

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

In re:	) Chapter 11
	)
VYAIR MEDICAL, INC., <i>et al.</i> , ¹	) Case No. 24-11217 (BLS)
	)
	) (Jointly Administered)
Debtors.	)
	) Obj. Deadline: 1/16/25 at 4:00 p.m. (ET)
	) Hrg. Date: <i>Only if an objection is filed</i>
	)

**SUMMARY OF FIFTH MONTHLY FEE APPLICATION OF
MCDERMOTT WILL & EMERY LLP, COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD FROM NOVEMBER 1, 2024 THROUGH NOVEMBER 14, 2024**

Name of Applicant:	MCDERMOTT WILL & EMERY LLP
Authorized to provide professional services to:	Official Committee of Unsecured Creditors of Vyaire Medical, Inc., <i>et al.</i>
Date of retention:	July 30, 2024, effective June 28, 2024
Period for which compensation and reimbursement are sought:	November 1, 2024 through November 14, 2024
Amount of compensation sought as actual, reasonable, and necessary:	\$90,331.54 (80% of \$112,914.43)
Amount of reimbursement sought as actual, reasonable, and necessary:	\$0.00
This is a:	Monthly Fee Application

¹ The last four digits of Debtor Vyair Medical, Inc.'s federal tax identification number are 6495. A complete list of each of the Debtors in these chapter 11 cases and each such Debtor's federal tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://omniagentsolutions.com/Vyair>. The location of Debtor Vyair Medical, Inc.'s principal place of business and the Debtors' service address in these chapter 11 cases is 26125 North Riverwoods Boulevard, Mettawa, Illinois, USA 60045.

Prior Monthly Applications:

MONTHLY FEE APPLICATION			REQUESTED FEES AND EXPENSES		APPROVED FEES AND EXPENSES		HOLDBACK
Application Docket No. Date Filed	CNO Date Filed Docket No.	Period Covered	Requested Fees	Requested Expenses	Approved Fees (80%)	Approved Expenses (100%)	Fees Holdback (20%)
First Monthly D.I. 402 8/21/24	9/16/24 D.I. 525	6/28/24- 7/31/24	\$738,990.00	\$3,295.01	\$591,192.00	\$3,295.01	\$147,798.00
Second Monthly D.I. 592 10/1/24	10/25/24 D.I. 679	8/1/24- 8/31/24	\$536,880.40	\$1,664.69	\$429,504.32	\$1,664.69	\$107,376.08
Third Monthly D.I. 696 10/31/24	11/22/24 D.I. 794	9/1/24- 9/30/24	\$480,715.38	\$2,222.21	\$384,572.30	\$2,222.21	\$96,143.08
Fourth Monthly D.I. 759 11/21/24	12/13/24 D.I. 840	10/1/24- 10/31/24	\$329,105.98	\$986.58	\$263,284.78	\$986.58	\$65,821.20
Total			\$2,085,691.76	\$8,168.49	\$1,668,553.41	\$8,168.49	\$417,138.35

**OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF VYAIRE MEDICAL, INC., *ET AL.*
SUMMARY OF BILLING BY PROFESSIONAL
NOVEMBER 1, 2024 THROUGH NOVEMBER 14, 2024**

Name of Professional Person	Date of Bar Admission	Position with the Applicant and Practice Area	Hourly Billing Rate²	Total Billed Hours	Total Compensation
Kristin K. Going	2002	Partner; Corporate Advisory	\$1,750	39.3	\$68,775.00
David R. Hurst	1998	Partner; Corporate Advisory	\$1,750	8.5	\$14,875.00
Maris J. Kandestin	2004	Partner; Corporate Advisory	\$1,650	22.5	\$37,125.00
Kelly D. Newsome	2015	Partner; White Collar & Securities	\$1,525	0.5	\$762.50
Carole Wurzelbacher	2015	Associate; Corporate Advisory	\$1,245	4.8	\$5,976.00
Kristin E. Schwam	2020	Associate; White Collar & Securities	\$1,200	1.2	\$1,440.00
Edward Y. Kwon	N/A	Technology Project Manager	\$570	1.1	\$627.00
Nolley M. Rainey	N/A	Paralegal; Corporate Advisory	\$500	5.4	\$2,700.00
Andy Garcia	N/A	Litigation Technology Data Analyst	\$280	1.0	\$280.00
Daniel Valentino	N/A	Litigation Technology Data Analyst	\$280	1.0	\$280.00
Total				85.3	\$132,840.50

² Except as set forth below, the rate represents the current standard hourly rate of each McDermott attorney and paralegal who rendered legal services.

Name of Professional Person	Date of Bar Admission	Position with the Applicant and Practice Area	Hourly Billing Rate²	Total Billed Hours	Total Compensation
Less 15% Client Accommodation³					\$19,926.08
ADJUSTED TOTAL					\$112,914.43

Blended Rate: \$1,323.73⁴

³ As an accommodation to the Committee, McDermott has agreed to discount the amount of its monthly invoices by an amount equal to 15% of the aggregate fees requested in each such invoice.

⁴ The blended rate was calculated by dividing the adjusted total fees sought by the aggregate number of hours worked by McDermott Professionals.

**OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF VYAIRE MEDICAL, INC., *ET AL.*
SUMMARY OF FEES BY PROJECT CATEGORY
NOVEMBER 1, 2024 THROUGH NOVEMBER 14, 2024**

Project Category	Total Hours	Total Fees
Case Administration	3.9	\$2,325.00
Asset Disposition	0.4	\$690.00
Meetings and Communications with Creditors	8.7	\$13,852.50
Court Hearings	5.3	\$8,306.00
Fee and Employment Applications	6.8	\$9,650.00
Contested and Litigation-Related Matters	4.8	\$3,389.50
Plan/Disclosure Statement	55.4	\$94,627.50
Total	85.3	\$132,840.50
Less 15% Client Accommodation⁵		\$19,926.08
ADJUSTED TOTAL		\$112,914.43

⁵ As an accommodation to the Committee, McDermott has agreed to discount the amount of its monthly invoices by an amount equal to 15% of the aggregate fees requested in each such invoice.

**OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF VYAIRE MEDICAL, INC., *ET AL.*
SUMMARY OF EXPENSES
NOVEMBER 1, 2024 THROUGH NOVEMBER 14, 2024**

Expense Category	Service Provider (if applicable)	Total Expenses
N/A		\$0.00
TOTAL		\$0.00

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

In re:	)	Chapter 11
VYAIRE MEDICAL, INC., <i>et al.</i> , ¹	)	Case No. 24-11217 (BLS)
Debtors.	)	(Jointly Administered)
	)	Obj. Deadline: 1/16/25 at 4:00 p.m. (ET)
	)	Hrg. Date: <i>Only if an objection is filed</i>

**FIFTH MONTHLY FEE APPLICATION OF MCDERMOTT
WILL & EMERY LLP, COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS, FOR ALLOWANCE OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM
NOVEMBER 1, 2024 THROUGH NOVEMBER 14, 2024**

McDermott Will & Emery LLP (the “Applicant” or “McDermott”), counsel to the Official Committee of Unsecured Creditors (the “Committee”) of Vyair Medical, Inc., *et al.*, the debtors and debtors in possession (collectively, the “Debtors”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”), hereby applies (the “Application”), pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), for allowance of compensation for services rendered and expenses incurred for the period from November 1, 2024 through November 14, 2024 (the “Application Period”), and respectfully represents as follows:

¹ The last four digits of Debtor Vyair Medical, Inc.’s federal tax identification number are 6495. A complete list of each of the Debtors in these chapter 11 cases and each such Debtor’s federal tax identification number may be obtained on the website of the Debtors’ claims and noticing agent at <https://omniagentsolutions.com/Vyair>. The location of Debtor Vyair Medical, Inc.’s principal place of business and the Debtors’ service address in these chapter 11 cases is 26125 North Riverwoods Boulevard, Mettawa, Illinois, USA 60045.

JURISDICTION AND VENUE

1. The Court has jurisdiction to consider the Application pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and the Application in this District is proper under 28 U.S.C. §§ 1408 and 1409.

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

3. McDermott confirms its consent, pursuant to Local Rule 9013-1(f), to the entry of a final order by the Court in connection with the Application in the event that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

BACKGROUND

A. The Chapter 11 Cases

4. On June 9, 2024 (the “Petition Date”), the Debtors commenced the Chapter 11 Cases by filing petitions for relief under chapter 11 of the Bankruptcy Code with the Court. The Debtors continue to operate their business and manage their properties as debtors and debtors in possession under sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Chapter 11 Cases.

5. On June 26, 2024, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed the Committee under section 1102(a)(1) of the Bankruptcy Code. *See* Docket No. 121.

B. The Committee's Retention of McDermott

6. On July 9, 2024, the Committee applied [Docket No. 215] to the Court for an order authorizing the Committee to retain and employ McDermott as its counsel, effective as of June 28, 2024. On July 30, 2024, the Court entered an order [Docket No. 336] authorizing such retention.

C. The Interim Compensation Order

7. On July 9, 2024, the Court entered the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* [Docket No. 218] (the “Interim Compensation Order”),² which sets forth the procedures for interim compensation and reimbursement of expenses in the Chapter 11 Cases. Specifically, the Interim Compensation Order provides that a retained professional may file and serve a Monthly Fee Statement on or after the twenty-first (21st) day of each month following the month for which compensation is sought. Provided that there are no objections to the Monthly Fee Statement filed within twenty-one (21) days after the service of a Monthly Fee Statement, the professional may file a certificate of no objection with the Court, after which the Debtors are authorized to pay such professional eighty percent (80%) of the fees and one-hundred percent (100%) of the expenses requested in such Monthly Fee Statement.

² Capitalized terms used but not defined herein shall have the meanings ascribed to such items in the Interim Compensation Order.

RELIEF REQUESTED

8. By this Application, McDermott requests the allowance of \$90,331.54, which is equal to eighty percent (80%) of the \$112,914.43 in fees for professional services rendered by McDermott during the Application Period.³

DESCRIPTION OF SERVICES RENDERED

9. During the Application Period, McDermott professionals, including attorneys and paraprofessionals (collectively, the “McDermott Professionals”), devoted 85.3 hours to, among other things, plan and disclosure statement matters, communications with the Committee and other creditors, preparation of professional fee applications, and Court hearings. McDermott Professionals’ most significant work in these matter categories is summarized below, and all work performed by McDermott Professionals is described in detail in **Exhibit A** hereto, which provides a detailed itemization, by project category, of all services performed by McDermott Professionals with respect to the Chapter 11 Cases during the Application Period. This detailed itemization complies with Local Rule 2016-2(d) in that each time entry contains a separate time allotment, a description of the type of activity, and the subject matter of the activity, all time is billed in increments of one-tenth of an hour, time entries are presented chronologically in categories, and all meetings or hearings are individually identified.

**A. Plan/Disclosure Statement
Amount Sought: \$94,627.50**

10. During the Application Period, McDermott Professionals (i) coordinated with the Committee’s other professionals and the Debtors’ advisors regarding a settlement of the issues

³ These figures reflect a 15% voluntary fee reduction provided by McDermott to the Committee as a client accommodation.

relating to confirmation of the Debtors' chapter 11 plan [Docket No. 719]; and (ii) reviewed and revised the settlement proposal, plan, and confirmation order.

11. McDermott Professionals devoted a total of 55.4 hours to plan and disclosure statement matters during the Application Period, for which compensation in the amount of \$94,627.50 is sought.

B. Meetings and Communications with Creditors
Amount Sought: \$13,852.50

12. During the Application Period, McDermott Professionals prepared for and conducted regular Committee meetings and communicated with the Committee members and their counsel both as a group and on an individual basis. Among other things, McDermott Professionals provided recommendations to the Committee regarding various requests of the Debtors and other parties in interest, counseled the Committee in connection with the Debtors' chapter 11 plan, and delivered email updates regarding case status and various outstanding matters. McDermott Professionals also coordinated with the Committee's financial advisor to prepare for Committee calls by preparing, discussing, and reviewing Committee presentations on topics such as the Debtors' operations and finances and case strategy.

13. McDermott Professionals devoted a total of 8.7 hours to communications with the Committee and other creditors (and related tasks) during the Application Period, for which compensation in the amount of \$13,852.50 is sought.

C. Fee and Employment Applications
Amount Sought: \$9,650.00

14. During the Application Period, McDermott Professionals drafted McDermott's monthly fee application for October 2024, which ultimately was filed on November 21, 2024 [Docket No. 759]. McDermott Professionals also spent time reviewing and filing the Committee's financial advisor's monthly fee application for September 2024.

15. McDermott Professionals devoted a total of 6.8 hours to the preparation of professional fee applications during the Application Period, for which compensation in the amount of \$9,650.00 is sought.

D. Court Hearings
Amount Sought: \$8,306.00

16. During the Application Period, McDermott Professionals devoted time to, among other things, preparing for and attending the hearing on the confirmation of the Debtors' chapter 11 plan.

17. McDermott Professionals devoted a total of 5.3 hours to preparation for and attendance at Court hearings during the Application Period, for which compensation in the amount of \$8,306.00 is sought.

VALUATION OF SERVICES

18. McDermott Professionals have expended a total of 85.3 hours in connection with this matter during the Application Period. The amount of time spent by each of the McDermott Professionals providing services to the Committee during the Application Period is set forth in **Exhibit A**. The rates reflected in this Application are McDermott's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by McDermott during the Application Period as counsel for the Committee in the Chapter 11 Cases is \$112,914.43.⁴

19. In accordance with the factors enumerated in Bankruptcy Code section 330, McDermott submits that the amount requested is fair and reasonable given (a) the complexity of the Chapter 11 Cases, (b) the time expended, (c) the nature and extent of the services rendered,

⁴ This figure reflects a 15% voluntary fee reduction provided by McDermott to the Committee as a client accommodation.

(d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code.

NO PRIOR REQUEST

20. No prior request for the relief requested in this Application has been made to this Court or any other court.

CERTIFICATE OF COMPLIANCE AND REQUEST FOR WAIVER

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

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WHEREFORE, McDermott respectfully requests that it (a) be allowed compensation in the amount of \$90,331.54 (80% of the \$112,914.43) for necessary professional services rendered to the Committee during the Application Period, and (b) be granted such other and further relief as the Court deems just and proper.

Dated: Wilmington, Delaware
December 26, 2024

MCDERMOTT WILL & EMERY LLP

/s/ David R. Hurst

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