

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

In re:

EXIDE TECHNOLOGIES,¹

Debtor.

Chapter 11

Case No. 13-11482 (KJC)

Hearing Date: To Be Determined

Objection Date for Parties Other than the Fee Examiner:
July 20, 2015 at 4:00 p.m. (ET)

Re: D.I. 3089, 3216, 3472 & 3595

GEOSYNTEC CONSULTANTS' JOINT (I) FIFTH INTERIM FEE APPLICATION FOR THE PERIOD FROM DECEMBER 1, 2014 THROUGH MARCH 27, 2015 AND (II) FINAL FEE APPLICATION FOR THE PERIOD FROM JANUARY 17, 2014 THROUGH MARCH 27, 2015, SEEKING COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS ENVIRONMENTAL CONSULTANTS TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

| | |
|---|---|
| Name of Applicant: | Geosyntec Consultants |
| Authorized to provide professional services to: | Official Committee of Unsecured Creditors of Exide Technologies |
| Date of Retention: | January 17, 2014 |
| Period for which interim compensation and reimbursement is sought: | December 1, 2014 through March 27, 2015 |
| Amount of interim compensation sought as actual, reasonable and necessary: | \$84,763.50 |
| Amount of interim expense reimbursement sought as actual, reasonable and necessary: | \$11,209.74 |
| Total amount of holdback fees sought for interim period: | \$16,952.70 |
| Period for which final compensation and reimbursement is sought: | January 17, 2014 through March 27, 2015 |
| Amount of final compensation sought as actual, reasonable and necessary: | \$637,376.59 ² |

¹ The last four digits of the Debtor's taxpayer identification number are 2730. The Debtor's corporate headquarters are located at 13000 Deerfield Parkway, Building 200, Milton, Georgia 30004.

² This amount is net of all compromises reached with the Fee Examiner.

Amount of final expense reimbursement sought as actual, reasonable and necessary: \$41,549.21³

This is a: Joint Fifth Interim and Final Fee Application

Summary of Previous Fee Statements of Geosyntec Consultants

| Date Filed | Period Covered | Requested Amount | | Approved Amount | | Holdback | Certificate of No Objection/ Signed Order |
|---|--------------------------------------|------------------|-------------|-----------------|-------------|-------------|--|
| | | Fees | Expenses | Fees | Expenses | Fees 20% | |
| March 6, 2014 | January 17-31, 2014 | \$24,370.80 | \$515.35 | \$19,496.64 | \$515.35 | \$4,874.16 | March 31, 2014 |
| April 9, 2014 | February 1-28, 2014 | \$41,331.00 | \$1,097.83 | \$33,064.80 | \$1,097.83 | \$8,226.20 | May 2, 2014 |
| April 29, 2014 First Interim Fee Application | January 17, 2014 – February 28, 2014 | \$65,701.80 | \$1,613.18 | \$64,667.70 | \$1,613.18 | | September 22, 2014 |
| May 13, 2014 | March 1-31, 2014 | \$54,858.80 | \$3,494.56 | \$43,887.04 | \$3,494.56 | \$10,971.76 | June 6, 2014 |
| June 3, 2014 | April 1-30, 2014 | \$88,367.80 | \$4,738.16 | \$70,694.24 | \$4,738.16 | \$17,673.56 | June 26, 2014 |
| July 14, 2014 | May 1-31, 2014 | \$81,207.00 | \$7,426.78 | \$64,965.60 | \$5,613.28 | \$16,241.40 | September 3, 2014 |
| July 30, 2014 Second Interim Fee Application | March 1, 2014 – May 31, 2014 | \$224,433.60 | \$15,659.50 | \$221,837.05 | \$13,008.29 | | December 11, 2014 |
| September 17, 2014 | June 1-30, 2014 | \$75,467.90 | \$1,231.66 | \$60,374.32 | \$1,231.66 | \$15,093.58 | December 2, 2014 |
| September 17, 2014 | July 1-31, 2014 | \$42,037.80 | \$1,912.72 | \$33,630.24 | \$1,912.72 | \$8,407.56 | December 2, 2014 |
| October 3, 2014 | August 1-31, 2014 | \$46,674.50 | \$3,916.52 | \$37,339.60 | \$3,916.52 | \$9,334.90 | October 29, 2014 |
| October 30, 2014 Third Interim Fee Application | June 1, 2014 – August 31, 2014 | \$164,180.20 | \$7,060.90 | \$160,902.14 | \$7,052.06 | | March 18, 2015 |
| November 25, 2014 | September 1-30, 2014 | \$34,668.50 | \$3,605.65 | \$27,734.80 | \$3,605.65 | \$6,933.70 | December 18, 2014 |
| December 22, 2014 | October 1-31, 2014 | \$54,354.10 | \$5,027.34 | \$43,483.28 | \$5,027.34 | \$10,870.82 | January 14, 2015 |
| January 16, 2015 | November 1-30, 2014 | \$17,334.70 | \$105.88 | \$13,867.76 | \$105.88 | \$3,466.94 | February 10, 2015 |

³ This amount is net of all compromises reached with the Fee Examiner.

| Date Filed | Period Covered | Requested Amount | | Approved Amount | | Holdback | Certificate of No Objection/ Signed Order |
|--|---------------------------------------|------------------|------------|-----------------|------------|------------|--|
| | | Fees | Expenses | Fees | Expenses | Fees 20% | |
| January 29, 2015 Fourth Interim Fee Application | September 1, 2014 – November 30, 2014 | \$106,357.30 | \$8,738.87 | \$105,206.20 | \$8,665.90 | | May 19, 2015 |
| February 4, 2015 | December 1-31, 2014 | \$13,597.00 | \$2,286.19 | \$10,877.60 | \$2,286.19 | \$2,719.40 | February 27, 2015 |
| March 4, 2015 | January 1-31, 2015 | \$15,262.00 | \$57.16 | \$12,209.60 | \$57.16 | \$3,052.40 | March 30, 2015 |
| April 9, 2015 | February 1-28, 2015 | \$34,154.50 | \$5,957.31 | \$27,323.60 | \$5,957.31 | \$6,830.90 | May 4, 2015 |
| April 28, 2015 | March 1-27, 2015 | \$21,750.00 | \$2,909.08 | \$17,400.00 | \$2,909.08 | \$4,350.00 | May 29, 2015 |

**SUMMARY OF PROFESSIONALS' HOURS AND FEES
DURING THE FIFTH INTERIM PERIOD**

**Exide Technologies
(Case No. 13-11482 (KJC))
December 1, 2014 through March 27, 2015**

| Name of Professional | Title | Hours | Rate | Charge |
|-----------------------------|--------------------------|-----------------|-------------|--------------------|
| Berman, Mike | Principal | 6.80 | \$270/hour | \$1,836.00 |
| Leed, Jeffrey | Principal | 65.40 | \$270/hour | \$17,658.00 |
| McKibben, Mike | Principal | 215.50 | \$270/hour | \$58,185.00 |
| Philpy, Kevin | Engineer | 42.00 | \$166/hour | \$6,972.00 |
| Latshaw, Carin | Administrative Assistant | 2.50 | \$45/hour | \$112.50 |
| Total | | 332.20 | | \$84,763.50 |
| Blended Rate | | \$255.16 | | |

**SUMMARY OF APPLICANT EXPENSES INCURRED
DURING THE FIFTH INTERIM PERIOD**

**Exide Technologies
(Case No. 13-11482 (KJC))
December 1, 2014 through March 27, 2015**

| Disbursements | Amount |
|--|--------------------|
| Photocopies for J. Leed | \$77.70 |
| Telephone, facsimile, and internet for J. Leed | \$162.10 |
| Airfare | \$6,290.80 |
| Lodging | \$3,100.97 |
| Car rental and fuel | \$932.24 |
| Airport parking | \$138.00 |
| Meals | \$507.93 |
| Total | \$11,209.74 |

**SUMMARY OF OBJECTIONS TO APPLICANT'S MONTHLY FEE
APPLICATIONS FOR THE FIFTH INTERIM PERIOD**

**Exide Technologies
(Case No. 13-11482 (KJC))
December 1, 2014 through March 27, 2015**

| Date and Docket Number of Fee Application | Date and Docket Number of Objection | Total Fees Subject to Objection | Total Expenses Subject to Objection |
|--|--|--|--|
| N/A | N/A | N/A | N/A |

**SUMMARY OF PROFESSIONALS' HOURS AND FEES
DURING THE FINAL PERIOD**

**Exide Technologies
(Case No. 13-11482(KJC))
January 17, 2014 through March 27, 2015**

| Name of Professional | Title | Hours | Rate | Charge |
|-----------------------------|--------------------------|-----------------|-------------|---------------------------------|
| Anderson, Peter | Principal | 10.50 | \$270/hour | \$2,835.00 |
| Berman, Mike | Principal | 318.50 | \$270/hour | \$85,995.00 |
| Custance, Susan | Principal | 33.50 | \$270/hour | \$9,045.00 |
| Folkes, Dave | Principal | 11.50 | \$270/hour | \$3,105.00 |
| Leed, Jeffrey | Principal | 746.05 | \$270/hour | \$201,433.50 |
| McKibben, Mike | Principal | 935.10 | \$270/hour | \$252,477.00 |
| Petty, Brian* | Associate | 26.25 | \$240/hour | \$6,300.00 |
| Saranko, Chris | Associate | 9.00 | \$240/hour | \$2,160.00 |
| Johnson, Mark | Senior Professional | 62.00 | \$215/hour | \$13,330.00 |
| Kurtz, Jeff | Senior Professional | 10.10 | \$215/hour | \$2,171.50 |
| Petty, Brian* | Senior Professional | 3.00 | \$215/hour | \$645.00 |
| Kuehster, Ted | Project Professional | 1.75 | \$188/hour | \$329.00 |
| Belyantseva, Polina | Engineer | 67.20 | \$166/hour | \$11,155.20 |
| Philpy, Kevin | Engineer | 270.30 | \$166/hour | \$44,869.80 |
| Fisher, Derek | Senior Staff Scientist | 11.25 | \$144/hour | \$1,620.00 |
| O'Donnell, Maclyn | Senior Staff Engineer | 26.50 | \$144/hour | \$3,816.00 |
| Erb, Richard | Staff Engineer | 2.40 | \$122/hour | \$292.80 |
| McKnight, Sean | Staff Scientist | 5.50 | \$122/hour | \$671.00 |
| Walker, Dylan | Staff Professional | 1.20 | \$122/hour | \$146.40 |
| Collins, Kacey | Executive Assistant | 1.00 | \$72/hour | \$72.00 |
| Fancovic, Nicole | Clerical Assistant | 26.60 | \$52/hour | \$1,383.20 |
| Latshaw, Carin | Administrative Assistant | 35.20 | \$45/hour | \$1,584.00 |
| Total | | 2,614.40 | | \$645,436.40⁴ |
| Blended Rate | | \$246.88 | | |

* Reflects rate increase incurred during the Chapter 11 Case.

⁴ This amount is the total fees initially requested during the Final Period; the amount reflecting compromises with the Fee Examiner is \$637,376.59.

**SUMMARY OF APPLICANT EXPENSES INCURRED
DURING THE FINAL PERIOD**

**Exide Technologies
(Case No. 13-11482(KJC))
January 17, 2014 through March 27, 2015**

| Disbursements | Amount |
|---|--------------------------------|
| Photocopies | \$840.30 |
| Administrative support for J. Leed | \$4,747.50 |
| Telephone, facsimile, and internet expenses | \$940.61 |
| Airfare | \$17,666.44 |
| Train and taxi fare | \$955.35 |
| Lodging | \$11,719.73 |
| Meals | \$2,211.29 |
| Vehicle expenses (including car rental, fuel, parking, and mileage) | \$5,201.01 |
| Total | \$44,282.23⁵ |

⁵ This amount is the total expenses initially requested during the Final Period; the amount reflecting compromises with the Fee Examiner is \$41,549.21.

**SUMMARY OF OBJECTIONS TO APPLICANT'S MONTHLY FEE
APPLICATIONS TO THE FINAL PERIOD**

**Exide Technologies
(Case No. 13-11482 (KJC))
January 17, 2014 through March 27, 2015**

| Date and Docket Number of Fee Application | Date and Docket Number of Objection | Total Fees Subject to Objection | Total Expenses Subject to Objection |
|--|--|--|--|
| N/A | N/A | N/A | N/A |

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

In re:

EXIDE TECHNOLOGIES,¹

Debtor.

Chapter 11

Case No. 13-11482 (KJC)

Hearing Date: To Be Determined

Objection Date for Parties Other than the Fee Examiner:
July 20, 2015 at 4:00 p.m. (ET)

Re: D.I. 3089, 3216, 3472 & 3595

**GEOSYNTEC CONSULTANTS' JOINT (I) FIFTH INTERIM FEE APPLICATION FOR
THE PERIOD FROM DECEMBER 1, 2014 THROUGH MARCH 27, 2015 AND (II)
FINAL FEE APPLICATION FOR THE PERIOD FROM JANUARY 17, 2014
THROUGH MARCH 27, 2015, SEEKING COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS
ENVIRONMENTAL CONSULTANTS TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS**

Geosyntec Consultants (“**Geosyntec**”), environmental consultants for the Official Committee of Unsecured Creditors (the “**Committee**”) appointed in the above-captioned case, submits this joint Fifth Interim and Final Fee Application (the “**Fee Application**”) for (i) interim allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses to the Committee during the period of December 1, 2014 through March 27, 2015 (the “**Interim Period**”) and (ii) final allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses to the Committee from January 17, 2014 through the March 27, 2015 Effective Date (the “**Final Period**”), pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court of the District of Delaware (the “**Local Rules**”), the United States Trustee’s

¹ The last four digits of the Debtor’s taxpayer identification number are 2730. The Debtor’s corporate headquarters are located at 13000 Deerfield Parkway, Building 200, Milton, Georgia 30004.

*Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330 (the “**US Trustee Guidelines**”) and the Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (D.I. 330) (the “**Interim Compensation Procedures Order**”).²*

BACKGROUND AND INTRODUCTION

1. On June 10, 2013 (the “**Petition Date**”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code.
2. The Debtor continues to operate its business and manage its affairs as debtor-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.
3. On June 18, 2013, the Office of the United States Trustee for the District of Delaware appointed an official committee of unsecured creditors (the “**Committee**”).
4. On January 17, 2014, this Court entered the *Order Authorizing the Official Committee of Unsecured Creditors of Exide Technologies to Employ and Retain Geosyntec Consultants as Environmental Consultants to the Official Committee of Unsecured Creditors* (D.I. 1248).
5. Pursuant to this Fee Application, Geosyntec seeks an order approving (i) fees incurred during the Interim Period in the amount of \$84,763.50 and expenses in the amount of \$11,209.74 and fees incurred during the Final Period in the amount of \$637,376.59 and expenses in the amount of \$44,282.23.
6. The Monthly Fee Applications covered by this Interim Fee Application contain detailed daily time logs describing the actual and necessary services provided by Geosyntec during the Application Period as well as other detailed information required to be included in fee applications.

² Capitalized terms not defined herein are defined in the Interim Compensation Procedures Order.

7. In accordance with the Interim Compensation Procedures Order, Geosyntec seeks interim approval and payment in an amount equal to the difference between the full amount of the fees and expenses requested in the above-referenced Monthly Fee Applications and the actual payments received by Geosyntec on account of the Monthly Fee Applications.

SUMMARY OF SERVICES RENDERED DURING THE FIFTH INTERIM PERIOD

8. A general description and summary of the services performed by Geosyntec during the Interim Period is set forth below. The summary is intended only to highlight the primary categories of services performed by Geosyntec on behalf of the Committee, and is not meant to be a detailed description of all of the work performed. The principle services performed by Geosyntec during the Application Period related to (i) monitoring and reviewing numerous environmental issues associated with the Debtor's business operations; (ii) review, evaluation and comment on documents provided by the Debtor pertaining to environmental matters; (iii) analysis of sites where the Debtor potentially has environmental liabilities; (iv) participation in site visits and meetings related to environmental issues at the Debtor facility in Vernon, CA; and (v) communications with Committee members and Committee's counsel and professionals.

SUMMARY OF SERVICES RENDERED DURING THE FINAL PERIOD

9. During the Final Period, Geosyntec rendered professional services to the Committee solely in connection with the Chapter 11 Case and on behalf of the Committee in accordance with Geosyntec's professional responsibilities. The principal services performed by Geosyntec during the Final Period related to (i) monitoring and reviewing numerous environmental issues that are associated with the Debtor's business operations; (ii) review, evaluation and comment on documents provided by the Debtor pertaining to environmental matters; (iii) analysis of sites where the Debtor potentially has environmental liabilities; (iv) participation in site visits and meetings in Reading, PA. Vernon, CA, and Frisco, TX related to

environmental issues at the Debtor's facilities; and (v) communications with Committee members and the Committee's counsel and professionals, including participation in meetings in New York, NY and California.

RELIEF REQUESTED

10. Geosyntec submits this Fee Application for: (a) interim allowance and payment in the aggregate of \$84,763.50 for actual, reasonable and necessary professional services rendered to the Committee during the Interim Period and interim allowance and payment in the aggregate amount of \$11,209.74 for actual, reasonable and necessary expenses incurred in rendering such services, and (b) final allowance and payment in the aggregate of \$637,376.59 for actual, reasonable and necessary professional services rendered to the Committee during the Final Period and final allowance and payment in the aggregate amount of \$41,549.21 for actual, reasonable and necessary expenses incurred in rendering such services.

11. Geosyntec submits that the amount of compensation requested by this Fee Application is reasonable considering the nature and extent of the services rendered during the Application Period, taking into account the time spent, the rates charged, the necessity and benefit of the services performed, the size and complexity of the Chapter 11 case, the labor and special expertise required, and other related factors. *See* 11 U.S.C. § 330(a)(3). The compensation requested is also reasonable based on the customary compensation charged by comparably skilled practitioners by this and other firms in non-bankruptcy cases. As such, Geosyntec submits that the compensation requested is reasonable within the meaning of § 330 of the Bankruptcy Code.

12. Similarly, Geosyntec has endeavored to represent the Committee in the most expeditious and economical manner possible. Tasks have been assigned to professionals, paraprofessionals, and other support staff at Geosyntec so that work has been performed by those most familiar with the particular matter or task. Tasks have also been assigned based on the

experience level necessary to properly handle the task. Geosyntec believes that it has been successful in this regard.

13. In addition, Geosyntec endeavored to coordinate its efforts with the Committee's other professionals to avoid unnecessary duplication of efforts.

14. Except to the extent permitted by § 504(b) of the Bankruptcy Code, no agreement or understanding exists between Geosyntec and any other person for the sharing of compensation received or to be received for services rendered or expenses incurred in or in connection with this case.³

15. As set forth earlier, charts summarizing the total time expended by each professional and paraprofessional, and an expense summary, are attached to this Fee Application.

16. Geosyntec holds no retainer or other security for fees and disbursements incurred in this case.

17. In accordance with Local Rule 2016-2(d)(viii), Geosyntec has reduced its request for compensation for non-working travel to 50% of its normal hourly rate.

18. The undersigned has reviewed the requirements of Local Rule 2016-2 and certifies to the best of his information, knowledge and belief that this Application substantially complies with that Rule.

WHEREFORE, Geosyntec respectfully requests that this Court enter an order, (a) approving and allowing (i) interim compensation to Geosyntec in the amount of \$84,763.50 for actual, reasonable and necessary professional services rendered on behalf of the Committee during

³ As set forth in the *Declaration of Michael Berman in Support of the Application of the Official Committee of Unsecured Creditors of Exide Technologies for Entry of an Order Authorizing the Employment and Retention of Geosyntec Consultants as Environmental Consultants to the Official Committee of Unsecured Creditors* [D.I. 1205, exhibit A], in the ordinary course of its business, Geosyntec occasionally employs independent contractors to work on its projects. In this case, Jeffrey Leed serves as an independent contractor to Geosyntec.

the Interim Period, and (ii) interim reimbursement of \$11,209.74 for actual, reasonable and necessary expenses incurred during the Interim Period, (b) approving and allowing final compensation to Geosyntec in the amount of \$637,376.59 for actual, reasonable and necessary professional services rendered on behalf of the Committee during the Final Period, and final reimbursement of \$41,549.21 for actual, reasonable and necessary expenses incurred during the Final Period, (c) authorizing and directing the Debtor to pay such amounts, and (d) granting such other and further relief as this Court deems just and proper.

Dated: June 26, 2015

Respectfully submitted,

GEOSYNTEC CONSULTANTS

By: /s/ Mike Berman

Mike Berman
10220 Old Columbia Road, Suite A
Columbia, Maryland 21046
Telephone: (410) 381-4333
Facsimile: (410) 381-4499

*Environmental Consultants to the Official
Committee of Unsecured Creditors*

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

In re:

EXIDE TECHNOLOGIES,¹

Debtor.

Chapter 11

Case No. 13-11482 (KJC)

Hearing Date: TBD

Objections Due: July 20, 2015 at 4:00 p.m. (ET)
(for parties others than the Fee Examiner)

NOTICE OF GEOSYNTEC CONSULTANTS' JOINT (I) FIFTH INTERIM FEE APPLICATION FOR THE PERIOD FROM DECEMBER 1, 2014 THROUGH MARCH 27, 2015 AND (II) FINAL FEE APPLICATION FOR THE PERIOD FROM JANUARY 17, 2014 THROUGH MARCH 27, 2015, SEEKING COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS ENVIRONMENTAL CONSULTANTS TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

PLEASE TAKE NOTICE that, on June 29, 2015, Morris, Nichols, Arsht & Tunnell LLP as co-counsel to the Official Committee of Unsecured Creditors (the "Committee") in the above-captioned case, filed the attached **Geosyntec Consultants' Joint (I) Fifth Interim Fee Application for the Period from December 1, 2014 Through March 27, 2015 and (II) Final Fee Application for the Period from January 17, 2014 Through March 27, 2015, Seeking Compensation for Services Rendered and Reimbursement of Expenses Incurred as Environmental Consultants to the Official Committee of Unsecured Creditors** (the "Application").

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application, by parties others than the Fee Examiner must: (a) be filed with the Clerk of the Bankruptcy Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, by **July 20, 2015 at 4:00 p.m. (Eastern Time)** (the "Objection Deadline");² and (b) be served so as to be received on or before the Objection Deadline by:

(i) the Applicant: Geosyntec Consultants, 10220 Old Columbia Road, Suite A, Columbia, MD 21046, Attn: Mike Berman;

(ii) the Debtors: c/o Exide Technologies, 13000 Deerfield Parkway, Building 200, Milton, GA 30004, Attn: Phillip A. Damaska;

¹ The last four digits of the Debtor's taxpayer identification number are 2730. The Debtor's corporate headquarters are located at 13000 Deerfield Parkway, Building 200, Milton, Georgia 30004.

² The Fee Examiner's objection deadline shall be determined consistent with the *First Amended Order Appointing Fee Examiner and Establishing Related Procedures for the Review of Professional Claims* (D.I. 1877).

(iii) counsel for the Debtors: Skadden, Arps, Slate, Meagher & Flom LLP, Four Times Square, New York, NY 10036, Attn: Kenneth S. Ziman and J. Eric Ivester and Rodney Square, 1100 North Market Street, Wilmington, DE 19801, Attn: Anthony W. Clark and 155 N. Wacker Drive, Chicago, IL 60606-1720, Attn: James J. Mazza, Jr.;

(iv) the Office of the United States Trustee: 844 North King Street, Room 2207, Lockbox 35, Wilmington, DE 19801, Attn: Mark S. Kenney, Esq.;

(v) co-counsel to the Official Committee of Unsecured Creditors: Lowenstein Sandler LLP, 65 Livingston Avenue, Roseland, NJ 07068, Attn: Kenneth A. Rosen, Sharon L. Levine, and Paul Kizel and 1251 Avenue of the Americas, New York, NY 10020, Attn: Gerald C. Bender; and Morris, Nichols, Arsht & Tunnell LLP, 1201 N. Market Street, Suite 1600, Wilmington, DE 19801 Attn: Eric D. Schwartz, Esq. and Erin R. Fay;

(vi) counsel to the agent under the debtor in possession financing: Davis, Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017, Attn: Damian S. Schaible and Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, DE 19801, Attn: Mark D. Collins;

(vii) counsel to the agent for the Debtor's prepetition secured lenders: Greenberg Traurig, LLP, 3333 Piedmont Road NE, Suite 2500, Atlanta, GA 30305, Attn: David B. Kurzweil and 1007 N. Orange Street, Suite 1200, Wilmington, DE 19801, Attn: Dennis A. Meloro;

(viii) the indenture trustee for the Debtor's secured bond issuances and its counsel: Wells Fargo Bank, N.A., 150 East 42nd Street, 40th Floor, New York, NY 10017, Attn: James R. Lewis and Foley & Lardner LLP, 321 North Clark Street, Suite 2800, Chicago, IL 60654, Attn: Mark F. Hebbeln;

(ix) the indenture trustee for the Debtor's unsecured bond issuances and its counsel: U.S. Bank National Association, Global Corporate Trust Services, 60 Livingston Avenue, EP-MN-WSID, St. Paul, MN 55107, Attn: Cindy Woodward and Arent Fox LLP, 1675 Broadway, New York, NY 10019, Attn: Andrew Silfen;

(x) counsel to the unofficial committee of senior secured noteholders: Paul, Weiss, Rifking, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, NY 10019, Attn: Alice Belisle Eaton and Young Conaway Stargatt & Taylor LLP, Rodney Square, 1000 King Street, Wilmington, DE 19801, Attn: Pauline K. Morgan; and

(xi) fee examiner and his counsel: Bernstein Shur, 100 Middle Street, P.O. Box 9729, Portland, ME 04104-5029, Attn: Robert J. Keach, Michael Fagone, and Sam Anderson.

PLEASE TAKE FURTHER NOTICE THAT A HEARING ON THE APPLICATION WILL BE HELD ON A **DATE TO BE DETERMINED** BEFORE THE HONORABLE KEVIN J. CAREY AT THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 NORTH MARKET STREET, 5TH FLOOR, COURTROOM #5, WILMINGTON, DELAWARE 19801. ONLY PARTIES WHO HAVE

FILED A TIMELY OBJECTION WILL BE HEARD AT THE HEARING.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED BY THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated: June 29, 2015
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Erin R. Fay

Robert J. Dehney (No. 3578)
Eric D. Schwartz (No. 3134)
Erin R. Fay (No. 5268)
Christopher M. Hayes (No. 5902)
1201 North Market Street
P. O. Box 1347
Wilmington, DE 19899
Telephone: (302) 658-9200
Facsimile: (302) 658-3989
Email: rdehney@mnat.com
eschwartz@mnat.com
efay@mnat.com

-and-

LOWENSTEIN SANDLER LLP
Kenneth A. Rosen, Esq.
Sharon L. Levine, Esq.
Paul Kizel, Esq.
65 Livingston Avenue
Roseland, NJ 07068
Telephone: (973) 597-2500
Facsimile: (973) 597-2400

-and-

Gerald C. Bender, Esq.
1251 Avenue of the Americas
New York, NY 10020
Telephone: (212) 262-6700
Facsimile: (212) 262-7402

Counsel to the Official Committee of Unsecured Creditors

CERTIFICATE OF SERVICE

I, Erin R. Fay, certify that I am not less than 18 years of age, and that service of the foregoing **Geosyntec Consultants' Joint (I) Fifth Interim Fee Application for the Period from December 1, 2014 Through March 27, 2015 and (II) Final Fee Application for the Period from January 17, 2014 Through March 27, 2015, Seeking Compensation for Services Rendered and Reimbursement of Expenses Incurred as Environmental Consultants to the Official Committee of Unsecured Creditors** was caused to be made on June 29, 2015, in the manner indicated, upon the entities identified below and on the attached service list.

Date: June 29, 2015

/s/ Erin R. Fay

Erin R. Fay (No. 5268)

BY HAND DELIVERY

Mark S. Kenney
Office of the United States Trustee
for the District of Delaware
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