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Festool USA LLC
400 N. Enterprise Blvd
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September 14, 2020
Invoice # 2463311
Matter # 32137-0015

FOR PROFESSIONAL SERVICES RENDERED
THROUGH August 31, 2020 in connection with
Subsidiary Reorganizations - Non-Fixed Fee

Total Fees	\$13,138.50
Total Disbursements/Charges	<u>\$0.00</u>
Total Current Invoice	<u>\$13,138.50</u>

Festool USA LLC
Subsidiary Reorganizations - Non-Fixed Fee

September 14, 2020
Invoice # 2463311

FOR OUR PROFESSIONAL SERVICES RENDERED THROUGH
August 31, 2020 in connection with Subsidiary Reorganizations - Non-Fixed Fee

8/3/20	David P. McHugh	Review email from S. Warner re capital contributions and documentation re same; email correspondence with A. Avalos re same	0.20	159.00
8/3/20	Hugo A Gallegos	Review and revise Merger Checklist.	0.50	262.50
8/4/20	David P. McHugh	Review email from A. Avalos re questions re capital contributions to TTS Real Estate LP; review prior authorizations re same; email to S. Warner re same	0.50	397.50
8/4/20	David P. McHugh	Review email from A. Avalos re merger checklist; review org chart to confirm same and provide feedback to step plan and follow-up correspondence re same	0.70	556.50
8/4/20	Angel Avalos Jr	Revise merger checklist for TTS Tooltechnic into TTS Holdings; electronic correspondence with D. McHugh regarding merger checklist for TTS Tooltechnic into TTS Holdings.	0.70	227.50
8/4/20	Angel Avalos Jr	Review request and materials from S. Warner regarding capital contribution consent request; electronic correspondence with D. McHugh regarding request from S. Warner.	0.30	97.50

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8/5/20	Angel Avalos Jr	Draft Plan of Merger for TTS Tooltechnic and TTS Holdings; draft NY certificate of merger for TTS Tooltechnic and TTS Holdings; draft DE certificate of merger for TTS Tooltechnic and TTS Holdings.	3.00	975.00
8/6/20	David P. McHugh	Email correspondence re updates re subsidiary merger	0.20	159.00
8/6/20	Angel Avalos Jr	Draft Director and Shareholder consents for TTS Tooltechnic and TTS Holdings.	2.50	812.50
8/12/20	Hugo A Gallegos	Review and revise documents related to merger between TTS Holdings U.S.A., Inc. and TTS Tooltechnic Systems Woodworking Machines, Inc., including Agreement and Plan of Merger, written consents of the stockholders and directors, merger certificates, and checklist.	4.50	2,362.50
8/13/20	Angel Avalos Jr	Revise merger documents for TTS Tooltechnic into TTS Holdings.	1.00	325.00
8/13/20	Hugo A Gallegos	Review and revise documents related to merger between TTS Holdings U.S.A., Inc. and TTS Tooltechnic Systems Woodworking Machines, Inc., including Agreement and Plan of Merger, written consents of the stockholders and directors, merger certificates, and checklist.	1.20	630.00
8/17/20	David P. McHugh	Review drafts of merger-related documents from A. Avalos; confirm statutory basis under New York and Delaware; mark-up same with questions and comments; email marked drafts to H. Gallegos and A. Avalos	2.50	1,987.50
8/17/20	Hugo A Gallegos	Review and revise merger documents.	0.50	262.50

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8/18/20	David P. McHugh	Call with H. Gallegos and A. Avalos re changes to merger agreement and other merger-related documents and information needed to complete drafts; review updated draft of merger agreement; follow up email correspondence regarding remaining changes; discussion with S. Warner regarding status and open issues	2.70	2,146.50
8/18/20	David P. McHugh	Prepare for and attend monthly alignment call wit S. Warner	1.00	795.00
8/18/20	Angel Avalos Jr	Conference call with D. McHugh and H. Gallegos regarding merger of Woodworking Inc vs TTS Holdings USA; review corporate information on Woodworking Inc vs TTS Holdings USA.	0.60	195.00
8/18/20	Hugo A Gallegos	Phone call with D. McHugh and A. Avalos to discuss merger documents; review and revise merger documents.	1.50	787.50

TOTAL FEES **\$13,138.50**

TOTAL INVOICE **\$13,138.50**

SUMMARY OF PROFESSIONAL SERVICES

TIMEKEEPER	HOURS	RATE	FEE AMOUNT
David P. McHugh	7.80	795.00	6,201.00
Hugo A Gallegos	8.20	525.00	4,305.00
Angel Avalos Jr	8.10	325.00	2,632.50
TOTAL	24.10		\$13,138.50



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MATTER SUMMARY

TOTAL FEES	\$13,138.50
TOTAL DISBURSEMENTS/CHARGES	<u>\$0.00</u>
TOTAL INVOICE FOR INVOICE # 2463311 USD	\$13,138.50

Wire Instructions

Payment may be wired to
(Including International Transactions):

JPMorgan Chase Bank N.A.
For Credit to: Schiff Hardin LLP
Account # 04233255
ABA # 021000021
Swift Code CHAS US 33
Please reference Invoice # 2463311

For Payment Via ACH:

Chase
For Credit to: Schiff Hardin LLP
Account # 04233255
ABA # 071000013
Please reference Invoice # 2463311