

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

Breed Technologies, Inc.  
A Delaware Corporation, et al.,  
Debtors

Jointly Administered  
CASE NO. 99-3399 (MFW)  
Chapter 11

ORDER GRANTING SIXTH AND FINAL FEE APPLICATION OF  
WASSERSTEIN PERELLA & CO., INC. FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR  
September 20, 1999 THROUGH November 22, 2000

Wasserstein Perella & Co., Inc. ("WP&Co."), as financial advisor to the above-captioned debtors and debtors-in-possession (collectively, the "Debtors"), filed a sixth and final application for allowance of compensation and reimbursement of expenses for the period September 20, 1999 through November 22, 2000 (the "Application"). The Court has reviewed the Application and finds that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§157 and 1334; (b) notice of the Application, and any hearing on the Application, was adequate under the circumstances; and (c) all persons with standing have been afforded the opportunity to be heard on the Application;

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED.

The Debtors shall pay to WP&Co. the sum of \$370,629.32<sup>1</sup> as compensation and \$42,248.77 as reimbursement of expenses, for a total of \$412,878.09 for services rendered and disbursements incurred by WP&Co. for the period September 20, 1999 through November 22, 2000.

Dated: 3/20/01

  
UNITED STATES BANKRUPTCY JUDGE

<sup>1</sup> Net of \$158,537.35 outstanding retainer balance as of January 24, 2001.

cc: to send copies to all parties and file certificate of service with the court.

cc: M. Calaway, Esq., US Trustee

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3/21/01