC	Research re: additional case law on South Carolina Statute of Elizabeth (.5); draft recommendations section of memorandum to Committee on fraudulent transfer claims (1.0)	1.50	\$690.00
B190	07/06/19	GLO	E-mail E. Chafetz re: second day hearing	0.10	\$55.00
B190	07/08/19	RKC	Revise memorandum to committee re: Prospect's fraudulent transfer claims and recommended Rule 2004 examination (3.5); review document requests to Debtors and order them based on priority (.5)	4.00	\$1,840.00
B190	07/09/19	ESC	Confer with counsel for the Debtor re: cash management motion	0.10	\$72.00
B190	07/09/19	RKC	Call with Debtors' counsel re: document requests	0.20	\$92.00
B190	07/11/19	RKC	Draft common interest agreement	1.20	\$552.00
B190	07/12/19	RKC	Draft common interest agreement	0.70	\$322.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B190	07/15/19	MAK	Conference call with committee counsel and FAS (.5); conference call with counsel for Prospect (.2); e-mails re: DIP hearing and Rule 2004 motions (.6)	1.30	\$806.00
B190	07/15/19	RKC	Conference with M. MacDonald re: local rules for Rule 2004 motion	0.60	\$276.00
B190	07/16/19	CPT	Draft 2004 motion for the debtors	2.90	\$1,218.00
B190	07/16/19	GLO	Review e-mail re: potential rule 2004 motion	0.30	\$165.00
B190	07/16/19	GLO	Review and edit the committee's motion to enforce the stipulated sale order	0.90	\$495.00
B190	07/16/19	MRM	E-mail to R. Chahil and P. Thomas re: handoff of Rule 2004 Motion	0.60	\$294.00
B190	07/16/19	RKC	Draft Rule 2004 motion	5.10	\$2,346.00
B190	07/17/19	CPT	Prepare search terms for document requests to the debtors	2.70	\$1,134.00
B190	07/17/19	GLO	Review and edit draft 2004 motion	1.20	\$660.00
B190	07/17/19	MAK	Conference call with debtor counsel (.2); review and revise search terms and custodian list (1.2); review and revise second set of document requests (2.2)	3.60	\$2,232.00
B190	07/17/19	RKC	Review documents produced by Debtors on 7/16/19	0.20	\$92.00
B190	07/17/19	RKC	Conference with M. Kaplan re: case strategy (.2); conference with P. Thomas re: document collection parameters (.1)	0.30	\$138.00
B190	07/18/19	CPT	Prepare document requests to the debtors' insiders	2.60	\$1,092.00
B190	07/19/19	CPT	Finalize search terms to debtors; finalize and circulate document demands to team	2.40	\$1,008.00
B190	07/22/19	CPT	Confer with M. Kaplan and M. MacDonald re: plan for examination notices	6.10	\$2,562.00
B190	07/22/19	MAK	Inter-office e-mails re: second set of discovery requests (.4); inter-office strategy call (.5); revise second set of discovery requests (1.5)	2.40	\$1,488.00
B190	07/23/19	CPT	Look up original service date for the debtors; provide in e-mail to M. Kaplan; serve requests for production via mail on select insiders; revise search terms based on the Debtors' objections	1.90	\$798.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B190	07/23/19	MAK	E-mails re: second set of discovery requests	0.70	\$434.00
B190	07/24/19	CPT	Review motion to shorten time; review 2004 motion; draft 2004 motion for the Wellspring entities and individuals	2.20	\$924.00
B190	07/24/19	MRM	Revise and edit motion to shorten re: rule 2004 Motions	0.50	\$245.00
B190	07/24/19	MRM	Continue drafting motion to shorten re: rule 2004 motions directed at Debtors and Wellspring Capital, e-mail B. Keilson & E. Mondo re: implications of Local Rule 2004-1(d) re: objection deadline, continue drafting Motion to Shorten	2.90	\$1,421.00
B190	07/24/19	MRM	Begin review of templates for motion to shorten time re: rule 2004 Motions against Debtors and Wellspring entities, e-mail M. Kaplan re: Local Rule 9006(c)(1) requirements, e-mail P. Thomas & R. Chalil re: procedural posture and requirements	0.90	\$441.00
B190	07/24/19	RKC	Conference with M. Kaplan re: Rule 2004 motions (.1); draft and reviserule 2004 motion to Debtors (1.1)	1.20	\$552.00
B190	07/25/19	CPT	Review and revise 2004 motions (1.5); review M. Kaplan's edits to 2004 motions (.3); revise 2004 motions (3.5)	5.30	\$2,226.00
B190	07/25/19	ESC	Review various 2004 motions	0.60	\$432.00
B190	07/25/19	GLO	Review and edit the committee's rule 2004 motion	1.20	\$660.00
B190	07/25/19	GLO	Review M. Kaplan's edits to the committee's rule 2004 motion	0.40	\$220.00
B190	07/25/19	JC	Review and revise draft 2004 motions	1.30	\$1,241.50
B190	07/25/19	MAK	Review and revise draft Rule 2004 motions (2.1); review and revise draft motions to shorten (1.6); inter-office e-mails re: motions (.3)	4.00	\$2,480.00
B190	07/25/19	MRM	Review and provide comments on draft Rule 2004 motions directed at debtors	0.50	\$245.00
B190	07/25/19	MRM	Review and respond to e-mails re: finalization of rule 2004 motions, current status of edits and workflow process	0.60	\$294.00
B190	07/25/19	MRM	Revise motion to shorten per M. Kaplan comments	0.30	\$147.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B190	07/25/19	MRM	Review and circulate draft rule 2004 motions and motion to shorten, e-mail conference with B. Keilson and J. Dawson re: compliance with local rules and filing procedure for 7/26/19, e-mails with J. Cohen, E. Chafetz and B. Keilson re: form of rule 2004 motions and compliance with local rules	1.00	\$490.00
B190	07/25/19	MRM	Revise and finalize draft motion to shorten, prepare proposed order and supporting exhibits and send to M. Kaplan for review	0.40	\$196.00
B190	07/25/19	MRM	Review draft Rule 2004 motions and continue revising motion to shorten	0.30	\$147.00
B190	07/26/19	CPT	Meet with M. Kaplan, R. Chahil and M. MacDonald (.3); revise 2004 motion directed at Wellspring (.4); revise exhibits to 2004 motion directed at Wellspring (.3); meet with R. Chahil re: 2004 motion (.8)	1.80	\$756.00
B190	07/26/19	ESC	Address various issues with 2004 motions	0.20	\$144.00
B190	07/26/19	MAK	Review and finalize Rule 2004 motions (1.2); review and finalize motions to shorten (.8); inter-office e-mails re: motions (.6)	2.60	\$1,612.00
B190	07/26/19	MRM	Revise motion to shorten final proofreading and revisions, e-mails with B. Keilson re: filing timeline for motion to shorten and rule 2004 motions, oversee finalization and filing of same	1.10	\$539.00
B190	07/26/19	MRM	Revise motion to shorten per M. Kaplan comments, review and cite-check draft Rule 2004 Motions, e-mails with R. Chahil re: finalization of same	1.80	\$882.00
B190	07/26/19	MRM	Teleconference with M. Kaplan, R. Chahil and P. Thomas re: comments and edits to rule 2004 motions and motion to shorten	0.30	\$147.00
B190	07/26/19	MRM	Revise draft motion to shorten and circulate redline to R. Chahil, P. Thomas and M. Kaplan for review and comments before finalizing and sending to local counsel for filing	0.80	\$392.00
B190	07/26/19	RKC	Conference with M. Kaplan, P. Thomas, and M. MacDonald re: 2004 Motions (.3); revise 2004 Motion to Debtors (.7); revise 2004 Motion to Wellspring (.7); draft proposed orders (.7); finalize all motions and exhibits (1.0); conference with P. Thomas and M. MacDonald re: same (.3); conference with local counsel re: 2004 Motions (.5)	4.20	\$1,932.00
B190	07/27/19	ESC	Review filed versions of 2004 motions (.5); confer with LS team re: same (.1)	0.60	\$432.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B190	07/27/19	RKC	Conference with M. MacDonald and P. Thomas re: document review strategy	0.60	\$276.00
B190	07/29/19	CPT	Review debtors' auditors and book keepers (.4); attend to e-mails from M. MacDonald (.2); draft document requests to M. Mosier (1.0); draft letter to M. Mosier(.3); review and revise letter to M. Mosier based on M. MacDonald's comments (.2); revise document requests to M. Mosier (.2)	2.30	\$966.00
B190	07/29/19	JC	Discuss Wellspring objection to motion to shorten and discuss with M. Kaplan	0.60	\$573.00
B190	07/29/19	RKC	Conference with M. MacDonald, P. Thomas, and M. Kaplan re: document requests to additional parties	0.30	\$138.00
B190	07/29/19	RKC	Review documents produced by Debtors pursuant to Committee's Rule 2004 document requests	0.90	\$414.00
B190	07/30/19	ESC	Address various issues with Wellspring response to motion to shorten including review of objection	0.20	\$144.00
B190	07/30/19	ESC	Review order (WITH REVISIONS) regarding the notice period with respect to the committee's motions for orders pursuant to bankruptcy rule 2004 and local rule 2004-1 directing the examination and production of documents from the debtors, Wellspring Capital Management LLC, Wellspring Capital Partners IV, L.P., WCM GenPar IV, L.P., WCM GenPar IV GP, LLC, Alexander E. Carles, William F. Dawson, Jr., and John E. Morningstar and (II) scheduling the committee's rule 2004 motions to be heard at the omnibus hearing	0.10	\$72.00
B190	07/30/19	JC	Review Wellspring response and related court order	1.10	\$1,050.50
B190	07/30/19	MAK	E-mails re: litigation strategy (.2); continue review of document production (1.2)	1.40	\$868.00
B190	07/30/19	RKC	Review documents produced by Debtors and Wellspring pursuant to Committee's rule 2004 document requests (2.4); conference with M. MacDonald and M. Kaplan re: same (.3)	2.70	\$1,242.00
B190	07/31/19	CPT	Revise document requests and cover letter to M. Mosier (.6); finalize and serve document requests and cover letter to M. Mosier (.6)	1.60	\$672.00
B190	07/31/19	GLO	Review e-mail from M. Kaplan re: Rule 2004 motions status update	0.20	\$110.00
B190	07/31/19	GLO	Confer with M. MacDonald re: the Debtors' pending motions re: summaries for the committee	0.50	\$275.00

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<u>Code</u>	<u>Date</u>	<u>Timekeeper</u>	<u>Time Narrative</u>	<u>Hours</u>	<u>Amount</u>
Total B190 - Other Contested Matters (excluding assumption/rejection motions)				109.50	\$55,001.00
<u>B195 Non-Working Travel</u>					
B195	07/01/19	JC	Round trip travel from NYC to DE with substantial return delays (billed at 1/2 time)	4.40	\$2,101.00
B195	07/01/19	MAK	Travel to and from Wilmington, DE	2.70	\$837.00
B195	07/16/19	ESC	Travel to hearing on supplemental DIP objection (1.0); travel home from hearing (1.1)	2.10	\$756.00
B195	07/16/19	MAK	Travel to and from Wilmington, DE	3.60	\$1,116.00
B195	07/16/19	MRM	Non-working travel, on Amtrak from NYC to DE to attend hearing on July 16	1.10	\$269.50
B195	07/16/19	MRM	Amtrak (NE Regional) returning from hearing in Wilmington, DE on 7/16/19 to NYC	2.00	\$490.00
Total B195 - Non-Working Travel				15.90	\$5,569.50
<u>B200 - Operations</u>					
<u>B210 Business Operations</u>					
B210	07/11/19	ESC	Confer with the Debtor re: case strategy	0.30	\$216.00
B210	07/11/19	ESC	Confer with Debtors' counsel re: case status	0.10	\$72.00
B210	07/13/19	ESC	Address various issues with changes to cash management order	0.20	\$144.00
B210	07/15/19	ESC	Confer with counsel for Wells Fargo re: cash management order	0.10	\$72.00
B210	07/22/19	ESC	Review debtor-in-possession monthly operating report for filing period June 10, 2019 to June 30, 2019	0.10	\$72.00
B210	07/22/19	GLO	Review and analyze the Debtors' June 2019 monthly operating report	0.40	\$220.00
B210	07/24/19	ESC	Confer with counsel for Prospect re: next steps	0.30	\$216.00
B210	07/26/19	ESC	Confer with the CRO re: various case issues	0.20	\$144.00

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<u>Code</u>	<u>Date</u>	<u>Timekeeper</u>	<u>Time Narrative</u>	<u>Hours</u>	<u>Amount</u>
Total B210 - Business Operations				1.70	\$1,156.00
<u>B220 Employee Benefits/Pensions</u>					
B220	07/01/19	ESC	Confer with M. McDonald re: KEIP / KERP motions	0.10	\$72.00
B220	07/03/19	GLO	Review and analyze the supplemental declaration of Dalton Edgecomb in support of the Debtors KERP, KEIP, and severance motions	0.30	\$165.00
B220	07/06/19	ESC	Confer with LS team re: KEIP objection	0.10	\$72.00
B220	07/06/19	GLO	E-mail J. Madden re: Debtors' wage motion	0.10	\$55.00
B220	07/08/19	ESC	Confer with J. Madden re: wage motion	0.10	\$72.00
B220	07/08/19	ESC	Participate in call with counsel for the Debtors re: KERP, DIP, sale and other case issues (.5); follow up with LS team re: same (.1)	0.60	\$432.00
B220	07/08/19	GLO	Review e-mail from C. Saitta re: incentive targets in Debtors' KEIP motion	0.10	\$55.00
B220	07/08/19	JC	Conference call with D. Azman and R. Orloff re: KEIP and KERP motions	0.70	\$668.50
B220	07/08/19	MRM	Begin drafting form of objection, introduction and preliminary statement for Committee's objection to KEIP Motion	0.80	\$392.00
B220	07/08/19	MRM	Teleconference with D. Amzan, R. Orloff, T. Walsh (Debtors' counsel) and SportCo team (J. Cohen, E. Chafetz and G. Olivera) re: KEIP/KERP/severance issues, case status and issues moving forward	0.70	\$343.00
B220	07/08/19	MRM	Draft e-mail to Debtors setting forth Committee's anticipated objections to KEIP, send to J. Cohen for review, finalize and send to D. Azman (0.3)	0.30	\$147.00
B220	07/09/19	JC	Correspondence with T. Walsh re: KEIP/KERP	0.40	\$382.00
B220	07/09/19	MRM	Draft draft objection to KEIP into statement of committee concerning all employment motions	0.90	\$441.00
B220	07/10/19	ESC	Address updates on KEIP/KERP and other first day discussions	0.10	\$72.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B220	07/11/19	ESC	Review notice of filing of revised exhibit B to the motion to approve the debtors key employee retention program for certain non-insider employees	0.20	\$144.00
B220	07/11/19	ESC	Review notice of withdrawal of motion for entry of an order (I) approving the debtors' key employee incentive program for certain employees and (II) granting related relief	0.10	\$72.00
B220	07/12/19	ESC	Confer with LS team re: KEIP/KERP issues	0.10	\$72.00
B220	07/12/19	ESC	Confer with counsel for Prospect and the Debtors re: KEIP/KERP motion	0.10	\$72.00
B220	07/12/19	GLO	Review and analyze the Debtors' notice of filing of revised exhibit B to the motion to approve the debtors key employee retention program for certain non-insider employees	0.30	\$165.00
B220	07/12/19	MRM	Review Debtors' filings re: withdrawal of KEIP and submission of revised KERP (.3); analyze and draft short summary e-mail and analysis and send to J. Cohen, E. Chafetz, G. Olivera and J. Schneider (.1)	0.40	\$196.00
Total B220 - Employee Benefits/Pensions				6.50	\$4,089.50

B230 Financing/Cash Collateral

B230	07/03/19	ESC	E-mails with Debtors' counsel re: DIP issues list and sale process issues	0.30	\$216.00
B230	07/03/19	JC	Office call with E. Chafetz re: DIP financing	0.70	\$668.50
B230	07/03/19	JC	Telephone call with A. Freidman re: cash collateral	0.60	\$573.00
B230	07/06/19	ESC	Draft DIP objection	2.40	\$1,728.00
B230	07/07/19	ESC	Confer with counsel for Prospect Capital re: cash collateral settlement meeting	0.10	\$72.00
B230	07/07/19	ESC	Continue drafting DIP objection	2.30	\$1,656.00
B230	07/07/19	ESC	Confer with Debtors' counsel and counsel for Bank of America re: DIP issues	0.10	\$72.00
B230	07/08/19	ESC	Confer with Debtors' counsel re: DIP and KEIP issues	0.10	\$72.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B230	07/08/19	ESC	Confer with DIP lenders' counsel re: DIP issues	0.30	\$216.00
B230	07/08/19	ESC	Confer with J. Cohen re: various case issues (Prospect, committee call, etc.)	0.20	\$144.00
B230	07/08/19	ESC	Review J. Cohen's comments to DIP objection; confer with J. Cohen re: same	0.30	\$216.00
B230	07/08/19	GLO	Review e-mail from Debtors' counsel re: DIP hearing	0.10	\$55.00
B230	07/08/19	JC	Review and revise draft DIP objection	1.10	\$1,050.50
B230	07/10/19	ESC	Confer with Emerald re: DIP objection	0.10	\$72.00
B230	07/11/19	ESC	Further revisions to DIP objection to incorporate Emerald's feedback	0.20	\$144.00
B230	07/11/19	JC	Multiple correspondence with E. Chafetz re: DIP discussions	1.30	\$1,241.50
B230	07/12/19	ESC	Confer with counsel for the ABL lenders/ DIP lenders re: DIP issues	0.10	\$72.00
B230	07/12/19	ESC	Confer with counsel for Prospect re: DIP and challenge issues	0.20	\$144.00
B230	07/12/19	ESC	Confer with J. Cohen re: various case issues (DIP and causes of action)	0.10	\$72.00
B230	07/12/19	ESC	E-mails with counsel for the Debtors, DIP/ABL lenders, and Prospect re: DIP issues	0.80	\$576.00
B230	07/12/19	ESC	Confer with local counsel re: DIP issues	0.20	\$144.00
B230	07/12/19	ESC	Confer with Prospect's counsel re: DIP and sale issues (.2); Confer with J. Cohen re: same (.2)	0.40	\$288.00
B230	07/12/19	JC	Multiple correspondence with E. Chafetz re: DIP discussions	1.30	\$1,241.50
B230	07/13/19	ESC	Prepare supplemental DIP objection	3.00	\$2,160.00
B230	07/13/19	ESC	Confer with counsel for the DIP lenders re: DIP / cash collateral and sale issues	0.20	\$144.00
B230	07/14/19	ESC	Further revisions to supplemental DIP objection (.1); confer with Emerald re: same (.1)	0.20	\$144.00
B230	07/14/19	MRM	Review and provide comments to E. Chafetz re: draft supplemental DIP objection	0.40	\$196.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B230	07/15/19	ESC	Confer with J. Cohen and M. Kaplan re: DIP hearing strategy	0.10	\$72.00
B230	07/15/19	ESC	Confer with J. Cohen re: comments to supplemental DIP objection (.1); review comments (.1)	0.20	\$144.00
B230	07/15/19	ESC	Further revisions to supplemental DIP objection	0.40	\$288.00
B230	07/15/19	GLO	Conference call with the Emerald Capital team re: hearing on DIP financing	0.50	\$275.00
B230	07/15/19	GLO	Review and edit the supplemental objection to the Debtors' motion for DIP financing	0.80	\$440.00
B230	07/15/19	JC	Review and revise supplemental DIP objection	0.80	\$764.00
B230	07/15/19	JC	Telephone call with A. Friedman and R. Kelbon re: continued use of cash collateral	0.70	\$668.50
B230	07/15/19	JC	Multiple correspondence with T. Walsh, A. Friedman, E. Chafetz re: continued negotiations and comments to DIP order and budget	1.30	\$1,241.50
B230	07/15/19	MRM	Revise draft supplemental objection to incorporate Emerald Capital's comments and additions, E. Chafetz and J. Cohen comments; revise and update declaration of J. Madden in support of same; oversee finalization and filing of supplemental objection and declaration in support	2.40	\$1,176.00
B230	07/15/19	MRM	Prepare shell for Emerald Capital declaration in support of supplemental objection to Debtors' DIP motion and send to Emerald Capital for substantive additions and finalization	0.40	\$196.00
B230	07/15/19	MRM	Strategy conference with J. Cohen, E. Chafetz, G. Olivera re: supplemental DIP objection, Debtors and Prospect Capital's strategy moving forward	0.40	\$196.00
B230	07/15/19	MRM	Teleconference with C. Saitta re: status of Emerald's additions to supplemental DIP objection and finalization of retention application for Emerald	0.20	\$98.00
B230	07/16/19	ESC	Review updated DIP budget and confer with various case parties re: same	0.20	\$144.00
B230	07/16/19	ESC	Prepare for hearing on supplemental DIP objection (1.6); meet with professionals re: same (.8)	2.40	\$1,728.00
B230	07/16/19	JC	Multiple correspondence with LS team re: DIP hearing outcome and strategy going forward	1.20	\$1,146.00
B230	07/16/19	JC	Multiple correspondence with Debtors' counsel and Prospect re: budgeting and inventory amounts	1.10	\$1,050.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B230	07/16/19	MAK	Prepare for hearing	0.90	\$558.00
B230	07/16/19	MAK	Attend hearing on interim DIP order	0.80	\$496.00
B230	07/24/19	ESC	Phone call with the Debtor's counsel re: case issues including financing	0.30	\$216.00
B230	07/24/19	ESC	Confer with counsel for the DIP lenders re: case status	0.20	\$144.00
B230	07/24/19	ESC	Review updated budget and liquidation analysis through October 2019 (.3); confer with LS team re: same (.1)	0.40	\$288.00
B230	07/25/19	ESC	Address issues with updated cash collateral budget	0.20	\$144.00
B230	07/25/19	ESC	Call with J. Cohen re: various case issues including cash collateral usage, DIP, sales, etc.	0.40	\$288.00
B230	07/25/19	ESC	Call with Debtors' counsel re: various case issues including cash collateral usage, DIP, sales, etc.	0.30	\$216.00
B230	07/25/19	JC	Review revised budget and correspondence re: same	0.80	\$764.00
B230	07/25/19	JC	Review redline financing order and correspondence re: same with E. Chafetz	1.40	\$1,337.00
B230	07/26/19	ESC	Address various issues with continued use of cash collateral	0.30	\$216.00
B230	07/26/19	ESC	Review various permutations of proposed final DIP order	2.20	\$1,584.00
B230	07/26/19	ESC	Confer with counsel for Prospect re: cash collateral issues	0.30	\$216.00
B230	07/26/19	ESC	Confer with Emerald re: DIP issues	0.20	\$144.00
B230	07/26/19	ESC	Confer with various parties re: DIP issues	0.30	\$216.00
B230	07/26/19	ESC	Confer with J. Cohen re: strategy related to DIP hearing	0.30	\$216.00
B230	07/26/19	ESC	Review updated DIP budget	0.20	\$144.00
B230	07/26/19	GLO	Review e-mails re: final DIP and cash collateral order	0.30	\$165.00
B230	07/26/19	JC	Multiple correspondence re: proposed redline DIP Order and budget	1.40	\$1,337.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B230	07/27/19	ESC	Review revised final DIP order (.4); confer with various care professionals re: same (.2)	0.60	\$432.00
B230	07/27/19	ESC	Confer with various case professionals re: adjournment of cash collateral hearing	0.20	\$144.00
B230	07/28/19	ESC	Confer with various case professionals re: adjournment of cash collateral hearing (.4); review second bridge cash collateral order (.2)	0.60	\$432.00
B230	07/29/19	ESC	Confer with various case professionals re: adjournment of cash collateral hearing	0.20	\$144.00
B230	07/29/19	ESC	Review revised bridge order related to continued use of cash collateral	0.20	\$144.00
B230	07/29/19	ESC	Confer with counsel for Prospect re: cash collateral dispute	0.10	\$72.00
B230	07/29/19	GLO	Review e-mails re: Final DIP and Cash Collateral Order	0.40	\$220.00
B230	07/29/19	GLO	Review proposed interim bridge DIP order	0.20	\$110.00
B230	07/30/19	JC	Telephone call with T. Walsh re: budget	0.30	\$286.50
B230	07/31/19	ESC	Call with Debtors' counsel re: financing issues	0.20	\$144.00
B230	07/31/19	ESC	Phone call with counsel for Prospect re: budget and case exit issues	0.70	\$504.00
B230	07/31/19	ESC	Confer with counsel for Prospect re: DIP issues	0.10	\$72.00
B230	07/31/19	ESC	Confer with counsel for the DIP lenders re: cash collateral / DIP issues	0.30	\$216.00
B230	07/31/19	JC	Conference call with Prospect Capital re: budget items	0.60	\$573.00
B230	07/31/19	JC	Office call with E. Chafetz re: budget items	0.40	\$382.00
Total B230 - Financing/Cash Collateral				46.50	\$35,570.00

B300 - Claims and PlanB310 Claims Administration and Objections

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	07/23/19	ESC	Address issues with Gander reclamation Claim reconciliation	0.10	\$72.00
Total B310 - Claims Administration and Objections				0.10	\$72.00
<u>B400 - Bankruptcy-Related Advice</u>					
<u>B430 Adversary Proceedings and Bankruptcy Court Litigation</u>					
B430	07/02/19	MRM	Finalize updated analysis memorandum re: statute of limitations for Statute of Elizabeth claims and send to J. Cohen and M. Kaplan for review	0.20	\$98.00
Total B430 - Adversary Proceedings and Bankruptcy Court Litigation				0.20	\$98.00
<u>B430A Court Hearings</u>					
B430A	07/01/19	ESC	Travel to hearing on committee motion (sale process and DIP reconsideration) (2.5); travel home from hearing on committee motion (sale process and DIP reconsideration)(4.0)	6.50	\$4,680.00
B430A	07/01/19	ESC	Prepare for hearing on committee motion (sale process and DIP reconsideration) (1.3); meet with various case professionals in advance of hearing on committee motion (sale process and DIP reconsideration) (3.2); attend hearing on committee motion (sale process and DIP reconsideration)	4.90	\$3,528.00
B430A	07/01/19	GLO	Participate telephonically in the hearing re: the committee's motion for an alternative sale process	0.20	\$110.00
B430A	07/01/19	JC	Prepare for and attend contested sale hearing	4.50	\$4,297.50
B430A	07/12/19	ESC	Review agenda for 7/16/19 hearing	0.10	\$72.00
B430A	07/15/19	ESC	Review amended notice of agenda of matters scheduled for hearing on July 16, 2019	0.10	\$72.00
B430A	07/15/19	ESC	Confer with M. McDonald re: DIP hearing preparation	0.30	\$216.00
B430A	07/16/19	ESC	Attend hearing on supplemental DIP objection	1.50	\$1,080.00
B430A	07/16/19	GLO	Prepare for and participate telephonically in second day hearing on July 16	1.00	\$550.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B430A	07/16/19	MRM	Attend second day hearing at Judge Silverstein's court in Wilmington, DE	1.50	\$735.00
B430A	07/25/19	DC	Coordinate courtcall appearance for G. Olivera	0.20	\$54.00
Total B430A - Court Hearings				20.80	\$15,394.50

B440 Schedules and Statements

B440	07/23/19	ESC	Confer with Debtors' counsel re: SOFAs and schedules	0.10	\$72.00
B440	07/23/19	GLO	Confer with E. Chafetz re: Debtors' schedules and statements	0.20	\$110.00
B440	07/24/19	ESC	Review the debtors' SOFAs and schedules	0.70	\$504.00
B440	07/25/19	GLO	Review and analyze the Debtors' statements of financial affairs and schedules	2.70	\$1,485.00
B440	07/25/19	MRM	Begin reviewing debtors' statements of financial affairs and schedules of assets and liabilities	0.40	\$196.00
B440	07/28/19	MRM	Review debtors' statements of financial affairs and schedules of assets and liabilities, pull and save relevant excerpts from same	3.70	\$1,813.00
Total B440 - Schedules and Statements				7.80	\$4,180.00

B460 Other - Insurance Matters

B460	07/03/19	GLO	Review directors and officers insurance policies produced by the Debtors	0.60	\$330.00
B460	07/03/19	GLO	E-mail E. Jesse re: Debtors' directors and officers insurance policies	0.20	\$110.00
B460	07/08/19	ESC	Address various issues with D&O policies	0.10	\$72.00
B460	07/16/19	EJ	Confer with J. Meyers re: review and analysis of D&O policies	0.30	\$198.00
B460	07/16/19	GLO	Confer with E. Jesse re: D&O issues	0.20	\$110.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B460	07/16/19	GLO	Review insurance related documents that have been produced by the Debtors	0.80	\$440.00
B460	07/16/19	JDM	Communicate with attorneys re: summarizing key terms of insurance policies	0.50	\$210.00
B460	07/19/19	JDM	Communicate with attorneys re: summarizing key terms of insurance policies	0.10	\$42.00
B460	07/22/19	JDM	Summarize key terms of insurance policies; review first-day pleadings	6.20	\$2,604.00
B460	07/23/19	EJ	Review J. Meyer D&O insurance analysis; confer with J. Meyers re: revisions to same	0.60	\$396.00
B460	07/23/19	JC	Review D&O coverage	0.50	\$477.50
B460	07/23/19	JDM	Summarize key terms of insurance policies	1.80	\$756.00
B460	07/24/19	ESC	Review D&O insurance policy analysis	0.40	\$288.00
Total B460 - Other - Insurance Matters				12.30	\$6,033.50

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Timekeeper Summary (by Task):

Task	Task Description	Hours	Fees
B110	Case Administration	9.50	\$3,273.00
B120	Asset Analysis and Recovery	132.80	\$70,122.00
B120A	Investigation of Prepetition Lenders	38.80	\$23,022.50
B130	Asset Disposition	57.30	\$37,471.00
B150	Meetings of and Communication with Creditors	48.00	\$28,005.00
B160	Fee/Employment Applications	10.70	\$5,919.50
B165	Employment and Retention Applications - Others	1.90	\$1,072.00
B175	Fee Applications and Invoices - Others	3.10	\$948.00
B190	Other Contested Matters (excluding assumption/rejection motions)	109.50	\$55,001.00
B195	Non-Working Travel	15.90	\$5,569.50
B210	Business Operations	1.70	\$1,156.00
B220	Employee Benefits/Pensions	6.50	\$4,089.50
B230	Financing/Cash Collateral	46.50	\$35,570.00
B310	Claims Administration and Objections	0.10	\$72.00
B430	Adversary Proceedings and Bankruptcy Court Litigation	0.20	\$98.00
B430A	Court Hearings	20.80	\$15,394.50
B440	Schedules and Statements	7.80	\$4,180.00
B460	Other - Insurance Matters	12.30	\$6,033.50
			\$296,997.00
			<u>-\$29,699.30</u>
	Total (minus 10% discount)	523.40	\$267,297.30