

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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	:	
In re	:	Chapter 11
	:	
KABBAGE, INC. d/b/a KSERVICING, et al.,	:	Case No. 22-10951 (CTG)
	:	
Debtors.¹	:	(Jointly Administered)
	:	
	x	Re: Docket No. 108

**SUPPLEMENTAL DECLARATION OF ANDREW E. LELLING IN SUPPORT OF
DEBTORS’ APPLICATION TO EMPLOY AND RETAIN JONES DAY AS
SPECIAL COUNSEL TO THE DEBTORS EFFECTIVE AS OF THE PETITION DATE**

Pursuant to Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2014-1(a) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), and in accordance with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, issued by the Executive Office of the United States Trustee (the “**U.S. Trustee Guidelines**”), I, Andrew E. Lelling, declare:

1. I am an attorney at law admitted and in good standing to practice in the State of Massachusetts and before the United States District Courts for the District of Massachusetts,

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable are: Kabbage, Inc. d/b/a KServicing (3937); Kabbage Canada Holdings, LLC (N/A); Kabbage Asset Securitization LLC (N/A); Kabbage Asset Funding 2017-A LLC (4803); Kabbage Asset Funding 2019-A LLC (8973); and Kabbage Diameter, LLC (N/A). Kabbage is a trademark of American Express used under license; Kabbage, Inc. d/b/a KServicing is not affiliated with American Express. The Debtors’ mailing and service address is 925B Peachtree Street NE, Suite 383, Atlanta, GA 30309.

the Southern and Eastern Districts of New York, and the Eastern District of Virginia and before the United States Courts of Appeals for the First, Second, and Fourth Circuits.

2. I am a partner of the law firm of Jones Day and am duly authorized to make this declaration (the “**Declaration**”) on behalf of Jones Day. I make this Declaration in further support of the *Application of Debtors for Authority to Employ and Retain Jones Day as Special Counsel to the Debtors Effective as of the Petition Date* (the “**Application**”) [Docket No. 108] to supplement the disclosures set forth in my original declaration dated October 14, 2022 (the “**Original Declaration**”), which was attached as **Exhibit C** thereto, and in response to certain inquiries received with respect to the Application and the Original Declaration from the Office of the United States Trustee for Region 3.² The facts set forth in this Declaration are personally known to me and, if called as a witness, I could and would competently testify thereto.

3. Paragraph 28 of the Original Declaration sets forth certain ranges of standard hourly rates charged by Jones Day professionals in three separate billing categories. Attached as **Appendix I** hereto is a table identifying the professionals and paraprofessionals Jones Day currently expects to work on the engagement described in the Application, together with, in each case, such individual’s title, bar year, and current hourly rate.

4. Paragraph 36(c) of the Original Declaration states that Jones Day currently or formerly represented Cross River Bank in matters unrelated to the Debtors or these Chapter 11 Cases. In particular, Jones Day assisted Cross River Bank with the foundation of a new charitable foundation and related governance and compliance matters.

5. Paragraph 36(q) of the Original Declaration states that Jones Day formerly represented an affiliate of both SoftBank Priceville Investments, L.P. and SoftBank Vision Fund

² Capitalized terms not otherwise defined herein shall have the meanings given to them in the Application.

(AIV M2) L.P. (together, the “**SoftBank Shareholders**”) in matters unrelated to the Debtors or these Chapter 11 Cases. That former client is identified on **Schedule 2** to the Original Declaration as Sprint Corporation. For the avoidance of doubt, Jones Day has not provided services to either of the SoftBank Shareholders.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: October 26, 2022
Atlanta, Georgia

/s/ Andrew E. Lelling
Andrew E. Lelling (MA 631859)
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