

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

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In re:	:	Chapter 11
	:	Case No. 17-12560 (KJC)
WOODBIDGE GROUP OF	:	
COMPANIES LLC, <i>et al.</i> ,	:	Jointly Administered
	:	
Debtors.	:	Re: Dkt. Nos. 1624, 1861, 2127, 2202, 2203, 2798

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**ORDER ALLOWING SECOND INTERIM FEE REQUEST OF VENABLE LLP AS  
COUNSEL TO THE OFFICIAL AD HOC COMMITTEE OF UNITHOLDERS FOR THE  
PERIOD MARCH 1, 2018 THROUGH MAY 31, 2018**

Upon the *Second Interim Fee Request of Venable LLP as Counsel to the Official Ad Hoc Committee of Unitholders for the Period March 1, 2018 Through May 31, 2018* (the "Second Interim Fee Application") for allowance of compensation and reimbursement of expenses on an interim basis; and Elise S. Frejka (the "Fee Examiner") having filed a final report (the "Fee Examiner's Report") with respect to the each professional retained in these cases; and it appearing to the Court that all requirements of §§ 328, 330, 331 and 503(b) of title 11 of the United States Code, as well are Rule 2016 of the Federal Rules of Bankruptcy Procedure and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, have been satisfied; and it further appearing that the compensation earned and expenses incurred were reasonable and necessary; and that the notice of the Second Interim Fee Application was appropriate; and the Fee Examiner having no objection to the relief requested herein, as Venable and the Fee Examiner have reached an agreement on allowed fees and expenses as memorialized in the Fee Examiner's Report; and after due deliberation, and sufficient cause appearing,

**IT IS HEREBY ORDERED THAT:**

1. The Second Interim Fee Application is granted as provided herein.
2. Venable LLP is hereby allowed a second interim allowance of compensation for services rendered to the Unitholders' Committee in the sum of \$925,030.75 and reimbursement for costs incurred in the sum of \$24,905.22, for the period March 1, 2018 through May 31, 2018.
3. The Debtors are authorized and directed to make payment of the outstanding amount of such sums to Venable LLP, less all amounts previously paid on account of such fees and expenses.
4. This Court shall retain jurisdiction over any and all matters arising from or related to the interpretation and/or implementation of this Order.

Dated: Oct 22, 2018  
Wilmington, Delaware

  
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THE HONORABLE KEVIN J. CAREY  
UNITED STATES BANKRUPTCY JUDGE