

SHEPPARD, MULLIN, RICHTER & HAMPTON LLP
30 Rockefeller Plaza, Fl 39
New York, New York 10112
Telephone: (212) 653-8700
Facsimile: (212) 653-8701
Carren B. Shulman, Esq.

SHEPPARD, MULLIN, RICHTER & HAMPTON LLP
333 S. Hope Street, Fl 43
Los Angeles, CA 90071
Telephone: (213)-620-1780
Facsimile: (213)-443-2839
Randolph C. Visser, Esq.
Richard W. Brunette, Esq.

Special Counsel to the Debtor

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

-----	X
	:
<i>In re</i>	: Chapter 11
	:
EXIDE TECHNOLOGIES	: Case No. 13-11482 (KJC)
	:
Debtor.	: Obj. Due: September 5, 2014 at 4:00
	: p.m. (Eastern)
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**THIRTEENTH MONTHLY FEE APPLICATION OF
SHEPPARD, MULLIN, RICHTER & HAMPTON LLP
FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED AS SPECIAL COUNSEL
TO THE DEBTOR FOR THE PERIOD FROM JUNE 1, 2014 THROUGH JUNE 30, 2014**

Sheppard, Mullin, Richter & Hampton LLP ("**Applicant**"), special counsel for Exide Technologies (the "**Debtor**"), submits this amended monthly application for allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses incurred during the period of time from June 1, 2014 through June 30, 2014 (the "**Monthly Application Period**"), pursuant to sections 330 and 331 of the Bankruptcy Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, Rule 2016-2 of the Local Rules of SMRH:428613298.3

Bankruptcy Practice and Procedure for the United States Bankruptcy Court of the District of Delaware, the United States Trustee's *Guidelines for Receiving Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330* and the *Administrative Order Establishing Interim Compensation Procedures*, entered on July 11, 2013 [Docket No. 330].

Name of Applicant:	Sheppard, Mullin, Richter & Hampton LLP
Role of Applicant:	Special Counsel to the Debtor
Date of Retention:	July 9, 2013 [Dk. No. 280] (<i>Nunc Pro Tunc</i> to June 10, 2013)
Period for Which Compensation and Expense Reimbursement is Sought:	June 1, 2014 through June 30, 2014
Total Fees Incurred:	\$432,719.50
Holdback (20%):	(\$86,543.90)
Total Fees Due for Monthly Application Period:	\$346,175.60
Total Expenses Incurred:	\$2,284.28
Total Fees and Expenses Due for Monthly Application Period:	\$348,459.88

This is a Monthly Fee Application

<u>SUMMARY OF FEES AND EXPENSES BY MATTER</u>					
<u>Matter Name</u>	<u>Matter Number</u>	<u>Total Hours</u>	<u>Total Fees</u>	<u>Total Expenses</u>	<u>Exhibit¹</u>
California Environmental Litigation	179651	375.6	\$200,036.00	\$797.69	A
Regulatory Compliance and Permitting	179728	248.2	\$133,811.5	\$924.03	B
SCAQMD Civil Penalty	197163	61.1	\$33,268.00	\$51.43	C
EPA Civil Penalty	200809	115.6	\$65,184.00	\$511.13	D
Proposition 65 Claim	1463164	0.7	\$420.00	\$0.00	E
TOTAL		801.2	\$432,719.50	\$2284.28	

¹ The bills attached as exhibits here have been modified to remove privileged and confidential information. All requests for original bills shall be made to Carren B. Shulman at the contact information provided in this application.

SUMMARY OF PROFESSIONALS AND PARAPROFESSIONALS PROVIDING SERVICES				
<u>Name</u>	<u>Title</u>	<u>Billing Rate</u>	<u>Total Hours</u>	<u>Total Fees</u>
Bryan D. Daly	Partner	\$850.00	13.7	\$11,645.00
Carren B. Shulman	Partner	\$665.00	9.7	\$6,450.50
Randolph C. Visser	Partner	\$600.00	127.8	\$76,680.00
Stephen J. O'Neil	Partner	\$600.00	178.4	\$107,040.00
Jeffrey J. Parker	Partner	\$600.00	104.5	\$62,700.00
Steven O. Kramer	Partner	\$625.00	26.6	\$16,625.00
Arthur Friedman	Partner	\$505.00	0.5	\$252.50
Olivier F. Theard	Partner	\$490.00	150.5	\$73,745.00
Robert H. Philibosian	Of Counsel	\$725.00	38.8	\$28,130.00
Alison N. Kleaver	Associate	\$480.00	33	\$15,840.00
Joseph D. Barton	Associate	\$420.00	6	\$2,520.00
Andrea N. Feathers	Associate	\$395.00	17.1	\$6,754.50
Alexander L. Merritt	Associate	\$370.00	0.3	\$111.00
Victoria J. Lee	Associate	\$295.00	57.4	\$16,933.00
Mercedes A. Cook	Associate	\$290.00	12.2	\$3,538.00
Jennifer N. Le	Summer Associate	\$195.00	5.2	\$0.00
Claudia M. Luna	Paralegal	\$200.00	17.2	\$3,440.00
Juan F. Ornelas	Litigation Support Specialist	\$185.00	1	\$185.00
Julie M. Cravitz	Legal Assistant	\$100.00	1.3	\$130.00

TOTAL			801.2	\$432,719.50
BLENDED RATE	\$540.09			

<u>SUMMARY OF EXPENSES BY CATEGORY</u>	
<u>Description of Expense</u>	<u>Total Amount Incurred</u>
Pacer	\$14.00
Delivery Charges	\$498.48
E-Discovery	\$169.05
Copies	\$190.55
Document Support Services	\$511.13
Phone Charges	\$74.77
Cab	\$88.93
Parking	\$18.00
Flight	\$377.50
Meals	\$341.87
TOTAL	\$2284.28

[Signatures on Next Page]

Dated: New York, New York
August 15, 2014

SHEPPARD, MULLIN, RICHTER &
HAMPTON LLP

/s/Carren Shulman

By: Carren B. Shulman, Esq.
(*Admitted Pro Hac Vice*)
30 Rockefeller Plaza
New York, New York 10112
Telephone: (212) 653-8700
Facsimile: (212) 653-8701

- and-

Randolph C. Visser, Esq.
Richard W. Brunette, Esq.
333 S. Hope Street, 43rd Floor
Los Angeles, CA 90071
Telephone: (213)-620-1780
Facsimile: (213)-443-2839

Exhibit A

Remittance Copy*Please return this page with your payment.*Exide Technologies
< **This is an e-Billing matter.** >SMRH Tax ID 95-1463164
July 31, 2014
Invoice 223179832Our Matter No. 18NJ-179651
Exide DIP - California Environmental Litigation
Billing Atty: Randolph C. Visser**Your Reference No.** 201400020**INVOICE SUMMARY**

FOR PROFESSIONAL SERVICES THROUGH JUNE 30, 2014

Current Fees	\$ 200,036.00
Current Disbursements	\$ 797.69
Total Current Activity	\$ 200,833.69
Total Due for This Invoice	<u>\$ 200,833.69</u>

SUMMARY OF TIMEKEEPER FEES

<u>Tkpr</u> <u>Code</u>	<u>Timekeeper Name</u>	<u>Hours</u>	<u>Avg.</u> <u>Rate/Hr</u>	<u>Dollars</u>
2614	Steven O. Kramer	26.60	\$ 625.00	\$ 16,625.00
2601	Bryan D. Daly	13.70	\$ 850.00	\$ 11,645.00
0515	Stephen J. O'Neil	111.20	\$ 600.00	\$ 66,720.00
0734	Jeffrey J. Parker	56.50	\$ 600.00	\$ 33,900.00
0536	Carren Shulman	9.70	\$ 665.00	\$ 6,450.50
0364	Randolph C. Visser	34.10	\$ 600.00	\$ 20,460.00
0294	Arthur J. Friedman	.50	\$ 505.00	\$ 252.50
2078	Olivier F. Theard	31.60	\$ 490.00	\$ 15,484.00
0126	Robert H. Philibosian	3.00	\$ 725.00	\$ 2,175.00
2471	Alison N. Kleaver	10.00	\$ 480.00	\$ 4,800.00
1961	Joseph D. Barton	6.00	\$ 420.00	\$ 2,520.00
2670	Alexander L. Merritt	.30	\$ 370.00	\$ 111.00
2856	Victoria J. Lee	57.40	\$ 295.00	\$ 16,933.00
0342	Claudia M. Luna	9.80	\$ 200.00	\$ 1,960.00
3102	Jennifer N. Le	5.20	\$ 195.00	\$ 0.00

Payment Terms: Balance due upon receipt of this statement.

Exide Technologies
 < This is an e-Billing matter. >

SMRH Tax ID 95-1463164
 July 31, 2014
 Invoice 223179832

Our Matter No. 18NJ-179651
 Exide DIP - California Environmental Litigation
 Billing Atty: Randolph C. Visser

Your Reference No. 201400020

INVOICE SUMMARY

FOR PROFESSIONAL SERVICES THROUGH JUNE 30, 2014

Current Fees \$ 200,036.00
 Current Disbursements \$ 797.69

Total Current Activity \$ 200,833.69
 Total Due for This Invoice \$ 200,833.69

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Payment Terms: Balance due upon receipt of this statement.

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FOR PROFESSIONAL SERVICES THROUGH 06/30/14

FEE DETAIL

<u>Date</u>	<u>Phase</u>	<u>Description of Services</u>	<u>Tkpr</u>	<u>Hours</u>
Fee/Employment Applications				
06/02/14	B160	Prepared fee application for April.	2856	3.40 hrs.
06/03/14	B160	Review pleadings for deadlines to response to Examiner report (0.3). Review Fee application for compliance with examiner requirements (0.3).	0536	.60 hrs.
06/03/14	B160	Continue to prepare monthly fee application for April.	2856	3.40 hrs.
06/05/14	B160	Further drafted monthly fee application for April 2014.	2856	2.70 hrs.
06/06/14	B160	Review Fee Examiner motion for response date (0.2). Review upcoming deadlines in case (0.1). Review April fee report for filing (0.2).	0536	.50 hrs.
06/06/14	B160	Reviewed fee examiner order to determine timeline of responses by fee examiner re prior reports (0.2). Revised and finalized fee application - April (0.9). Prepared fee application - May (0.1).	2856	1.20 hrs.
06/09/14	B160	Review and analysis of fee examiner response to First Fee Application (0.5). Review report from V Lee regarding additional necessary changes and errors (0.3). Review and analysis for fee examiner response to Second Fee Application (0.5). Review report from V Lee regarding necessary changes based upon examiner's newest response (0.4). Address approach to responding to newest findings (0.3).	0536	2.00 hrs.
06/09/14	B160	Reviewed and analyzed Fee Examiner's Reply to our Response to Fee Examiner's Preliminary Report (1.6). Summarized re same(0.6). Made revisions to April Monthly fee application (0.1). Prepared response to Fee Examiner's Reply (1.9).	2856	4.20 hrs.

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FEE DETAIL

<u>Date</u>	<u>Phase</u>	<u>Description of Services</u>	<u>Tkpr</u>	<u>Hours</u>
06/10/14	B160	Reviewed examiner's report re fee application.	2078	.60 hrs.
06/10/14	B160	Revised and finalized April monthly fee application (0.2). Corr with C. Shulman re April fee application (0.2). Drafted Fourth Interim Fee Application (1.6). Drafted R. Visser's Third Declaration in Support of Retention Application re Jeffrey Kaye's fee rate increase (0.6).	2856	2.60 hrs.
06/11/14	B160	Address responses to response to first response to fee examiner report including answers to continuing question raised (0.3). Address responses to response to second response to fee examiner report including answers to continuing question raised (0.4).	0536	.70 hrs.
06/11/14	B160	Reviewed fee examiner report (0.3). Engaged in conference call with Visser, Lee and Shulman re examiner report (0.6).	2078	.90 hrs.
06/11/14	B160	Participated in strategy call with C. Shulman, R. Visser, O. Theard and R. Brunette re Fee Examiner's Reply to Our Response to Preliminary Reports (0.5). Sent follow up emails regarding Fee Examiner's responses and contested time entries to C. Shulman, R. Visser, O. Theard and R. Brunette (0.3).	2856	.80 hrs.
06/12/14	B160	Prepare correspondence to fee examiner with regard to responses to first and second reports.	0536	.40 hrs.
06/12/14	B160	Conferred with Visser and Shulman re April fee application and finalized same (0.2). Conferred with Visser and Shulman re supplemental disclosure and finalized same (0.2).	2856	.40 hrs.
06/13/14	B160	Reviewed and responded to e-mails from V. Lee, Visser regarding fee issues by revising entries objected to be fee examiner.	2614	.80 hrs.

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FEE DETAIL

<u>Date</u>	<u>Phase</u>	<u>Description of Services</u>	<u>Tkpr</u>	<u>Hours</u>
06/13/14	B160	Corr with Fee Examiner regarding meeting to review responses to examiner report (0.1). Corr with colleagues with respect to upcoming meeting (0.1).	0536	.20 hrs.
06/13/14	B160	Prepare for fee defense re lumped and vague entries by reviewing existing questions and compliance issues of individual entries (0.6). Finalize and file declaration re J. Kaye's fee rate increase and April fee application (0.4). Correspond with C. Shulman, R.Visser, S. O'Neil, O'Theard, S. Kramer, J. Parker re fee defense issues. (0.4). Corr with Fee Examiner team member re scheduling a call with Sheppard Mullin attorneys to provide more information re contested time entries (0.1).	2856	1.50 hrs.
06/15/14	B160	Reviewed e-mails and memo regarding fee billing issues to answer fee examiners questions re fee examiner questions.	2614	.80 hrs.
06/15/14	B160	Arranged logistics for conference call with fee examiner and Sheppard Mullin attorneys (0.1) Corresponded with fee examiner (0.1) Prepared outline of main points to address and arguments for same conference call (4.7) Corresponded with C. Shulman and R. Visser re same (0.2)	2856	5.10 hrs.
06/16/14	B160	Respond to Fee Examiner's inquiries regarding time entries in Second Interim Fee Application.	2614	.80 hrs.
06/16/14	B160	Revised time entries in effort to support fee application (1.1). Reviewed billing procedures and fee examiner notations on bills (1.1). Engaged in conference call with fee examiner re application and entries (0.6).	2078	2.80 hrs.

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FEE DETAIL

<u>Date</u>	<u>Phase</u>	<u>Description of Services</u>	<u>Tkpr</u>	<u>Hours</u>
06/16/14	B160	Prepare for preconference call with Sheppard Mullin attorneys (Visser, Theard, O'Neil, Shulman) to strategize re fee examiner call (0.4) Preconference call re strategy and relevant issues highlighted by the fee examiner in latest reply emails (0.5). Participated in conference call with fee examiner and Visser, Theard, O'Neil, Shulman regarding fee examiner's objections (0.5). Follow up conference call with Visser, Theard, O'Neil, Shulman regarding strategy re resolving objections to First and Second Fee Application (0.8). Preparation of response to fee examiner's outstanding questions/objections re First and Second Interim Fee Applications (4.7).	2856	6.90 hrs.
06/16/14	B160	Respond to Fee Examiner's inquiries regarding time entries in Second Interim Fee Application by revising individual time entries.	0342	.40 hrs.
06/17/14	B160	Respond to Fee Examiner's inquiries regarding time entries in First Interim Fee Application.	2614	1.80 hrs.
06/17/14	B160	Revised fee application entries to address examiner's request for additional information (1.4).	0734	1.40 hrs.
06/17/14	B160	Respond to Fee Examiner's inquiries regarding time entries in Second Interim Fee Application	2078	1.90 hrs.
06/17/14	B160	Respond to Fee Examiner's inquiries regarding time entries in First Interim Fee Application	2078	1.80 hrs.
06/17/14	B160	Prepared response to outstanding fee examiner questions from last call (2.7) and corresponded re same with R. Philibosian (0.3), S. Kramer (0.2).	2856	3.20 hrs.

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06/18/14	B160	Reviewed timekeeper responses and finalized response to fee examiner's current outstanding inquiries.	2856	2.60 hrs.
06/19/14	B160	Review correspondence between V Lee and Fee Examiner regarding adjournment of hearing and counteroffer (0.3). Instruct V Lee regarding adjournment to August (0.1).	0536	.40 hrs.
06/19/14	B160	Corr w. C. Shulman re fee examiner objection negotiations (0.3). Finalize and send correspondence to fee examiner re objections (0.3). Correspond with C. Shulman and fee examiner regarding question about adjournment (0.1). Draft and file April CNO (0.2). Correspond re filing of April CNO (0.1).	2856	1.00 hrs.
06/19/14	B160	Prepared May fee application.	2856	1.10 hrs.
06/20/14	B160	Review pleadings regarding Fee Examiner treatment of fee applications (0.2). Correspond with V Lee regarding application of credits and discounts to fee application going forward (0.2).	0536	.40 hrs.
06/20/14	B160	Continued preparing May fee application.	2856	5.90 hrs.
06/23/14	B160	Further prepared May fee application.	2856	.40 hrs.
06/24/14	B160	Continued preparing May fee application and exhibits.	2856	4.10 hrs.
06/25/14	B160	Continued drafting May fee application.	2856	3.90 hrs.
06/26/14	B160	Made additional revisions to monthly fee application.	2856	2.60 hrs.

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 Randolph C. Visser

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06/27/14	B160	Review Fee Examiner final report (0.2). Review Skadden response (0.2). Correspond with V Lee regarding status of Examiner response to offer (0.1). Review Examiner email regarding promise of immediate response (0.1). Review V Lee email to Examiner inquiring as to status (0.1).	0536	.70 hrs.
06/27/14	B160	Respond to Ms. Shulman's query re fee examiner's final report (0.4).	2856	.40 hrs.

Timekeeper Summary of: Fee/Employment Applications

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0342	Claudia M. Luna	0.40	\$ 200.00	\$80.00
0536	Carren Shulman	5.90	\$ 665.00	\$3,923.50
0734	Jeffrey J. Parker	1.40	\$ 600.00	\$840.00
2078	Olivier F. Theard	8.00	\$ 490.00	\$3,920.00
2614	Steven O. Kramer	4.20	\$ 625.00	\$2,625.00
2856	Victoria J. Lee	57.40	\$ 295.00	\$16,933.00
	<i>Totals</i>	77.30	\$ 366.38	\$ 28,321.50

Non-Working Travel

06/23/14	B195	Travel to meeting (0.4). Travel back from meeting (0.4).	0342	.40 hrs.
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Timekeeper Summary of: Non-Working Travel

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0342	Claudia M. Luna	0.40	\$ 200.00	\$80.00
	<i>Totals</i>	0.40	\$ 200.00	\$ 80.00

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 Randolph C. Visser

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Business Operations

06/09/14	B210	Reviewed draft motion (0.4). Engaged in call with R. Visser re legal issue (0.5).	2078	.90 hrs.
06/10/14	B210	Reviewed and revised letter.	2078	1.20 hrs.
06/11/14	B210	Further reviewed and revised letter.	2078	1.10 hrs.
06/15/14	B210	Reviewed and revised protocols for UCC oversight committee.	2078	.90 hrs.
06/16/14	B210	Continued to revise proposed protocol for UCC observers to plant operations.	2078	.70 hrs.
06/23/14	B210	Revised objection legal document.	2078	.50 hrs.

Timekeeper Summary of: Business Operations

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
2078	Olivier F. Theard	5.30	\$ 490.00	\$2,597.00
	<i>Totals</i>	5.30	\$ 490.00	\$ 2,597.00

Real Estate

06/09/14	B250	Numerous telephone conferences and emails re legal issue (0.6) and related review of response (0.5). Preparation of email re legal issue (0.3).	0364	1.40 hrs.
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Timekeeper Summary of: Real Estate

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0364	Randolph C. Visser	1.40	\$ 600.00	\$840.00
	<i>Totals</i>	1.40	\$ 600.00	\$ 840.00

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 Randolph C. Visser

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Plan and Disclosure Statements

06/30/14	B320	Review article (0.2). Correspond with R Visser regarding plan (0.2). Review status of case and relevant deadlines for plan and disclosure filing (0.6).	0536	1.00 hrs.
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Timekeeper Summary of: Plan and Disclosure Statements

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0536	Carren Shulman	1.00	\$ 665.00	\$665.00
	<i>Totals</i>	<u>1.00</u>	<u>\$ 665.00</u>	<u>\$ 665.00</u>

Analysis and Advice

06/27/14	C300	Corresponded re legal issue.	0515	.10 hrs.
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Timekeeper Summary of: Analysis and Advice

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0515	Stephen J. O'Neil	0.10	\$ 600.00	\$60.00
	<i>Totals</i>	<u>0.10</u>	<u>\$ 600.00</u>	<u>\$ 60.00</u>

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Fee Application

06/16/14	FEEA	Prepare for call with Fee Examiner regarding responses to first and second report on fees by reviewing time entries and summary of response (0.7). Participate in call with Fee Examiner regarding responses to first and second report on fees (1.0). Follow up with direction to R Visser and V Lee regarding further edits to time entries in response to Fee Examiner request and adjournment of hearing (0.5).	0536	2.20 hrs.
06/17/14	FEEA	Review and clarify time entries for Carren Shulman in response to Fee Examiner reports.	0536	.60 hrs.

Timekeeper Summary of: Fee Application

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0536	Carren Shulman	2.80	\$ 665.00	\$1,862.00
	<i>Totals</i>	2.80	\$ 665.00	\$ 1,862.00

Fact Investigation/Development

06/13/14	L110	Researched re legal issue (0.5). Reviewed requirements (0.3) and documentation (0.4).	0734	1.20 hrs.
06/16/14	L110	Reviewed reports (0.4).	0734	.40 hrs.

Timekeeper Summary of: Fact Investigation/Development

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0734	Jeffrey J. Parker	1.60	\$ 600.00	\$960.00
	<i>Totals</i>	1.60	\$ 600.00	\$ 960.00

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 Randolph C. Visser

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Analysis/Strategy

06/02/14	L120	Researched and drafted memo re legal issue.	3102	.00 hrs.
06/02/14	L120	Analysis of NOV summary charts.	2601	.30 hrs.
06/02/14	L120	Analysis of AQMD testimony.	2601	.30 hrs.
06/02/14	L120	Analysis of Exide timeline (0.1) and pleadings from Jeff Parker (0.2).	2601	.30 hrs.
06/02/14	L120	Conference with Stephen O'Neil re preparation for meetings at Exide.	2601	.20 hrs.
06/02/14	L120	Preparation for meetings at Exide.	2601	.20 hrs.
06/02/14	L120	Attended status meeting with Visser, Parker, Kramer, Kleaver, Theard re Vernon compliance and litigation issues.	0515	.90 hrs.
06/02/14	L120	Prepared for meeting regarding legal issue (2.1). Reviewed materials (0.3) and other materials (0.3). Reviewed materials (0.6) and reviewed literature (0.6). Prepared outline of white paper (3.2).	0515	7.10 hrs.
06/02/14	L120	Conferred with Visser, O'Neil, Kramer, Theard, Kleaver, Cook, and Luna re re legal issues (0.9). Reviewed and revised draft (0.6). Exchanged correspondence with Exide legal re legal issues (0.4). Analyzed legal issues (1.1). Analyzed DTSC's response (0.3).	0734	3.30 hrs.
06/02/14	L120	Review and analysis of legal issues (1.2). Review and revision of proposed draft response (1.0) and emails to S. Kramer re same (0.2). Telephone conferences re status and strategy (0.9).	0364	3.30 hrs.
06/02/14	L120	Worked on analysis memo (0.9). Engaged in weekly litigation team meeting with Sheppard Mullin lawyers (O'Neil, Parker, Visser, Kleaver, Cook, Kramer) (.9).	2078	1.80 hrs.

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06/02/14	L120	Strategized with R. Visser, O. Theard, S. O'Neil, J. Parker, M. Cook, and C. Luna re status of litigation (0.8). Researched legal issues (0.5). Researched authority re legal issue (0.3).	2471	1.60 hrs.
06/02/14	L120	Attended team meeting with R. Visser, S. Kramer, S. O'Neil, J. Parker, O. Theard, A. Kleaver and M. Cook to discuss pending projects and strategy.	0342	.90 hrs.
06/03/14	L120	Preparation for meeting at Exide (0.4) and conference with Stephen O'Neil re same (0.4).	2601	.80 hrs.
06/03/14	L120	Meeting at Exide re status.	2601	1.00 hrs.
06/03/14	L120	Analysis of documents re litigation from Jeff Parker and Randy Visser.	2601	.50 hrs.
06/03/14	L120	Prepared for meeting by reviewing materials (1.2). Attended meeting with Exide (2.2). Conferred with Jeff Parker re legal issue (0.2). Reviewed materials (2.7). Reviewed documents and transcripts to prepare legal document (2.6).	0515	8.90 hrs.
06/04/14	L120	Conference with Jeff Parker re legal issues.	2601	.10 hrs.
06/04/14	L120	E-mail to and from Stephen O'Neil re legal issues.	2601	.10 hrs.
06/04/14	L120	Prepared legal document.	0515	4.70 hrs.
06/05/14	L120	Conference re legal document.	2601	.30 hrs.
06/05/14	L120	E-mail to and from Randy Visser and Jeff Parker re legal issues.	2601	.20 hrs.
06/05/14	L120	Analysis of research (0.6) and conference with Jeff Parker re same (0.2).	2601	.80 hrs.
06/05/14	L120	Conference call re strategy and legal issues.	2601	1.00 hrs.
06/05/14	L120	Prepared legal document.	0515	2.80 hrs.

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06/05/14	L120	Conferred with Visser re legal issues (0.3). Conferred with Daly re legal issues (0.3). Reviewed research and authorities re same (0.8). Telephone conference with bankruptcy counsel and Exide in house counsel re legal issues (1.2).	0734	2.60 hrs.
06/05/14	L120	Conducted research re legal issues (2.2). Composed memorandum re findings (0.4). Conferenced with Mr. Daly and Mr. Parker re same (2.2).	1961	4.80 hrs.
06/06/14	L120	Analysis of California case law.	2601	.50 hrs.
06/06/14	L120	Analysis of NOV summary (0.1) and Exide documents from Randy Visser and Jeff Parker (0.4).	2601	.50 hrs.
06/06/14	L120	E-mail to and from Randy Visser and Steve O'Neil re NOV summary and Exide documents.	2601	.20 hrs.
06/06/14	L120	Prepared legal document.	0515	3.10 hrs.
06/07/14	L120	Analysis of revised NOV summary (0.2) and rule 1420.1 (0.2).	2601	.40 hrs.
06/07/14	L120	Analysis of revised search instructions provided to Exide.	2601	.30 hrs.
06/07/14	L120	E-mail from Jeff Parker re litigation.	2601	.10 hrs.
06/08/14	L120	E-mail from Randy Visser and Jeff Parker re litigation and liability.	2601	.20 hrs.
06/08/14	L120	Analysis of motion.	2601	.60 hrs.
06/08/14	L120	Analysis of meeting minutes.	2601	.20 hrs.
06/09/14	L120	Analysis of documents from Jeff Parker re legal issues.	2601	.30 hrs.
06/09/14	L120	Conference with Steve O'Neil re motion.	2601	.20 hrs.
06/09/14	L120	Attended weekly status meeting with Randy Visser, Jeff Parker, Steve Kramer, Mercedes Cook, Olivier Theard regarding status and strategy re Vernon.	0515	.90 hrs.

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06/09/14	L120	Prepared white paper outline and revised white paper outline.	0515	3.30 hrs.
06/09/14	L120	Participated in litigation strategy and general Exide meeting with Visser, Cook, Parker, Kramer to coordinate legal tasks.	2078	1.00 hrs.
06/09/14	L120	Strategized with R. Philibosian, S. O'Neil, S. Kramer, R. Visser, O. Theard, M. Cook, and C. Luna re status of litigation and next steps (1.1). Researched and analyzed factors (2.6).	2471	3.70 hrs.
06/09/14	L120	Attended team meeting with R. Visser, S. Kramer, R. Philibosian, S. O'Neil, O. Theard, A. Kleaver and M. Cook regarding current developments and case strategy.	0342	1.10 hrs.
06/10/14	L120	Analysis of memo.	2601	.30 hrs.
06/10/14	L120	Analysis of case law (0.3) and conference (0.2).	2601	.50 hrs.
06/10/14	L120	E-mail to and from Randy Visser and Jeff Parker re strategy and legal issues.	2601	.20 hrs.
06/10/14	L120	Prepared white paper outline (3.2) and reviewed transcript and documentary evidence to prepare outline (1.2).	0515	4.40 hrs.
06/10/14	L120	Prepared correspondence to Exide legal re status and strategy (0.6). Analyzed legal issue (2.3).	0734	2.90 hrs.
06/10/14	L120	Composed email summarizing legal issue.	1961	1.20 hrs.
06/11/14	L120	Prepared white paper.	0515	3.70 hrs.
06/11/14	L120	Reviewed background information (1.2) and revised draft press release re same (0.7). Revised draft summary white paper (0.9).	0734	2.80 hrs.
06/12/14	L120	Further prepared white paper.	0515	4.10 hrs.

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06/12/14	L120	Reviewed draft press release and comments from Exide environmental, legal, and public relations contacts (1.3). Revised draft press release (0.9). Telephone conference with Exide environmental and legal staff re legal issue (0.6). Reviewed memo (0.2). Reviewed response letter to UCC (0.4).	0734	3.40 hrs.
06/13/14	L120	Conference with Steve O'Neil and Jeff Parker re legal issue.	2601	.20 hrs.
06/13/14	L120	Analysis of e-mail from Randy Visser and Robert Philibosian re strategy and legal issues.	2601	.20 hrs.
06/13/14	L120	Analysis of Board memo from strike team.	2601	.40 hrs.
06/13/14	L120	Prepared outline of white paper (3.8). Reviewed testimony and documentation to provide evidence supporting white paper (1.8). Reviewed standards (0.6) and researched legal issue (0.7). Conferred with Jeff Parker re interim permit requirements (0.1) and conducted research re interim permit requirements (0.1).	0515	7.10 hrs.
06/13/14	L120	Analyzed report (0.9). Revised draft press release (0.8). Telephone conference with Philibosian, Visser re legal issue (0.7). Exchanged correspondence with public relations consultant and Exide in-house counsel re legal issue (1.2). Telephone conferences with public relations consultant re legal issue (0.4). Reviewed AQMD letter (0.4), AQMD markup of mitigation plan (0.4), and Exide comments (0.3). Reviewed update (0.1) and discussion (0.2).	0734	5.40 hrs.
06/13/14	L120	Researched and analyzed authority re legal issue.	2471	2.10 hrs.
06/15/14	L120	Analysis of summary and e-mail re report.	2601	.20 hrs.
06/15/14	L120	E-mail from Randy Visser, Jeff Parker and Steve O'Neil re white paper.	2601	.30 hrs.
06/16/14	L120	Prepared white paper (2.2). Researched legal concepts in white paper (2.6). Reviewed transcripts to include as facts in white paper (2.3).	0515	7.10 hrs.

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06/16/14	L120	Analyzed legal document and legal issues (0.8). Attended team meeting with Visser, Kramer, O'Neil, Theard, Kleaver, and Luna legal issues (0.9). Prepared draft of legal document (2.7), correct factual issues (0.7), and incorporate Exide contentions and evidentiary references (0.8). Prepared correspondence to Exide in house counsel and environmental personnel legal issues(0.3) and discussion with District Executive Officer re same (0.2).	0734	6.40 hrs.
06/16/14	L120	Prepared agenda (0.3) and organized documents and pleadings to prepare for litigation strategy meeting (0.4). Engaged in litigation strategy meeting to discuss all pending legal actions with J. Parker, R. Visser, R. Philibosian, S. O'Neil, S. Kramer, and C. Luna (1.0).	2078	1.70 hrs.
06/16/14	L120	Attended meeting with R. Visser, O. Theard, J.Parker, R. Philibosian, S. O'Neil, S. Kramer, and C. Luna re status of litigation matters.	2471	.90 hrs.
06/16/14	L120	Attended team meeting with R. Visser, R. Philibosian, S. Kramer, S. O'Neil, J. Parker, O. Theard and A. Kleaver regarding case status and pending tasks.	0342	.90 hrs.
06/17/14	L120	Prepared white paper.	0515	4.60 hrs.
06/17/14	L120	Exchanged correspondence with Exide in-house legal re legal issues (0.7). Telephone conference re legal document (0.3). Prepared correspondence re legal document (0.3). Analyzed legal issue (0.9). Revised draft legal document (0.6).	0734	2.80 hrs.
06/18/14	L120	Prepared White Paper.	0515	5.60 hrs.
06/19/14	L120	Reviewed testimony from trials to prepare Exide white paper (4.3). Revised Exide white paper (2.2).	0515	6.50 hrs.
06/20/14	L120	E-mail to and from Jeff Parker and Steve O'Neil re report.	2601	.10 hrs.

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06/20/14	L120	Analysis of report.	2601	.20 hrs.
06/20/14	L120	Revised (1.1) and corresponded re same (0.2). Conferred with Visser re meeting (0.1). Continued to revise white paper (1.6).	0515	3.00 hrs.
06/23/14	L120	Attended meeting to discuss status of various matters with Jeff Parker, Alison Kleaver, Olivier Theard, Robert Philibosian, Steve Kramer.	0515	1.00 hrs.
06/23/14	L120	Corresponded with client re case matters (0.3). Prepared legal document (3.3).	0515	3.60 hrs.
06/23/14	L120	Participated in weekly litigation strategy meeting to review all pending matters with Sheppard lawyers (Philibosian, Kraner, O'Neil, Parker, Kleaver).	2078	1.00 hrs.
06/23/14	L120	Strategized with J. Parker, O. Theard, S. O'Neil, S. Kramer, and R. Philibosian re status of litigation matters.	2471	1.10 hrs.
06/24/14	L120	Revised drafts of press release (1.8). Reviewed DTSC letter(0.4). Telephone conference with Exide legal, Exide environmental, and public relations personnel case matters (0.7). Prepared draft language for documents(1.4).	0734	4.30 hrs.
06/25/14	L120	Participated in multiple conference calls re issue (0.7). Revised message platform multiple times (2.2). Reviewed correspondence and responded to correspondence (0.2). Reviewed materials and revised summary re same (1.4).	0515	4.50 hrs.
06/25/14	L120	Reviewed updated draft (0.7).	0734	.70 hrs.
06/26/14	L120	Analysis of chronology of key events and documents from Jeff Parker re: actions by DTSC and AQMD.	2601	.40 hrs.

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06/26/14	L120	E-mail to and from Jeff Parker re status of litigation.	2601	.10 hrs.
06/27/14	L120	Reviewed amended notice. (0.4) Reviewed correspondence from Exide (0.6) Exchanged correspondence with Exide (1.3).	0734	2.30 hrs.
06/30/14	L120	Conferred re issues.	0515	.60 hrs.
06/30/14	L120	Conferred with Olivier Theard re issues.	0515	.20 hrs.
06/30/14	L120	Prepared legal document(1.2). Reviewed correspondence from Visser legal issues(0.7). Exchanged correspondence with Exide (0.8). Exchanged correspondence with Exide (0.6).	0734	3.30 hrs.
Communicate (in firm)				
06/30/14	L120	Discussion with O. Theard re: status and issues.	0294	.20 hrs.

Timekeeper Summary of: Analysis/Strategy

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0294	Arthur J. Friedman	0.20	\$ 505.00	\$101.00
0342	Claudia M. Luna	2.90	\$ 200.00	\$580.00
0364	Randolph C. Visser	3.30	\$ 600.00	\$1,980.00
0515	Stephen J. O'Neil	87.70	\$ 600.00	\$52,620.00
0734	Jeffrey J. Parker	40.20	\$ 600.00	\$24,120.00
1961	Joseph D. Barton	6.00	\$ 420.00	\$2,520.00
2078	Olivier F. Theard	5.50	\$ 490.00	\$2,695.00
2471	Alison N. Kleaver	9.40	\$ 480.00	\$4,512.00
2601	Bryan D. Daly	12.70	\$ 850.00	\$10,795.00
3102	Jennifer N. Le	0.00	\$ 0.00	\$0.00
	<i>Totals</i>	<i>167.90</i>	<i>\$ 595.13</i>	<i>\$ 99,923.00</i>

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Document/File Management

06/03/14	L140	Retrieved and forwarded Documents to attorney.	0342	.20 hrs.
06/04/14	L140	Catalogued and inventoried all flash drives and CD's received from client and consultants.	0342	2.40 hrs.
06/05/14	L140	Reviewed Agenda circulated to team (0.4) and updated Case tracking log with new developments (0.4).	0342	.80 hrs.
06/06/14	L140	Updated Master Case Tracking log and case binder with new developments.	0342	.70 hrs.

Timekeeper Summary of: Document/File Management

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0342	Claudia M. Luna	4.10	\$ 200.00	\$820.00
	<i>Totals</i>	4.10	\$ 200.00	\$ 820.00

Settlement/Non-Binding ADR

06/02/14	L160	Obtain and forward document.	0364	.30 hrs.
06/06/14	L160	Telephone conference re status and strategy (0.2). Exchanged correspondence with Exide counsel (0.8). Prepared draft e-mail re legal issues (0.7).	0734	1.70 hrs.
06/06/14	L160	Telephone conferences re status and strategy (1.1) and drafting of email re legal issue (0.2).	0364	1.30 hrs.
06/12/14	L160	Telephone conferences Exide and AQMD.	0364	.70 hrs.
06/13/14	L160	Review and analysis of legal document (1.3) and related numerous emails J. Parker, S. O'Neil and O. Theard re status and strategy and proposed revisions (0.3).	0364	1.60 hrs.

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06/13/14	L160	Reviewed and revised legal document (1.4). Reviewed AQMD revisions and comments to mitigation plan (0.9).	2078	2.30 hrs.
06/16/14	L160	Preparation of email to re strategy and status.	0364	.40 hrs.
06/17/14	L160	Preparation of emails to J. Parker and S. O'Neil re legal issues (0.5) Review/respond to numerous emails re proposed revisions (0.9). Review of numerous Exide documents for preparation of revised legal document (1.2). Review/analysis of proposed changes to same (0.8). Review/revision of same and incorporate changes (0.6) Review/revision of same (0.7). Research re legal issue(0.6).	0364	5.30 hrs.
06/18/14	L160	Prepared multiple revisions of legal document.	0515	3.30 hrs.
06/18/14	L160	Corresponded re legal documents (.3). Corresponded re same (0.2).	0515	.50 hrs.
06/18/14	L160	Reviewed revisions.	0515	.40 hrs.
06/18/14	L160	Prepared multiple revisions.	0515	1.30 hrs.
06/18/14	L160	Reviewed drafts of legal document. (0.9).	0734	.90 hrs.
06/18/14	L160	Review/revision of legal document (0.7). Preparation of emails to J. Parker and S. O'Neil re changes (0.3) and scheduled call (0.1). Numerous emails re proposed revisions (1.3). Preparation of emails re legal issues (0.7). Telephone conferences re status and strategy (0.8).	0364	3.90 hrs.
06/18/14	L160	Conferred with client (0.3). Revised plan (0.5). Revised legal documents (0.3).	2078	1.10 hrs.
06/19/14	L160	Participated in conference call re legal document.	0515	.70 hrs.
06/19/14	L160	Reviewed draft legal document (0.7).	0734	.70 hrs.

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06/19/14	L160	Telephone conferences re strategy (0.8). Review/revision of legal document (0.8). Review/revision of legal document (0.9). Telephone conferences re strategy of legal document (0.6). Preparation of email to District counsel re status (0.4). Preparation of legal document (0.5). Negotiation of with District Counsel (0.7). Preparation of summary/brief for Exide (1.3). Review/revision of summary/brief for Exide (0.8). Review/revision of legal document (0.9). Review/respond to numerous emails re status and strategy (0.7).	0364	8.40 hrs.
06/19/14	L160	Revised Mitigation Plan for legal compliance and technical accuracy (4.1). Conferred with client (0.6). Conferred with Partner (O'Neil) re mitigation plan (0.7).	2078	5.40 hrs.
06/20/14	L160	Reviewed summary of legal document (0.2). Reviewed legal document (1.8). Corresponded re documents (0.2). Reviewed and revised draft message platform (0.9). Conferred re same (0.5). Corresponded re draft press releases (0.2).	0515	3.80 hrs.
06/20/14	L160	Telephone conferences re status and strategy (1.6). Telephone conferences District Counsel re status (0.7). Telephone conferences O. Theard, S. O'Neil, J. Parker re status and strategy (1.3).	0364	3.60 hrs.
06/20/14	L160	Reviewed and revised legal document.	2078	.80 hrs.
06/21/14	L160	Conferred with Randy Visser re issues (0.2). Corresponded with client and Randy Visser re same (0.1).	0515	.30 hrs.
06/23/14	L160	Conferred with Randy Visser re developments and issues (0.3) Reviewed legal documents (1.6).	0515	1.90 hrs.
06/23/14	L160	Corresponded with client (0.1). Reviewed and revised documents for Exide (0.2).	0515	.30 hrs.
06/23/14	L160	Reviewed latest draft of legal documents (0.4).	0734	1.20 hrs.

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06/24/14	L160	Corresponded re legal document (0.2) Corresponded re documents (0.3). Revised Exide 180 day message platform (0.2).	0515	.70 hrs.
06/24/14	L160	Worked on legal issue.	2078	.60 hrs.
06/25/14	L160	Telephone conference re status (0.4). Reviewed current draft of legal documents (1.1). Telephone conference re issues (0.4). Exchanged correspondence with Exide (0.6). Revised legal documents (0.8). Telephone conference re legal issue (0.3). Analyzed legal issue (0.7).	0734	4.30 hrs.
06/26/14	L160	Prepared revisions to legal document (0.6). Prepared for conference call with AQMD (0.5). Participated in conference call with Jeff Parker and AQMD re issue (0.2) Conferred re issue (0.2). Corresponded re issue (0.3). Conferred re issue (0.7). Prepared correspondence re issues (1.1).	0515	3.90 hrs.
06/26/14	L160	Analyzed District's revised versions of legal document (1.2). Telephone conferences re issues (0.6). Prepared correspondence re legal document (0.8). Conferred re issue (0.8).	0734	3.40 hrs.
06/27/14	L160	Corresponded re presentation (0.1). Conferred re status (0.2). Corresponded re same (0.1). Conferred re legal issue (0.2). Conferred re legal issue (1.3). Corresponded re legal issue (0.5). Corresponded re legal issue (0.2). Revised message platform (0.5). Revised legal document (0.4). Reviewed correspondence (0.2).	0515	3.70 hrs.
06/30/14	L160	Corresponded re issue.	0515	.20 hrs.
06/30/14	L160	Conferred re issue (0.2). Correspondence re same (0.1).	0515	.30 hrs.
06/30/14	L160	Corresponded re revised message platform.	0515	.10 hrs.

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06/30/14	L160	Conferred re issues.	0515	.40 hrs.
06/30/14	L160	Conferred multiple times re issue.	0515	.80 hrs.
06/30/14	L160	Conferred re issue.	0515	.20 hrs.
06/30/14	L160	Corresponded re issues.	0515	.60 hrs.
06/30/14	L160	Conferred with counsel for the District (0.7). Assessed and provided options (0.9). Exchanged e-mails with client (0.6). Reviewed and revised legal document (0.4).	2078	2.60 hrs.

Timekeeper Summary of: Settlement/Non-Binding ADR

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0364	Randolph C. Visser	25.50	\$ 600.00	\$15,300.00
0515	Stephen J. O'Neil	23.40	\$ 600.00	\$14,040.00
0734	Jeffrey J. Parker	12.20	\$ 600.00	\$7,320.00
2078	Olivier F. Theard	12.80	\$ 490.00	\$6,272.00
	<i>Totals</i>	73.90	\$ 580.95	\$ 42,932.00

Other Case Assessment

06/02/14	L190	Attend litigation team conference re status and strategy of all litigation.	0364	1.00 hrs.
06/03/14	L190	Participate in tour of facility with Exide.	2601	1.00 hrs.
06/09/14	L190	Attended weekly litigation team meeting re status and strategy of all Vernon compliance and litigation issues (0.9). Reported on research (0.2).	0126	1.10 hrs.
06/09/14	L190	Attend weekly litigation team meeting re status and strategy of all Vernon compliance and litigation issues.	0364	1.10 hrs.

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06/16/14	L190	Participated in weekly litigation team meeting with R. Visser, S. O'Neill, A. Kleaver, S. Kramer, J. Parker and O. Theard re status and strategy of all litigation matters (0.7). Reported on activities (0.2).	0126	.90 hrs.
06/16/14	L190	Attend weekly team meeting (S. Kramer, J. Parker, O. Theard, S. O'Neil, A. Kleaver, C. Luna, R. Philibosian) re status and strategy of all litigation and regulatory matters.	0364	.90 hrs.
06/23/14	L190	Attended weekly litigation team meeting with R. Visser, S. O'Neill, A. Kleaver, S. Kramer, J. Parker and O. Theard re status and strategy.	0126	1.00 hrs.
Communicate (in firm)				
06/13/14	L190	Communications with Kramer re case management conference scheduling issues and proposed order re same	0294	.30 hrs.

Timekeeper Summary of: Other Case Assessment

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0126	Robert H. Philibosian	3.00	\$ 725.00	\$2,175.00
0294	Arthur J. Friedman	0.30	\$ 505.00	\$151.50
0364	Randolph C. Visser	3.00	\$ 600.00	\$1,800.00
2601	Bryan D. Daly	1.00	\$ 850.00	\$850.00
	<i>Totals</i>	<u>7.30</u>	<u>\$ 681.71</u>	<u>\$ 4,976.50</u>

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Pre-Trial Pleadings and Motions

06/14/14	L200	Revised Stipulation regarding continuance of Trial Setting Conference.	2614	.30 hrs.
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Timekeeper Summary of: Pre-Trial Pleadings and Motions

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
2614	Steven O. Kramer	0.30	\$ 625.00	\$187.50
	<i>Totals</i>	0.30	\$ 625.00	\$ 187.50

Pleadings

06/04/14	L210	Telephone conference with EPA re background, meeting, and basis of NOVs (0.4). Reviewed mitigation plan (0.4) and related correspondence transmitting to AQMD for potential submission (0.3).	0734	1.10 hrs.
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Timekeeper Summary of: Pleadings

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0734	Jeffrey J. Parker	1.10	\$ 600.00	\$660.00
	<i>Totals</i>	1.10	\$ 600.00	\$ 660.00

Court Mandated Conferences

06/13/14	L230	Prepared legal document (0.3) and legal document (0.3).	2471	.60 hrs.
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Timekeeper Summary of: Court Mandated Conferences

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
2471	Alison N. Kleaver	0.60	\$ 480.00	\$288.00
	<i>Totals</i>	<i>0.60</i>	<i>\$ 480.00</i>	<i>\$ 288.00</i>

Written Motions/Submissions

06/03/14	L250	Revised and finalized response to order to show cause.	2670	.30 hrs.
06/04/14	L250	Review of proposed draft response to court OSC (0.5) and related telephone conferences (0.4).	0364	.90 hrs.

Timekeeper Summary of: Written Motions/Submissions

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0364	Randolph C. Visser	0.90	\$ 600.00	\$540.00
2670	Alexander L. Merritt	0.30	\$ 370.00	\$111.00
	<i>Totals</i>	<i>1.20</i>	<i>\$ 542.50</i>	<i>\$ 651.00</i>

Discovery

06/02/14	L300	Meeting with R. Visser, S. O'Neil, J. Parker, and status (0.9). Reviewed e-mails from R. Visser and responded re OSC (0.2).	2614	1.10 hrs.
06/03/14	L300	Revised Response to OSC and supporting Declaration (0.5). Reviewed e-mails to/from Visser and Exide regarding OSC (0.3).	2614	.80 hrs.
06/04/14	L300	Reviewed e-mails from Visser regarding OSC and other issues.	2614	.30 hrs.

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06/05/14	L300	Reviewed and revised legal document (0.4). Reviewed and responded to e-mails from Visser regarding legal document (0.2). Analysis of issues (0.6). Reviewed OSC pleadings and e-mails regarding same (0.5). Reviewed CMC Notice (0.1).	2614	1.80 hrs.
06/06/14	L300	E-mails from Visser regarding Order to Show Cause pleadings.	2614	.20 hrs.
06/08/14	L300	E-mails from Visser regarding Order to Show Cause pleadings.	2614	.20 hrs.
06/09/14	L300	Team meeting regarding status and approach going forward (1.1) Reviewed e-mails from Visser re Order to Show Cause and other subjects (0.2). Reviewed unsecured creditors' motion and e-mailed regarding same (0.8). Reviewed final Response to Order to Show Cause prior to filing (0.1).	2614	2.20 hrs.
06/10/14	L300	Reviewed and provided comments regarding unsecured creditors' motion.	2614	1.20 hrs.
06/12/14	L300	E-mail regarding Trial Setting Conference to client (0.2). Reviewed Court Minute Order (0.2). Strategized regarding Trial Setting Conference (0.3). Reviewed e-mails/materials regarding status (0.6).	2614	1.30 hrs.
06/13/14	L300	Telephone calls to District Counsel regarding Trial Setting Conference (0.4) E-mails to District Counsel and regarding Trial Setting Conference (0.6) Reviewed memo (1.3).	2614	2.30 hrs.
06/14/14	L300	Reviewed and provided comments on protocols.	2614	.80 hrs.
06/16/14	L300	Team meeting regarding status, litigation and settlement with R. Visser, J. Parker, O. Theard, A. Kleaver and others (0.9) Reviewed e-mails from District's counsel regarding Trial Setting Conference (0.2). Responded to e-mails from District's counsel re litigation issues (0.2). E-mails to Exide and others (0.3). Reviewed Stipulation regarding continuance of Trial Setting Conference (0.2).	2614	1.80 hrs.

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06/17/14	L300	E-mails to client and others (0.2). Reviewed e-mails from Visser regarding Vernon protocols (0.2).	2614	.40 hrs.
06/18/14	L300	Reviewed Court docket regarding Trial Setting Conference (0.2). Reviewed Court Order regarding Order to Show Cause (0.1). E-mails to Client and others (0.3). E-mails to/from District's counsel regarding Trial Setting Conference (0.2).	2614	.80 hrs.
06/19/14	L300	Reviewed draft survey and provided comments (0.8). Reviewed Court Minute Order regarding Trial Setting Conference (0.2). E-mail to Exide (0.2). E-mail to District's counsel regarding Court Minute Order (0.2). Prepared/revised Notice regarding Trial Setting Conference per Court Order (0.3). Analysis of issues (0.4).	2614	2.10 hrs.
06/20/14	L300	Reviewed memo (0.8). E-mails to Visser regarding Memo (0.2).	2614	1.00 hrs.
06/23/14	L300	Team meeting with J. Parker, S. O'Neil, A. Kleaver and O. Theard (1.1). Reviewed legal document (0.8). Reviewed e-mails regarding legal document (0.3).	2614	2.20 hrs.
06/24/14	L300	E-mails regarding pleading (0.1). E-mails from O. Theard regarding status (0.1).	2614	.20 hrs.
06/25/14	L300	Reviewed status of Civil Penalty case (0.3). Reviewed draft Case Management Conference Statement (0.3). Reviewed e-mail regarding status of Civil Action (0.1). Prepared responsive e-mail regarding status of Civil Action (0.1). Reviewed e-mail from M. Cook regarding status (0.1). Telephone conference regarding status of Civil Action (0.2).	2614	1.10 hrs.
06/26/14	L300	Reviewed e-mails regarding status of litigation from Visser and Theard.	2614	.30 hrs.

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Timekeeper Summary of: Discovery

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
2614	Steven O. Kramer	22.10	\$ 625.00	\$13,812.50
	<i>Totals</i>	22.10	\$ 625.00	\$ 13,812.50

Document Production

06/04/14	L320	Reviewed emails regarding documents loaded in Box (0.4) and downloaded same for further review (0.2).	0342	.60 hrs.
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Timekeeper Summary of: Document Production

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0342	Claudia M. Luna	0.60	\$ 200.00	\$120.00
	<i>Totals</i>	0.60	\$ 200.00	\$ 120.00

Trial and Hearing Attendance

06/23/14	L450	Attended Board of Supervisor's meeting regarding funding plan for the Countywide Toxic Threat Strike Team (1.4).	0342	1.40 hrs.
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Timekeeper Summary of: Trial and Hearing Attendance

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0342	Claudia M. Luna	1.40	\$ 200.00	\$280.00
	<i>Totals</i>	1.40	\$ 200.00	\$ 280.00

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SUMMARY OF TIMEKEEPER FEES

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
2601	Bryan D. Daly	13.70	\$ 850.00	\$ 11,645.00
0294	Arthur J. Friedman	.50	\$ 505.00	\$ 252.50
2614	Steven O. Kramer	26.60	\$ 625.00	\$ 16,625.00
0515	Stephen J. O'Neil	111.20	\$ 600.00	\$ 66,720.00
0734	Jeffrey J. Parker	56.50	\$ 600.00	\$ 33,900.00
0536	Carren Shulman	9.70	\$ 665.00	\$ 6,450.50
2078	Olivier F. Theard	31.60	\$ 490.00	\$ 15,484.00
0364	Randolph C. Visser	34.10	\$ 600.00	\$ 20,460.00
0126	Robert H. Philibosian	3.00	\$ 725.00	\$ 2,175.00
1961	Joseph D. Barton	6.00	\$ 420.00	\$ 2,520.00
2471	Alison N. Kleaver	10.00	\$ 480.00	\$ 4,800.00
2856	Victoria J. Lee	57.40	\$ 295.00	\$ 16,933.00
2670	Alexander L. Merritt	.30	\$ 370.00	\$ 111.00
3102	Jennifer N. Le	.00	\$ 0.00	\$ 0.00
0342	Claudia M. Luna	9.80	\$ 200.00	\$ 1,960.00

Total Fees for Professional Services

\$ 200,036.00

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SUMMARY OF DISBURSEMENTS

Delivery Services/Messengers

06/02/14	E107	Federal Express on 06/02/14	17.33
06/09/14	E107	Pro Courier on 06/09/14	106.62
06/09/14	E107	Pro Courier on 06/09/14	16.63
06/16/14	E107	Pro Courier on 06/16/14	157.62
06/16/14	E107	Pro Courier on 06/16/14	39.92
06/20/14	E107	Pro Courier on 06/20/14	69.05
06/20/14	E107	Pro Courier on 06/20/14	16.63
Total Delivery Services/Messengers			423.80

Meals

06/10/14	E111	La Petit Boulangerie - Randy Visser/R. Philabosian Client Mtg 06/10/14	56.68
06/10/14	E111	La Petit Boulangerie - Randy Visser/R. Philabosian Client Mtg 06/10/14	13.08
06/10/14	E111	Mendocino Farm - Randy Visser/Robert Philibosian Client Mtg 06/10/14	216.88
Total Meals			286.64

Outside Printing

06/16/14	E102	Color Copies	36.75
Total Outside Printing			36.75

Copying

06/12/14	E101	Duplication	43.80
Total Copying			43.80

Telephone

06/26/14	E105	Telephone	6.70
Total Telephone			6.70

Total Disbursements

\$ 797.69

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ACCOUNTS RECEIVABLE SUMMARY

Invoice Date	Invoice Number	Invoice Amount	Fees	Disbs	Payments & Credits	Total
07/23/13	223073343	298,076.98	291,215.00	6,861.98	-239,833.98	\$ 58,243.00
08/19/13	223079728	185,429.77	183,289.50	2,140.27	-148,771.87	36,657.90
09/23/13	223091770	180,409.97	180,202.50	207.47	-144,369.47	36,040.50
10/09/13	223099138	151,226.02	150,038.50	1,187.52	-121,218.32	30,007.70
11/14/13	223105945	246,260.95	244,459.50	1,801.45	-197,369.05	48,891.90
12/20/13	223113831	293,617.89	281,886.00	11,731.89	-237,240.69	56,377.20
01/16/14	223126030	338,352.58	334,612.00	3,740.58	-271,430.18	66,922.40
02/24/14	223135200	484,591.88	470,966.00	13,625.88	-390,398.68	94,193.20
03/25/14	223142457	371,778.42	343,084.00	28,694.42	-303,161.62	68,616.80
04/24/14	223154513	499,991.86	485,527.50	14,464.36	-402,886.36	97,105.50
05/29/14	223164859	212,303.24	192,488.50	19,814.74	-173,805.54	38,497.70
06/27/14	223168556	195,858.48	193,746.50	2,111.98	0.00	195,858.48
Total Outstanding Fees and Disbursements						\$ 827,412.28
Interest on Outstanding A/R						0.00
Fees and Disbursements Due for this Invoice						200,833.69
Total Due For This Matter						\$ 1,028,245.97

Exhibit B

Remittance Copy

Please return this page with your payment.

Exide Technologies
 < **This is an e-Billing matter.** >

SMRH Tax ID 95-1463164
 July 31, 2014
 Invoice 223179836

Our Matter No. 18NJ-179728
 Exide DIP - Regulatory Compliance and Permitting
 Billing Atty: Randolph C. Visser

Your Reference No. 201400021

INVOICE SUMMARY

FOR PROFESSIONAL SERVICES THROUGH JUNE 30, 2014

Current Fees	\$ 133,811.50
Current Disbursements	\$ 924.03
Total Current Activity	\$ 134,735.53
Total Due for This Invoice	<u>\$ 134,735.53</u>

SUMMARY OF TIMEKEEPER FEES

<u>Tkpr</u> <u>Code</u>	<u>Timekeeper Name</u>	<u>Hours</u>	<u>Avg.</u> <u>Rate/Hr</u>	<u>Dollars</u>
0515	Stephen J. O'Neil	.60	\$ 600.00	\$ 360.00
0364	Randolph C. Visser	89.50	\$ 600.00	\$ 53,700.00
2078	Olivier F. Theard	86.50	\$ 490.00	\$ 42,385.00
0126	Robert H. Philibosian	35.80	\$ 725.00	\$ 25,955.00
2747	Mercedes A. Cook	11.80	\$ 290.00	\$ 3,422.00
2750	Andrea N. Feathers	17.10	\$ 395.00	\$ 6,754.50
1024	Julie M. Cravitz	1.30	\$ 100.00	\$ 130.00
0342	Claudia M. Luna	4.60	\$ 200.00	\$ 920.00
6478	Juan F. Ornelas	1.00	\$ 185.00	\$ 185.00

Payment Terms: Balance due upon receipt of this statement.

Exide Technologies
 < **This is an e-Billing matter.** >

SMRH Tax ID 95-1463164
 July 31, 2014
 Invoice 223179836

Our Matter No. 18NJ-179728
 Exide DIP - Regulatory Compliance and Permitting
 Billing Atty: Randolph C. Visser

Your Reference No. 201400021

INVOICE SUMMARY

FOR PROFESSIONAL SERVICES THROUGH JUNE 30, 2014

Current Fees \$ 133,811.50
 Current Disbursements \$ 924.03

Total Current Activity \$ 134,735.53
 Total Due for This Invoice \$ 134,735.53

SUMMARY OF TIMEKEEPER FEES

<u>Tkpr</u> <u>Code</u>	<u>Timekeeper Name</u>	<u>Hours</u>	<u>Avg.</u> <u>Rate/Hr</u>	<u>Dollars</u>
0515	Stephen J. O'Neil	.60	\$ 600.00	\$ 360.00
0364	Randolph C. Visser	89.50	\$ 600.00	\$ 53,700.00
2078	Olivier F. Theard	86.50	\$ 490.00	\$ 42,385.00
0126	Robert H. Philibosian	35.80	\$ 725.00	\$ 25,955.00
2747	Mercedes A. Cook	11.80	\$ 290.00	\$ 3,422.00
2750	Andrea N. Feathers	17.10	\$ 395.00	\$ 6,754.50
1024	Julie M. Cravitz	1.30	\$ 100.00	\$ 130.00
0342	Claudia M. Luna	4.60	\$ 200.00	\$ 920.00
6478	Juan F. Ornelas	1.00	\$ 185.00	\$ 185.00

Payment Terms: Balance due upon receipt of this statement.

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FOR PROFESSIONAL SERVICES THROUGH 06/30/14

FEE DETAIL

<u>Date</u>	<u>Phase</u>	<u>Description of Services</u>	<u>Tkpr</u>	<u>Hours</u>
Asset Analysis & Recovery				
06/18/14	B120	Prepared by organizing client data for inclusion to Relativity for review by legal team.	6478	.60 hrs.
06/19/14	B120	Organized supplemental client data for inclusion to Relativity.	6478	.40 hrs.

Timekeeper Summary of: Asset Analysis & Recovery

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
6478	Juan F. Ornelas	1.00	\$ 185.00	\$185.00
	<i>Totals</i>	1.00	\$ 185.00	\$ 185.00

Mtgs-Communication w/Creditors

06/02/14	B150	Preparation of email to P. Weiss responding to AQMD permitting questions re RRP construction permits (0.6) and related research (0.9).	0364	1.50 hrs.
06/05/14	B150	Teleconference re status and strategy (1.1). Obtain and respond to creditors' committee requests for documents including HHERA (0.4).	0364	1.50 hrs.
06/09/14	B150	Review/respond to numerous emails re creditors issues and scheduling of status calls and AQMD (0.5). Telephone conferences in preparation of letter to creditors (UCC) (0.9). Telephone conference re legal issues (0.4).	0364	1.80 hrs.
06/10/14	B150	Review/respond to numerous emails re legal issue(0.6). Review and revision of proposed letter to UCC re proposed motion for court-appointed examiner (1.2) and related emails (0.2).	0364	2.00 hrs.

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06/11/14	B150	Review/revision of proposed letter to UCC re motion for appointment of examiner (0.7) and related emails (0.2). Telephone conference re revision of proposed draft letter to UCC (0.9).	0364	1.80 hrs.
06/12/14	B150	Review/respond to emails re proposed changes to letter to UCC re court appointed examiner (0.3). Teleconference re status and strategy (0.6). Telephone conference re status and strategy (0.7). Telephone conference re legal issue (0.4)	0364	2.00 hrs.
06/13/14	B150	Review/revision of proposed creditor observer protocol (0.8) and related numerous emails with comments (0.3). Telephone conference re legal issues (0.5).	0364	1.60 hrs.
06/14/14	B150	Review/analysis of proposed UCC draft "observer" protocol (0.6). Review/analysis of Exide's proposed response (0.4) and revision to UCC "observer" protocol (0.4). Preparation of comments and revision to UCC proposed draft "observer" protocol. (0.7) Review of numerous emails from Exide (0.9).	0364	3.00 hrs.
06/16/14	B150	Preparation of email to UCC responding to numerous questions re status and strategy (0.5). Review/analysis of UCC proposed observer protocol (0.7). Teleconference Exide re legal issues (0.8).	0364	2.00 hrs.
06/17/14	B150	Obtain and forward numerous RRP and RRP schedule documents to UCC with explanation (0.5). Teleconference J. Liberi (Skadden), S. Kramer re legal issues (0.5). Review of numerous documents in Environ ftp site for production to bankruptcy claimants (1.3).	0364	2.30 hrs.
06/18/14	B150	Telephone conferences re legal issue.	0364	.90 hrs.

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06/19/14	B150	Prepare for weekly status teleconference with UCC (0.9). Numerous telephone conferences re recent developments (0.7). Attend teleconference re status and strategy Vernon facility compliance and litigation issues. (0.8). Attend teleconference re status and strategy Vernon facility compliance and litigation matters (0.8).	0364	3.20 hrs.
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Timekeeper Summary of: Mtgs-Communication w/Creditors

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0364	Randolph C. Visser	23.60	\$ 600.00	\$14,160.00
	<i>Totals</i>	23.60	\$ 600.00	\$ 14,160.00

Other Contested Matters

06/04/14	B190	Review of numerous documents for posting to ftp site to provide to bankruptcy claimants (1.6) and related emails (0.6).	0364	2.20 hrs.
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Timekeeper Summary of: Other Contested Matters

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0364	Randolph C. Visser	2.20	\$ 600.00	\$1,320.00
	<i>Totals</i>	2.20	\$ 600.00	\$ 1,320.00

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Non-Working Travel

06/16/14	B195	Travel time to and from meetings in Vernon (1.0).	0126	.50 hrs.
06/17/14	B195	Travelled to and from Sacramento for meetings on Senator's Lara's bill to amend DTSC permitting statute (2.2).	2078	1.10 hrs.

Timekeeper Summary of: Non-Working Travel

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0126	Robert H. Philibosian	0.50	\$ 725.00	\$362.50
2078	Olivier F. Theard	1.10	\$ 490.00	\$539.00
	<i>Totals</i>	<u>1.60</u>	<u>\$ 563.44</u>	<u>\$ 901.50</u>

Case Administration - General

06/05/14	B200	Review of research in preparation for client conference call (0.8) and emails to schedule Exide meeting (0.1).	0364	.90 hrs.
06/16/14	B200	Review/analysis of SCAQMD comments on Exide mitigation plan (0.4) and Exide's responses to comments (0.4).	0364	.80 hrs.

Timekeeper Summary of: Case Administration - General

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0364	Randolph C. Visser	1.70	\$ 600.00	\$1,020.00
	<i>Totals</i>	<u>1.70</u>	<u>\$ 600.00</u>	<u>\$ 1,020.00</u>

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Business Operations

06/26/14	B210	Participated in conference call with UCC committee to provide updates regarding Vernon (0.8). Participated in conference with noteholders re Vernon updates (0.8). Prepared outline of litigation and regulatory issues to prepare for UCC and noteholders calls (0.5).	2078	2.10 hrs.
06/27/14	B210	Responded to client inquiries.	2078	.50 hrs.
06/30/14	B210	Responded to inquiries from creditor.	2078	.60 hrs.

Timekeeper Summary of: Business Operations

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
2078	Olivier F. Theard	3.20	\$ 490.00	\$1,568.00
	<i>Totals</i>	3.20	\$ 490.00	\$ 1,568.00

Fact Gathering

06/02/14	C100	Research and analysis of legal document (0.4) and legal document (0.6) and related review of DTSC final decision re numerous issues (0.4).	0364	1.40 hrs.
06/10/14	C100	Reviewed and prepared materials for all hands on deck strategy meeting.	2078	.90 hrs.
06/12/14	C100	Review and analysis of RRP (0.1) and proposed new implementation schedule (0.2) and conflicts with requirements in DTSC settlement (0.2) and email legal issues(0.2).	0364	.70 hrs.
06/17/14	C100	Review/analysis Report and recommendations (0.7). Review/analysis of letter (0.8).	0364	1.50 hrs.

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06/18/14	C100	Review/analysis of DTSC Notice of Deficiency and supporting technical memo (1.3). Research re legal issues (1.6). Research re legal issues (0.6) and permit denial (0.2) and interim status termination proceeding (0.1).	0364	3.80 hrs.
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Timekeeper Summary of: Fact Gathering

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0364	Randolph C. Visser	7.40	\$ 600.00	\$4,440.00
2078	Olivier F. Theard	0.90	\$ 490.00	\$441.00
	<i>Totals</i>	8.30	\$ 588.07	\$ 4,881.00

Researching Law

06/13/14	C200	Review and analysis of District comments to Exide proposed mitigation plan (0.9) and related emails (0.5).	0364	1.40 hrs.
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Timekeeper Summary of: Researching Law

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0364	Randolph C. Visser	1.40	\$ 600.00	\$840.00
	<i>Totals</i>	1.40	\$ 600.00	\$ 840.00

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Analysis and Advice

06/01/14	C300	Researched information regarding legal issue.	2747	.20 hrs.
06/02/14	C300	Conferred with O. Theard and M. Cook in review and analysis of legal document (1.0) and related review and analysis of RCRA statute and regs (0.7).	0364	1.70 hrs.
06/02/14	C300	Engaged in conference call re analysis issues (0.7). Reviewed and analyzed legal implications for DTSC response (1.5). Engaged in meeting with M. Cook regarding Lara DTSC bill (1.4). Reviewed and revised legal document (0.6). Reviewed and analyzed issues (0.5).	2078	4.70 hrs.
06/02/14	C300	Strategized with R. Visser, O. Theard, S. O'Neil, J. Parker, S. Kramer, A. Kleaver, and C. Luna re status updates (0.7). Researched legal issue (0.4). Prepared legal document (0.8). Strategized with O. Theard and R. Visser re SB 712 (1.3).	2747	3.20 hrs.
06/02/14	C300	Researched and analyzed procedures and requirements.	2750	3.20 hrs.
06/03/14	C300	Researched facts and law re legal issues (0.4). Telephone conference responding to clients request for advice (0.4). Conducted weekly status update and action planning, telephone conference call re legal and administrative matters (1.0). Read DTSC letter responding to issues (0.3).	0126	2.10 hrs.
06/03/14	C300	Review and respond to numerous emails re legal issue (0.3) and potential legal options (0.3). Review of audit request (0.2) and preparation of audit response (0.4). Attend weekly team conference re status and strategy of all Vernon regulatory and litigation matters and issues (1.1). Telephone conferences and emails re status and strategy (0.7). Preparation of audit update letter (0.7).	0364	3.70 hrs.

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06/03/14	C300	Analyzed and assessed proposed DTSC legislation and prepared revisions thereto (0.9). Conferred with Counsel in Sacramento re DTSC legislation (0.5). Conferred with public relations consultant re strategy (0.4). Engaged in conference call with client (1.0). Prepared audit response to request from KPMG (0.7). Worked on legal issue (1.1). Conferred with environmental consultant (0.4).	2078	5.00 hrs.
06/03/14	C300	Continued drafting legal document (0.2). Prepared detailed analysis based on legal document (2.4).	2747	2.60 hrs.
06/03/14	C300	Worked on update to audit response letter to KPMG LLC for Exide Technologies.	1024	.80 hrs.
06/04/14	C300	Telephone conference call re legal issue (0.4). Review update memo (0.1).	0126	.50 hrs.
06/04/14	C300	Telephone conferences re status and strategy (1.1). Review and revision of audit response letter (0.4).	0364	1.50 hrs.
06/04/14	C300	Worked on legal issue (0.2). Revised legal document (0.3). Exchanged communication with client and environmental consultant (1.1).	2078	1.60 hrs.
06/04/14	C300	Researched and analyzed procedures and requirements.	2750	1.20 hrs.
06/04/14	C300	Worked on update to audit response letter to KPMG LLC for Exide Technologies.	1024	.50 hrs.
06/05/14	C300	Telephone conferences re status and strategy (0.4) Telephone conferences re community outreach strategy (0.6). Telephone conferences re review (0.6) and approval of OSC response and related emails (0.1).	0364	1.70 hrs.
06/05/14	C300	Conferred with environmental consultant regarding soil and dust (0.4). Conferred with client (0.3). Reviewed statutes and regulations (0.8) and revised legal document (1.3). Engaged in conference call with DTSC (0.5). Prepared and revised consultant retention contract (1.9). Researched and provided analysis for client (1.2).	2078	6.40 hrs.

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06/05/14	C300	Drafted legal document.	2750	1.60 hrs.
06/06/14	C300	Review/respond to numerous emails from Exide and consultants re status (0.4) and status and strategy (0.4) and DTSC compliance issues (0.4)	0364	1.20 hrs.
06/06/14	C300	Reviewed and revised contract with consultant for media/public relations (0.8). Reviewed NESHAP testing procedures and exchanged communication with consultant re same (1.3).	2078	2.10 hrs.
06/09/14	C300	Read and analyzed legal document (0.3) strategized (0.3). Reviewed and analyzed memo (0.3). Read memo and draft dated June 6 press release (0.5). Read and analyzed unsecured creditors committee draft motion for appointment of an examiner (0.8). Read and analyzed City of Vernon report (1.9).	0126	4.10 hrs.
06/09/14	C300	Review and respond to emails (0.8) Preparation of email re strategy (0.2) and related review (0.3).	0364	1.30 hrs.
06/09/14	C300	Worked on update to CEO letter (3.8). Reviewed materials in preparation for conference call (0.4). Engaged in conference call with consultant (0.6). Worked on agenda for Exide strategy meeting (0.4).	2078	5.20 hrs.
06/09/14	C300	Strategized with S. O'Neil, S. Kramer, R. Visser, R. Philibosian, A. Kleaver, O. Theard, and C. Luna re updates.	2747	1.10 hrs.
06/09/14	C300	Prepared for conference call.	2750	.70 hrs.
06/09/14	C300	Conferred re strategy.	2750	.40 hrs.
06/10/14	C300	Conducted in person status update and strategic action planning meeting.	0126	7.10 hrs.
06/10/14	C300	Review and respond to numerous emails re status (1.1) Review and revision of proposed status report (0.8) and related review of documents (0.6) Attend full Exide team conference (6.4) Conferred re strategy (0.9)	0364	9.80 hrs.

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06/10/14	C300	Conferred with client (1.0). Prepared public notice for plant (1.1).	2078	2.10 hrs.
06/10/14	C300	Conferred with client (1.0). prepared bullet points for proposed 1420.1 rulemaking (0.6). summarized DTSC disputed issues (0.3). reviewed and assessed proposed revisions to legal document (0.4).	2078	2.30 hrs.
06/10/14	C300	Participated in all day, all hand on deck litigation, regulatory, and community outreach meeting.	2078	7.20 hrs.
06/10/14	C300	Researched and analyzed issue.	2747	1.10 hrs.
06/11/14	C300	Telephone conference call re legal issue (0.3). Read memorandum (0.1), memorandum and map (0.1) and final press release from Exide (0.1). Telephone conferences with R. Visser and O. Theard re legal issue (0.2).	0126	.80 hrs.
06/11/14	C300	Teleconference re status and strategy (0.9). Telephone conferences re DTSC(0.5). Teleconference re status and strategy (1.2). Review/revision of proposed draft press release (0.7).	0364	3.30 hrs.
06/11/14	C300	Worked on and revised press releases (0.8). Reviewed materials (1.3). Conferred with J. Parker re legal issue (0.3). Conferred re legal issue (0.3). Prepared for conference call with client (0.5). Engaged in conference call with client (1.0). Engaged in call with client (0.3). Prepared and sent materials (0.7).	2078	5.20 hrs.
06/12/14	C300	Telephone conference call with client (0.2). Email to client (0.3). Telephone call re community strategy (0.2). Telephone conference call re community involvement (0.7). Read and exchanged email correspondence with client (0.5). Telephone conference call (0.3). Telephone conference (0.3). Telephone conference call (0.2). Telephone call (0.1). Read and analyzed Exide's response letter (prepared by Skadden Arps) to the Unsecured Creditors Committee (0.4). Read and analyzed Los Angeles County Toxic Threat Strike Team report (dated June 12, 2014) to the County Board of Supervisors (1.2). Researched issue (0.1).	0126	4.50 hrs.

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06/12/14	C300	Review and respond to numerous emails from re final revisions to press release and legal document.	0364	.40 hrs.
06/12/14	C300	Worked on request letter (0.4). Participated in conference call regarding preparation for meeting with DTSC(0.5). Reviewed chart of projects for RRP and DTSC settlement completion (0.3). Analyzed and provided advice regarding DTSC (0.8). Reviewed emails and provided advice re permitting (0.2).	2078	2.20 hrs.
06/12/14	C300	Drafted letter to EPA.	2750	4.80 hrs.
06/13/14	C300	Telephone conference calls re press release (0.6). Email correspondence re issues (0.4). Read memorandum (0.4). Read letter (dated June 12, 2014) from SCAQMD (0.3).	0126	1.70 hrs.
06/13/14	C300	Review and respond to numerous emails re status and strategy Vernon.	0364	.90 hrs.
06/16/14	C300	Telephone conferences in preparation for meetings (0.5). Read and analyzed white paper outline (0.3). Telephone conference call re preparation for meeting (0.1) and telephone conference call (0.1). Read and analyzed draft message platform (0.2) and communications outline schedule (0.2). Read memo from R. Visser (0.1). Participated in meeting re community involvement issues (1.6). Participated in meeting re community involvement (1.4). Read and analyzed City of Vernon resolutions, ordinances and staff reports (2.2). Reviewed post meeting notes (0.1).	0126	6.80 hrs.
06/16/14	C300	Review/analysis of Exide 10-K (0.3) and preparation of responses to Exide 10-K (0.2) and related review of prior EPA and AQMD NOV pleadings (0.2). Review/respond to emails re status and strategy (0.8) Review/respond to emails re issues. (0.4)	0364	1.90 hrs.
06/16/14	C300	Conferred with client (0.7). Reviewed legislative revision re DTSC permitting bill (0.4). Conferred with associate Andrea F. regarding letter request to EPA (0.9). Revised request letter to EPA (1.1). Revised mitigation plan for risk reduction activities (0.4).	2078	3.50 hrs.

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06/16/14	C300	Conferred with Theard re letter (0.4). Revised same (0.4).	2750	.80 hrs.
06/17/14	C300	Conducted weekly status update and action planning, telephone conference call re legal and administrative matters (1.0). Telephone conference call re issues (0.2). Read and analyzed press releases and press reports (0.3). Telephone conference call re drafting communications message platform and strategy for implementation (0.4). Read memorandum (.3).	0126	2.20 hrs.
06/17/14	C300	Telephone conferences and emails re legal issues (0.4) Teleconference re legal issues (0.8) Attend weekly Exide team meeting re status and strategy Vernon regulatory and litigation issues. (0.9)	0364	2.10 hrs.
06/17/14	C300	Reviewed legislative materials to prepare for State Assembly committee meeting regarding Senate Bill 712 (2.2). Conferred with co-counsel regarding Senate Bill (0.9). Participated in committee meeting (3.5).	2078	6.60 hrs.
06/17/14	C300	Revised proposed letter to EPA.	2078	2.10 hrs.
06/17/14	C300	Analyzed law re legal issues.	2747	.40 hrs.
06/17/14	C300	Revised letter to EPA.	2750	3.20 hrs.
06/18/14	C300	Researched re relevant issue (0.3). Read memorandum (0.2), the revised media message platform (0.2) and the Los Angeles Times article (0.1).	0126	.80 hrs.
06/18/14	C300	Reviewed and analyzed draft survey questionnaire.	0126	1.20 hrs.
06/18/14	C300	Review/analysis of DTSC NOV (0.7). Preparation of status report on AQMD and DTSC events (0.8). Review/analysis of proposed draft extension letter to EPA (0.7). Review/revision of proposed draft extension letter to EPA (0.4).	0364	2.60 hrs.

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06/18/14	C300	Updated timeline of significant regulatory and litigation events (2.0). Summarized revisions to Senate Bill 712 (0.4). Reviewed and assessed DTSC's Notice of Deficiency regarding Exide's RCRA permit application (0.9). Revised letter to EPA (2.0). Prepared correspondence to client (0.3).	2078	5.60 hrs.
06/19/14	C300	Read email memorandum (0.1) and City News Service article(0.2). Telephone conference call re survey questions (0.1). Telephone conference call re survey questions (0.1). Telephone conference call re analysis and revision of survey questions (0.3).	0126	.70 hrs.
06/19/14	C300	Review/analysis of proposed draft community survey questions (0.8). Preparation of comments and proposed changes to proposed draft community survey questionnaire (0.7). Telephone conference re status of and strategy (0.4).	0364	1.90 hrs.
06/19/14	C300	Revised proposed questionnaire for public survey on Exide (2.2). Assessed potential extension on RTO and HEPA filter projects under DTSC settlement (0.7). Conferred with consultant regarding dust and soil (0.4). responded to client inquiries (0.3).	2078	3.60 hrs.
06/19/14	C300	Researched District rules re legal issue (2.1). Prepared summary re same. (1.1).	2747	3.20 hrs.
06/19/14	C300	Revised letter to EPA.	2750	1.20 hrs.
06/20/14	C300	Reviewed and analyzed legal document (0.3) and the commentary from S. O'Neil and O. Theard on legal document (0.2) and letter from the DTSC (0.3).	0126	.80 hrs.
06/20/14	C300	Review and respond to emails from re issues. (1.7) Telephone conferences re status and strategy (1.4). Telephone conferences re EPA penalty actio (1.8).	0364	4.90 hrs.
06/20/14	C300	Finalized and submitted request for extension (3.3). Reviewed and revised workplan (0.6). revised disclosure statement regarding Vernon operations at client's request (1.0). Revised press releases (0.8).	2078	5.70 hrs.
06/23/14	C300	Researched legal issues.	0126	.70 hrs.

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06/24/14	C300	Conducted weekly status update and action planning telephone conference call re legal and administrative matters (0.7). Reviewed and analyzed the second updated draft of legal document (0.3). Read press statement (0.1).	0126	1.10 hrs.
06/24/14	C300	Conferred with client (0.5). Revised press release (0.4). Participated on weekly conference call (0.8).	2078	1.70 hrs.
06/25/14	C300	Reviewed correspondence and press release (0.3). Conferred with client (0.3). Conferred with consultant regarding NRDC meeting and discussions with community groups (0.5). Reviewed the revised bill by Senator Lara on DTSC permitting (0.2). Prepared summary of regulatory and permitting materials and schedule for client (0.5). Engaged in conference call regarding community involvement (0.5). Conferred with consultant regarding soil and dust (0.6).	2078	2.90 hrs.
06/27/14	C300	Revised technical workplan.	2078	.20 hrs.
06/28/14	C300	Revised technical workplan.	2078	.90 hrs.
06/30/14	C300	Email correspondence with client (0.1). Prepared agenda for weekly conference call (0.1).	0126	.20 hrs.
06/30/14	C300	Exchanged communication with client (0.4). Reviewed technical workplan (0.5). Exchanged emails and phone calls with EPA regarding extension request (0.5).	2078	1.40 hrs.

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Timekeeper Summary of: Analysis and Advice

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0126	Robert H. Philibosian	35.30	\$ 725.00	\$25,592.50
0364	Randolph C. Visser	38.90	\$ 600.00	\$23,340.00
1024	Julie M. Cravitz	1.30	\$ 100.00	\$130.00
2078	Olivier F. Theard	78.20	\$ 490.00	\$38,318.00
2747	Mercedes A. Cook	11.80	\$ 290.00	\$3,422.00
2750	Andrea N. Feathers	17.10	\$ 395.00	\$6,754.50
	<i>Totals</i>	182.60	\$ 534.27	\$ 97,557.00

Third Party Communication

06/02/14	C400	Telephone conferences in review of potential changes to SB 712 legislation.	0364	.70 hrs.
06/03/14	C400	Review and respond to emails from re RRP timelines (0.4). Preparation of proposed draft legal document (0.7) and preparation of email explaining same (0.4). Teleconference client (0.4).	0364	1.90 hrs.
06/04/14	C400	Telephone conferences re legal issue.	0364	.60 hrs.
06/05/14	C400	Telephone conferences B. Daly and J. Parker re issues (0.6). Review of contract (0.4) and telephone conferences and emails O. Theard re needed changes (0.2). Telephone conferences re status and strategy re community outreach (0.3). Teleconference in review of SB 712 and potential modifications of bill (0.8) and related review of statute and regulations re interim status (1.0). Review and revision of proposed SB 712 (0.5) and related review of statute and regulations (0.3).	0364	4.10 hrs.
06/11/14	C400	Telephone conference re legal issue (0.4). Telephone conferences re status and strategy (0.5).	0364	.90 hrs.
06/12/14	C400	Telephone conference re status and strategy (0.3). Telephone conference re status and strategy (0.3).	0364	.60 hrs.

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06/13/14	C400	Telephone conferences re community outreach strategy.	0364	1.10 hrs.
06/16/14	C400	Review/revision of proposed press statement in (0.9). Obtain and forward key mitigation plan and District correspondence (0.2) and emails re same (0.1). Attend teleconference re status and strategy (1.0).	0364	2.20 hrs.
06/17/14	C400	Review/revision of proposed draft press release.	0364	.60 hrs.
06/19/14	C400	Preparation of email providing statute and regulations.	0364	.50 hrs.

Timekeeper Summary of: Third Party Communication

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0364	Randolph C. Visser	13.20	\$ 600.00	\$7,920.00
	<i>Totals</i>	13.20	\$ 600.00	\$ 7,920.00

Fact Investigation/Development

06/13/14	L110	Read report regarding Exide.	2078	.80 hrs.
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Timekeeper Summary of: Fact Investigation/Development

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
2078	Olivier F. Theard	0.80	\$ 490.00	\$392.00
	<i>Totals</i>	0.80	\$ 490.00	\$ 392.00

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Analysis/Strategy

06/11/14	L120	Participated in call with Visser regarding soil forensics.	0515	.60 hrs.
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Timekeeper Summary of: Analysis/Strategy

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0515	Stephen J. O'Neil	0.60	\$ 600.00	\$360.00
	<i>Totals</i>	0.60	\$ 600.00	\$ 360.00

Settlement/Non-Binding ADR

06/14/14	L160	Review/analysis of draft stipulated OA.	0364	1.10 hrs.
06/26/14	L160	Assessed options for start-up condition (0.7). Conferred with client (1.6).	2078	2.30 hrs.

Timekeeper Summary of: Settlement/Non-Binding ADR

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0364	Randolph C. Visser	1.10	\$ 600.00	\$660.00
2078	Olivier F. Theard	2.30	\$ 490.00	\$1,127.00
	<i>Totals</i>	3.40	\$ 525.59	\$ 1,787.00

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Document Production

06/16/14	L320	Reviewed and indexed materials regarding materials provided to DTSC regarding industrial sampling.	0342	1.80 hrs.
06/17/14	L320	Reviewed and exchanged emails regarding protocol.	0342	.40 hrs.
06/17/14	L320	Completed index of documentation (1.1) and forwarded (0.2).	0342	1.30 hrs.
06/18/14	L320	Worked with Litigation Support regarding loading of documents into Relativity database.	0342	.20 hrs.
06/24/14	L320	Conferred regarding documents in response to UCC request.	0342	.60 hrs.
06/25/14	L320	Revised document spreadsheet in response to UCC document request.	0342	.30 hrs.

Timekeeper Summary of: Document Production

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0342	Claudia M. Luna	4.60	\$ 200.00	\$920.00
	<i>Totals</i>	4.60	\$ 200.00	\$ 920.00

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SUMMARY OF TIMEKEEPER FEES

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0515	Stephen J. O'Neil	.60	\$ 600.00	\$ 360.00
2078	Olivier F. Theard	86.50	\$ 490.00	\$ 42,385.00
0364	Randolph C. Visser	89.50	\$ 600.00	\$ 53,700.00
0126	Robert H. Philibosian	35.80	\$ 725.00	\$ 25,955.00
2747	Mercedes A. Cook	11.80	\$ 290.00	\$ 3,422.00
2750	Andrea N. Feathers	17.10	\$ 395.00	\$ 6,754.50
1024	Julie M. Cravitz	1.30	\$ 100.00	\$ 130.00
0342	Claudia M. Luna	4.60	\$ 200.00	\$ 920.00
6478	Juan F. Ornelas	1.00	\$ 185.00	\$ 185.00

Total Fees for Professional Services

\$ 133,811.50

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SUMMARY OF DISBURSEMENTS

Delivery Services/Messengers

06/20/14	E107	Federal Express on 06/20/14	20.73
06/20/14	E107	Federal Express on 06/20/14	9.56
Total Delivery Services/Messengers			30.29

Out-of-Town Travel

06/25/14	E110	O Theard- 6/17/14 Cab re travel to Ontario	45.00
06/25/14	E110	O Theard- 6/17/14 Parking re travel to Ontario	18.00
06/25/14	E110	O Theard- 6/17/14 Cab re travel to Ontario	43.93
06/25/14	E110	O Theard- 6/17/14 Flight to/from Sacramento re travel to Ontario	377.50
Total Out-of-Town Travel			484.43

Meals

06/25/14	E111	O Theard- 6/17/14 Lunch re travel to Ontario	8.64
06/25/14	E111	O Theard- 6/17/14 Dinner re travel to Ontario	46.59
Total Meals			55.23

Court Fees

06/30/14	E112	Advanced Discovery Serv. - Native File Processing	169.05
Total Court Fees			169.05

Outside Printing

06/20/14	E102	Color Copies	36.00
Total Outside Printing			36.00

Copying

06/20/14	E101	Duplication	74.00
Total Copying			74.00

Postage

06/11/14	E108	Postage	6.96
Total Postage			6.96

Telephone

04/28/14	E105	Telephone	68.07
Total Telephone			68.07

Total Disbursements

\$ 924.03

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ACCOUNTS RECEIVABLE SUMMARY

Invoice Date	Invoice Number	Invoice Amount	Fees	Disbs	Payments & Credits	Total
07/24/13	223073341	12,920.10	11,391.00	1,529.10	-10,641.90	\$ 2,278.20
08/19/13	223079726	49,543.00	49,543.00	0.00	-39,634.40	9,908.60
09/23/13	223091768	43,398.55	43,389.50	9.05	-34,720.65	8,677.90
10/09/13	223099135	83,554.75	83,319.00	235.75	-66,890.95	16,663.80
11/14/13	223105949	148,593.80	146,188.50	2,405.30	-119,356.10	29,237.70
12/20/13	223119328	114,743.80	112,379.00	2,364.80	-92,268.00	22,475.80
01/16/14	223126019	108,472.49	107,537.50	934.99	-86,964.99	21,507.50
02/24/14	223135194	138,849.11	138,583.50	265.61	-111,132.41	27,716.70
03/25/14	223142459	92,195.91	90,783.00	1,412.91	-74,039.31	18,156.60
04/24/14	223154511	132,940.51	132,392.00	548.51	-106,462.11	26,478.40
05/29/14	223164861	171,532.10	171,270.00	262.10	-137,278.10	34,254.00
06/27/14	223168565	173,775.94	173,089.00	686.94	0.00	173,775.94
Total Outstanding Fees and Disbursements						\$ 391,131.14
Interest on Outstanding A/R						0.00
Fees and Disbursements Due for this Invoice						134,735.53
Total Due For This Matter						\$ 525,866.67

Exhibit C

Remittance Copy

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Exide Technologies
< **This is an e-Billing matter.** >

SMRH Tax ID 95-1463164
July 31, 2014
Invoice 223179837

Our Matter No. 18NJ-197163
Exide DIP - SCAQMD Civil Penalty
Billing Atty: Randolph C. Visser

Your Reference No. 201400073

INVOICE SUMMARY

FOR PROFESSIONAL SERVICES THROUGH JUNE 30, 2014

Current Fees	\$ 33,268.00	
Current Disbursements	\$ 51.43	
Total Current Activity		\$ 33,319.43
Total Due for This Invoice		<u><u>\$ 33,319.43</u></u>

Payment Terms: Balance due upon receipt of this statement.

Exide Technologies
< **This is an e-Billing matter.** >

SMRH Tax ID 95-1463164
July 31, 2014
Invoice 223179837

Our Matter No. 18NJ-197163
Exide DIP - SCAQMD Civil Penalty
Billing Atty: Randolph C. Visser

Your Reference No. 201400073

INVOICE SUMMARY

FOR PROFESSIONAL SERVICES THROUGH JUNE 30, 2014

Current Fees	\$ 33,268.00	
Current Disbursements	\$ 51.43	
Total Current Activity		<u>\$ 33,319.43</u>
Total Due for This Invoice		<u>\$ 33,319.43</u>

Payment Terms: Balance due upon receipt of this statement.

18NJ-197163 Exide DIP - SCAQMD Civil Penalty
 Randolph C. Visser

July 31, 2014
 Invoice 223179837
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FOR PROFESSIONAL SERVICES THROUGH 06/30/14

FEE DETAIL

<u>Date</u>	<u>Phase</u>	<u>Description of Services</u>	<u>Tkpr</u>	<u>Hours</u>
06/12/14		Strategized with S. O'Neil.	2471	.10 hrs.

Fact Investigation/Development

06/10/14	L110	Continued review and analysis of AQMD and EPA NOV claims (0.8) and review and application of EPA penalty compliance (1.0).	0364	1.80 hrs.
06/11/14	L110	Research and analysis re legal issue and legal issue.	0364	1.10 hrs.

Timekeeper Summary of: Fact Investigation/Development

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0364	Randolph C. Visser	2.90	\$ 600.00	\$1,740.00
	<i>Totals</i>	2.90	\$ 600.00	\$ 1,740.00

18NJ-197163 Exide DIP - SCAQMD Civil Penalty
 Randolph C. Visser

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Analysis/Strategy

06/03/14	L120	Revised analysis in preparation for meeting with EPA.	2078	1.90 hrs.
06/09/14	L120	Research and analysis of legal issues (0.7) review of NOV's and EPA regs (0.6)	0364	1.30 hrs.
06/20/14	L120	Reviewed proposed first amended complaint (2.1). Corresponded re proposed first amended complaint (0.2).	0515	2.30 hrs.
06/25/14	L120	Analyzed first amended complaint (0.4) and researched legal issue (1.7).	0515	2.10 hrs.
06/26/14	L120	Conferred re case management conference statement and conference call (0.3). Revised case management statement (0.2) and filed case management statement (0.1). Reviewed proposed first amended complaint and analyzed first amended complaint (1.2).	0515	1.80 hrs.

Timekeeper Summary of: Analysis/Strategy

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0364	Randolph C. Visser	1.30	\$ 600.00	\$780.00
0515	Stephen J. O'Neil	6.20	\$ 600.00	\$3,720.00
2078	Olivier F. Theard	1.90	\$ 490.00	\$931.00
	<i>Totals</i>	9.40	\$ 577.77	\$ 5,431.00

18NJ-197163 Exide DIP - SCAQMD Civil Penalty
 Randolph C. Visser

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Experts/Consultants

06/16/14	L130	Reviewed discovery to be propounded to District (1.1). Prepared meet and confer letter on discovery issues (1.4).	0515	2.50 hrs.
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Timekeeper Summary of: Experts/Consultants

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0515	Stephen J. O'Neil	2.50	\$ 600.00	\$1,500.00
	<i>Totals</i>	2.50	\$ 600.00	\$ 1,500.00

Document/File Management

06/05/14	L140	Reviewed Case Management Conference Statement (0.2), calendered date and arranged for internal processing of same (0.1).	0342	.30 hrs.
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Timekeeper Summary of: Document/File Management

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0342	Claudia M. Luna	0.30	\$ 200.00	\$60.00
	<i>Totals</i>	0.30	\$ 200.00	\$ 60.00

18NJ-197163 Exide DIP - SCAQMD Civil Penalty
 Randolph C. Visser

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Pleadings

06/21/14	L210	Reviewed and assessed proposed first amended complaint.	2078	.80 hrs.
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Timekeeper Summary of: Pleadings

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
2078	Olivier F. Theard	0.80	\$ 490.00	\$392.00
	<i>Totals</i>	0.80	\$ 490.00	\$ 392.00

Court Mandated Conferences

06/17/14	L230	Participated in telephone conference re legal issues.	0515	.60 hrs.
06/17/14	L230	Reviewed Local Rules and California Rule of Court requirements for issues to discuss in mandatory meet and confer with opposing counsel (0.2). Conferred with O'Neil re issues in mandatory meet and confer per California Rules of Court (0.4). Telephone conference with AQMD's counsel re mandatory meet and confer topics, case management conference statement, and discovery (0.6).	0734	1.20 hrs.
06/23/14	L230	Reviewed legal issue (0.7). Conferred with O'Neil re legal issue (0.4).	0734	1.10 hrs.
06/24/14	L230	Prepared Case Management Conference Statement (3.3). Researched Case Management Conference Statement issues (0.5). Revised Case Management Conference Statement (0.3). Conferred with Olivier Theard re Case Management Conference Statement (0.1). Conferred with Jeff Parker re Case Management Conference Statement (0.2). Corresponded withre Case Management Conference Statement (0.2).	0515	4.60 hrs.

18NJ-197163 Exide DIP - SCAQMD Civil Penalty
 Randolph C. Visser

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06/24/14	L230	Revised draft CMC Statement (0.4).	0734	.40 hrs.
06/24/14	L230	Revised Case Management Conference statement.	2078	.40 hrs.
06/26/14	L230	Telephone conference with Exide in-house counsel (0.4).	0734	.40 hrs.

Timekeeper Summary of: Court Mandated Conferences

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0515	Stephen J. O'Neil	5.20	\$ 600.00	\$3,120.00
0734	Jeffrey J. Parker	3.10	\$ 600.00	\$1,860.00
2078	Olivier F. Theard	0.40	\$ 490.00	\$196.00
	<i>Totals</i>	8.70	\$ 594.94	\$ 5,176.00

Written Discovery

06/17/14	L310	Prepared meet and confer letter on discovery issues.	0515	2.70 hrs.
06/18/14	L310	Prepared meet and confer letter on document demand (0.6). Prepared summary of meet and confer for status conference (0.4) and corresponded to client re same (0.1).	0515	1.10 hrs.
06/24/14	L310	Prepared and revised response to request for production of documents.	0515	1.30 hrs.
06/24/14	L310	Prepared meet and confer letter (1.8). Revised written discovery (1.3).	0515	3.10 hrs.

18NJ-197163 Exide DIP - SCAQMD Civil Penalty
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July 31, 2014
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06/29/14 L310 Updated Request for Production of Documents. 2747 .40 hrs.

Timekeeper Summary of: Written Discovery

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0515	Stephen J. O'Neil	8.20	\$ 600.00	\$4,920.00
2747	Mercedes A. Cook	0.40	\$ 290.00	\$116.00
	<i>Totals</i>	8.60	\$ 585.58	\$ 5,036.00

Discovery From Opponent

06/03/14	L311	Prepared objections and responses to First Set of Requests for Production.	2471	2.90 hrs.
06/06/14	L311	Reviewed prior document collection efforts to determine sources of documents responsive to requests for production.	2471	1.20 hrs.
06/09/14	L311	Prepared analysis of sources of documents responsive to District's document requests and scope of response to same.	2471	2.80 hrs.
06/27/14	L311	Revised responses to District's requests for production of documents.	2471	1.70 hrs.

18NJ-197163 Exide DIP - SCAQMD Civil Penalty
 Randolph C. Visser

July 31, 2014
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Timekeeper Summary of: Discovery From Opponent

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
2471	Alison N. Kleaver	8.60	\$ 480.00	\$4,128.00
	<i>Totals</i>	8.60	\$ 480.00	\$ 4,128.00

Document Production

06/03/14	L320	Reviewed documents (2.4) and worked on organizing document review in response to civil penalty document request (0.7).	2078	3.20 hrs.
06/05/14	L320	Prepared meet and confer letter on request for production of documents submitted by District.	0515	2.30 hrs.
06/05/14	L320	Worked on document review chart (0.6) and conducted document review in civil penalty action (1.3).	2078	1.90 hrs.
06/06/14	L320	Prepared meet and confer on document demand.	0515	2.00 hrs.
06/09/14	L320	Prepared meet and confer letter on document demand, including research for meet and confer letter.	0515	1.70 hrs.
06/10/14	L320	Reviewed cases for meet and confer letter (0.9) and reviewed electronic discovery requirements (0.4).	0515	1.30 hrs.
06/10/14	L320	Telephone conference with AQMD's outside counsel re issues (0.2). Reviewed AQMD discovery requests to Exide (0.6) and updates re status of document review (0.3).	0734	1.10 hrs.
06/11/14	L320	Reviewed and consolidated documents from various sources in preparation for upcoming review and production in Response to SCAQMD's Request for Production of Documents (Set One).	0342	1.60 hrs.

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 Randolph C. Visser

July 31, 2014
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06/25/14	L320	Revised responses to requests for production of documents from AQMD.	2078	1.40 hrs.
06/30/14	L320	Coordinated review and production of documents responsive to District's requests.	2471	.40 hrs.
06/30/14	L320	Reviewed emails with attachments from A. Kleaver regarding document review protocols (0.4) and conferred with J. Ornelas in Litigation Support regarding setting up of separate database (0.2). Reviewed two existing databases and calculated total number of client documents gathered to date (0.3).	0342	.90 hrs.

Timekeeper Summary of: Document Production

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0342	Claudia M. Luna	2.50	\$ 200.00	\$500.00
0515	Stephen J. O'Neil	7.30	\$ 600.00	\$4,380.00
0734	Jeffrey J. Parker	1.10	\$ 600.00	\$660.00
2078	Olivier F. Theard	6.50	\$ 490.00	\$3,185.00
2471	Alison N. Kleaver	0.40	\$ 480.00	\$192.00
	<i>Totals</i>	17.80	\$ 500.96	\$ 8,917.00

18NJ-197163 Exide DIP - SCAQMD Civil Penalty
 Randolph C. Visser

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Written Motions/Submissions

06/17/14	L430	Reviewed and researched status order meet and confer obligations (1.0). Conferred with Jeff Parker re requirements for status conference meeting (0.4).	0515	1.40 hrs.
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Timekeeper Summary of: Written Motions/Submissions

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0515	Stephen J. O'Neil	1.40	\$ 600.00	\$840.00
	<i>Totals</i>	<u>1.40</u>	<u>\$ 600.00</u>	<u>\$ 840.00</u>

SUMMARY OF TIMEKEEPER FEES

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0515	Stephen J. O'Neil	30.80	\$ 600.00	\$ 18,480.00
0734	Jeffrey J. Parker	4.20	\$ 600.00	\$ 2,520.00
2078	Olivier F. Theard	9.60	\$ 490.00	\$ 4,704.00
0364	Randolph C. Visser	4.20	\$ 600.00	\$ 2,520.00
2747	Mercedes A. Cook	.40	\$ 290.00	\$ 116.00
2471	Alison N. Kleaver	9.10	\$ 480.00	\$ 4,368.00
0342	Claudia M. Luna	2.80	\$ 200.00	\$ 560.00

Total Fees for Professional Services

\$ 33,268.00

18NJ-197163 Exide DIP - SCAQMD Civil Penalty
Randolph C. Visser

July 31, 2014
Invoice 223179837
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SUMMARY OF DISBURSEMENTS

05/20/14	PACER (Public Access to Court Electronic Records). Customer Number: SM0175. Statement Date: 05/01/14 - 05/31/14.	14.00
06/26/14	Pro Courier on 06/26/14	27.03
06/26/14	Pro Courier on 06/26/14	10.40

Total Disbursements

\$ 51.43

18NJ-197163 Exide DIP - SCAQMD Civil Penalty
 Randolph C. Visser

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ACCOUNTS RECEIVABLE SUMMARY

Invoice Date	Invoice Number	Invoice Amount	Fees	Disbs	Payments & Credits	Total
03/25/14	223142461	42,990.97	41,568.50	1,422.47	-34,677.27	\$ 8,313.70
04/24/14	223154515	65,281.55	65,122.00	159.55	-52,257.15	13,024.40
05/29/14	223164863	11,750.10	11,266.50	483.60	-9,496.80	2,253.30
06/27/14	223168566	40,491.00	40,491.00	0.00	0.00	40,491.00
Total Outstanding Fees and Disbursements						\$ 64,082.40
Interest on Outstanding A/R						0.00
Fees and Disbursements Due for this Invoice						33,319.43
Total Due For This Matter						\$ 97,401.83

Exhibit D

Remittance Copy

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Exide Technologies
< **This is an e-Billing matter.** >

SMRH Tax ID 95-1463164
July 31, 2014
Invoice 223179838

Our Matter No. 18NJ-200809
Exide DIP - EPA Civil Penalty Action
Billing Atty: Randolph C. Visser

Your Reference No. 201500017

INVOICE SUMMARY

FOR PROFESSIONAL SERVICES THROUGH JUNE 30, 2014

Current Fees	\$ 65,184.00	
Current Disbursements	\$ 511.13	
Total Current Activity		\$ 65,695.13
Total Due for This Invoice		<u><u>\$ 65,695.13</u></u>

Payment Terms: Balance due upon receipt of this statement.

Exide Technologies
< **This is an e-Billing matter.** >

SMRH Tax ID 95-1463164
July 31, 2014
Invoice 223179838

Our Matter No. 18NJ-200809
Exide DIP - EPA Civil Penalty Action
Billing Atty: Randolph C. Visser

Your Reference No. 201500017

INVOICE SUMMARY

FOR PROFESSIONAL SERVICES THROUGH JUNE 30, 2014

Current Fees	\$ 65,184.00	
Current Disbursements	\$ 511.13	
Total Current Activity		<u>\$ 65,695.13</u>
Total Due for This Invoice		<u>\$ 65,695.13</u>

Payment Terms: Balance due upon receipt of this statement.

18NJ-200809 Exide DIP - EPA Civil Penalty Action
 Randolph C. Visser

July 31, 2014
 Invoice 223179838
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FOR PROFESSIONAL SERVICES THROUGH 06/30/14

FEE DETAIL

<u>Date</u>	<u>Phase</u>	<u>Description of Services</u>	<u>Tkpr</u>	<u>Hours</u>
Analysis/Strategy				
06/12/14	L120	Analyzed data (1.4).	0734	1.40 hrs.
06/17/14	L120	Analyzed documents.	2471	4.30 hrs.
06/18/14	L120	Analyzed documents for use in EPA presentation (2.8). Revised memo (1.6). Prepared timeline for EPA presentation (3.2).	2471	7.60 hrs.
06/19/14	L120	Reviewed EPA NOV (0.8) and reviewed permit terms (1.1).	0515	1.90 hrs.
06/19/14	L120	Further revised memo.	2471	1.10 hrs.
06/20/14	L120	Preparation for meeting with EPA on Federal NOV: By reviewing correspondence, materials.	2078	.90 hrs.
06/20/14	L120	Strategized with O. Theard re materials for EPA NOV presentation.	2471	.20 hrs.
06/21/14	L120	Reviewed EPA Section 114 request (0.8). Corresponded re same (0.1).	0515	.90 hrs.
06/21/14	L120	Reviewed and assessed relevant law.	2078	.80 hrs.
06/22/14	L120	Further prepared for meeting with EPA in San Francisco: By reviewing and analyzing relevant documents and law.	0515	2.30 hrs.
06/23/14	L120	Continue to prepare for meeting with EPA.	0515	2.70 hrs.

18NJ-200809 Exide DIP - EPA Civil Penalty Action
 Randolph C. Visser

July 31, 2014
 Invoice 223179838
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FEE DETAIL

<u>Date</u>	<u>Phase</u>	<u>Description of Services</u>	<u>Tkpr</u>	<u>Hours</u>
06/23/14	L120	Participated in conference call with Exide (0.5). Reviewed EPA Section 114 request (0.5). Analyzed EPA Section 114 request, including research (1.7). Conferred re EPA NOV matters (0.2).	0515	2.90 hrs.
06/23/14	L120	Telephone conference with Exide (0.3). Exchanged correspondence with Exide environmental personnel and consultant re EPA meeting (0.7). Analyzed background material for potential use in EPA meeting (2.3).	0734	3.30 hrs.
06/23/14	L120	Conferred with Theard, O'Neil, Kleaver, Philibosian, and Kramer re status and strategy (1.1). Revised insert to auditor statement (0.4). Revised press release (1.2). Prepared press release (1.1).	0734	3.80 hrs.
06/23/14	L120	Reviewed client documents (2.6). Worked on powerpoint for EPA meeting (3.8).	2078	6.40 hrs.
06/24/14	L120	Reviewed Federal NOV (0.2) and Federal 114 Request (0.2) and researched legal issue (0.4) and legal issue (0.5). Conferred re EPA presentation with Jeff Parker (0.2). Reviewed EPA PowerPoint (1.1).	0515	2.60 hrs.
06/24/14	L120	Reviewed correspondence with AQMD (0.6), documents related to alleged NOV's, (1.2) and mitigation provisions (0.5). Prepared presentation materials for meeting with EPA (2.2).	0734	4.50 hrs.
06/24/14	L120	Reviewed materials in preparation for conference with EPA (1.3). Prepared list of issues and documents needed from client for EPA meeting (1.2). Revised presentation materials for EPA conference (2.2).	2078	4.70 hrs.
06/24/14	L120	Further prepared supporting materials for EPA presentation.	2471	.70 hrs.

18NJ-200809 Exide DIP - EPA Civil Penalty Action
 Randolph C. Visser

July 31, 2014
 Invoice 223179838
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FEE DETAIL

<u>Date</u>	<u>Phase</u>	<u>Description of Services</u>	<u>Tkpr</u>	<u>Hours</u>
06/25/14	L120	Reviewed EPA NOV (0.7) and request for production of documents (0.4). Prepared for meeting with (1.7). Attended meeting with Jeff Parker to revise Powerpoint presentation for EPA meeting (1.5).	0515	4.30 hrs.
06/25/14	L120	Reviewed correspondence, data, and photos related to NOV's at issue.(1.1). Conferred with O'Neil re draft presentation, supporting evidence, and arguments (0.8).	0734	1.90 hrs.
06/26/14	L120	Prepared for EPA penalty action by revising Powerpoint presentation.	0515	2.20 hrs.
06/26/14	L120	Analyzed data for use in meeting with EPA (1.8). Exchanged correspondence with consultants re data (0.9). Worked on presentation of Exide arguments and evidence for EPA meeting (3.7). Attended meeting (2.8).	0734	9.20 hrs.
06/26/14	L120	Revised powerpoint (0.7) and prepared materials for Federal EPA conference regarding NOV's (0.8). Participated in client meeting (1.6).	2078	3.10 hrs.
06/27/14	L120	Exchanged correspondence with Exide in-house counsel re status and strategy (0.9). Reviewed materials (1.6). Revised presentation for EPA meeting (1.7).	0734	4.20 hrs.
06/28/14	L120	Reviewed powerpoint for EPA presentation on 114 request.	2078	.20 hrs.
06/29/14	L120	Attended meeting to prepare for EPA meeting and to further revise Powerpoint presentation.	0515	5.70 hrs.

18NJ-200809 Exide DIP - EPA Civil Penalty Action
 Randolph C. Visser

July 31, 2014
 Invoice 223179838
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FEE DETAIL

<u>Date</u>	<u>Phase</u>	<u>Description of Services</u>	<u>Tkpr</u>	<u>Hours</u>
06/29/14	L120	Finalized Powerpoint (0.8) and rehearsed Powerpoint presentation to prepare for EPA meeting (1.3).	0515	2.10 hrs.
06/29/14	L120	Prepared for meeting to prepare for EPA meeting.	0515	1.70 hrs.
06/29/14	L120	Prepared presentation, argument, and evidence for EPA meeting (1.7). Attended meeting with Exide and consultant (5.4). Revised presentation for EPA meeting (0.6).	0734	7.70 hrs.
06/30/14	L120	Conferred to prepare strategy.	0515	1.10 hrs.
06/30/14	L120	Attended follow-up meeting with Exide team (0.9).	0515	.90 hrs.
06/30/14	L120	Conferred re EPA meeting.	0515	.30 hrs.
06/30/14	L120	Attended meeting with EPA and Exide team.	0515	2.40 hrs.
06/30/14	L120	Conducted research re legal issue.	0515	.60 hrs.

Timekeeper Summary of: Analysis/Strategy

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0515	Stephen J. O'Neil	34.60	\$ 600.00	\$20,760.00
0734	Jeffrey J. Parker	36.00	\$ 600.00	\$21,600.00
2078	Olivier F. Theard	16.10	\$ 490.00	\$7,889.00
2471	Alison N. Kleaver	13.90	\$ 480.00	\$6,672.00
	<i>Totals</i>	<u>100.60</u>	<u>\$ 565.82</u>	<u>\$ 56,921.00</u>

18NJ-200809 Exide DIP - EPA Civil Penalty Action
 Randolph C. Visser

July 31, 2014
 Invoice 223179838
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Settlement/Non-Binding ADR

06/11/14	L160	Exchanged correspondence with Exide (0.8). Telephone conference with EPA attorney re status and meeting (0.1). Reviewed draft assessment (0.8).	0734	1.70 hrs.
06/30/14	L160	Conferred with Exide and consultant (1.1). Attended meeting with EPA (2.4). Conferred with Exide and consultant (0.9). Prepared correspondence to Exide in-house counsel (0.8). Reviewed research re legal issue (0.2).	0734	5.40 hrs.

Timekeeper Summary of: Settlement/Non-Binding ADR

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0734	Jeffrey J. Parker	7.10	\$ 600.00	\$4,260.00
	<i>Totals</i>	7.10	\$ 600.00	\$ 4,260.00

Other Case Assessment

06/25/14	L190	Prepared draft correspondence to EPA (0.8). Reviewed and assessed EPA information request (0.5).	2078	1.30 hrs.
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Timekeeper Summary of: Other Case Assessment

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
2078	Olivier F. Theard	1.30	\$ 490.00	\$637.00
	<i>Totals</i>	1.30	\$ 490.00	\$ 637.00

18NJ-200809 Exide DIP - EPA Civil Penalty Action
 Randolph C. Visser

July 31, 2014
 Invoice 223179838
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Written Discovery

06/20/14	L310	Reviewed Section 114 request.	0515	1.20 hrs.
06/26/14	L310	Worked on initial responses to EPA request for information.	2078	.80 hrs.
06/28/14	L310	Worked on declaration (2.6). Prepared cover letter to EPA seeking extension of time to respond to 114 request (0.6).	2078	3.20 hrs.

Timekeeper Summary of: Written Discovery

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0515	Stephen J. O'Neil	1.20	\$ 600.00	\$720.00
2078	Olivier F. Theard	4.00	\$ 490.00	\$1,960.00
	<i>Totals</i>	5.20	\$ 515.38	\$ 2,680.00

Document Production

06/24/14	L320	Prepared initial draft of declaration (0.8). Prepared initial draft of letter to EPA requesting extension (0.6).	2078	1.40 hrs.
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Timekeeper Summary of: Document Production

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
2078	Olivier F. Theard	1.40	\$ 490.00	\$686.00
	<i>Totals</i>	1.40	\$ 490.00	\$ 686.00

18NJ-200809 Exide DIP - EPA Civil Penalty Action
 Randolph C. Visser

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SUMMARY OF TIMEKEEPER FEES

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0515	Stephen J. O'Neil	35.80	\$ 600.00	\$ 21,480.00
0734	Jeffrey J. Parker	43.10	\$ 600.00	\$ 25,860.00
2078	Olivier F. Theard	22.80	\$ 490.00	\$ 11,172.00
2471	Alison N. Kleaver	13.90	\$ 480.00	\$ 6,672.00

Total Fees for Professional Services

\$ 65,184.00

SUMMARY OF DISBURSEMENTS

06/30/14	Absolute Graphic Solutions - Blowbacks Velo Binds	511.13
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Total Disbursements

\$ 511.13

Exhibit E

Remittance Copy

Please return this page with your payment.

Exide Technologies
 < **This is an e-Billing matter.** >

SMRH Tax ID 95-1463164
 July 31, 2014
 Invoice 223179835

Our Matter No. 18NJ-179665
 Exide DIP - Proposition 65 Claim
 Billing Atty: Randolph C. Visser

Your Reference No. 201400019

INVOICE SUMMARY

FOR PROFESSIONAL SERVICES THROUGH JUNE 30, 2014

Current Fees	\$ 420.00
Total Current Activity	<u>\$ 420.00</u>
Total Due for This Invoice	<u><u>\$ 420.00</u></u>

SUMMARY OF TIMEKEEPER FEES

<u>Tkpr</u> <u>Code</u>	<u>Timekeeper Name</u>	<u>Hours</u>	<u>Avg.</u> <u>Rate/Hr</u>	<u>Dollars</u>
0734	Jeffrey J. Parker	.70	\$ 600.00	\$ 420.00

Exide Technologies
 < **This is an e-Billing matter.** >

SMRH Tax ID 95-1463164
 July 31, 2014
 Invoice 223179835

Our Matter No. 18NJ-179665
 Exide DIP - Proposition 65 Claim
 Billing Atty: Randolph C. Visser

Your Reference No. 201400019

INVOICE SUMMARY

FOR PROFESSIONAL SERVICES THROUGH JUNE 30, 2014

Current Fees \$ 420.00

Total Current Activity \$ 420.00

Total Due for This Invoice \$ 420.00

SUMMARY OF TIMEKEEPER FEES

<u>Tkpr</u> <u>Code</u>	<u>Timekeeper Name</u>	<u>Hours</u>	<u>Avg.</u> <u>Rate/Hr</u>	<u>Dollars</u>
0734	Jeffrey J. Parker	.70	\$ 600.00	\$ 420.00

18NJ-179665 Exide DIP - Proposition 65 Claim
 Randolph C. Visser

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 Invoice 223179835
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FOR PROFESSIONAL SERVICES THROUGH 06/30/14

FEE DETAIL

<u>Date</u>	<u>Phase</u>	<u>Description of Services</u>	<u>Tkpr</u>	<u>Hours</u>
Analysis/Strategy				
06/02/14	L120	Revised and finalized letter to Greenbaum re bankruptcy, defenses to Proposition 65 claims, and history of Proposition 65 warnings from facility. (0.7).	0734	.70 hrs.

SUMMARY OF TIMEKEEPER FEES

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Average Rate/Hr</u>	<u>Dollars</u>
0734	Jeffrey J. Parker	.70	\$ 600.00	\$ 420.00

Total Fees for Professional Services

\$ 420.00

18NJ-179665 Exide DIP - Proposition 65 Claim
 Randolph C. Visser

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ACCOUNTS RECEIVABLE SUMMARY

Invoice Date	Invoice Number	Invoice Amount	Fees	Disbs	Payments & Credits	Total
07/23/13	223073342	5,406.60	5,079.00	327.60	-4,390.80	\$ 1,015.80
08/19/13	223079727	267.00	267.00	0.00	-213.60	53.40
09/23/13	223091769	7,175.50	7,175.50	0.00	-5,740.40	1,435.10
10/09/13	223099136	1,255.50	1,255.50	0.00	-1,004.40	251.10
04/24/14	223154512	300.00	300.00	0.00	-240.00	60.00
05/29/14	223164860	2,220.00	2,220.00	0.00	-1,776.00	444.00
06/27/14	223168564	2,880.00	2,880.00	0.00	0.00	2,880.00
Total Outstanding Fees and Disbursements						\$ 6,139.40
Interest on Outstanding A/R						0.00
Fees and Disbursements Due for this Invoice						420.00
Total Due For This Matter						\$ 6,559.40