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8 GEOFF WINKLER

9 UNITED STATES DISTRICT COURT
10 CENTRAL DISTRICT OF CALIFORNIA
11 WESTERN DIVISION

12 SECURITIES AND EXCHANGE
COMMISSION,

13 Plaintiff,

14 vs.

15 RALPH T. IANNELLI and ESSEX
16 CAPITAL CORP.,

17 Defendants.

Case No. 2:18-cv-05008-FMO-AFM

**FIFTEENTH INTERIM
APPLICATION OF RECEIVER,
GEOFF WINKLER, AND HIS
PROFESSIONALS FOR PAYMENT
OF FEES AND REIMBURSEMENT
OF EXPENSES**

Date: April 6, 2023

Time: 10:00 a.m.

Ctrm: 6D

Judge: Hon. Fernando M. Olguin

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1 Geoff Winkler (the "Receiver"), the Court-appointed permanent receiver for
 2 defendant Essex Capital Corporation and its subsidiaries and affiliates (collectively,
 3 the "Receivership Entities" or "Entities"), and his counsel of record, Allen Matkins
 4 Leck Gamble Mallory & Natsis LLP ("Allen Matkins," and together, with the
 5 Receiver, the "Applicants"), hereby jointly submit this fifteenth interim application
 6 for the payment of fees and the reimbursement of expenses (the "Fee Application"
 7 or "Application").

8 **I. INTRODUCTION**

9 This Fee Application is the fifteenth interim fee application submitted in the
 10 above-referenced matter and covers the Applicants' fees and expenses incurred
 11 during the period from October 1, 2022, through December 31, 2022 (the
 12 "Application Period").

13 By way of this Fee Application, the Applicants request the Court's approval of
 14 100% of their fees and expenses incurred during the Application Period and further
 15 request the interim payment of 80% of such fees and 100% of such expenses, to be
 16 paid from the funds of the receivership estate of the Receivership Entities (the
 17 "Receivership Estate" or "Estate"). Specifically, the amounts of the Applicants' fees
 18 and expenses sought to be approved and paid under this Fee Application are as
 19 follows:

| 20 Applicant | 21 Fees | Interim Payment of Fees | Expenses | Interim Payment of Expenses |
|---------------|---------------------|----------------------------|--------------------|--------------------------------|
| Receiver | \$57,121.60 | \$45,697.28 | \$3,107.15 | \$3,107.15 |
| Allen Matkins | \$193,834.35 | \$155,067.48 | \$8,622.55 | \$8,622.55 |
| | \$250,955.95 | \$200,764.76 | \$11,729.70 | \$11,729.70 |

25 Consistent with the billing guidelines of plaintiff the Securities and Exchange
 26 Commission (the "SEC") and the Applicants' commitments for this federal
 27 receivership, the remaining, unpaid 20% "holdback" of the Applicants' approved
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1 fees will be subject to final review and payment at the conclusion of this
2 receivership.

3 **II. GENERAL SUMMARY**

4 During the Application Period, and with assistance from Allen Matkins, the
5 Receiver made substantial progress in the satisfaction of his duties and the
6 objectives outlined by this Court in its *Order Regarding Preliminary Injunction and*
7 *Appointment of a Permanent Receiver* (the "Appointment Order") entered on
8 December 21, 2018, ECF No. 66, its *Order in Aid of Receivership* (the "Order in
9 Aid") entered on February 1, 2019, ECF No. 69, and its *Order Regarding*
10 *Permanent Injunction* (the "Permanent Injunction Order") entered on
11 September 9, 2019, ECF No. 113. Among other things, the Receiver continued to
12 execute his plan for recovering and maximizing the assets of the Receivership Estate
13 (the "Receivership Assets" or "Assets"), including via the evaluation and
14 prosecution of claims against third parties believed to be in wrongful possession of
15 any Receivership Assets, with a focus on his continued pursuit of disgorgement
16 actions against profiting investors. The Receiver's efforts have, to-date, resulted in
17 the recovery of more than \$3 million in Receivership Assets.

18 Given the amount and significance of the work completed by the Applicants
19 during the Application Period, the Applicants respectfully submit that the fees and
20 expenses incurred during that period are reasonable and appropriate and should be
21 approved and paid, on an interim basis, in the amounts indicated above. As an
22 accommodation to the Estate, and consistent with the SEC's billing guidelines and
23 the ordinary practice in federal receiverships, the Applicants request that the Court
24 approve 100% of their fees and expenses incurred during the Application Period but
25 authorize payment, on an interim basis, of only 80% of such fees and 100% of such
26 expenses at this time.

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1 **III. THE RECEIVER'S FEES AND EXPENSES**

2 **A. Appointment of the Receiver.**

3 On December 21, 2018, by the Appointment Order, the Court appointed the
4 Receiver as the permanent receiver for the Receivership Entities.

5 **B. Services Rendered During the Application Period.**

6 During the Application Period, the Receiver and his staff undertook additional
7 efforts in connection with the Receiver's review and analysis of the financial
8 activities of the Receivership Entities; investigated and recovered Receivership
9 Assets, including by attending to pending litigation to recover such Assets and
10 through negotiation; identified and evaluated prospective Receivership Estate claims
11 against third parties; administered the claims process by which investors in and
12 creditors of the Entities submit claims against the Estate; and otherwise
13 administered the Estate.

14 Overall, on account of their services rendered on behalf of the Receivership
15 Estate during the Application Period, the Receiver and his staff billed 217.8 hours
16 and \$57,121.60 in fees across the following ten categories:

| Category | Hours | Fees |
|-------------------------------------|--------------|--------------------|
| Financial - Accounting/Auditing | 11.4 | \$3,193.20 |
| Financial - Business Analysis | 1.5 | \$369.90 |
| Financial - Data Analysis | 33.4 | \$7,722.00 |
| Financial - Forensic Accounting | 1.6 | \$446.40 |
| Financial - Status Reports | 6.6 | \$1,900.80 |
| Financial - Tax Issues | 45.8 | \$11,305.80 |
| Legal - Asset Analysis and Recovery | 39.3 | \$10,598.90 |
| Legal - Asset Disposition | 0.4 | \$126.00 |
| Legal - Case Administration | 67.8 | \$19,102.40 |
| Legal - Claims Administration | 10 | \$2,356.20 |
| | 217.8 | \$57,121.60 |

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27 Provided below are narrative summaries of the work performed under each of these
28 categories. The Receiver's invoice, which includes billing entries detailing the tasks

1 performed by the Receiver and his staff during the Application Period, is attached
2 hereto as **Exhibit 1**.

3 **1. Financial – Accounting/Auditing.**

4 In connection with the "Financial – Accounting/Auditing" category, the
5 Receiver and his staff billed 11.4 hours and \$3,193.20 in fees during the Application
6 Period.

7 The services in this category generally relate to the review, analysis, and audit
8 of the Receivership Entities' accounting, including in connection with the Receiver's
9 ongoing litigation to recover funds from Ponzi "winners," the calculation
10 distributions to holders of allowed claims against the Estate, and the submission of
11 tax returns for various Receivership Entities. During the Application Period, the
12 Receiver and his staff expended time processing accounts payable and accounts
13 receivable. They also reviewed newly available financial records and incorporated
14 that information into their accounting of the assets of the Receivership Entities.

15 **2. Financial - Business Analysis.**

16 In connection with the "Financial – Business Analysis" category, the Receiver
17 and his staff billed 1.5 hours and \$369.90 in fees during the Application Period.

18 The services in this category generally pertain to analyzing the Receivership
19 Entities' business operations, including their private equity investments. The
20 Receiver's efforts in this category during the Application Period were limited to a
21 review of liens on Receivership Assets.

22 **3. Financial - Data Analysis.**

23 In connection with the "Financial – Data Analysis" category, the Receiver and
24 his staff billed 33.4 hours and \$7,722 in fees during the Application Period.

25 The services in this category concern the review and analysis of third-party
26 financial data. During the Application Period, the Receiver and his staff expended
27 most of their time for this category in reviewing emails, bank statements, and other
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1 documents to determine the Estate's cost basis in several of its financial assets for
2 the purpose of resolving a capital gains tax issue.

3 **4. Financial – Forensic Accounting.**

4 In connection with the "Financial – Litigation Consulting" category, the
5 Receiver and his staff billed 1.6 hours and \$446.40 in fees during the Application
6 Period.

7 The services in this category relate to the Receiver's ongoing efforts to fully
8 understand the Receivership Entities' operating, investing, and financing activities
9 and to develop a record of those activities. The Receiver spent time during this
10 Application Period reviewing and analyzing financial and other records for the
11 purposes of addressing accounting issues with respect to the MIMO accounting for a
12 number of profiting investors.

13 **5. Financial - Status Reports.**

14 In connection with the "Financial – Status Reports" category, the Receiver
15 and his staff billed 6.6 hours and \$1,900.80 in fees during the Application Period.

16 The services in this category concern the Receiver's obligations to report on
17 his progress to this Court and, by extension, to the interested parties. The time
18 expended by the Receiver for this category during the Application Period was in
19 creating and providing updated financial statements to counsel for inclusion in the
20 thirteenth interim report and reviewing the final version of that report.

21 **6. Financial - Tax Issues.**

22 In connection with the "Financial – Tax Issues" category, the Receiver and his
23 staff billed 45.8 hours and \$11,305.80 in fees during the Application Period.

24 The services in this category are performed to meet the Receivership Estates'
25 myriad tax obligations and to address any associated issues. During the Application
26 Period, the Receiver and his staff spent significant time working to resolve the
27 capital gains tax issue mentioned above. The core of the issue is that the Entities'
28 records on the timing and cost of the acquisition of several of their financial assets

1 are incomplete. Without accurate historical cost data, it is impossible to accurately
2 calculate the capital gain to be recognized by the Entities upon their sale of those
3 assets. The Receiver and his staff reviewed various records, including physical
4 stock sale records, and corresponded with brokers in a comprehensive effort to
5 discern accurate asset costs. Subsequent to this effort, the Receiver completed six
6 tax returns for the Entities.

7 **7. Legal - Asset Analysis and Recovery.**

8 In connection with the "Legal – Asset Analysis and Recovery" category, the
9 Receiver and his staff billed 39.3 hours and \$10,598.90 in fees during the
10 Application Period.

11 The services in this category broadly relate to the efforts to identify, secure,
12 preserve, and recover any Receivership Assets, including via any claims against
13 third parties. During the Application Period, the Receiver and his staff performed
14 various tasks relating to the pending disgorgement actions against profiting
15 investors. The Receiver attended a settlement conference, immediately following
16 which the parties were able to successfully reach a settlement. The Receiver, along
17 with Allen Matkins, also undertook to make effective certain Court-approved
18 settlement agreements. Finally, the Receiver and his staff reviewed newly obtained
19 bank records, UCC filings, and other documents to assess the viability of a new
20 disgorgement action against a third party.

21 **8. Legal - Asset Disposition.**

22 In connection with the "Legal – Asset Disposition" category, the Receiver and
23 his staff billed 0.4 hours and \$126 in fees during the Application Period.

24 The services in this category broadly relate to the efforts to sell, transfer, or
25 otherwise dispose of Receivership Assets. During the Application Period, the work
26 performed by the Receiver consisted of discussions with a potential buyer of the
27 Entities' private-equity holdings.

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1 **9. Legal - Case Administration.**

2 In connection with the "Legal – Case Administration" category, the Receiver
3 and his staff billed 67.8 hours and \$19,102.40 in fees during the Application Period.

4 The services in this category concern the administration of the Receivership
5 Estate, along with the handling of other necessary administrative matters for the
6 receivership. During the Application Period, the Receiver and his staff frequently
7 communicated with Allen Matkins regarding the administration of the Receivership
8 Entities and the Estate and the status of pending or prospective legal proceedings.
9 Communications with Allen Matkins were particularly extensive with respect to
10 settlement-related matters given that several settlement agreements in disgorgement
11 actions were reached, finalized, or being performed during the Application Period.

12 The Receiver and his staff also expended time on general administrative
13 matters, including updating the website for the above-entitled receivership and
14 responding to phone and email inquiries from investors, usually regarding updates
15 as to the status of the receivership and the claims and distribution process. This
16 category also encompasses other services that do not fall squarely within any other
17 category or that might simultaneously fall within this category and another.

18 **10. Legal - Claims Administration.**

19 In connection with the "Legal – Claims Administration" category, the
20 Receiver and his staff billed 10 hours and \$2,356.20 in fees during the Application
21 Period.

22 The services in this category directly relate to the receivership's claims and
23 distribution process, including the efforts to identify, analyze, and resolve the
24 investor and creditor claims against the Estate, and to administer actual and
25 anticipated distributions to holders of allowed claims against the Estate. During the
26 Application Period, the Receiver and his staff primarily expended time for this
27 category in communicating with investors concerning the replacement of lost checks
28 and addressing other investor-specific questions and concerns.

1 **C. Expenses Incurred During the Application Period.**

2 In connection with his services rendered on behalf of the Receivership Estate
3 during the Application Period, the Receiver incurred \$3,107.15 in expenses. The
4 Receiver's invoice, attached hereto as **Exhibit 1**, details each of the Receiver's
5 expenses.

6 The majority of the Receiver's expenses incurred during the Application
7 Period was on account of the airfare (totaling \$1,268.38) and lodging (totaling
8 \$522.15) associated with attending the settlement conference in the Emmons Action
9 (as defined below).

10 **IV. ALLEN MATKINS' FEES AND EXPENSES**

11 **A. The Receiver's Retention of Allen Matkins.**

12 Allen Matkins was retained by the Receiver on January 2, 2019, and by the
13 Order in Aid, the Court approved the firm's retention as lead counsel for the
14 Receiver on February 1, 2019. The Receiver selected Allen Matkins as his counsel
15 due to the firm's extensive experience and expertise in federal equity receivership
16 matters, as well as in creditors' rights and litigation matters. Allen Matkins has
17 served as counsel to federal equity receivers in dozens of cases, has represented a
18 variety of constituents in numerous bankruptcy matters, and has significant
19 substantive experience in related areas, such as securities, corporate, and real estate.

20 **B. Services Rendered During the Application Period.**

21 During the Application Period, Allen Matkins extensively assisted the
22 Receiver in the performance of his receivership duties, primarily by handling
23 litigation-related matters in connection with the Receiver's efforts to recover
24 Receivership Assets via the actions brought against third parties.

25 Overall, on account of its services rendered to the Receiver during the
26 Application Period, Allen Matkins billed 306.9 hours and \$193,834.35 in fees across
27 the following twelve categories:

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| Category | Hours | Fees |
|---------------------------------|--------------|---------------------|
| General Receivership | 6.3 | \$3,956.85 |
| Asset Recovery & Management | 29.7 | \$17,172.45 |
| Investigation/Reporting | 8.8 | \$6,493.50 |
| Investor Issues/Communications | 0.9 | \$619.65 |
| Third Party Claims & Recoveries | 11.0 | \$7,972.20 |
| CVL Litigation | 6.0 | \$5,150.70 |
| Largura Litigation | 0.2 | \$137.70 |
| Hopen Litigation | 12.0 | \$6,956.10 |
| Nicholson Litigation | 123.6 | \$73,716.30 |
| Reyner Litigation | 37.5 | \$23,327.55 |
| Emmons Litigation | 40.2 | \$26,136.90 |
| McCloskey Litigation | 30.7 | \$22,194.45 |
| | 306.9 | \$193,834.35 |

Provided below are narrative summaries of the work performed under each of these categories. Allen Matkins' invoice, which includes the billing entries detailing the tasks performed by the firm's attorneys and paralegals during the Application Period, is attached hereto as **Exhibit 2**. To minimize expense to the Receivership Estate, Allen Matkins endeavored to staff each task efficiently, using a core team of attorneys, with specialized assistance as necessary. Biographies of the attorneys who rendered significant services during the Application Period are attached hereto as **Exhibit 3**. As the Court may recall, Allen Matkins also agreed to discount its ordinary billing rates by 10% for the duration of this matter, as well as not to charge the Estate for any travel time.

1. General Receivership.

In connection with the "General Receivership" category, Allen Matkins personnel billed the following time and fees during the Application Period:

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| Timekeeper | Position | Hourly Rate | Hours | Fees |
|---------------------|-----------|-------------|------------|-------------------|
| Michael Farrell | Partner | \$823.50 | 0.4 | \$329.40 |
| Joshua del Castillo | Partner | \$688.50 | 3.8 | \$2,616.30 |
| Matthew Pham | Associate | \$481.50 | 2.1 | \$1,011.15 |
| | | | 6.3 | \$3,956.85 |

The services in this category generally relate to Allen Matkins' work advising and assisting the Receiver in his administration of the Receivership Estate. This category also serves as a catch-all, encompassing services that do not fall squarely within any other category. During the Application Period, Allen Matkins handled a variety of administrative matters, including conferring and coordinating with the Receiver and his office on outstanding issues, tasks, and deadlines.

2. Asset Recovery & Management.

In connection with the "Asset Recovery & Management" category, Allen Matkins personnel billed the following time and fees during the Application Period:

| Timekeeper | Position | Hourly Rate | Hours | Fees |
|---------------------|-----------|-------------|-------------|--------------------|
| David Zaro | Partner | \$895.50 | 0.6 | \$716.40 |
| Michael Farrell | Partner | \$823.50 | 0.9 | \$741.15 |
| Joshua del Castillo | Partner | \$688.50 | 19.1 | \$13,140.35 |
| Gina Ahmar | Associate | \$301.50 | 9.1 | \$2,743.65 |
| | | | 29.7 | \$17,172.45 |

The services in this category concern Allen Matkins' work supporting the Receiver's efforts to identify, secure, preserve, and recover Receivership Assets. During the Application Period, for this category, Allen Matkins devoted most of its time to reviewing documents to identify potential new disgorgement claims and evaluating the viability of each such potential claim. To date, the Estate's total recovery through settlements exceeds \$3 million. Allen Matkins and the Receiver expect additional recoveries for the Estate via settlement with, or if necessary, litigation against, the remaining targets of disgorgement claims.

1 Allen Matkins also made efforts to effectuate the Court-approved settlement
 2 agreement reached in the CVL Action (as defined below), which required reviewing
 3 LLC formation documents for the new affiliated entity and compelling Ralph
 4 Iannelli's son to return his membership interest to the other members.

5 **3. Investigation/Reporting.**

6 In connection with the "Investigation/Reporting" category, Allen Matkins
 7 personnel billed the following time and fees during the Application Period:

| Timekeeper | Position | Hourly Rate | Hours | Fees |
|---------------------|-----------|-------------|------------|-------------------|
| David Zaro | Partner | \$895.50 | 3.8 | \$3,402.90 |
| Joshua del Castillo | Partner | \$688.50 | 3.3 | \$2,272.05 |
| Matthew Pham | Associate | \$481.50 | 1.7 | \$818.55 |
| | | | 8.8 | \$6,493.50 |

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 13 The services in this category generally relate to Allen Matkins assisting the
 14 Receiver in his efforts to investigate the nature, location, and prospect of recovery of
 15 Receivership Assets, along with addressing inquiries relating to the business and
 16 financial activities of the Receivership Entities. This category also encompasses
 17 Allen Matkins' work relating to the Receiver's reporting obligations. During the
 18 Application Period, Allen Matkins primarily expended time for this category in
 19 preparing the Receiver's thirteenth interim report to this Court. Allen Matkins also
 20 assisted in an investigation of prospective claims against a third party that had pre-
 21 receivership transactions with the Receivership Entities.

22 **4. Investor Issues/Communications.**

23 In connection with the "Investor Issues/Communications" category, Allen
 24 Matkins personnel billed the following time and fees during the Application Period:

| Timekeeper | Position | Hourly Rate | Hours | Fees |
|---------------------|----------|-------------|------------|-----------------|
| Joshua del Castillo | Partner | \$688.50 | 0.9 | \$619.65 |
| | | | 0.9 | \$619.65 |

1 The services in this category generally concern issues involving investors or
2 creditors and Allen Matkins' communications with such parties. Allen Matkins'
3 time expenditure in this category during the Reporting Period was limited to brief
4 communications with two creditors concerning the status of the case and
5 distributions to creditors.

6 **5. Third Party Claims & Recoveries.**

7 In connection with the "Third Party Claims & Recoveries" category, Allen
8 Matkins personnel billed the following time and fees during the Application Period:

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| Timekeeper | Position | Hourly Rate | Hours | Fees |
|---------------------|-----------|-------------|-------------|-------------------|
| Michael Farrell | Partner | \$823.50 | 7.4 | \$6,093.90 |
| Joshua del Castillo | Partner | \$688.50 | 0.7 | \$481.95 |
| Matthew Pham | Associate | \$481.50 | 2.9 | \$1,396.35 |
| | | | 11.0 | \$7,972.20 |

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14 This category services as a catch-all for services performed by Allen Matkins
15 in connection with the Receiver's pending disgorgement claims and that do not fit
16 into a single more specific category. These costs are most frequently associated
17 with either (a) services that are performed for the benefit of more than one of the
18 receiver's disgorgement claims and thus not attributable to any single claim or
19 (b) services performed in connection with a disgorgement claim for which a separate
20 billing category has not yet been created.

21 During the Application Period, Allen Matkins occasionally advised the
22 Receiver on the performance of settlements in multiple actions. Allen Matkins also
23 expended time for this category in addressing service-of-process issues in the
24 disgorgement action commenced during the prior Application Period captioned as
25 *Winkler v. Grimm, et al.* and bearing Case No. 2:22-cv-05736-FMO-AFM. Finally,
26 Allen Matkins spent time analyzing the viability of potential claims against a third
27 party against whom litigation has not yet been initiated.

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6. **CVL Litigation.**

In connection with the "CVL Litigation" category, Allen Matkins personnel billed the following time and fees during the Application Period:

| Timekeeper | Position | Hourly Rate | Hours | Fees |
|---------------------|----------|-------------|------------|-------------------|
| David Zaro | Partner | \$895.50 | 4.9 | \$4,387.95 |
| Kevin Lloyd | Partner | \$715.50 | 0.2 | \$143.10 |
| Joshua del Castillo | Partner | \$688.50 | 0.9 | \$619.65 |
| | | | 6.0 | \$5,150.70 |

The services in this category are associated with the litigation and subsequent resolution of the Receiver's action against 915 Elm Avenue CVL, LLC ("CVL"), captioned as *Winkler v. 915 Elm Avenue CVL, LLC* and bearing Case No. 2:21-cv-00869-FMO-AFM (the "CVL Action"). During the Application Period, Allen Matkins spent time for this category in administering and effectuating the parties' settlement, including evaluating issues raised by a financial institution relating to its loans to CVL, advising the Receiver on legal issues and concerns related to the Court-approved restructuring of CVL, and otherwise facilitating that restructuring.

7. **Largura Litigation.**

In connection with the "Largura Litigation" category, Allen Matkins personnel billed the following time and fees during the Application Period:

| Timekeeper | Position | Hourly Rate | Hours | Fees |
|---------------------|----------|-------------|------------|-----------------|
| Joshua del Castillo | Partner | \$688.50 | 0.2 | \$137.70 |
| | | | 0.2 | \$137.70 |

The services in this category are associated with the litigation and subsequent resolution of the Receiver's action against an alleged profiting investor, previously captioned as *Winkler v. Largura* and bearing Case No. 2:21-cv-04534-FMO-AFM (the "Largura Action"). During the Application Period, Allen Matkins' work in this category was limited to briefly conferring with opposing counsel regarding the stipulation to dismiss the Largura Action.

8. Hopen Litigation.

In connection with the "Hopen Litigation" category, Allen Matkins personnel billed the following time and fees during the Application Period:

| Timekeeper | Position | Hourly Rate | Hours | Fees |
|---------------------|-----------|-------------|-------------|-------------------|
| Michael Farrell | Partner | \$823.50 | 2.9 | \$2,388.15 |
| Joshua del Castillo | Partner | \$688.50 | 0.9 | \$619.65 |
| Matthew Pham | Associate | \$481.50 | 8.2 | \$3,948.30 |
| | | | 12.0 | \$6,956.10 |

The services in this category are associated with the litigation and subsequent resolution of the Receiver's action against alleged profiting investor Hopen Life Science Ventures ("Hopen"), previously captioned as *Winkler v. Hopen Life Science Ventures* and bearing Case No. 2:21-cv-06049-FMO-AFM (the "Hopen Action"). During the Application Period, Allen Matkins's work for this category was primarily related to conferring with Hopen's counsel to finalize the terms of the settlement agreement reached in the prior period and drafting the stipulation and proposed order to approve that settlement agreement. Following the Court's approval of the settlement agreement, Allen Matkins conferred with opposing counsel to facilitate Hopen's payments to the Receiver made in satisfaction of the terms of the settlement agreement and effectuate the dismissal of the Hopen Action.

9. Nicholson Litigation.

In connection with the "Nicholson Litigation" category, Allen Matkins personnel billed the following time and fees during the Application Period:

| Timekeeper | Position | Hourly Rate | Hours | Fees |
|---------------------|-----------|-------------|---------------|--------------------|
| David Zaro | Partner | \$895.50 | 0.8 | \$716.40 |
| Michael Farrell | Partner | \$823.50 | 34.2 | \$28,163.70 |
| Joshua del Castillo | Partner | \$688.50 | 7.9 | \$5,439.15 |
| Matthew Pham | Associate | \$481.50 | 80.7 | \$38,857.05 |
| | | | 123.60 | \$73,176.30 |

1 The services in this category are associated with the litigation in the
2 Receiver's disgorgement action against an alleged profiting investor William
3 Nicholson ("Nicholson") before this Court, in the matter captioned as *Winkler v.*
4 *Nicholson* and bearing Case No. 2:21-cv-07458-FMO-AFM (the "Nicholson
5 Action"). At the beginning of the Application Period, Allen Matkins spent time
6 preparing the Receiver for and attending the October 6, 2022, settlement conference
7 before the Honorable Alexander F. MacKinnon, which unfortunately did not result
8 in the parties reaching a settlement.

9 For the remainder of the Application Period, the vast majority of Allen
10 Matkins' work for this category related to the preparation of the Receiver's motion
11 for partial summary judgment filed on December 14, 2022, as well as the
12 preparation of his response to Nicholson's motion for summary judgment. Allen
13 Matkins conducted an exhaustive review of the documents produced by Nicholson
14 in anticipation of drafting the summary judgment motion. Allen Matkins began and
15 completed the process of preparing the Receiver's motion and related papers in
16 accordance with the Court's joint procedures. During the period, Allen Matkins
17 drafted both the Receiver's moving portion of his motion and the responsive portion
18 to Nicholson's motion, which were incorporated into the parties' joint brief, joint
19 appendix of undisputed and disputed facts, and joint evidentiary appendix. As the
20 filing date approached, Allen Matkins also conferred with opposing counsel
21 concerning the preparation of final drafts, filing logistics, hearing dates, and a trial
22 extension (due to Nicholson's health issues). In late December, following the joint
23 filing of the summary judgment motion, the parties conferred and jointly requested
24 that the Court temporarily vacate all pretrial and trial dates.

25 **10. Reyner Litigation.**

26 In connection with the "Reyner Litigation" category, Allen Matkins personnel
27 billed the following time and fees during the Application Period:
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| Timekeeper | Position | Hourly Rate | Hours | Fees |
|---------------------|-----------|-------------|-------------|--------------------|
| David Zaro | Partner | \$895.50 | 0.7 | \$626.85 |
| Michael Farrell | Partner | \$823.50 | 13.9 | \$11,446.65 |
| Joshua del Castillo | Partner | \$688.50 | 1.1 | \$757.35 |
| Matthew Pham | Associate | \$481.50 | 21.80 | \$10,496.70 |
| | | | 37.5 | \$23,327.55 |

The services in this category are associated with the litigation in the Receiver's now-settled disgorgement action against alleged profiting investors, in the matter captioned as *Winkler v. Reyner, et al.* and bearing Case No. 2:21-cv-05730-FMO-AFM (the "Reyner Action"). During the Application Period, Allen Matkins initially continued to represent the Receiver in prosecuting his claims in the Reyner Action, performing various tasks in connection with the litigation, primarily relating to trial preparation. However, the parties then settled in early November. Allen Matkins subsequently drafted, revised, and filed the settlement agreement and supporting documentation jointly with opposing counsel, which the Court approved. Allen Matkins has since facilitated the first payment made pursuant to the terms of the settlement agreement.

11. Emmons Litigation.

In connection with the "Emmons Litigation" category, Allen Matkins personnel billed the following time and fees during the Application Period:

| Timekeeper | Position | Hourly Rate | Hours | Fees |
|---------------------|-----------|-------------|-------------|--------------------|
| David Zaro | Partner | \$895.50 | 0.8 | \$716.40 |
| Michael Farrell | Partner | \$823.50 | 16.8 | \$13,834.80 |
| Joshua del Castillo | Partner | \$688.50 | 3.4 | \$2,340.90 |
| Matthew Pham | Associate | \$481.50 | 19.2 | \$9,244.80 |
| | | | 54.1 | \$36,270.45 |

The services in this category are associated with the litigation in the Receiver's now-settled disgorgement action against alleged profiting investors, in the matter previously captioned as *Winkler v. Emmons, et al.* and bearing Case

1 No. 2:21-cv-07267-FMO-AFM (the "Emmons Action"). During the Application
 2 Period, Allen Matkins' work primarily related to the settlement successfully reached
 3 by and between the parties. Following an unsuccessful settlement conference, Allen
 4 Matkins prepared for and attended a second settlement conference before Judge
 5 MacKinnon, which resulted in a settlement reached shortly thereafter. In
 6 preparation for this conference, Allen Matkins analyzed and advised the Receiver on
 7 legal issues concerning the accounting of transfers to Emmons, which led the
 8 Receiver to adjust the amount of profits the Receiver sought to disgorge from the
 9 defendants. Allen Matkins proceeded to draft, revise, and file the settlement
 10 agreement and supporting documentation jointly with opposing counsel, which the
 11 Court approved. Allen Matkins has since facilitated the first payment made
 12 pursuant to the terms of the settlement agreement.

13 **12. McCloskey Litigation.**

14 In connection with the "McCloskey Litigation" category, Allen Matkins
 15 personnel billed the following time and fees during the Application Period:

16

| Timekeeper | Position | Hourly Rate | Hours | Fees |
|---------------------|-----------|-------------|-------------|--------------------|
| Joshua del Castillo | Partner | \$688.50 | 11.8 | \$8,124.30 |
| Matthew Pham | Associate | \$481.50 | 5.0 | \$2,407.50 |
| | | | 16.8 | \$22,194.45 |

17
18
19

20 The services in this category are associated with the litigation in the
 21 Receiver's disgorgement action against alleged profiting investors before this Court,
 22 in the matter captioned as *Winkler v. McCloskey, et al.* and bearing Case No. 2:21-
 23 cv-05757-FMO-AFM (the "McCloskey Action"). During the Application Period,
 24 Allen Matkins' work in the McCloskey Action was primarily related to the
 25 defendants' appeal of the Court's denial of their motion to compel arbitration. The
 26 Ninth Circuit issued a mediation order in the appellate case, prompting Allen
 27 Matkins to analyze and discuss with the Receiver the potential for a global
 28 resolution of all litigation, not just the appeal, with the defendants. Allen Matkins

1 then attended the pre-mediation meeting with the Ninth Circuit's mediation
2 coordinator in mid-December, which ultimately resulted in the parties agreeing that
3 they would attempt to hold settlement discussions with each other without the
4 involvement of the mediator but that they would leave open the possibility of
5 attending a mediation session in the future.

6 **C. Expenses Incurred During the Application Period.**

7 In connection with its services rendered to the Receiver during the
8 Application Period, Allen Matkins incurred \$8,622.55 in expenses. Allen Matkins'
9 invoice, attached hereto as **Exhibit 2**, details the firm's expenses.

10 The substantial majority of Allen Matkins' expenses incurred during the
11 Application Period was on account of the monthly fees for hosting the voluminous
12 number of documents produced to the Receiver in this matter on an e-discovery
13 platform (\$2,184.11 each month). The expense varies with the amount of storage
14 required. As reflected in numerous of the Receiver's other submissions to the Court,
15 in this matter he has obtained and recovered a significant number of documents,
16 addressing hundreds of thousands of individual transactions.

17 **V. THE FEES AND EXPENSES INCURRED ARE REASONABLE AND**
18 **SHOULD BE ALLOWED**

19 The Applicants respectfully submit that the fees and expenses incurred during
20 the Application Period were fair, reasonable, necessary, and significantly benefited
21 the Estate. Accordingly, as noted above, the Applicants request that the Court
22 approve 100% of their respective fees and expenses as noted herein and also
23 authorize the payment of those fees and expenses as requested herein.

24 The billing rates charged by the Applicants in this matter are consistent with,
25 and comparable to, those charged in the community on similarly complex matters.
26 Further, and as described in the concurrently filed memorandum of points and
27 authorities submitted in support of this Fee Application, the invoices of the
28

1 Applicants were submitted to the SEC for review prior to the filing of this Fee
2 Application, and no objection to the Fee Application from the SEC is anticipated.

3 **VI. CONCLUSION**

4 For the foregoing reasons, the Applicants respectfully request that the Court
5 enter an order:

- 6 1. Granting this Fee Application in its entirety;
- 7 2. Approving the Receiver's fees and expenses incurred during the
8 Application Period, in the respective amounts of \$57,121.60 and \$3,107.15;
- 9 3. Authorizing the Receiver to pay himself, on an interim basis, 80% of
10 his approved fees incurred during the Application Period, in the amount of
11 \$45,697.28, and 100% of his approved expenses incurred during the Application
12 Period, in the amount of \$3,107.15, from the funds of the Receivership Estate;
- 13 4. Approving Allen Matkins' fees and expenses incurred during the
14 Application Period, in the respective amounts of \$193,834.35 and \$8,622.55;
- 15 5. Authorizing the Receiver to pay Allen Matkins, on an interim basis,
16 80% of its approved fees incurred during the Application Period, in the amount of
17 \$155,067.48, and 100% of its approved expenses incurred during the Application
18 Period, in the amount of \$8,622.55, from the funds of the Receivership Estate; and
- 19 6. Providing such other and further relief as the Court deems just and
20 proper under the circumstances.

21
22 Dated: March 8, 2023

ALLEN MATKINS LECK GAMBLE
MALLORY & NATSIS LLP
DAVID R. ZARO
JOSHUA A. DEL CASTILLO
MATTHEW D. PHAM

23
24
25 By: /s/ Matthew D. Pham

MATTHEW D. PHAM
Attorneys for Receiver
GEOFF WINKLER

EXHIBIT 1

SEC v. Essex Capital Corporation
Summary of Fees of Receiver and Retained Personnel
October 01, 2022 - December 31, 2022
(Sorted in Chronological Order by Activity Category)

Attachment 1

| Personnel | Item / Description | Date | Hours | Rate | Amount | Activity Category |
|------------------|---|------------|-------|--------|----------|--|
| Geoff Winkler | Review and reconcile bank accounts. | 10/3/2022 | 0.2 | 315.00 | 63.00 | Financial - Accounting/Auditing |
| Geoff Winkler | Emails with counsel re upcoming mediation. | 10/3/2022 | 0.1 | 315.00 | 31.50 | Legal - Asset Analysis and Recovery |
| Amanda Deering | Email to AC re: investor list. | 10/3/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| John Hall | Review bank statements and outstanding accounting relating to MBT legal fees, confirm receipt from MJ. | 10/5/2022 | 0.5 | 279.00 | 139.50 | Financial - Data Analysis |
| Geoff Winkler | Call with counsel to discuss upcoming mediation with two parties. | 10/5/2022 | 1.0 | 315.00 | 315.00 | Legal - Asset Analysis and Recovery |
| John Hall | Review request from GBW, analysis of relevant period cash accounting, memo to DZ, GBW, MBB, MP, MF, JDC re: same. | 10/5/2022 | 2.2 | 279.00 | 613.80 | Legal - Asset Analysis and Recovery |
| Milana Barkhanoy | Email from JBH re transactions for third-party litigation. | 10/5/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Milana Barkhanoy | Analyzing investor involvement and defendant activity post-receivership. | 10/6/2022 | 0.4 | 225.00 | 90.00 | Financial - Data Analysis |
| Geoff Winkler | Mediation over clawback claim. | 10/6/2022 | 4.0 | 315.00 | 1,260.00 | Legal - Asset Analysis and Recovery |
| Geoff Winkler | Review accounting analysis re investor clawback, emails with counsel re the same. | 10/6/2022 | 0.2 | 315.00 | 63.00 | Legal - Asset Analysis and Recovery |
| Geoff Winkler | Review voicemail, review records, emails with counsel re findings. | 10/6/2022 | 0.2 | 315.00 | 63.00 | Legal - Asset Analysis and Recovery |
| John Hall | Review RTI email and potential recovery issues. | 10/6/2022 | 1.4 | 279.00 | 390.60 | Legal - Asset Analysis and Recovery |
| John Hall | Review bank issues with MBB. Research and cross reference search items. | 10/6/2022 | 2.0 | 279.00 | 558.00 | Legal - Asset Analysis and Recovery |
| Milana Barkhanoy | Research and review RTI emails with JBH, cross reference findings and compile results. | 10/6/2022 | 2.2 | 225.00 | 495.00 | Legal - Asset Analysis and Recovery |
| Geoff Winkler | Email from MBB to GBW re investor involvement and defendant activity post-receivership. | 10/6/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Geoff Winkler | Meeting with MBB, JBH, MP, JC, DZ to discuss investor involvement and defendant activity. | 10/6/2022 | 1.0 | 315.00 | 315.00 | Legal - Case Administration |
| Geoff Winkler | Email with counsel re upcoming mediation. | 10/6/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Geoff Winkler | Review email from RI, email with counsel. | 10/6/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Geoff Winkler | Review response from counsel re asset sale, respond to DZ. | 10/6/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| John Hall | Work through tax, third party, and other outstand case issues with MBB and JDC. | 10/6/2022 | 0.4 | 279.00 | 111.60 | Legal - Case Administration |
| John Hall | Review and discussions of RTI statement re JP, with GBW, DZ and JDC | 10/6/2022 | 0.8 | 279.00 | 223.20 | Legal - Case Administration |
| John Hall | Review analysis of BN issues and review with GBW, | 10/6/2022 | 0.4 | 279.00 | 111.60 | Legal - Case Administration |
| Milana Barkhanoy | Team meeting with JBH JdC MBB, discuss tax issues, litigation issues and potential third party recoveries. | 10/6/2022 | 0.4 | 225.00 | 90.00 | Legal - Case Administration |
| Milana Barkhanoy | Email from MBB to GBW re investor involvement and defendant activity post-receivership. | 10/6/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Milana Barkhanoy | Multiple emails from JBH w defendant activity evidence; analyzing data. | 10/6/2022 | 0.4 | 225.00 | 90.00 | Legal - Case Administration |
| Milana Barkhanoy | Emails between GBW and MBB re defendant activity evidence. | 10/6/2022 | 0.2 | 225.00 | 45.00 | Legal - Case Administration |
| Milana Barkhanoy | Email from JBH with information for third-party litigation. | 10/6/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Geoff Winkler | Review response from defendant's counsel, email to counsel JDC. | 10/7/2022 | 0.1 | 315.00 | 31.50 | Legal - Asset Analysis and Recovery |
| Geoff Winkler | Emails with counsel re settlement, review accounting, respond re mediator's proposal. | 10/7/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| Geoff Winkler | Review invoice from vendor and allocate. | 10/10/2022 | 0.1 | 315.00 | 31.50 | Financial - Accounting/Auditing |
| Josh McGraw | Review and update transactions to ensure accurate billing. | 10/10/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Geoff Winkler | Email from MBB re re-issuing check. | 10/10/2022 | 0.1 | 315.00 | 31.50 | Legal - Claims Administration and Objections |
| Josh McGraw | Confirming check information and email communication with claimant requesting a new check. | 10/10/2022 | 0.3 | 225.00 | 67.50 | Legal - Claims Administration and Objections |
| Josh McGraw | Email to GBW to remit new distribution check for claimant. | 10/10/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Reconciling claim checks, payments, communicating with claimants; arranging check re-issue with GBW. | 10/10/2022 | 1.1 | 225.00 | 247.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Reviewing defendant's emails. | 10/11/2022 | 0.5 | 225.00 | 112.50 | Financial - Data Analysis |
| John Hall | Review accounting file and associated asset documents for determination of stock cash basis for 2018 tax returns. | 10/11/2022 | 2.2 | 279.00 | 613.80 | Financial - Tax Issues |
| Josh McGraw | Email to JBH regarding research found on historical prices for accountant request. | 10/11/2022 | 0.2 | 225.00 | 45.00 | Financial - Tax Issues |
| Josh McGraw | Researching historical stock prices for accountant requests. | 10/11/2022 | 1.7 | 225.00 | 382.50 | Financial - Tax Issues |
| Amanda Deering | Review and update transactions to ensure accurate billing. | 10/11/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Amanda Deering | Team meeting to discuss weeks tasks with AMD, JPM, MBB, JBH. | 10/11/2022 | 0.2 | 225.00 | 45.00 | Legal - Case Administration |

SEC v. Essex Capital Corporation
Summary of Fees of Receiver and Retained Personnel
October 01, 2022 - December 31, 2022
(Sorted in Chronological Order by Activity Category)

Attachment 1

| Personnel | Item / Description | Date | Hours | Rate | Amount | Activity Category |
|------------------|---|------------|-------|--------|----------|--|
| Amanda Deering | Communicating counsel communication with JPM and MBB. | 10/11/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Josh McGraw | Meeting to discuss tax issues and third-party recovery with AMD, MBB, JBH. | 10/11/2022 | 0.2 | 225.00 | 45.00 | Legal - Case Administration |
| Milana Barkhanoy | Team meeting to discuss weeks tasks with AMD, JPM, MBB, JBH. | 10/11/2022 | 0.2 | 225.00 | 45.00 | Legal - Case Administration |
| John Hall | Review and analysis of RTI emails with MBB (5.0) and analysis and memo to counsel (1.4) | 10/12/2022 | 6.4 | 279.00 | 1,785.60 | Legal - Asset Analysis and Recovery |
| Milana Barkhanoy | Review and analysis of RTI emails with JBH(5.0) | 10/12/2022 | 5.0 | 225.00 | 1,125.00 | Legal - Asset Analysis and Recovery |
| Amanda Deering | Communicating counsel communication with JPM. | 10/12/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Geoff Winkler | Review additional information and discuss implications. | 10/12/2022 | 0.4 | 315.00 | 126.00 | Legal - Case Administration |
| Geoff Winkler | Emails with counsel re MSC and documents for review. | 10/12/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Geoff Winkler | Call with investor to discuss status and future timing. | 10/12/2022 | 0.3 | 315.00 | 94.50 | Legal - Case Administration |
| Geoff Winkler | Work with MBB with document review. | 10/12/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| Geoff Winkler | Review timeline of events, updates with counsel, potential review of additional documents. | 10/12/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| Josh McGraw | Meeting with AMD re: counsel communication and request. | 10/12/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Milana Barkhanoy | Email communication from claimant. | 10/12/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| John Hall | Discuss tax basis issues with JPM (.3) research re same (.2). | 10/13/2022 | 0.5 | 279.00 | 139.50 | Financial - Data Analysis |
| John Hall | Email from MBB to JBH with tax documents. | 10/13/2022 | 0.1 | 279.00 | 27.90 | Financial - Tax Issues |
| Josh McGraw | Call with JBH re: tax information needed for investment. | 10/13/2022 | 0.3 | 225.00 | 67.50 | Financial - Tax Issues |
| Josh McGraw | Reviewing email from JBH regarding request of information for tax purposes. | 10/13/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Josh McGraw | Communication with MBB re share cost basis for tax reporting. | 10/13/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Josh McGraw | Researching cost basis treatment (.6) and conversation with broker (.2). | 10/13/2022 | 0.8 | 225.00 | 180.00 | Financial - Tax Issues |
| Josh McGraw | Reviewing RI tax returns (1.1) and reviewing account statements (.7). | 10/13/2022 | 1.8 | 225.00 | 405.00 | Financial - Tax Issues |
| Josh McGraw | Reviewing draft tax returns to determine cost basis issue. | 10/13/2022 | 0.5 | 225.00 | 112.50 | Financial - Tax Issues |
| Milana Barkhanoy | Chat between JPM and MBB re share cost basis for tax reporting. | 10/13/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Milana Barkhanoy | Email to JPM with details for tax reporting. | 10/13/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Milana Barkhanoy | Downloading tax reports from KM. | 10/13/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Milana Barkhanoy | Email from MBB to JBH with tax documents. | 10/13/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| John Hall | Review NEOS files to tie out to account purchases in accounting list. | 10/13/2022 | 0.5 | 279.00 | 139.50 | Legal - Asset Analysis and Recovery |
| Geoff Winkler | Emails with counsel re assignment agreement. | 10/13/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Geoff Winkler | Prepare for mediation. | 10/13/2022 | 2.1 | 315.00 | 661.50 | Legal - Case Administration |
| Milana Barkhanoy | Email communication to counsel. | 10/13/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Milana Barkhanoy | Preparing information for claimant communication. | 10/13/2022 | 0.2 | 225.00 | 45.00 | Legal - Claims Administration and Objections |
| John Hall | Call with JPM re: capital gains tax issue. | 10/14/2022 | 0.4 | 279.00 | 111.60 | Financial - Tax Issues |
| Josh McGraw | Call with JBH re: capital gains tax issue. | 10/14/2022 | 0.4 | 225.00 | 90.00 | Financial - Tax Issues |
| Josh McGraw | Reviewing accounting to trace purchases (.5), reviewing statements and year-end tax documents from brokerage (1). | 10/14/2022 | 1.5 | 225.00 | 337.50 | Financial - Tax Issues |
| Geoff Winkler | Prepare for and attend mediation, meeting with counsel to discuss. | 10/14/2022 | 6.6 | 315.00 | 2,079.00 | Legal - Case Administration |
| Geoff Winkler | Review accounting update. | 10/17/2022 | 0.2 | 315.00 | 63.00 | Financial - Accounting/Auditing |
| Geoff Winkler | Process accounts payable. | 10/17/2022 | 0.2 | 315.00 | 63.00 | Financial - Accounting/Auditing |
| Geoff Winkler | Call with MBB re MBT. | 10/17/2022 | 1.0 | 315.00 | 315.00 | Financial - Status Reports |
| John Hall | Review of UCC filings, MBT loans. | 10/17/2022 | 2.5 | 279.00 | 697.50 | Legal - Asset Analysis and Recovery |
| Amanda Deering | Team meeting to discuss weeks tasks with GBW, JPM, MBB, JBH. | 10/17/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Geoff Winkler | Review update on potential settlement, review accounting, email to counsel. | 10/17/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| Geoff Winkler | Call with JBH and MBB and counsel JDC and MP re document discussion. | 10/17/2022 | 0.5 | 315.00 | 157.50 | Legal - Case Administration |
| Geoff Winkler | Team meeting to discuss weeks tasks with AMD, JPM, MBB, JBH. | 10/17/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| John Hall | Call with MBB, GBW, JDC, MP re third-party litigation. | 10/17/2022 | 0.5 | 279.00 | 139.50 | Legal - Case Administration |
| Josh McGraw | Team meeting to discuss investor communication and asset recovery with GBW, AMD, MBB, JBH. | 10/17/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Milana Barkhanoy | Reconciling cleared payments; gathering detail for claimant communication. | 10/17/2022 | 0.4 | 225.00 | 90.00 | Legal - Case Administration |
| Milana Barkhanoy | Call with JBH, GBW, JDC, MP re third-party litigation. | 10/17/2022 | 0.5 | 225.00 | 112.50 | Legal - Case Administration |

SEC v. Essex Capital Corporation
Summary of Fees of Receiver and Retained Personnel
October 01, 2022 - December 31, 2022
(Sorted in Chronological Order by Activity Category)

Attachment 1

| Personnel | Item / Description | Date | Hours | Rate | Amount | Activity Category |
|------------------|---|------------|-------|--------|--------|--|
| Milana Barkhanoy | Uploading and reconciling case expenses. | 10/17/2022 | 0.5 | 225.00 | 112.50 | Legal - Case Administration |
| Milana Barkhanoy | Team meeting to discuss weeks tasks with GBW, JPM, MBB, JBH. | 10/17/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Milana Barkhanoy | Communication with GBW re reissuing checks. | 10/17/2022 | 0.2 | 225.00 | 45.00 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Emails to claimants re distribution. | 10/17/2022 | 0.2 | 225.00 | 45.00 | Legal - Claims Administration and Objections |
| Amanda Deering | Reviewing liens and discussing with JBH. | 10/18/2022 | 0.9 | 225.00 | 202.50 | Financial - Business Analysis |
| John Hall | Reviewing liens and discussing with AMD. | 10/18/2022 | 0.6 | 279.00 | 167.40 | Financial - Business Analysis |
| John Hall | Review staff billings, create quarterly invoices, SFAR and associated attachments. | 10/18/2022 | 3.5 | 279.00 | 976.50 | Financial - Status Reports |
| Geoff Winkler | Call with counsel for investor/claimant. | 10/18/2022 | 0.3 | 315.00 | 94.50 | Legal - Case Administration |
| Geoff Winkler | Call with MP re: settlement proposal. | 10/18/2022 | 0.5 | 315.00 | 157.50 | Legal - Case Administration |
| Geoff Winkler | Emails with counsel re settlement terms, approval. | 10/19/2022 | 0.1 | 315.00 | 31.50 | Legal - Asset Analysis and Recovery |
| John Hall | Drafting financial reports for quarterly reports. | 10/19/2022 | 1.7 | 279.00 | 474.30 | Legal - Case Administration |
| Amanda Deering | Reviewing, preparing to send and sending QSF to be signed by GBW. | 10/20/2022 | 0.4 | 225.00 | 90.00 | Financial - Tax Issues |
| Geoff Winkler | Call with claimant to discuss case status, new information. | 10/20/2022 | 0.4 | 315.00 | 126.00 | Legal - Case Administration |
| Geoff Winkler | Call with MBB to discuss document findings. | 10/20/2022 | 1.0 | 315.00 | 315.00 | Legal - Case Administration |
| John Hall | Review RTI emails and compile findings. | 10/20/2022 | 1.1 | 279.00 | 306.90 | Legal - Case Administration |
| John Hall | Discuss case with affected claimant JF, provide requested documents. | 10/20/2022 | 0.4 | 279.00 | 111.60 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Multiple emails with claimants. | 10/21/2022 | 0.2 | 225.00 | 45.00 | Legal - Claims Administration and Objections |
| Geoff Winkler | Review draft report and accounting. | 10/24/2022 | 0.3 | 315.00 | 94.50 | Financial - Status Reports |
| John Hall | Final draft of SFAR, attachments, and invoice. | 10/24/2022 | 1.2 | 279.00 | 334.80 | Financial - Status Reports |
| Amanda Deering | Team meeting to discuss weeks tasks with GBW, JPM, MBB, JBH, MC. | 10/24/2022 | 0.3 | 225.00 | 67.50 | Legal - Case Administration |
| Geoff Winkler | Team meeting to discuss weeks tasks with AMD, JPM, MBB, JBH, MC. | 10/24/2022 | 0.3 | 315.00 | 94.50 | Legal - Case Administration |
| John Hall | Team meeting to discuss taxes, third-party recovery and claims administration with GBW, AMD, MBB, JPM, MC. | 10/24/2022 | 0.3 | 279.00 | 83.70 | Legal - Case Administration |
| John Hall | Team meeting to discuss taxes, third-party recovery and claims administration with GBW, AMD, MBB, JBH, MC. | 10/24/2022 | 0.3 | 225.00 | 67.50 | Legal - Case Administration |
| Josh McGraw | Team meeting to discuss taxes, third-party recovery and claims administration with GBW, AMD, MBB, JBH, JPM. | 10/24/2022 | 0.3 | 215.00 | 64.50 | Legal - Case Administration |
| Maggie Chavez | Working with MBB on posting claim distribution calculation to the investor website. | 10/24/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Amanda Deering | Preparing distribution overview document for website. | 10/24/2022 | 0.3 | 225.00 | 67.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Review and execute six tax returns. | 10/25/2022 | 0.6 | 315.00 | 189.00 | Financial - Tax Issues |
| Geoff Winkler | Review request from JdC, research and write memo in response. | 10/25/2022 | 1.5 | 279.00 | 418.50 | Legal - Asset Analysis and Recovery |
| John Hall | Review final settlement agreement and discussion with counsel. | 10/25/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| Milana Barkhanoy | Call with claimant. | 10/25/2022 | 0.3 | 225.00 | 67.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Email from JBH with MBT detail. | 10/25/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Geoff Winkler | Emails with tax accountant re update on filing. | 10/26/2022 | 0.1 | 315.00 | 31.50 | Financial - Tax Issues |
| Milana Barkhanoy | Voice message from a claimant regarding check. | 10/26/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Call with a claimant. | 10/26/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Gathering claim detail to reissue check. | 10/26/2022 | 0.2 | 225.00 | 45.00 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Email to GBW re reissuing a new check to a claimant. | 10/26/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Geoff Winkler | Call with interested third party re status of case. | 10/27/2022 | 0.4 | 315.00 | 126.00 | Legal - Case Administration |
| Geoff Winkler | Call with MBB re additional findings. | 10/27/2022 | 1.0 | 315.00 | 315.00 | Legal - Case Administration |
| Milana Barkhanoy | Call with JBH, GBW, JDC, MP, MF re third-party litigation. | 10/27/2022 | 0.3 | 225.00 | 67.50 | Legal - Case Administration |
| Milana Barkhanoy | Call with investor re check. | 10/27/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Gathering detail for claimant communication. | 10/27/2022 | 0.2 | 225.00 | 45.00 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Email to a claimant. | 10/27/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Voice message from a claimant regarding check. | 10/27/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Call with investor re lost letter with check. | 10/27/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Chat with JBH re claimant communication. | 10/27/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Email from a claimant. | 10/27/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Geoff Winkler | Review final report draft. | 10/28/2022 | 0.2 | 315.00 | 63.00 | Financial - Status Reports |

SEC v. Essex Capital Corporation
Summary of Fees of Receiver and Retained Personnel
October 01, 2022 - December 31, 2022
(Sorted in Chronological Order by Activity Category)

Attachment 1

| Personnel | Item / Description | Date | Hours | Rate | Amount | Activity Category |
|------------------|--|------------|-------|--------|--------|--|
| John Hall | Review and discuss rebuttal expert's report from MF with GBW. | 10/28/2022 | 0.6 | 279.00 | 167.40 | Legal - Case Administration |
| Milana Barkhanoy | Emails with claimant re distribution. | 10/28/2022 | 0.2 | 225.00 | 45.00 | Legal - Claims Administration and Objections |
| Amanda Deering | Email to JC re: status report. | 10/31/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Amanda Deering | Team meeting to discuss weeks tasks with JPM, MBB, JBH, MC. | 10/31/2022 | 0.3 | 225.00 | 67.50 | Legal - Case Administration |
| Josh McGraw | Meeting to discuss taxes, third-party recovery and claims administration with AMD, MBB, JBH, MCC. | 10/31/2022 | 0.3 | 225.00 | 67.50 | Legal - Case Administration |
| Maggie Chavez | Team meeting to discuss taxes, third-party recovery and claims administration with AMD, MBB, JBH, JPM | 10/31/2022 | 0.3 | 215.00 | 64.50 | Legal - Case Administration |
| Milana Barkhanoy | Team meeting to discuss weeks tasks with JPM, MBB, JBH, MC. | 10/31/2022 | 0.3 | 225.00 | 67.50 | Legal - Case Administration |
| Milana Barkhanoy | Email from AMD re quarterly report. | 11/1/2022 | 0.1 | 225.00 | 22.50 | Financial - Status Reports |
| John Hall | Review UGI reports and discuss status with JN, review with GBW and instruct staff to update. | 11/1/2022 | 0.4 | 279.00 | 111.60 | Legal - Asset Analysis and Recovery |
| John Hall | Review RTI emails for bank communication in support of possible litigation. | 11/1/2022 | 1.2 | 279.00 | 334.80 | Legal - Asset Analysis and Recovery |
| Amanda Deering | Updating investor website. | 11/1/2022 | 0.2 | 225.00 | 45.00 | Legal - Case Administration |
| John Hall | Provide needed report items to MP per request. | 11/1/2022 | 0.4 | 279.00 | 111.60 | Legal - Case Administration |
| John Hall | Prepare and provide needed quarterly schedules to MP. | 11/2/2022 | 0.8 | 279.00 | 223.20 | Financial - Accounting/Auditing |
| Josh McGraw | Obtaining documentation to review cost basis of investment. | 11/2/2022 | 0.7 | 225.00 | 157.50 | Financial - Tax Issues |
| Josh McGraw | Reviewing documentation to resolve tax issues. | 11/2/2022 | 1.3 | 225.00 | 292.50 | Financial - Tax Issues |
| Milana Barkhanoy | Email from a claimant re next payout. | 11/2/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| John Hall | Communication with JPM re: RI email review and information to recover. | 11/3/2022 | 0.1 | 279.00 | 27.90 | Financial - Data Analysis |
| Josh McGraw | Communication with JBH re: RI email review and information to recover. | 11/3/2022 | 0.1 | 225.00 | 22.50 | Financial - Data Analysis |
| John Hall | Communication with JPM re: outstanding tax issues. | 11/3/2022 | 0.1 | 279.00 | 27.90 | Financial - Tax Issues |
| John Hall | Review cost basis tax issues in brokerage account data to determine range of possible income determinations. | 11/3/2022 | 1.2 | 279.00 | 334.80 | Financial - Tax Issues |
| Josh McGraw | Communication with JBH re: outstanding tax issues. | 11/3/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Amanda Deering | Email to ChowNow re: assets. | 11/3/2022 | 0.1 | 225.00 | 22.50 | Legal - Asset Analysis and Recovery |
| Milana Barkhanoy | Call with JBH, JDC, MF re third-party litigation. | 11/3/2022 | 0.4 | 225.00 | 90.00 | Legal - Case Administration |
| Milana Barkhanoy | Updating task list. | 11/3/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| John Hall | Communication with JPM and MBB re: backup data. | 11/4/2022 | 0.1 | 279.00 | 27.90 | Financial - Data Analysis |
| Josh McGraw | Accessing RI back up documents to review communication. | 11/4/2022 | 0.7 | 225.00 | 157.50 | Financial - Data Analysis |
| Josh McGraw | Reviewing documentation from RI's email. | 11/4/2022 | 2.0 | 225.00 | 450.00 | Financial - Data Analysis |
| Josh McGraw | Communication with JBH and MBB re: backup data. | 11/4/2022 | 0.1 | 225.00 | 22.50 | Financial - Data Analysis |
| Milana Barkhanoy | Communication with JPM and JBH re: backup data. | 11/4/2022 | 0.1 | 225.00 | 22.50 | Financial - Data Analysis |
| Amanda Deering | Email to AU re: record of sale. | 11/4/2022 | 0.1 | 225.00 | 22.50 | Legal - Asset Analysis and Recovery |
| Amanda Deering | Discussing ChowNow with MBB. | 11/4/2022 | 0.2 | 225.00 | 45.00 | Legal - Asset Analysis and Recovery |
| Amanda Deering | Discussing next steps with chowNow with JBH. | 11/4/2022 | 0.1 | 225.00 | 22.50 | Legal - Asset Analysis and Recovery |
| John Hall | Discussing next steps with chowNow with AMD. | 11/4/2022 | 0.1 | 279.00 | 27.90 | Legal - Asset Analysis and Recovery |
| Milana Barkhanoy | Reviewing asset documentation and determining next steps with AMD. | 11/4/2022 | 0.2 | 225.00 | 45.00 | Legal - Asset Analysis and Recovery |
| John Hall | Affected investor representative FAQ call, identify needed documents and instruct staff as to appropriately answer issues in future. | 11/4/2022 | 0.5 | 279.00 | 139.50 | Legal - Case Administration |
| Milana Barkhanoy | Emails with JBH re claimant communication. | 11/4/2022 | 0.2 | 225.00 | 45.00 | Legal - Claims Administration and Objections |
| Josh McGraw | Reviewing emails from RI backup. | 11/7/2022 | 0.8 | 225.00 | 180.00 | Financial - Data Analysis |
| John Hall | Review of physical asset files for stock acquisition information. | 11/7/2022 | 1.2 | 279.00 | 334.80 | Financial - Tax Issues |
| Geoff Winkler | Review updated financials for investment. | 11/7/2022 | 0.1 | 315.00 | 31.50 | Legal - Asset Analysis and Recovery |
| John Hall | Review Upfront III Partners Q3 financial statements and discuss update with GBW. | 11/7/2022 | 0.3 | 279.00 | 83.70 | Legal - Asset Analysis and Recovery |
| John Hall | Review KSK and JP accounting. | 11/7/2022 | 0.6 | 279.00 | 167.40 | Legal - Asset Analysis and Recovery |
| Amanda Deering | Meeting with GBW, JBH, JPM, MBB, MCC to discuss Neoshares. | 11/7/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Geoff Winkler | Meeting with AMD, JBH, JPM, MBB, MCC to discuss NEOS shares. | 11/7/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Geoff Winkler | Review settlement and declaration and execute, emails with counsel MP. | 11/7/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| Josh McGraw | Meeting with GBW, JBH, AMD, MBB, MCC to discuss NEOS shares. | 11/7/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |

SEC v. Essex Capital Corporation
Summary of Fees of Receiver and Retained Personnel
October 01, 2022 - December 31, 2022
(Sorted in Chronological Order by Activity Category)

Attachment 1

| Personnel | Item / Description | Date | Hours | Rate | Amount | Activity Category |
|------------------|---|------------|-------|--------|--------|--|
| Maggie Chavez | Meeting with GBW, JBH, JPM, MBB, MCC to discuss Neoshares. | 11/7/2022 | 0.1 | 215.00 | 21.50 | Legal - Case Administration |
| Milana Barkhanoy | Email to JBH re communication detail to interested party. | 11/7/2022 | 0.2 | 225.00 | 45.00 | Legal - Case Administration |
| Milana Barkhanoy | Meeting with GBW, JBH, JPM, MBB, MCC to discuss Neoshares. | 11/7/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Milana Barkhanoy | Email to a claimant re next payout. | 11/7/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Email from a claimant. | 11/7/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Geoff Winkler | Work with bank to get documents needed. | 11/8/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| Geoff Winkler | Review third party litigation filings, motion to dismiss, motion to stay discovery, draft notes for counsel. | 11/8/2022 | 2.2 | 315.00 | 693.00 | Legal - Case Administration |
| Geoff Winkler | Review motion for summary judgement filed by both parties. | 11/8/2022 | 1.1 | 315.00 | 346.50 | Legal - Case Administration |
| John Hall | Review 13th draft report from JDC, discussion with GBW re: same. | 11/8/2022 | 0.9 | 279.00 | 251.10 | Legal - Case Administration |
| Milana Barkhanoy | Emails with KCC re bank statements; compiling documents, identifying missing documents; email to GBW. | 11/8/2022 | 0.5 | 225.00 | 112.50 | Legal - Case Administration |
| Milana Barkhanoy | Reconciling and uploading receipts for team. | 11/9/2022 | 0.2 | 225.00 | 45.00 | Legal - Case Administration |
| John Hall | Discussing next steps in tax reporting with MBB. | 11/10/2022 | 0.1 | 279.00 | 27.90 | Financial - Tax Issues |
| Josh McGraw | Communication with MBB re: cost basis for NEOS shares. | 11/10/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Milana Barkhanoy | Discussing next steps in tax reporting with JBH. | 11/10/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Geoff Winkler | Review and execute settlement agreement. | 11/10/2022 | 0.1 | 315.00 | 31.50 | Legal - Asset Analysis and Recovery |
| Geoff Winkler | Call with counsel and GBW. | 11/10/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| Geoff Winkler | Team meeting with MBB, JBH, MP and MF to discuss litigation and ongoing case issues. | 11/10/2022 | 0.3 | 315.00 | 94.50 | Legal - Case Administration |
| Geoff Winkler | Emails with counsel re meet and confer update. | 11/10/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| John Hall | Team meeting with MBB GBW MP and MF to discuss litigation and ongoing case issues. | 11/10/2022 | 0.3 | 279.00 | 83.70 | Legal - Case Administration |
| Milana Barkhanoy | Call with JBH, GBW, JDC, MF, MP re third-party litigation. | 11/10/2022 | 0.5 | 225.00 | 112.50 | Legal - Case Administration |
| John Hall | Affected claimant JF FAQ. | 11/10/2022 | 0.2 | 279.00 | 55.80 | Legal - Claims Administration and Objections |
| John Hall | Discuss investor FAQ items with MBB. | 11/10/2022 | 0.3 | 279.00 | 83.70 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Emails with JBH re communication from a claimant. | 11/10/2022 | 0.2 | 225.00 | 45.00 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Compiling detail for a claim; communication to a claimant. | 11/10/2022 | 0.3 | 225.00 | 67.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Email from a claimant. | 11/10/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Geoff Winkler | Emails with RJI re meeting terms. | 11/11/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Geoff Winkler | Call with MP at Allen Matkins re MSJ. | 11/11/2022 | 0.5 | 315.00 | 157.50 | Legal - Case Administration |
| Geoff Winkler | Call with counsel to discuss potential settlement terms. | 11/11/2022 | 0.4 | 315.00 | 126.00 | Legal - Case Administration |
| Geoff Winkler | Work with RJI to set meeting. | 11/14/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Geoff Winkler | Review proposed settlement and emails with counsel to discuss logistics of payments and timing. | 11/14/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| Milana Barkhanoy | Updating task list. | 11/14/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| John Hall | Discussing claimant communication with MBB. | 11/14/2022 | 0.2 | 279.00 | 55.80 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Discussing claimant communication with JBH. | 11/14/2022 | 0.2 | 225.00 | 45.00 | Legal - Claims Administration and Objections |
| Amanda Deering | Discussion on filing QSF with JPM. | 11/15/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| John Hall | Communication with JPM re: tax returns. | 11/15/2022 | 0.1 | 279.00 | 27.90 | Financial - Tax Issues |
| Josh McGraw | Discussion on filing QSF with AMD. | 11/15/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Josh McGraw | Communication with JBH re: tax returns. | 11/15/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Geoff Winkler | Research litigation issue, review internal records, discussion with RI, JBH. | 11/15/2022 | 1.3 | 315.00 | 409.50 | Legal - Case Administration |
| Josh McGraw | Reviewing returned documentation. | 11/15/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| John Hall | Review process description request from MP, research and provide narrative description on process of reporting (1.2). Review and respond to additional MP request on received bank statements (.4). | 11/16/2022 | 1.6 | 279.00 | 446.40 | Financial - Forensic Accounting |
| John Hall | Review received physical files of historical stock purchase receipts. | 11/16/2022 | 1.2 | 279.00 | 334.80 | Financial - Tax Issues |
| John Hall | Review declaration for accuracy (.9), send requested documents to MP (.5). | 11/17/2022 | 1.4 | 279.00 | 390.60 | Financial - Accounting/Auditing |
| Geoff Winkler | Team meeting with MP, JBH, MBB and MF to discuss ongoing case activities and upcoming needs to coordinate and work through. | 11/17/2022 | 0.4 | 315.00 | 126.00 | Legal - Case Administration |

SEC v. Essex Capital Corporation
Summary of Fees of Receiver and Retained Personnel
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Attachment 1

| Personnel | Item / Description | Date | Hours | Rate | Amount | Activity Category |
|------------------|---|------------|-------|--------|----------|--|
| Geoff Winkler | Review draft analysis re Ponzi scheme. | 11/17/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| Geoff Winkler | Call with third party re current status, findings. | 11/17/2022 | 0.4 | 315.00 | 126.00 | Legal - Case Administration |
| John Hall | Team meeting with MP, MBB, GBW and MF to discuss ongoing case activities and upcoming needs to coordinate and work through. | 11/17/2022 | 0.4 | 279.00 | 111.60 | Legal - Case Administration |
| Milana Barkhanoy | Team meeting with MP, JBH, GBW and MF to discuss ongoing case activities and upcoming needs to coordinate and work through. | 11/17/2022 | 0.4 | 225.00 | 90.00 | Legal - Case Administration |
| Geoff Winkler | Call with investor to discuss current status, upcoming tasks. | 11/18/2022 | 0.4 | 315.00 | 126.00 | Legal - Case Administration |
| Geoff Winkler | Process accounts receivable and four stop payments. | 11/21/2022 | 0.2 | 315.00 | 63.00 | Financial - Accounting/Auditing |
| Geoff Winkler | Review final status report, emails with JDC re filing timing, SFAR. | 11/21/2022 | 0.3 | 315.00 | 94.50 | Financial - Status Reports |
| Amanda Deering | Meeting with GBW, JBH, JPM, MBB, MCC to discuss assets. | 11/21/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Geoff Winkler | Call with counsel to discuss settlement, mediation timing. | 11/21/2022 | 0.5 | 315.00 | 157.50 | Legal - Case Administration |
| Geoff Winkler | Meeting with AMD, JBH, JPM, MBB, MCC to discuss assets. | 11/21/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Josh McGraw | Meeting with GBW, JBH, AMD, MBB, MCC to discuss assets. | 11/21/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Maggie Chavez | Meeting with GBW, JBH, JPM, MBB, AMD to discuss assets. | 11/21/2022 | 0.1 | 215.00 | 21.50 | Legal - Case Administration |
| Milana Barkhanoy | Meeting with GBW, JBH, JPM, AMD, MCC to discuss assets. | 11/21/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Milana Barkhanoy | Emails with MP re settlements status. | 11/21/2022 | 0.2 | 225.00 | 45.00 | Legal - Case Administration |
| Milana Barkhanoy | Compiling data for MP re settlements. | 11/21/2022 | 0.2 | 225.00 | 45.00 | Legal - Case Administration |
| Geoff Winkler | Process accounts receivable and reissue three checks. | 11/22/2022 | 0.3 | 315.00 | 94.50 | Financial - Accounting/Auditing |
| John Hall | Review and analysis of MF memo to JDC on MBT (.8) discuss with GBW (.4) analysis, instruction to staff, and follow up re: same (2.4). | 11/22/2022 | 3.6 | 279.00 | 1,004.40 | Financial - Accounting/Auditing |
| John Hall | Review of cost basis materials and compiling visual and timeline of NEOS ownership for documentation of tax issue. | 11/22/2022 | 2.0 | 279.00 | 558.00 | Financial - Data Analysis |
| Josh McGraw | Reviewing defendant's email per counsel request. | 11/22/2022 | 1.7 | 225.00 | 382.50 | Financial - Data Analysis |
| Geoff Winkler | Communication with JPM re: address for tax returns. | 11/22/2022 | 0.1 | 315.00 | 31.50 | Financial - Tax Issues |
| Josh McGraw | Email to NS re: address for tax returns. | 11/22/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Josh McGraw | Communication with GBW re: address for tax returns. | 11/22/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Geoff Winkler | Review and execute settlement agreement. | 11/22/2022 | 0.2 | 315.00 | 63.00 | Legal - Asset Analysis and Recovery |
| Geoff Winkler | Emails with MBB re claimant payments and reissue. | 11/22/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Milana Barkhanoy | Emails with MP re remaining settlements. | 11/22/2022 | 0.3 | 225.00 | 67.50 | Legal - Case Administration |
| Milana Barkhanoy | Emails to JBH and GBW re remaining settlements. | 11/22/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Milana Barkhanoy | Reconciling detail for claim payment and statuses. | 11/22/2022 | 0.6 | 225.00 | 135.00 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Emails with GBW re reissuing checks for several claimants. | 11/22/2022 | 0.3 | 225.00 | 67.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Call with a claimant. | 11/22/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Communication with GBW re expired claimant payout checks. | 11/22/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| John Hall | Conversation with JPM re: information research within RI emails. | 11/23/2022 | 0.4 | 279.00 | 111.60 | Financial - Data Analysis |
| Josh McGraw | Conversation with JBH re: information research within RI emails. | 11/23/2022 | 0.4 | 225.00 | 90.00 | Financial - Data Analysis |
| John Hall | Communication with JPM re: JP loans and email correspondence. | 11/28/2022 | 0.1 | 279.00 | 27.90 | Financial - Accounting/Auditing |
| Josh McGraw | Communication with JBH re: JP loans and email correspondence. | 11/28/2022 | 0.1 | 225.00 | 22.50 | Financial - Accounting/Auditing |
| John Hall | Conversation with JPM re: loan agreements and information to cross reference. | 11/28/2022 | 0.1 | 279.00 | 27.90 | Financial - Data Analysis |
| Josh McGraw | Conversation with JBH re: loan agreements and information to cross reference. | 11/28/2022 | 0.1 | 225.00 | 22.50 | Financial - Data Analysis |
| Josh McGraw | Reviewing documentation to reference against named parties. | 11/28/2022 | 0.4 | 225.00 | 90.00 | Financial - Data Analysis |
| Josh McGraw | Reviewing RI emails and communication between parties of interest. | 11/28/2022 | 2.5 | 225.00 | 562.50 | Financial - Data Analysis |
| Geoff Winkler | Call with party interested in private equity investments. | 11/28/2022 | 0.4 | 315.00 | 126.00 | Legal - Asset Analysis and Recovery |
| Amanda Deering | Meeting to discuss weekly tasks with JPM, MBB, JBH, MCC, GBW. | 11/28/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Geoff Winkler | Discussion with RI re meeting to discuss outstanding issues. | 11/28/2022 | 0.3 | 315.00 | 94.50 | Legal - Case Administration |
| Josh McGraw | Reviewing loans by JP and reconciling inflows and outflows based on timing. | 11/29/2022 | 0.8 | 225.00 | 180.00 | Financial - Accounting/Auditing |
| John Hall | Call with JPM re: RI emails and timing of investments. | 11/29/2022 | 0.2 | 279.00 | 55.80 | Financial - Data Analysis |
| Josh McGraw | Call with JBH re: RI emails and timing of investments. | 11/29/2022 | 0.2 | 225.00 | 45.00 | Financial - Data Analysis |
| Geoff Winkler | Review records from initial office visit, visit post receivership, records onsite, discussion with counsel. | 11/29/2022 | 0.8 | 315.00 | 252.00 | Legal - Case Administration |

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Attachment 1

| Personnel | Item / Description | Date | Hours | Rate | Amount | Activity Category |
|------------------|---|------------|-------|--------|----------|--|
| John Hall | Review office inventory and discuss with GBW, send to counsel for OK to send. | 11/29/2022 | 1.0 | 279.00 | 279.00 | Legal - Case Administration |
| John Hall | Review memo from DZ on remaining RTI issues, discuss with GBW. | 11/29/2022 | 0.2 | 279.00 | 55.80 | Legal - Case Administration |
| Geoff Winkler | Process accounts receivable. | 11/30/2022 | 0.1 | 315.00 | 31.50 | Financial - Accounting/Auditing |
| Geoff Winkler | Continue reviewing notes re onsite at the start of the receivership, review records, emails with AMP re inventory. | 11/30/2022 | 0.7 | 315.00 | 220.50 | Legal - Case Administration |
| Geoff Winkler | Email to counsel re settlement payment received. | 11/30/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| John Hall | Review brokerage account documentation and RTI emails to identify unknown transferees. | 11/30/2022 | 2.4 | 279.00 | 669.60 | Legal - Case Administration |
| Milana Barkhanoy | Updating task list. | 11/30/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| John Hall | Communication from MBB re information received from claimant. | 11/30/2022 | 0.1 | 279.00 | 27.90 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Gathering claim detail and leaving voice message to a claimant. | 11/30/2022 | 0.2 | 225.00 | 45.00 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Call with a claimant. | 11/30/2022 | 0.3 | 225.00 | 67.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Communication to JBH re information received from claimant. | 11/30/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Geoff Winkler | Process accounts receivable. | 12/1/2022 | 0.1 | 315.00 | 31.50 | Financial - Accounting/Auditing |
| John Hall | Conversation with JPM re: Neos cost basis and RI emails | 12/1/2022 | 0.1 | 279.00 | 27.90 | Financial - Data Analysis |
| Josh McGraw | Conversation with JBH re: NEOS cost basis and RI emails. | 12/1/2022 | 0.1 | 225.00 | 22.50 | Financial - Data Analysis |
| Geoff Winkler | Review partnership tax filing update. | 12/1/2022 | 0.1 | 315.00 | 31.50 | Financial - Tax Issues |
| Geoff Winkler | Review sales agreement, operating agreement, consent, note, lease and real property operating agreement, review records and discuss with counsel. | 12/1/2022 | 0.6 | 315.00 | 189.00 | Legal - Asset Analysis and Recovery |
| John Hall | Review drafts of CVL interests sale agreement, CVL OP agreement, 2022 written consent, M note, lease documents, and realco LLC op agreement, and discussion with GBW. | 12/1/2022 | 1.5 | 279.00 | 418.50 | Legal - Asset Analysis and Recovery |
| Geoff Winkler | Review settlement and emails with counsel re payment. | 12/1/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| Geoff Winkler | Review records and email with RI. | 12/2/2022 | 0.3 | 315.00 | 94.50 | Legal - Case Administration |
| Geoff Winkler | Discuss records request and recollection with JBH. | 12/2/2022 | 0.3 | 315.00 | 94.50 | Legal - Case Administration |
| Geoff Winkler | Review update documents for partnership. | 12/2/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| John Hall | Review request from RTI and discuss with GBW, | 12/2/2022 | 0.1 | 279.00 | 27.90 | Legal - Case Administration |
| John Hall | Discuss RTI research needs with GBW, discuss and assign task and background to staff. | 12/2/2022 | 0.5 | 279.00 | 139.50 | Legal - Case Administration |
| Milana Barkhanoy | Call wit JBH and MCC re searching for documents for RI at storage. | 12/2/2022 | 0.2 | 225.00 | 45.00 | Legal - Case Administration |
| Milana Barkhanoy | Chat with JBH re new task. | 12/2/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Amanda Deering | Reviewing tax receipt. | 12/5/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Josh McGraw | Neos shares cost basis research. | 12/5/2022 | 4.5 | 225.00 | 1,012.50 | Financial - Tax Issues |
| Josh McGraw | Email to JM re: NEOS cost basis. | 12/5/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Amanda Deering | Meeting to discuss weekly tasks with JPM, MBB, JBH, MCC, GBW and AMP. | 12/5/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Amanda Deering | Reviewing office inventory notes with AMP. | 12/5/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Anna Priebe | Meeting to discuss weekly tasks with JPM, MBB, JBH, MCC, GBW and AMD. | 12/5/2022 | 0.1 | 215.00 | 21.50 | Legal - Case Administration |
| Anna Priebe | Digitize case document inventory. | 12/5/2022 | 0.8 | 215.00 | 172.00 | Legal - Case Administration |
| Anna Priebe | Reviewing office inventory notes with AMD. | 12/5/2022 | 0.1 | 215.00 | 21.50 | Legal - Case Administration |
| Geoff Winkler | Review supplemental declaration and discuss with counsel. | 12/5/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| Geoff Winkler | Meeting to discuss weekly tasks with JPM, MBB, JBH, MCC, AMD and AMP. | 12/5/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| John Hall | Meeting to discuss investor communication, status report and confirmation of requested documents with JPM, MBB, AMD, MCC, AMP, GBW. | 12/5/2022 | 0.1 | 279.00 | 27.90 | Legal - Case Administration |
| John Hall | Review and update draft declaration, cross check against accounting documentation. | 12/5/2022 | 0.7 | 279.00 | 195.30 | Legal - Case Administration |
| John Hall | Review documentation from UGI and archive in asset account. | 12/5/2022 | 0.3 | 279.00 | 83.70 | Legal - Case Administration |
| Josh McGraw | Meeting with GBW, JBH, MBB, AMD, MCC, AMP to discuss assets and tax issues. | 12/5/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Maggie Chavez | Meeting with GBW, JBH, MBB, AMD, JPM, AMP to discuss assets and other tasks. | 12/5/2022 | 0.1 | 215.00 | 21.50 | Legal - Case Administration |

SEC v. Essex Capital Corporation
Summary of Fees of Receiver and Retained Personnel
October 01, 2022 - December 31, 2022
(Sorted in Chronological Order by Activity Category)

Attachment 1

| Personnel | Item / Description | Date | Hours | Rate | Amount | Activity Category |
|------------------|--|------------|-------|--------|--------|-------------------------------------|
| Milana Barkhanoy | Meeting with GBW, JBH, JPM, AMD, MCC, AMP to discuss assets and other tasks. | 12/5/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Josh McGraw | Reviewing physical documentation for cost basis issue. | 12/6/2022 | 3.5 | 225.00 | 787.50 | Financial - Data Analysis |
| Josh McGraw | Reviewing brokerage statements to trace transfers and outstanding NEOS shares. | 12/6/2022 | 2.2 | 225.00 | 495.00 | Financial - Data Analysis |
| Josh McGraw | Call with JBH re: cost basis issues. | 12/6/2022 | 0.2 | 225.00 | 45.00 | Financial - Tax Issues |
| Josh McGraw | Creating summary of stock certificates and digitizing for accountant reference. | 12/6/2022 | 0.7 | 225.00 | 157.50 | Financial - Tax Issues |
| Josh McGraw | Reviewing draft tax return and correcting stock transaction schedule to align with brokerage statement. | 12/6/2022 | 1.1 | 225.00 | 247.50 | Financial - Tax Issues |
| Amanda Deering | Communication re: office inventory with AMP. | 12/6/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Anna Priebe | Digitizing case inventory. | 12/6/2022 | 0.5 | 215.00 | 107.50 | Legal - Case Administration |
| Anna Priebe | Communication re: office inventory with AMD. | 12/6/2022 | 0.1 | 215.00 | 21.50 | Legal - Case Administration |
| Geoff Winkler | Call with RTI and JBH to discuss potential meeting. | 12/6/2022 | 0.5 | 315.00 | 157.50 | Legal - Case Administration |
| Geoff Winkler | Emails with investor. | 12/6/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| John Hall | Call with RTI and GBW to discuss potential meeting next week. | 12/6/2022 | 0.5 | 279.00 | 139.50 | Legal - Case Administration |
| Josh McGraw | Reviewing RI emails to identify cost basis of stocks at initial public offering. | 12/7/2022 | 3.2 | 225.00 | 720.00 | Financial - Data Analysis |
| Josh McGraw | Reviewing brokerage statements to identifying missing Corium stock purchases. | 12/7/2022 | 2.5 | 225.00 | 562.50 | Financial - Data Analysis |
| John Hall | Review and analysis of Jefferies and Corium compiled results from JPM. | 12/7/2022 | 1.5 | 279.00 | 418.50 | Financial - Tax Issues |
| John Hall | Communication with JBH re: gap between accounting file and brokerage account. | 12/7/2022 | 0.1 | 279.00 | 27.90 | Financial - Tax Issues |
| Josh McGraw | Call with MBB reviewing share cost basis data for tax reporting. | 12/7/2022 | 0.4 | 225.00 | 90.00 | Financial - Tax Issues |
| Josh McGraw | Creating cost basis schedule for NEOS shares. | 12/7/2022 | 1.5 | 225.00 | 337.50 | Financial - Tax Issues |
| Josh McGraw | Communication with JBH re: gap between accounting file and brokerage account. | 12/7/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Josh McGraw | Email to MBB re: stock warranties. | 12/7/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Josh McGraw | Email to JBH re: statement documents for cost basis. | 12/7/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Milana Barkhanoy | Call with JPM reviewing share cost basis data for tax reporting. | 12/7/2022 | 0.4 | 225.00 | 90.00 | Financial - Tax Issues |
| Josh McGraw | Reviewing warranty documentation to determine stock price for Revance and Corium. | 12/8/2022 | 2.0 | 225.00 | 450.00 | Financial - Data Analysis |
| Milana Barkhanoy | Analyzing asset value. | 12/8/2022 | 0.2 | 225.00 | 45.00 | Legal - Asset Analysis and Recovery |
| Milana Barkhanoy | Emails with GBW and JBH re asset sale. | 12/8/2022 | 0.2 | 225.00 | 45.00 | Legal - Asset Analysis and Recovery |
| Geoff Winkler | Emails with MBB re asset disposition. | 12/8/2022 | 0.1 | 315.00 | 31.50 | Legal - Asset Disposition |
| Josh McGraw | Meeting with MBB discussing documents for tax reporting. | 12/8/2022 | 0.3 | 225.00 | 67.50 | Legal - Case Administration |
| Milana Barkhanoy | Meeting with JPM discussing documents for tax reporting. | 12/8/2022 | 0.3 | 225.00 | 67.50 | Legal - Case Administration |
| Geoff Winkler | Call with potential purchaser re private equity holdings. | 12/9/2022 | 0.3 | 315.00 | 94.50 | Legal - Asset Disposition |
| Geoff Winkler | Emails with RTI re discussion. | 12/9/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Milana Barkhanoy | Email form JBH re RI. | 12/11/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Josh McGraw | Reviewing emails to determine Amber Road cost basis. | 12/12/2022 | 0.8 | 225.00 | 180.00 | Financial - Data Analysis |
| Josh McGraw | Tracing brokerage statements to determine remaining Amber Road cost basis for 2018. | 12/12/2022 | 0.7 | 225.00 | 157.50 | Financial - Data Analysis |
| Maggie Chavez | Filing and organizing physical documents. | 12/12/2022 | 0.1 | 215.00 | 21.50 | Financial - Data Analysis |
| Amanda Deering | Discussing tax concerns with JPM. | 12/12/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| John Hall | Review cost basis issues and discuss with JPM. | 12/12/2022 | 0.4 | 279.00 | 111.60 | Financial - Tax Issues |
| Josh McGraw | Discussing tax concerns with AMD. | 12/12/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Josh McGraw | Review cost basis issues and discuss with JBH. | 12/12/2022 | 0.4 | 225.00 | 90.00 | Financial - Tax Issues |
| Amanda Deering | Meeting to discuss weekly tasks with JPM, MBB, JBH, MCC and AMP. | 12/12/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Anna Priebe | Meeting re: outstanding tax issues with JPM, MBB, JBH, MCC and AMD. | 12/12/2022 | 0.1 | 215.00 | 21.50 | Legal - Case Administration |
| Geoff Winkler | Emails with RTI. | 12/12/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| John Hall | Meeting to discuss investor communication, status report and confirmation of requested documents with JPM, MBB, AMD, MCC, AMP. | 12/12/2022 | 0.1 | 279.00 | 27.90 | Legal - Case Administration |
| Josh McGraw | Meeting to discuss investor communication, status report and confirmation of requested documents with MBB, AMD, JBH, MCC, AMP. | 12/12/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Maggie Chavez | Meeting to discuss investor communication, status report and confirmation of requested documents with JPM, AMD, JBH, MBB, AMP. | 12/12/2022 | 0.1 | 215.00 | 21.50 | Legal - Case Administration |

SEC v. Essex Capital Corporation
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Attachment 1

| Personnel | Item / Description | Date | Hours | Rate | Amount | Activity Category |
|------------------|---|------------|-------|--------|--------|-------------------------------------|
| Milana Barkhanoy | Meeting to discuss investor communication, status report and confirmation of requested documents with JPM, AMD, JBH, MCC, AMP. | 12/12/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| John Hall | Review KSK accounting in light of JPM documentation uncovered. | 12/13/2022 | 0.9 | 279.00 | 251.10 | Financial - Accounting/Auditing |
| Josh McGraw | Updating accounting file with identified transaction. | 12/13/2022 | 0.2 | 225.00 | 45.00 | Financial - Accounting/Auditing |
| Josh McGraw | Structuring supporting documents for cost basis analysis. | 12/13/2022 | 0.9 | 225.00 | 202.50 | Financial - Data Analysis |
| Josh McGraw | Reviewing RI emails to determine KSK transaction. | 12/13/2022 | 0.7 | 225.00 | 157.50 | Financial - Data Analysis |
| Josh McGraw | Tracing SIU NEO shares to determine outstanding costs for 2018. | 12/13/2022 | 1.7 | 225.00 | 382.50 | Financial - Tax Issues |
| Josh McGraw | Summarizing cost basis resolutions, transactions and tracing and email to JBH. | 12/13/2022 | 1.5 | 225.00 | 337.50 | Financial - Tax Issues |
| Josh McGraw | Email to JBH re: identified stock transfer. | 12/13/2022 | 0.1 | 225.00 | 22.50 | Legal - Asset Analysis and Recovery |
| Geoff Winkler | Work with bank re statements needed for tax returns, gather additional documents. | 12/14/2022 | 0.4 | 315.00 | 126.00 | Financial - Accounting/Auditing |
| Geoff Winkler | Communication with JPM re: bank statement request from accountants. | 12/14/2022 | 0.1 | 315.00 | 31.50 | Financial - Tax Issues |
| John Hall | Review and edit cost basis write up and associated schedules (2.3). Discuss with JPM (.4). | 12/14/2022 | 2.7 | 279.00 | 753.30 | Financial - Tax Issues |
| Josh McGraw | Allocating cost basis to 2018 stock sales. | 12/14/2022 | 2.4 | 225.00 | 540.00 | Financial - Tax Issues |
| Josh McGraw | Email JBH re: accountant requested items. | 12/14/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Josh McGraw | Communication with GBW re: bank statement request from accountants. | 12/14/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Josh McGraw | Discuss write up and schedules with JBH. | 12/14/2022 | 0.4 | 225.00 | 90.00 | Financial - Tax Issues |
| Geoff Winkler | Emails with RTI. | 12/14/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Geoff Winkler | Call with third party to discuss case. | 12/14/2022 | 0.4 | 315.00 | 126.00 | Legal - Case Administration |
| John Hall | Pulling together all CEL info and analysis, review with MBB for needed info to counsel. | 12/15/2022 | 1.5 | 279.00 | 418.50 | Financial - Accounting/Auditing |
| Geoff Winkler | Communication with JPM re: bank statements for tax estimates. | 12/15/2022 | 0.1 | 315.00 | 31.50 | Financial - Tax Issues |
| Josh McGraw | Call with MBB discussing tax reporting items. | 12/15/2022 | 0.2 | 225.00 | 45.00 | Financial - Tax Issues |
| Josh McGraw | Communication with GBW re: bank statements for tax estimates. | 12/15/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Josh McGraw | Email to CV re: statements shared. | 12/15/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Milana Barkhanoy | Call with JPM discussing tax reporting items. | 12/15/2022 | 0.2 | 225.00 | 45.00 | Financial - Tax Issues |
| Milana Barkhanoy | Uploading documents for tax reporting. | 12/15/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Milana Barkhanoy | Email from JPM with outflow recipient findings. | 12/15/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Milana Barkhanoy | Chat with JPM re outflows in accounting file. | 12/15/2022 | 0.1 | 225.00 | 22.50 | Financial - Tax Issues |
| Josh McGraw | Email summary to MBB with outflow recipient findings. | 12/15/2022 | 0.2 | 225.00 | 45.00 | Legal - Asset Analysis and Recovery |
| Josh McGraw | Chat with MBB re outflows in accounting file. | 12/15/2022 | 0.1 | 225.00 | 22.50 | Legal - Asset Analysis and Recovery |
| Josh McGraw | Review RI emails to identify unknown stock transfers. | 12/15/2022 | 1.5 | 225.00 | 337.50 | Legal - Asset Analysis and Recovery |
| Geoff Winkler | Team meeting with GBW, JBH, MBB, MP, MF, JdC to discuss ongoing case activities. | 12/15/2022 | 0.5 | 315.00 | 157.50 | Legal - Case Administration |
| John Hall | Team meeting with GBW, JBH, MBB, MP, MF, JdC to discuss ongoing case activities (.5), follow up accounting discussion JBH and MBB (.5) | 12/15/2022 | 0.7 | 279.00 | 195.30 | Legal - Case Administration |
| Milana Barkhanoy | Team meeting with GBW, JBH, MBB, MP, MF, JdC to discuss ongoing case activities (.5), follow up accounting discussion JBH and MBB (.2). | 12/15/2022 | 0.7 | 225.00 | 157.50 | Legal - Case Administration |
| Milana Barkhanoy | Email form JBH re documentation for third-party litigation. | 12/15/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Josh McGraw | Reviewing emails from RI to determine transactions. | 12/16/2022 | 0.5 | 225.00 | 112.50 | Financial - Data Analysis |
| Josh McGraw | Email to MCC re: unidentified assets. | 12/16/2022 | 0.1 | 225.00 | 22.50 | Financial - Data Analysis |
| Josh McGraw | Call with MCC re: identifying outstanding asset transfers. | 12/16/2022 | 0.4 | 225.00 | 90.00 | Legal - Asset Analysis and Recovery |
| Maggie Chavez | Call with JPM re: identifying outstanding asset transfers. | 12/16/2022 | 0.4 | 215.00 | 86.00 | Legal - Asset Analysis and Recovery |
| Milana Barkhanoy | Email to JBH re documentation for third-party litigation. | 12/16/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Milana Barkhanoy | Summarizing findings on unknown security transfers; email to JBH and JPM. | 12/16/2022 | 0.2 | 225.00 | 45.00 | Legal - Case Administration |
| Josh McGraw | Email to GBW re: identified stock transfers. | 12/19/2022 | 0.1 | 225.00 | 22.50 | Legal - Asset Analysis and Recovery |
| Geoff Winkler | Meeting to discuss investor communication, status report and confirmation of requested documents with JPM, MBB, JBH, MCC, AMP. | 12/19/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| John Hall | Meeting to discuss investor communication, status report and confirmation of requested documents with JPM, GBW, MBB, MCC, AMP. | 12/19/2022 | 0.1 | 279.00 | 27.90 | Legal - Case Administration |

SEC v. Essex Capital Corporation
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| Personnel | Item / Description | Date | Hours | Rate | Amount | Activity Category |
|------------------|---|------------|-------|--------|----------|--|
| Josh McGraw | Meeting to discuss investor communication, status report and confirmation of requested documents with JBH, GBW, MBB, MCC, AMP. | 12/19/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Maggie Chavez | Meeting to discuss investor communication, status report and confirmation of requested documents with JPM, GBW, JBH, MBB, AMP. | 12/19/2022 | 0.1 | 215.00 | 21.50 | Legal - Case Administration |
| Milana Barkhanoy | Meeting to discuss investor communication, status report and confirmation of requested documents with JPM, GBW, JBH, MCC, AMP. | 12/19/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Geoff Winkler | Review and approve assignment of interests. | 12/20/2022 | 0.1 | 315.00 | 31.50 | Legal - Asset Analysis and Recovery |
| Geoff Winkler | Final review of operation agreement for property, business, written consent, discuss with counsel. | 12/20/2022 | 0.3 | 315.00 | 94.50 | Legal - Case Administration |
| Geoff Winkler | Emails with counsel re update on filing. | 12/20/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Geoff Winkler | Discuss filing with MP. | 12/21/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Geoff Winkler | Discussion with RTI re meeting date and time. | 12/21/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| John Hall | Review draft filings from AM and discuss with GBW. | 12/21/2022 | 0.5 | 279.00 | 139.50 | Legal - Case Administration |
| Milana Barkhanoy | Email from MD with new pleadings; reviewing pleadings; email to GBW re posting to website. | 12/21/2022 | 0.3 | 225.00 | 67.50 | Legal - Case Administration |
| Maggie Chavez | Communication with MBB re identifying transfer recipient. | 12/22/2022 | 0.2 | 215.00 | 43.00 | Financial - Data Analysis |
| Maggie Chavez | Researching potential transfer recipient. | 12/22/2022 | 0.6 | 215.00 | 129.00 | Financial - Data Analysis |
| John Hall | Review and compilation of all outstanding 2018 tax issues and provide to NL for processing and drafting. Memos to file on documents in case of future need. | 12/22/2022 | 5.4 | 279.00 | 1,506.60 | Financial - Tax Issues |
| Geoff Winkler | Team meeting with GBW, JBH, MBB, MP, MF to discuss ongoing case activities. | 12/22/2022 | 0.6 | 315.00 | 189.00 | Legal - Case Administration |
| Geoff Winkler | Review filings, discuss posting with MBB. | 12/22/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Geoff Winkler | Review updated documents, execute and email to WR. | 12/22/2022 | 0.4 | 315.00 | 126.00 | Legal - Case Administration |
| John Hall | Team meeting with GBW, JBH, MBB, MP, MF to discuss ongoing case activities. | 12/22/2022 | 0.6 | 279.00 | 167.40 | Legal - Case Administration |
| Josh McGraw | Communication with MBB re: investor communication. | 12/22/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Milana Barkhanoy | Communication with MCC re identifying transfer recipient. | 12/22/2022 | 0.2 | 225.00 | 45.00 | Legal - Case Administration |
| Milana Barkhanoy | Communication from GBW, updating website with new pleading, sending communication to claimants. | 12/22/2022 | 0.4 | 225.00 | 90.00 | Legal - Case Administration |
| Milana Barkhanoy | Email to GBW re updated website. | 12/22/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Milana Barkhanoy | Communication with JPM re: investor communication. | 12/22/2022 | 0.1 | 225.00 | 22.50 | Legal - Case Administration |
| Milana Barkhanoy | Team meeting with GBW, JBH, MBB, MP, MF to discuss ongoing case activities. | 12/22/2022 | 0.6 | 225.00 | 135.00 | Legal - Case Administration |
| John Hall | Affected claimant FAQ RT. | 12/22/2022 | 0.2 | 279.00 | 55.80 | Legal - Claims Administration and Objections |
| John Hall | Affected investor FAQ. | 12/22/2022 | 0.1 | 279.00 | 27.90 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Email from JBH re claimant communication. | 12/22/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Josh McGraw | Identifying missing stock transfer. | 12/23/2022 | 0.3 | 225.00 | 67.50 | Financial - Data Analysis |
| Josh McGraw | Summarizing RI email review for JBH and GBW. | 12/23/2022 | 0.6 | 225.00 | 135.00 | Financial - Data Analysis |
| Josh McGraw | Email to MBB re: stock transfer identification and supporting documents. | 12/23/2022 | 0.1 | 225.00 | 22.50 | Legal - Asset Analysis and Recovery |
| Josh McGraw | Communication with MBB re: outstanding outflows. | 12/23/2022 | 0.1 | 225.00 | 22.50 | Legal - Asset Analysis and Recovery |
| Milana Barkhanoy | Email to JPM re: stock transfer identification and supporting documents. | 12/23/2022 | 0.1 | 225.00 | 22.50 | Legal - Asset Analysis and Recovery |
| Milana Barkhanoy | Communication with JPM re: outstanding outflows. | 12/23/2022 | 0.1 | 225.00 | 22.50 | Legal - Asset Analysis and Recovery |
| Milana Barkhanoy | Email to JBH re claimant communication. | 12/23/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Milana Barkhanoy | Email to a claimant with update. | 12/23/2022 | 0.1 | 225.00 | 22.50 | Legal - Claims Administration and Objections |
| Geoff Winkler | Emails with RTI. | 12/26/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| John Hall | Affected claimant FAQ RT. | 12/26/2022 | 0.3 | 279.00 | 83.70 | Legal - Claims Administration and Objections |
| Geoff Winkler | Process two accounts receivable, review settlement, email to counsel with update re payment. | 12/27/2022 | 0.2 | 315.00 | 63.00 | Financial - Accounting/Auditing |
| Geoff Winkler | Email with WR re CVL. | 12/27/2022 | 0.1 | 315.00 | 31.50 | Legal - Case Administration |
| Geoff Winkler | Multiple emails with RTI. | 12/28/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |
| John Hall | Review outstanding motion items with JdC and GBW. | 12/28/2022 | 0.2 | 279.00 | 55.80 | Legal - Case Administration |
| Josh McGraw | Creating activity schedule of reviewed RI emails. | 12/29/2022 | 0.4 | 225.00 | 90.00 | Financial - Data Analysis |
| Geoff Winkler | Review email from WR re document issues, discuss with counsel to review and determine source of issues. | 12/29/2022 | 0.2 | 315.00 | 63.00 | Legal - Case Administration |

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|---------------|---|------------|--------------|--------|---------------------|-----------------------------|
| John Hall | Review CVL reorg issues from GBW forward from BR. | 12/29/2022 | 0.2 | 279.00 | 55.80 | Legal - Case Administration |
| John Hall | Review JdC memo on CVL reorg issues. | 12/30/2022 | 0.1 | 279.00 | 27.90 | Legal - Case Administration |
| Totals | | | 217.8 | | \$ 57,121.60 | |

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|---|--------------------|-------------|--------------|-------------|---------------------|-------------------|
| Summary by Activity Category and Personnel | | | | | | |
| Financial - Accounting/Auditing | Personnel | Firm | Hours | Rate | Amount | |
| Financial - Accounting/Auditing | Geoff Winkler | AFS | 2.0 | 315.00 | \$ 630.00 | |
| Financial - Accounting/Auditing | John Hall | AFS | 8.3 | 279.00 | \$ 2,315.70 | |
| Financial - Accounting/Auditing | Josh McGraw | AFS | 1.1 | 225.00 | \$ 247.50 | |
| | | | <u>11.4</u> | | <u>\$ 3,193.20</u> | |
| Financial - Business Analysis | Personnel | Firm | Hours | Rate | Amount | |
| Financial - Business Analysis | John Hall | AFS | 0.6 | 279.00 | \$ 167.40 | |
| Financial - Business Analysis | Amanda Deering | AFS | 0.9 | 225.00 | \$ 202.50 | |
| | | | <u>1.5</u> | | <u>\$ 369.90</u> | |
| Financial - Data Analysis | Personnel | Firm | Hours | Rate | Amount | |
| Financial - Data Analysis | John Hall | AFS | 4.0 | 279.00 | \$ 1,116.00 | |
| Financial - Data Analysis | Josh McGraw | AFS | 27.5 | 225.00 | \$ 6,187.50 | |
| Financial - Data Analysis | Milana Barkhanoy | AFS | 1.0 | 225.00 | \$ 225.00 | |
| Financial - Data Analysis | Maggie Chavez | AFS | 0.9 | 215.00 | \$ 193.50 | |
| | | | <u>33.4</u> | | <u>\$ 7,722.00</u> | |
| Financial - Forensic Accounting | Personnel | Firm | Hours | Rate | Amount | |
| Financial - Forensic Accounting | John Hall | AFS | 1.6 | 279.00 | \$ 446.40 | |
| | | | <u>1.6</u> | | <u>\$ 446.40</u> | |
| Financial - Status Reports | Personnel | Firm | Hours | Rate | Amount | |
| Financial - Status Reports | Geoff Winkler | AFS | 1.8 | 315.00 | \$ 567.00 | |
| Financial - Status Reports | John Hall | AFS | 4.7 | 279.00 | \$ 1,311.30 | |
| Financial - Status Reports | Milana Barkhanoy | AFS | 0.1 | 225.00 | \$ 22.50 | |
| | | | <u>6.6</u> | | <u>\$ 1,900.80</u> | |
| Financial - Tax Issues | Personnel | Firm | Hours | Rate | Amount | |
| Financial - Tax Issues | Geoff Winkler | AFS | 1.1 | 315.00 | \$ 346.50 | |
| Financial - Tax Issues | John Hall | AFS | 16.7 | 279.00 | \$ 4,659.30 | |
| Financial - Tax Issues | Amanda Deering | AFS | 0.7 | 225.00 | \$ 157.50 | |
| Financial - Tax Issues | Josh McGraw | AFS | 25.9 | 225.00 | \$ 5,827.50 | |
| Financial - Tax Issues | Milana Barkhanoy | AFS | 1.4 | 225.00 | \$ 315.00 | |
| | | | <u>45.8</u> | | <u>\$ 11,305.80</u> | |
| Legal - Asset Analysis and Recovery | Personnel | Firm | Hours | Rate | Amount | |
| Legal - Asset Analysis and Recovery | Geoff Winkler | AFS | 7.2 | 315.00 | \$ 2,268.00 | |
| Legal - Asset Analysis and Recovery | John Hall | AFS | 20.6 | 279.00 | \$ 5,747.40 | |
| Legal - Asset Analysis and Recovery | Amanda Deering | AFS | 0.5 | 225.00 | \$ 112.50 | |
| Legal - Asset Analysis and Recovery | Josh McGraw | AFS | 2.6 | 225.00 | \$ 585.00 | |
| Legal - Asset Analysis and Recovery | Milana Barkhanoy | AFS | 8.0 | 225.00 | \$ 1,800.00 | |
| Legal - Asset Analysis and Recovery | Maggie Chavez | AFS | 0.4 | 215.00 | \$ 86.00 | |
| | | | <u>39.3</u> | | <u>\$ 10,598.90</u> | |
| Legal - Asset Disposition | Personnel | Firm | Hours | Rate | Amount | |
| Legal - Asset Disposition | Geoff Winkler | AFS | 0.4 | 315.00 | \$ 126.00 | |

SEC v. Essex Capital Corporation
Summary of Fees of Receiver and Retained Personnel
October 01, 2022 - December 31, 2022
(Sorted in Chronological Order by Activity Category)

Attachment 1

| Personnel | Item / Description | Date | Hours | Rate | Amount | Activity Category |
|---|--------------------|-------------|--------------|-------------|---------------------|-------------------|
| | | | 0.4 | | \$ 126.00 | |
| Legal - Case Administration | Personnel | Firm | Hours | Rate | Amount | |
| Legal - Case Administration | Geoff Winkler | AFS | 33.1 | 315.00 | \$ 10,426.50 | |
| Legal - Case Administration | John Hall | AFS | 16.6 | 279.00 | \$ 4,631.40 | |
| Legal - Case Administration | Amanda Deering | AFS | 2.2 | 225.00 | \$ 495.00 | |
| Legal - Case Administration | Josh McGraw | AFS | 2.1 | 225.00 | \$ 472.50 | |
| Legal - Case Administration | Milana Barkhanoy | AFS | 11.0 | 225.00 | \$ 2,475.00 | |
| Legal - Case Administration | Maggie Chavez | AFS | 1.1 | 215.00 | \$ 236.50 | |
| Legal - Case Administration | Anna Priebe | AFS | 1.7 | 215.00 | \$ 365.50 | |
| | | | 67.8 | | \$ 19,102.40 | |
| Legal - Claims Administration and Objections | Personnel | Firm | Hours | Rate | Amount | |
| Legal - Claims Administration and Objections | Geoff Winkler | AFS | 0.1 | 315.00 | \$ 31.50 | |
| Legal - Claims Administration and Objections | John Hall | AFS | 1.8 | 279.00 | \$ 502.20 | |
| Legal - Claims Administration and Objections | Amanda Deering | AFS | 0.2 | 225.00 | \$ 45.00 | |
| Legal - Claims Administration and Objections | Josh McGraw | AFS | 0.4 | 225.00 | \$ 90.00 | |
| Legal - Claims Administration and Objections | Milana Barkhanoy | AFS | 7.5 | 225.00 | \$ 1,687.50 | |
| | | | 10.0 | | \$ 2,356.20 | |
| Overall Summary | | | | | | |
| Totals | Personnel | Firm | Hours | Rate | Amount | |
| | Geoff Winkler | AFS | 45.7 | 315.00 | \$ 14,395.50 | |
| | John Hall | AFS | 74.9 | 279.00 | \$ 20,897.10 | |
| | Amanda Deering | AFS | 4.5 | 225.00 | \$ 1,012.50 | |
| | Josh McGraw | AFS | 59.6 | 225.00 | \$ 13,410.00 | |
| | Milana Barkhanoy | AFS | 29.0 | 225.00 | \$ 6,525.00 | |
| | Maggie Chavez | AFS | 2.4 | 215.00 | \$ 516.00 | |
| | Anna Priebe | AFS | 1.7 | 215.00 | \$ 365.50 | |
| | | | 217.8 | | \$ 57,121.60 | |
| | TOTAL FEES | | 217.8 | | \$ 57,121.60 | |

SEC v. Essex Capital Corporation
Summary of Expenses of Receiver and Retained Personnel
October 01, 2022 - December 31, 2022

Attachment 2

| Incurred By | Payee | Item / Description | Date Incurred | Amount | Category |
|--------------------|---------------------|---|----------------------|--------------------|--------------------------|
| John Hall | Extra Space Storage | Storage rent prorations | 10/1/2022 | 319.62 | Miscellaneous |
| Geoff Winkler | Fedex | Delivery services | 10/5/2022 | 29.01 | Courier/Shipping/Freight |
| Geoff Winkler | Alaska Airlines | Airfare | 10/6/2022 | 112.00 | Airfare |
| Geoff Winkler | Alaska Airlines | Airfare | 10/6/2022 | 120.40 | Airfare |
| Geoff Winkler | Uber | Meals | 10/13/2022 | 6.42 | Individual Meals |
| Geoff Winkler | Uber | Taxi | 10/13/2022 | 119.57 | Taxi |
| Geoff Winkler | Uber | Taxi | 10/14/2022 | 12.94 | Taxi |
| Geoff Winkler | Uber | Taxi | 10/14/2022 | 14.92 | Taxi |
| Geoff Winkler | Point The Way LAX | Meals | 10/14/2022 | 25.35 | Individual Meals |
| Geoff Winkler | Uber | Taxi | 10/14/2022 | 43.64 | Taxi |
| Geoff Winkler | JW Marriott | Hotel | 10/14/2022 | 522.15 | Hotel |
| Geoff Winkler | USPS | Delivery services | 10/28/2022 | 74.77 | Courier/Shipping/Freight |
| John Hall | Extra Space Storage | Storage rent prorations | 11/1/2022 | 319.62 | Miscellaneous |
| Geoff Winkler | Alaska Airlines | Alaska Airlines Airfare GBW | 11/14/2022 | 517.99 | Airfare |
| Geoff Winkler | Alaska Airlines | Alaska Airlines Airfare JBH | 11/14/2022 | 517.99 | Airfare |
| John Hall | Extra Space Storage | Storage rent prorations | 12/2/2022 | 319.62 | Miscellaneous |
| John Hall | Transunion | Online research Transunion invoice 6225832-202211-1 | 12/2/2022 | 29.46 | Internet/Online Fees |
| Total | | | | \$ 3,107.15 | |

| | John Hall | Geoff Winkler | Milana Barkhanoy | Josh McGraw | Total |
|---------------------------------|------------------|----------------------|-------------------------|--------------------|--------------|
| Airfare | - | 1,268.38 | - | - | 1,268.38 |
| Car Rental | - | - | - | - | - |
| Courier/Shipping/Freight | - | 103.78 | - | 1.68 | 105.46 |
| Fuel | - | - | - | - | - |
| Hotel | - | 522.15 | - | - | 522.15 |
| Individual Meals | - | 31.77 | - | - | 31.77 |
| Internet/Online Fees | 29.46 | - | - | - | 29.46 |
| Miscellaneous | 958.86 | - | - | - | 958.86 |
| Office Supplies | - | - | - | - | - |
| Parking | - | - | - | - | - |
| Personal Car Mileage | - | - | - | - | - |
| Printing/Photocopying | - | - | - | - | - |

SEC v. Essex Capital Corporation
Summary of Expenses of Receiver and Retained Personnel
October 01, 2022 - December 31, 2022

Attachment 2

| Incurred By | Payee | Item / Description | Date Incurred | Amount | Category |
|--------------------|---------------|---------------------------|----------------------|---------------|-----------------|
| <i>Taxi</i> | - | 191.07 | - | - | 191.07 |
| Total | 988.32 | 2,117.15 | - | 1.68 | 3,107.15 |

EXHIBIT 2

01/06/23 14:44:01 PROFORMA STATEMENT FOR MATTER 378224.00002 (Winkler, Geoff/Receiver for Essex Capita) (General Receivership)

Preliminary Billing Form

Billing Atty: 001842 - Del Castillo, Joshua
 Date of Last Billing: 10/05/22
 Proforma Number: 1196458
 Client/Matter Joint Group # 378224-1

Matter #: 378224.00002

Client Name: Winkler, Geoff/Receiver for Essex Capita
 Matter Name: General Receivership
 Client Matter Number:

Fees for Matter 378224.00002.(General Receivership)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|---|----------------------|-------|--------|----------|--------|--------|----|-------|
| 10/06/22 | 8987341 | Prepare for and attend videoconference with Receiver's office (0.3); follow-up with counsel regarding pending case and estate administration matters (0.5). | Del Castillo, Joshua | 0.80 | 550.80 | 550.80 | WO | HD | TR | _____ |
| 10/17/22 | 9012838 | Virtually attend weekly client meeting regarding updates and outstanding tasks | Pham, Matt D. | 0.40 | 192.60 | 743.40 | WO | HD | TR | _____ |
| 10/27/22 | 9007139 | Prepare for and videoconference with Receiver's office regarding pending case administration matters (0.5); attention to case administration matters (0.6). | Del Castillo, Joshua | 1.10 | 757.35 | 1,500.75 | WO | HD | TR | _____ |
| 10/27/22 | 9007758 | Preparation for and participation in team meeting re: recent developments and strategies going forward. | Farrell, Michael | 0.40 | 329.40 | 1,830.15 | WO | HD | TR | _____ |
| 10/27/22 | 9013023 | Virtually attend weekly client meeting regarding updates and outstanding tasks | Pham, Matt D. | 0.20 | 96.30 | 1,926.45 | WO | HD | TR | _____ |
| 11/03/22 | 9018246 | Prepare for and participate in videoconference with Receiver's office regarding pending case administration matters (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 2,270.70 | WO | HD | TR | _____ |

01/06/23 14:44:01 PROFORMA STATEMENT FOR MATTER 378224.00002 (Winkler, Geoff/Receiver for Essex Capita) (General Receivership)

Fees for Matter 378224.00002.(General Receivership)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|--|----------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 11/10/22 | 9024399 | Emails and teleconferences with counsel regarding pending case administration issues (0.3). | Del Castillo, Joshua | 0.30 | 206.55 | 2,477.25 | WO | HD | TR | _____ |
| 11/10/22 | 9045150 | Virtually attend weekly meeting with client regarding case updates | Pham, Matt D. | 0.20 | 96.30 | 2,573.55 | WO | HD | TR | _____ |
| 11/17/22 | 9045268 | Virtually attend weekly meeting with client regarding case updates | Pham, Matt D. | 0.30 | 144.45 | 2,718.00 | WO | HD | TR | _____ |
| 12/01/22 | 9063222 | Virtually attend meeting with client regarding recent updates and outstanding tasks | Pham, Matt D. | 0.10 | 48.15 | 2,766.15 | WO | HD | TR | _____ |
| 12/15/22 | 9059334 | Prepare for and attend videoconference with Receiver's office regarding case administration matters (0.4). | Del Castillo, Joshua | 0.40 | 275.40 | 3,041.55 | WO | HD | TR | _____ |
| 12/15/22 | 9063296 | Virtually attend weekly meeting with client regarding case updates and outstanding tasks | Pham, Matt D. | 0.50 | 240.75 | 3,282.30 | WO | HD | TR | _____ |
| 12/22/22 | 9065184 | Prepare notes to M. Farrell and M. Pham regarding case administration issues (0.2). | Del Castillo, Joshua | 0.20 | 137.70 | 3,420.00 | WO | HD | TR | _____ |
| 12/22/22 | 9073416 | Virtually attend weekly meeting with client regarding case updates and outstanding tasks | Pham, Matt D. | 0.40 | 192.60 | 3,612.60 | WO | HD | TR | _____ |
| 12/27/22 | 9067906 | Attention to case and estate administration matters and confer with M. Pham regarding same (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 3,956.85 | WO | HD | TR | _____ |

Disbursements for Matter 378224.00002 (General Receivership)

01/06/23 14:44:01 PROFORMA STATEMENT FOR MATTER 378224.00002 (Winkler, Geoff/Receiver for Essex Capita) (General Receivership)

| Trans Date | Index | Type | Quantity | Amt | | | | |
|------------|---------|---|----------|----------|----|----|----|-------|
| 10/01/22 | 2787314 | EDISC – CS Disco, Inc. - Monthly Hosting for October 2022 | 0.00 | 2,184.41 | WO | HD | TR | _____ |
| 10/07/22 | 2795838 | DCSRCH – Document Search - - PACER - Usage 3RD QTR | 0.00 | 0.50 | WO | HD | TR | _____ |
| 10/26/22 | 2791474 | POS – Service of Process - Nationwide Legal LLC - Grimm Investments, LLC, a California limited liability company, Summons; Complaint; Notice Of Related Cases Pursuant To Local Rule 83-1.3.1; Notice Of Assignment To United States Judges; Notice To Parties Of Court-Directed ADR Program; Order Re Transfer Pursuant To General Order 21-01 (Related Cases) | 0.00 | 66.40 | WO | HD | TR | _____ |
| 10/26/22 | 2791475 | POS – Service of Process - Nationwide Legal LLC - Blue Pacific Bio-Energy, Inc., a California corporation, Summons; Complaint; Notice Of Related Cases Pursuant To Local Rule 83-1.3.1; Notice Of Assignment To United States Judges; Notice To Parties Of Court-Directed ADR Program; Order Re Transfer Pursuant To General Order 21-01 (Related Cases) | 0.00 | 66.40 | WO | HD | TR | _____ |
| 10/26/22 | 2791476 | POS – Service of Process - Nationwide Legal LLC - Charles R. Grimm, an individual, Summons; Complaint; Notice Of Related Cases Pursuant To Local Rule 83-1.3.1; Notice Of Assignment To United States Judges; Notice To Parties Of Court-Directed ADR Program; Order Re Transfer Pursuant To General Order 21-01 (Related Cases) | 0.00 | 190.30 | WO | HD | TR | _____ |
| 11/01/22 | 2790497 | EDISC – CS Disco, Inc. - Monthly Hosting for November 2022 | 0.00 | 2,184.11 | WO | HD | TR | _____ |
| 12/01/22 | 2795767 | EDISC – CS Disco, Inc. - Monthly Hosting for December 2022 | 0.00 | 2,184.11 | WO | HD | TR | _____ |
| 12/02/22 | 2793568 | BW – Duplication - Black & White Copies | 17.00 | 3.23 | WO | HD | TR | _____ |
| 12/02/22 | 2795380 | MSNGR – Nationwide Legal, LLC - USDC-CENTRAL, Deliver Courtesy | 0.00 | 17.75 | WO | HD | TR | _____ |
| 12/15/22 | 2795379 | MSNGR – Nationwide Legal, LLC - USDC-CENTRAL, Deliver Courtesy | 0.00 | 43.75 | WO | HD | TR | _____ |

| Proforma Summary | | | | | | | | |
|-------------------|------------|-------|------|---------|--|--|--|--|
| Timekeeper Number | Timekeeper | Hours | Rate | Amounts | | | | |

01/06/23 14:44:01 PROFORMA STATEMENT FOR MATTER 378224.00002 (Winkler, Geoff/Receiver for Essex Capita) (General Receivership)

Proforma Summary

Timekeeper

| Number | Timekeeper | Hours | Rate | Amounts |
|---------------------|----------------------|-------|--------|------------|
| 000739 | Farrell, Michael | 0.40 | 823.50 | 329.40 |
| 001842 | Del Castillo, Joshua | 3.80 | 688.50 | 2,616.30 |
| 002510 | Pham, Matt D. | 2.10 | 481.50 | 1,011.15 |
| | | 6.30 | | \$3,956.85 |
| Subtotal Fees | | | | \$3,956.85 |
| Discount | | | | 0.00 |
| Total Fees | | | | 3,956.85 |
| Total Disbursements | | | | 6,940.96 |

Attorney Billing Instructions

| | | | |
|-----|----------------|-----|--------------|
| () | BILL ALL | () | Hold |
| () | BILL FEES ONLY | () | Write Off |
| () | BILL COST ONLY | () | Transfer All |

Billing Instructions

expires 6/30/2023: 10% off standard rates (automatic)

Account Summary – As Of 01/03/23

| | Fiscal YTD | | | Calendar YTD | | | LTD | | |
|---------------------|------------------|------------------|------------------|--------------|------|-------|------------|------------|---------------|
| | Total | Fees | Disb. | Total | Fees | Disb. | Total | Fees | Disbursements |
| Worked | 16,658.55 | 16,658.55 | 0.00 | 0.00 | 0.00 | 0.00 | 278,045.30 | 210,222.22 | 67,823.08 |
| Unbilled Adj | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 4,092.35 | 3,967.06 | 125.29 |
| Billed | 37,735.90 | 24,015.24 | 13,720.66 | 0.00 | 0.00 | 0.00 | 178,474.14 | 178,474.14 | 60,882.12 |
| Collected | 37,735.90 | 24,015.24 | 13,720.66 | 0.00 | 0.00 | 0.00 | 239,356.26 | 178,474.14 | 60,882.12 |
| AR Write Off | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| WIP | 30,984.24 | 16,658.55 | 14,325.69 | | | | | | |
| Balance | | | | | | | | | |
| AR Balance | 0.00 | 0.00 | 0.00 | | | | | | |
| Unalloc | 0.00 | | | | | | | | |
| Payment | | | | | | | | | |
| Client Trust | 0.00 | | | | | | | | |
| Balance | | | | | | | | | |

01/06/23 14:44:01 PROFORMA STATEMENT FOR MATTER 378224.00002 (Winkler, Geoff/Receiver for Essex Capita) (General Receivership)

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
Geoff Winkler
Managing Director
Alvarez & Marsal LLC
100 Pine Street, Suite 900
San Francisco, CA 94111-5222

01/06/23 14:44:04 PROFORMA STATEMENT FOR MATTER 378224.00003 (Winkler, Geoff/Receiver for Essex Capita) (Asset Recovery & Management)

Preliminary Billing Form

Billing Atty: 001842 - Del Castillo, Matter #: 378224.00003 Client Name: Winkler, Geoff/Receiver for Essex Capita
 Joshua
 Date of Last Billing: 10/05/22 Matter Name: Asset Recovery & Management
 Proforma Number: 1196458
 Client/Matter Joint Group # 378224-1 Client Matter Number:

Fees for Matter 378224.00003.(Asset Recovery & Management)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|---|----------------------|-------|--------|----------|--------|--------|----|-------|
| 10/03/22 | 8984372 | Review and respond to correspondence from MBT counsel regarding Receiver's CVL interest and confer regarding same (0.8). | Del Castillo, Joshua | 0.80 | 550.80 | 550.80 | WO | HD | TR | _____ |
| 10/05/22 | 8986522 | Emails and teleconferences with D. Zaro regarding MBT loans and security interests (0.4); review documents in connection with same (0.4); review and respond to correspondence from I. Kallick (0.1). | Del Castillo, Joshua | 0.90 | 619.65 | 1,170.45 | WO | HD | TR | _____ |
| 10/06/22 | 8987699 | Review forwarded email from R. Iannelli regarding Penny Lane property, confer with D. Zaro, and prepare proposed response to same (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 1,514.70 | WO | HD | TR | _____ |
| 10/07/22 | 8988734 | Emails with Iannelli counsel regarding CVL interest (0.1); confer with counsel and Receiver regarding motion for turnover regarding same (0.2); review documents and commence draft of motion (0.4). | Del Castillo, Joshua | 0.70 | 481.95 | 1,996.65 | WO | HD | TR | _____ |
| 10/11/22 | 8990854 | Emails with counsel for R. Iannelli and draft and transmit proposed CVL assignment for | Del Castillo, Joshua | 0.70 | 481.95 | 2,478.60 | WO | HD | TR | _____ |

01/06/23 14:44:04 PROFORMA STATEMENT FOR MATTER 378224.00003 (Winkler, Geoff/Receiver for Essex Capita) (Asset Recovery & Management)

Fees for Matter 378224.00003.(Asset Recovery & Management)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|---|----------------------|-------|----------|----------|--------|--------|----|-------|
| | | R. Iannelli III (0.7). | | | | | | | | |
| 10/13/22 | 8993529 | Correspondence with A. Holmes and Receiver regarding RI III turnover of CVL interest (0.3); update D. Cousineau regarding same (0.1). | Del Castillo, Joshua | 0.40 | 275.40 | 2,754.00 | WO | HD | TR | _____ |
| 10/17/22 | 8996177 | Legal analysis of prospective recovery claims as against entities' lender (0.7). | Del Castillo, Joshua | 0.70 | 481.95 | 3,235.95 | WO | HD | TR | _____ |
| 10/18/22 | 8997597 | Confer with M. Farrell regarding prospective additional recovery litigation and legal analysis in connection with same (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 3,580.20 | WO | HD | TR | _____ |
| 10/19/22 | 8998680 | Conferences with counsel regarding review of documents in connection with prospective additional lender claims (0.7); review notes and documents regarding same (0.5). | Del Castillo, Joshua | 1.20 | 826.20 | 4,406.40 | WO | HD | TR | _____ |
| 10/20/22 | 9000587 | Review documents in connection with prospective recovery claims | Ahmar, Gina | 2.30 | 693.45 | 5,099.85 | WO | HD | TR | _____ |
| 10/21/22 | 9010980 | Analyze chronology of communications within Essex matter. | Ahmar, Gina | 0.20 | 60.30 | 5,160.15 | WO | HD | TR | _____ |
| 10/24/22 | 9003447 | Confer with G. Ahmar regarding results of document review and recommendation regarding prospective receivership claims (0.3); review materials in connection with same (0.2). | Del Castillo, Joshua | 0.50 | 344.25 | 5,504.40 | WO | HD | TR | _____ |
| 10/26/22 | 9005805 | Review documents regarding Grimm litigation and emails with counsel regarding litigation status (0.4); confer with counsel and legal analysis regarding prospective | Del Castillo, Joshua | 3.10 | 2,134.35 | 7,638.75 | WO | HD | TR | _____ |

01/06/23 14:44:04 PROFORMA STATEMENT FOR MATTER 378224.00003 (Winkler, Geoff/Receiver for Essex Capita) (Asset Recovery & Management)

Fees for Matter 378224.00003.(Asset Recovery & Management)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|---|----------------------|-------|--------|-----------|--------|--------|----|-------|
| | | deepening insolvency claim (1.3); confer with M. Farrell and G. Ahmar regarding same (0.7); assemble and transmit materials to G. Ahmar (0.7). | | | | | | | | |
| 10/26/22 | 9006483 | Conference with J. Castillo regarding legal research for claims to be summarized in memorandum. | Ahmar, Gina | 0.40 | 120.60 | 7,759.35 | WO | HD | TR | _____ |
| 10/27/22 | 9007544 | Emails with G. Ahmar (0.2); review of additional case law and transmit to G. Ahmar for potential inclusion in memorandum regarding prospective additional claims (0.9); teleconferences regarding same (0.2). | Del Castillo, Joshua | 1.30 | 895.05 | 8,654.40 | WO | HD | TR | _____ |
| 10/27/22 | 9007638 | Review case law and legal analysis in related memorandum regarding aiding and abetting and deepening insolvency claims; research trigger of statute of limitations. | Ahmar, Gina | 2.00 | 603.00 | 9,257.40 | WO | HD | TR | _____ |
| 10/27/22 | 9007732 | Outline research memo and elements of aiding and abetting and deepening insolvency. | Ahmar, Gina | 0.60 | 180.90 | 9,438.30 | WO | HD | TR | _____ |
| 10/31/22 | 9010186 | Confer with G. Ahmar regarding analysis of prospective additional asset recovery claims (0.3). | Del Castillo, Joshua | 0.30 | 206.55 | 9,644.85 | WO | HD | TR | _____ |
| 10/31/22 | 9010543 | Conference with M. Farrell to discuss aiding and abetting and deepening insolvency memorandum. | Ahmar, Gina | 0.40 | 120.60 | 9,765.45 | WO | HD | TR | _____ |
| 10/31/22 | 9010977 | Draft memorandum to be sent to client regarding statute of limitations, aiding and abetting and other claims. | Ahmar, Gina | 1.10 | 331.65 | 10,097.10 | WO | HD | TR | _____ |

01/06/23 14:44:04 PROFORMA STATEMENT FOR MATTER 378224.00003 (Winkler, Geoff/Receiver for Essex Capita) (Asset Recovery & Management)

Fees for Matter 378224.00003.(Asset Recovery & Management)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|----------------------|-------|--------|-----------|--------|--------|----|-------|
| 11/01/22 | 9016394 | Emails and teleconference with G. Ahmar regarding prospective asset recovery claims (0.3). | Del Castillo, Joshua | 0.30 | 206.55 | 10,303.65 | WO | HD | TR | _____ |
| 11/02/22 | 9017487 | Confer with G. Ahmar regarding prospective asset recovery claims (0.3); review case law regarding same (0.2); review initial memo from G. Ahmar and confer regarding same (0.4). | Del Castillo, Joshua | 0.90 | 619.65 | 10,923.30 | WO | HD | TR | _____ |
| 11/02/22 | 9018186 | Research and draft email memo to J. Castillo regarding three potential claims. | Ahmar, Gina | 1.90 | 572.85 | 11,496.15 | WO | HD | TR | _____ |
| 11/02/22 | 9018188 | Research case law regarding deepening insolvency theory of relief. | Ahmar, Gina | 0.20 | 60.30 | 11,556.45 | WO | HD | TR | _____ |
| 11/03/22 | 9046517 | Preparation for and participation in team call re: asset recovery efforts. | Farrell, Michael | 0.40 | 329.40 | 11,885.85 | WO | HD | TR | _____ |
| 11/07/22 | 9020997 | Emails and teleconference with G. Ahmar regarding prospective asset recovery claims (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 12,230.10 | WO | HD | TR | _____ |
| 11/09/22 | 9023568 | Review memo from G. Ahmar regarding prospective additional claims to recover assets and confer regarding same (0.6). | Del Castillo, Joshua | 0.60 | 413.10 | 12,643.20 | WO | HD | TR | _____ |
| 11/17/22 | 9030985 | Emails with M. Farrell regarding MBT turnover and related matters and review proposed revisions to memorandum regarding same (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 12,987.45 | WO | HD | TR | _____ |
| 11/17/22 | 9044496 | Preparation for and participation in team meeting re: asset recovery efforts and status. | Farrell, Michael | 0.50 | 411.75 | 13,399.20 | WO | HD | TR | _____ |

01/06/23 14:44:04 PROFORMA STATEMENT FOR MATTER 378224.00003 (Winkler, Geoff/Receiver for Essex Capita) (Asset Recovery & Management)

Fees for Matter 378224.00003.(Asset Recovery & Management)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|----------------------|-------|--------|-----------|--------|--------|----|-------|
| 11/28/22 | 9047944 | Call with counsel and evaluate approach to mediation and receiver's settlement/legal and factual underpinnings of case/follow-up (.6). | Zaro, David | 0.60 | 537.30 | 13,936.50 | WO | HD | TR | _____ |
| 12/01/22 | 9047906 | Initial review of materials forwarded by Receiver in connection with CVL transaction (0.5); emails with counsel regarding same (0.2). | Del Castillo, Joshua | 0.70 | 481.95 | 14,418.45 | WO | HD | TR | _____ |
| 12/05/22 | 9049685 | Review documents regarding CVL new co. and compare to original operating agreement and terms of settlement, and correspondence with Receiver regarding same (1.3). | Del Castillo, Joshua | 1.30 | 895.05 | 15,313.50 | WO | HD | TR | _____ |
| 12/06/22 | 9051130 | Prepare for and teleconference with D. Cousineau regarding partial assignment of additional CVL interest (0.3). | Del Castillo, Joshua | 0.30 | 206.55 | 15,520.05 | WO | HD | TR | _____ |
| 12/07/22 | 9052342 | Finalize draft CVL assignment and transmit to D. Cousineau for review and comment (0.6). | Del Castillo, Joshua | 0.60 | 413.10 | 15,933.15 | WO | HD | TR | _____ |
| 12/20/22 | 9063626 | Review CVL-related materials transmitted to Receiver by W. Reyner and confer with D. Zaro regarding same (0.4); prepare recommendation to Receiver regarding same (0.3). | Del Castillo, Joshua | 0.70 | 481.95 | 16,415.10 | WO | HD | TR | _____ |
| 12/22/22 | 9065770 | Review dockets of pending disgorgement actions and attention to litigation and strategy issues regarding same (0.7). | Del Castillo, Joshua | 0.70 | 481.95 | 16,897.05 | WO | HD | TR | _____ |

01/06/23 14:44:04 PROFORMA STATEMENT FOR MATTER 378224.00003 (Winkler, Geoff/Receiver for Essex Capita) (Asset Recovery & Management)

Fees for Matter 378224.00003.(Asset Recovery & Management)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action |
|------------|---------|--|----------------------|-------|--------|-----------|--------|--------|
| 12/29/22 | 9070544 | Confer with counsel regarding status of Grimm litigation and settlement analysis (0.2); review accounting summary (0.2). | Del Castillo, Joshua | 0.40 | 275.40 | 17,172.45 | WO | HD TR |

Proforma Summary

Timekeeper

| Number | Timekeeper | Hours | Rate | Amounts |
|---------------------|----------------------|--------------|--------|--------------------|
| 000313 | Zaro, David | 0.60 | 895.50 | 537.30 |
| 000739 | Farrell, Michael | 0.90 | 823.50 | 741.15 |
| 001842 | Del Castillo, Joshua | 19.10 | 688.50 | 13,150.35 |
| 002475 | Ahmar, Gina | 9.10 | 301.50 | 2,743.65 |
| | | <u>29.70</u> | | <u>\$17,172.45</u> |
| Subtotal Fees | | | | \$17,172.45 |
| Discount | | | | 0.00 |
| Total Fees | | | | 17,172.45 |
| Total Disbursements | | | | 0.00 |

Attorney Billing Instructions

| | | | |
|--------------------------|----------------|--------------------------|--------------|
| <input type="checkbox"/> | BILL ALL | <input type="checkbox"/> | Hold |
| <input type="checkbox"/> | BILL FEES ONLY | <input type="checkbox"/> | Write Off |
| <input type="checkbox"/> | BILL COST ONLY | <input type="checkbox"/> | Transfer All |

Billing Instructions

expires 6/30/2023: 10% off standard rates (automatic)

Account Summary – As Of 01/03/23

| | Fiscal YTD | | | Calendar YTD | | | LTD | | |
|--------------|------------|-----------|--------|--------------|--------|-------|------------|------------|---------------|
| | Total | Fees | Disb. | Total | Fees | Disb. | Total | Fees | Disbursements |
| Worked | 25,723.65 | 25,324.65 | 399.00 | 413.10 | 413.10 | 0.00 | 917,831.72 | 917,062.42 | 769.30 |
| Unbilled Adj | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 48,206.61 | 48,206.61 | 0.00 |
| Billed | 55,081.25 | 54,423.45 | 657.80 | 0.00 | 0.00 | 0.00 | 801,125.60 | 801,125.60 | 769.30 |

01/06/23 14:44:04 PROFORMA STATEMENT FOR MATTER 378224.00003 (Winkler, Geoff/Receiver for Essex Capita) (Asset Recovery & Management)

| | | | | | | | | | |
|---------------------|------------------|------------------|--------------|------|------|------|------------|------------|--------|
| Collected | 55,081.25 | 54,423.45 | 657.80 | 0.00 | 0.00 | 0.00 | 801,894.90 | 801,125.60 | 769.30 |
| AR Write Off | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | Fees | Costs | | | | | | |
| WIP | 25,324.65 | 25,324.65 | 0.00 | | | | | | |
| Balance | | | | | | | | | |
| AR Balance | 0.00 | 0.00 | 0.00 | | | | | | |
| Unalloc | 0.00 | | | | | | | | |
| Payment | | | | | | | | | |
| Client Trust | 0.00 | | | | | | | | |
| Balance | | | | | | | | | |

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Geoff Winkler
 Managing Director
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222

01/06/23 14:44:05 PROFORMA STATEMENT FOR MATTER 378224.00004 (Winkler, Geoff/Receiver for Essex Capita) (Investigation/Reporting)

Preliminary Billing Form

Billing Atty: 001842 - Del Castillo, Matter #: 378224.00004 Client Name: Winkler, Geoff/Receiver for Essex Capita
 Joshua
 Date of Last Billing: 10/05/22 Matter Name: Investigation/Reporting
 Proforma Number: 1196458
 Client/Matter Joint Group # 378224-1 Client Matter Number:

Fees for Matter 378224.00004.(Investigation/Reporting)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|-------------|-------|--------|----------|--------|--------|----|-------|
| 10/06/22 | 8988652 | Analysis of Perry memo from Iannelli, follow-up with counsel and Receiver, draft memorandum. | Zaro, David | 0.60 | 537.30 | 537.30 | WO | HD | TR | _____ |
| 10/13/22 | 8996250 | Evaluate the email from Mr. Hall with attachments and analysis of the claims as to MBT and related parties. | Zaro, David | 0.80 | 716.40 | 1,253.70 | WO | HD | TR | _____ |
| 10/17/22 | 9001465 | Several emails, review of documents, accounting information and analysis of prospective third party claims, including elements of claims against bank, lender and advice to counsel. | Zaro, David | 0.60 | 537.30 | 1,791.00 | WO | HD | TR | _____ |
| 10/19/22 | 9001491 | Work on further issues and research/investigation of third party claims, lender liability and follow-up to advise counsel. | Zaro, David | 0.60 | 537.30 | 2,328.30 | WO | HD | TR | _____ |
| 10/25/22 | 9008564 | Further analysis of the claims against third party bank/lender and address potential aiding/abetting claims, follow-up meeting with counsel. | Zaro, David | 0.60 | 537.30 | 2,865.60 | WO | HD | TR | _____ |

01/06/23 14:44:05 PROFORMA STATEMENT FOR MATTER 378224.00004 (Winkler, Geoff/Receiver for Essex Capita) (Investigation/Reporting)

Fees for Matter 378224.00004.(Investigation/Reporting)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|---|----------------------|-------|----------|----------|--------|--------|----|-------|
| 10/26/22 | 9008573 | Analysis related to approach to the records received from Receiver and MBT, address Receiver accounting and conferences as to the claims/strategy to pursue third party claims. | Zaro, David | 0.60 | 537.30 | 3,402.90 | WO | HD | TR | _____ |
| 10/31/22 | 9010185 | Review documents, emails to Receiver's office, and commence preparation of Thirteenth Interim Report (2.5). | Del Castillo, Joshua | 2.50 | 1,721.25 | 5,124.15 | WO | HD | TR | _____ |
| 11/01/22 | 9044989 | Update and revise interim report | Pham, Matt D. | 1.40 | 674.10 | 5,798.25 | WO | HD | TR | _____ |
| 11/08/22 | 9022268 | Finalize draft interim report and transmit to Receiver for review and approval (0.6). | Del Castillo, Joshua | 0.60 | 413.10 | 6,211.35 | WO | HD | TR | _____ |
| 11/30/22 | 9041705 | Review emails regarding proposed production of materials to defendant Iannelli (0.2). | Del Castillo, Joshua | 0.20 | 137.70 | 6,349.05 | WO | HD | TR | _____ |
| 12/21/22 | 9073371 | Draft notice and proposed order relating to 13th interim report, and finalize 13th interim report | Pham, Matt D. | 0.30 | 144.45 | 6,493.50 | WO | HD | TR | _____ |

Proforma Summary

Timekeeper

| Number | Timekeeper | Hours | Rate | Amounts |
|---------------------|----------------------|-------|--------|------------|
| 000313 | Zaro, David | 3.80 | 895.50 | 3,402.90 |
| 001842 | Del Castillo, Joshua | 3.30 | 688.50 | 2,272.05 |
| 002510 | Pham, Matt D. | 1.70 | 481.50 | 818.55 |
| | | 8.80 | | \$6,493.50 |
| Subtotal Fees | | | | \$6,493.50 |
| Discount | | | | 0.00 |
| Total Fees | | | | 6,493.50 |
| Total Disbursements | | | | 0.00 |

01/06/23 14:44:05 PROFORMA STATEMENT FOR MATTER 378224.00004 (Winkler, Geoff/Receiver for Essex Capita) (Investigation/Reporting)

Attorney Billing Instructions

| | | | |
|-----|----------------|-----|--------------|
| () | BILL ALL | () | Hold |
| () | BILL FEES ONLY | () | Write Off |
| () | BILL COST ONLY | () | Transfer All |

Billing Instructions

| |
|---|
| expires 6/30/2023: 10% off standard rates (automatic) |
|---|

Account Summary – As Of 01/03/23

| | Fiscal YTD | | | Calendar YTD | | | LTD | | |
|---------------------|------------------|------------------|-------------|--------------|--------|-------|------------|------------|---------------|
| | Total | Fees | Disb. | Total | Fees | Disb. | Total | Fees | Disbursements |
| Worked | 11,099.70 | 11,099.70 | 0.00 | 550.80 | 550.80 | 0.00 | 287,813.73 | 287,713.71 | 100.02 |
| Unbilled Adj | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 23,360.67 | 23,360.67 | 0.00 |
| Billed | 15,015.60 | 15,015.60 | 0.00 | 0.00 | 0.00 | 0.00 | 242,177.94 | 242,177.94 | 100.02 |
| Collected | 15,015.60 | 15,015.60 | 0.00 | 0.00 | 0.00 | 0.00 | 242,277.96 | 242,177.94 | 100.02 |
| AR Write Off | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| WIP | 11,099.70 | 11,099.70 | 0.00 | | | | | | |
| Balance | | | | | | | | | |
| AR Balance | 0.00 | 0.00 | 0.00 | | | | | | |
| Unalloc | 0.00 | | | | | | | | |
| Payment | | | | | | | | | |
| Client Trust | 0.00 | | | | | | | | |
| Balance | | | | | | | | | |

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Geoff Winkler
 Managing Director
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222

01/06/23 14:44:07 PROFORMA STATEMENT FOR MATTER 378224.00005 (Winkler, Geoff/Receiver for Essex Capita) (Investor Issues/Communications)

Preliminary Billing Form

Billing Atty: 001842 - Del Castillo, Matter #: 378224.00005 Client Name: Winkler, Geoff/Receiver for Essex Capita
 Joshua
 Date of Last Billing: 10/05/22 Matter Name: Investor Issues/Communications
 Proforma Number: 1196458
 Client/Matter Joint Group # 378224-1 Client Matter Number:

Fees for Matter 378224.00005.(Investor Issues/Communications)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | |
|------------|---------|--|----------------------|-------|--------|--------|--------|--------|----|
| 11/23/22 | 9036728 | Review and reply to creditor voicemail regarding status of case and distributions (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 344.25 | WO | HD | TR |
| 12/06/22 | 9051126 | Teleconference with creditor J. Gally regarding status of receivership and potential for additional distributions to creditors (0.2); follow-up emails regarding same (0.2). | Del Castillo, Joshua | 0.40 | 275.40 | 619.65 | WO | HD | TR |

Proforma Summary

| Timekeeper | | Hours | Rate | Amounts |
|---------------------|----------------------|-------|--------|----------|
| Number | Timekeeper | | | |
| 001842 | Del Castillo, Joshua | 0.90 | 688.50 | 619.65 |
| | | 0.90 | | \$619.65 |
| Subtotal Fees | | | | \$619.65 |
| Discount | | | | 0.00 |
| Total Fees | | | | 619.65 |
| Total Disbursements | | | | 0.00 |

Attorney Billing Instructions

() BILL ALL () Hold

01/06/23 14:44:07 PROFORMA STATEMENT FOR MATTER 378224.00005 (Winkler, Geoff/Receiver for Essex Capita) (Investor Issues/Communications)

() BILL FEES ONLY () Write Off
 () BILL COST ONLY () Transfer All

Billing Instructions

expires 6/30/2023: 10% off standard rates (automatic)

Account Summary – As Of 01/03/23

| | Fiscal YTD | | | Calendar YTD | | | LTD | | |
|-----------------------------|-----------------|-----------------|--------------|--------------|------|-------|-----------|-----------|---------------|
| | Total | Fees | Disb. | Total | Fees | Disb. | Total | Fees | Disbursements |
| Worked | 3,786.75 | 3,786.75 | 0.00 | 0.00 | 0.00 | 0.00 | 18,112.76 | 18,069.75 | 43.01 |
| Unbilled Adj | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Billed | 836.55 | 836.55 | 0.00 | 0.00 | 0.00 | 0.00 | 13,632.30 | 13,632.30 | 43.01 |
| Collected | 836.55 | 836.55 | 0.00 | 0.00 | 0.00 | 0.00 | 13,675.31 | 13,632.30 | 43.01 |
| AR Write Off | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | Fees | Costs | | | | | | |
| WIP Balance | 3,786.75 | 3,786.75 | 0.00 | | | | | | |
| AR Balance | 0.00 | 0.00 | 0.00 | | | | | | |
| Unalloc Payment | 0.00 | | | | | | | | |
| Client Trust Balance | 0.00 | | | | | | | | |

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Geoff Winkler
 Managing Director
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222

01/06/23 14:44:08 PROFORMA STATEMENT FOR MATTER 378224.00009 (Winkler, Geoff/Receiver for Essex Capita) (Third Party Claims & Recoveries)

Preliminary Billing Form

Billing Atty: 001842 - Del Castillo, Joshua

Matter #: 378224.00009

Client Name: Winkler, Geoff/Receiver for Essex Capita

Date of Last Billing: 10/05/22

Matter Name: Third Party Claims & Recoveries

Proforma Number: 1196458

Client/Matter Joint Group # 378224-1

Client Matter Number:

Fees for Matter 378224.00009.(Third Party Claims & Recoveries)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|----------------------|-------|--------|----------|--------|--------|----|-------|
| 10/05/22 | 9012748 | Phone call with Geoff Winkler and Mike Farrell regarding settlement in Emmons and Nicholson actions | Pham, Matt D. | 0.80 | 385.20 | 385.20 | WO | HD | TR | _____ |
| 10/12/22 | 8992416 | Review correspondence from J. Hall regarding prospective claim against third party lender (0.2). | Del Castillo, Joshua | 0.20 | 137.70 | 522.90 | WO | HD | TR | _____ |
| 10/13/22 | 8993522 | Review and respond to correspondence regarding analysis of prospective third party asset recovery claim and confer regarding same (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 867.15 | WO | HD | TR | _____ |
| 10/17/22 | 9012833 | Review and analyze emails from client regarding MB&T and confer with Josh del Castillo regarding MB&T claims | Pham, Matt D. | 0.60 | 288.90 | 1,156.05 | WO | HD | TR | _____ |
| 10/17/22 | 9012962 | Analysis and exchange of e-mails re: potential third party claim and basis for same. | Farrell, Michael | 0.30 | 247.05 | 1,403.10 | WO | HD | TR | _____ |
| 10/18/22 | 9013230 | Conferences, analysis and review of materials re: potential third party claims. | Farrell, Michael | 0.80 | 658.80 | 2,061.90 | WO | HD | TR | _____ |

01/06/23 14:44:08 PROFORMA STATEMENT FOR MATTER 378224.00009 (Winkler, Geoff/Receiver for Essex Capita) (Third Party Claims & Recoveries)

Fees for Matter 378224.00009.(Third Party Claims & Recoveries)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|--|-------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 10/21/22 | 9012901 | [GRIMM] Draft email to opposing counsel regarding service of complaint and summons | Pham, Matt D. | 0.20 | 96.30 | 2,158.20 | WO | HD | TR | _____ |
| 10/25/22 | 9015163 | Conference, analysis and exchange of e-mails re: strategy to address potential third party claims. | Farrell, Michael | 0.50 | 411.75 | 2,569.95 | WO | HD | TR | _____ |
| 10/26/22 | 9013000 | Confer with Josh del Castillo regarding deepening insolvency | Pham, Matt D. | 0.10 | 48.15 | 2,618.10 | WO | HD | TR | _____ |
| 10/26/22 | 9013002 | [GRIMM] Draft email to opposing counsel regarding accepting service | Pham, Matt D. | 0.10 | 48.15 | 2,666.25 | WO | HD | TR | _____ |
| 10/26/22 | 9015569 | Conference, analysis and review of various materials re: potential third party claims and strategy to address same. | Farrell, Michael | 1.10 | 905.85 | 3,572.10 | WO | HD | TR | _____ |
| 10/31/22 | 9015786 | Telephone conference, analysis and exchange of e-mails re: issues for memorandum on third party claims. | Farrell, Michael | 0.80 | 658.80 | 4,230.90 | WO | HD | TR | _____ |
| 11/09/22 | 9043363 | Initial review of memorandum re: third party claims and exchanged e-mails re: same. | Farrell, Michael | 0.60 | 494.10 | 4,725.00 | WO | HD | TR | _____ |
| 11/11/22 | 9045167 | Meet with Geoff Winkler and Mike Farrell regarding settlement in Nicholson and Reyner actions; follow up call with Mike Farrell regarding same | Pham, Matt D. | 0.50 | 240.75 | 4,965.75 | WO | HD | TR | _____ |
| 11/21/22 | 9042624 | Initial review and analysis of revised memorandum re: potential third party recovery. | Farrell, Michael | 0.40 | 329.40 | 5,295.15 | WO | HD | TR | _____ |
| 11/22/22 | 9036042 | Review and analysis of revised version of memorandum re: potential third party claims | Farrell, Michael | 1.60 | 1,317.60 | 6,612.75 | WO | HD | TR | _____ |

01/06/23 14:44:08 PROFORMA STATEMENT FOR MATTER 378224.00009 (Winkler, Geoff/Receiver for Essex Capita) (Third Party Claims & Recoveries)

Fees for Matter 378224.00009.(Third Party Claims & Recoveries)

| Trans Date | Index | Description of Service Rendered and exchanged e-mails re: same. | Timekeeper | Hours | Fees | Sum | Circle | Action |
|------------|---------|---|------------------|-------|--------|----------|--------|--------|
| 11/22/22 | 9045340 | Draft multiple emails to client regarding settlement updates in disgorgement actions | Pham, Matt D. | 0.60 | 288.90 | 6,901.65 | WO | HD TR |
| 12/15/22 | 9072614 | Team meeting, analysis, and exchange of various e-mails re: potential pursuit of third party claims. | Farrell, Michael | 0.50 | 411.75 | 7,313.40 | WO | HD TR |
| 12/22/22 | 9071453 | Conference, analysis and exchange of e-mails re: potential demand to third party (.4); reviewed memorandum re: legal issues supporting same (.4). | Farrell, Michael | 0.80 | 658.80 | 7,972.20 | WO | HD TR |

Proforma Summary

Timekeeper

| Number | Timekeeper | Hours | Rate | Amounts |
|---------------------|----------------------|--------------|--------|-------------------|
| 000739 | Farrell, Michael | 7.40 | 823.50 | 6,093.90 |
| 001842 | Del Castillo, Joshua | 0.70 | 688.50 | 481.95 |
| 002510 | Pham, Matt D. | 2.90 | 481.50 | 1,396.35 |
| | | <u>11.00</u> | | <u>\$7,972.20</u> |
| Subtotal Fees | | | | \$7,972.20 |
| Discount | | | | 0.00 |
| Total Fees | | | | 7,972.20 |
| Total Disbursements | | | | 0.00 |

Attorney Billing Instructions

| | |
|---|---------------------------------------|
| <input type="checkbox"/> BILL ALL | <input type="checkbox"/> Hold |
| <input type="checkbox"/> BILL FEES ONLY | <input type="checkbox"/> Write Off |
| <input type="checkbox"/> BILL COST ONLY | <input type="checkbox"/> Transfer All |

Billing Instructions

expires 6/30/2023: 10% off standard rates (automatic)

01/06/23 14:44:08 PROFORMA STATEMENT FOR MATTER 378224.00009 (Winkler, Geoff/Receiver for Essex Capita) (Third Party Claims & Recoveries)

Account Summary – As Of 01/03/23

| | Fiscal YTD | | | Calendar YTD | | | LTD | | |
|---------------------|------------------|------------------|--------------|--------------|------|-------|-----------|-----------|---------------|
| | Total | Fees | Disb. | Total | Fees | Disb. | Total | Fees | Disbursements |
| Worked | 14,320.35 | 14,320.35 | 0.00 | 0.00 | 0.00 | 0.00 | 45,545.10 | 45,530.10 | 15.00 |
| Unbilled Adj | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 1,653.75 | 1,653.75 | 0.00 |
| Billed | 10,864.50 | 10,849.50 | 15.00 | 0.00 | 0.00 | 0.00 | 29,556.00 | 29,556.00 | 15.00 |
| Collected | 10,864.50 | 10,849.50 | 15.00 | 0.00 | 0.00 | 0.00 | 29,571.00 | 29,556.00 | 15.00 |
| AR Write Off | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | Fees | Costs | | | | | | |
| WIP | 14,320.35 | 14,320.35 | 0.00 | | | | | | |
| Balance | | | | | | | | | |
| AR Balance | 0.00 | 0.00 | 0.00 | | | | | | |
| Unalloc | 0.00 | | | | | | | | |
| Payment | | | | | | | | | |
| Client Trust | 0.00 | | | | | | | | |
| Balance | | | | | | | | | |

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Geoff Winkler
 Managing Director
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222

01/06/23 14:44:10 PROFORMA STATEMENT FOR MATTER 378224.00013 (Winkler, Geoff/Receiver for Essex Capita) (CVL Litigation (Winlker v. 915 Elm Avenu)

Preliminary Billing Form

Billing Atty: 001842 - Del Castillo,
Joshua

Matter #: 378224.00013

Client Name: Winkler, Geoff/Receiver for Essex Capita

Date of Last Billing: 10/05/22

Matter Name: CVL Litigation (Winlker v. 915 Elm Avenu

Proforma Number: 1196458

Client/Matter Joint Group # 378224-1

Client Matter Number:

Fees for Matter 378224.00013.(CVL Litigation (Winlker v. 915 Elm Avenu)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|---|--------------|-------|----------|----------|--------|--------|----|-------|
| 10/03/22 | 8986558 | Evaluate several emails to assess the lender claims and review/analysis of MTB loan documents, two loans, the terms concerning alleged defaults (1.8). Follow-up emails with counsel to address the default claims, advice as to strategy (.6). | Zaro, David | 2.40 | 2,149.20 | 2,149.20 | WO | HD | TR | _____ |
| 10/03/22 | 9010232 | Review court filings. | Lloyd, Kevin | 0.20 | 143.10 | 2,292.30 | WO | HD | TR | _____ |
| 10/04/22 | 8987299 | Research and further analysis concerning the loan agreements, the alleged loan defaults, the Receiver's response and advice to counsel. | Zaro, David | 1.10 | 985.05 | 3,277.35 | WO | HD | TR | _____ |
| 10/05/22 | 8988501 | Several calls with counsel related to the CVL settlement and the MB&T loan issues, follow-up (.3). Analysis of loan default, pre-payment issues and evaluate the additional loan documents, forbearance agreement and MBT communication (.5). | Zaro, David | 0.80 | 716.40 | 3,993.75 | WO | HD | TR | _____ |

01/06/23 14:44:10 PROFORMA STATEMENT FOR MATTER 378224.00013 (Winkler, Geoff/Receiver for Essex Capita) (CVL Litigation (Winlker v. 915 Elm Avenu)

Fees for Matter 378224.00013.(CVL Litigation (Winlker v. 915 Elm Avenu)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action |
|------------|---------|--|----------------------|-------|--------|----------|--------|--------|
| 12/01/22 | 9049832 | Evaluate the issues related to amended restructured agreements and follow-up. | Zaro, David | 0.60 | 537.30 | 4,531.05 | WO | HD TR |
| 12/22/22 | 9065186 | Review and respond to correspondence from Receiver and D. Cousineau regarding CVL settlement administration matters and deliver documents regarding same (0.3). | Del Castillo, Joshua | 0.30 | 206.55 | 4,737.60 | WO | HD TR |
| 12/30/22 | 9071177 | Review and respond to correspondence from Receiver regarding Reyner comments to documents relating to post-settlement performance issues (0.2); review notes and prior document redlines regarding same (0.4). | Del Castillo, Joshua | 0.60 | 413.10 | 5,150.70 | WO | HD TR |

Proforma Summary

| Timekeeper Number | Timekeeper | Hours | Rate | Amounts |
|---------------------|----------------------|-------------|--------|-------------------|
| 000313 | Zaro, David | 4.90 | 895.50 | 4,387.95 |
| 001842 | Del Castillo, Joshua | 0.90 | 688.50 | 619.65 |
| 002493 | Lloyd, Kevin | 0.20 | 715.50 | 143.10 |
| | | <u>6.00</u> | | <u>\$5,150.70</u> |
| Subtotal Fees | | | | \$5,150.70 |
| Discount | | | | 0.00 |
| Total Fees | | | | 5,150.70 |
| Total Disbursements | | | | 0.00 |

Attorney Billing Instructions

| | |
|---|---------------------------------------|
| <input type="checkbox"/> BILL ALL | <input type="checkbox"/> Hold |
| <input type="checkbox"/> BILL FEES ONLY | <input type="checkbox"/> Write Off |
| <input type="checkbox"/> BILL COST ONLY | <input type="checkbox"/> Transfer All |

Billing Instructions

01/06/23 14:44:10 PROFORMA STATEMENT FOR MATTER 378224.00013 (Winkler, Geoff/Receiver for Essex Capita) (CVL Litigation (Winkler v. 915 Elm Avenu)

expires 6/30/2023: 10% off standard rates (automatic)

Account Summary – As Of 01/03/23

| | Fiscal YTD | | | Calendar YTD | | | LTD | | |
|-----------------------------|------------------|------------------|--------------|--------------|----------|-------|------------|------------|---------------|
| | Total | Fees | Disb. | Total | Fees | Disb. | Total | Fees | Disbursements |
| Worked | 29,631.60 | 29,631.60 | 0.00 | 1,445.85 | 1,445.85 | 0.00 | 433,203.71 | 414,837.90 | 18,365.81 |
| Unbilled Adj | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 16,776.92 | 15,714.27 | 1,062.65 |
| Billed | 100,835.49 | 100,336.95 | 498.54 | 0.00 | 0.00 | 0.00 | 373,340.97 | 373,340.97 | 18,365.81 |
| Collected | 100,835.49 | 100,336.95 | 498.54 | 0.00 | 0.00 | 0.00 | 391,706.78 | 373,340.97 | 18,365.81 |
| AR Write Off | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | Fees | Costs | | | | | | |
| WIP Balance | 29,646.33 | 29,631.60 | 14.73 | | | | | | |
| AR Balance | 0.00 | 0.00 | 0.00 | | | | | | |
| Unalloc Payment | 0.00 | | | | | | | | |
| Client Trust Balance | 0.00 | | | | | | | | |

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Geoff Winkler
 Managing Director
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222

01/06/23 14:44:11 PROFORMA STATEMENT FOR MATTER 378224.00018 (Winkler, Geoff/Receiver for Essex Capita) (Largura Litigation)

Preliminary Billing Form

Billing Atty: 001842 - Del Castillo, Matter #: 378224.00018 Client Name: Winkler, Geoff/Receiver for Essex Capita
 Joshua
 Date of Last Billing: 10/05/22 Matter Name: Largura Litigation
 Proforma Number: 1196458
 Client/Matter Joint Group # 378224-1 Client Matter Number:

Fees for Matter 378224.00018.(Largura Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action |
|------------|---------|---|----------------------|-------|--------|--------|--------|--------|
| 10/05/22 | 8986507 | Confer with counsel regarding dismissal and review stipulation regarding dismissal (0.2). | Del Castillo, Joshua | 0.20 | 137.70 | 137.70 | WO | HD TR |

Proforma Summary

| Timekeeper Number | Timekeeper | Hours | Rate | Amounts |
|---------------------|----------------------|-------|--------|----------|
| 001842 | Del Castillo, Joshua | 0.20 | 688.50 | 137.70 |
| | | 0.20 | | \$137.70 |
| Subtotal Fees | | | | \$137.70 |
| Discount | | | | 0.00 |
| Total Fees | | | | 137.70 |
| Total Disbursements | | | | 0.00 |

Attorney Billing Instructions

- BILL ALL
- BILL FEES ONLY
- BILL COST ONLY
- Hold
- Write Off
- Transfer All

Billing Instructions

expires 6/30/2023: 10% off standard rates (automatic)

01/06/23 14:44:11 PROFORMA STATEMENT FOR MATTER 378224.00018 (Winkler, Geoff/Receiver for Essex Capita) (Largura Litigation)

Account Summary – As Of 01/03/23

| | Fiscal YTD | | | Calendar YTD | | | LTD | | |
|---------------------|-----------------|-----------------|--------------|--------------|------|-------|-----------|-----------|---------------|
| | Total | Fees | Disb. | Total | Fees | Disb. | Total | Fees | Disbursements |
| Worked | 2,759.40 | 2,759.40 | 0.00 | 0.00 | 0.00 | 0.00 | 35,247.65 | 35,242.65 | 5.00 |
| Unbilled Adj | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Billed | 28,574.10 | 28,574.10 | 0.00 | 0.00 | 0.00 | 0.00 | 32,483.25 | 32,483.25 | 5.00 |
| Collected | 28,574.10 | 28,574.10 | 0.00 | 0.00 | 0.00 | 0.00 | 32,488.25 | 32,483.25 | 5.00 |
| AR Write Off | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | Fees | Costs | | | | | | |
| WIP | 2,759.40 | 2,759.40 | 0.00 | | | | | | |
| Balance | | | | | | | | | |
| AR Balance | 0.00 | 0.00 | 0.00 | | | | | | |
| Unalloc | 0.00 | | | | | | | | |
| Payment | | | | | | | | | |
| Client Trust | 0.00 | | | | | | | | |
| Balance | | | | | | | | | |

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Geoff Winkler
 Managing Director
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222

01/06/23 14:44:11 PROFORMA STATEMENT FOR MATTER 378224.00019 (Winkler, Geoff/Receiver for Essex Capita) (Hopen Litigation)

Preliminary Billing Form

Billing Atty: 001842 - Del Castillo, Matter #: 378224.00019 Client Name: Winkler, Geoff/Receiver for Essex Capita
 Joshua
 Date of Last Billing: 10/05/22 Matter Name: Hopen Litigation
 Proforma Number: 1196458
 Client/Matter Joint Group # 378224-1 Client Matter Number:

Fees for Matter 378224.00019.(Hopen Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|----------------------|-------|--------|----------|--------|--------|----|-------|
| 10/03/22 | 8984571 | Review stipulation and order regarding notice of settlement and confer regarding same (0.2). | Del Castillo, Joshua | 0.20 | 137.70 | 137.70 | WO | HD | TR | _____ |
| 10/03/22 | 9002663 | Analysis and review of settlement notice and court order in response to same. | Farrell, Michael | 0.30 | 247.05 | 384.75 | WO | HD | TR | _____ |
| 10/12/22 | 9010911 | Analysis and review of settlement agreement e-mails. | Farrell, Michael | 0.20 | 164.70 | 549.45 | WO | HD | TR | _____ |
| 10/19/22 | 9012870 | Draft confidentiality provision for settlement agreement; draft email to opposing counsel regarding same | Pham, Matt D. | 0.30 | 144.45 | 693.90 | WO | HD | TR | _____ |
| 10/19/22 | 9013410 | Analysis and review of e-mails re: new term for settlement agreement (.2); analysis re: potential enforcement issues (.2). | Farrell, Michael | 0.40 | 329.40 | 1,023.30 | WO | HD | TR | _____ |
| 10/21/22 | 9012894 | Make revisions to settlement agreement; draft email to opposing counsel regarding such revisions | Pham, Matt D. | 0.50 | 240.75 | 1,264.05 | WO | HD | TR | _____ |
| 10/25/22 | 9005087 | Review documents and teleconference with M. Pham regarding prospective application | Del Castillo, Joshua | 0.20 | 137.70 | 1,401.75 | WO | HD | TR | _____ |

01/06/23 14:44:11 PROFORMA STATEMENT FOR MATTER 378224.00019 (Winkler, Geoff/Receiver for Essex Capita) (Hopen Litigation)

Fees for Matter 378224.00019.(Hopen Litigation)

| Trans Date | Index | Description of Service Rendered to file under seal (0.2). | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|------------------|-------|----------|----------|--------|--------|----|-------|
| 10/25/22 | 9012987 | Draft email to opposing counsel regarding settlement agreement (0.2); Draft email to client regarding settlement agreement (0.1); Draft application to file settlement stipulation under seal (0.5) | Pham, Matt D. | 0.80 | 385.20 | 1,786.95 | WO | HD | TR | _____ |
| 10/26/22 | 9013004 | Draft proposed order granting application to file settlement stipulation under seal and supporting declaration (0.3); Draft stipulation to approve settlement agreement (0.5); Continue drafting stipulation to approve settlement agreement (1.3) | Pham, Matt D. | 2.10 | 1,011.15 | 2,798.10 | WO | HD | TR | _____ |
| 10/26/22 | 9015283 | Analysis and review of e-mails re: settlement agreement. | Farrell, Michael | 0.20 | 164.70 | 2,962.80 | WO | HD | TR | _____ |
| 10/27/22 | 9007756 | Review, analysis and revision of draft settlement stipulation and related documents and exchanged e-mails re: same. | Farrell, Michael | 0.90 | 741.15 | 3,703.95 | WO | HD | TR | _____ |
| 10/27/22 | 9013026 | Continue drafting stipulation to approve settlement agreement (0.8); Continue drafting application to file settlement stipulation under seal and supporting declaration (0.9); Continue drafting, revise, and finalize application to file settlement stipulation under seal, supporting declaration, and proposed order (1.5) | Pham, Matt D. | 3.20 | 1,540.80 | 5,244.75 | WO | HD | TR | _____ |
| 11/01/22 | 9044979 | Draft email to opposing counsel regarding settlement, stipulation for settlement approval, and application to file under seal | Pham, Matt D. | 0.40 | 192.60 | 5,437.35 | WO | HD | TR | _____ |

01/06/23 14:44:11 PROFORMA STATEMENT FOR MATTER 378224.00019 (Winkler, Geoff/Receiver for Essex Capita) (Hopen Litigation)

Fees for Matter 378224.00019.(Hopen Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|---|----------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 11/01/22 | 9045965 | Analysis and review of e-mails re: settlement issues and procedures. | Farrell, Michael | 0.20 | 164.70 | 5,602.05 | WO | HD | TR | _____ |
| 11/02/22 | 9046163 | Analysis and review of e-mails re: procedural issues and upcoming court appearance. | Farrell, Michael | 0.20 | 164.70 | 5,766.75 | WO | HD | TR | _____ |
| 11/03/22 | 9045044 | Attend status conference | Pham, Matt D. | 0.40 | 192.60 | 5,959.35 | WO | HD | TR | _____ |
| 11/07/22 | 9045076 | Revise and finalize application to file stipulation under seal and related documents | Pham, Matt D. | 0.20 | 96.30 | 6,055.65 | WO | HD | TR | _____ |
| 11/07/22 | 9047590 | Analysis and review of e-mails re: settlement document issues. | Farrell, Michael | 0.30 | 247.05 | 6,302.70 | WO | HD | TR | _____ |
| 11/08/22 | 9021850 | Confer with counsel regarding status of settlement (0.3). | Del Castillo, Joshua | 0.30 | 206.55 | 6,509.25 | WO | HD | TR | _____ |
| 11/21/22 | 9042591 | Analysis and review of e-mails re: settlement performance and procedural issues. | Farrell, Michael | 0.20 | 164.70 | 6,673.95 | WO | HD | TR | _____ |
| 11/22/22 | 9045342 | Draft stipulation and proposed order regarding dismissal of action with prejudice | Pham, Matt D. | 0.30 | 144.45 | 6,818.40 | WO | HD | TR | _____ |
| 12/02/22 | 9048408 | Review and respond to confirmation of receipt of settlement payments and order dismissing litigation (0.2). | Del Castillo, Joshua | 0.20 | 137.70 | 6,956.10 | WO | HD | TR | _____ |

Disbursements for Matter 378224.00019 (Hopen Litigation)

01/06/23 14:44:11 PROFORMA STATEMENT FOR MATTER 378224.00019 (Winkler, Geoff/Receiver for Essex Capita) (Hopen Litigation)

| Trans Date | Index | Type | Quantity | Amt | WO | HD | TR | |
|------------|---------|--|----------|-------|----|----|----|-------|
| 10/27/22 | 2792323 | RSRCH – WestLaw | 0.00 | 86.00 | WO | HD | TR | _____ |
| 11/03/22 | 2791815 | MILE – -(N-A),From:: 6311 Monterey Road, Los Angeles, California, USATo:: Los Angeles Federal Court House, 350 W 1st St, Los Angeles, CA 90012, USATo:: 6311 Monterey Road, Los Angeles, California, USA | 0.00 | 7.46 | WO | HD | TR | _____ |
| 11/03/22 | 2791816 | Travel to and from courthouse for status conference in Winkler v. Hopen PARK – -Unified Parking,Parking near courthouse for status conference in Winkler v. Hopen | 0.00 | 7.00 | WO | HD | TR | _____ |

Proforma Summary

Timekeeper

| Number | Timekeeper | Hours | Rate | Amounts |
|---------------------|----------------------|-------|--------|------------|
| 000739 | Farrell, Michael | 2.90 | 823.50 | 2,388.15 |
| 001842 | Del Castillo, Joshua | 0.90 | 688.50 | 619.65 |
| 002510 | Pham, Matt D. | 8.20 | 481.50 | 3,948.30 |
| | | 12.00 | | \$6,956.10 |
| Subtotal Fees | | | | \$6,956.10 |
| Discount | | | | 0.00 |
| Total Fees | | | | 6,956.10 |
| Total Disbursements | | | | 100.46 |

Attorney Billing Instructions

| | |
|---|---------------------------------------|
| <input type="checkbox"/> BILL ALL | <input type="checkbox"/> Hold |
| <input type="checkbox"/> BILL FEES ONLY | <input type="checkbox"/> Write Off |
| <input type="checkbox"/> BILL COST ONLY | <input type="checkbox"/> Transfer All |

Billing Instructions

expires 6/30/2023: 10% off standard rates (automatic)

Account Summary – As Of 01/03/23

| | Fiscal YTD | | Calendar YTD | | | | LTD | | |
|--------------|------------|-----------|--------------|-------|------|-------|-----------|-----------|---------------|
| | Total | Fees | Disb. | Total | Fees | Disb. | Total | Fees | Disbursements |
| Worked | 33,292.35 | 33,292.35 | 0.00 | 0.00 | 0.00 | 0.00 | 51,894.11 | 51,793.65 | 100.46 |
| Unbilled Adj | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 165.60 | 165.60 | 0.00 |

01/06/23 14:44:11 PROFORMA STATEMENT FOR MATTER 378224.00019 (Winkler, Geoff/Receiver for Essex Capita) (Hopen Litigation)

| | | | | | | | | | |
|-----------------------------|------------------|------------------|---------------|------|------|------|-----------|-----------|------|
| Billed | 13,086.00 | 13,086.00 | 0.00 | 0.00 | 0.00 | 0.00 | 18,335.70 | 18,335.70 | 0.00 |
| Collected | 13,086.00 | 13,086.00 | 0.00 | 0.00 | 0.00 | 0.00 | 18,335.70 | 18,335.70 | 0.00 |
| AR Write Off | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | Fees | Costs | | | | | | |
| WIP Balance | 33,392.81 | 33,292.35 | 100.46 | | | | | | |
| AR Balance | 0.00 | 0.00 | 0.00 | | | | | | |
| Unalloc Payment | 0.00 | | | | | | | | |
| Client Trust Balance | 0.00 | | | | | | | | |

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Geoff Winkler
 Managing Director
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

Preliminary Billing Form

Billing Atty: 001842 - Del Castillo, Matter #: 378224.00020 Client Name: Winkler, Geoff/Receiver for Essex Capita
 Joshua
 Date of Last Billing: 10/05/22 Matter Name: Nicholson Litigation
 Proforma Number: 1196458
 Client/Matter Joint Group # 378224-1 Client Matter Number:

Fees for Matter 378224.00020.(Nicholson Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|----------------------|-------|----------|----------|--------|--------|----|-------|
| 10/03/22 | 8984573 | Emails and teleconference regarding settlement and accounting issues (0.4). | Del Castillo, Joshua | 0.40 | 275.40 | 275.40 | WO | HD | TR | _____ |
| 10/05/22 | 9003758 | Conference call with client, review of documents, analysis and exchange of various e-mails re: strategy for upcoming settlement conference (1.5); outlined settlement calculations and scenarios (.3). | Farrell, Michael | 1.80 | 1,482.30 | 1,757.70 | WO | HD | TR | _____ |
| 10/05/22 | 9012750 | Review and analyze defendant's document production and draft email to Mike Farrell regarding clarification on investments (1.0); Review and analyze defendant's document production and perform accounting and lease analysis (1.9); Create accounting/damages calculation spreadsheet and analyze various damages scenarios for settlement conference (2.2); Confer with Mike Farrell regarding various damages scenarios (0.7) | Pham, Matt D. | 5.80 | 2,792.70 | 4,550.40 | WO | HD | TR | _____ |
| 10/06/22 | 8987668 | Confer with counsel regarding settlement posture and analysis (0.3). | Del Castillo, Joshua | 0.30 | 206.55 | 4,756.95 | WO | HD | TR | _____ |

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

Fees for Matter 378224.00020.(Nicholson Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|--|----------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 10/06/22 | 8988649 | Several conferences, advice to counsel related to the Nicholson settlement conference and next steps. | Zaro, David | 0.40 | 358.20 | 5,115.15 | WO | HD | TR | _____ |
| 10/06/22 | 9003824 | Outlined arguments in preparation for settlement conference, including review of pertinent documents (.8); participation in settlement conference and analysis re: results of same (2.7); various conferences and analysis re: potential settlement, summary judgment and trial issues (.6). | Farrell, Michael | 4.10 | 3,376.35 | 8,491.50 | WO | HD | TR | _____ |
| 10/06/22 | 9012751 | Virtually attend mandatory settlement conference | Pham, Matt D. | 3.30 | 1,588.95 | 10,080.45 | WO | HD | TR | _____ |
| 10/07/22 | 9010317 | Review, analysis and exchange of e-mails with client and clerk re: response to magistrate's settlement proposal. | Farrell, Michael | 0.30 | 247.05 | 10,327.50 | WO | HD | TR | _____ |
| 10/11/22 | 8990825 | Review order regarding mandatory settlement conference and confer with M. Pham regarding status of litigation (0.2). | Del Castillo, Joshua | 0.20 | 137.70 | 10,465.20 | WO | HD | TR | _____ |
| 10/14/22 | 8998157 | Reviewed rebuttal expert witness disclosure and exchanged e-mails re: same (.4); analysis and exchange of e-mails re: deposition transcript (.2). | Farrell, Michael | 0.60 | 494.10 | 10,959.30 | WO | HD | TR | _____ |
| 10/17/22 | 8996127 | Confer with counsel regarding motion for summary judgment and trial issues (0.3). | Del Castillo, Joshua | 0.30 | 206.55 | 11,165.85 | WO | HD | TR | _____ |
| 10/19/22 | 8999071 | Review emails and prepare inquiries to M. Pham regarding summary judgment and trial strategy (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 11,510.10 | WO | HD | TR | _____ |

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

Fees for Matter 378224.00020.(Nicholson Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|---|----------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 10/26/22 | 9005802 | Review documents and emails with counsel regarding litigation status (0.4). | Del Castillo, Joshua | 0.40 | 275.40 | 11,785.50 | WO | HD | TR | _____ |
| 10/27/22 | 9007741 | Further review and analysis of rebuttal expert witness report and forwarded same to clients. | Farrell, Michael | 0.80 | 658.80 | 12,444.30 | WO | HD | TR | _____ |
| 10/28/22 | 9008628 | Review rebuttal expert report and confer with counsel regarding same (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 12,788.55 | WO | HD | TR | _____ |
| 10/28/22 | 9010768 | Analysis and exchange of e-mails with clients re: rebuttal expert report. | Farrell, Michael | 0.20 | 164.70 | 12,953.25 | WO | HD | TR | _____ |
| 11/01/22 | 9044969 | Review order re summary judgment motions, trial scheduling order, and local rules for upcoming summary judgment and trial deadlines | Pham, Matt D. | 0.40 | 192.60 | 13,145.85 | WO | HD | TR | _____ |
| 11/07/22 | 9047603 | Review and analysis of e-mail from opposing counsel re: motion for summary judgment meet and confer issues and analysis re: response to same. | Farrell, Michael | 0.40 | 329.40 | 13,475.25 | WO | HD | TR | _____ |
| 11/08/22 | 9045115 | Confer with Mike Farrell regarding summary judgment scheduling and deadlines | Pham, Matt D. | 0.50 | 240.75 | 13,716.00 | WO | HD | TR | _____ |
| 11/09/22 | 9043359 | Analysis and exchange of various e-mails re: motion for summary judgment meet and confer issues and timing. | Farrell, Michael | 0.50 | 411.75 | 14,127.75 | WO | HD | TR | _____ |
| 11/09/22 | 9045140 | Review and analyze deposition of Geoff Winkler in preparation for summary judgment motion | Pham, Matt D. | 2.70 | 1,300.05 | 15,427.80 | WO | HD | TR | _____ |

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

Fees for Matter 378224.00020.(Nicholson Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|--|----------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 11/10/22 | 9024402 | Prepare for and teleconference with M. Pham and M. Farrell regarding prospective motion for summary judgment and trial issues (0.8); review discovery responses and defendant's expert report (0.6). | Del Castillo, Joshua | 1.40 | 963.90 | 16,391.70 | WO | HD | TR | _____ |
| 11/10/22 | 9043705 | Analysis and exchange of e-mails re: summary judgment issues (.2); conference call and analysis re: strategy to address motion for summary judgment issues raised by opposing counsel (.8); telephone conference and analysis re: open issues and call strategy on summary judgment (.2); conference call with opposing counsel re: motion for summary judgment, timing issues and potential settlement (.7); analysis re: potential settlement positions/strategy in light of call with counsel (.2). | Farrell, Michael | 2.10 | 1,729.35 | 18,121.05 | WO | HD | TR | _____ |
| 11/10/22 | 9045157 | Review and analyze document production from Nicholson in preparation for summary judgment motion Confer with Mike Farrell and Josh del Castillo regarding approach for summary judgment motion (0.6); Confer with Mike Farrell regarding strategy on summary judgment arguments (0.1); Meet and confer with opposing counsel regarding summary judgment motions (0.8); Confer with Mike Farrell regarding settlement approach and summary judgment approach (0.2); Begin drafting joint brief and joint appendix of undisputed and disputed facts re summary judgment motion (1.0) | Pham, Matt D. | 3.50 | 1,685.25 | 19,806.30 | WO | HD | TR | _____ |

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

Fees for Matter 378224.00020.(Nicholson Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|------------------|-------|----------|-----------|--------|--------|----|-------|
| 11/11/22 | 9043842 | Preparation for and participation in conference call with client re: recent meet and confer, issues raised therein, and strategy going forward. | Farrell, Michael | 0.40 | 329.40 | 20,135.70 | WO | HD | TR | _____ |
| 11/14/22 | 9043986 | Analysis and review of e-mail and attached document re: proposed stipulation on fund transfers. | Farrell, Michael | 0.40 | 329.40 | 20,465.10 | WO | HD | TR | _____ |
| 11/15/22 | 9044108 | Telephone conference with opposing counsel re: settlement issues and analysis re: same (.3); conference and analysis re: tolling issues (.2); analysis re: summary judgment issues and strategy (.4). | Farrell, Michael | 0.90 | 741.15 | 21,206.25 | WO | HD | TR | _____ |
| 11/15/22 | 9045219 | Begin drafting declaration of Geoff Winkler in support of summary judgment motion (0.6); Revise proposed stipulation regarding undisputed facts (1.5); Continue drafting joint appendix of undisputed and disputed facts and joint brief (1.8) | Pham, Matt D. | 3.90 | 1,877.85 | 23,084.10 | WO | HD | TR | _____ |
| 11/16/22 | 9044276 | Review and analysis of revised draft stipulatoin re: transfers of funds and exchanged e-mails re: same (.6); analysis and review of follow up e-mails re: same (.2); conference and analysis re: settlement issues and positions (.3). | Farrell, Michael | 1.10 | 905.85 | 23,989.95 | WO | HD | TR | _____ |
| 11/16/22 | 9045250 | Draft and revise proposed stipulation re undisputed facts (1.5); Continue drafting joint appendix of undisputed and disputed facts - facts relating to Ponzi scheme analysis (1.4); Continue drafting joint appendix of undisputed and disputed facts - Ponzi scheme facts (1.3) | Pham, Matt D. | 4.20 | 2,022.30 | 26,012.25 | WO | HD | TR | _____ |

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

Fees for Matter 378224.00020.(Nicholson Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle Action | | | |
|-------------------|--------------|--|-------------------|--------------|-------------|------------|----------------------|----|----|-------|
| 11/16/22 | 9045251 | Continue drafting declaration of Geoff Winkler in support of summary judgment motion (1.1); Continue drafting joint appendix of undisputed and disputed facts (1.8). | Pham, Matt D. | 2.90 | 1,396.35 | 27,408.60 | WO | HD | TR | _____ |
| 11/17/22 | 9044498 | Analysis and review of e-mails with opposing counsel re: motion for summary judgment stipulation (.3); review and analysis of draft Winkler Declaration for motion for summary judgment (.4); review and analysis of draft motion for summary judgment brief and exchanged various e-mails re: same (1.1); reviewed defendants' expert report and analysis re: potential effect on summary judgment issues (.5). | Farrell, Michael | 2.30 | 1,894.05 | 29,302.65 | WO | HD | TR | _____ |
| 11/17/22 | 9045258 | Continue drafting declaration of Geoff Winkler in support of summary judgment motion (2.0); Continue drafting Winkler declaration - schedules regarding forensic accounting (1.3); Continue drafting joint appendix of undisputed and disputed facts - facts re forensic accounting (1.9) | Pham, Matt D. | 5.20 | 2,503.80 | 31,806.45 | WO | HD | TR | _____ |
| 11/17/22 | 9045262 | Continue drafting joint appendix of undisputed and disputed facts - forensic accounting facts (0.9); Continue drafting joint appendix of undisputed and disputed facts - citations to evidentiary record (1.5); Continue drafting joint brief - fact section, argument regarding Ponzi scheme (2.3) | Pham, Matt D. | 4.70 | 2,263.05 | 34,069.50 | WO | HD | TR | _____ |
| 11/18/22 | 9044533 | Initial analysis and review of defendant's motion for summary judgment brief (.6); | Farrell, Michael | 1.00 | 823.50 | 34,893.00 | WO | HD | TR | _____ |

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

Fees for Matter 378224.00020.(Nicholson Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|------------------|-------|----------|-----------|--------|--------|----|-------|
| | | analysis and review of e-mail re: declaration issues (.1); began outlining potential arguments in response to defendant's motion (.3). | | | | | | | | |
| 11/23/22 | 9042024 | Analysis and exchange of various e-mails re: motion for summary judgment issues and timing. | Farrell, Michael | 0.40 | 329.40 | 35,222.40 | WO | HD | TR | _____ |
| 11/28/22 | 9041953 | Analysis and review of e-mails re: motion for summary judgment deadlines and adjustment to same. | Farrell, Michael | 0.30 | 247.05 | 35,469.45 | WO | HD | TR | _____ |
| 11/29/22 | 9045389 | Review and analyze defendant's portions of joint brief and joint appendix of undisputed and disputed facts | Pham, Matt D. | 2.20 | 1,059.30 | 36,528.75 | WO | HD | TR | _____ |
| 12/01/22 | 9049842 | Evaluate issues concerning Nicholson case, address strategy, prospective settlement options, confer with Receiver counsel. | Zaro, David | 0.40 | 358.20 | 36,886.95 | WO | HD | TR | _____ |
| 12/01/22 | 9063220 | Prepare outline regarding arguments in response to Nicholson's moving arguments (0.5); Review and analyze evidence presented by Nicholson for his summary judgment motion (0.9); Begin drafting responses to Nicholson's asserted undisputed facts (1.6) | Pham, Matt D. | 3.00 | 1,444.50 | 38,331.45 | WO | HD | TR | _____ |
| 12/01/22 | 9063221 | Continue reviewing Nicholson's evidence in support of his summary judgment motion (1.1); Continue drafting responses to Nicholson's asserted undisputed facts (1.6) | Pham, Matt D. | 2.70 | 1,300.05 | 39,631.50 | WO | HD | TR | _____ |
| 12/02/22 | 9049181 | Further review and analysis of Nicholson motion for summary judgment documents | Farrell, Michael | 4.10 | 3,376.35 | 43,007.85 | WO | HD | TR | _____ |

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

Fees for Matter 378224.00020.(Nicholson Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|---|-------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| | | and outlining issues for response (2.3); telephone conference, analysis and review of various materials re: strategy for opposition papers (1.8). | | | | | | | | |
| 12/02/22 | 9063231 | Confer with Mike Farrell regarding approach for specific arguments in response to Nicholson's summary judgment motion | Pham, Matt D. | 1.60 | 770.40 | 43,778.25 | WO | HD | TR | _____ |
| 12/04/22 | 9063236 | Begin drafting supplemental declaration of Geoff Winkler in response to Nicholson's summary judgment motion (1.1); Begin drafting supplemental facts for joint appendix of undisputed and disputed facts (1.3). | Pham, Matt D. | 2.40 | 1,155.60 | 44,933.85 | WO | HD | TR | _____ |
| 12/04/22 | 9063240 | Continue drafting responses to Nicholson's arguments in joint brief (2.7); Continue drafting supplemental facts for joint appendix of undisputed and disputed facts (1.4) | Pham, Matt D. | 4.10 | 1,974.15 | 46,908.00 | WO | HD | TR | _____ |
| 12/05/22 | 9063241 | Continue drafting responses to Nicholson's asserted undisputed facts in joint appendix of undisputed and disputed facts (2.6); Continue drafting joint brief - factual background (1.6) | Pham, Matt D. | 4.20 | 2,022.30 | 48,930.30 | WO | HD | TR | _____ |
| 12/05/22 | 9063242 | Continue drafting joint brief - argument regarding statute of limitations (1.2); Continue drafting joint brief - argument regarding transfer of equipment to Nicholson (1.9); Continue drafting joint brief - argument regarding Nice and SIU investments (1.2) | Pham, Matt D. | 4.30 | 2,070.45 | 51,000.75 | WO | HD | TR | _____ |

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

Fees for Matter 378224.00020.(Nicholson Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|--|----------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 12/05/22 | 9073759 | Telephone conferences, analysis and exchange of e-mails re: various summary judgment issues (1.1); review and analysis of draft receiver's declaration for summary judgment (.5). | Farrell, Michael | 1.60 | 1,317.60 | 52,318.35 | WO | HD | TR | _____ |
| 12/06/22 | 9051125 | Review draft motion for summary judgment materials and confer with counsel regarding same (0.9). | Del Castillo, Joshua | 0.90 | 619.65 | 52,938.00 | WO | HD | TR | _____ |
| 12/06/22 | 9063245 | Continue drafting joint brief - argument regarding inclusion of Nice and SIU investments (1.4); Continue drafting joint brief - argument regarding exclusion of Nicholson's payments to Ogin/Panasas (1.7) | Pham, Matt D. | 3.10 | 1,492.65 | 54,430.65 | WO | HD | TR | _____ |
| 12/06/22 | 9063247 | Continue drafting joint brief - argument regarding statute of limitations (1.1); Continue drafting responses to Nicholson's asserted undisputed facts (2.5); Confer with Mike Farrell regarding revisions to joint appendix of undisputed and disputed facts (0.4) | Pham, Matt D. | 4.00 | 1,926.00 | 56,356.65 | WO | HD | TR | _____ |
| 12/06/22 | 9074028 | Performed various tasks for summary judgment motion preparation, including review and revision of draft brief and separate statement, telephone conferences, and exchange of e-mails. | Farrell, Michael | 2.30 | 1,894.05 | 58,250.70 | WO | HD | TR | _____ |
| 12/07/22 | 9063255 | Update joint evidentiary appendix and compile and review parties' exhibits thereto | Pham, Matt D. | 1.60 | 770.40 | 59,021.10 | WO | HD | TR | _____ |
| 12/07/22 | 9074386 | Reviewed e-mails re: summary judgment issues (.2); began initial review of Nicholson | Farrell, Michael | 1.50 | 1,235.25 | 60,256.35 | WO | HD | TR | _____ |

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

Fees for Matter 378224.00020.(Nicholson Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|------------------|-------|----------|-----------|--------|--------|----|-------|
| 12/09/22 | 9054858 | Analysis and review of e-mails and documents re: summary judgment issues (.3); continued review and analysis of opposition papers filed by Nicholson (1.1). | Farrell, Michael | 1.40 | 1,152.90 | 61,409.25 | WO | HD | TR | _____ |
| 12/12/22 | 9063258 | Begin updating evidentiary citations and pincites in joint appendix of undisputed and disputed facts (1.5); Continue updating evidentiary citations and pincites in joint appendix of undisputed and disputed facts (1.0); Update evidentiary citations and pincites in joint brief (1.5) | Pham, Matt D. | 4.00 | 1,926.00 | 63,335.25 | WO | HD | TR | _____ |
| 12/13/22 | 9063278 | Draft notice of motion and motion for partial summary judgment (0.7); Make non-substantive revisions to joint papers in connection with cross motions for summary judgment (0.9); Phone call with opposing counsel regarding summary judgment motion filing logistics and trial extension, follow-up phone call with Mike Farrell regarding proposed order (0.3); Revise notice of motion and motion for partial summary judgment, proposed order, and joint brief per Mike Farrell's comments (1.3) | Pham, Matt D. | 3.20 | 1,540.80 | 64,876.05 | WO | HD | TR | _____ |
| 12/13/22 | 9072686 | Various conferences, analysis, review of documents and exchange of e-mails re: summary judgment documentation issues (1.3); conference call with opposing counsel re: motion for summary judgment hearing and trial dates and analysis re: results of same (.4). | Farrell, Michael | 1.70 | 1,399.95 | 66,276.00 | WO | HD | TR | _____ |

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

Fees for Matter 378224.00020.(Nicholson Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|--|----------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 12/14/22 | 9058378 | Initial review of filed motions for summary judgment/adjudication (1.1). | Del Castillo, Joshua | 1.10 | 757.35 | 67,033.35 | WO | HD | TR | _____ |
| 12/14/22 | 9063279 | Incorporate Nicholson's updated portions into joint brief and make additional formatting/non-substantive edits thereto (1.0); Make additional revisions to notice of motion and motion for partial summary judgment and proposed order (0.3); Draft email to opposing counsel regarding joint evidentiary appendix and filing procedure (0.2); Incorporate Nicholson's updated portions into joint appendix of undisputed and disputed facts and finalize joint appendix (0.8); Finalize joint brief in connection with cross motions for summary judgment (0.8) | Pham, Matt D. | 3.10 | 1,492.65 | 68,526.00 | WO | HD | TR | _____ |
| 12/14/22 | 9072642 | Various conferences, analysis, review of documents and exchange of e-mails re: finalizing summary judgment papers. | Farrell, Michael | 1.10 | 905.85 | 69,431.85 | WO | HD | TR | _____ |
| 12/15/22 | 9059352 | Confer with counsel regarding motion for summary judgment issues and anticipated reply briefing in connection with same (0.4). | Del Castillo, Joshua | 0.40 | 275.40 | 69,707.25 | WO | HD | TR | _____ |
| 12/15/22 | 9072618 | Conference and analysis re: summary judgment and settlement issues. | Farrell, Michael | 0.30 | 247.05 | 69,954.30 | WO | HD | TR | _____ |
| 12/16/22 | 9072454 | Review and analysis of proposed stipulation re: motion for summary judgment briefing and exchanged e-mails re: same. | Farrell, Michael | 0.40 | 329.40 | 70,283.70 | WO | HD | TR | _____ |
| 12/20/22 | 9071559 | Review and analysis of order from court re: briefing schedule and exchanged e-mails re: same (.3); analysis and review of draft | Farrell, Michael | 0.70 | 576.45 | 70,860.15 | WO | HD | TR | _____ |

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

Fees for Matter 378224.00020.(Nicholson Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|---|----------------------|-------|--------|-----------|--------|--------|----|-------|
| | | stipulation and e-mails re: same (.4). | | | | | | | | |
| 12/21/22 | 9065856 | Review opposing counsel's draft of proposed stipulation regarding trial continuance | Pham, Matt D. | 0.10 | 48.15 | 70,908.30 | WO | HD | TR | _____ |
| 12/21/22 | 9071517 | Continued analysis, review of document and exchange of e-mails re: proposed stipulation to continue trial and related dates. | Farrell, Michael | 0.50 | 411.75 | 71,320.05 | WO | HD | TR | _____ |
| 12/22/22 | 9071458 | Conference, analysis and exchange of e-mails re: stipulation, dates and sealing of same (.4); conference, analysis and exchange of e-mails re: settlement discussions (.3). | Farrell, Michael | 0.70 | 576.45 | 71,896.50 | WO | HD | TR | _____ |
| 12/27/22 | 9067900 | Confer with M. Pham regarding settlement analysis and strategy (0.2). | Del Castillo, Joshua | 0.20 | 137.70 | 72,034.20 | WO | HD | TR | _____ |
| 12/28/22 | 9069500 | Review orders regarding sealed filing and stipulation to continue trial dates and emails regarding same (0.3). | Del Castillo, Joshua | 0.30 | 206.55 | 72,240.75 | WO | HD | TR | _____ |
| 12/29/22 | 9070542 | Confer with counsel regarding status of litigation and settlement analysis (0.2); review expert report and attention to expert challenge issues (0.8). | Del Castillo, Joshua | 1.00 | 688.50 | 72,929.25 | WO | HD | TR | _____ |
| 12/29/22 | 9071306 | Analysis and exchange of e-mails re: court order on trial date vacation. | Farrell, Michael | 0.30 | 247.05 | 73,176.30 | WO | HD | TR | _____ |

Disbursements for Matter 378224.00020 (Nicholson Litigation)

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

| Trans Date | Index | Type | Quantity | Amt | WO | HD | TR | |
|------------|---------|---|----------|--------|----|----|----|-------|
| 12/15/22 | 2794396 | BW – Duplication - Black & White Copies | 537.00 | 102.03 | WO | HD | TR | _____ |
| 12/15/22 | 2794397 | COLOR – Duplication - Color Copies | 659.00 | 164.75 | WO | HD | TR | _____ |

Proforma Summary

Timekeeper

| Number | Timekeeper | Hours | Rate | Amounts |
|---------------------|----------------------|---------------|--------|--------------------|
| 000313 | Zaro, David | 0.80 | 895.50 | 716.40 |
| 000739 | Farrell, Michael | 34.20 | 823.50 | 28,163.70 |
| 001842 | Del Castillo, Joshua | 7.90 | 688.50 | 5,439.15 |
| 002510 | Pham, Matt D. | 80.70 | 481.50 | 38,857.05 |
| | | <u>123.60</u> | | <u>\$73,176.30</u> |
| Subtotal Fees | | | | \$73,176.30 |
| Discount | | | | 0.00 |
| Total Fees | | | | 73,176.30 |
| Total Disbursements | | | | 266.78 |

Attorney Billing Instructions

| | |
|---|---------------------------------------|
| <input type="checkbox"/> BILL ALL | <input type="checkbox"/> Hold |
| <input type="checkbox"/> BILL FEES ONLY | <input type="checkbox"/> Write Off |
| <input type="checkbox"/> BILL COST ONLY | <input type="checkbox"/> Transfer All |

Billing Instructions

expires 6/30/2023: 10% off standard rates (automatic)

Account Summary – As Of 01/03/23

| | Fiscal YTD | | | Calendar YTD | | | LTD | | |
|--------------|------------|-----------|-------|--------------|------|-------|------------|------------|---------------|
| | Total | Fees | Disb. | Total | Fees | Disb. | Total | Fees | Disbursements |
| Worked | 94,800.15 | 94,800.15 | 0.00 | 0.00 | 0.00 | 0.00 | 116,189.03 | 115,922.25 | 266.78 |
| Unbilled Adj | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Billed | 19,782.90 | 19,782.90 | 0.00 | 0.00 | 0.00 | 0.00 | 21,122.10 | 21,122.10 | 0.00 |
| Collected | 19,782.90 | 19,782.90 | 0.00 | 0.00 | 0.00 | 0.00 | 21,122.10 | 21,122.10 | 0.00 |
| AR Write Off | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |

01/06/23 14:44:13 PROFORMA STATEMENT FOR MATTER 378224.00020 (Winkler, Geoff/Receiver for Essex Capita) (Nicholson Litigation)

| | <i>Total</i> | <i>Fees</i> | <i>Costs</i> |
|-----------------------------|------------------|------------------|---------------|
| <i>WIP Balance</i> | 95,066.93 | 94,800.15 | 266.78 |
| <i>AR Balance</i> | 0.00 | 0.00 | 0.00 |
| <i>Unalloc Payment</i> | 0.00 | | |
| <i>Client Trust Balance</i> | 0.00 | | |

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
Geoff Winkler
Managing Director
Alvarez & Marsal LLC
100 Pine Street, Suite 900
San Francisco, CA 94111-5222

01/06/23 14:44:14 PROFORMA STATEMENT FOR MATTER 378224.00021 (Winkler, Geoff/Receiver for Essex Capita) (Reyner Litigation)

Preliminary Billing Form

Billing Atty: 001842 - Del Castillo, Matter #: 378224.00021 Client Name: Winkler, Geoff/Receiver for Essex Capita
 Joshua
 Date of Last Billing: 10/05/22 Matter Name: Reyner Litigation
 Proforma Number: 1196458
 Client/Matter Joint Group # 378224-1 Client Matter Number:

Fees for Matter 378224.00021.(Reyner Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|------------------|-------|----------|----------|--------|--------|----|-------|
| 10/03/22 | 8986559 | Call/email with Receiver related to Reyner settlement. | Zaro, David | 0.30 | 268.65 | 268.65 | WO | HD | TR | _____ |
| 10/05/22 | 9003772 | Analysis and review of e-mails re: status of stipulation and communication with court. | Farrell, Michael | 0.20 | 164.70 | 433.35 | WO | HD | TR | _____ |
| 10/06/22 | 9003815 | Conference and analysis re: trial preparation deadlines, document status and strategy. | Farrell, Michael | 0.50 | 411.75 | 845.10 | WO | HD | TR | _____ |
| 10/06/22 | 9012768 | Confer with Mike Farrell regarding trial preparation (0.3); Begin drafting trial exhibit stipulation and witness list (1.0); Confer with Mike Farrell regarding trial exhibits (0.3); Review and analyze document productions for trial preparation (1.7); Continue drafting trial exhibit stipulation (2.1) | Pham, Matt D. | 5.40 | 2,600.10 | 3,445.20 | WO | HD | TR | _____ |
| 10/07/22 | 9010325 | Review, analysis and revision of draft exhibit stipulation and witness list and exchanged e-mails re: same (.8); conference and analysis re: evidentiary issues raised by exhibit stipulation and strategy to address same (.5); reviewed | Farrell, Michael | 1.60 | 1,317.60 | 4,762.80 | WO | HD | TR | _____ |

01/06/23 14:44:14 PROFORMA STATEMENT FOR MATTER 378224.00021 (Winkler, Geoff/Receiver for Essex Capita) (Reyner Litigation)

Fees for Matter 378224.00021.(Reyner Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|----------------------|-------|----------|-----------|--------|--------|----|-------|
| | | court order re: continuance and exchanged e-mails re: same (.3). | | | | | | | | |
| 10/07/22 | 9012770 | Continue drafting trial witness list (0.6); Continue drafting trial exhibit stipulation - documents relating to payments (3.2); Continue drafting trial witness list and exhibit stipulation (1.4); Continue drafting trial exhibit stipulation - documents relating to payments (2.4) | Pham, Matt D. | 7.60 | 3,659.40 | 8,422.20 | WO | HD | TR | _____ |
| 10/07/22 | 9012771 | Begin drafting trial memorandum (1.3); Confer with Mike Farrell regarding trial exhibit stipulation (0.3); Revise trial exhibit stipulation per comments from Mike Farrell (1.3); Continue drafting trial memorandum (1.8) | Pham, Matt D. | 4.70 | 2,263.05 | 10,685.25 | WO | HD | TR | _____ |
| 10/10/22 | 8992215 | Several emails and conference with Receiver counsel related to trial continuance, motion for summary judgment and follow-up. | Zaro, David | 0.40 | 358.20 | 11,043.45 | WO | HD | TR | _____ |
| 10/20/22 | 9012883 | Draft email to opposing counsel regarding updated trial deadlines | Pham, Matt D. | 0.30 | 144.45 | 11,187.90 | WO | HD | TR | _____ |
| 10/20/22 | 9014273 | Analysis and review of memorandum identifying new deadlines resulting from continuance. | Farrell, Michael | 0.20 | 164.70 | 11,352.60 | WO | HD | TR | _____ |
| 11/08/22 | 9021852 | Review notes from prior settlement discussions and confer with counsel regarding status of renewed settlement discussions (0.4). | Del Castillo, Joshua | 0.40 | 275.40 | 11,628.00 | WO | HD | TR | _____ |

01/06/23 14:44:14 PROFORMA STATEMENT FOR MATTER 378224.00021 (Winkler, Geoff/Receiver for Essex Capita) (Reyner Litigation)

Fees for Matter 378224.00021.(Reyner Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|---|----------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 11/08/22 | 9043214 | Conference, analysis and exchange of e-mails re: settlement issues and strategy (.3); analysis and review of materials re: evidence at trial and potential motions in limine (.6). | Farrell, Michael | 0.90 | 741.15 | 12,369.15 | WO | HD | TR | _____ |
| 11/09/22 | 9043355 | Reviewed prior briefing and outlined issues to be addressed in settlement discussion (.8); telephone conference with opposing counsel re: settlement and analysis re: results of same (.5); conference and analysis re: strategy for bridging settlement gap (.2). | Farrell, Michael | 1.50 | 1,235.25 | 13,604.40 | WO | HD | TR | _____ |
| 11/10/22 | 9043709 | Telephone conference with opposing counsel re: settlement proposal and analysis re: response to same. | Farrell, Michael | 0.50 | 411.75 | 14,016.15 | WO | HD | TR | _____ |
| 11/11/22 | 9043857 | Review and analysis of e-mail and attached documents from opposing counsel re: jury instructions and verdict form (.9); preparation for and participation in conference call with cleint re: settlement discussions (.3); analysis and exchange of e-mails with opposing counsel re: same (.2). | Farrell, Michael | 1.40 | 1,152.90 | 15,169.05 | WO | HD | TR | _____ |
| 11/14/22 | 9027768 | Confer with counsel regarding status of settlement discussions and emails regarding settlement acceptance (0.4). | Del Castillo, Joshua | 0.40 | 275.40 | 15,444.45 | WO | HD | TR | _____ |
| 11/14/22 | 9043924 | Continued review of trial preparation documents and analysis re: trial evidence and strategy issues (.9); multiple telephone conferences with opposing counsel re: potential settlement and analysis re: same | Farrell, Michael | 2.20 | 1,811.70 | 17,256.15 | WO | HD | TR | _____ |

01/06/23 14:44:14 PROFORMA STATEMENT FOR MATTER 378224.00021 (Winkler, Geoff/Receiver for Essex Capita) (Reyner Litigation)

Fees for Matter 378224.00021.(Reyner Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|---|------------------|-------|----------|-----------|--------|--------|----|-------|
| | | (.7); review, analysis and exchange of e-mails with client and counsel re: settlement terms and acceptance (.4); analysis and review of e-mail and proposed stipulation and exchanged e-mails re: same (.2). | | | | | | | | |
| 11/14/22 | 9045213 | Draft notice of settlement in principle | Pham, Matt D. | 0.20 | 96.30 | 17,352.45 | WO | HD | TR | _____ |
| 11/15/22 | 9044129 | Review, analysis and revision of draft stipulation and settlement agreement and exchanged various e-mails re: same (1.2); conference, analysis and exchange of e-mails re: various settlement issues and strategy (.4). | Farrell, Michael | 1.60 | 1,317.60 | 18,670.05 | WO | HD | TR | _____ |
| 11/15/22 | 9045215 | Begin drafting settlement agreement (1.4); Draft email to opposing counsel regarding joint notice of settlement (1.2) | Pham, Matt D. | 1.60 | 770.40 | 19,440.45 | WO | HD | TR | _____ |
| 11/16/22 | 9044278 | Conference, analysis and review of e-mails and document re: settlement terms, documentation and strategy. | Farrell, Michael | 0.60 | 494.10 | 19,934.55 | WO | HD | TR | _____ |
| 11/18/22 | 9044542 | Analysis and exchange of e-mails re: finalizing settlement agreement. | Farrell, Michael | 0.30 | 247.05 | 20,181.60 | WO | HD | TR | _____ |
| 11/21/22 | 9042595 | Analysis and review of e-mails and documents re: settlement agreement revisions and stipulation for court approval . | Farrell, Michael | 0.50 | 411.75 | 20,593.35 | WO | HD | TR | _____ |
| 11/21/22 | 9045305 | Review and analyze opposing counsel's revisions to settlement agreement; make further revisions to settlement agreement | Pham, Matt D. | 0.40 | 192.60 | 20,785.95 | WO | HD | TR | _____ |

01/06/23 14:44:14 PROFORMA STATEMENT FOR MATTER 378224.00021 (Winkler, Geoff/Receiver for Essex Capita) (Reyner Litigation)

Fees for Matter 378224.00021.(Reyner Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|--|----------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 11/22/22 | 9036046 | Analysis and review of e-mails re: finalizing and executing settlement agreement (.3); analysis re: stipulation for court approval (.1). | Farrell, Michael | 0.40 | 329.40 | 21,115.35 | WO | HD | TR | _____ |
| 11/22/22 | 9045330 | Draft email to client regarding settlement agreement (0.1); Begin drafting stipulation and proposed order regarding approval of settlement agreement (0.7) | Pham, Matt D. | 0.80 | 385.20 | 21,500.55 | WO | HD | TR | _____ |
| 11/23/22 | 9042026 | Analysis and exchange of various e-mails with counsel re: settlement documentation issues and timing. | Farrell, Michael | 0.40 | 329.40 | 21,829.95 | WO | HD | TR | _____ |
| 11/28/22 | 9041944 | Reviewed stipulation (.2); reviewed Reyner proposed changes to stipulation and exchanged e-mails re: same (.2). | Farrell, Michael | 0.40 | 329.40 | 22,159.35 | WO | HD | TR | _____ |
| 11/28/22 | 9045379 | Continue drafting stipulation regarding approval of settlement agreement | Pham, Matt D. | 0.80 | 385.20 | 22,544.55 | WO | HD | TR | _____ |
| 12/01/22 | 9073551 | Analysis and review of e-mails re: settlement approval stipulation. | Farrell, Michael | 0.20 | 164.70 | 22,709.25 | WO | HD | TR | _____ |
| 12/02/22 | 9048407 | Confer with counsel regarding settlement and notice of same (0.2); review filing (0.1). | Del Castillo, Joshua | 0.30 | 206.55 | 22,915.80 | WO | HD | TR | _____ |
| 12/06/22 | 9073993 | Reviewed court order approving settlement and e-mails re: same. | Farrell, Michael | 0.30 | 247.05 | 23,162.85 | WO | HD | TR | _____ |
| 12/27/22 | 9071332 | Analysis and review of e-mails re: settlement payments received from Reyner. | Farrell, Michael | 0.20 | 164.70 | 23,327.55 | WO | HD | TR | _____ |

Proforma Summary

01/06/23 14:44:14 PROFORMA STATEMENT FOR MATTER 378224.00021 (Winkler, Geoff/Receiver for Essex Capita) (Reyner Litigation)

Timekeeper

| Number | Timekeeper | Hours | Rate | Amounts |
|---------------------|----------------------|--------------|-------------|----------------|
| 000313 | Zaro, David | 0.70 | 895.50 | 626.85 |
| 000739 | Farrell, Michael | 13.90 | 823.50 | 11,446.65 |
| 001842 | Del Castillo, Joshua | 1.10 | 688.50 | 757.35 |
| 002510 | Pham, Matt D. | 21.80 | 481.50 | 10,496.70 |
| | | 37.50 | | \$23,327.55 |
| Subtotal Fees | | | | \$23,327.55 |
| Discount | | | | 0.00 |
| Total Fees | | | | 23,327.55 |
| Total Disbursements | | | | 0.00 |

Attorney Billing Instructions

| | |
|--------------------|------------------|
| () BILL ALL | () Hold |
| () BILL FEES ONLY | () Write Off |
| () BILL COST ONLY | () Transfer All |

Billing Instructions

expires 6/30/2023: 10% off standard rates (automatic)

Account Summary – As Of 01/03/23

| | Fiscal YTD | | | Calendar YTD | | | LTD | | |
|-----------------------------|-------------------|-------------------|---------------|--------------|------|-------|------------|------------|---------------|
| | Total | Fees | Disb. | Total | Fees | Disb. | Total | Fees | Disbursements |
| Worked | 101,497.05 | 101,497.05 | 0.00 | 0.00 | 0.00 | 0.00 | 170,750.20 | 170,545.95 | 204.25 |
| Unbilled Adj | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 833.10 | 769.50 | 63.60 |
| Billed | 61,696.75 | 61,492.50 | 204.25 | 0.00 | 0.00 | 0.00 | 68,279.40 | 68,279.40 | 204.25 |
| Collected | 61,696.75 | 61,492.50 | 204.25 | 0.00 | 0.00 | 0.00 | 68,483.65 | 68,279.40 | 204.25 |
| AR Write Off | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| WIP Balance | 101,733.71 | 101,497.05 | 236.66 | | | | | | |
| AR Balance | 0.00 | 0.00 | 0.00 | | | | | | |
| Unalloc Payment | 0.00 | | | | | | | | |
| Client Trust Balance | 0.00 | | | | | | | | |

01/06/23 14:44:14 PROFORMA STATEMENT FOR MATTER 378224.00021 (Winkler, Geoff/Receiver for Essex Capita) (Reyner Litigation)

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
Geoff Winkler
Managing Director
Alvarez & Marsal LLC
100 Pine Street, Suite 900
San Francisco, CA 94111-5222

01/06/23 14:44:15 PROFORMA STATEMENT FOR MATTER 378224.00022 (Winkler, Geoff/Receiver for Essex Capita) (Emmons Litigation)

Preliminary Billing Form

Billing Atty: 001842 - Del Castillo, Matter #: 378224.00022 Client Name: Winkler, Geoff/Receiver for Essex Capita
 Joshua
 Date of Last Billing: 10/05/22 Matter Name: Emmons Litigation
 Proforma Number: 1196458
 Client/Matter Joint Group # 378224-1 Client Matter Number:

Fees for Matter 378224.00022.(Emmons Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|----------------------|-------|----------|----------|--------|--------|----|-------|
| 10/03/22 | 8984572 | Review emails regarding scheduling follow-up mandatory settlement conference (0.1); emails regarding mandatory settlement conference briefing (0.2). | Del Castillo, Joshua | 0.30 | 206.55 | 206.55 | WO | HD | TR | _____ |
| 10/03/22 | 9002660 | Analysis and review of e-mails re: continued settlement conference issues. | Farrell, Michael | 0.30 | 247.05 | 453.60 | WO | HD | TR | _____ |
| 10/03/22 | 9012711 | Perform legal research regarding Ponzi profit aggregation issue (1.6); Create comprehensive spreadsheet regarding transfers to and from Family Trust and Pension Trust (1.5); Perform legal research regarding pre-Ponzi scheme value defense issue (1.3); Draft memorandum to Mike Farrell regarding analysis of legal issues (1.4) | Pham, Matt D. | 5.80 | 2,792.70 | 3,246.30 | WO | HD | TR | _____ |
| 10/04/22 | 9002721 | Review and analysis of supplemental settlement conference statement and exchanged e-mails re: same. | Farrell, Michael | 0.80 | 658.80 | 3,905.10 | WO | HD | TR | _____ |
| 10/04/22 | 9012724 | Draft supplement to settlement brief - discussion regarding accounting changes | Pham, Matt D. | 5.50 | 2,648.25 | 6,553.35 | WO | HD | TR | _____ |

01/06/23 14:44:15 PROFORMA STATEMENT FOR MATTER 378224.00022 (Winkler, Geoff/Receiver for Essex Capita) (Emmons Litigation)

Fees for Matter 378224.00022.(Emmons Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|----------------------|-------|----------|-----------|--------|--------|----|-------|
| | | (1.7); Continue drafting supplement to settlement brief - discussion regarding aggregation issue (1.5); Continue drafting supplement to settlement brief - discussion regarding pre-Ponzi scheme issue (2.3) | | | | | | | | |
| 10/05/22 | 9003755 | Conference call with client, review of documents, analysis and exchange of e-mails re: strategy for upcoming settlement conference (1.2); reviewed e-mail and chart from J. Hall re: pre-2006 Ponzi evidence and analysis re: same (.4). | Farrell, Michael | 1.60 | 1,317.60 | 7,870.95 | WO | HD | TR | _____ |
| 10/06/22 | 8987378 | Analysis of accounting issues and confer with M. Pham regarding same (0.4). | Del Castillo, Joshua | 0.40 | 275.40 | 8,146.35 | WO | HD | TR | _____ |
| 10/06/22 | 8987667 | Confer with counsel regarding settlement posture and analysis (0.3). | Del Castillo, Joshua | 0.30 | 206.55 | 8,352.90 | WO | HD | TR | _____ |
| 10/11/22 | 9010743 | Review, analysis and exchange of various e-mails with court and counsel re: providing updated accounting for settlement conference (.4); analysis and review of materials re: statute of limitations issues (.3). | Farrell, Michael | 0.70 | 576.45 | 8,929.35 | WO | HD | TR | _____ |
| 10/12/22 | 9010913 | Analysis and review of e-mails re: settlement conference issues (.2); began outlining issues and arguments for same (.4). | Farrell, Michael | 0.60 | 494.10 | 9,423.45 | WO | HD | TR | _____ |
| 10/13/22 | 9012640 | Reviewed various materials and outlined issues in preparation for settlement conference. | Farrell, Michael | 1.20 | 988.20 | 10,411.65 | WO | HD | TR | _____ |

01/06/23 14:44:15 PROFORMA STATEMENT FOR MATTER 378224.00022 (Winkler, Geoff/Receiver for Essex Capita) (Emmons Litigation)

Fees for Matter 378224.00022.(Emmons Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|---|----------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 10/14/22 | 8996274 | Several conferences with Receiver counsel related to the Emmons' mediation/settlement conference and strategy. | Zaro, David | 0.40 | 358.20 | 10,769.85 | WO | HD | TR | _____ |
| 10/14/22 | 8998156 | Preparation for and participation in settlement conference (4.1); analysis re: results of conference and strategy going forward (.2); reviewed rebuttal expert witness disclosure and exchanged e-mails re: same (.4); analysis and exchange of e-mails re: deposition transcript (.2). | Farrell, Michael | 4.90 | 4,035.15 | 14,805.00 | WO | HD | TR | _____ |
| 10/14/22 | 9012825 | Attend mandatory settlement conference | Pham, Matt D. | 3.30 | 1,588.95 | 16,393.95 | WO | HD | TR | _____ |
| 10/17/22 | 8996020 | Review deposition transcript and confer with counsel regarding motion for summary judgment briefing issues (1.1); confer with counsel regarding defendants' settlement offer (0.3). | Del Castillo, Joshua | 1.40 | 963.90 | 17,357.85 | WO | HD | TR | _____ |
| 10/17/22 | 9012906 | Review and analysis of correspondence from M. Napoli re: conditional acceptance of settlement proposal (.1); conferences, analysis and exchange of e-mails re: strategy to address same (.6). | Farrell, Michael | 0.70 | 576.45 | 17,934.30 | WO | HD | TR | _____ |
| 10/18/22 | 9012862 | Confer with Geoff Winkler and Mike Farrell regarding defendants' counteroffer | Pham, Matt D. | 0.10 | 48.15 | 17,982.45 | WO | HD | TR | _____ |
| 10/18/22 | 9013237 | Various conferences and analysis re: settlement strategy (.4); conference call with client re: response to settlement terms (.3); call to opposing counsel (.1). | Farrell, Michael | 0.80 | 658.80 | 18,641.25 | WO | HD | TR | _____ |

01/06/23 14:44:15 PROFORMA STATEMENT FOR MATTER 378224.00022 (Winkler, Geoff/Receiver for Essex Capita) (Emmons Litigation)

Fees for Matter 378224.00022.(Emmons Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|---|----------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 10/19/22 | 8999068 | Emails regarding anticipated settlement (0.2). | Del Castillo, Joshua | 0.20 | 137.70 | 18,778.95 | WO | HD | TR | _____ |
| 10/19/22 | 9001503 | Conferences and review emails with counsel related to settlement terms, motion and follow-up. | Zaro, David | 0.40 | 358.20 | 19,137.15 | WO | HD | TR | _____ |
| 10/19/22 | 9013874 | Telephone conference, analysis and exchange of e-mails with M. Napoli (.5); analysis and exchange of e-mails with client re: same (.3). | Farrell, Michael | 0.80 | 658.80 | 19,795.95 | WO | HD | TR | _____ |
| 10/20/22 | 9014309 | Conference and analysis re: preparation of settlement agreement and strategy to address potential issues for same. | Farrell, Michael | 0.40 | 329.40 | 20,125.35 | WO | HD | TR | _____ |
| 10/21/22 | 9012893 | Draft joint notice of settlement (0.5); Draft settlement agreement and mutual releases (0.9) | Pham, Matt D. | 1.40 | 674.10 | 20,799.45 | WO | HD | TR | _____ |
| 10/21/22 | 9014504 | Analysis and exchange of e-mails re: draft settlement agreement terms. | Farrell, Michael | 0.30 | 247.05 | 21,046.50 | WO | HD | TR | _____ |
| 10/24/22 | 9014937 | Review, analysis and revision of draft settlement agreement and exchanged e-mails re: same. | Farrell, Michael | 0.80 | 658.80 | 21,705.30 | WO | HD | TR | _____ |
| 10/25/22 | 9015136 | Analysis and review of e-mails re: settlement agreement issues and timing. | Farrell, Michael | 0.20 | 164.70 | 21,870.00 | WO | HD | TR | _____ |
| 10/28/22 | 9008627 | Review rebuttal expert report and confer with counsel regarding same (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 22,214.25 | WO | HD | TR | _____ |
| 10/31/22 | 9013029 | Review and analyze opposing counsel's revisions to settlement agreement and draft email to Mike Farrell regarding analysis | Pham, Matt D. | 0.80 | 385.20 | 22,599.45 | WO | HD | TR | _____ |

01/06/23 14:44:15 PROFORMA STATEMENT FOR MATTER 378224.00022 (Winkler, Geoff/Receiver for Essex Capita) (Emmons Litigation)

Fees for Matter 378224.00022.(Emmons Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|---|----------------------|-------|--------|-----------|--------|--------|----|-------|
| | | (0.2); Make additional revisions to settlement agreement per comments from Mike Farrell (0.6) | | | | | | | | |
| 10/31/22 | 9015810 | Reviewed proposed edits from opposing counsel (.2) analysis and exchange of e-mails re: proposed edits to settlement agreement and response to same (.4). | Farrell, Michael | 0.60 | 494.10 | 23,093.55 | WO | HD | TR | _____ |
| 11/01/22 | 9044971 | Draft email to opposing counsel regarding additional revisions to settlement agreement | Pham, Matt D. | 0.10 | 48.15 | 23,141.70 | WO | HD | TR | _____ |
| 11/01/22 | 9045943 | Analysis and review of e-mails re: settlement issues (.2); reviewed order re: status conference and e-mails re: same (.2). | Farrell, Michael | 0.40 | 329.40 | 23,471.10 | WO | HD | TR | _____ |
| 11/07/22 | 9045081 | Revise and finalize settlement agreement and draft emails to client and opposing counsel regarding same | Pham, Matt D. | 0.40 | 192.60 | 23,663.70 | WO | HD | TR | _____ |
| 11/07/22 | 9047595 | Analysis and review of various documents re: settlement document and procedure issues. | Farrell, Michael | 0.40 | 329.40 | 23,993.10 | WO | HD | TR | _____ |
| 11/08/22 | 9021851 | Confer with counsel regarding status of settlement (0.3). | Del Castillo, Joshua | 0.30 | 206.55 | 24,199.65 | WO | HD | TR | _____ |
| 11/09/22 | 9043362 | Analysis and review of e-mails re: settlement documentation and procedure. | Farrell, Michael | 0.20 | 164.70 | 24,364.35 | WO | HD | TR | _____ |
| 11/10/22 | 9045155 | Begin drafting stipulation and proposed order regarding approval of settlement agreement | Pham, Matt D. | 0.30 | 144.45 | 24,508.80 | WO | HD | TR | _____ |

01/06/23 14:44:15 PROFORMA STATEMENT FOR MATTER 378224.00022 (Winkler, Geoff/Receiver for Essex Capita) (Emmons Litigation)

Fees for Matter 378224.00022.(Emmons Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|------------------|-------|--------|-----------|--------|--------|----|-------|
| 11/11/22 | 9043845 | Analysis and review of e-mail and attached document re: draft settlement approval stipulation. | Farrell, Michael | 0.30 | 247.05 | 24,755.85 | WO | HD | TR | _____ |
| 11/11/22 | 9045162 | Continue drafting stipulation re approval of settlement agreement | Pham, Matt D. | 1.00 | 481.50 | 25,237.35 | WO | HD | TR | _____ |
| 11/14/22 | 9043976 | Further review and revision of draft stipulation and exchanged e-mails re: same. | Farrell, Michael | 0.40 | 329.40 | 25,566.75 | WO | HD | TR | _____ |
| 11/14/22 | 9045207 | Revise and finalize stipulation regarding settlement approval and draft email to opposing counsel regarding same | Pham, Matt D. | 0.30 | 144.45 | 25,711.20 | WO | HD | TR | _____ |
| 11/15/22 | 9044123 | Analysis and review of e-mails re: settlement approval stipulation. | Farrell, Michael | 0.20 | 164.70 | 25,875.90 | WO | HD | TR | _____ |
| 11/21/22 | 9042611 | Analysis and review of court order approving settlement. | Farrell, Michael | 0.20 | 164.70 | 26,040.60 | WO | HD | TR | _____ |
| 11/22/22 | 9045335 | Draft email to opposing counsel regarding order approving settlement agreement and settlement payments | Pham, Matt D. | 0.20 | 96.30 | 26,136.90 | WO | HD | TR | _____ |

Disbursements for Matter 378224.00022 (Emmons Litigation)

| Trans Date | Index | Type | Quantity | Amt | Circle | Action | | |
|------------|---------|---|----------|----------|--------|--------|----|-------|
| 10/14/22 | 2785843 | DEPO – Talty Court Reporters, Inc. - Deposition Transcript of Geoff Winkler Taken on 09/28/2022 | 0.00 | 1,281.45 | WO | HD | TR | _____ |
| 10/14/22 | 2789370 | PARK – -MotorParks,Parking for settlement conference | 0.00 | 14.00 | WO | HD | TR | _____ |
| 10/14/22 | 2791819 | MILE – -(N-A),From:: 6311 Monterey Road, Los Angeles, | 0.00 | 7.90 | WO | HD | TR | _____ |

01/06/23 14:44:15 PROFORMA STATEMENT FOR MATTER 378224.00022 (Winkler, Geoff/Receiver for Essex Capita) (Emmons Litigation)

Disbursements for Matter 378224.00022 (Emmons Litigation)

| Trans Date | Index | Type | Quantity | Amt | | |
|------------|---------|--|----------|-------|----|-------|
| | | California, USATo:: Edward R. Roybal Federal Building, East Temple Street, Los Angeles, CA, USATo:: 6311 Monterey Road, Los Angeles, California, USA | | | | |
| | | Travel to and from courthouse for mandatory settlement conference in Winkler v. Emmons | | | | |
| 10/14/22 | 2791820 | PARK – -Aiso Parking Garage, Parking near courthouse for mandatory settlement conference in Winkler v. Emmons | 0.00 | 11.00 | WO | HD TR |

Proforma Summary

Timekeeper

| Number | Timekeeper | Hours | Rate | Amounts |
|---------------------|----------------------|--------------|--------|--------------------|
| 000313 | Zaro, David | 0.80 | 895.50 | 716.40 |
| 000739 | Farrell, Michael | 16.80 | 823.50 | 13,834.80 |
| 001842 | Del Castillo, Joshua | 3.40 | 688.50 | 2,340.90 |
| 002510 | Pham, Matt D. | 19.20 | 481.50 | 9,244.80 |
| | | <u>40.20</u> | | <u>\$26,136.90</u> |
| Subtotal Fees | | | | \$26,136.90 |
| Discount | | | | 0.00 |
| Total Fees | | | | 26,136.90 |
| Total Disbursements | | | | 1,314.35 |

Attorney Billing Instructions

| | | | |
|-----|----------------|-----|--------------|
| () | BILL ALL | () | Hold |
| () | BILL FEES ONLY | () | Write Off |
| () | BILL COST ONLY | () | Transfer All |

Billing Instructions

expires 6/30/2023: 10% off standard rates (automatic)

Account Summary – As Of 01/03/23

| | Fiscal YTD | | Calendar YTD | | | | LTD | | |
|--------|------------|-----------|--------------|-------|------|-------|-----------|-----------|---------------|
| | Total | Fees | Disb. | Total | Fees | Disb. | Total | Fees | Disbursements |
| Worked | 63,718.65 | 63,718.65 | 0.00 | 0.00 | 0.00 | 0.00 | 80,162.90 | 78,848.55 | 1,314.35 |

01/06/23 14:44:15 PROFORMA STATEMENT FOR MATTER 378224.00022 (Winkler, Geoff/Receiver for Essex Capita) (Emmons Litigation)

| | | | | | | | | | | |
|---------------------|------------------|------------------|-----------------|------|------|------|------|-----------|-----------|------|
| Unbilled Adj | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Billed | 13,707.00 | 13,707.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 15,129.90 | 15,129.90 | 0.00 |
| Collected | 13,707.00 | 13,707.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 15,129.90 | 15,129.90 | 0.00 |
| AR Write Off | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | Fees | Costs | | | | | | | |
| WIP | 65,033.00 | 63,718.65 | 1,314.35 | | | | | | | |
| Balance | | | | | | | | | | |
| AR Balance | 0.00 | 0.00 | 0.00 | | | | | | | |
| Unalloc | 0.00 | | | | | | | | | |
| Payment | | | | | | | | | | |
| Client Trust | 0.00 | | | | | | | | | |
| Balance | | | | | | | | | | |

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
 Geoff Winkler
 Managing Director
 Alvarez & Marsal LLC
 100 Pine Street, Suite 900
 San Francisco, CA 94111-5222

01/06/23 14:44:17 PROFORMA STATEMENT FOR MATTER 378224.00023 (Winkler, Geoff/Receiver for Essex Capita) (McCloskey Litigation)

Preliminary Billing Form

Billing Atty: 001842 - Del Castillo, Matter #: 378224.00023 Client Name: Winkler, Geoff/Receiver for Essex Capita
 Joshua
 Date of Last Billing: 10/05/22 Matter Name: McCloskey Litigation
 Proforma Number: 1196458
 Client/Matter Joint Group # 378224-1 Client Matter Number:

Fees for Matter 378224.00023.(McCloskey Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|----------------------|-------|----------|----------|--------|--------|----|-------|
| 10/03/22 | 8984615 | Review motion for stay pending appeal and emails with M. Farrell and M. Pham regarding same (0.3). | Del Castillo, Joshua | 0.30 | 206.55 | 206.55 | WO | HD | TR | _____ |
| 10/03/22 | 9002664 | Initial review and analysis of stay motion and exchanged e-mails re: same. | Farrell, Michael | 0.70 | 576.45 | 783.00 | WO | HD | TR | _____ |
| 10/04/22 | 8987365 | Evaluate the arbitration issues and plaintiff/appellant's stay motion, analysis as to the Receiver's response, follow-up with Receiver counsel. | Zaro, David | 0.70 | 626.85 | 1,409.85 | WO | HD | TR | _____ |
| 10/05/22 | 8988503 | Conference with Receiver counsel as to McCloskey brief/Receiver response. | Zaro, David | 0.20 | 179.10 | 1,588.95 | WO | HD | TR | _____ |
| 10/06/22 | 8987669 | Legal analysis regarding appealability of claims and confer with counsel regarding same (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 1,933.20 | WO | HD | TR | _____ |
| 10/07/22 | 8988300 | Review Supreme Court decision regarding stay pending appeal (0.6); prepare outline and brief in connection with Defendants' pending motion for stay pending appeal and confer with counsel regarding same (1.5). | Del Castillo, Joshua | 2.10 | 1,445.85 | 3,379.05 | WO | HD | TR | _____ |

01/06/23 14:44:17 PROFORMA STATEMENT FOR MATTER 378224.00023 (Winkler, Geoff/Receiver for Essex Capita) (McCloskey Litigation)

Fees for Matter 378224.00023.(McCloskey Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|---|----------------------|-------|--------|----------|--------|--------|----|-------|
| 10/07/22 | 8991422 | Analysis of U.S. Supreme Court case, email to counsel, evaluate the response to appellate stay motion. | Zaro, David | 0.60 | 537.30 | 3,916.35 | WO | HD | TR | _____ |
| 10/07/22 | 9010331 | Reviewed e-mail and attached Supreme Court case re: stay pending appeal (.5); review and analysis of draft response to stay motion and exchanged e-mails re: same (.4). | Farrell, Michael | 0.90 | 741.15 | 4,657.50 | WO | HD | TR | _____ |
| 10/10/22 | 9010398 | Review and analysis of various documents re: disputed issues and damages. | Farrell, Michael | 0.60 | 494.10 | 5,151.60 | WO | HD | TR | _____ |
| 10/10/22 | 9012775 | Revise response to McCloskey Defendants' motion for stay pending appeal | Pham, Matt D. | 0.50 | 240.75 | 5,392.35 | WO | HD | TR | _____ |
| 10/11/22 | 8990828 | Confer with counsel regarding response to motion to stay (0.2). | Del Castillo, Joshua | 0.20 | 137.70 | 5,530.05 | WO | HD | TR | _____ |
| 10/12/22 | 8992257 | Review briefing regarding stay pending appeal and confer regarding same (0.6). | Del Castillo, Joshua | 0.60 | 413.10 | 5,943.15 | WO | HD | TR | _____ |
| 10/12/22 | 8993675 | Email with counsel, evaluate reply brief regarding stay and conference with Receiver/counsel. | Zaro, David | 0.40 | 358.20 | 6,301.35 | WO | HD | TR | _____ |
| 10/12/22 | 9010918 | Review and analysis of reply brief submitted on stay motion (.3); conference and analysis re: reply and effect of stay on settlement strategy/timing (.3). | Farrell, Michael | 0.60 | 494.10 | 6,795.45 | WO | HD | TR | _____ |
| 10/17/22 | 9012913 | Reviewed Ninth Circuit mediation order and analysis re: response to same. | Farrell, Michael | 0.30 | 247.05 | 7,042.50 | WO | HD | TR | _____ |

01/06/23 14:44:17 PROFORMA STATEMENT FOR MATTER 378224.00023 (Winkler, Geoff/Receiver for Essex Capita) (McCloskey Litigation)

Fees for Matter 378224.00023.(McCloskey Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|--|----------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 10/18/22 | 8997837 | Review Ninth Circuit mediation order and analysis of potential submission to mediator (0.5); confer with M. Farrell and M. Pham regarding same (0.2); review prior trial court mediation statement and oppositions to motion to dismiss or compel arbitration (0.5). | Del Castillo, Joshua | 1.20 | 826.20 | 7,868.70 | WO | HD | TR | _____ |
| 10/18/22 | 9013268 | Conference, analysis and review of e-mails re: response to mediation order. | Farrell, Michael | 0.30 | 247.05 | 8,115.75 | WO | HD | TR | _____ |
| 10/19/22 | 8999069 | Emails regarding Ninth Circuit deadlines and required mediation notice (0.4). | Del Castillo, Joshua | 0.40 | 275.40 | 8,391.15 | WO | HD | TR | _____ |
| 10/24/22 | 9003543 | Prepare confirmation of amenability to settlement and transmit briefing to mediator (0.8). | Del Castillo, Joshua | 0.80 | 550.80 | 8,941.95 | WO | HD | TR | _____ |
| 10/24/22 | 9014976 | Reviewed response to Ninth Circuit and exchanged e-mails re: same. | Farrell, Michael | 0.30 | 247.05 | 9,189.00 | WO | HD | TR | _____ |
| 10/25/22 | 9008560 | Evaluate several emails, the evidence issues as to Receiver's claims and accounting as to investments and conference with counsel (.4). | Zaro, David | 0.40 | 358.20 | 9,547.20 | WO | HD | TR | _____ |
| 10/26/22 | 9005806 | Analysis of prospective Ninth Circuit mediation issues and confer with counsel regarding same (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 9,891.45 | WO | HD | TR | _____ |
| 10/28/22 | 9008660 | Review order on motion for stay (0.1). | Del Castillo, Joshua | 0.10 | 68.85 | 9,960.30 | WO | HD | TR | _____ |
| 11/01/22 | 9044981 | Review Ninth Circuit's local rules and FRAP regarding scheduling and applicable procedural requirements | Pham, Matt D. | 0.30 | 144.45 | 10,104.75 | WO | HD | TR | _____ |

01/06/23 14:44:17 PROFORMA STATEMENT FOR MATTER 378224.00023 (Winkler, Geoff/Receiver for Essex Capita) (McCloskey Litigation)

Fees for Matter 378224.00023.(McCloskey Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|----------------------|-------|----------|-----------|--------|--------|----|-------|
| 11/15/22 | 9044115 | Telephone conference with opposing counsel and analysis re: potential use of 9th Circuit mediation services (.3); conference and analysis r: strategy to address same (.3). | Farrell, Michael | 0.60 | 494.10 | 10,598.85 | WO | HD | TR | _____ |
| 11/16/22 | 9044273 | Analysis and review of e-mails from opposing counsel re: 9th Circuit mediation issues and communications (.2); analysis re: strategy to address mediation issues (.3). | Farrell, Michael | 0.50 | 411.75 | 11,010.60 | WO | HD | TR | _____ |
| 11/28/22 | 9038754 | Review and respond to correspondence regarding Ninth Circuit mediation scheduling (0.2). | Del Castillo, Joshua | 0.20 | 137.70 | 11,148.30 | WO | HD | TR | _____ |
| 11/28/22 | 9041946 | Analysis and review of court notices and e-mails re: mediation assesment conference (.3); analysis re: strategy to address same (.2). | Farrell, Michael | 0.50 | 411.75 | 11,560.05 | WO | HD | TR | _____ |
| 11/30/22 | 9041691 | Review correspondence scheduling initial mediation conference at Ninth Circuit and confer with counsel regarding same (0.5); review docket (0.1); analysis of issues for initial presentation to mediator (0.9). | Del Castillo, Joshua | 1.50 | 1,032.75 | 12,592.80 | WO | HD | TR | _____ |
| 11/30/22 | 9044188 | Analysis and exchange of e-mails re: strategy for upcoming mediation assessment call. | Farrell, Michael | 0.20 | 164.70 | 12,757.50 | WO | HD | TR | _____ |
| 12/05/22 | 9049769 | Review recent filings and confer with M. Farrell and D. Zaro regarding matters relating to pending appeal (0.5). | Del Castillo, Joshua | 0.50 | 344.25 | 13,101.75 | WO | HD | TR | _____ |

01/06/23 14:44:17 PROFORMA STATEMENT FOR MATTER 378224.00023 (Winkler, Geoff/Receiver for Essex Capita) (McCloskey Litigation)

Fees for Matter 378224.00023.(McCloskey Litigation)

| Trans Date | Index | Description of Service Rendered | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|-------------------|--------------|--|----------------------|--------------|-------------|------------|---------------|---------------|----|-------|
| 12/05/22 | 9073730 | Reviewed court notices re: appellate issues and exchanged various e-mails re: same. | Farrell, Michael | 0.40 | 329.40 | 13,431.15 | WO | HD | TR | _____ |
| 12/09/22 | 9054430 | Legal analysis of issues in anticipation of upcoming mediation teleconference (0.9). | Del Castillo, Joshua | 0.90 | 619.65 | 14,050.80 | WO | HD | TR | _____ |
| 12/13/22 | 9072677 | Reviewed prior settlement conference statement and notes of conference re: upcoming call with 9th Circuit mediator. | Farrell, Michael | 0.40 | 329.40 | 14,380.20 | WO | HD | TR | _____ |
| 12/14/22 | 9057971 | Prepare for and attend initial conference with Ninth Circuit mediator (0.8); confer with M. Farrell after call with mediator (0.3). | Del Castillo, Joshua | 1.10 | 757.35 | 15,137.55 | WO | HD | TR | _____ |
| 12/14/22 | 9063281 | Review prior settlement brief and other filings, perform damages calculations, and prepare for mediation assessment conference (1.1); Telephonically attend mediation assessment conference (0.6) | Pham, Matt D. | 1.70 | 818.55 | 15,956.10 | WO | HD | TR | _____ |
| 12/14/22 | 9072652 | Telephone conference, review of materials, analysis and outlining of issues in preparation for mediation discussion (1.4); participation in mediation call and telephone conference/analysis re: results of same (.7); conference and analysis re: potential additional discovery and strategy for pursuit of same (.4). | Farrell, Michael | 2.50 | 2,058.75 | 18,014.85 | WO | HD | TR | _____ |
| 12/16/22 | 9072451 | Reviewed stay order and exchanged e-mails re: effect of same on scheduling. | Farrell, Michael | 0.30 | 247.05 | 18,261.90 | WO | HD | TR | _____ |
| 12/19/22 | 9071562 | Reviewed order from 9th Circuit and e-mails re: same (.3); analysis re: potential settlement structures (.3); analysis and review of materials re: legal issues raised | Farrell, Michael | 1.20 | 988.20 | 19,250.10 | WO | HD | TR | _____ |

01/06/23 14:44:17 PROFORMA STATEMENT FOR MATTER 378224.00023 (Winkler, Geoff/Receiver for Essex Capita) (McCloskey Litigation)

Fees for Matter 378224.00023.(McCloskey Litigation)

| Trans Date | Index | Description of Service Rendered by defendant (.6). | Timekeeper | Hours | Fees | Sum | Circle | Action | | |
|------------|---------|--|----------------------|-------|--------|-----------|--------|--------|----|-------|
| 12/20/22 | 9065816 | Review and analyze client's and opposing counsel's explanations regarding transfers; update spreadsheet analyzing transfers | Pham, Matt D. | 1.10 | 529.65 | 19,779.75 | WO | HD | TR | _____ |
| 12/20/22 | 9067903 | Several email communications, evaluate the issues related to settlement, Mccloskey offer and Receiver response. | Zaro, David | 0.30 | 268.65 | 20,048.40 | WO | HD | TR | _____ |
| 12/22/22 | 9071456 | Conferences, analysis and exchange of e-mails re: settlement proposal and strategy for response to same. | Farrell, Michael | 0.60 | 494.10 | 20,542.50 | WO | HD | TR | _____ |
| 12/22/22 | 9073417 | Update and analyze transfers spreadsheet, prepare internal memorandum regarding potential outcomes in litigation | Pham, Matt D. | 1.40 | 674.10 | 21,216.60 | WO | HD | TR | _____ |
| 12/27/22 | 9067905 | Confer with M. Pham regarding settlement analysis and strategy (0.2); review notes and accounting analysis and prepare follow-up inquiries regarding same (0.5). | Del Castillo, Joshua | 0.70 | 481.95 | 21,698.55 | WO | HD | TR | _____ |
| 12/27/22 | 9070111 | Follow-up on the mediation and orders from the 9th Circuit as to briefing and follow-up with Receiver counsel as to strategy. | Zaro, David | 0.40 | 358.20 | 22,056.75 | WO | HD | TR | _____ |
| 12/29/22 | 9070543 | Confer with counsel regarding status of litigation and settlement analysis (0.2). | Del Castillo, Joshua | 0.20 | 137.70 | 22,194.45 | WO | HD | TR | _____ |

Proforma Summary

| Timekeeper Number | Timekeeper | Hours | Rate | Amounts |
|-------------------|------------------|-------|--------|----------|
| 000313 | Zaro, David | 3.00 | 895.50 | 2,686.50 |
| 000739 | Farrell, Michael | 10.90 | 823.50 | 8,976.15 |

01/06/23 14:44:17 PROFORMA STATEMENT FOR MATTER 378224.00023 (Winkler, Geoff/Receiver for Essex Capita) (McCloskey Litigation)

Proforma Summary

Timekeeper

| Number | Timekeeper | Hours | Rate | Amounts |
|---------------------|----------------------|-------|--------|-------------|
| 001842 | Del Castillo, Joshua | 11.80 | 688.50 | 8,124.30 |
| 002510 | Pham, Matt D. | 5.00 | 481.50 | 2,407.50 |
| | | 30.70 | | \$22,194.45 |
| Subtotal Fees | | | | \$22,194.45 |
| Discount | | | | 0.00 |
| Total Fees | | | | 22,194.45 |
| Total Disbursements | | | | 0.00 |

Attorney Billing Instructions

| | | | |
|-----|----------------|-----|--------------|
| () | BILL ALL | () | Hold |
| () | BILL FEES ONLY | () | Write Off |
| () | BILL COST ONLY | () | Transfer All |

Billing Instructions

expires 6/30/2023: 10% off standard rates (automatic)

Account Summary – As Of 01/03/23

| | Fiscal YTD | | | Calendar YTD | | | LTD | | |
|---------------------|------------------|------------------|-------------|--------------|------|-------|-----------|-----------|---------------|
| | Total | Fees | Disb. | Total | Fees | Disb. | Total | Fees | Disbursements |
| Worked | 28,620.00 | 28,620.00 | 0.00 | 0.00 | 0.00 | 0.00 | 82,332.75 | 81,712.35 | 620.40 |
| Unbilled Adj | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 1,742.85 | 1,742.85 | 0.00 |
| Billed | 27,964.20 | 27,835.20 | 129.00 | 0.00 | 0.00 | 0.00 | 51,349.50 | 51,349.50 | 620.40 |
| Collected | 27,964.20 | 27,835.20 | 129.00 | 0.00 | 0.00 | 0.00 | 51,969.90 | 51,349.50 | 620.40 |
| AR Write Off | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| WIP | 28,620.00 | 28,620.00 | 0.00 | | | | | | |
| Balance | | | | | | | | | |
| AR Balance | 0.00 | 0.00 | 0.00 | | | | | | |
| Unalloc | 0.00 | | | | | | | | |
| Payment | | | | | | | | | |
| Client Trust | 0.00 | | | | | | | | |
| Balance | | | | | | | | | |

01/06/23 14:44:17 PROFORMA STATEMENT FOR MATTER 378224.00023 (Winkler, Geoff/Receiver for Essex Capita) (McCloskey Litigation)

Billing Address

Winkler, Geoff/Receiver for Essex Capital Corporation
Geoff Winkler
Managing Director
Alvarez & Marsal LLC
100 Pine Street, Suite 900
San Francisco, CA 94111-5222

EXHIBIT 3



David R. Zaro

PARTNER | LOS ANGELES

T (213) 955-5518

E dzaro@allenmatkins.com

David R. Zaro is a partner in our Los Angeles office, where his practice focuses upon litigation with an emphasis upon creditors' rights, bankruptcy litigation, and state and federal receiverships. David represents a wide range of clients including banks and other institutional lenders, developers, landlords, receivers, examiners, secured and unsecured creditors, and other business enterprises.

David has extensive experience as a bankruptcy lawyer as well as a trial lawyer in federal and state courts in California and several other jurisdictions. His experience in the field of insolvency, creditors' rights, and bankruptcy litigation includes out-of-court workouts and restructurings, federal and state court receiverships, and bankruptcy reorganization proceedings. David also advises residential and commercial lenders and others regarding all aspects of commercial law with regard to commercial and residential mortgage litigation, bank regulatory disputes, and collection actions.

David's representative cases include the representation of Court Appointed Receivers in a \$1.2 billion fraud action brought by the Securities and Exchange Commission in connection with the sale of TIC and other interests in 300 assisted living facilities; and a \$750 million ponzi-like scheme involving the purchase of medical related receivables and related lending transactions; representation of lender in workout of mezzanine financing on a multi-building office park; defense of actions in bankruptcy by junior lienholder and debtor against lender on an industrial park; and structure lease termination and modifications for commercial and retail tenants both in and out of bankruptcy.

David has lectured on matters regarding residential and commercial mortgage litigation and workouts, creditors' rights, construction law, and other real property remedies.

MEMBERSHIPS

- Financial Lawyers Conference

EDUCATION

J.D., UC Hastings College of the Law
B.A., Stanford University

SERVICES

Litigation & Counseling
Restructuring, Insolvency & Bankruptcy
Construction Contracts
Receiverships, Lenders & Special Creditor Remedies

INDUSTRIES

Financial Services
Construction

- American Bankruptcy Institute
- Turnaround Management Association

ACCOLADES

- Awarded Turnaround Management Association's Transaction of the Year- Large Turnaround Award (2011)

BAR ADMISSIONS

- California

COURT ADMISSIONS

- U.S. District Court, Central District of California
- U.S. District Court, Northern District of California
- U.S. District Court, Eastern District of California
- U.S. District Court, Southern District of California
- U.S. District Court, District of Arizona
- California Supreme Court
- U.S. Court of Appeals for the Ninth Circuit
- U.S. Supreme Court

Matters

- **Residential and Commercial Bank.** Represented bank in achieving a favorable published decision by the Ninth Circuit in Chapter 12 bankruptcy case. The appeal involved an attempt by a debtor in bankruptcy, and self-described family farmer, to leverage a discharge of personal debt in a prior Chapter 7 bankruptcy case into subsequent eligibility under Chapter 12 of the Bankruptcy Code, which could have enabled her to avoid foreclosure or strip down the value of the bank's security in the subject property. The Ninth Circuit did not agree with the debtor. The debtor sought an en banc review of the Ninth Circuit's decision which was subsequently denied.
- **SEC Receiver.** Representing SEC Receiver in securities fraud case in connection with the raising of \$120 million via the EB-5 program for the development of two large real estate developments in Seattle and neighboring Everett. We are prosecuting claims to recover investor funds from third-party borrower.
- **Residential and Commercial Bank.** Represented a residential and commercial bank in defending several thousand lawsuits throughout California, and managed local counsel in 20 other states. The lawsuits concern allegations of mortgage fraud, wrongful foreclosure, violations of TILA, RESPA, HOSPA, and other statutory and regulatory issues.
- **SEC Receiver.** Represented SEC Receiver in securities fraud case involving losses to investors of over \$40 million.

- **Residential and Commercial Lender.** Represented a residential and commercial lender in the workout and collection of a portfolio of commercial loans exceeding \$1 billion.
- **Residential and Commercial Lender.** Represented a residential and commercial lender as to the workout and collections of a portfolio of construction loans, some loans involving completed projects as well as those in progress.



Joshua A. del Castillo

PARTNER | LOS ANGELES

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Institutional lenders, commercial litigants, and receivers look to Joshua del Castillo for inventive answers to complex creditors' rights, receivership, and regulatory questions. His depth of experience and creativity in the areas of creditors' rights litigation and bankruptcy, the unique relationships he has cultivated in the receiverships space, and his familiarity with to up-to-the-minute regulatory developments, enable him to develop innovative strategies that mitigate client risks and improve client results.

Creditors' Rights, Litigation, and Regulatory Counsel

Joshua is a key member of the firm's Restructuring, Insolvency & Bankruptcy practice group, and routinely serves as counsel for institutional lenders or other creditors in bankruptcy and commercial litigation proceedings throughout California, in both state and federal courts, in addition to providing oversight to local counsel nationwide. Joshua likewise regularly represents clients in state and federal appellate matters. He is often called upon to provide proactive regulatory counsel, dispensing compliance advice and developing and deploying troubleshooting strategies, many derived from his extensive experience in serving as defense counsel to financial institutions in regulatory matters. In this capacity, Joshua assists clients in effectively satisfying their regulatory obligations while seeking to avoid potentially costly litigation or penalties.

A Pioneer in Receivership Solutions

As a member of the firm's premier Receiverships, Lenders & Special Creditor Remedies practice group, Joshua has been recognized for pioneering new legal solutions for receivers in state and federal matters, and has developed significant practical experience in creditors' rights, bankruptcy, and

EDUCATION

J.D., USC Gould School of Law

M.A., University of Michigan

B.A., *cum laude*, University of Southern California

SERVICES

Restructuring, Insolvency & Bankruptcy

Litigation & Counseling

Receiverships, Lenders & Special Creditor Remedies

Commercial Finance

INDUSTRIES

Financial Services

Residential & Multifamily

commercial litigation, including in the receivership context. This experience has taught him how to leverage new developments in the law to find innovative solutions to both age-old and novel problems.

Joshua bolsters his ability to solve multi-faceted client problems with broad access critical resources at Allen Matkins—including attorneys with unique knowledge and relationships across a spectrum of environmental, real estate, securities, labor, and related issues—and regularly works with an extensive network of outside professionals, including forensic accountants, tax accountants, private investigators, property managers, and brokers. Joshua endeavors to staff matters leanly so that his clients become familiar with all of the attorneys working on their matters, and receive accountable and responsive service.

In the Community

While helping his clients thrive, Joshua works to help the broader community prosper. In addition to his commitment to *pro bono* service, he currently serves on the advisory board of the Wage Justice Center, which works to advance low-income workers' rights, educate workers, and advocate for the collection of unpaid wages.

MEMBERSHIPS

- Financial Lawyers Conference
- California Receivers Forum
- Hispanic National Bar Association
- National Association of Federal Equity Receivers

ACCOLADES

- *Pro Bono Award*, Wage Justice Center, 2009
- Selected for inclusion in *Super Lawyers' Southern California Rising Stars* (2012 - 2015)

BAR ADMISSIONS

- California

COURT ADMISSIONS

- All California state courts
- U.S. District Court, Northern District of California (including Bankruptcy Court)
- U.S. District Court, Eastern District of California (including Bankruptcy Court)
- U.S. District Court, Central District of California (including Bankruptcy Court)
- U.S. District Court, Southern District of California (including Bankruptcy Court)
- U.S. Court of Appeals for the Ninth Circuit
- Bankruptcy Appellate Panel of the Ninth Circuit
- Supreme Court of the United States

Matters

LITIGATION AND BANKRUPTCY

- **Commercial Lenders.** Represented a national, commercial lender in connection with a large bankruptcy and breach of contract dispute, in both state and federal courts.
- **Developers.** Represented national developers in connection with preferential transfer claims brought by bankruptcy trustees.
- **Law Firms.** Represented a national law firm in connection with the bankruptcy of a large client.
- **Mortgage Lenders.** Represented a number of the nation's largest mortgage lenders in multiple commercial litigation matters, in both state and federal courts, including courts of appeal.
- **Non-Profit Organizations.** Provided *pro bono* assistance to a non-profit organization representing indigent and low-income workers in employment disputes.

FEDERAL EQUITY RECEIVERSHIPS

- ***Securities and Exchange Commission v. Plus Money, Inc., et al.***, (U.S. District Court, Southern District of California). Represented a receiver appointed in a Securities and Exchange Commission enforcement action alleging a \$45 million Ponzi-like investment scheme based on purported covered-call option trading. Receiver marshaled assets and distributed funds to defrauded investors.
- ***Securities and Exchange Commission v. Pacheco, et al.***, (U.S. District Court, Southern District of California). Represented a receiver appointed in a Securities and Exchange Commission enforcement action alleging a \$15 million Ponzi-like investment scheme based on purported covered-call option trading. Receiver marshaled assets and distributed funds to defrauded investors.
- ***Securities and Exchange Commission v. Medical Capital Holding, et al.***, (U.S. District Court, Central District of California). Represented a receiver appointed in a Securities and Exchange Commission enforcement action alleging a Ponzi-like investment scheme which raised over \$1 billion, ostensibly to purchase medical receivables.
- ***Securities and Exchange Commission v. Global Online Direct, Inc., et al.***, (U.S. District Court, Northern District of Georgia). Represented a receiver appointed in a Securities and Exchange Commission enforcement action alleging that the defendant entities raised over \$45 million through the sale of unregistered securities.
- ***Securities and Exchange Commission v. Trabulse, et al.***, (U.S. District Court, Northern District of California). Represented a receiver appointed to monitor a hedge fund, at the request of the Securities and Exchange Commission.

- ***Federal Trade Commission v. Consumer Advocates Group, LLC, et al.***, (U.S. District Court, Southern District of California). Represented a receiver appointed at the request of the Federal Trade Commission in connection with an enforcement action alleging deceptive and fraudulent mortgage modification practices.

REAL PROPERTY RECEIVERSHIPS

- ***Wachovia Bank, NA v. Downtown Sunnyvale Residential, LLC, et al.***, (Superior Court of California, County of Santa Clara). Represented a real property receiver appointed over a large-scale commercial development in connection with successfully securing trial court approval of the receiver's administration and improvement of the development, as well as approval of the receiver's compensation and discharge request.
- ***First Citizens Bank & Trust Co. v. NDustrial Drive LLC, et al.***, (Superior Court of California, County of San Joaquin). Represented a real property receiver appointed to administer receivership estate substantially comprised of abandoned recycling facility. Assisted receiver with site clean-up, marketing, and sale efforts.
- ***Hana Small Business Lending, Inc. v. Rock Petroleum, Inc., et al.***, (Superior Court of California, County of Riverside). Represented a real property receiver appointed to administer, and ultimately sell, receivership estate comprised of multiple service stations, convenience stores, and attendant contracts and permits.
- ***Excel National Bank v. Tolosa Sison Family Corp., et al.***, (Superior Court of California, County of San Mateo). Represented a real property receiver appointed to administer receivership estate substantially comprised of service station and convenience store assets.

REGULATORY COMPLIANCE

- **Real Property Brokerage.** Represented one of the Southwest's largest real property brokerages in connection with litigation alleging a violation of federal consumer protection statutes.
- **Lenders and Institutional Investors.** Represented lender in connection with litigation alleging systematic violations of the Fair Credit Reporting Act. Represented national institutional investor in connection with revision of internal policies and procedures for compliance with new or revised consumer protection statutes. Represented lender in connection with action implicating Bank Secrecy Act and Gramm-Leach-Bliley-Act matters.
- **Telecommunications Business.** Represented cell tower leasing entity in connection with policies and procedures for compliance with new or revised consumer protection statutes.
- **Public Interest Organizations.** Provided analysis of applicability of provisions of Dodd-Frank Act to highly publicized business practices of so-called buy-here / pay-here automobile dealerships.



Michael R. Farrell

PARTNER | LOS ANGELES

T (213) 955-5527

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Michael R. Farrell is a partner in our Los Angeles office, where his practice focuses on litigation with an emphasis on real estate, secured transactions, and state and federal receiverships. Mike represents a wide range of clients including institutional lenders, banks, asset managers, receivers, individuals and various business entities.

Mike's practice includes the representation of lenders, owners, asset managers, landlords, and investors in all aspects of real estate litigation, including pursuit of lender remedies against borrowers, guarantors and third parties; defense of mortgage-related actions; construction disputes; landlord/tenant disputes; partnership disputes; negotiation of loan workouts and modifications; and commercial property receiverships. Mike also advises receivers in federal equity receiverships. His experience in the field of commercial litigation includes representation of individuals and entities in contract disputes in various industries, representation of a shareholder in a securities fraud action, and representation of investors as to fraud/breach of fiduciary duty claims. Mike also has experience in environmental and employment litigation.

Mike has extensive experience as a trial lawyer in state and federal courts, as well as private arbitrations, and has lectured on a variety of real estate litigation topics.

MEMBERSHIPS

- American Bar Association
- Los Angeles County Bar Association

EDUCATION

J.D., USC Gould School of Law

B.A., Yale University

SERVICES

Litigation & Counseling

Business Disputes

Real Estate Disputes

Receiverships, Lenders & Special Creditor Remedies

Commercial Real Estate Transactions

INDUSTRIES

Real Estate

Financial Services

Investment Management

BAR ADMISSIONS

- California

COURT ADMISSIONS

- U.S. District Court, Central District of California
- U.S. District Court, Eastern District of California
- U.S. District Court, Northern District of California
- U.S. District Court, Southern District of California

Matters

REAL ESTATE LITIGATION

- **Lender.** Represented lender in numerous breach of contract actions against mortgage brokers for damages arising out of the sale of mortgage loans.
- **Lender.** Represented a residential and commercial bank in defending hundreds of foreclosure-related actions in California and throughout the United States, including supervision of local counsel in various states, in both state and federal courts.
- **Owner.** Represented owner of iconic retail development against general contractor and numerous subcontractors in disputes over construction defects.
- **Lender.** Represented secured lender in action against borrower to recover collateral on a \$29 million loan, including imposition of an equitable lien on real property and appointment of a receiver.
- **Investor.** Represented investors in pursuit of claims for misrepresentation arising out of purchase and construction of \$10 million home in Manhattan Beach, CA.
- **Lender.** Defended lender in action for quiet title and injunctive relief relating to foreclosure of commercial property.
- **Lender.** Advised lender on foreclosure and recovery of multiple properties occupied by residential treatment facilities.

COMMERCIAL LITIGATION

- **Owner.** Defended car dealership entity and principal against claims by interest holder relating to buyout of interest after termination.
- **Investor.** Defended shareholder at the trial of a multimillion dollar securities fraud claim arising out of the sale of an entity.

- **Corporations.** Represented various corporate entities in CERCLA litigation relating to soil and groundwater contamination in San Bernardino County, California.
- **Corporation.** Defended real estate company against claims by construction manager of national origin discrimination.
- **Corporation/Officers.** Defended corporation and officers against claims of trade secret misappropriation relating to formation of competing business.
- **Hotel Owner.** Represented international hotel company in claims against operator for failure to comply with franchise agreement.

RECEIVERSHIP ACTIONS

- **Lender.** Represented lender in actions to appoint receiver over several residential developments, including management of receivership and defense of borrower actions.
- **Receiver.** Represented court-appointed receiver in SEC securities fraud action involving \$1.7 billion Ponzi-like scheme in Orange County, California.
- **Lender.** Represented lender in action to appoint receiver relating to low income housing development in Santa Barbara County, California.



Matthew D. Pham

ASSOCIATE | LOS ANGELES

T (213) 955-5526

E mpham@allenmatkins.com

Matthew D. Pham is an associate in the Los Angeles office of Allen Matkins where he is a member of the Receiverships, Lenders & Special Creditor Remedies and the Restructuring, Insolvency & Bankruptcy practice groups.

Across a range of bankruptcy and insolvency-related proceedings, such as chapter 11 cases, receiverships, assignments for the benefit of creditors, and out-of-court workouts, Matt has represented a variety of constituents, including operating debtors, creditors' committees, secured and unsecured creditors, shopping center landlords, utility companies, and defendants in avoidance actions.

Following law school, Matt served in two clerkships. From 2011 to 2014, he was a rotating law clerk to the Honorable Fredrick E. Clement, W. Richard Lee (retired), and Whitney Rimel (retired) of the U.S. Bankruptcy Court, Eastern District of California. Then, from 2014 to 2015, he clerked for the Honorable Scott H. Yun of the U.S. Bankruptcy Court, Central District of California. Prior to joining Allen Matkins, Matt was in private practice at two mid-sized firms in Southern California

MEMBERSHIPS

- Insolvency Law Committee of the California Lawyers Association's Business Law Section (current chair of the Constituency, Outreach, and Website Subcommittee)
- Financial Lawyers Conference
- American Bankruptcy Institute

BAR ADMISSIONS

- California

COURT ADMISSIONS

- U.S. District Court, Central District of California
- U.S. District Court, Eastern District of California