

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

	X	
<i>In re</i>	:	Chapter 11
EXIDE TECHNOLOGIES, ¹	:	Case No. 13-11482 (KJC)
Debtor.	:	Obj. Deadline: July 20, 2015 at 4:00 p.m. (Eastern)
	:	Hearing Date: Oct. 26, 2015 at 10:00 a.m. (Eastern)
	X	

**FINAL FEE APPLICATION OF CLEARY GOTTLIEB
STEEN & HAMILTON LLP, SPECIAL COUNSEL TO THE
DEBTOR, FOR FINAL ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES, FOR THE
PERIOD FROM JANUARY 1, 2014 THROUGH AND INCLUDING MARCH 27, 2015**

Name of Applicant:	CLEARY GOTTLIEB STEEN & HAMILTON LLP
Authorized to provide professional services to:	Debtor
Date of retention:	March 28, 2014 <u>nunc pro tunc</u> to January 1, 2014
Period for which compensation and reimbursement is sought:	January 1, 2014 through and including March 27, 2015
Final amount of compensation sought as actual, reasonable and necessary:	\$413,127.50
Final amount of reimbursement sought as actual, reasonable and necessary:	\$1,687.19
This is a/an ___ monthly application ___ interim <u> x </u> final application	

Amount paid to date for the Final Application Period: \$282,766.40 in fees and \$1,328.58 in expenses.

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.

Prior Applications filed:

Dated Filed	Docket Number	Period Covered	Fees Requested	Expenses Requested	Fees Paid	Expenses Paid
8/11/2014	2133	1/1/2014-6/30/2014	\$353,458.00 ²	\$1,328.58	\$282,766.40	\$1,328.58

² Due to an administrative error, the amount of compensation sought by Cleary Gottlieb in its First Consolidated Monthly Fee Application exceeded the actual amount of fees incurred for that period by \$125.50. As a result, Cleary Gottlieb has reduced the amount of final compensation sought for allowance in this Final Application by such amount.

**TIME SUMMARY TO FINAL INTERIM FEE APPLICATION OF CLEARY
GOTTLIEB STEEN & HAMILTON LLP**

Exide Technologies (Case No. 13-11482 (KJC))

January 1, 2014 through March 27, 2015³

<u>Name of Professional Person</u>	<u>Position of the Applicant, Year of Admission</u>	<u>Hourly Billing Rate</u> ⁴	<u>Total Billed Hours</u>	<u>Total Compensation</u>
Cook, C.J.	Partner, 1998	\$1,015.00/ \$1,030.00	176.80	\$179,816.00
Gerard, D.	Consultant, 2005	\$815.00/ \$840.00	115.00	\$93,736.75
Gielen, B.	Associate, 2011	\$680.00	83.40	\$56,712.00
Beller, B.	Associate, 2014	\$445.00/ \$525.00/ \$545.00	49.10	\$23,353.50
Woolfson, T.	Associate, 2013	\$420.00/ \$475.00	36.70	\$15,997.00
Bressers, L.	Associate, 2010	\$635.00/ \$680.00	15.00	\$9,637.50
Debras, S.	Associate, 2012	\$400.00/ \$425.00	12.70	\$5,255.00
Barefoot, L.	Partner, 2005	\$975.00/ \$1,030.00	10.20	\$10,070.75
Mathis, J.	Stagiaire (Intern)	\$290.00	9.30	\$2,697.00
Winckler, A.	Partner, 1991	\$1,225.00	8.20	\$10,045.00
Gerlach, N.	Associate, 2007	\$395.00	5.20	\$2,054.00
L'Arvor, L.	Paralegal	\$300.00	3.20	\$960.00
De Croock, C.	Translator	\$320.00/ \$335.00	3.00	\$982.50
Cantwell, P.	Associate, 2013	\$525.00	1.30	\$682.50

³ Arranged in descending order according to Total Billed Hours.

⁴ The hourly billing rates for Cleary Gottlieb timekeepers increased as of January 1, 2015. As a result, certain Cleary Gottlieb timekeepers billed at two different hourly billing rates during the Application Period. In addition, Associate B. Beller became a member of the bar as of June 23, 2014 and as a result billed at three different hourly billing rates during the Application Period. Additional detail with respect to this rate increase is provided in paragraph 29 below.

Vanderhaegen, T.	Paralegal	\$320.00/ \$335.00	1.30	\$420.50
Layne, T.	Associate, 2013	\$525.00	0.70	\$367.50
Van Besien, S.	Associate, 2010	\$680.00	0.50	\$340.00
Total Hours:			531.60	
Grand Total:				\$413,127.50
Blended Rate:		\$777.14		

**SUMMARY OF SERVICES RENDERED BY CLEARY GOTTlieb STEEN &
HAMILTON LLP**

Exide Technologies
(Case No. 13-11482 (KJC))

January 1, 2014 through March 27, 2015

Project Category	Total Hours	Total Fees
General Advice	469.20	\$370,073.50
Fee and Retention Application	62.40	\$37,054.00
TOTAL	531.60	\$413,127.50

SUMMARY OF EXPENSES BY CLEARY GOTTLIEB STEEN & HAMILTON LLPExide Technologies
(Case No. 13-11482 (KJC))

January 1, 2014 through March 27, 2015

Expense Category	Total Expenses
Telephone	\$121.64
Duplicating Charges (at \$0.10/page)	72.38
Color Duplicating/Printing Charges (at \$0.82/page)	265.68
Duplicating/Printing Charges (at \$.24/page)	510.48
Word Processing	232.05
Travel - Transportation	253.44
Late Work – Meals	52.05
Late Work – Transportation	147.87
Computer Research (PACER)	31.60
Grand Total Expenses	\$1,687.19

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STEEN & HAMILTON LLP, SPECIAL COUNSEL TO THE
DEBTOR, FOR FINAL ALLOWANCE OF COMPENSATION FOR SERVICES
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PERIOD FROM JANUARY 1, 2014 THROUGH AND INCLUDING MARCH 27, 2015**

Cleary Gottlieb Steen & Hamilton LLP (“Cleary Gottlieb”), special counsel for the above-captioned debtor and debtor-in-possession (the “Debtor”), respectfully submits this final fee application (the “Final Application”) seeking approval and allowance of compensation for professional services rendered by Cleary Gottlieb to the Debtor for the period January 1, 2014 through March 27, 2015 (the “Final Application Period”) and reimbursement of actual and necessary expenses incurred by Cleary Gottlieb during the Final Application Period under sections 330 and 331 of title 11 of the United States Code (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 of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), and represents as follows:

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.

JURISDICTION

1. This Court has jurisdiction to consider this Application pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding under 28 U.S.C. § 157(b)(2). Venue of this case and this Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The legal predicates for the relief requested herein are Bankruptcy Code section 330 and 331, Bankruptcy Rule 2016 and Local Rule 2016-2.

BACKGROUND

3. On June 10, 2013 (the "Petition Date"), the Debtor commenced a case by filing a petition for relief under chapter 11 of the Bankruptcy Code (the "Chapter 11 Case").

4. The Debtor continues to operate its business and manage its property as debtor and debtor-in-possession pursuant to Bankruptcy Code sections 1107(a) and 1108.

5. On Jun 18, 2013, the United States Trustee for the District of Delaware (the "U.S. Trustee") appointed an official committee of unsecured creditors (the "Committee") in the Chapter 11 Case pursuant to section 1102 of the Bankruptcy Code [D.I. 141]. No trustee or examiner has been appointed in this Chapter 11 Case.

CLEARY GOTTLIEB'S RETENTION

6. On December 12, 2013, the Debtor retained Cleary Gottlieb to represent it in connection with certain European antitrust matters. On March 28, 2014, this Court entered the Order Authorizing Employment and Retention of Cleary Gottlieb Steen & Hamilton LLP as Special Counsel for the Debtor nunc pro tunc to January 1, 2014 [D.I. 1610] (the "Retention Order").

FEE PROCEDURES AND FEE EXAMINER ORDERS

7. On July 10, 2013, the Court entered the Order Pursuant to Bankruptcy Code Sections 105(a) and 331 Establishing Interim Compensation Procedures [D.I. 330] (the “Interim Compensation Procedures Order”), which sets forth certain procedures for interim compensation and reimbursement of expenses for all professionals in this case.²

8. Additionally, on January 28, 2014, the Court entered an Order Appointing Fee Examiner and Establishing Related Procedures For the Review of Professional Claims [D.I. 1283] (the “First Fee Examiner Order”), which appoints Robert J. Keach as the fee examiner (the “Fee Examiner”) in the Chapter 11 Case and sets forth certain additional procedures related to the review of professional fee applications filed in accordance with the Interim Compensation Procedures Order. The Court also entered an Order (First Amended) Appointing Fee Examiner and Establishing Related Procedures For the Review Of Professional Claims [D.I. 1877] (the “Amended Fee Examiner Order”) amending the First Fee Examiner Order.

9. In accordance with the Interim Compensation Procedures Order, on August 11, 2014, Cleary Gottlieb filed an application requesting interim approval of certain fees and expenses incurred for professional services rendered to the Debtor during the period January 1, 2014 through June 30, 2014 (the “First Fee Period”) in the amount of \$353,459.00 and \$1,328.58, respectively [D.I. 2133] (the “Consolidated Monthly Fee Application”).

10. On September 4, 2014, counsel for the Debtor filed a Certificate of No Objection to the Consolidated Monthly Fee Application by which Cleary Gottlieb’s request for interim allowance of compensation for services rendered during the First Fee Period in the amount of \$353,459.00 and the reimbursement of expenses incurred during the First Fee Period in the

² Capitalized terms used but not defined herein have the meanings ascribed to them in the Interim Compensation Procedures Order.

amount of \$1,328.58 was allowed, and the Debtor was authorized to pay 80% of the amount of compensation sought for such period and 100% of the reimbursement of expenses sought for such period [D.I. 2234]. The Debtor subsequently remitted such amount to Cleary Gottlieb.

11. On March 27, 2015 (the “Confirmation Date”), this Court entered the Findings of Fact, Conclusions of Law and Order Confirming the Fourth Amended Plan of Reorganization of Exide Technologies [D.I. 3423], confirming the Debtor’s Fourth Amended Plan of Reorganization (the “Plan”). The Effective Date of the Plan occurred on April 30, 2015.

12. Pursuant to its obligations under the Plan, Cleary Gottlieb provided to the Debtor and Debtor’s counsel on April 10, 2015 an invoice for professional services rendered by Cleary Gottlieb to the Debtor from July 1, 2014 through March 27, 2015 (the “Final Invoice Period”), providing notice that Cleary Gottlieb had incurred \$59,795.00 in total fees and \$358.61 in total expense during the Final Invoice Period, and requesting payment of \$47,836.00 (amounting to the sum of 80% of the total fees incurred by Cleary Gottlieb during such period and 100% of the total expenses for such period) (such invoice, the “Final Invoice”).

13. At the request of Debtor’s financial advisor, Alvarez and Marsal North America, LLC (“Alvarez”), and in a further effort to comply with its obligations under the Plan, Cleary Gottlieb provided to Alvarez on April 24, 2015 an estimate of fees and expenses incurred or to be incurred by Cleary Gottlieb for professional services rendered to the Debtor for the period from March 28, 2015 through April 30, 2015 in the amount of \$25,000.00.

14. To date, Cleary Gottlieb has received total payment in the amount of \$284,094.98 from the Debtor in connection with amounts requested in the Consolidated Monthly Fee Application and the Final Invoice. Cleary Gottlieb has also received a payment in the amount of

\$25,000.00 from the Debtor in connection with the estimate provided to Alvarez as described above.³

15. During the First Fee Period, Cleary Gottlieb accrued fees in the amount of \$353,332.50. For the same period, Cleary Gottlieb incurred actual, reasonable and necessary expenses totaling \$1,328.58. With respect to these amounts, as of the date of this Final Application, Cleary Gottlieb has received payment in aggregate the amount of \$284,094.98.

16. During the Final Invoice Period, Cleary Gottlieb accrued fees in the amount of \$59,795.00. For the same period, Cleary Gottlieb incurred actual, reasonable and necessary expenses totaling \$358.61. With respect to these amounts, as of the date of this Final Application, Cleary Gottlieb has not received any payment.⁴

RELIEF REQUESTED

17. Cleary Gottlieb submitted its Consolidated Monthly Fee Application for the period from January 1, 2014 through June 30, 2014, and, pursuant to the Plan, timely provided the Debtor with an invoice for the period from July 1, 2014 through the March 27, 2015 Confirmation Date. In accordance with the Interim Compensation Procedures Order and the Plan, Cleary Gottlieb now submits this Final Application for final approval and allowance of the fees and expenses incurred by Cleary Gottlieb during the Final Application Period. During the Final Application Period, attorneys, paraprofessionals and other employees of Cleary Gottlieb

³ As provided in the Plan, Professionals are not required to file fee applications with respect to compensation or reimbursement amounts incurred after the Confirmation Date. As a result, Cleary Gottlieb will apply this payment amount to post-Confirmation Date invoices delivered to the Debtor.

⁴ Notwithstanding the provisions of the Plan providing for payment on the Effective Date of unpaid amounts due to a Professional (see Plan § 2.3(b)), Cleary Gottlieb has not received payments for the Final Invoice representing 80% of the fees and 100% of the expenses incurred by Cleary Gottlieb during the Final Invoice Period. To the extent Cleary Gottlieb receives any payment on account of fees or expenses requested in this Final Application prior to the hearing on such Application, Cleary Gottlieb will notify the Court at or before such hearing and provide a revised form of order.

devoted a total of 531.60 hours to representation of the Debtor. Of the aggregate time expended, 195.20 hours were spent by partners, 204.60 hours were spent by associates, 115 hours were spent by a consultant, and 16.8 hours were spent by paraprofessionals. Schedules showing the name and position of each such partner, associate, paraprofessional or other employee, hours worked during the Final Application Period, and hourly billing rate are provided at the front of this Application. Excluding paraprofessionals, Cleary Gottlieb's blended hourly rate for this Final Application Period was \$792.67.

18. Cleary Gottlieb, as the Debtors' special counsel, has played an important role in assisting the Debtor during the Final Application Period in connection with certain European antitrust matters. As a result, in connection with its effort during the Final Application Period, Cleary Gottlieb now seeks final allowance of \$413,127.50 in fees calculated at the applicable guideline hourly billing rates of the firms' personnel who have provided services to the Debtor, and \$1,687.19 in charges and reimbursements actually and necessarily incurred by Cleary Gottlieb while providing services to the Debtor during the Final Application Period. Exhibits A-1 and A-2 attached hereto contain the logs showing the time recorded by professionals, paralegals and other support staff and descriptions of the services provided, which accompanied the Consolidated Monthly Fee Application and the Final Invoice, respectively. Exhibits B-1 and B-2 attached hereto contain the logs of disbursements incurred by Cleary Gottlieb during the Final Application Period, which accompanied the Consolidated Monthly Fee Application and the Final Invoice, respectively.

PROJECT CATEGORIES IN FEE APPLICATION

19. The project categories for fees incurred by Cleary Gottlieb during the Final Application Period are generally described below.

20. **General Advice**. 469.20 hours/\$370,073.50. This project category relates to Cleary Gottlieb's European antitrust counseling for the Debtor. During the Final Application Period, Cleary Gottlieb spent time, *inter alia*, providing advice and assistance in connection with the Debtor's applications for immunity or reduction of fines that might be imposed in connection with investigations by competition authorities in Austria, Belgium, Germany, and the Netherlands.

21. **Fee and Retention Application**. 62.40 hours/\$37,054. This project category relates to Cleary Gottlieb's fee and retention application matters, specifically time spent preparing Cleary Gottlieb's fee and retention applications. The primary timekeepers for this project code are Luke Barefoot and Benjamin Beller.

22. The terms and conditions of Cleary Gottlieb's employment by the Debtor are set forth in the Retention Order. The compensation requested is based on the customary compensation charged by comparably skilled practitioners in non-bankruptcy cases.

23. No agreement or understanding exists between Cleary Gottlieb and any other person for the sharing of compensation received or to be received for services rendered to the Debtor in or in connection with this Chapter 11 Case. All compensation received by Cleary Gottlieb in connection with the services provided to the Debtor has been received from the Debtor's estate.

24. The professional services and related expenses for which Cleary Gottlieb requests allowance of compensation and reimbursement of expenses were rendered and incurred by Cleary Gottlieb in discharging its professional responsibilities as special counsel to the Debtor. Cleary Gottlieb's services have been necessary and beneficial to the Debtor and to the estate, creditors and other parties in interest.

25. Cleary Gottlieb has endeavored to represent the Debtor in the most expeditious and economical manner possible. Tasks have been assigned to attorneys, paralegals, and other support staff at Cleary Gottlieb so that work has been performed by those most familiar with the particular matter or task and, where attorney or paralegal involvement was required, by the lowest hourly rate professional appropriate for a particular matter. Moreover, Cleary Gottlieb has endeavored to coordinate with the other professionals involved in this case so as to minimize any duplication of effort and to minimize attorneys' fees and expenses to the Debtor. Cleary Gottlieb believes it has been successful in this regard.

26. Cleary Gottlieb has received no payment or promise of payment for the services rendered to the Debtor during the Final Application Period, other than as expressly set forth herein.

27. Contained herein are charts summarizing the total time expended by each professional and paraprofessional, compensation by project category and an expense summary.

28. Cleary Gottlieb holds no retainer or other security for fees and disbursements incurred in connection with its services to the Debtor.

29. Cleary Gottlieb's rates have not increased during the Application Period unless otherwise disclosed herein. Cleary Gottlieb's rates increased on January 1, 2015 in accordance with Cleary Gottlieb's general policy relating to annual rate increases for clients.

30. The professional services and expenses for which compensation and reimbursement are sought were rendered and expended on behalf of the Debtor pursuant to Chapter 11 of the Bankruptcy Code. Cleary Gottlieb submits that the above fees, charges and disbursements are reasonable and are consistent with those incurred by other practitioners in this and other districts.

CERTIFICATE OF COMPLIANCE AND WAIVER

31. The undersigned representatives of Cleary Gottlieb certifies that he has reviewed the requirements of Local Rule 2016-2 and that the Application substantially complies with that Local Rule. To the extent that the Application does not comply in all respects with the requirements of Local Rule 2016-2, Cleary Gottlieb believes that such deviations are not material and respectfully requests that any such requirement be waived.

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CONCLUSION

WHEREFORE, Cleary Gottlieb respectfully requests that this Court grant final approval and allowance of \$413,127.50 for actual, reasonable and necessary professional services rendered on behalf of the Debtor during the Final Application Period, and reimbursement to Cleary Gottlieb in the amount of \$1,687.19 for actual, reasonable and necessary expenses incurred during the same period; (b) authorize and direct the Debtor to pay immediately to Cleary Gottlieb the amount of \$130,719.71, which is the sum of (i) the corrected aggregate amounts withheld by the Debtor as of the Confirmation Date as a holdback on payment of Cleary Gottlieb's fees accrued during the Final Application Period pursuant to the Interim Compensation Procedures Order and the Plan, (ii) \$59,795.00 in total fees and \$358.61 in total expenses incurred during the Final Invoice Period; and (c) grant such other and further relief as the Court deems just and proper.

Dated: June 29, 2015

CLEARY GOTTLIB STEEN & HAMILTON LLP

By: : /s/ Christopher Cook
Christopher Cook
Special Counsel for the Debtor and Debtor-in-Possessor

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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 In re: : Chapter 11
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 EXIDE TECHNOLOGIES, : Case No. 13-11482 (KJC)
 :
 Reorganized Debtor.¹ :
 : **Hrg. Date: October 26, 2015 at 10:00 a.m. (Eastern)**
 ----- x **Obj. Due: July 20, 2015 at 4:00 p.m. (Eastern)**

NOTICE OF FINAL FEE APPLICATION OF CLEARY GOTTlieb STEEN & HAMILTON LLP, SPECIAL COUNSEL TO THE DEBTOR, FOR APPROVAL OF COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES, FOR THE PERIOD FROM JANUARY 1, 2014 THROUGH AND INCLUDING MARCH 27, 2015

PLEASE TAKE NOTICE that the reorganized debtor in the above-captioned bankruptcy case (the “Reorganized Debtor”) filed today the attached Final Fee Application of Cleary Gottlieb Steen & Hamilton LLP, Special Counsel to the Debtor, For Approval of Compensation For Services Rendered and Reimbursement of Expenses, For the Period from January 1, 2014 Through and Including March 27, 2015 (the “Application”).

PLEASE TAKE FURTHER NOTICE that a hearing on the Application will be held on **October 26, 2015 at 10:00 a.m. (Eastern)** before the Honorable Kevin J. Carey, United States Bankruptcy Judge for the District of Delaware, in the United States Bankruptcy Court for the District of Delaware, 5th Floor, Courtroom 5, 824 North Market Street, Wilmington, Delaware 19801 (“Hearing”).

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

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application or the relief requested therein must be made in writing, filed with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), 824 Market Street, Wilmington, Delaware 19801, and served so as to be received by the following parties no later than **July 20, 2015 at 4:00 p.m. (Eastern)**:

(i) the Reorganized Debtor, Exide Technologies, 13000 Deerfield Parkway, Building 200, Milton, Georgia 30004, Attn: Phillip A. Damaska (fax: 678-566-9188);

(ii) counsel to the Reorganized Debtor, Skadden, Arps, Slate, Meagher & Flom LLP, Four Times Square, New York, New York 10036, Attn: Kenneth S. Ziman, Esq. (ken.ziman@skadden.com) and J. Eric Ivester, Esq. (eric.ivester@skadden.com) and One Rodney Square, P.O. Box 636, Wilmington, Delaware 19899-0636, Attn: Anthony W. Clark, Esq. (anthony.clark@skadden.com) and 155 N. Wacker Drive, Chicago, Illinois 60606-1720, Attn: James J. Mazza, Jr. (james.mazza@skadden.com);

(iii) counsel to the agent under the debtor in possession financing, Davis, Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017, Attn: Damian S. Schaible, Esq. (damian.schaible@davispolk.com) and Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801, Attn: Mark D. Collins, Esq. (collins@rlf.com);

(iv) counsel to the agent for the Debtor’s prepetition secured lenders, Greenberg Traurig, LLP, 3333 Piedmont Road NE, Suite 2500, Atlanta, Georgia 30305, Attn: David B. Kurzweil, Esq. (kurzweild@gtlaw.com) and 1007 N. Orange St., Suite 1200, Wilmington, Delaware 19801, Attn: Dennis A. Meloro, Esq. (melorod@gtlaw.com);

(v) the indenture trustee for the Debtor’s secured bond issuances, Wells Fargo Bank, N.A., 150 East 42nd Street, 40th Floor, New York, New York 10017, Attn: James R. Lewis and Foley & Lardner LLP, 321 North Clark Street, Suite 2800, Chicago, Illinois 60654, Attn: Mark F. Hebbeln, Esq. (mhebbeln@foley.com);

(vi) the indenture trustee for the Debtor’s unsecured bond issuances, U.S. Bank National Association, Global Corporate Trust Services, 60 Livingston Ave., EP-MN-WS1D, St. Paul, Minnesota 55107, Attn: Cindy Woodward (cindy.woodward@usbank.com) and Arent Fox LLP, 1675 Broadway, New York, New York 10019, Attn: Andrew Silfen, Esq. (andrew.silfen@arentfox.com);

(vii) counsel to the unofficial committee of senior secured noteholders, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019, Attn: Alice Belisle Eaton, Esq. (aeaton@paulweiss.com) and Young Conaway Stargatt &

Taylor, LLP, Rodney Square, 1000 King Street, Wilmington, Delaware 19801, Attn: Pauline K. Morgan, Esq. (pmorgan@ycst.com);

(viii) the Office of the United States Trustee for the District of Delaware, Office of the United States Trustee, Room 2207, Lockbox 35, 844 North King Street, Wilmington, Delaware 19801, Attn: Mark S. Kenney, Esq. (fax 302-573-6497);

(ix) the GUC Trust Trustee, Peter S. Kravitz of Province, Inc., 29209 Canwood St., Suite 210, Agoura Hills, California 91301; and

(x) the fee examiner, Robert J. Keach, Esq., Bernstein, Shur, Sawyer & Nelson, P.A., 100 Middle Street, P.O. Box 9729, Portland, Maine 04104-5029 (rkeach@bernsteinshur.com).

Only objections timely received will be considered by the Bankruptcy Court at the Hearing.

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**PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS TO
THE APPLICATION ARE TIMELY FILED AND RECEIVED IN ACCORDANCE
WITH THE ABOVE PROCEDURES, THE RELIEF REQUESTED IN THE
APPLICATION MAY BE GRANTED WITHOUT FURTHER NOTICE OR HEARING.**

Dated: Wilmington, Delaware
June 29, 2015

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

/s/ Dain A. De Souza

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Counsel for Reorganized Debtor

Exhibit A

COMPENSATION BY PROJECT CATEGORY

Exide Technologies
(Case No. 13-11482 (KJC))

January 1, 2014 through March 27, 2015

Project Category	Total Hours	Total Fees
General Advice	469.20	\$370,073.50
Fee and Retention Application	62.40	\$37,054.00
TOTAL	531.60	\$413,127.50

Exhibit A-1

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Gielen, B.	01/02/14	Study statement and documents as submitted to Competition Authority.	.50	340.00
Cook, C. J.	01/03/14	Work on retention application (0.6); e-mails team re same (0.2).	.80	812.00
Winckler, A.	01/06/14	Emails re: authority matters re: preparation of Wednesday call (1.0) and telephone conference with co-counsel and C. Cook (1.7).	2.70	3,307.50
Cook, C. J.	01/06/14	E-mail co-counsel re: group call (0.3); t/c co-counsel re recent developments (1.7).	2.00	2,030.00
Winckler, A.	01/07/14	Emails & telephone conference re: status call with Stakeholders lawyers.	.80	980.00
Cook, C. J.	01/07/14	Prepare for tel.conf. call (1.7); correspondence co-counsel re same (1.0).	2.70	2,740.50
Winckler, A.	01/08/14	Emails re: Belgium.	.70	857.50
Gerard, D.	01/08/14	Various corr. G. De Stefano/C. Cook re: follow-up meeting with Authority.	.20	163.00
Cook, C. J.	01/08/14	Conf. call re status and next steps (1.0); t/c counsel re Belgium developments (1.0); prepare for conf. call (1.0).	3.00	3,045.00
Winckler, A.	01/09/14	Emails re: status of stakeholder info.	.80	980.00
Gerard, D.	01/09/14	Review Exide materials and associated exhibits (1.5); review regulations (0.5); conf. C. Cook re: status and Chapter 11 issues (0.5); conf. G. De Stefano, M. Hansen (Latham) and Belgian counsel re: status in Belgium and meeting w. Authority (1.0); prepare meeting w. Authority (1.0); review Belgian and EU case-law and legislation (1.0); draft internal legal memo re: (0.5); corr. B. Lebrun, M. Hansen (Latham), G. De Stefano re: employee matters (0.8).	6.80	5,542.00
Cook, C. J.	01/09/14	Conf. DG re Belgium status (0.5); e-mail Exide re conference call, next steps (1.0); t/c co-counsel re prep for Belgium meeting (1.0).	2.50	2,537.50
Gielen, B.	01/09/14	Review and discuss statements and documents submitted to the authorities with D. Gerard (1.0); draft sub-delegation power of attorney (2.0); research on Belgian and European case law (3.0); conference call with co-counsel re past proceedings, upcoming meeting and next steps with the Authority	7.00	4,760.00

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
		(1.0).		
Winckler, A.	01/10/14	Preparation + telconf. (partial attendance) on status update with C. Cook, D. Gerard and team and co-counsel (1.0); reviewing co-counsel materials (0.7).	1.70	2,082.50
Gerard, D.	01/10/14	Meeting at BCA re: status and follow-up questions (2.0); conf. C. Cook debriefing on meeting (0.8); work on summary of meeting (1.0); conf. call Exide, co-counsel, CGSH re: status and action plan (1.4).	5.20	4,238.00
Cook, C. J.	01/10/14	Conf. D. Gerard re Belgium meeting (0.8); t/c co-counsel re status and next steps (1.4); conf. call w/ Exide team re status (1.6).	3.80	3,857.00
Gerard, D.	01/12/14	Review notes from Authority meeting (0.4); corr. G. DeStefano encl. notes and listing matters to clarify as a matter of priority in additional statement (0.4).	.80	652.00
Gerard, D.	01/13/14	Review and edit memorandum (0.5); corr. G. DeStefano re: proposed edits (0.1); corr. Ch. Cook re: preparation of analysis w/ client employees (0.4).	1.00	815.00
Cook, C. J.	01/13/14	Draft work plan for BE and NL follow-up and communicate to team re same (1.0); t/c co-counsel re Belgium counsel (0.3); evaluate data recovery provider (0.7).	2.00	2,030.00
Gielen, B.	01/13/14	Review Status and Action Memorandum; attention to case file.	.80	544.00
Cook, C. J.	01/14/14	Review note re NL employee issues and e-mail co-counsel re same (2.0); conf. call team re status and next steps (0.7).	2.70	2,740.50
Gielen, B.	01/14/14	Conference call with case team regarding status and next steps (0.5); communication regarding meetings with Exide Belgium employees (0.7); study memo on legal issues (0.8).	2.00	1,360.00
Gerard, D.	01/15/14	Conf. G. DeStefano re: next steps (0.5); prepare for client meetings (0.5); various confs. and corrs. B. Gielen re: preparation of client meetings (0.5).	1.50	1,222.50
Cook, C. J.	01/15/14	E-mails, t/cs team re Belgium and NL investigations, forensic IT issue (2.0); t/c co-counsel re ACM call and next steps (0.5).	2.50	2,537.50

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Gielen, B.	01/15/14	Review employee materials provided by co-counsel (1.5); prepare questionnaire for meetings with client employees (3.0); review notes of previous meetings with Dutch employees (1.0); read communication regarding e-discovery (0.5).	6.00	4,080.00
Gerlach, N.	01/15/14	Communication with C. Cook regarding data restoration issues (0.5); attend telephone conference with team regarding electronic data issues (0.7).	1.20	474.00
Cook, C. J.	01/16/14	Prepare for and attend conf. call w/ Dutch ACM (1.5); t/c co-counsel re same (1.0); confs. team re NL forensic IT issue (0.5).	3.00	3,045.00
Gielen, B.	01/16/14	Meetings with client employees on site with team (7.00); communication with D. Gerard and C. Cook regarding meetings w/ client employees and draft notes (4.0).	11.00	7,480.00
Gerlach, N.	01/16/14	Communication with G. de Stefano regarding data services (0.5); tel. conference with vendor regarding data restore services and rates (0.5)	1.00	395.00
Winckler, A.	01/17/14	Emails re: employee meetings in Belgium.	.80	980.00
Cook, C. J.	01/17/14	E-mails team re former employee request matter (1.5); conf. call team re BE and NL update, next steps (1.0); conf. team re forensic data gathering exercise and potential costs (1.5).	4.00	4,060.00
Gielen, B.	01/17/14	Study notes on call with ACM (0.3); study notes on e-discovery call (0.3); finalize notes on meeting with client employees (1.4).	2.00	1,360.00
Gerlach, N.	01/17/14	Attend telephone conference with team regarding data collection issues (0.8); communication with C. Cook regarding same (0.2).	1.00	395.00
Gerard, D.	01/18/14	Review notes of B. Gielen (1.0); review and edit draft additional statement re: Belgium (3.5); corr. Ch. Cook and B. Gielen encl. edited draft statement (0.5).	5.00	4,075.00
Cook, C. J.	01/19/14	Review and edit Belgian NCA statement (1.5); emails team re same (0.5).	2.00	2,030.00
Mathis, J.	01/20/14	Meeting w B. Gielen on application (0.5). Background reading on company and	2.00	580.00

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
		previously submitted documents (1.5).		
Gerard, D.	01/20/14	Review additional company statement (1.5); conf. M. Hansen (Latham), G. DeStefano, Ch. Cook re: outstanding issues (1.0); conf. B. Gielen, Exide re: commercial policy and contact w. Exide employees re same (1.5); edit draft company statements; follow-up corr. and confs G. DeStefano re: finalization of statement (1.0); meeting at Authority to answer questions (1.5).	6.50	5,297.50
Cook, C. J.	01/20/14	Finalize Belgium statement (2.0); confs. co-counsel re same (0.5); draft talking points for call with Dutch ACM (2.0); t/c co-counsel re former employee request, individual counsel issues (1.0); research re employee matters (0.3).	5.80	5,887.00
Gielen, B.	01/20/14	Review and edit draft additional statement Authority (1.0); discussion with D. Gerard regarding the company statement and relevant evidence (1.5); conference call with co-counsel regarding same (1.0); e-mail communication regarding visit at Exide Florival (1.0).	4.50	3,060.00
Gerlach, N.	01/20/14	Communication with G. de Stefano, vendor, G. Child regarding restoration quotes	1.00	395.00
Mathis, J.	01/21/14	Preparation for Exide site visit.	1.30	377.00
Gerard, D.	01/21/14	Conf. B. Gielen re: follow-up calls w. client employees.	.20	163.00
Cook, C. J.	01/21/14	Conf. call w/ ACM re former employee request (1.5); e-mails team re same (1.5); confs. team re Belgium questions and response, document review at Florival (1.0); e-mails co-counsel re disclosure letter (1.0).	5.00	5,075.00
Gielen, B.	01/21/14	Phone call with Exide Belgium and draft memo (1.0); prepare for of Exide employees meetings (1.0); make arrangements for company (0.5).	2.50	1,700.00
Gerlach, N.	01/21/14	Communication with G. de Stefano, C. Cook regarding vendor quote for tape restore	1.00	395.00
Mathis, J.	01/22/14	Travel to client location (1.5); document review on site with B. Gielen (3.5).	5.00	1,450.00
Gerard, D.	01/22/14	Conf. B. Gielen re: discussion w. employee	.30	244.50

Exide General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
		and outcome of visit to Exide's archives.		
Gielen, B.	01/22/14	Visit at Exide's to check archives and review documents copied during visit (4.0); draft notes on talk with employee (1.0); communication with case team on results of visit (1.0).	6.00	4,080.00
Gerard, D.	01/23/14	Review and edit draft French translation of statement (1.0); conf. B. Gielen re: pending issues (0.5).	1.50	1,222.50
Gielen, B.	01/23/14	Phone call with Exide Belgium regarding market structure and draft notes regarding same.	1.20	816.00
Woolfson, T.	01/23/14	French translation of company statement.	8.50	3,570.00
Vanderhaegen, T	01/24/14	Discussion and research regarding Belgian procedure.	.20	64.00
Gerard, D.	01/24/14	Review draft letter and talking points re: disclosure requirements under Chapter 11 procedure (0.5); meeting at Authority (3.5); draft note to C. Cook, M. Hansen (Latham) and G. Weidenbach (Latham) summarizing meetings and open issues (1.0)	5.00	4,075.00
Cook, C. J.	01/24/14	Conf. call team re status, Board meeting, next steps.	1.00	1,015.00
L'Arvor, L.	01/24/14	Assist T. Woolfson with respect to legal and doctrinal research on Belgian procedure and related information requirements from parties.	3.00	900.00
Gielen, B.	01/24/14	Review notes on calls with Exide Belgium (0.5); review notes of interviews with client employees (0.5) draft additional submission (2.0); communication with co-counsel regarding the same (0.5); communication regarding expectation of, and further dealings with the Authority (0.5).	4.00	2,720.00
Woolfson, T.	01/24/14	Research regarding procedural matters.	6.80	2,856.00
Cook, C. J.	01/27/14	Conf. call with team re client interviews, strategy (1.5); conf. call w/ individual counsel (1.0); contact possible third party counsel (1.0).	3.50	3,552.50
Winckler, A.	01/28/14	Reading email traffic re: questions on employees.	.70	857.50
Cook, C. J.	01/28/14	T/c counsel re possible individual representation (1.0); conf. call with Authority	3.00	3,045.00

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
		re investigation status (1.5); e-mail team re disclosure next steps (0.5).		
Cook, C. J.	01/29/14	E-mails co-counsel re disclosure letters (0.5); prepare for and attend Board call (1.0); correspond with co-counsel (1.0).	2.50	2,537.50
Cook, C. J.	01/30/14	Coordinate delivery of disclosure letters to agencies (0.2); e-mails team re NL conf. calls (0.5).	.70	710.50
Cook, C. J.	01/31/14	T/c ACM re interviews, regulatory process (1.0); discuss same with co-counsel (2.0); t/c individual counsel re representation going forward (0.5).	3.50	3,552.50
Gielen, B.	01/31/14	Review of information regarding market segments (0.3); phone call with co-counsel regarding same (0.2).	.50	340.00
Gerard, D.	02/02/14	Review co-counsel letter to Authority re Chapter 11 rules and draft disclosure agreement (0.2); corr. Authority re co-counsel letter and disclosure agreement (0.3).	.50	407.50
Cook, C. J.	02/03/14	Conf. call w/ counsel for individual, case briefing.	1.00	1,015.00
Cook, C. J.	02/04/14	Conf. call w/ team re former employee matter (1.0); status update Belgium (0.8).	1.80	1,827.00
Gielen, B.	02/04/14	Study disclosure letter for Authority.	.30	204.00
Gerard, D.	02/05/14	Various corr. Ch. Cook re: status of application and outstanding issues, incl. additional statement and timing of investigation.	.20	163.00
Cook, C. J.	02/05/14	Prepare for and attend conf. call w/ Exide re status and next steps (2.0); prepare for ACM call 2/6 (1.7).	3.70	3,755.50
Gielen, B.	02/05/14	Review and edit draft action plan (0.4); communication with C. Cook and D. Gerard regarding same and regarding status of Belgian matter (0.3).	.70	476.00
Gerard, D.	02/06/14	Corr. Ch. Cook re: timing of issuance of Authority decision.	.30	244.50
Cook, C. J.	02/06/14	Conf. calls w/ Authority re former employee issue (2.0); t/c co-counsel re same (1.0); draft letter to ACM re possible interview process (2.5).	5.50	5,582.50

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Cook, C. J.	02/07/14	E-mails re ACM interview process (1.0); conf. co-counsel re same (0.4); send letter to ACM (0.4).	1.80	1,827.00
Gerard, D.	02/10/14	Review and edit additional statement (1.5); varrs. corrs and confs Authority re: Exide disclosure obligations (2.0); corrs. Ch. Cook encl. draft additional statement and corrs w. Authority (0.7).	4.20	3,423.00
Cook, C. J.	02/10/14	Coordinate disclosure issue (1.0); conf. call w/ ACM (1.0); conf. call w/ team re status update and next steps (2.0).	4.00	4,060.00
Gielen, B.	02/10/14	Review edits and comments by D. Gerard on draft additional oral statement for the Authority (1.0); discussion with D. Gerard regarding same (0.8).	1.80	1,224.00
Gerard, D.	02/11/14	Finalize draft additional statement and circulate to team for review and comments (0.5); various attempts to reach Authority (1.0); report to group on discussion w. Authority (0.5).	2.00	1,630.00
Cook, C. J.	02/11/14	Draft talking points for ACM call (2.5); coordinate site visit; draft Belgium corporate statement (1.0); draft ACM letter (1.2); conf. call team re next steps in NL (1.0).	5.70	5,785.50
Gielen, B.	02/11/14	Read draft additional oral statement as edited by D. Gerard (0.2); prepare evidence to be submitted together with additional oral statement (0.5).	.70	476.00
Gerard, D.	02/12/14	Corr. Ch. Cook re: processing of backup (0.3); corr. and conf. co-counsel re: content of Florival backup tapes and advice to Exide (0.2).	.50	407.50
Cook, C. J.	02/12/14	Finalize ACM letter (1.0); e-mail team re same (0.5); e-mail co-counsel re disclosure authorization (0.5).	2.00	2,030.00
Cook, C. J.	02/13/14	T/c M. Hansen (Latham) re approach to Commission (0.5); conf. call w/ team re ACM approach (0.5).	1.00	1,015.00
Gerard, D.	02/14/14	Review and edit draft additional statement based on LW comments (1.0); corr. G. DeStefano encl. new draft additional statement (0.5); review and edit advice to Exide re: Florival backup tapes (0.8)	2.30	1,874.50

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Cook, C. J.	02/14/14	T/c Exide re new matter and conf. call w/ team re same (0.2); draft and edit Belgium statement (1.0); e-mails team re document review possibilities (0.3).	1.50	1,522.50
Gielen, B.	02/14/14	Review draft additional oral statement (0.5); e-mail communication regarding same with D. Gerard and C. Cook (0.3).	.80	544.00
Gerard, D.	02/17/14	Revise in draft additional statement (0.8); prepare final draft statement (0.2).	1.00	815.00
Cook, C. J.	02/17/14	Review and edit Belgium statement (1.0); circulate to team (0.2); e-mails co-counsel re disclosure call (0.2); t/c co-counsel re status and next steps (0.6).	2.00	2,030.00
Gielen, B.	02/17/14	Prepare and check annexes to the additional statement.	.50	340.00
Gerard, D.	02/18/14	Prepare for and deliver additional statement to Authority (1.5); corr. Exide re: next steps (0.5).	2.00	1,630.00
Cook, C. J.	02/18/14	Conf. call co-counsel re meetings with former employees (1.0); conf. call ACM re same (0.5); contacts w/ individual counsel re status and next steps (1.0); conf. D. Gerard and e-mail team re Belgium update (0.8); e-mail Exide re work scope (0.5).	3.80	3,857.00
Cook, C. J.	02/19/14	Coordinate meetings w/ client former employees (1.5); t/cs team and e-mails re same (0.5).	2.00	2,030.00
Gielen, B.	02/19/14	Review submissions and documents regarding authority procedures.	3.00	2,040.00
Gerard, D.	02/20/14	Review and edit translation of additional statement (0.6); conf. B. Gielen re: delivery of translated statement (0.4).	1.00	815.00
Cook, C. J.	02/20/14	Prepare for conf. call (1.0); t/c individual counsel and e-mail team re same (1.0); coordinate counsel and ACM meetings (0.5).	2.50	2,537.50
Cook, C. J.	02/21/14	Prepare for and attend conf. call (2.0); e-mails co-counsel re same (0.5).	2.50	2,537.50
Gielen, B.	02/21/14	Meeting with the Authority to deliver French translation of the additional statement.	2.00	1,360.00
Cook, C. J.	02/24/14	Confs co-counsel re Germany statement, next steps NL.	1.00	1,015.00

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Cook, C. J.	02/26/14	Conf. call co-counsel re status and next steps (0.8); review interview notes (0.5); e-mails re status (0.2); conf. call w/ individual counsel (0.5).	2.00	2,030.00
Cook, C. J.	02/27/14	T/c co-counsel re interview parameters	2.00	2,030.00
Cook, C. J.	02/28/14	T/c co-counsel, team re next steps (1.5); conf. call w/ individual counsel re next steps (1.0); conf. call team re status update (1.2).	3.70	3,755.50
Cook, C. J.	03/03/14	E-mails re schedule, next steps.	.30	304.50
Cook, C. J.	03/04/14	E-mails co-counsel re NL developments.	.20	203.00
Cook, C. J.	03/05/14	T/c co-counsel re NL developments, process (0.3); e-mails re JDA, next steps (0.2).	.50	507.50
Gerard, D.	03/10/14	Corr. Co-counsel re: document review (0.1); review documents provided by co-counsel (0.2).	.30	244.50
Gerard, D.	03/12/14	Corr. Ch. Cook re: update from Authority case-handler (0.1); follow-up corr. Authority case-handler (0.1).	.20	163.00
Cook, C. J.	03/12/14	Conf. D. Gerard re Belgium status (0.3); e-mail co-counsel re same (0.2).	.50	507.50
Gerard, D.	03/13/14	Review corr. G. DeStefano and batch of documents (1.0); corr. G. DeStefano re: analysis of documents and next steps (0.5); corr. case-handler re: availability (0.5).	2.00	1,630.00
Cook, C. J.	03/13/14	Conf. D. Gerard re new materials (0.5); conf. call w/ team re status and next steps (2.0); t/c and correspondence co-counsel re ACM issue (1.5).	4.00	4,060.00
Gielen, B.	03/13/14	Discussion with D. Gerard and C. Cook regarding additional documents obtained.	.50	340.00
Gerard, D.	03/14/14	Conf. Authority case-handler re: review of materials and additional statement (0.5); corr. Ch. Cook reporting on outcome of conf. w. Authority case-handler (0.5).	1.00	815.00
Cook, C. J.	03/14/14	E-mails, t/cs team and ACM re Netherlands process and related matters.	2.00	2,030.00
Vanderhaegen, T	03/17/14	Review precedents of Belgian decisions.	.80	256.00
Gerard, D.	03/17/14	Conf. Ch. Cook re: outcome of discussion with Authority case-handler (0.2); follow-up corrs. T. Vanderhaegen and N. Tielemans re:	.50	407.50

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
		precedents (0.3).		
Cook, C. J.	03/17/14	T/c D. Gerard, e-mail Exide re Belgium update.	.50	507.50
Mathis, J.	03/18/14	Drafting a legal translation from French to English regarding application.	1.00	290.00
Gerard, D.	03/18/14	Draft language to allow Exide to comply with Chapter 11 transparency obligations (5.0); corr. Ch. Cook encl. draft language (0.6); misc. corrs B. Gielen re: idem (0.7).	6.30	5,134.50
Cook, C. J.	03/18/14	Review and comment on draft statement (0.9); review draft Belgium language and conf. D. Gerard re same (0.6).	1.50	1,522.50
Gielen, B.	03/18/14	Attend to case file (0.2); Communication with D. Gerard regarding previous submissions to the Authority (0.5).	.70	476.00
Gerard, D.	03/19/14	Review and edit EN translation of draft Belgium language (0.2); corr. Authority re: timing and next steps (0.5).	.70	570.50
Cook, C. J.	03/19/14	Review and comment on draft NL statement (1.0); e-mails team re same (0.5); draft Belgium language and e-mails team re same (0.5); t/c co-counsel re procedure (0.5).	2.50	2,537.50
Gielen, B.	03/19/14	Review French draft language (0.5); preparation of French-English translation of language (2.0); review of investigated materials(1.0).	3.50	2,380.00
Gerard, D.	03/21/14	Corr. Authority re: delivery of additional statement (0.2); corr. G. DeStefano re: timing of additional statement and delivery (0.1).	.30	244.50
Gerard, D.	03/21/14	Corr. Ch. Cook re: feedback on draft Chapter 11 language (0.2); prepare final version for sign-off (0.3).	.50	407.50
Gielen, B.	03/24/14	Attend to case file (0.5); review of client materials (1.5).	2.00	1,360.00
Gerard, D.	03/25/14	Review and edit draft additional Authority statement (1.0); conf. B. Gielen (1.0); conf. call team re: additional statement, draft decision (0.5); conf. B. Gielen re: edits to draft statement (0.5); corr. co-counsel team encl. revised version of additional statement (1.0).	4.00	3,260.00

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Cook, C. J.	03/25/14	Review and edit Belgium statement (1.0); conf. call co-counsel and D. Gerard re same (0.5); e-mails team re same (0.5).	2.00	2,030.00
Gielen, B.	03/25/14	Detailed study, review and editing of draft additional statement (4.0); review Dutch-English translations of additional materials (1.0); discussion with D. Gerard regarding same (1.0); conference call with co-counsel to discuss additional statement (0.5); revise draft additional statement in light of comments (0.8).	7.30	4,964.00
Gerard, D.	03/26/14	Final review and preparation of Chapter 11 language (1.0); meeting at Authority to deliver statement (2.0); report to team on meeting w. Authority (1.0); arrange French translation of additional statement (0.5).	4.50	3,667.50
Cook, C. J.	03/26/14	Finalize and coordinate Belgium statement (1.0); e-mails Exide, co-counsel re same (0.8).	1.80	1,827.00
L'Arvor, L.	03/26/14	Meeting with D. Gerard re Belgium information to update.	.20	60.00
Woolfson, T.	03/26/14	Translating sections of Exide statement.	5.50	2,310.00
Gerard, D.	03/27/14	Review and edit translation of statement delivered to Authority (1.0); conf. B. Gielen re: delivery of translation (2.0); review and edit additional statement (0.5); corr. Co-counsel G. Weidenbach (Latham) re: idem (0.2); review final edits to French translation (0.8).	4.50	3,667.50
Cook, C. J.	03/27/14	Review and comment on draft Germany statement (0.7); e-mails team re same (0.3).	1.00	1,015.00
Woolfson, T.	03/27/14	Checking translation into French of corporate statement.	1.70	714.00
Woolfson, T.	03/27/14	Proof reading of translation into French of corporate statement.	.50	210.00
Gerard, D.	03/28/14	Review statement responding to Authority questions (0.5); conf. call team re: responses to Authority questions (1.0); corr. co-counsel re: edits on statement (0.5); conf. Authority re: responses to questions and delivery of translation and responses (0.3); meeting at Authority premises to deliver responses to questions and French translation (1.0).	3.30	2,689.50

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Cook, C. J.	03/28/14	E-mail co-counsel and Exide re disclosure issue (0.5); e-mails co-counsel re Belgium statement (0.5).	1.00	1,015.00
Gielen, B.	03/28/14	Review draft additional statement responding to additional questions of the Authority (0.5); review additional materials (0.5); review French translation of previous statement (0.5).	1.50	1,020.00
Gerard, D.	03/31/14	Corr. Ch. Cook re: discussion of press-release with the Authority (0.2); corr. G. Weidenbach (Latham) re: parallel discussion w. BKA (0.2); conf. Authority re: press-release (0.3).	.70	570.50
Cook, C. J.	03/31/14	E-mails team re press release, approaches to authorities, Belgium statement (1.0); correspondence Exide re status (0.2).	1.20	1,218.00
Gerard, D.	04/01/14	Review and edit French translation of leniency statement; conf. R. Motta (Latham) re: edits, preparation of non-confidential version of leniency statements and exhibits; follow-up conf. R. Motta (Latham); conf. BCA secretariat re: delivery of French translation; finalize French translation of statement; corr. Y. Russo re: ongoing inspections.	1.70	1,385.50
Gielen, B.	04/01/14	Review of French translation of additional statement; manage case file.	.70	476.00
Gerard, D.	04/03/14	Corr. Ch. Cook re: press-clippings dawn-raids; corr. Y. Russo re: press-inquiries; review and edit translation of BCA press-release; corr. group encl. BCA press-release; corr. N. Tielemans re: schedule for delivery of French translation of statement.	1.00	815.00
Cook, C. J.	04/03/14	Prepare fee application for Court; review press coverage and correspondence w/ team re same; e-mails re Board meeting and prepare for same; t/c D. Gerard re press coverage.	3.50	3,552.50
Gielen, B.	04/03/14	Review press releases regarding the German and Belgian dawn raids in the industrial battery sector; arrange for English translation of the press release by the Belgian competition authority; manage case file.	.70	476.00
Woolfson, T.	04/03/14	Short translation required.	.30	126.00
Gerard, D.	04/04/14	Prepare for and deliver French translation of last leniency statement to BCA; conf. Ch. Cook re: outcome of BCA meeting; corr.	2.80	2,282.00

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
		group re: update on BCA proceedings; corr. R. Motta (Latham) re: Dutch investigation; research Emrol; preparing fee application.		
Gerard, D.	04/04/14	Review and report on press-clippings of inspections.	.30	244.50
Cook, C. J.	04/04/14	Conf. D. Gerard re Belgium status; draft fee application.	2.00	2,030.00
Gerard, D.	04/10/14	Corr. Ch. Cook re: timing of forthcoming decision; attempt to reach case-handler re: idem; follow-up corr. Ch. Cook re: idem.	.20	163.00
Cook, C. J.	04/10/14	Conf. call w/ Skadden and Exide re status and next steps.	1.00	1,015.00
Gielen, B.	04/10/14	Review, edit, and e-mail communication regarding the draft additional statement before the Belgian Competition Authority regarding additional evidence and the English translation of Dutch evidence.	.30	204.00
Gerard, D.	04/11/14	Review and edit statement; corr. Latham encl. revised statement.	.50	407.50
Gerard, D.	04/11/14	Conf. case-handler re: timing of forthcoming decision and delivery of statement; corr. Ch. Cook reporting on conversation w. case-handler; follow-up corr. Ch. Cook re: timing of disclosure.	.70	570.50
Gerard, D.	04/11/14	Meeting at Authority w. G. DeStefano to deliver statement; conf. case-handler re: timing and follow-up questions.	1.50	1,222.50
Gerard, D.	04/11/14	Corr. B. Hatcher (Exide), B. Kalter (Exide) and Y. Russo re: outcome of meeting w. Authority, timing of forthcoming decision and disclosure issues; follow-up corr. B. Hatcher (Exide) re: forthcoming decision.	1.00	815.00
Cook, C. J.	04/11/14	Finalise statement to Authority (0.5); confs. D. Gerard and e-mails re disclosure strategy (0.5); e-mails team re next steps Belgium (0.3).	1.30	1,319.50
Gerard, D.	04/15/14	Review and edit draft translated statement.	.20	163.00
Gerard, D.	04/15/14	Conf. Th. Woolfson re: preparation and delivery of translated statement.	.20	163.00
Woolfson, T.	04/15/14	Submitting oral statement at Belgian Competition Authority.	1.00	420.00

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Gerard, D.	04/16/14	Corr. G. DeStefano encl. translation.	.10	81.50
Gerard, D.	04/16/14	Conf. B. Gielen re: next steps.	.10	81.50
Gerard, D.	04/22/14	Review draft decision; conf. Authority's secretariat re: meeting; conf. B. Gielen re: meeting w. Authority to comment on draft decision.	.50	407.50
Gerard, D.	04/22/14	Corr. Authority re: meeting to review draft decision.	.10	81.50
Gerard, D.	04/23/14	Various attempts to reach Authority; corr. C. Cook re: status.	.10	81.50
Gielen, B.	04/23/14	Calls with the Auditor of the Belgian competition authority.	.20	136.00
Gerard, D.	04/24/14	Corr. B. Gielen re: contact w. Authority and draft decision; corr. B. Kalter (Exide), B. Hatcher (Exide), C. Cook re: contact w. Authority and review of draft decision.	.20	163.00
Gielen, B.	04/24/14	Calls with the Auditor of the Belgian competition authority.	.40	272.00
Gielen, B.	04/24/14	In preparation of meeting with the Auditor of the Belgian competition authority, review draft disclosure language and correspondence re same.	1.50	1,020.00
Gerard, D.	04/25/14	Review draft decision; corr. C. Cook re: comments on draft decision; corr. B. Gielen re: comments on draft decision; follow-up corr. C. Cook re: translation of relevant sections of draft decision and next steps.	.70	570.50
Gerard, D.	04/25/14	Review draft disclosure language; corr. C. Cook re: comments on draft disclosure language.	.20	163.00
Cook, C. J.	04/25/14	Review notes of ACM call and correspondence with team re same.	.50	507.50
Gielen, B.	04/25/14	Meeting with the Auditor of the Belgian competition authority regarding the draft immunity decision.	1.00	680.00
Gielen, B.	04/25/14	Detailed review of the draft immunity decision and translation into English of relevant parts of the draft immunity decision.	1.90	1,292.00
Gielen, B.	04/25/14	Internal communication regarding the draft immunity decision.	.30	204.00

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Woolfson, T.	04/25/14	Reviewing draft prepared by D. Gerard; meeting with Belgian Competition Authority to review draft decision.	1.20	504.00
Gerard, D.	04/26/14	Corr. group commenting on and encl. draft decision, as well as translation of key paragraphs; follow-up corr. M. Hansen (Latham) re: terms of draft decision and timing.	.80	652.00
Gerard, D.	04/27/14	Review corr. B. Kalter (Exide) and G. Weidenbach (Latham) re: disclosure statement.	.10	81.50
Gerard, D.	04/28/14	Corr. Y. Russo re: comments on draft decision; corr. G. DeStefano re: idem; review consolidated comments on draft decision; edit draft decision; corr. B. Kalter (Exide) re: comments on draft decision; corr. Y. Russo re: comments on draft decision; conf. R. Hardy (Latham) and G. DeStefano re: comments on draft decision; conf. B. Gielen re: factual items referred to in draft decision; review leniency statements; conf. authority.	2.40	1,956.00
Gerard, D.	04/28/14	Conf. R. Hardy (Latham) re: language of draft decision; review draft decision to reflect conf. w. R. Hardy (Latham).	.60	489.00
Gielen, B.	04/28/14	Review comments on draft immunity decision.	1.00	680.00
Gerard, D.	04/29/14	Conf. G. Weidenbach (Latham) re: comments on draft decision.	.20	163.00
Gerard, D.	04/29/14	Edit draft decision and review previous statements; conf. B. Gielen re: review of previous statements.	.70	570.50
Gerard, D.	04/29/14	Conf. Authority re: comments on draft decision and set up appointment.	.20	163.00
Gerard, D.	04/29/14	Preparatory conf. w. C. Cook and conf. Latham/CGSH re: development in the Netherlands and disclosure.	.60	489.00
Gerard, D.	04/29/14	Prepare and review materials for meeting w. Authority.	.50	407.50
Cook, C. J.	04/29/14	Correspondence team re disclosure issue, Belgium decision (0.5); conf. call team re same (0.5); t/c Exide re same (0.3).	1.30	1,319.50
Gerard, D.	04/30/14	Meeting w. Authority re: provisional immunity decision; report on meeting w. Authority;	2.40	1,956.00

Exide General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
		follow-up corr. G. Weidenbach (Latham) re: timing of disclosure.		
Cook, C. J.	04/30/14	Conf. D. Gerard re Belgium decision and e-mails team re same.	.50	507.50
Gerard, D.	05/02/14	Conf. G. Weidenbach (Latham) re: public disclosure; review final draft public disclosure; corr. Authority encl. draft public disclosure statement for approval.	.50	407.50
Gerard, D.	05/05/14	Various attempts at reaching Authority re: authorization of public disclosure; corr. Authority re: idem; follow-up exchanges with Authority re: idem; obtain authorization from Authority for public disclosure; corr. Co-counsel re: idem	1.10	896.50
Cook, C. J.	05/05/14	Correspondence w/ NCAs re disclosure request.	.60	609.00
Gerard, D.	05/06/14	Conf. B. Gielen re: modification to request for provisional immunity decision; conf. Authority re: idem; various corr. C. Cook re: timing of provisional immunity decision	.60	489.00
Cook, C. J.	05/06/14	Review note re NL case structure and possible implications (0.5); prepare for and attend conf. call w/ Exide, Skadden, Latham re status and next steps (1.2).	1.70	1,725.50
Gerard, D.	05/08/14	Conf. Authority re: provisional immunity decision; corr. Exide and counsel re: idem; conf. C. Cook re: next steps in BCA procedure	.60	489.00
Cook, C. J.	05/08/14	Conf. D. Gerard re Belgium decision.	.20	203.00
Gerard, D.	05/09/14	Review provisional immunity decision; corr. C. Cook re: content of decision and next steps; corr. Exide re: idem	.70	570.50
Cook, C. J.	05/09/14	Review Belgium decision	.30	304.50
Gielen, B.	05/09/14	Meeting with the Auditor of the Belgian Competition Authority.	2.00	1,360.00
Gerard, D.	05/10/14	Review amended public disclosure; corr. Exide re: amended public disclosure.	.20	163.00
Cook, C. J.	05/10/14	Work on fee application	.50	507.50
Gerard, D.	05/12/14	Corr. Exide including provisional immunity decision and describing next steps in proceedings	.60	489.00

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Cook, C. J.	05/12/14	T/c Latham re status and next steps (0.2); e-mail Exide re translation of Belgian decision (0.2).	.40	406.00
Woolfson, T.	05/12/14	Translating sections of BCA leniency decision of May 8, 2014.	.60	252.00
Cook, C. J.	05/13/14	E-mails Exide re fee application (0.2); review reports on ACM meeting and e-mail team re same (0.3).	.50	507.50
Cook, C. J.	05/16/14	T/c B. Kalter (Exide) re fee application, status.	.50	507.50
Cook, C. J.	05/19/14	Work on fee application	1.00	1,015.00
Van Besien, S.	05/19/14	Meeting with B. Gielen: hand-over of the case.	.50	340.00
Cook, C. J.	05/20/14	Conf. call team re status and developments (0.8); e-mails team re NL developments (0.5).	1.30	1,319.50
Cook, C. J.	05/22/14	T/c co-counsel re disclosure process (0.5); conf. call team re same and next steps NL (0.7).	1.20	1,218.00
Cook, C. J.	05/23/14	Conf. call team re disclosure issues.	.70	710.50
Cook, C. J.	05/28/14	Review memo re NL process and options; e-mail team re same.	.70	710.50
Cook, C. J.	05/29/14	Review draft company statement and e-mail team re same (0.2); e-mails co-counsel re Netherlands process and next steps (0.3).	.50	507.50
Cook, C. J.	06/03/14	E-mail Exide re fee application, process (0.1); review proposed agenda for NL meeting and e-mail team re same (0.3); t/cs co-counsel, Exide re next steps (0.4).	.80	812.00
Cook, C. J.	06/04/14	Conf. call team re data gathering status and public disclosure issue.	.70	710.50
Bressers, L.	06/04/14	Prepare for meeting in The Hague	3.50	2,222.50
Beller, B. S.	06/04/14	Email C Cook re update	.10	44.50
Bressers, L.	06/05/14	Travel to the Hague; attend meeting with ACM; study files; report back to Chris Cook and Beatrijs Gielen.	9.00	5,715.00
Cook, C. J.	06/09/14	Prepare for and attend team conf. call re NL disclosure issue.	.80	812.00
Cook, C. J.	06/10/14	Conf. call team re NL disclosure issue; review call report.	.70	710.50

Exide				
General advice				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Cook, C. J.	06/19/14	Conf. call team re company stakeholder discussions.	1.50	1,522.50
Cook, C. J.	06/20/14	Conf. call team re NL disclosure issue.	.70	710.50
		MATTER TOTALS:	401.00	327,038.00

Exide Retention and Fee Application Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Barefoot, Luke A.	1/1/2014	Correspondence w/ B. Beller	0.30	292.50
Barefoot, Luke A.	1/2/2014	Correspondence C. Cook, B. Beller, Skadden re: retention	0.30	292.50
Beller, Benjamin S.	1/2/2014	Correspondence re: OCP Tier 1 issue	0.20	89.00
Beller, Benjamin S.	1/2/2014	Correspondence re: retention application (.25); Work on materials for retention application (2.6)	2.80	1,246.00
Barefoot, Luke A.	1/3/2014	Correspondence C. Cook, B. Beller	0.20	195.00
Beller, Benjamin S.	1/3/2014	Work on and gather materials for retention application	1.00	445.00
Barefoot, Luke A.	1/6/2014	Correspondence B. Beller, A. Winkler, C. Cook	0.30	292.50
Beller, Benjamin S.	1/6/2014	Correspondence internally re: OCP Tier 1 status issues	0.50	222.50
Beller, Benjamin S.	1/7/2014	Correspondence re: OCP tier 1 status issues	0.20	89.00
Barefoot, Luke A.	1/7/2014	Correspondence B. Beller, Skadden	0.20	195.00
Beller, Benjamin S.	1/9/2014	Review CGSH conflicts check for retention application	2.50	1,112.50
Barefoot, Luke A.	1/9/2014	Correspondence B. Beller	0.30	292.50
Beller, Benjamin S.	1/10/2014	Review CGSH conflicts check for retention application	1.30	578.50
Beller, Benjamin S.	1/14/2014	Review conflict check reports	1.20	534.00
Barefoot, Luke A.	1/14/2014	Correspondence B. Beller re: conflicts	0.20	195.00
Beller, Benjamin S.	1/15/2014	Correspondence re: retention app and revisions to retention app	0.30	133.50
Barefoot, Luke A.	1/16/2014	Correspondence F. Brunet re: conflicts	0.30	292.50
Beller, Benjamin S.	1/21/2014	Review conflict check report (.5); revise retention application (1.2)	1.70	756.50
Beller, Benjamin S.	1/22/2014	Correspondence w L Barefoot re retention application	0.50	222.50
Barefoot, Luke A.	1/27/2014	Review, revise application (.5; office conference B. Beller re: application (.5)	1.00	975.00
Beller, Benjamin S.	1/27/2014	Meeting w L Barefoot re retention application	0.50	222.50
Beller, Benjamin S.	1/27/2014	Revise retention application	2.50	1,112.50
Barefoot, Luke A.	1/28/2014	Correspondence Skadden, B. Beller.	0.20	195.00
Barefoot, Luke A.	1/29/2014	Call w/ Skadden, B. Beller (0.25); correspondence B. Beller, C. Cook (0.25)	0.50	487.50
Beller, Benjamin S.	1/29/2014	Revise retention application	0.50	222.50
Beller, Benjamin S.	1/29/2014	Call w Skadden, L Barefoot re retention app (.1); Draft	0.50	222.50

Exide Retention and Fee Application Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
		email re retention update (.5)		
Barefoot, Luke A.	2/10/2014	Correspondence C. Cook, B. Beller re: retention	0.30	292.50
Beller, Benjamin S.	2/11/2014	Call w L. Barefoot and Skadden	0.30	133.50
Barefoot, Luke A.	2/11/2014	Correspondence B. Beller	0.20	195.00
Beller, Benjamin S.	2/12/2014	Review correspondence w L. Barefoot re retention	0.20	89.00
Barefoot, Luke A.	2/12/2014	Correspondence C. Cook	0.30	292.50
Beller, Benjamin S.	2/13/2014	Revise retention application	0.50	222.50
Beller, Benjamin S.	2/19/2014	Revise retention application	0.30	133.50
Barefoot, Luke A.	2/20/2014	Correspondence B. Beller, B. Duncomb (Skadden)	0.20	195.00
Barefoot, Luke A.	2/21/2014	Correspondence Skadden, B. Beller	0.30	292.50
Beller, Benjamin S.	2/21/2014	Revise retention application	0.50	222.50
Barefoot, Luke A.	2/24/2014	Correspondence Skadden, B. Beller re: retention app.	0.20	195.00
Barefoot, Luke A.	3/3/2014	Correspondence B. Beller, Skadden	0.30	292.50
Beller, Benjamin S.	3/3/2014	Update on retention application	0.50	222.50
Barefoot, Luke A.	3/4/2014	Correspondence Skadden, C. Cook, B. Beller	0.20	195.00
Beller, Benjamin S.	3/5/2014	Coordinate setting up payment from client	0.20	89.00
Barefoot, Luke A.	3/6/2014	Correspondence B. Beller, Skadden	0.30	292.50
Beller, Benjamin S.	3/6/2014	Correspondence re signature page	0.30	133.50
Beller, Benjamin S.	3/10/2014	Follow up with debtor's counsel re retention application	0.20	89.00
Barefoot, Luke A.	3/11/2014	Correspondence C. Cook, B. Beller	0.20	195.00
Beller, Benjamin S.	3/11/2014	Correspondence w Skadden re filing of retention application	0.30	133.50
Barefoot, Luke A.	3/17/2014	Correspondence B. Beller	0.30	292.50
Beller, Benjamin S.	3/17/2014	Review fee application procedures and circulate	0.70	311.50
Barefoot, Luke A.	3/18/2014	Correspondence re: retention app.	0.20	195.00
Beller, Benjamin S.	3/18/2014	Draft internal email re fee applications and circulate	0.50	222.50
Beller, Benjamin S.	3/18/2014	Circulate summary of fee application procedures	0.50	222.50
Cantwell, Philip A.	3/31/2014	Call B. Beller re expenses.	0.30	157.50
Barefoot, Luke A.	3/31/2014	Correspondence C. Cook, B. Beller re: retention (0.2)	0.20	195.00

Exide Retention and Fee Application Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Layne, Tyler	3/31/2014	EM to B. Beller regarding: fee applications (.25); call with B. Beller regarding: same (.50)	0.70	367.50
Beller, Benjamin S.	3/31/2014	Correspondence re fee applications	0.30	133.50
Beller, Benjamin S.	3/31/2014	Call w T Layne re explanation of fee applications	0.20	89.00
Beller, Benjamin S.	3/31/2014	Call w P Cantwell re explanation of fee applications	0.30	133.50
Beller, Benjamin S.	3/31/2014	Email to C Cook, A Winckler, L Barefoot re fee application	0.20	89.00
Barefoot, Luke A.	4/4/2014	Review entries (.1); office conf. B. Beller (.2); correspondence B. Beller and C. Cook (.2).	0.50	487.50
Barefoot, Luke A.	4/8/2014	Correspondence C. Cook.	0.30	292.50
Beller, Benjamin S.	4/8/2014	Correspondence w C. Cook re fee app preparation	0.80	356.00
Cook, Christopher J.	4/9/2014	Work on fee application; e-mails B. Beller re same.	0.50	507.50
Beller, Benjamin S.	4/21/2014	Email to C. Cook re fee application	0.20	89.00
Cook, Christopher J.	4/25/2014	Prepare fee application.	2.30	2,334.50
Cook, Christopher J.	4/29/2014	Prepare fee application.	0.50	507.50
Beller, Benjamin S.	4/29/2014	Review fee application materials	0.50	222.50
Beller, Benjamin S.	4/29/2014	Work on fee application motion	1.20	534.00
Beller, Benjamin S.	4/30/2014	Prepare fee application exhibits	0.60	267.00
Cook, Christopher J.	4/30/2014	Work on fee application.	0.30	304.50
Beller, Benjamin S.	5/1/2014	Work on fee application	1.40	623.00
Beller, Benjamin S.	5/2/2014	Correspondence to L. Barefoot re fee app	0.20	89.00
Beller, Benjamin S.	5/2/2014	Work on fee application	0.20	89.00
Cook, Christopher J.	5/5/2014	E-mail re fee estimate.	0.20	203.00
Beller, Benjamin S.	5/5/2014	Work on fee application	1.00	445.00
Beller, Benjamin S.	5/6/2014	Work on fee application	0.80	356.00
Barefoot, Luke A.	5/7/2014	Review fee application (0.2); correspondence B. Beller (0.1)	0.30	292.50
Barefoot, Luke A.	5/8/2014	Correspondence B. Beller re: fee app	0.20	195.00
Beller, Benjamin S.	5/8/2014	Correspondence re fee application	0.70	311.50
Barefoot, Luke A.	5/12/2014	Correspondence B. Beller, C. Cook	0.10	97.50
Beller, Benjamin S.	5/12/2014	Correspondence re fee application	0.20	89.00

Exide				
Retention and Fee Application				
Time from January 1, 2014 through June 30, 2014				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Beller, Benjamin S.	5/12/2014	Revise fee app documents (.4); correspondence w Skadden re fee app (.5)	0.90	400.50
Barefoot, Luke A.	6/5/2014	Review correspondence re: fee app	0.10	97.50
		MATTER TOTALS:	44.2	26,420.00

Exhibit A-2

Exide				
General advice				
Time from July 1, 2014 through March 27, 2015				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Cook, C.	07/03/14	Work on fee application (0.3); review Exide SEC filings (0.6); e-mail Exide re: status; correspondence re: NL procedure (0.4).	1.30	1,319.50
Cook, C.	07/04/14	Review omnibus fee order and e-mail re: fee application (0.5); e-mails re :NL process issues (0.6).	1.10	1,116.50
Cook, C.	07/07/14	E-mails co-counsel, Exide re: NL process and next steps.	.60	609.00
Cook, C.	07/08/14	Conference call team re: NL process and coordinate same.	.70	710.50
Cook, C.	07/10/14	Draft advice to Exide re: NL procedural question (0.5); e-mails co-counsel (0.1).	.60	609.00
Cook, C.	07/14/14	Correspondence with team re: NL process.	.30	304.50
Cook, C.	08/01/14	Prepare fee application.	.50	507.50
Cook, C.	08/04/14	Review press coverage of disclosure, e-mail Exide re: same (0.4); work on fee application and e-mails Exide re: same (0.4).	.80	812.00
Cook, C.	08/08/14	Work on fee application.	.50	507.50
Gerard, D.	08/18/14	Conference authority re: SEC matters (0.1); various correspondence. C. Cook re: idem (0.2); review SEC disclosure (0.1); review press clippings (0.1).	.50	407.50
Gerard, D.	08/19/14	Conference authority re: SEC matters (0.1); correspondence C. Cook re: idem (0.2); correspondence Exide team re: SEC matters (0.4).	.80	652.00
Gerard, D.	08/20/14	Prepare for and attend call with Exide's team and Chapter 11 counsel re: disclosure (0.5); conference authority re: disclosure (0.1); correspondence C. Cook re: same (0.1).	.70	570.50
Cook, C.	08/20/14	Emails D. Gerard (0.5); conference call Exide re: Authority inquiry on 10-K (0.5).	1.00	1,015.00
Cook, C.	09/02/14	E-mails co-counsel, Exide re: NL process.	.30	304.50
Gerard, D.	09/05/14	Correspondence co-counsel re: disclosure Germany (0.1); correspondence C. Cook re: idem (0.1).	.20	163.00

Exide				
General advice				
Time from July 1, 2014 through March 27, 2015				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Gerard, D.	09/08/14	Correspondence C. Cook re: disclosure (0.2); conference co-counsel re: disclosure (0.1); correspondence authority re: disclosure (0.1).	.40	326.00
Cook, C.	09/08/14	E-mail co-counsel regarding further disclosure discussions.	.70	710.50
Cook, C.	09/09/14	E-mails co-counsel regarding NL process issues.	.50	507.50
Cook, C.	09/09/14	Review draft NL statement from individual and comments regarding same.	.20	203.00
Gerard, D.	09/10/14	Conference authority re: disclosure; correspondence Exide team re: pending disclosure.	.20	163.00
Gerard, D.	09/11/14	Conference authority re: disclosure issue; correspondence Exide team re: authority's position on disclosure.	.40	326.00
Gerard, D.	09/16/14	Conference authority re: disclosure; correspondence Exide team re: confirmation of authority's position.	.40	326.00
Bressers, L.	10/07/14	Calls with co-counsel re NL process (1.0); review letter ACM and old materials (0.3); discuss with C. Cook (0.2).	1.50	1,020.00
Bressers, L.	10/08/14	Calls with co-counsel and Dutch Competition Authority regarding consent request.	1.00	680.00
Gerard, D.	10/16/14	Conference authority re: ongoing matters and contact details (0.2); review letter from authority re: idem (0.1); inform Exide team re: authority position (0.1); follow-up correspondence Exide team re: Belgian procedure (0.6).	1.00	815.00
Gerard, D.	10/17/14	Conference Exide team re: procedure (0.4); follow-up correspondence C. Cook re: idem (0.2); follow-up correspondence Exide team re: approach towards authority proposal (0.3); correspondence BCA case-handler re: contact details (0.2).	1.10	896.50
Cook, C.	10/17/14	E-mails co-counsel regarding BCA developments (0.50); conference call with Exide regarding BCA process (0.50).	1.00	1,015.00

Exide				
General advice				
Time from July 1, 2014 through March 27, 2015				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Gerard, D.	10/21/14	Draft reply to authority's letter (0.4); correspondence Exide team re: draft reply and request for turnover information (0.4).	.80	652.00
Gerard, D.	10/22/14	Correspondence Exide re: information request (0.2); finalize letter to Authority (0.2); correspondence Exide team re: discussions with Authority (0.3); draft power of attorney and arrange translation (0.2).	.90	733.50
Cook, C.	10/22/14	Emails co-counsel regarding Belgium, NL developments.	.50	507.50
Woolfson, T.	10/22/14	Drafting letter to BCA (2.20); drafting cover email and sending draft BCA letter to team (0.2).	2.40	1,140.00
De Croock, M. C	10/23/14	Translation (English/Dutch) of power of attorney; discuss with T. Woolfson and finalize.	1.50	480.00
Gerard, D.	10/23/14	Conference authority re: status and coordination (0.2); correspondence Exide team re: status and coordination (0.3); finalize additional power of attorney and correspondence re: execution (0.5).	1.00	815.00
Cook, C.	10/23/14	Emails team regarding Belgium process.	.20	203.00
Gerard, D.	10/29/14	Correspondence Exide team re: letter from authority (0.3); conference Exide team re: letter from authority and parallel proceedings (0.4); correspondence. C. Cook reporting on call (0.2); review and edit translation of letter from authority and correspondence Exide team enclosing translation (0.6).	1.50	1,222.50
Woolfson, T.	10/29/14	Responding to requests from D. Gerard with respect to potential talks with the BCA's Auditorate (0.8); translating BCA's letter to Exide into English (2.4).	3.20	1,520.00
Gerard, D.	10/30/14	Correspondence Exide re: Exide Belgium information (0.2); review and edit draft letter to authority (0.3); conference T. Woolfson re: idem (0.2); conference C. Cook re: letter of authority and disclosure (0.5); correspondence Exide team regarding confidentiality requirement under Belgian law (0.3).	1.50	1,222.50

Exide				
General advice				
Time from July 1, 2014 through March 27, 2015				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Cook, C.	10/30/14	Prepare for and attend conference call with Exide & co-counsel re: Belgium proceeding (1.40); conference D. Gerard re:same (0.50).	1.90	1,928.50
Woolfson, T.	10/30/14	Drafting letter to BCA (2.5); calls with D. Gerard re: letter (0.2); responding to specific questions from C. Cook re. BCA procedure (0.7).	3.40	1,615.00
Gerard, D.	10/31/14	Finalize letter to authority (0.3); correspondence T. Woolfson re: idem (0.1).	.40	326.00
Woolfson, T.	10/31/14	Finalizing draft letter to BCA, and sending letter.	.70	332.50
Gerard, D.	11/27/14	Correspondence Exide team re: update Belgium.	.10	81.50
Gerard, D.	11/30/14	Correspondence authority re: update.	.10	81.50
Gerard, D.	12/04/14	Review status of case; conference S. Debras re: status of case.	.40	326.00
Debras, S.	12/04/14	Preparation for meeting (2.7) and meeting with team regarding the next steps and timing in the ongoing BCA procedure (0.4).	3.10	1,240.00
Gerard, D.	12/12/14	Conference team re: status and contact with authority.	.20	163.00
Woolfson, T.	12/12/14	Updating case file.	.90	427.50
Debras, S.	12/16/14	Review of the file (1.6), call with the auditor in charge and communication of the information gathered to the team (1.0).	2.60	1,040.00
Gerard, D.	12/17/14	Correspondence Exide team enclosing update on proceedings.	.30	244.50
Cook, C.	02/05/15	Review Netherlands questions (0.3); e-mails Exide, co-counsel regarding same (0.2); telephone call Exide legal (0.2).	.70	735.00
Cook, C.	02/06/15	Conference call with co-counsel to discuss ACM request (0.8); conference call with Exide and co-counsel regarding same (0.7).	1.50	1,575.00
Cook, C.	02/24/15	E-mails co-counsel regarding Netherlands developments.	.50	525.00

Exide				
General advice				
Time from July 1, 2014 through March 27, 2015				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Cook, C.	02/26/15	Telephone conference team regarding Netherlands development and status	.50	525.00
Gerard, D.	03/10/15	Review request for information from authority and acknowledge receipt (0.2); correspondence C. Cook re: reply to request for information (0.1).	.30	252.00
Cook, C.	03/10/15	E-mails team regarding Belgium request.	.60	630.00
Gerard, D.	03/11/15	Correspondence C. Cook re: reply to request for information.	.20	168.00
Gerard, D.	03/18/15	Correspondence R. Hardy re: instructions for preparation of non-confidential versions (0.3); conference R. Hardy re: reply to request for information on confidentiality (0.3).	.60	504.00
Cook, C.	03/18/15	Correspondence with co-counsel regarding Netherlands interview.	.70	735.00
Cook, C.	03/18/15	Correspondence with co-counsel regarding Belgium procedural issue.	.50	525.00
Cook, C.	03/18/15	Review correspondence and conference call team regarding same.	1.00	1,050.00
Cook, C.	03/19/15	Telephone conference Exide to prepare for call with co-counsel (0.3); telephone conf. team (1.0); follow-ups from call (0.2).	1.50	1,575.00
Gerard, D.	03/20/15	Conference S. Debras re: request for information.	.20	168.00
Gerard, D.	03/23/15	Correspondence co-counsel re: format of reply to request for information (0.1); conference S. Debras re: feedback from authority (0.1).	.20	168.00
Cook, C.	03/23/15	Prepare fee application 2014-15 (1.0); e-mails co-counsel regarding interviews of Exide personnel (0.7).	1.70	1,785.00
Gerard, D.	03/24/15	Correspondence co-counsel re: format of reply to request for information.	.10	84.00
Cook, C.	03/24/15	Correspondence with co-counsel regarding interviews of Exide personnel.	1.20	1,260.00
Gerard, D.	03/25/15	Conference co-counsel re: format of reply to	.20	168.00

Exide				
General advice				
Time from July 1, 2014 through March 27, 2015				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
		request for information.		
Gerard, D.	03/26/15	Review input of co-counsel for reply to request for information; correspondence S. Debras re: idem.	.30	252.00
Debras, S.	03/26/15	Reading of part of the documents provided by co-counsel (1.0); gathering and reading of the background information and documents needed to perform the redaction of the French version of the confidential version (1.3); e-mail exchanges and call with D. Gerard (0.2).	2.50	1,062.50
De Croock, M. C	03/27/15	Translation (English/Dutch) of letter to BCA; conference S. Debras.	1.50	502.50
Vanderhaegen, T	03/27/15	Attention to request from S. Debras on translation of corporate statements; Follow-up call with S. Debras.	.30	100.50
Debras, S.	03/27/15	Prepare redacted versions of corporate statements for BCA (3.0); various phone calls with BCA regarding confidentiality claims (0.5); start translation of the confidentiality claims into Dutch (1.0).	4.50	1,912.50
		MATTER TOTALS:	67.20	\$ 49,161.00

Exide				
Retention and Fee Application				
Time from July 1, 2014 through March 27, 2015				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Beller, B. S.	07/24/14	Emails with Skadden re: fee app.	.30	157.50
Beller, B. S.	07/30/14	Work on fee application	1.30	682.50
Barefoot, L. A.	07/31/14	Correspondence Cook, Beller re: fee.	.10	97.50
Beller, B. S.	07/31/14	Draft fee app.	.60	315.00
Beller, B. S.	07/31/14	Email C. Cook re: fee application	.50	262.50
Beller, B. S.	08/01/14	Revise fee application	.80	420.00
Beller, B. S.	08/04/14	Fee application	1.30	682.50
Beller, B. S.	08/05/14	Fee application preparation.	1.20	630.00
Barefoot, L. A.	08/08/14	Correspondence Cook, Beller re: fee app.	.10	97.50
Barefoot, L. A.	08/11/14	Correspondence Cook, Beller re: fee app	.10	97.50
Beller, B. S.	08/11/14	Prepare fee application.	.10	52.50
Barefoot, L. A.	08/12/14	Correspondence Beller re: fee app.	.10	97.50
Beller, B. S.	08/12/14	Fee application	.10	52.50
Beller, B. S.	09/02/14	Correspondence re: fee application	.60	315.00
Barefoot, L. A.	01/26/15	Correspondence re: fee application	.10	103.00
Barefoot, L. A.	01/28/15	Correspondence re: billing/fee applications.	.10	103.00
Beller, B. S.	01/28/15	Correspondence re: interim fee application	.20	109.00
Beller, B. S.	02/02/15	Draft Interim Fee Application	3.30	1,798.50
Beller, B. S.	02/03/15	Draft Interim Fee Application	1.80	981.00
Barefoot, L. A.	02/05/15	Correspondence Beller.	.10	103.00
Beller, B. S.	02/05/15	Draft fee application	1.50	817.50
Beller, B. S.	02/06/15	Correspondence re: draft Interim Fee Application	.40	218.00
Barefoot, L. A.	02/09/15	Correspondence Beller	.10	103.00
Beller, B. S.	02/10/15	Draft fee application`	.30	163.50
Barefoot, L. A.	03/11/15	Correspondence Beller	.10	103.00

Exide				
Retention and Fee Application				
Time from July 1, 2014 through March 27, 2015				
NAME	DATE	DESCRIPTION	HOURS	AMOUNT
Barefoot, L. A.	03/14/15	Correspondence Beller	.10	103.00
Barefoot, L. A.	03/18/15	Conference Beller re: fee app. process (0.3); correspondence Beller re: fee app. process (0.1)	.40	412.00
Beller, B. S.	03/18/15	Meeting with L. Barefoot re: fee application (0.5); follow up (1.2).	1.70	926.50
Barefoot, L. A.	03/25/15	Correspondence Cook, Beller	.10	103.00
Barefoot, L. A.	03/26/15	Correspondence Cook, Beller	.10	103.00
Barefoot, L. A.	03/27/15	Correspondence Beller	.20	206.00
Beller, B. S.	03/27/15	Correspondence re: confirmation and professional fee claim	.40	218.00
		MATTER TOTALS:	18.20	\$ 10,634.00

Exhibit B**EXPENSE SUMMARY**
Exide Technologies
(Case No. 13-11482 (KJC))

January 1, 2014 through March 27, 2015

Expense Category	Total Expenses
Telephone	\$121.64
Duplicating Charges (at \$0.10/page)	72.38
Color Duplicating/Printing Charges (at \$0.82/page)	265.68
Duplicating/Printing Charges (at \$.24/page)	510.48
Word Processing	232.05
Travel - Transportation	253.44
Late Work – Meals	52.05
Late Work – Transportation	147.87
Computer Research (PACER)	31.60
Grand Total Expenses	\$1,687.19

Exhibit B-1

EXPENSE SUMMARY

January 1, 2014 through June 30, 2014

In re Overseas Shipholding Group Inc., et al.
(Case No. 12-20000 (PJW))

Index	Date	Amount	Narrative
	Telephone		
60153644	08/01/2014	3.61	BRUSSELS TELEPHONE
60200933	1/14/2014	0.15	BRUSSELS TELEPHONE
60217295	1/16/2014	0.27	BRUSSELS TELEPHONE
60217297	1/16/2014	0.27	BRUSSELS TELEPHONE
60292722	1/29/2014	1.91	BRUSSELS TELEPHONE
60426744	2/11/2014	3.80	BRUSSELS TELEPHONE
60449476	2/13/2014	0.61	BRUSSELS TELEPHONE
60449478	2/13/2014	1.44	BRUSSELS TELEPHONE
60464221	2/14/2014	0.08	BRUSSELS TELEPHONE
60479791	2/18/2014	0.04	BRUSSELS TELEPHONE
60593108	3/5/2014	0.56	BRUSSELS TELEPHONE
60729876	3/25/2014	0.99	OUTS TEL - VENDOR GENESYS BELGIUM SA
60848080	4/9/2014	13.02	OUTS TEL - VENDOR MOBILE PROXIMUS C. COOK 02/2014
60934189	4/24/2014	3.92	OUTS TEL - VENDOR MOBILE PROXIMUS C. COOK03/2014
61361835	6/25/2014	9.71	OUTS TEL - VENDOR MOBILE PROXIMUS C. COOK 05/2014
61396116	6/30/2014	2.39	OUTS TEL - VENDOR MOBILE PROXIMUS D. GERARD 05/2014
	TOTAL:	42.77	
	Duplicating Charges (@ \$0.10/page)		
60160855	1/12/2014	3.36	BRUSSELS DUPLICATING
60177762	1/12/2014	1.44	BRUSSELS DUPLICATING
60177763	1/9/2014	1.44	BRUSSELS DUPLICATING
60425664	2/11/2014	7.20	BRUSSELS DUPLICATING
60478557	2/18/2014	43.20	BRUSSELS DUPLICATING
60975373	4/25/2014	1.44	BRUSSELS DUPLICATING
61005283	4/30/2014	1.44	BRUSSELS DUPLICATING
	TOTAL:	46.08	
	Color Duplicating/Printing Charges (@ \$0.82/page)		
60177774	1/10/2014	20.50	BRUSSELS COLOR LASERTRAK PRINTING
60177775	1/10/2014	20.50	BRUSSELS COLOR LASERTRAK PRINTING
60199943	1/15/2014	54.94	BRUSSELS COLOR LASERTRAK PRINTING
60199944	1/15/2014	54.94	BRUSSELS COLOR LASERTRAK PRINTING
60215210	1/17/2014	12.30	BRUSSELS COLOR LASERTRAK PRINTING
60215212	1/19/2014	27.88	BRUSSELS COLOR LASERTRAK PRINTING
60215214	1/20/2014	19.68	BRUSSELS COLOR LASERTRAK PRINTING
60215216	1/20/2014	7.38	BRUSSELS COLOR LASERTRAK PRINTING
60215218	1/20/2014	26.24	BRUSSELS COLOR LASERTRAK PRINTING
60215220	1/20/2014	6.56	BRUSSELS COLOR LASERTRAK PRINTING
60998455	4/29/2014	5.74	BRUSSELS COLOR LASERTRAK PRINTING
60998456	4/29/2014	4.10	BRUSSELS COLOR LASERTRAK PRINTING
60998457	4/29/2014	2.46	BRUSSELS COLOR LASERTRAK PRINTING
60998458	4/29/2014	2.46	BRUSSELS COLOR LASERTRAK PRINTING
	TOTAL:	265.68	
	Duplicating/Printing Charges (@ \$0.24/page)		
60144448	1/7/2014	1.68	BRUSSELS B&W LASERTRAK PRINTING
60160856	1/9/2014	12.72	BRUSSELS B&W LASERTRAK PRINTING
60160857	1/9/2014	3.36	BRUSSELS B&W LASERTRAK PRINTING
60160858	1/9/2014	12.72	BRUSSELS B&W LASERTRAK PRINTING
60160859	1/9/2014	12.72	BRUSSELS B&W LASERTRAK PRINTING
60160860	1/9/2014	8.64	BRUSSELS B&W LASERTRAK PRINTING
60160861	1/9/2014	8.64	BRUSSELS B&W LASERTRAK PRINTING
60160862	1/9/2014	22.32	BRUSSELS B&W LASERTRAK PRINTING
60160863	1/9/2014	3.36	BRUSSELS B&W LASERTRAK PRINTING
60177764	1/10/2014	3.36	BRUSSELS B&W LASERTRAK PRINTING
60177765	1/10/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING
60177766	1/10/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING
60177767	1/10/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING
60177768	1/10/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING
60177769	1/10/2014	6.00	BRUSSELS B&W LASERTRAK PRINTING
60177770	1/10/2014	6.00	BRUSSELS B&W LASERTRAK PRINTING
60177771	1/10/2014	3.36	BRUSSELS B&W LASERTRAK PRINTING
60177772	1/12/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING
60177773	1/12/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING
60189846	1/13/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING

EXPENSE SUMMARY

January 1, 2014 through June 30, 2014

In re Overseas Shipholding Group Inc., et al.
(Case No. 12-20000 (PJW))

Index	Date	Amount	Narrative
60199932	1/14/2014	8.64	BRUSSELS B&W LASERTRAK PRINTING
60199933	1/14/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING
60199934	1/14/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING
60199935	1/15/2014	12.72	BRUSSELS B&W LASERTRAK PRINTING
60199936	1/15/2014	2.16	BRUSSELS B&W LASERTRAK PRINTING
60199937	1/15/2014	23.04	BRUSSELS B&W LASERTRAK PRINTING
60199938	1/15/2014	4.56	BRUSSELS B&W LASERTRAK PRINTING
60199939	1/15/2014	23.04	BRUSSELS B&W LASERTRAK PRINTING
60199940	1/15/2014	39.12	BRUSSELS B&W LASERTRAK PRINTING
60199941	1/15/2014	11.28	BRUSSELS B&W LASERTRAK PRINTING
60199942	1/15/2014	39.12	BRUSSELS B&W LASERTRAK PRINTING
60215195	1/17/2014	0.72	BRUSSELS B&W LASERTRAK PRINTING
60215197	1/18/2014	2.64	BRUSSELS B&W LASERTRAK PRINTING
60215199	1/18/2014	7.68	BRUSSELS B&W LASERTRAK PRINTING
60215201	1/20/2014	5.76	BRUSSELS B&W LASERTRAK PRINTING
60215203	1/20/2014	1.92	BRUSSELS B&W LASERTRAK PRINTING
60215204	1/20/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING
60215206	1/20/2014	2.88	BRUSSELS B&W LASERTRAK PRINTING
60215208	1/21/2014	2.64	BRUSSELS B&W LASERTRAK PRINTING
60245892	1/24/2014	5.52	BRUSSELS B&W LASERTRAK PRINTING
60291750	1/29/2014	1.92	BRUSSELS B&W LASERTRAK PRINTING
60419532	2/10/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING
60419533	2/10/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING
60419534	2/10/2014	8.64	BRUSSELS B&W LASERTRAK PRINTING
60419535	2/10/2014	8.64	BRUSSELS B&W LASERTRAK PRINTING
60419536	2/10/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING
60419537	2/10/2014	7.20	BRUSSELS B&W LASERTRAK PRINTING
60478558	2/18/2014	2.40	BRUSSELS B&W LASERTRAK PRINTING
60652903	3/13/2014	25.20	BRUSSELS B&W LASERTRAK PRINTING
60652904	3/13/2014	25.20	BRUSSELS B&W LASERTRAK PRINTING
60691548	3/18/2014	1.92	BRUSSELS B&W LASERTRAK PRINTING
60740015	3/24/2014	2.64	BRUSSELS B&W LASERTRAK PRINTING
60757032	3/25/2014	2.88	BRUSSELS B&W LASERTRAK PRINTING
60757033	3/25/2014	2.88	BRUSSELS B&W LASERTRAK PRINTING
60757034	3/25/2014	22.32	BRUSSELS B&W LASERTRAK PRINTING
60757035	3/25/2014	2.88	BRUSSELS B&W LASERTRAK PRINTING
60788441	3/26/2014	4.32	BRUSSELS B&W LASERTRAK PRINTING
60788444	3/28/2014	4.08	BRUSSELS B&W LASERTRAK PRINTING
60830604	4/3/2014	1.68	BRUSSELS B&W LASERTRAK PRINTING
60830605	4/4/2014	4.08	BRUSSELS B&W LASERTRAK PRINTING
60998449	4/29/2014	0.48	BRUSSELS B&W LASERTRAK PRINTING
60998450	4/29/2014	8.64	BRUSSELS B&W LASERTRAK PRINTING
60998451	4/29/2014	3.84	BRUSSELS B&W LASERTRAK PRINTING
60998452	4/29/2014	3.60	BRUSSELS B&W LASERTRAK PRINTING
60998453	4/29/2014	3.60	BRUSSELS B&W LASERTRAK PRINTING
60998454	4/29/2014	3.84	BRUSSELS B&W LASERTRAK PRINTING
61035494	5/10/2014	3.12	BRUSSELS B&W LASERTRAK PRINTING
	TOTAL:	510.48	
	Late Work - Meals		
60520242	2/25/2014	20.95	LATE WORK MEALS - MATHIS
60871513	4/14/2014	31.10	LATE WORK MEALS - WOOLFSON
	TOTAL:	52.05	
	Late Work - Transportation		
60392715	2/7/2014	17.61	WORK TRANSPORTATION - C COOK LATE TAXI
60596682	3/7/2014	118.20	WORK TRANSPORTATION - J. MATHIS
61030175	5/12/2014	12.06	WORK TRANSPORTATION - T. WOOLFSON LATE TAXI
	TOTAL:	147.87	
	Word Processing		
60440984	1/5/2014	81.90	NY WORD PROCESSING - PROOF READING
60127702	1/4/2014	22.75	NY WORD PROCESSING - OFF OFFICE HOURS - FULWEILER
60127703	1/4/2014	18.20	NY WORD PROCESSING - OFF OFFICE HOURS - FULWEILER
60127704	1/4/2014	4.55	NY WORD PROCESSING - OFF OFFICE HOURS - FULWEILER
60127705	1/4/2014	86.45	NY WORD PROCESSING - OFF OFFICE HOURS - FULWEILER
60127706	1/6/2014	13.65	NY WORD PROCESSING - OFF OFFICE HOURS - CASTILLO
60127707	1/6/2014	4.55	NY WORD PROCESSING - OFF OFFICE HOURS - CASTILLO
	TOTAL:	232.05	

EXPENSE SUMMARY
 January 1, 2014 through June 30, 2014

In re Overseas Shipholding Group Inc., et al.
 (Case No. 12-20000 (PJW))

Index	Date	Amount	Narrative
	Computer Research		
60997882	4/30/2014	6.00	COMPUTER RESEARCH - PACER
60997883	4/30/2014	25.60	COMPUTER RESEARCH - PACER
	TOTAL:	31.60	
	GRAND TOTAL:	1,328.58	

Exhibit B-2

EXPENSE SUMMARY

Jan 1, 2014 through March 27, 2015

In re Overseas Shipholding Group Inc., et al.

(Case No. 12-20000 (PJW))

Index	Date	Amount	Narrative
Telephone			
61523591	7/18/2014	10.50	BRUSSELS TELEPHONE
61897021	9/17/2014	35.71	BRUSSELS TELEPHONE
62377322	11/20/2014	31.25	BRUSSELS TELEPHONE
62397383	11/24/2014	1.41	BRUSSELS TELEPHONE
	TOTAL:	78.87	
Color Duplicating/Printing Charges (@ \$0.82/page)			
62207685	10/29/2014	0.23	BRUSSELS COLOR LASERTRAK PRINTING
	TOTAL:	0.23	
Duplicating/Printing Charges (@ \$0.24/page)			
62207684	10/29/2014	0.24	BRUSSELS B&W LASERTRAK PRINTING
63322477	3/27/2015	8.64	BRUSSELS B&W LASERTRAK PRINTING
	TOTAL:	8.88	
Travel Transportation			
61475272	7/10/2014	253.44	TRAVEL - TRANSPORTATION - Bressers Trip to The Hague (roundtrip train ticket)
	TOTAL:	253.44	
Mailing Charges			
62120670	10/21/2014	1.65	Brussels Postage
	TOTAL:	1.65	
Other Charges			
61441462	7/3/2014	1.37	NY WORD PROCESSING - PROOF READING
61583987	7/25/2014	1.68	NY WORD PROCESSING - PROOF READING
61715024	8/6/2014	12.50	VENDOR DOCUMENT PRODUCTION
	TOTAL:	15.55	
	GRAND TOTAL:	358.61	