

Fill in this information to identify the case:

Debtor Waypoint Leasing Holdings Ltd.

United States Bankruptcy Court for the: Southern District of New York
(State)

Case number 18-13648

Official Form 410

Proof of Claim

04/16

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor?	<u>Allen and Overy</u> Name of the current creditor (the person or entity to be paid for this claim)	
	Other names the creditor used with the debtor _____	
2. Has this claim been acquired from someone else?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent?	Where should notices to the creditor be sent? Allen and Overy Allen and Overy LLP 1221 Avenue of the Americas New York, NY 10020 Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	Where should payments to the creditor be sent? (if different) Contact phone <u>001 212 610 6300</u> Contact email <u>See summary page</u>
	Contact phone _____ Contact email _____ Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____	
4. Does this claim amend one already filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY	
5. Do you know if anyone else has filed a proof of claim for this claim?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	



Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: __ __ __ __
7. How much is the claim?	\$ <u>18,769.28</u> Does this amount include interest or other charges? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).
8. What is the basis of the claim?	Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information. <u>Legal services performed</u>
9. Is all or part of the claim secured?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. The claim is secured by a lien on property. Nature or property: <input type="checkbox"/> Real estate: If the claim is secured by the debtor's principle residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i> . <input type="checkbox"/> Motor vehicle <input type="checkbox"/> Other. Describe: _____ Basis for perfection: _____ Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.) Value of property: \$ _____ Amount of the claim that is secured: \$ _____ Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amount should match the amount in line 7.) Amount necessary to cure any default as of the date of the petition: \$ _____ Annual Interest Rate (when case was filed) _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable
10. Is this claim based on a lease?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Amount necessary to cure any default as of the date of the petition. \$ _____
11. Is this claim subject to a right of setoff?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Identify the property: _____



12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

☒ No

☐ Yes. Check all that apply:

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

Amount entitled to priority

\$ _____

☐ Up to \$2,850* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

\$ _____

☐ Wages, salaries, or commissions (up to \$12,850*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

\$ _____

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

\$ _____

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

\$ _____

☐ Other. Specify subsection of 11 U.S.C. § 507(a)() that applies.

\$ _____

* Amounts are subject to adjustment on 4/01/19 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim pursuant to 11 U.S.C. § 503(b)(9)?

☒ No

☐ Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

\$ _____

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

☒ I am the creditor.

☐ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 04/24/2019
MM / DD / YYYY

/s/Stephanie McCoubrey
Signature

Print the name of the person who is completing and signing this claim:

Name Stephanie McCoubrey
First name Middle name Last name

Title Credit Manager

Company Allen and Overy LLP
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address _____

Contact phone _____ Email _____



KCC ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (888) 733-1446 | International (310) 751-2635

Debtor: 18-13648 - Waypoint Leasing Holdings Ltd. District: Southern District of New York, New York Division		
Creditor: Allen and Overy Allen and Overy LLP 1221 Avenue of the Americas New York, NY, 10020 Phone: 001 212 610 6300 Phone 2: Fax: Email: stephanie.mccoubrey@allenoverly.com	Has Supporting Documentation: Yes, supporting documentation successfully uploaded Related Document Statement:	
	Has Related Claim: No Related Claim Filed By:	
	Filing Party: Creditor	
Other Names Used with Debtor:	Amends Claim: No Acquired Claim: No	
Basis of Claim: Legal services performed	Last 4 Digits: No	Uniform Claim Identifier:
Total Amount of Claim: 18,769.28	Includes Interest or Charges: No	
Has Priority Claim: No	Priority Under:	
Has Secured Claim: No Amount of 503(b)(9): No Based on Lease: No Subject to Right of Setoff: No	Nature of Secured Amount: Value of Property: Annual Interest Rate: Arrearage Amount: Basis for Perfection: Amount Unsecured:	
Submitted By: Stephanie McCoubrey on 24-Apr-2019 4:19:23 p.m. Eastern Time Title: Credit Manager Company: Allen and Overy llp		

FINANCIAL CONTROL: INCOME RECOGNITION

I confirm that I have sent bill number 600103 0792 to the client and have attached a signed copy of the covering letter/invoice.

Please choose the relevant option(s) below:

- ☐ Invoice mailed to client
☒ Invoice e-mailed to client

☐ E-Billing Client

If this is an e-billing client, as indicated by a check mark in the above box, please select one of the two relevant options.

- ☐ Process via e-billing
☐ Do not process via e-billing

Special Instructions: _____

Partner's Signature _____

Name Joe STRAND

Date 7/11/18

Cash collection

It will be assumed that standard credit control procedures will be applied by the credit control department. If you do not want this to happen please contact Pamela Gibson (844) 7803, Dorothy Murray (844) 7502 or by emailing USACreditControlAO@allenoverly.com

Please return this form to Felix Perez, Revenue Controller

To be completed by Finance:

Date invoice posted / income recognized 6/28/18

Revenue controller's signature: Felix Perez

Rodriguez, Lisa:BK (NY)

From: Todd Wolynski <twolynski@waypointleasing.com>
Sent: Wednesday, July 11, 2018 5:01 PM
To: Yousaf, Amanat:BK (NY); WP Account Payables
Cc: Stefano, Joseph:BK (NY); Rodriguez, Lisa:BK (NY)
Subject: Re: A&O Invoice re Waypoint Asset Co 6 Limited (0015437-0009434)

Thanks Ali

Todd Kevin Wolynski
General Counsel & Chief Administrative Officer

Waypoint Leasing
19 Old King's Highway South
Darien, CT 06820 USA
+1.516.662.5302

From: Amanat.Yousaf@allenoverly.com <Amanat.Yousaf@allenoverly.com>
Sent: Wednesday, July 11, 2018 4:54:02 PM
To: Todd Wolynski; WP Account Payables
Cc: Joseph.Stefano@AllenOvery.com; Lisa.Rodriguez@AllenOvery.com
Subject: A&O Invoice re Waypoint Asset Co 6 Limited (0015437-0009434)

Hi Todd

I hope you are doing well. Please see attached hereto our invoice for recent work performed. As you will see, we have again applied a discount to this invoice.

Kind regards

Ali

Amanat Ali Yousaf | Senior Counsel
Allen & Overy LLP

1221 Avenue of the Americas | New York | New York 10020 | USA
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Fax + 212 610 6399
www.allenoverly.com

Annual Review 2017 – Leading in uncertain times

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Allen & Overy LLP
1221 Avenue of the Americas
New York, New York 10020
Tel: 212 610 6300
Fax: 212 610 6399

Allen & Overy LLP

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Deutsche Bank AG, London
Waypoint
0015437-0009434

ALLEN & OVERY

Tax Invoice 6001030792

New York

Fee Earner Amanat Yousaf
Grade OC

<u>Date</u>	<u>Description</u>	<u>Hours</u>
05/03/2018	Emails re status of draft docs for MSNs 920113/ 31308	0.10
05/04/2018	Emails with W&C re draft docs	0.10
05/11/2018	Reviewing revised 31308 docs and emails with W&C thereon	1.50
05/14/2018	Attention to correspondence	0.10
05/15/2018	Prep for call with W&C/ WLG and attending on call, follow on emails to lenders and W&C re execution of collateral supplements	1.10
05/16/2018	Reviewing revised collateral supplements and comment thereon; emails with W&C and lenders	0.50
05/17/2018	Emails with WLG re notice, emails with W&C re amendments to local mortgages re 920113/ 31308	0.40
05/18/2018	Emails with WLG, trying to call Chris; emails with DB; reviewing Brazil mortgage amendment, disc with W&C thereon (including disc re engine serial numbers)	0.80
05/31/2018	Emails with W&C, DB re collateral supplements/ lease assignments for MSNs 920113/ 31308	0.50
06/01/2018	T/c with W&C re collateral supplements and engine replacement; emails with Chris Knott re disc on Monday re CHC docs	0.30
06/04/2018	T/c with Chris at WP to discuss CHC notice; email to lenders; disc with Adam at DB thereon; reviewing revised collateral supplements	1.30
06/11/2018	Emails with Sneha re request for current leases, analysis of rental amounts and lease terms; reviewing leases for such info, disc with Jon thereon; disc with Adam at DB re credit agreement and amendments thereto and providing same to Adam	2.20
06/12/2018	Emails with Sneha re lease rental and term analysis email	0.20
06/13/2018	Disc with Jin re UCC amendments; attention to correspondence thereon	0.10
06/19/2018	Reviewing legal opinions and Brazil mortgage re 231308/ 920113 and providing comments thereon	2.90
06/20/2018	Emails with DB re form of CHC notice and acknowledgment; emails with BoU release of collateral supplements, Parr Brown opinions	0.90
Total		13.00

Fee Earner Jonathan Larson
Grade PL

<u>Date</u>	<u>Description</u>	<u>Hours</u>
05/15/2018	Attention to email correspondence re: UCC-3 amendments for MSNs 920113/ 31308.	0.20
05/16/2018	Prepared UCC-3 collateral amendments for MSN 31308 and 920113.	1.30
06/04/2018	Reviewed updated collateral supplements for MSN 920113 and MSN 31308 and revised UCC-3 collateral amendments.	0.40
06/12/2018	In connection with DB's request, pulled leases from the file and reviewed for rent and expiration details.	0.80
06/13/2018	Updated UCC-3 collateral amendments for MSNs 31308 and 920113 and circulated to W&C.	0.30
06/20/2018	Reviewed UCC-3 collateral amendments and submitted to service company to be filed.	0.30
Total		3.30

Fee Earner Joseph Stefano
Grade PT

<u>Date</u>	<u>Description</u>	<u>Hours</u>
05/11/2018	Attention to Correspondence regarding proposed CHC amendments.	0.10
05/16/2018	Attention to Correspondence	0.10
06/04/2018	Attention to Correspondence; conference with AY.	0.10
06/20/2018	Attention to Correspondence	0.10
Total		0.40

Deutsche Bank AG, London
Waypoint
0015437-0009434

ALLEN & OVERY

Tax Invoice 6001030792

Total - New York

16.70

Legal Services

16.70

Deutsche Bank AG, London
Waypoint
0015437-0009434

ALLEN & OVERY

Tax Invoice 6001030792

<u>Other Charges</u>	<u>Amount</u>
Internal Printing and Photocopying	24.48
Total	<hr/> 24.48

Matter Number : 001527-0094

Date Range - through: 26/06/2018

Date Run - 26/06/2018

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Client Name / Billing Site Deutsche Bank AG, London
Matter Description Waypoint

Matter Billing Data

Matter Partner Joseph Stefano
Currency USD
Exception Rates
Billing Office New York
Billing Language English (United States)
Template Option
Volume Group
Title Group
Matter Status
Billing Group

Default

Deutsche Bank LEDES 98B1 Tit

Open

Matter Master Data

Matter Manager Amanat Yousaf
Office New York
Department Banking B1
Open Date 16/02/2015
Related Client 0000337 - DEUTSCHE BANK AG (FC)

Matter WIP Summary

Unbilled time	18,066.00
Disbursements	0.00
Internal costs	24.48
Admin Charges	0.00
Total (excl TAX)	18,090.48
* Bill On Account Balance (BOA)	

To Be Billed Values

Time	
Hard disbursements	
Internal costs	
Final Bill?	YES / NO
Instructions	

* BOA balances will always be applied unless specifically instructed

Payor and Contact Details

Client Name Deutsche Bank AG, London
/ Billing Site PO Box 70740
Winchester House
1 Great Winchester Street
London
EC2N 2DB
United Kingdom
Billing Contact Katie O'Neill
VAT No GB243609761 /

Payable by / Deutsche Bank AG, London
Site PO Box 70740
Winchester House
1 Great Winchester Street
London
EC2N 2DB
IGB

Cover Letter /
Site
Billing Contact

Matter Partner/Responsible Timekeeper's Name and Signature

Unbilled Working Timekeeper Summary

New York	Fee Earner	Last Proforma entry	Presentation title	Hours	Rate	Value
Caroline Ling	CCEL	19/06/2018	AS	1.00	885.00	885.00
Joseph Stefano	JOES	20/06/2018	PT	0.60	1,325.00	795.00
Amanat Yousaf	AMAY	20/06/2018	OC	13.00	1,050.00	13,650.00
Total for Banking B1				14.60		15,330.00
Jonathan Larson	JOTL	20/06/2018	PL	7.60	360.00	2,736.00
Total for Banking B3				7.60		2,736.00
Total for New York				22.20		18,066.00
Total Unbilled Fees				22.20		18,066.00

Unbilled Soft Costs

Office	Cost Code	Cost Type	Quantity	Value
New York	IP01	Internal Printing and Photocopying	334	23.38
New York	IP10	Colour A4	1	1.10
Total for New York			335	24.48
Total Unbilled Soft Costs			335	24.48

Unpaid/Part Paid Invoices Balances

Bill Date	Invoice Number	Currency	Fees	Hard cost	Soft Cost	Tax	Other	Amount
31/01/2018	6001029483	USD	43,629.22	438.00	548.92	0.00	0.00	44,616.14

Matter Arrangements/Special Billing Instructions

US Domestic Rates

Matter Number : 0015437-0009434

Date Range - through 26/06/2018

Date Run - 26/06/2018

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Unbilled Time Card Detail

Office - New York

Fee Earner		Jonathan Larson		Initials	JOTL	Hours	Rate	Value	Instructions
Index	Date	Narrative							
437874729	15/05/2018	Attention to email correspondence re: UCC-3 amendments for MSNs 920113/ 31308.				0.20	360.00	72.00	
438128870	16/05/2018	Prepared UCC-3 collateral amendments for MSN 31308 and 920113.				1.30	360.00	468.00	
438344281	04/06/2018	Reviewed updated collateral supplements for MSN 920113 and MSN 31308 and revised UCC-3 collateral amendments.				0.40	360.00	144.00	
438465760	12/06/2018	In connection with DB's request, pulled leases from the file and reviewed for rent and expiration details.				0.80	360.00	288.00	
438522440	13/06/2018	Updated UCC-3 collateral amendments for MSNs 31308 and 920113 and circulated to W&C.				0.30	360.00	108.00	
438521217	15/06/2018	Per DB's request, reviewed file and pulled documents documents relating to any post-closing transactions, drafted transmittal letter and sent closing set CDs from the original transaction to DB.				1.20	360.00	432.00	
438522444	17/06/2018	Continued to research file for post-closing transaction documents.				1.10	360.00	396.00	
438584335	18/06/2018	Continued to research file for post-closing transaction documents to send to DB.				0.90	360.00	324.00	
438573184	19/06/2018	Prepared zip files of post-closing documents and emailed to DB.				1.10	360.00	396.00	
438641214	20/06/2018	Reviewed UCC-3 collateral amendments, and submitted to service company to be filed.				0.30	360.00	108.00	
Total for	Jonathan Larson					7.60		2,736.00	
Fee Earner		Caroline Ling		Initials	CCEL	Hours	Rate	Value	Instructions
Index	Date	Narrative							
438435488	11/06/2018	Attended to correspondence.				0.10	885.00	88.50	
438538817	15/06/2018	Attended to correspondence regarding closing CDs and documents.				0.40	885.00	354.00	
438564359	18/06/2018	Reviewed documents.				0.40	885.00	354.00	
438586489	19/06/2018	Attended to correspondence.				0.10	885.00	88.50	
Total for	Caroline Ling					1.00		885.00	
Fee Earner		Joseph Stefano		Initials	JOES	Hours	Rate	Value	Instructions
Index	Date	Narrative							
437805544	11/05/2018	Attention to Correspondence regarding proposed CHC amendments.				0.10	1,325.00	132.50	
437934152	16/05/2018	Attention to Correspondence				0.10	1,325.00	132.50	

438472386	04/06/2018	Attention to Correspondence; conference with AY.	0.10	1,325.00	132.50	
438540857	15/06/2018	Attention to Correspondence	0.10	1,325.00	132.50	
438671799	19/06/2018	Attention to Correspondence	0.10	1,325.00	132.50	
438671770	20/06/2018	Attention to Correspondence	0.10	1,325.00	132.50	
Total for	Joseph Stefano		0.60		795.00	
Fee Earner	Amanat Yousof	Initials	AMAY			
Index	Date	Narrative	Hours	Rate	Value	Instructions
437696394	03/05/2018	Emails re status of draft docs for MSNs 920113/ 31308	0.10	1,050.00	105.00	
437716518	04/05/2018	Emails with W&C re draft docs	0.10	1,050.00	105.00	
437805633	11/05/2018	Reviewing revised 31308 docs and emails with W&C thereon	1.50	1,050.00	1,575.00	
437836745	14/05/2018	Attention to correspondence	0.10	1,050.00	105.00	
437857595	15/05/2018	Prep for call with W&C/ WL G and attending on call, follow on emails to lenders and W&C re execution of collateral supplements	1.10	1,050.00	1,155.00	
437878524	16/05/2018	Reviewing revised collateral supplements and comment thereon; emails with W&C and lenders	0.50	1,050.00	525.00	
437898523	17/05/2018	Emails with WL G re notice, emails with W&C re amendments to local mortgages re 920113/ 31308	0.40	1,050.00	420.00	
437926721	18/05/2018	Emails with WL G, trying to call Chris; emails with DB, reviewing Brazil mortgage amendment, disc with W&C thereon (including disc re engine serial numbers)	0.80	1,050.00	840.00	
438240703	31/05/2018	Emails with W&C, DB re collateral supplements/ lease assignments for MSNs 920113/ 31308	0.50	1,050.00	525.00	
438261807	01/06/2018	T/c with W&C re collateral supplements and engine replacement; emails with Chris Knott re disc on Monday re CHC docs	0.30	1,050.00	315.00	
438295608	04/06/2018	T/c with Chris at WP to discuss CHC notice, email to lenders; disc with Adam at DB thereon; reviewing revised collateral supplements	1.30	1,050.00	1,365.00	
438424134	11/06/2018	Emails with Sneha re request for current leases, analysis of rental amounts and lease terms; reviewing leases for such info, disc with Jon thereon; disc with Adam at DB re credit agreement and amendments thereto and providing same to Adam	2.20	1,050.00	2,310.00	
438447007	12/06/2018	Emails with Sneha re lease rental and term analysis email	0.20	1,050.00	210.00	
438471521	13/06/2018	Disc with Jin re UCC amendments; attention to correspondence thereon	0.10	1,050.00	105.00	
438570630	19/06/2018	Reviewing legal opinions and Brazil mortgage re 231308/ 920113 and providing comments thereon	2.90	1,050.00	3,045.00	
438592714	20/06/2018	Emails with DB re form of CHC notice and acknowledgment; emails with BoU release of collateral supplements; Parr Brown opinions	0.90	1,050.00	945.00	

Master Number : 0015437-0009434

Date Range - thirteenth 26/06/2018

Date Run - 26/06/2018

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Total for Amanat Yousaf

13.00

13,650.00

Total for New York

22.20

18,066.00

Total unbilled Time Cards

22.20

18,066.00

Unbilled Soft Cost and Admin Charges Summary

Office	Cost Code	Cost Type	Quantity	Value
New York	IP01	Internal Printing and Photocopying	334	23.38
Total for	Internal Printing and Photocopying		334	23.38
New York	IP10	Colour A4	1	1.10
Total for	Colour A4		1	1.10
Total Unbilled Soft Costs			335	24.48

Task Summary

Fee Earner	Name	Hours	Rate	Value
Task	C300 - Analysis and Advice			
AMAY	Amanat Yousaf	13.00	1,050.00	13,650.00
CCEL	Caroline Ling	1.00	885.00	885.00
JOTL	Jonathan Latson	7.60	360.00	2,736.00
Total for	C300 - Analysis and Advice	21.60		17,271.00
Task	C400 - Third Party Communication			
JOES	Joseph Stefano	0.60	1,325.00	795.00
Total for	C400 - Third Party Communication	0.60		795.00
Total Task Summary		22.20		18,066.00

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

Tel 212 610 6300
Fax 212 610 6399

CONFIDENTIAL

Deutsche Bank AG, London
PO Box 70740
Winchester House
1 Great Winchester Street
London
EC2N 2DB
United Kingdom

For the attention of Katie O'Neill

Our reference 0015437-0009434/JOES/AMAY
Your reference CGBLG1504036

Subject Waypoint

27 December 2018

Dear Katie

Please find enclosed our invoice 6001031872 for services rendered in the referenced matter. We kindly request that you remit the balance due to the indicated bank account.

Yours sincerely,

Joseph Stefano

Enclosed

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CONFIDENTIAL

Deutsche Bank AG, London
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London
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United Kingdom
For the attention of Katie O'Neill

Allen & Overy LLP
1221 Avenue of the Americas
New York, NY 10020
USA

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Business Registration N° 13-3302093
Tax Point 27 December 2018
Invoice Date 27 December 2018
Due Date 25 February 2019
Tax Invoice **6001031872**

Subject	Waypoint
Our reference	0015437-0009434/JOES/AMAY
Your reference	CGBLG1504036
Your VAT N°	GB243609761
Period	Period through 12/27/2018

Charges	USD
Legal Services	5,682.00
Total Charges	5,682.00

AMOUNT DUE	USD
	5,682.00

We kindly request payment of USD 5,682.00 to the following bank account, quoting reference 6001031872 /0015437-0009434. If the details below are different to those you currently hold, please contact our Finance team before making payment.

Citigroup
153 E 53 St
New York, New York 10043
USA

Bank Account: 43233242
SWIFT: CITIUS33
Routing No. 021000089

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Waypoint

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New York

Fee Earner Amanat Yousaf

Grade OC

<u>Date</u>	<u>Description</u>	<u>Hours</u>
11/13/2018	Emails with Sneha re doc requests; disc with Sneha thereon; disc with Joe; coordinating sending docs with Jon and discs with Jon thereon	0.60
11/14/2018	Attention to correspondence	0.10
11/26/2018	Attention to correspondence	0.10
11/28/2018	Email from Sneha re questions on security docs and related matters, discs with Jon thereon, reviewing file for docs/ correspondence and response to Sneha	1.70
11/29/2018	Attention to correspondence	0.10
Total		2.60

Fee Earner Jonathan Larson

Grade PL

<u>Date</u>	<u>Description</u>	<u>Hours</u>
11/05/2018	Per DB's request, prepared list of local counsel used for this transaction.	1.60
11/11/2018	Per DB, pulled copies of all mortgages and share pledges.	1.90
11/12/2018	Per DB, researched file and updated local counsel list with contact information and email addresses.	1.50
11/13/2018	Correspondence with DB regarding local counsel; pulled copies of trust agreements and forwarded to DB; reviewed copies of leases and forwarded to DB.	1.40
11/14/2018	Attention to correspondence from DB re: trust agreements.	0.50
11/28/2018	In connection with various questions from DB, researched file for various documents.	1.30
Total		8.20
Total - New York		10.80
Legal Services		10.80

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