

EXHIBIT A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re	X	
	:	Chapter 11
	:	
KServicing Wind Down Corp., <i>et al.</i> ,	:	Case No. 22-10951 (CTG)
	:	
	:	(Jointly Administered)
Post-Confirmation Debtors. ¹	:	
	X	Re: Docket Nos. 914, 915, 916, 917, 918 & 919

**OMNIBUS ORDER AWARDING FINAL
ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES**

Upon consideration of the final applications (each a “**Final Fee Application**” and, collectively, the “**Final Fee Applications**”) of those professionals listed on **Exhibit A** attached hereto (each an “**Applicant**” and, collectively, the “**Applicants**”), pursuant to sections 330(a) and 331 of title 11 of the United States Code, rule 2016 of the Federal Rules of Bankruptcy Procedure, and rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, for the final allowance of certain fees, including all holdbacks, and expenses incurred during the periods set forth on **Exhibit A** attached hereto (the “**Compensation Period**”), filed pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered October 21, 2022 [Docket No. 136] (the “**Interim Compensation Order**”), the *Amended Joint Chapter 11 Plan of*

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: KServicing Wind Down Corp. (f/k/a Kabbage, Inc. d/b/a KServicing) (3937); KServicing Wind Down Canada Holdings LLC (f/k/a Kabbage Canada Holdings, LLC) (N/A); KServicing Wind Down Asset Securitization LLC (f/k/a Kabbage Asset Securitization LLC) (N/A); KServicing Wind Down Asset Funding 2017-A LLC (f/k/a Kabbage Asset Funding 2017-A LLC) (4803); KServicing Wind Down Asset Funding 2019-A LLC (f/k/a Kabbage Asset Funding 2019-A LLC) (8973); and KServicing Wind Down Diameter LLC (f/k/a Kabbage Diameter, LLC) (N/A). The Debtors’ mailing and service address is 925B Peachtree Street NE, Suite 383, Atlanta, GA 30309.

Liquidation of Kabbage, Inc. (d/b/a KServicing) and its Affiliated Debtors [D.I. 627] (the “**Plan**”),² and the *Order Confirming Amended Joint Chapter 11 Plan of Liquidation of Kabbage, Inc. (d/b/a KServicing) and its Affiliated Debtors* [D.I. 680], and the Court having reviewed the Final Fee Applications and finding that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) notice of the Final Fee Applications was adequate under the circumstances; and (c) all persons with standing have been afforded the opportunity to be heard on the Final Fee Applications; and upon the full record of all proceedings in this case; and sufficient cause having been shown therefor, **IT IS HEREBY ORDERED THAT:**

1. Each Final Fee Application is **GRANTED** and **APPROVED** as set forth herein.
2. Each of the Applicants is allowed compensation on a final basis for services rendered during the Compensation Period, in the respective amounts set forth on the attached **Exhibit A** under the columns labeled “Final Fees Approved” and “Final Expenses Approved”, respectively.
3. To the extent not already paid pursuant to the Interim Compensation Order, subject to the terms of the Plan, each Applicant shall be paid one-hundred percent (100%) of the fees and one-hundred percent (100%) of the expenses listed on the attached **Exhibit A** under the columns labeled “Final Fees Approved” and “Final Expenses Approved”, respectively, that have not yet been paid in satisfaction of the allowed fees and expenses, for services rendered and expenses incurred during the Compensation Period.
4. This Order shall be deemed a separate order with respect to each of the Final Fee Applications. Any stay of this Order pending appeal with respect to any one Applicant shall only

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan.

apply to the particular Applicant that is the subject of such appeal, and shall not operate to stay the applicability and/or finality of this Order with respect to any other of the Applicants.

5. This Court shall retain jurisdiction over all matters arising from or related to the interpretation or implementation of this Order.

EXHIBIT A

Final Fee Applications
In re: KServicing Wind Down Corp., *et al.*
Case No. 22-10951 (CTG)

Applicant, Docket No. of Application & Applicant's Role in Cases	Final Compensation Period	Total Fee Amount Requested on a Final Basis	Total Expense Amount Requested on a Final Basis	Final Fees Approved	Final Expenses Approved
Richards, Layton & Finger, P.A. [D.I. 914] Co-Counsel to the Debtors	10/3/22 – 6/20/23	\$2,083,233.00	\$53,053.36	\$2,081,377.00 ^{1,2}	\$53,053.36 ¹
AlixPartners, LLP [D.I. 915] Financial Advisor to the Chapter 11 Debtors	10/3/22 – 6/20/23	\$4,164,322.25	\$30,962.60	\$4,164,322.25	\$30,962.60
Jones Day [D.I. 916] Special Counsel to the Debtors	10/3/22 – 6/20/23	\$335,542.50	\$241,372.90	\$335,542.50	\$241,372.90

¹ The Final Fee Application filed by Richards, Layton & Finger, P.A. (“**RL&F**”) included Estimated Amounts for the Estimated Period (each as defined therein). To the extent the Estimated Amounts are ultimately not used in satisfaction of fees and expenses incurred by RL&F, any unused amounts shall be paid to the Wind Down Estates in accordance with the terms of the Plan.

² The Final Fees Approved for RL&F include an agreed reduction of \$1,856.00 from the Total Fee Amount Requested on a Final Basis.

Applicant, Docket No. of Application & Applicant's Role in Cases	Final Compensation Period	Total Fee Amount Requested on a Final Basis	Total Expense Amount Requested on a Final Basis	Final Fees Approved	Final Expenses Approved
Greenberg Traurig, LLP [D.I. 917] Special Counsel to the Board of Directors of Kabbage, Inc. d/b/a KServicing	10/3/22 – 6/20/23	\$475,895.00	\$411.25	\$475,895.00	\$411.25
Omni Agent Solutions, Inc. [D.I. 918] Administrative Agent	10/3/22 – 6/20/23	\$59,056.85	\$0.00	\$59,056.85	\$0.00
Weil, Gotshal & Manges LLP [D.I. 919] Attorneys for Debtors	10/3/22 – 6/20/23	\$11,020,968.50	\$72,043.36	\$11,020,968.50	\$72,043.36