

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

	X	
	:	
In re	:	Chapter 11
	:	
VALVES AND CONTROLS US, INC.,	:	Case No. 25-11403 (TMH)
	:	
Debtor.¹	:	Hearing Date: January 27, 2026 at 11:00 a.m. (ET)
	:	Objection Deadline: January 5, 2026 at 4:00 p.m. (ET)

**FIRST INTERIM APPLICATION OF
WEIL, GOTSHAL & MANGES LLP FOR PAYMENT
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR PERIOD JULY 25, 2025 THROUGH AND INCLUDING OCTOBER 31, 2025**

Name of Applicant:	<u>Weil, Gotshal & Manges LLP</u>
Authorized to Provide Professional Services to:	<u>Debtor and Debtor in Possession</u>
Date of Retention:	<u>July 25, 2025</u>
Period for which compensation and reimbursement are sought:	<u>July 25, 2025 through October 31, 2025</u>
Amount of compensation sought as actual, reasonable, and necessary:	<u>\$1,053,421.75</u>
Amount of expense reimbursement sought as actual, reasonable, and necessary:	<u>\$6,936.50</u>

This is a(n): ____ monthly X interim ____ final application

¹ The last four digits of the Debtor's federal tax identification number are 3959. The Debtor's mailing address is 777 Main Street, Suite 2050, Fort Worth, TX 76102.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	x	
	:	Chapter 11
	:	
VALVES AND CONTROLS US, INC.,	:	Case No. 25 – 11403 (TMH)
	:	
Debtor. ¹	:	
	:	Hearing Date: January 27, 2026 at 11:00 a.m. (ET)
	:	Objection Deadline: January 5, 2026 at 4:00 p.m. (ET)
	x	

**NOTICE OF FIRST INTERIM
APPLICATION OF WEIL, GOTSHAL & MANGES LLP FOR PAYMENT OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR PERIOD
FROM JULY 25, 2025 THROUGH AND INCLUDING OCTOBER 31, 2025**

PLEASE TAKE NOTICE that, on December 15, 2025, the *First Interim Application of Weil, Gotshal & Manges LLP for Payment of Compensation and Reimbursement of Expenses for Period from July 25, 2025 Through and Including October 31, 2025* (the “**Application**”) was filed with the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application are required to be filed with the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, and served on the following, **so as to be received no later than 4:00 p.m. (ET) on January 5, 2026** (the “**Objection Deadline**”): (a) the Debtor, Valves and Controls US, Inc., 777 Main Street, Suite 2050, Fort Worth, TX 76102 (Attn: Scott M. Tandberg, Chief Restructuring Officer (standberg@alixpartners.com)); (b) counsel to the Debtor, (i) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153 (Attn: Matthew S. Barr, Esq. (matt.barr@weil.com), Ronit J. Berkovich, Esq. (ronit.berkovich@weil.com), Lauren Tauro, Esq. (lauren.tauro@weil.com), and Alejandro Bascoy, Esq. (alejandro.bascoy@weil.com)) and (ii) Cole Schotz P.C., 500 Delaware Avenue, Suite 200, Wilmington, DE 19801 (Attn: Patrick J. Reilley, Esq. (preilley@coleschotz.com), Michael E. Fitzpatrick, Esq. (mfitzpatrick@coleschotz.com), and Melissa M. Hartlipp, Esq. (mhartlipp@coleschotz.com)); (c) the Office of the United States Trustee for the District of Delaware: 844 King Street, Wilmington, Delaware 19801 (Attn: Hannah J. McCollum (hannah.mccollum@usdoj.gov)); and (d) counsel to the official committee of unsecured creditors, (i) Brown Rudnick LLP, 7 Times Square, New York, New York 10036 (Attn: David J. Molton, Esq. (dmolton@brownrudnick.com), Jeffrey L. Jonas, Esq. (jjonas@brownrudnick.com), Eric R. Goodman, Esq. (egoodman@brownrudnick.com), and D. Cameron Moxley, Esq.

¹ The last four digits of the Debtor’s federal tax identification number are 3959. The Debtor’s mailing address is 777 Main Street, Suite 2050, Fort Worth, TX 76102.

(dmoxley@brownrudnick.com)), (ii) Caplin & Drysdale, Chartered, 1200 New Hampshire Avenue NW, 8th Floor, Washington, DC 20036 (Attn: Kevin C. Maclay (kmaclay@capdale.com) and Todd E. Phillips (tphillips@capdale.com)), and (iii) Raines Feldman Littrell LLP, 824 North Market Street, Suite 805, Wilmington, DE 19801 (Attn: Thomas J. Francella, Jr. (tfrancella@raineslaw.com)).

PLEASE TAKE FURTHER NOTICE that, a hearing on the Application will be held on **January 27, 2026, at 11:00 a.m. (ET)** before The Honorable Thomas M. Horan, United States Bankruptcy Judge, United States Bankruptcy Court for the District of Delaware, 5th Floor, Courtroom No. 5, 824 North Market Street, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER THAT IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE BY THE OBJECTION DEADLINE, THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED IN THE APPLICATION WITHOUT FURTHER NOTICE.

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Dated: December 15, 2025
Wilmington, Delaware

/s/ Patrick J. Reilley

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-and-

WEIL, GOTSHAL & MANGES LLP
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Ronit J. Berkovich (admitted *pro hac vice*)
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*Attorneys for Debtor
and Debtor in Possession*

Exhibit A**SUMMARY COVER SHEET OF FIRST INTERIM FEE APPLICATION**

Name of Applicant	Weil, Gotshal & Manges LLP
Name of client	Debtor and Debtor in Possession
Time period covered by this Application	Start: July 25, 2025 End: October 31, 2025
Total compensation sought this period	\$1,053,421.75
Total expenses sought this period	\$6,936.50
Petition date	July 25, 2025
Retention date	August 29, 2025 effective as of July 25, 2025
Date of order approving employment	August 29, 2025
Total compensation approved by interim order to date	N/A
Total expenses approved by interim order to date	N/A
Total allowed compensation paid to date	N/A
Total allowed expenses paid to date	N/A
Blended rate in this Application for all attorneys	\$1,443.08
Blended rate in this Application for all timekeepers	\$1,366.84
Compensation sought and already paid pursuant to a monthly compensation order but not yet allowed	\$281,519.40
Expenses sought and already paid pursuant to a monthly compensation order but not yet allowed	\$1,765.04
Number of professionals included in this Application	22
If applicable, number of professionals in this Application not included in staffing plan approved by client	N/A
If applicable, difference between fees budgeted and compensation sought for this period	\$1,578,121.25 under budget
Number of professionals billing fewer than 15 hours to the case during this period	8
Are any rates higher than those approved or disclosed at retention?	No

Case Name: **Valves and Controls US, Inc., et al.**
Case Number: **25-11403 (TMH)**
Applicant's Name: **Weil, Gotshal & Manges LLP**
Date of Application: **December 15, 2025**
Interim or Final: **Interim**

SUMMARY OF MONTHLY FEE STATEMENTS

		Total Amount Requested		Total Amount Approved to Date via Certification of No Objection		Total Amount Paid to Date		Holdback Fees Requested
Date Filed / Docket No.	Period Covered	Fees	Expenses	Fees (@ 80%)	Expenses (@ 100%)	Fees	Expenses	Fees (@ 20%)
10/08/2025 (D.I. 140)	07/25/2025 through 08/31/2025	\$351,899.25	\$1,765.04	\$281,519.40	\$1,765.04	\$281,519.40	\$1,765.04	\$70,379.85
11/24/2025 (D.I. 191)	09/01/2025 through 09/30/2025	\$360,454.50)	\$2,544.90	\$0.00 ¹	\$0.00	\$0.00	\$0.00	\$72,090.90
12/10/2025 (D.I. 217)	10/01/2025 through 10/31/2025	\$341,068.00	\$2,626.56	\$0.00 ²	\$0.00	\$0.00	\$0.00	\$68,213.60
Total:		\$1,053,421.75	\$6,936.50	\$281,519.40	\$1,765.04	\$281,519.40	\$1,765.04	\$210,684.35

Summary of Any Objections to Monthly Fee Statements: None.

Compensation Sought in this Application Not Yet Paid: \$777,073.81

¹ The objection deadline with respect to Weil's Second Monthly Fee Statement is December 15, 2025 at 4:00 p.m. (prevailing Eastern Time). Once the objection deadline has passed without objection, the Debtor is authorized to pay Weil \$288,363.60 in fees (80% of \$360, 454.50) and \$2,544.90 in expenses.

² The objection deadline with respect to Weil's Third Monthly Fee Statement is December 31, 2025 at 4:00 p.m. (prevailing Eastern Time). Once the objection deadline has passed without objection, the Debtor is authorized to pay Weil \$272,854.40 in fees (80% of \$341,068.00) and \$2,626.56 in expenses.

Exhibit B**COMPENSATION BY PROFESSIONAL
JULY 25, 2025 THROUGH AND INCLUDING OCTOBER 31, 2025**

The attorneys who rendered professional services in this chapter 11 case from July 25, 2025 through and including October 31, 2025 (the “**Fee Period**”) are:

NAME OF PROFFESIONAL	POSITION	DEPARTMENT	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS	TOTAL COMPENSATION
Berkovich, Ronit J.	Partner	Restructuring	2002	\$2,395.00	17.70	\$42,391.50
				\$1,197.50†	5.00	\$5,987.50
Buchweitz, Yehudah L.	Partner	Litigation	2002	\$2,050.00	8.30	\$17,015.00
Tauro, Lauren	Partner	Restructuring	2015	\$2,095.00	79.50	\$166,552.50
				\$1,047.50†	1.50	\$1,571.25
Ryu, Sarah	Counsel	Litigation	2016	\$1,725.00	45.20	\$77,970.00
Hubana, Lidija	Staff Attorney	Litigation	2001	\$650.00	28.00	\$18,200.00
Friedman, Julie T.	Associate	Restructuring	2003	\$925.00	6.00	\$5,550.00
Bascoy, Alejandro	Associate	Restructuring	2019	\$1,560.00	67.30	\$104,988.00
Rhine, Fredrick	Associate	Litigation	2019	\$1,560.00	61.10	\$95,316.00
Medai, Evelyn	Associate	Litigation	2023	\$1,385.00	48.00	\$66,480.00
				\$1,275.00	2.20	\$2,805.00
Sardina, Carlos	Associate	Restructuring	2023	\$1,385.00	70.30	\$97,365.50
				\$1,275.00	41.90	\$53,422.50
Johnson, Christiana	Associate	Restructuring	2023	\$1,275.00	44.60	\$56,865.00
Buffins, Ismail	Associate	Restructuring	2024	\$1,275.00	34.60	\$44,115.00
				\$1,070.00	24.80	\$26,536.00
Brennan, Grace	Associate	Litigation	2025	\$1,275.00	65.00	\$82,875.00
				\$1,070.00	3.20	\$3,424.00
Rosen, Abe	Associate	Restructuring	2025	\$1,070.00	16.10	\$17,227.00
				\$890.00	35.00	\$31,150.00
Total:					705.3	\$1,018,806.75

The non-legal staff who rendered professional services during the Fee Period are:

NAME OF NON-LEGAL STAFF	POSITION	DEPARTMENT	HOURLY RATE	TOTAL HOURS	TOTAL COMPENSATION
Lee, Kathleen A.	Paralegal	Restructuring	\$630.00	17.30	\$10,899.00
Haiken, Lauren C.	Litigation Support	Litigation Support Services	\$540.00	27.70	\$14,958.00
Fabsik, Paul	Paralegal	Restructuring	\$525.00	1.10	\$577.50
Mo, Michael	Litigation Support	Litigation Support Services	\$490.00	1.00	\$490.00
Robin, Artur	Litigation Support	Litigation Support Services	\$490.00	11.20	\$5,488.00
Kleissler, Matthew J.	Paralegal	Restructuring	\$475.00	3.60	\$1,710.00
Bogota, Alejandro	Litigation Support	Litigation Support Services	\$450.00	2.40	\$1,080.00
Okada, Tyler	Paralegal	Restructuring	\$375.00	1.10	\$412.50
Total:				65.40	\$35,615.00

The total fees for the Fee Period are:

PROFESSIONALS	BLENDED RATE	TOTAL HOURS	TOTAL COMPENSATION
Partners and Counsel	\$1,981.47	157.20	\$311,487.75
Associates	\$1,288.67	548.10	\$706,319.00
Non-Legal Staff	\$544.57	65.40	\$35,615.00
Blended Attorney Rate	\$1,443.08		
Total:		770.70	\$1,053,421.75

Exhibit C

COMPENSATION BY MATTER
JULY 25, 2025 THROUGH AND INCLUDING OCTOBER 31, 2025

TASK CODE	PROJECT CATEGORY	TOTAL HOURS	TOTAL COMPENSATION
002	Asbestos Claims/Asbestos Claims Estimation	0.50	\$1,047.50
004	Automatic Stay	44.80	\$62,077.50
005	Bar Date and Claims Matters	15.70	\$19,009.00
006	Case Administration (WIP Updates and Calendar Updates Only)	21.60	\$23,619.00
007	Chapter 11 Plan/Confirmation/Implementation/Plan Supplement	48.90	\$65,802.00
008	Corporate Governance	7.40	\$11,715.00
010	Disclosure Statement/Solicitation/Voting	32.80	\$37,568.50
011	Exclusivity	0.50	\$637.50
013	General Case Strategy (Including WIP and Team Meetings)	77.00	\$121,906.00
014	Hearings and Court Matters	25.20	\$41,360.50
015	Insurance and Surety Bond Matters	11.10	\$15,468.50
016	Non-Bankruptcy Litigation	9.40	\$12,090.00
017	Non-Working Travel	6.50	\$7,558.75
018	Retention/Fee Applications: Non-Weil Professionals	38.50	\$51,122.00
019	Retention/Fee Applications: OCPs	20.80	\$28,675.00
020	Retention/Fee Applications: Weil	24.60	\$29,344.00
022	Unsecured Creditors Committee/Meetings/Communications	362.00	\$487,637.00
023	US Trustee/MORs/Schedules & SOFAs/2015.3 Reports	23.40	\$36,784.00
Total:		770.70	\$1,053,421.75

Exhibit D**EXPENSE SUMMARY**
JULY 25, 2025 THROUGH AND INCLUDING OCTOBER 31, 2025

EXPENSE CATEGORY	AMOUNT
Outside Messenger Service	\$38.18
Computerized Research	\$3,601.61
Duplicating	\$921.80
Meals	\$80.00
Transportation	\$559.70
Travel	\$1,735.21
Total:	\$6,936.50

Exhibit E**CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES**

Category of Timekeeper	Blended Hourly Rate	
	Billed by Timekeepers in New York, excluding bankruptcy ¹	Billed in this Fee Application
Partner	\$1,808.00	\$2,085.00
Counsel	\$1,455.00	\$1,725.00
Senior Associate (7 years or more since first admission)	\$1,336.00	\$1,532.00
Mid-level Associate (4–6 years since first admission)	\$1,225.00	\$1,385.00
Junior Associate (0–3 years since first admission)	\$934.00	\$1,191.00
Staff Attorney	\$565.00	\$650.00
Paralegal	\$440.00	\$589.00
Other	\$445.00	\$520.00
All timekeepers aggregated	\$1,253.00	\$1,367.00

¹ In accordance with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, effective November 1, 2013, preceding year is a rolling 12 months year ending November 30, 2025; blended rates reflect work performed in preceding year in all of the domestic offices, excluding all data from bankruptcy law matters.

Exhibit F**BUDGET
JULY 25, 2025 THROUGH AND INCLUDING OCTOBER 31, 2025**

TASK CODE	PROJECT CATEGORY	ESTIMATED HOURS	ESTIMATED FEES	HOURS BILLED	FEES SOUGHT
001	Administrative Expense Claims	10.00	\$6,365.00	0.00	\$0.00
002	Asbestos Claims / Asbestos Claims Estimation	125.00	\$199,805.00	0.50	\$1,047.50
003	Asset Acquisitions / Dispositions / 363 Matters	15.00	\$63,615.00	0.00	\$0.00
004	Automatic Stay	120.00	\$186,490.00	44.80	\$62,077.50
005	Bar Date and Claims Matters	50.00	\$65,590.00	15.70	\$19,009.00
006	Case Administration (WIP Updates and Calendar Updates Only)	95.00	\$130,041.00	21.60	\$23,619.00
007	Chapter 11 Plan / Confirmation / Implementation / Plan Supplement	250.00	\$374,185.00	48.90	\$65,802.00
008	Corporate Governance	30.00	\$38,190.00	7.40	\$11,715.00
009	Corporate Governance	0.00	\$0.00		\$0.00
010	Disclosure Statement/Solicitation/Voting	220.00	\$318,565.00	32.80	\$37,568.50
011	Exclusivity	0.00	\$0.00	0.50	\$637.50
012	Executory Contracts / Leases / Real Property / Other 365 Matters	0.00	\$0.00	0.00	\$0.00
013	General Case Strategy (Including WIP and Team Meetings)	155.00	\$230,610.00	77.00	\$121,906.00
014	Hearings and Court Matters	135.00	\$181,405.00	25.20	\$41,360.50
015	Insurance and Surety Bond Matters	60.00	\$97,850.00	11.10	\$15,468.50
016	Non-Bankruptcy Litigation	30.00	\$47,343.00	9.40	\$12,090.00
017	Non-Working Travel	37.00	\$72,526.00	6.50	\$7,558.75
018	Retention/Fee Applications: Non-Weil Professionals	110.00	\$163,374.00	38.50	\$51,122.00
019	Retention/Fee Applications: OCPs	22.00	\$32,290.00	20.80	\$28,675.00
020	Retention/Fee Applications: Weil	25.00	\$36,910.00	24.60	\$29,344.00
021	Tax Matters	65.00	\$105,119.00	0.00	\$0.00
022	Unsecured Creditors Committee / Meetings / Communications	10.00	\$6,365.00	362.00	\$487,637.00
023	US Trustee / MORs / Schedules & SOFAs / 2015.3 Reports	125.00	\$199,805.00	23.40	\$36,784.00
TOTAL		1,749.00	\$2,631,543.00	770.70	\$1,053,421.75

Exhibit G

**STAFFING PLAN
JULY 25, 2025 THROUGH AND INCLUDING OCTOBER 31, 2025**

CATEGORY OF TIMEKEEPER	NUMBER OF TIMEKEEPERS PROJECTED TO WORK ON MATTER DURING BUDGET PERIOD	HOURLY RATE RANGE
Partners and Counsel	7	\$1,725.00 – \$2,575.00
Associates	10	\$890.00 – \$1,560.00
Paralegals and Other Non-Legal Staff	1	\$375.00

Exhibit H

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----	x	
	:	
In re	:	Chapter 11
	:	
VALVES AND CONTROLS US, INC.,	:	Case No. 25-11403 (TMH)
	:	
Debtor.¹	:	
	:	
-----	x	

**CERTIFICATION OF LAUREN TAURO IN SUPPORT OF
FIRST INTERIM FEE APPLICATION OF WEIL, GOTSHAL & MANGES LLP**

1. I am a partner with the applicant firm, Weil, Gotshal & Manges LLP (“**Applicant**”), and have been admitted to appear before the Court, by order dated July 31, 2025 [Docket No. 32].

2. I make this certification regarding the Applicant’s first interim application for payment of compensation and reimbursement of expenses (the “**Interim Fee Application**”) for the period July 25, 2025 through and including October 31, 2025 (the “**Interim Fee Period**”) to certify to certain matters addressed in the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals and (II) Granting Related Relief* [Docket No. 86] (the “**Interim Compensation Order**”).²

3. I have personally performed many of the legal services rendered by the Applicant as counsel to the Valves and Controls US, Inc., as debtor and debtor in possession in the above captioned chapter 11 case (the “**Debtor**”), and am thoroughly familiar with the other work

¹ The last four digits of the Debtor’s federal tax identification number are 3959. The Debtor’s mailing address is 777 Main Street, Suite 2050, Fort Worth, TX 76102.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Interim Compensation Order.

performed on behalf of the Debtor by the Applicant's lawyers.

4. Pursuant to the Interim Compensation Order, the Court authorized the Applicant to file this Interim Fee Application, which has been prepared in accordance with the procedures set forth in both the Interim Compensation Order and the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, effective November 1, 2013* (the “**U.S. Trustee Guidelines**”).

5. I have reviewed this Interim Fee Application, including each Monthly Fee Statement relating to the Interim Fee Period covered by the Interim Fee Application, and I hereby certify that such applications comply with the Interim Compensation Order and the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules. Moreover, I have reviewed Local Bankruptcy Rules 2016-1 and 2016-2, and submit that this Interim Fee Application complies with such rules.

Disclosures Pursuant to Revised U.S. Trustee Guidelines

6. The Court authorized the Debtor to retain the Applicant as its attorneys in this chapter 11 case pursuant to an order entered on August 29, 2025 [Docket No. 80] (the “**Retention Order**”).

7. 22 professionals are included in this Interim Fee Application. The Applicant billed fewer than 15 hours for eight of those professionals during the Interim Fee Period.

8. The Applicant discussed its rates, fees, and staffing with the Debtor at the outset of this case. Further, the Applicant provided the Debtor with a budget and discussed staffing and fees with the Debtor throughout this case.

9. Weil voluntarily reduced its fees and expenses for the Interim Fee Period by more than \$38,320.32 before filing the applicable Monthly Fee Statements.

10. In accordance with the U.S. Trustee Guidelines, Weil responds to the questions identified therein as follows:

Question 1: Did Weil agree to any variations from, or alternatives to, Weil's standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the Interim Fee Period? If so, please explain.

Answer: No.

Question 2: If the fees sought in the Interim Fee Application as compared to the fees budgeted for the Interim Fee Period are higher by 10% or more, did Weil discuss the reasons for the variation with the client?

Answer: N/A.

Question 3: Have any of the professionals included in the Interim Fee Application varied their hourly rate based on geographic location of the bankruptcy case?

Answer: No.

Question 4: Does the Interim Fee Application include time or fees related to reviewing or revising time records or preparing, reviewing or revising invoices?

Answer: Any time expended for such matters during the Interim Fee Period is included under task code 020.

Question 5: Does the Interim Fee Application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify hours and fees.

Answer: Any time expended for such matters during the Interim Fee Period is included under task code 020.

Question 6: Does the Interim Fee Application include any rate increases since the Applicant's retention in this case?

Answer: No.

Dated: December 15, 2025
New York, New York.

/s/ Lauren Tauro
Lauren Tauro