

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

E O D MAY 16 2002

In re:

COMDISCO, INC.
et al.,

Debtors.

Case No. 01-24795
(Jointly Administered)
Chapter 11
Hon. Ronald Barliant
Hearing Date:
Hearing Time:
Objection Deadline:

**SECOND INTERIM APPLICATION OF ROTHSCHILD INC.
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Rothschild Inc. ("Applicant"), financial advisor and investment banker to the Comdisco, Inc. ("Comdisco" or the "Company"), makes this second application for interim compensation and reimbursement of expenses, and in support thereof respectfully represents:

1. This application is made pursuant to sections 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure, the Court's order dated October 23, 2001 approving the interim retention of Applicant as investment banker to Comdisco, nunc pro tunc, as of August 28, 2001 (the "October 23 Interim Retention Order"), the Court's order dated November 28, 2001 (the "November 28 Retention Order") approving the retention of Applicant as investment banker to Comdisco and the Court's order dated July 16, 2001 (the "July 16 Interim Compensation Order") establishing procedures for interim compensation and reimbursement of expenses of professionals, copies of which are attached hereto as Exhibit A. Pursuant to the October 23 Interim Retention Order and the November 28 Retention Order, Applicant was retained on the basis of compensation at the rate of

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associated with the Applicant's execution of the engagement letter). The amount of the monthly fee has been negotiated in good faith between the Company and Rothschild taking into account all of the facts and circumstances in these cases. Applicant seeks approval of compensation for services rendered during the period December 1, 2001 through and including March 31, 2002 (the "Relevant Period") in the amount of \$800,000.00, representing Applicant's monthly rate of \$200,000.00 for the periods December 1, 2001 through December 31, 2001, January 1, 2002 through January 31, 2002, February 1, 2002 through February 28, 2002, and March 1, 2002 through March 31, 2002, plus reimbursement of reasonable and necessary expenses in the amount of \$183,146.33¹ incurred by Applicant during the Relevant Period.

2. Pursuant to the July 16 Interim Compensation Order, the Applicant has already submitted a request to Comdisco for the payment of \$823,146.33 representing 90% of Applicant's monthly fees equal to \$640,000.00 and all reasonable and necessary expenses incurred by Applicant during the Relevant Period of \$183,146.33. To date Comdisco has paid Applicant a total of \$657,663.48 for the Relevant Period, representing \$540,000.00 for monthly fees and \$117,663.48 for expenses. This application seeks interim approval of all fees and expenses, as well as approval of the reimbursement of all reasonable and necessary expenses incurred during the Relevant Period and the payment of Applicant's monthly fees for the Relevant Period.

3. Annexed hereto as Exhibits B and D are the invoices for the total compensation and expenses sought by Applicant for the Relevant Period, a breakdown of Applicant's expenses incurred during the Relevant Period and a daily time log detailing the activities and services

¹ Applicant has included all actual and necessary disbursements processed by its accounting department for the Relevant Period. It is possible, however, that some disbursements for this Relevant Period will be processed in subsequent periods. Accordingly, Applicant reserves the right to seek reimbursement of additional expenses that may have been incurred during the Relevant Period, but which have not been accounted for in Applicant's billing

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performed by Applicant on behalf of the Company during the Relevant Period. The retention agreement between the Company and Applicant and the resumes of key professionals of Applicant providing services to the Company are attached as Exhibits A and C, respectively.

4. Applicant's team has been directed by senior level professionals with extensive experience in the area of investment banking and bankruptcy services. The investment banking services set forth above were performed primarily by Todd R. Snyder, Managing Director, Timothy J. Small, Managing Director, Homer D. Parkhill, Vice President, Danye J. Srivisal, Associate, and Naveen Bhatia, Analyst, and other professionals and paraprofessionals, as needed. Applicant's general staffing policy is to assign senior bankers, experienced junior bankers and, as necessary, a financial analyst to each restructuring assignment. The senior banker, in this case, Todd R. Snyder, has overall responsibility for the case and is primarily responsible for developing strategy with respect to the case, directing negotiations, interfacing with the other senior professionals involved with the case and testifying, if necessary, in Bankruptcy Court with respect to the case. Timothy J. Small, a senior banker from Rothschild's Structured Finance Group is responsible for coordinating all of the Applicants' investment banking activities with respect to any financing efforts or debt capacity analyses. The senior bankers, the experienced junior bankers and, as necessary, the financial analyst coordinate their actions so as to not duplicate efforts. Given that the senior bankers, the experienced junior bankers and, as necessary, the financial analyst have different roles in a case but have overlapping responsibilities, there are frequent times where it is appropriate for two or more bankers to be present at a meeting. Details of the background and experience of the professionals are provided in Exhibit C.

5. The amount of fees and expenses sought in this application and Applicant's billing

bankruptcy context. Applicant does not bill its clients based on the number of hours expended by its professionals. It bills clients on a retainer basis (generally monthly), plus a completion fee, based upon successful completion of a plan of reorganization of transaction. The retainer fees are established with the understanding that the hours worked each month may vary, and that other factors, including the bankers' unique transaction experience, and industry knowledge are relevant to setting the retainer amount. Accordingly, Applicant does not have hourly rates for its professionals and Applicant's professionals generally do not maintain time records for the work performed for its clients. Applicant's policy, for all engagements in or out of bankruptcy, is to dedicate the appropriate number of professionals to the assignment to complete the work as efficiently as possible. Applicant has, however, maintained a daily time log detailing the activities and services performed by Applicant on behalf of the Company during the Relevant Period. These records, which are attached as Exhibit D, describe the time expended by each professional and paraprofessional for this period.

6. Given the size and global complexity of these cases, the complicated corporate and financial structure of Comdisco, the degree of activity during the Relevant Period and the high level of services rendered by Applicant to the Company, Applicant believes that the compensation sought is fair and reasonable.

BACKGROUND

7. On July 16, 2001 (the "Petition Date"), Comdisco and each of the fifty Affiliate Debtors filed a voluntary petition in this Court for reorganization relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq., as amended (the "Bankruptcy Code"). The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. None of Comdisco's

international subsidiaries located outside of the United States have filed for reorganization or insolvency protection in any jurisdiction and each continues to operate in the ordinary course of business.

8. Comdisco was founded in 1969 and incorporated in Delaware in 1971. In its early years, Comdisco engaged primarily in the procurement and placement of new and used computer equipment, principally mainframe and related peripherals. Today, Comdisco provides global technology services to its customers to help maximize their technology functionality, predictability and availability. The Company's operations are conducted through its principal office in Rosemont, Illinois, and approximately 35 offices in the United States, Canada and additional offices in Europe and the Pacific Rim. As of December 5, 2001, the Company employed approximately 1,400 full-time employees. For the fiscal year ended September 30, 2000, the Company had consolidated net revenues of approximately \$3.9 billion and administered assets of \$8.8 billion.

9. The Company elected to engage Applicant to advise Comdisco in this Chapter 11 as of August 28, 2001. Comdisco chose to retain Applicant due in large part to Applicant's reputation as a leading investment banking firm and financial advisor with substantial European presence and its substantial experience advising debtors, creditors' committees and other parties in interest in connection with all aspects of the financial restructuring and Chapter 11 process, including financial advice for public and private financings and evaluation of assets and liabilities, formulation and negotiation of plans of reorganization and the restructuring of indebtedness.

10. By the October 23 Interim Retention Order and the November 28 Retention Order, this Court approved the interim payment of the Applicant as financial advisor to Comdisco to

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provide assistance to the Company in evaluating the complex financial and economic issues raised by Comdisco's reorganization case and to fulfill its statutory and fiduciary duties.

Applicant was retained by the Company to:

- (a) to the extent Rothschild deems necessary, appropriate and feasible, or the Company may request, review and analyze the Company's assets and the operating and financial strategies of the Company;
- (b) review and analyze the business plans and financial projections prepared by the Company including, but not limited to, testing assumptions and comparing those assumptions to historical Company and industry trends;
- (c) evaluate the Company's debt capacity in light of its projected cash flows and assist in the determination of an appropriate capital structure for the Company;
- (d) assist the Company and its other professionals in reviewing the terms of any proposed Transaction, in responding thereto and, if directed, in evaluating alternative proposals for a Transaction, whether in connection with a Plan (as defined below) or otherwise;
- (e) determine a range of values for the Company and any securities that the Company offers or proposes to offer in connection with a Transaction;
- (f) advise the Company on the risks and benefits of considering a Transaction with respect to the Company's intermediate and long-term business prospects and strategic alternatives to maximize the business enterprise value of the Company, whether pursuant to a Plan or otherwise;

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- (g) review and analyze any proposals the Company receives from third parties in connection with a Transaction, including, without limitation, any proposals for financing, as appropriate;
- (h) assist or participate in negotiations with the parties in interest, including, without limitation, any current or prospective creditors of, or holders of equity in, the Company in connection with a Transaction,
- (i) advise and attend meetings of third parties and official constituencies, as necessary;
- (j) if requested by the Company, participate in hearings before the Bankruptcy Court and provide relevant testimony with respect to the matters described herein and issues arising in connection with any proposed Plan;
- (k) render such other financial advisory and investment banking services as may be agreed upon by Rothschild and the Company in connection with any of the foregoing; and
- (l) to the extent deemed desirable by the Company, identify and/or initiate potential transactions.

SUMMARY OF SERVICES RENDERED

11. All services rendered by Applicant during the Relevant Period were performed at the request or direction of members of the Company or legal professionals of Skadden, Arps, Slate, Mcagher & Flom (“Skadden”). Applicant has provided a broad range of necessary financial advisory services. Major areas of effort can be summarized into the following general categories:

A. Business Plan Due Diligence

Applicant reviewed detailed monthly, quarterly and annual operating data and forecasts as part of its continuing due diligence regarding the Company's long-term business prospects. This review included analysis of a consolidated business plan as well as separate business plans for Comdisco's Availability Services Division, its Ventures Division, its European and U.S. leasing "verticals," its "Corporate Asset Management Division" and its Corporate division. Applicant's due diligence included site visits in Europe and the U.S. and meetings with local management which were critical in understanding and evaluating the financial projections.

B. Valuation / Financial Analysis

Applicant analyzed the Company's projected operating performance by business unit / leasing vertical and on a consolidated basis. Applicant also prepared a detailed analysis of the public market valuation and financial performance of comparable companies and transactions in the leasing industry and the IT services / data storage / disaster recovery industries and compared the data to the historical and projected operating results of Comdisco's respective business units. Applicant additionally performed valuation analyses including discounted cash flow analyses on the Company's business plans. Applicant and the Company used these analyses to examine and evaluate strategic alternatives available to the Company including sale options, "runoff" options and potential standalone reorganization scenarios. Applicant also performed analyses to evaluate various creditor and equity recovery scenarios.

C. Strategic Analysis

Applicant participated in numerous meetings with the Company, Skadden and other advisors to the Company to discuss strategic issues, business plan execution, financial performance and next steps in the chapter 11 process. Applicant analyzed a broad range of alternatives.

D. Financing Discussions / Analysis

Applicant assisted Comdisco in its review of its financing strategy and alternatives. Applicant participated in meetings and discussions with the Company, Skadden and other advisors to the Company regarding financing issues. Applicant analyzed relevant business unit historical and projected operating performance, assumptions and portfolio characteristics. Applicant analyzed, among other items, such factors as portfolio concentration, profile of lessee, residual position, equipment characteristics and terms of leases. Applicant performed substantial analysis of comparable credit statistics to analyze projected advance rates, credit availability and capital cost.

E. Board of Directors Meetings

Applicant participated in Board of Directors conference calls and/or meetings. Applicant provided the Board with valuation methodology and analyses of the Company's Availability Services Division, its U.S. Leasing Verticals, its Ventures Division, its European Leasing Verticals, its "Corporate Asset Management Division," and the overall Estate.

F. Creditors Committee and Equity Committee Meetings

Applicant participated in Creditors Committee meetings and Equity Committee meetings. Applicant also had discussions with, prepared materials for and responded to information requests from the Creditors and Equity Committee advisors in conjunction with the general administration of the case and in particular with respect to the sale and litigation surrounding the sale of the Debtors' Availability Services Division.

G. Court Hearings / Depositions / Auctions

Applicant participated in and prepared for Bankruptcy Court Hearings including but not limited to matters pertaining to the Debtors' sale of the Availability Services Division, Depositions, retention matters and Company Auctions.

H. Miscellaneous

Applicant performed various activities relating to case administrative matters i.e. court filings, retention application, time records, etc. Additionally this category includes travel time to and from various Company locations and meetings.

SUMMARY OF FEES RENDERED SINCE THE COMMENCEMENT OF THE CASE

12. Applicant respectfully submits that the compensation requested for the Relevant Period for services rendered by Applicant to the Company is fully justified and reasonable based on the following: (a) the degree of activity during the Relevant Period and the high level of services rendered by Applicant to the Company, (b) the complexity of the issues presented, (c) the skill necessary to perform the investment banking services properly, (d) the preclusion of other employment, (e) customary fees charged in both bankruptcy and non-bankruptcy situations for similar services rendered, (f) time constraints required by the exigencies of the case and (g) the experience, reputation and ability of the professionals rendering services.

13. Applicant respectfully submits that the services it has rendered to the Company have been necessary and in the best interest of Comdisco and the estates and have furthered the goals of all parties in interest.

14. The services summarized by this application and rendered by Applicant to the Company during the Relevant Period were substantial, highly professional and instrumental to Comdisco's reorganization. They were reasonable and necessary to the Company's performance of its duties.

SUMMARY OF EXPENSES INCURRED SINCE THE COMMENCEMENT OF THE CASE

15. Applicant incurred reasonable and necessary out-of-pocket expenses aggregating \$183,146.33 during the Relevant Period. Details of the expenses incurred during the Relevant Period are provided in Exhibit B. Applicant submits that all such expenses were necessarily incurred, are reasonable in amount and represent only the actual costs incurred.

16. Applicant's charges for expenses to Company are determined in the same manner as for clients in non-bankruptcy matters. Out-of-pocket expenses incurred by Applicant are charged to a client if the expenses are incurred for the client or are otherwise necessary in connection with services rendered for such particular client. Applicant does not factor general overhead expenses into disbursements charged to clients in connection with Chapter 11 cases. Applicant has followed its general internal policies with respect to out-of-pocket expenses billed to Comdisco as set forth below, with any exceptions fully explained.

- (a) Applicant's general policy permits its employees to bill lunch or dinner meals to a client if the employee is required to provide services to the client during such mealltime due to extreme time constraints. Rothschild employees are permitted to order meals in the office if the Rothschild employee is required to work after 8:00 p.m. on weekdays or more than five (5) consecutive hours on weekends or holidays. Meal expenses incurred during meetings which employees and other meeting participants are required to attend are billed at cost.
- (b) Messengers and couriers are used by Applicant to deliver hard copy documents relating to a client matter which require receipt on an expedited basis; otherwise, Applicant uses the regular postal system. Any charges for either messengers or couriers are billed to a client at cost.

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- (c) The research/database category consists of the cost of using databases (e.g., Disclosure, Securities Data Corporation, Dow Jones, Lexis-Nexis, etc.) to which Applicant subscribes to search for and obtain information used in Applicant's financial analyses. Applicant pays the vendor's standard rate for such database services. In certain instances, Applicant has determined that paying a flat annual or monthly fee for such services is less costly than contracting for such services on a per use basis. Such annual or monthly services are allocated to clients based on such clients use of each service. The research category also consists of charges from outside services which supply, for a fee, financial documents from regulatory agencies which cannot be obtained from databases subscribed to by Applicant.
- (d) Applicant bills photocopying charges at the rate of \$0.10 per black and white page and \$1.00 per color page.
- (e) With respect to local travel, Applicant's general policy enables employees to travel by taxi or by private car service, to and from meetings while rendering services to a client on a client related matter, for which the client is charged. This policy is based on Rothschild's determination that travel by taxi or private car service is the most efficient use of a professional's time. Rothschild employees are not permitted to charge personal commuting expenses to a client unless the employee is traveling after 8:00 p.m. (EST) or 9:00 p.m. (EDT) and has been required to work late as a result of the time exigencies of that client's matters.
- (f) Telephone expenses relate to client-related calls made on a cellular phone. Cellular phone charges are based on vendor's actual invoices.

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- (g) Conference calls arranged through a third party vendor are charged a \$.75 per line per minute usage charge

17. In the course of rendering services to the Company as its financial advisor during the Relevant Period, Applicant incurred and paid certain expenses as outlined in Exhibit B. Applicant submits that all such expenses were necessarily incurred, are reasonable in amount and represent only the actual costs incurred by Applicant.

CONCLUSION

18. The services summarized by this application and rendered by Applicant to the Company during the Relevant Period were substantial, highly professional and instrumental to Comdisco's performance in the case. They were reasonable and necessary to the Company's performance of its duties.

19. As noted above, in accordance with the provisions of the October 23 Interim Retention Order and the November 28 Retention Order, Applicant seeks interim approval of compensation for services rendered in the amount of \$800,000.00, representing Applicant's monthly rate of \$200,000.00 for the periods December 1, 2001 through December 31, 2001, January 1, 2002 through January 31, 2002, February 1, 2002 through February 28, 2002, and March 1, 2002 through March 31, 2002, plus reimbursement of reasonable and necessary expenses in the amount of \$183,146.33 incurred by Applicant during the Relevant Period. As demonstrated throughout this application, the amount of compensation requested by Applicant is necessary, fair and reasonable.

20. All services for which compensation is sought were performed for and on behalf of the Company and not on behalf of any individual creditor or party in interest. Applicant has not

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fixing or sharing fees or other compensation to be paid for professional services rendered in these cases.

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WHEREFORE, Applicant respectfully requests that this Court enter an order (a) granting an interim allowance of compensation for the period beginning December 1, 2001 through and including March 31, 2002 in the amount of \$800,000.00 for services rendered by Applicant as investment banker to Comdisco, and reimbursement of expenses incurred and recorded by Applicant during the Relevant Period in the amount of \$183,146.33, and (b) granting such other and further relief as this court deems just and proper.

Dated: New York, New York
May 14, 2002

ROTHSCHILD INC.

By: 

Todd R. Stryder, Managing Director

VERIFICATION

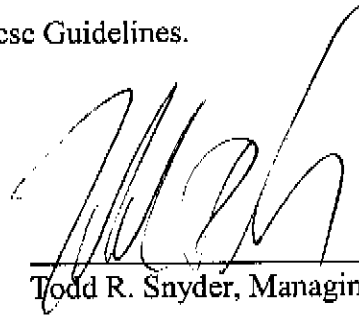
STATE OF NEW YORK §
 §
NEW YORK CITY §

TODD R. SNYDER, after being duly sworn according to law, deposes and says:

1. I am a Managing Director with the applicant firm, Rothschild Inc. ("Rothschild"), which firm maintains offices for providing financial advisory and investment banking services at 1251 Avenue of the Americas, New York, NY 10020. Rothschild has acted as investment banker to and rendered professional services on behalf of Comdisco, Inc. (the "Company").

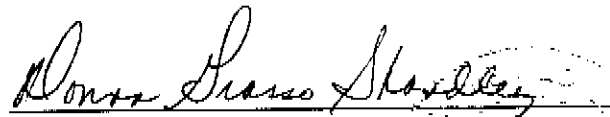
2. I have personally performed many of the financial advisory and investment banking services rendered by Rothschild as advisor to the Company and am thoroughly familiar with all other work performed on behalf of the Company by the professionals in the firm.

3. I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed the United States Trustee Guidelines For Reviewing Applications For Compensation And Reimbursement Of Expenses Filed Under 11 U.S.C. Section 330 (the "Guidelines") and the Application substantially complies with these Guidelines.



Todd R. Snyder, Managing Director

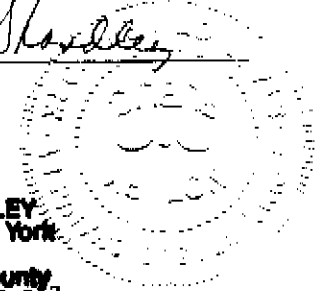
SWORN AND SUBSCRIBED before me this 13th day of May 2002.



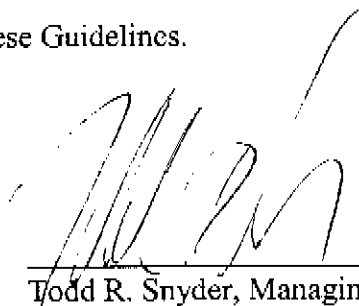
Notary Public

My Commission Expires:

DONNA GRASSO SHANDLEY
Notary Public, State Of New York
No. 01GR6058322
Qualified In Westchester County
Commission Expires May 7, 2003

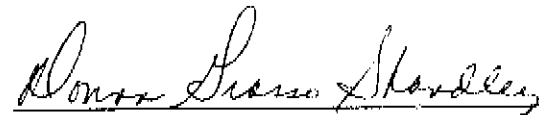


3. I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed the United States Trustee Guidelines For Reviewing Applications For Compensation And Reimbursement Of Expenses Filed Under 11 U.S.C. Section 330 (the "Guidelines") and the Application substantially complies with these Guidelines.



Todd R. Snyder, Managing Director

SWORN AND SUBSCRIBED before me this 13th day of May 2002.



Notary Public

My Commission Expires:

DONNA GRASSO SHANDLEY
Notary Public, State Of New York
No.01GR6058322
Qualified in Westchester County
Commission Expires May 7, 2003



ROTHSCHILD INC.

As of
August 28, 2001

Comdisco, Inc.
6111 North River Road
Rosemont, Illinois 60018

Attention: Norman P. Blake
Chairman, President and Chief Executive Officer

Dear Mr. Blake:

This letter (the "Agreement") will confirm the terms and conditions of the agreement among Comdisco, Inc. (collectively with its subsidiaries and affiliate debtors and debtors-in-possession, the "Company") and Rothschild Inc. ("Rothschild") regarding the retention of Rothschild as financial advisor and investment banker to the Company in connection with the Company's bankruptcy case (the "Chapter 11 Case") under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"), currently pending in the Bankruptcy Court for the Northern District of Illinois (the "Bankruptcy Court").

Section 1. Services to be Rendered. In connection with the formulation and implementation of various options for a restructuring, reorganization or other strategic alternatives relating to the businesses of the Company, whether pursuant to a Transaction (as defined below), any series or combination of Transactions or otherwise, Rothschild will perform such services as the Company may request including, but not limited to, the following:

(a) to the extent Rothschild deems necessary, appropriate and feasible, or the Company may request, review and analyze the Company's assets and the operating and financial strategies of the Company;

(b) review and analyze the business plans and financial projections prepared by the Company including, but not limited to, testing assumptions and comparing those assumptions to historical Company and industry trends;

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(c) evaluate the Company's debt capacity in light of its projected cash flows and assist in the determination of an appropriate capital structure for the Company;

(d) assist the Company and its other professionals in reviewing the terms of any proposed Transaction, in responding thereto and, if directed, in evaluating alternative proposals for a Transaction, whether in connection with a Plan (as defined below) or otherwise;

(e) determine a range of values for the Company and any securities that the Company offers or proposes to offer in connection with a Transaction;

(f) advise the Company on the risks and benefits of considering a Transaction with respect to the Company's intermediate and long-term business prospects and strategic alternatives to maximize the business enterprise value of the Company, whether pursuant to a Plan or otherwise;

(g) review and analyze any proposals the Company receives from third parties in connection with a Transaction, including, without limitation, any proposals for financing, as appropriate;

(h) assist or participate in negotiations with the parties in interest, including, without limitation, any current or prospective creditors of, or holders of equity in, the Company in connection with a Transaction;

(i) advise and attend meetings of third parties and official constituencies, as necessary;

(j) if requested by the Company, participate in hearings before the Bankruptcy Court and provide relevant testimony with respect to the matters described herein and issues arising in connection with any proposed Plan;

(k) render such other financial advisory and investment banking services as may be agreed upon by Rothschild and the Company in connection with any of the foregoing; and

(l) to the extent deemed desirable by the Company, identify and/or initiate potential transactions.

In performing the services hereunder, Rothschild will devote the necessary resources and, upon the reasonable request of the Company, will make good faith efforts to make available the services of Todd R. Snyder, David L. Resnick and/or Timothy J. Small, as appropriate.

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Rothschild acknowledges that it has reviewed the retention applications dated July 16, 2001 and the final orders dated August 9, 2001 for Goldman, Sachs & Co., McKinsey & Company and Arthur Andersen LLP and agrees that, unless otherwise specifically agreed in writing by the Company, the services for which such firms have been retained are outside of the scope of Rothschild's engagement hereunder and no fees shall be payable to Rothschild hereunder in the event Rothschild performs any such services.

In performing its services pursuant to this Agreement, and notwithstanding anything to the contrary herein, Rothschild is not assuming any responsibility for the Company's decision to pursue (or not to pursue) any business strategy or to effect (or not to effect) any Transaction or other transaction. Rothschild shall not have any obligation or responsibility to provide accounting, audit, "crisis management" or business consultant services to the Company, and shall have no responsibility for designing or implementing operating, organizational, administrative, cash management or liquidity improvements.

As used herein, the term "Transaction" shall mean, collectively (a) any transaction or series of transactions that effects or proposes to effect material amendments to or other material changes in any of the Company's outstanding indebtedness, trade claims, leases (both on and off balance sheet) and other liabilities pursuant to a plan of reorganization (a "Plan") under the Bankruptcy Code; (b) (i) any merger, consolidation, reorganization, recapitalization, financing, refinancing, business combination or other transaction pursuant to which the Company (or control thereof) is acquired by, or combined with, any person, group of persons, partnership, corporation or other entity (an "Acquirer") or (ii) any acquisition, directly or indirectly, by an Acquirer (or by one or more persons acting together with an Acquirer pursuant to a written agreement or otherwise), whether in a single transaction, multiple transactions or a series of transactions, of (A) other than in the ordinary course of business, all or substantially all of the assets or operations of the Company or (B) any outstanding or newly-issued shares of the Company's capital stock or any securities convertible into, or options, warrants or other rights to acquire such capital stock or other equity securities of the Company, for the purpose of effecting a recapitalization or change of control of the Company; or (c) any restructuring, reorganization or similar transaction, whether or not pursuant to a Plan. Notwithstanding the foregoing, the term "Transaction" shall exclude the sale of the Technology Services Division or Equipment Solutions Division of the Company.

Section 2. Information Provided by the Company. The Company will cooperate with Rothschild and furnish to, or cause to be furnished to, Rothschild any and all information as Rothschild reasonably deems appropriate to enable Rothschild to render services hereunder (all such information being the "Information"). The Company recognizes and confirms that Rothschild (a) will use and rely primarily on the Information and on information available from generally recognized public sources in performing the

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services contemplated by this Agreement without having assumed any obligation to verify independently the same; (b) does not assume responsibility for the accuracy or completeness of the Information and such other information; and (c) will not act in the official capacity of an appraiser of specific assets of the Company or any other party. The Company confirms that the information to be furnished by the Company, when delivered, to the best of its knowledge, will be true and correct in all material respects, will be prepared in good faith, and will not contain any material misstatement of fact or omit to state any material fact. The Company will promptly notify Rothschild if it learns of any material inaccuracy or misstatement in, or material omission from, any Information theretofore delivered to Rothschild.

Section 3. Application for Retention of Rothschild. The Company shall apply promptly to the Bankruptcy Court pursuant to Section 327(a) of the Bankruptcy Code and Rule 2014 of the Federal Rules of Bankruptcy Procedure, for approval of (A) this Agreement and (B) Rothschild's retention by the Company under the terms of this Agreement, *nunc pro tunc* to the date of this Agreement. The Company shall supply Rothschild and its counsel with a draft of such application and any proposed order authorizing Rothschild's retention sufficiently in advance of the filing of such application. Rothschild shall have no obligation to provide any services under this Agreement unless Rothschild's retention under the terms of this Agreement is approved in the manner set forth above by a final order of the Bankruptcy Court no longer subject to appeal, rehearing, reconsideration or petition for certiorari, and which order is reasonably acceptable to Rothschild in all respects. Rothschild acknowledges that the Company's authority to enter into this Agreement and to perform its obligations hereunder is subject to the approval of the Bankruptcy Court. Rothschild further acknowledges that in the event that the Bankruptcy Court approves its retention by the Company, Rothschild's fees and expenses shall be subject to (a) the jurisdiction and approval of the Bankruptcy Court under Section 328(a) of the Bankruptcy Code and the order approving Rothschild's retention, (b) any applicable fee and expense guideline orders and (c) any requirements governing interim and final fee applications. In the event that Rothschild's engagement hereunder is approved by the Bankruptcy Court, the Company shall pay all fees and expenses of Rothschild hereunder as promptly as practicable in accordance with the terms hereof and the orders governing interim and final fee applications, and after obtaining all necessary further approvals from the Bankruptcy Court, if any.

Section 4. Fees of Rothschild. As compensation for the services rendered hereunder, the Company, and its successors, if any, agree to pay Rothschild (via wire transfer or other mutually acceptable means) the following fees in cash; provided, however, that the timing and amount of such payments shall be subject to the considerations set forth in the last two sentences of Section 3:

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(a) Commencing as of the date hereof, and whether or not a Transaction is proposed or consummated, a cash advisory fee (the "Monthly Fee") of \$200,000 per month. The initial Monthly Fee shall be pro-rated based on the commencement of services as of the date hereof and shall be payable by the Company upon the execution of this Agreement by each of the parties hereto, and thereafter the Monthly Fee shall be payable by the Company in advance on the first day of each month.

(b) A fee (the "Completion Fee") of \$5,500,000, payable in cash upon the earlier of (i) the confirmation and effectiveness of a Plan or (ii) the consummation of another Transaction.

(c) To the extent Rothschild is requested by the Company to pursue any structured financing, including, but not limited to, any warehouse facility, asset backed commercial paper placement, or term asset backed security (each, a "New Capital Transaction"), a new capital fee (the "New Capital Fee") equal to (i) 1.00% of the face amount of any senior secured debt; (ii) and 3.50% of the face amount of any junior secured or senior or subordinated unsecured debt (convertible or with warrants), excluding any capital provided by the existing shareholders or creditors of the Company.

(d) To the extent the Company requests Rothschild to perform additional services not contemplated by this Agreement, such additional fees as shall be mutually agreed upon by Rothschild and the Company, in writing, in advance.

The Company and Rothschild acknowledge and agree that (i) the hours worked, (ii) the results achieved and (iii) the ultimate benefit to the Company of the work performed, in each case, in connection with this engagement, may be variable, and that the Company and Rothschild have taken such factors into account in setting the fees hereunder.

Section 5. Credit. Rothschild shall credit against the Completion Fee: 100% of the Monthly Fees payable and paid under Section 4(a) after January 28, 2002 (the "Monthly Fee Credit"); provided that the Monthly Fee Credit shall not exceed the Completion Fee and; provided, further that the aggregate amount of fees payable by the Company to Rothschild hereunder shall not exceed \$6,500,000.

Section 6. Expenses. Without in any way reducing or affecting the provisions of Exhibit A hereto, the Company shall reimburse Rothschild for its reasonable out-of-pocket expenses incurred in connection with the provision of services hereunder, the execution, delivery and enforcement of this Agreement and the consummation of any Transaction contemplated or attempted hereby, in each case including without limitation the reasonable fees, disbursements and other charges of Rothschild's outside counsel. Out-of-pocket expenses shall also include, but not be limited to, reasonable expenses incurred in

Comdisco, Inc.
As of August 28, 2001
Page 6

connection with travel and lodging, data processing and communication charges, research and courier services. Consistent with existing orders of the Bankruptcy Court, the Company shall promptly reimburse Rothschild for expenses under this Section 6 upon presentation of an invoice or other similar documentation with reasonable detail.

Section 7. Indemnity. The Company agrees to the provisions of Exhibit A hereto which provide for indemnification by the Company of Rothschild and certain related persons. Such indemnification is an integral part of this Agreement and the terms thereof are incorporated by reference as if fully stated herein. Such indemnification shall survive any termination, expiration or completion of this Agreement or Rothschild's engagement hereunder.

Section 8. Term. The term of Rothschild's engagement shall extend until the consummation of a Transaction or the confirmation and effectiveness of a Plan. This Agreement may be terminated by either the Company or Rothschild by providing thirty (30) days advance notice in writing. If terminated, Rothschild shall be entitled to payment of any fees for any monthly period which are due and owing to Rothschild upon the effective date of termination; however, such amounts will be pro-rated for any incomplete monthly period of service, and Rothschild will be entitled to reimbursement of any and all reasonable out-of-pocket expenses described in Section 6. Termination of Rothschild's engagement hereunder shall not affect or impair the Company's continuing obligation to indemnify Rothschild and certain related persons as provided in Exhibit A and its continuing obligations under Section 9 hereof. Without limiting any of the foregoing, the Completion Fee and/or the New Capital Fee, as the case may be, shall be payable in the event that a Plan, New Capital Transaction, or other Transaction is consummated at any time prior to the expiration of eighteen (18) months after any termination of this Agreement by the Company, or a letter of intent or definitive agreement with respect to a Plan, New Capital Transaction, or other Transaction is executed at any time prior to eighteen (18) months after any such termination (which letter of intent or definitive agreement subsequently results in the consummation of a Plan, New Capital Transaction, or other Transaction at any time), (x) as to which Rothschild advised the Company hereunder prior to the termination of this Agreement or (y) which involves a party identified to the Company by Rothschild or with whom the Company had discussions regarding a Plan, New Capital Transaction, or other Transaction, in each case during the term of Rothschild's engagement hereunder.

Section 9. Miscellaneous.

(a) *Administrative Expense Priority*. The Company agrees that Rothschild's compensation as set forth herein and payments made pursuant to reimbursement and indemnification provisions of this Agreement shall be entitled to priority as expenses of administration under Sections 503(b)(1)(A) and 507(a)(1) of the Bankruptcy Code and

Comdisco, Inc.
As of August 28, 2001
Page 7

shall be entitled to the benefits of any "carve-outs" for professional fees and expenses in effect in the Chapter 11 Case pursuant to one or more financing orders entered by the Bankruptcy Court.

(b) *Survival.* Sections 4 through 8 hereof, inclusive, including the provisions set forth in Exhibit A hereto, shall survive the termination or expiration of this Agreement.

(c) *Benefit of Agreement; No Reliance by Third Parties.* The advice (oral or written) rendered by Rothschild pursuant to this Agreement is intended solely for the benefit and use of the Company and its professionals in considering the matters to which this Agreement relates, and the Company agrees that such advice may not be relied upon by any other person, used for any other purpose or reproduced, disseminated, quoted or referred to at any time, in any manner or for any purpose, nor shall any public references to Rothschild be made by the Company, without the prior written consent of Rothschild or as otherwise provided in this Agreement.

(d) *Nature of Relationship.* The relationship of Rothschild to the Company hereunder shall be that of an independent contractor and Rothschild shall have no authority to bind, represent or otherwise act as agent for the Company. The parties hereto acknowledge and agree that by providing the services contemplated hereunder, Rothschild will not act, nor will it be deemed to have acted, in any managerial or fiduciary capacity whatsoever with respect to the Company.

(e) *Advertisements.* The Company agrees that Rothschild shall have the right after completion of a Transaction to place advertisements in financial and other newspapers and journals at its own expense describing its services hereunder after reasonable prior review and approval of the Company, which approval shall not be unreasonably withheld.

(f) *CHOICE OF LAW: JURISDICTION.* THIS AGREEMENT SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW YORK, WITHOUT GIVING EFFECT TO SUCH STATE'S PRINCIPLES OF CONFLICTS OF LAWS. ANY AND ALL CLAIMS OR DISPUTES BETWEEN THE PARTIES HERETO PERTAINING TO THIS AGREEMENT OR TO ANY MATTER ARISING OUT OF OR RELATED TO THIS AGREEMENT SHALL BE BROUGHT IN THE BANKRUPTCY COURT.

(g) *Waiver of Jury Trial.* To the extent permitted by applicable law, each of the parties hereto hereby knowingly, voluntarily and irrevocably waives any right it may have to a trial by jury in respect of any claim upon, arising out of or in connection with this Agreement or any Transaction.

Comdisco, Inc.
As of August 28, 2001
Page 8

(h) *Entire Agreement.* This Agreement and the Confidentiality Agreement dated September 6, 2001 embody the entire agreement and understanding of the parties hereto and supersedes any and all prior agreements, arrangements and understandings relating to the matters provided for herein. No alteration, waiver, amendment, change or supplement hereto shall be binding or effective unless the same is set forth in writing signed by a duly authorized representative of each of the parties hereto.

(i) *Counterparts.* This Agreement may be executed in as many counterparts as may be deemed necessary and convenient, and by the different parties hereto on separate counterparts, each of which when so executed shall be deemed an original, but all such counterparts shall constitute one and the same instrument. Delivery of an executed counterpart of a signature page to this Agreement by telecopier shall be effective as delivery of a manually executed counterpart to this Agreement.

Comdisco, Inc.
As of August 28, 2001
Page 9

If the foregoing correctly sets forth the understanding and agreement between Rothschild and the Company, please so indicate by signing the enclosed copy of this letter, whereupon it shall become a binding agreement between the parties hereto as of the date first above written.

Very truly yours,

ROTHSCHILD INC.

By: 

Todd R. Snyder
Managing Director

Accepted and Agreed to as of
the date first written above:

COMDISCO, INC.

By: 

Michael A. Fazio
Executive Vice President and
Chief Financial Officer

Exhibit A

The Company shall indemnify and hold harmless Rothschild and its affiliates, counsel and other professional advisors, and the respective directors, officers, controlling persons, agents and employees of each of the foregoing (Rothschild and all of such other persons collectively, the "Indemnified Parties"), from and against any losses, claims or proceedings, including without limitation stockholder actions, damages, judgments, assessments, investigation costs, settlement costs, fines, penalties, arbitration awards and any other liabilities, costs, reasonable fees and expenses (collectively, "Losses") (a) directly or indirectly related to or arising out of (i) oral or written information provided by the Company, the Company's employees or other agents, which either the Company or an Indemnified Party provides to any person or entity or (ii) any other action or failure to act by the Company, the Company's employees or other agents or any Indemnified Party at the Company's request or with the Company's consent, in each case in connection with, arising out of, based upon, or in any way related to this Agreement, the retention of and services provided by Rothschild under this Agreement, or any Transaction; or (b) otherwise directly or indirectly in connection with, arising out of, based upon, or in any way related to the engagement of Rothschild under this Agreement or any transaction or conduct in connection therewith, provided that the Company shall not be required to indemnify any Indemnified Party for such Losses if it is finally judicially determined by a court of competent jurisdiction that such Losses arose primarily because of the gross negligence, willful misconduct or fraud of such Indemnified Party. If multiple claims are brought against an Indemnified Party in an arbitration, with respect to at least one of which indemnification is permitted under applicable law and provided for under this Agreement, the Company agrees that any arbitration award shall be conclusively deemed to be based on claims as to which indemnification is permitted and provided for, except to the extent the arbitration award expressly states that the award, or any portion thereof, is based on a claim as to which indemnification is not available.

The Company shall further reimburse any Indemnified Party promptly after obtaining the necessary approval of the Bankruptcy Court, if any, for any reasonable, out-of-pocket legal or other fees, disbursements or expenses as they are incurred (a) in investigating, preparing or pursuing any action or other proceeding (whether formal or informal) or threat thereof, whether or not in connection with pending or threatened litigation or arbitration and whether or not any Indemnified Party is a party (each, an "Action") and (b) in connection with enforcing such Indemnified Party's rights under this Agreement; provided, however, that in the event it is finally judicially determined by a court of competent jurisdiction that the Losses of such Indemnified Party arose primarily because of the gross negligence, willful misconduct or fraud of such Indemnified Party, such Indemnified Party will promptly remit to the Company any amounts reimbursed under this paragraph.

Upon receipt by an Indemnified Party of notice of any Action, such Indemnified Party shall notify the Company in writing of such Action, but the failure to so notify shall not relieve the Company from any liability hereunder (i) if the Company had actual notice of such Action or (ii) unless and to the extent that such failure results in the forfeiture by the Company of substantial rights and defenses. The Company shall, if requested by Rothschild, assume the

defense of any such Action including the employment of counsel reasonably satisfactory to Rothschild and will not, without the prior written consent of Rothschild, settle, compromise, consent or otherwise resolve or seek to terminate any pending or threatened Action (whether or not any Indemnified Party is a party thereto) unless such settlement, compromise, consent or termination (a) contains an express, unconditional release of each Indemnified Party from all liability relating to such Action and the engagement of Rothschild under this Agreement and (b) does not include a statement as to, or an admission of fault, culpability or a failure to act by or on behalf of an Indemnified Party. Any Indemnified Party shall be entitled to retain separate counsel of its choice and participate in the defense of any Action in connection with any of the matters to which this Agreement relates, but the fees and expenses of such counsel shall be at the expense of such Indemnified Party unless (x) the Company has failed promptly to assume the defense and employ counsel or (y) the named parties to any such Action (including any impleaded parties) include such Indemnified Party and the Company, and such Indemnified Party shall have been advised by counsel that there may be one or more legal defenses available to it which are different from or in addition to those available to the Company; provided that the Company shall not in such event be responsible under this Agreement for the fees and expenses of more than one firm of separate counsel (in addition to local counsel) in connection with any such Action in the same jurisdiction.

The Company agrees that if any right of any Indemnified Party set forth in the preceding paragraphs is finally judicially determined to be unavailable (except by reason of the gross negligence, willful misconduct or fraud of such Indemnified Party), or is insufficient to hold such Indemnified Party harmless against such Losses as contemplated herein, then the Company shall contribute to such Losses (a) in such proportion as is appropriate to reflect the relative benefits received by the Company and its creditors and stockholders, on the one hand, and such Indemnified Party, on the other hand, in connection with the transactions contemplated hereby, and (b) if (and only if) the allocation provided in clause (a) is not permitted by applicable law, in such proportion as is appropriate to reflect not only the relative benefits referred to in clause (a) but also the relative fault of the Company and such Indemnified Party. Benefits received by Rothschild shall be deemed to be equal to the compensation payable by the Company to Rothschild in connection with this Agreement. Relative fault shall be determined by reference to, among other things, whether any alleged untrue statement or omission or any other alleged conduct relates to information provided by the Company or other conduct by the Company (or the Company's employees or other agents) on the one hand or by Rothschild on the other hand.

The Company also agrees that no Indemnified Party shall have any liability (whether direct or indirect, in contract or tort or otherwise) to the Company for or in connection with advice or services rendered or to be rendered by any Indemnified Party pursuant to this Agreement, the transactions contemplated hereby or any Indemnified Party's actions or inactions in connection with any such advice, services or transactions except for Losses of the Company that are finally judicially determined by a court of competent jurisdiction to have arisen primarily because of the gross negligence, willful misconduct or fraud of such Indemnified Party in connection with any such advice, actions, inactions or services.

The rights of the Indemnified Parties hereunder shall be in addition to any other rights that any Indemnified Party may have at common law, by statute or otherwise. Except as otherwise expressly provided for in this Agreement, if any term, provision, covenant or restriction contained in this Agreement is held by a court of competent jurisdiction or other authority to be invalid, void, unenforceable or against its regulatory policy, the remainder of the terms, provisions, covenants and restrictions contained in this Agreement shall all remain in full force and effect and shall in no way be affected, impaired or invalidated. The reimbursement, indemnity and contribution obligations of the Company set forth herein shall apply to any modification of this Agreement and shall remain in full force and effect regardless of any termination of, or the completion of any Indemnified Party's services under or in connection with, this Agreement.

EOD OCT 24 2001

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	Case No. 01-24795
)	
COMDISCO, INC.)	(Jointly Administered)
et al.,)	Chapter 11
)	
Debtors.)	Hon. Ronald Barliant

**INTERIM ORDER PURSUANT TO 11 U.S.C. §§ 327(a)
AND 328 AUTHORIZING THE EMPLOYMENT AND RETENTION OF
ROTHSCHILD, INC. AS INVESTMENT BANKER TO THE DEBTORS**

Upon the application (the "Application") of Comdisco, Inc. ("Comdisco") and fifty of its domestic subsidiaries, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an order pursuant to 11 U.S.C. §§ 327(a) and 329 authorizing the employment and retention of Rothschild, Inc. ("Rothschild") as investment banker to the Debtor nunc pro tunc to the Rothschild Agreement Date; and upon the Affidavit and Statement of Todd R. Snyder, a Managing Director at Rothschild, signed on September 26, 2001; and the Court being satisfied that Rothschild represents no interest adverse to any of the Debtors' estates with respect to the matters upon which it is to be employed and that the employment and retention of Rothschild is necessary and in the best interests of the estates, their creditors, and other parties-in-interest; and it further appearing that

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Application related hereto.

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proper and adequate notice having been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefore,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. This matter shall be continued until November 15, 2001.
2. In the interim, the Debtors are authorized to retain Rothschild to perform the services set forth in the Rothschild Agreement and during such interim period Rothschild shall be paid the Monthly Fee, effective as of August 28, 2001.
3. Entry of a final order authorizing Rothschild's retention shall be nunc pro tunc to August 28, 2001.
4. Notwithstanding Rule 6004(g) of the Federal Rules of Bankruptcy Procedure or any other Bankruptcy Rule, this Order shall take effect immediately upon its entry.

Dated: Chicago, Illinois
October __, 2001



UNITED STATES BANKRUPTCY JUDGE

OCT 23 2001

John Wm. Butler, Jr. (ARDC No. 06209373)
George N. Panagakis (ARDC No. 06205271)
Felicia Gerber Perlman (ARDC No. 06210753)
SKADDEN, ARPS, SLATE,
MEAGHER & FLOM (ILLINOIS)
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606-1285
(312) 407-0700
Attorneys for the Debtors and
Debtors-in-Possession

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	Case No. 01-24795
)	
COMDISCO, INC.)	(Jointly Administered)
et al.,)	Chapter 11
)	
Debtors.)	Hon. Ronald Barliant

**ORDER PURSUANT TO 11 U.S.C. §§ 327(a)
AND 328 AUTHORIZING THE EMPLOYMENT AND RETENTION OF
ROTHSCHILD, INC. AS INVESTMENT BANKER TO THE DEBTORS**

Upon the application (the "Application") of Comdisco, Inc. ("Comdisco") and fifty of its domestic subsidiaries, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an order pursuant to 11 U.S.C. §§ 327(a) and 329 authorizing the employment and retention of Rothschild, Inc. ("Rothschild") as investment banker to the Debtor nunc pro tunc to the Rothschild Agreement Date; and upon the Affidavit and Statement of Todd R. Snyder, a Managing Director at Rothschild, signed on September 26, 2001; and the Court being satisfied that Rothschild represents no interest adverse to any of the Debtors' estates with respect to the matters upon which it is to be employed and the employment and retention of Rothschild upon the terms contained in the Rothschild Agreement (as defined in the Application), is necessary and in the best interests of the

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Application related hereto.

estates, their creditors, and other parties-in-interest; and it further appearing that proper and adequate notice having been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefore,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Application is granted.
2. Pursuant to sections 327(a) and 328 of the Bankruptcy Code, each of the Debtors is hereby authorized to employ and retain Rothschild under a general retainer and pursuant to the terms of the Rothschild Agreement, including Annex A, nunc pro tunc to the Rothschild Agreement Date as its investment banker to perform the services set forth in the Rothschild Agreement.
3. Rothschild shall be compensated in accordance with (a) the procedures set forth in sections 330 and 331 of the Bankruptcy Code and such Bankruptcy Rules as may then be applicable, (b) such procedures as may be fixed by order of this Court, and (c) the terms of the Rothschild Agreement.
4. The compensation paid to Rothschild shall not be subject to challenge except under the standard of review set forth in section 328(a) of the Bankruptcy Code, provided, however, the United States Trustee shall retain its right to object to Rothschild's Completion Fee pursuant to the reasonableness standard provided in section 330 of the Bankruptcy Code.

Dated: Chicago, Illinois
November 28, 2001

UNITED STATES BANKRUPTCY JUDGE

John Wm. Butler, Jr. (ARDC No. 06209373)
George N. Panagakis (ARDC No. 06205271)
Felicia Gerber Perlman (ARDC No. 06210753)
SKADDEN, ARPS, SLATE,
MEAGHER & FLOM (ILLINOIS)
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606-1285
(312) 407-0700
Attorneys for the Debtors and
Debtors-in-Possession

ENTERED

NOV 28 2001

Ronald Barliant Bankruptcy Judge
UNITED STATES BANKRUPTCY COURT



ROTHSCHILD INC.

April 16, 2002

Comdisco, Inc.
6111 North River Road
Rosemont, Illinois 60018

Attention: Ronald C. Mishler
Chief Financial Officer

INVOICE # 0402 TRS 55330

Monthly advisory fee: March 1, 2002 - March 31, 2002	200,000.00
90 percent of advisory fees:	<u> X 0.90</u> 180,000.00
Out-of-pocket expenses:	<u> 65,482.85</u>
Total Due:	<u> \$245,482.85</u>

Please remit funds by wire transfer to:

JP Morgan
500 Stanton Christiana Road
Newark, DE 19713
Account number 0 045 42 212
ABA # 021000021
Please include invoice number

COMDISCO, INC.

Summary of Out-of-Pocket Expenses

Through March 31, 2002

Travel	10,703.00
Ground Transportation	883.51
Hotel	877.09
Miscellaneous	-
Meals	366.05
Word Processing	1,857.50
Copies	2,831.70
Research/Database	35.23
Communications	93.73
Legal Fees	47,798.82
Courier Services	<u>36.22</u>
Total	\$65,482.85

Comdisco, Inc.

Travel Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
01/11/02	Tzell travel charge	New York, New York	\$25.00	Vendor	T. Snyder
01/11/02	NY/Chicago/NY	New York, New York	\$2,184.50	Vendor	H. Parkhill
01/11/02	Tzell travel charge	New York, New York	\$25.00	Vendor	H. Parkhill
01/16/02	Tzell travel charge	New York, New York	\$25.00	Vendor	T. Snyder
01/16/02	NY/Chicago/NY	New York, New York	\$2,184.50	Vendor	T. Snyder
01/23/02	NY/Chicago/NY	New York, New York	\$2,194.00	Vendor	T. Snyder
01/23/02	Tzell travel charge	New York, New York	\$25.00	Vendor	T. Snyder
01/24/02	NY/Chicago/NY	New York, New York	\$1,830.50	Vendor	H. Parkhill
01/24/02	Tzell travel charge	New York, New York	\$25.00	Vendor	H. Parkhill
01/30/02	NY/Chicago/NY	New York, New York	\$2,184.50	Vendor	T. Snyder
Total			\$10,703.00		

Comdisco, Inc.

Ground Transportation Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/10/01	From office to home	New York, New York	\$27.00	Vendor	N. Bhatia
01/07/02	From office to home	New York, New York	\$18.36	Vendor	H. Parkhill
01/10/02	From office to home	New York, New York	\$27.00	Vendor	N. Bhatia
01/16/02	From office to home	New York, New York	\$27.00	Vendor	N. Bhatia
02/11/02	From home to airport	New York, New York	\$47.94	Vendor	D. Srivisal
02/11/02	From office to home	New York, New York	\$22.00	Vendor	H. Parkhill
02/15/02	From airport to home	New York, New York	\$72.42	Vendor	J. Srivisal
02/20/02	From home to airport	New York, New York	\$42.84	Vendor	J. Srivisal
02/23/02	From airport to Comdisco Meeting	New York, New York	\$90.25	Vendor	D. Srivisal
02/23/02	Office/drop off/home	San Francisco, CA	\$53.00	Vendor	N. Bhatia
02/24/02	From home to airport	New York, New York	\$67.32	Vendor	J. Srivisal
02/24/02	From office to home	New York, New York	\$21.00	Vendor	N. Bhatia
02/25/02	From office to home	New York, New York	\$18.00	Vendor	H. Parkhill
02/26/02	From home to airport	New York, New York	\$40.29	Vendor	H. Parkhill
02/26/02	From office to home	New York, New York	\$27.00	Vendor	N. Bhatia
02/26/02	From office to home	New York, New York	\$17.00	Vendor	H. Parkhill
03/01/02	From office to home	New York, New York	\$21.00	Vendor	H. Parkhill
03/02/02	From office to home	New York, New York	\$21.00	Vendor	N. Bhatia
03/04/02	From office to home	New York, New York	\$19.00	Vendor	D. Srivisal
03/05/02	From home to airport	New York, New York	\$42.84	Vendor	D. Srivisal
03/05/02	From home to airport	New York, New York	\$40.29	Vendor	H. Parkhill
03/05/02	From office to home	New York, New York	\$21.00	Vendor	H. Parkhill
03/08/02	From airport to home	New York, New York	\$54.57	Vendor	H. Parkhill
03/14/02	From home to airport	New York, New York	\$45.39	Vendor	H. Parkhill

\$883.51

Total

Comdisco, Inc.

Hotel Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
01/23/02	The Peninsula 1 night	Chicago, Illinois	\$228.65	Vendor	T. Snyder
01/24/02	The DoubleTree 1 night	Chicago, Illinois	\$122.24	Vendor	T. Snyder
01/24/02	The DoubleTree 1 night	Chicago, Illinois	\$122.24	Vendor	H. Parkhill
01/25/02	The DoubleTree 1 night	Chicago, Illinois	\$122.24	Vendor	T. Snyder
01/25/02	The DoubleTree 1 night	Chicago, Illinois	\$122.24	Vendor	H. Parkhill
01/30/02	The DoubleTree 1 night	Chicago, Illinois	\$159.48	Vendor	T. Snyder
Total			\$877.09		

Comdisco, Inc.

Meal Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
01/24/02	Traveling meal (b'fast)	Chicago, Illinois	\$25.95	Vendor	T. Snyder & F. Perlman
01/24/02	Traveling meal (lunch)	Chicago, Illinois	\$7.70	Vendor	H. Parkhill
01/25/02	Traveling meal (dinner)	Chicago, Illinois	\$241.80	Vendor	T. Snyder, H. Parkhill & N. Blake
01/25/02	Traveling meal (dinner)	Chicago, Illinois	\$23.71	Vendor	H. Parkhill
01/25/02	Traveling meal (lunch)	Chicago, Illinois	\$18.20	Vendor	H. Parkhill
01/30/02	Working dinner	New York, New York	\$34.64	Vendor	H. Parkhill & J. Srivisal
01/31/02	Traveling meal (lunch)	Chicago, Illinois	\$14.05	Vendor	T. Snyder

Total \$366.05

Comdisco, Inc.

Word Processing Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
March	Word processing charge	New York, New York	\$1,857.50	Vendor	Various
Total			\$1,857.50		

Comdisco, Inc.

Copies Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
March	Color copies	New York, New York	\$210.00	\$1.00/per page	Various
April	Black & white copies	New York, New York	\$2,621.70	\$0.10/per page	Various
Total			\$2,831.70		

Comdisco, Inc.

Research/Database Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
02/28/02	Dow Jones Inactive	New York, New York	335.23	Vendor	Various
Total			335.23		

Comdisco, Inc.

Communications Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
01/23/02	Business calls	Chicago, Illinois	\$60.50	Vendor	T. Snyder
01/25/02	Business calls	Chicago, Illinois	\$33.23	Vendor	T. Snyder
Total			\$93.73		

Comdisco, Inc.

Legal Fees Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
02/11/02	Debeovise & Plimpton	New York, NY	\$33,661.47	Vendor	Various
03/13/02	Debeovise & Plimpton	New York, NY	\$14,137.35	Vendor	Various
Total			\$47,798.82		

Comdisco, Inc.

Courier Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
03/05/02	Federal Express Corp.	New York, New York	\$36.22	Vendor	Various
Total			\$36.22		



ROTHSCHILD INC.

March 27, 2002

Comdisco, Inc.
6111 North River Road
Rosemont, Illinois 60018

Attention: Ronald C. Mishler
Chief Financial Officer

INVOICE # 0302 TRS 55330

Monthly advisory fee: February 1, 2002 – February 28, 2002	200,000.00
90 percent of advisory fees:	<u>X 0.90</u>
	180,000.00
Out-of-pocket expenses:	<u>28,401.50</u>
Total Due:	<u>\$208,401.50</u>

Please remit funds by wire transfer to:

JP Morgan
500 Stanton Christiana Road
Newark, DE 19713
Account number 0 045 42 212
ABA # 021000021
Please include invoice number

COMDISCO, INC.

Summary of Out-of-Pocket Expenses

Through February 28, 2002

Travel	-\$312.00
Ground Transportation	1,763.87
Hotel	702.50
Miscellaneous	18.00
Meals	665.40
Word Processing	-
Copies	105.50
Research/Database	443.96
Communications	172.86
Legal Fees	24,832.66
Courier Services	<u>8.75</u>
Total	\$28,401.50

Comdisco, Inc.

Travel Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
11/14/01	Ticket refund 1/2 of leg	New York, New York	-\$741.50	Vendor	H. Parkhill
11/26/01	Ticket refund	New York, New York	-\$1,476.00	Vendor	N. Bhatta
12/10/01	Tzell service charge	New York, New York	\$25.00	Vendor	T. Small
12/11/01	Tzell service charge	New York, New York	\$25.00	Vendor	J. Srivisal
01/24/02	Tzell service charge	New York, New York	\$25.00	Vendor	J. Srivisal
01/24/02	NY/Chicago/NY	New York, New York	\$1,830.50	Vendor	J. Srivisal
Total			(\$312.00)		

Comdisco, Inc.

Ground Transportation Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/03/01	From office to home	New York, New York	\$77.32	Vendor	T. Small
01/09/02	From office to home	New York, New York	\$8.00	Vendor	T. Snyder
01/10/02	From office to home	New York, New York	\$8.00	Vendor	T. Snyder
01/10/02	From office to meeting	New York, New York	\$6.00	Vendor	T. Snyder
01/11/02	From home to office (wknd)	New York, New York	\$6.00	Vendor	J. Srivisal
01/11/02	From office to home (wknd)	New York, New York	\$6.00	Vendor	J. Srivisal
01/11/02	From home to airport	New York, New York	\$125.77	Vendor	T. Snyder
01/11/02	From airport to hotel	Chicago, Illinois	\$19.00	Vendor	T. Snyder
01/12/02	From airport to home	New York, New York	\$92.77	Vendor	T. Snyder
01/14/02	From office to home	New York, New York	\$9.00	Vendor	T. Snyder
01/16/02	From office to home	New York, New York	\$7.00	Vendor	J. Srivisal
01/16/02	From airport to home	New York, New York	\$137.77	Vendor	T. Snyder
01/16/02	From home to airport	New York, New York	\$77.77	Vendor	T. Snyder
01/16/02	From US Trustee to Skadden office	Chicago, Illinois	\$19.00	Vendor	T. Snyder
01/16/02	From Skadden to Comdisco office	Chicago, Illinois	\$42.00	Vendor	T. Snyder
01/16/02	From Comdisco to airport	Chicago, Illinois	\$40.00	Vendor	T. Snyder
01/16/02	From airport to US Trustee	Chicago, Illinois	\$20.00	Vendor	T. Snyder
01/18/02	From office to home	New York, New York	\$9.00	Vendor	J. Srivisal
01/19/02	From office to home	New York, New York	\$10.00	Vendor	J. Srivisal
01/23/02	From home to airport	New York, New York	\$141.27	Vendor	T. Snyder
01/24/02	From Comdisco to hotel	Chicago, Illinois	\$5.00	Vendor	J. Srivisal
01/24/02	From airport to Comdisco	Chicago, Illinois	\$10.00	Vendor	J. Srivisal
01/24/02	From home to airport	New York, New York	\$42.84	Vendor	H. Parkhill
01/24/02	From home to airport	New York, New York	\$45.39	Vendor	J. Srivisal
01/24/02	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
01/25/02	From hotel to Comdisco	Chicago, Illinois	\$5.00	Vendor	J. Srivisal
01/25/02	From hotel to Comdisco	Chicago, Illinois	\$40.00	Vendor	T. Snyder
01/26/02	From office to home	New York, New York	\$11.00	Vendor	J. Srivisal
01/26/02	From airport to home	New York, New York	\$77.77	Vendor	T. Snyder
01/29/02	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
01/29/02	From Comdisco meeting to office	New York, New York	\$9.00	Vendor	T. Snyder
01/30/02	From home to airport	New York, New York	\$107.77	Vendor	T. Snyder

Comdisco, Inc.

Ground Transportation Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
01/30/02	From airport to hotel	Chicago, Illinois	\$15.00	Vendor	T. Snyder
01/30/02	From office to home (pickup bags)	New York, New York	\$19.00	Vendor	J. Srivisal
01/30/02	From home to airport	New York, New York	\$40.50	Vendor	J. Srivisal
01/30/02	From office to home	New York, New York	\$19.00	Vendor	H. Parkhill
01/31/02	From airport to office	New York, New York	\$137.77	Vendor	T. Snyder
01/31/02	From office to home	New York, New York	\$8.00	Vendor	T. Snyder
01/31/02	From Comdisco to airport	Chicago, Illinois	\$30.00	Vendor	T. Snyder
01/31/02	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
01/31/02	From office to home	New York, New York	\$21.00	Vendor	H. Parkhill
02/01/02	From office to home	New York, New York	\$11.00	Vendor	J. Srivisal
02/05/02	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
02/08/02	From office to home	New York, New York	\$10.00	Vendor	J. Srivisal
02/09/02	From home to office (wknd)	New York, New York	\$7.00	Vendor	J. Srivisal
02/09/02	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
02/10/02	From office to home	New York, New York	\$5.00	Vendor	J. Srivisal
02/11/02	From Comdisco to hotel	Chicago, Illinois	\$10.00	Vendor	J. Srivisal
02/11/02	From Comdisco to airport	Chicago, Illinois	\$10.00	Vendor	J. Srivisal
02/11/02	From airport to office	New York, New York	\$64.77	Vendor	J. Srivisal
02/15/02	From home to airport	New York, New York	\$45.39	Vendor	J. Srivisal

Total \$1,763.87

Comdisco, Inc.

Hotel Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
01/24/01	Doubtree Hotel 1 night	Chicago, Illinois	\$122.60	Vendor	J. Srivisal
12/11/01	The Peninsula 1 night	Chicago, Illinois	\$228.65	Vendor	H. Parkhill
12/11/01	The Peninsula 1 night	Chicago, Illinois	\$228.65	Vendor	T. Small
01/25/02	Doubtree Hotel 1 night	Chicago, Illinois	\$122.60	Vendor	J. Srivisal
Total			\$702.50		

Comdisco, Inc.

Miscellaneous Expense Breakdown

<u>Date</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
01/11/02	Non-receipt cash expenditures	Chicago, Illinois	\$6.00	Vendor	T. Snyder
01/24/02	Non-receipt cash expenditures	Chicago, Illinois	\$12.00	Vendor	T. Snyder
Total			\$18.00		

Comdisco, Inc.

Meal Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/11/01	Traveling meal (dinner)	Chicago, Illinois	\$219.34	Vendor	T. Small, H. Parkhill & R. Mishler
12/12/01	Working dinner	New York, New York	\$12.50	Vendor	T. Small
01/02/02	Working dinner	New York, New York	\$15.12	Vendor	J. Srivisal
01/08/02	Working dinner	New York, New York	\$26.00	Vendor	J. Srivisal
01/09/02	Working dinner	New York, New York	\$29.00	Vendor	J. Srivisal
01/10/02	Working dinner	New York, New York	\$19.36	Vendor	J. Srivisal
01/10/02	Working dinner	New York, New York	\$19.36	Vendor	H. Parkhill
01/12/02	Traveling meal (lunch)	Chicago, Illinois	\$11.58	Vendor	T. Snyder
01/13/02	Working dinner	New York, New York	\$20.00	Vendor	J. Srivisal
01/15/02	Working dinner	New York, New York	\$20.00	Vendor	H. Parkhill
01/16/02	Working dinner	New York, New York	\$26.77	Vendor	H. Parkhill
01/16/02	Working dinner	New York, New York	\$26.78	Vendor	J. Srivisal
01/16/02	Traveling meal (b'fast)	Chicago, Illinois	\$4.26	Vendor	T. Snyder
01/16/02	Traveling meal (dinner)	Chicago, Illinois	\$5.79	Vendor	T. Snyder
01/22/02	Working dinner	New York, New York	\$20.54	Vendor	J. Srivisal
01/23/02	Working dinner	New York, New York	\$20.46	Vendor	J. Srivisal
01/24/02	Traveling meal (b'fast)	New York, New York	\$1.24	Vendor	J. Srivisal
01/24/02	Traveling meal (lunch)	Chicago, Illinois	\$8.50	Vendor	J. Srivisal
01/24/02	Traveling meal (dinner)	Chicago, Illinois	\$37.92	Vendor	J. Srivisal
01/24/02	Traveling meal (lunch)	Chicago, Illinois	\$8.50	Vendor	H. Parkhill
01/24/02	Traveling meal (b'fast)	Chicago, Illinois	\$7.54	Vendor	T. Snyder
01/26/02	Traveling meal (lunch)	Chicago, Illinois	\$3.91	Vendor	T. Snyder
01/29/02	Working dinner	New York, New York	\$21.50	Vendor	B. Chen, CFO Comdisco
01/31/02	Working dinner	New York, New York	\$6.70	Vendor	J. Srivisal
01/31/02	Traveling meal (b'fast)	Chicago, Illinois	\$5.99	Vendor	T. Snyder
02/09/02	Working dinner	New York, New York	\$33.00	Vendor	J. Srivisal
02/10/02	Working dinner	New York, New York	\$31.00	Vendor	J. Srivisal
02/11/02	Traveling meal (b'fast)	New York, New York	\$2.74	Vendor	J. Srivisal

\$665.40

Total

Comdisco, Inc.

Copies Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
February	Black & white copies	New York, New York	\$105.50	\$0.10/per page	Various
Total			\$105.50		

Comdisco, Inc.

Research/Database Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
01/31/02	Dow Jones Interactive	New York, New York	\$51.40	Vendor	Various
01/31/02	Multex.Com, Inc.	New York, New York	\$243.56	Vendor	Various
01/31/02	Thomas Financial	New York, New York	\$149.00	Vendor	Various
Total			\$443.96		

Comdisco, Inc.

Communications Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/11/01	Business calls (hotel)	Chicago, Illinois	\$45.30	Vendor	H. Parkhill
12/11/01	Business calls (hotel)	Chicago, Illinois	\$10.02	Vendor	T. Small
12/12/01	Business calls (hotel)	Chicago, Illinois	\$35.10	Vendor	T. Small
01/21/02	Conference call	New York, New York	\$77.60	Vendor	J. Srivisal & 4 parties
01/24/02	Business call	Chicago, Illinois	\$2.60	Vendor	J. Srivisal
01/25/02	Business call	Chicago, Illinois	\$2.24	Vendor	J. Srivisal
Total			\$172.86		

Comdisco, Inc.

Legal Fees Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
01/22/02	Debevoise & Plimpton	New York, NY	\$24,832.66	Vendor	Various
Total			\$24,832.66		

Comdisco, Inc.

Courier Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
02/17/02	Deluxe Delivery Systems	New York, New York	\$8.75	Vendor	Various
Total			\$8.75		



ROTHSCHILD INC.

February 26, 2002

Comdisco, Inc.
6111 North River Road
Rosemont, Illinois 60018

Attention: Ronald C. Mishler
Chief Financial Officer

INVOICE # 0202 TRS 55330

Monthly advisory fee: January 1, 2002 – January 31, 2002	200,000.00
90 percent of advisory fees:	<u>X 0.90</u>
	180,000.00
Out-of-pocket expenses:	<u>10,407.85</u>
Total Due:	<u>\$190,407.85</u>

Please remit funds by wire transfer to:

JP Morgan
500 Stanton Christiana Road
Newark, DE 19713
Account number 0 045 42 212
ABA # 021000021
Please include invoice number

COMDISCO, INC.

Summary of Out-of-Pocket Expenses

Through January 31, 2002

Travel	\$6,254.46
Ground Transportation	1,429.81
Hotel	1,600.55
Miscellaneous	-
Meals	234.23
Word Processing	-
Copies	720.20
Research/Database	75.00
Communications	55.27
Legal Fees	-
Courier Services	<u>38.33</u>
Total	\$10,407.85

Comdisco, Inc.

Travel Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
11/06/01	Tzell service charge	New York, New York	\$12.50	Vendor	T. Snyder
11/13/01	Ticket refund (Lufthansa 11/13/01)	New York, New York	-\$388.79	Vendor	B. Menke
11/15/01	NY/Chicago	New York, New York	\$1,096.75	Vendor	T. Snyder
11/15/01	Tzell service charge	New York, New York	\$25.00	Vendor	T. Snyder
11/16/01	Chicago/NY	New York, New York	\$1,095.25	Vendor	T. Snyder
11/28/01	Tzell service charge	New York, New York	\$25.00	Vendor	T. Snyder
11/28/01	NY/Chicago	New York, New York	\$1,096.75	Vendor	T. Snyder
12/11/01	NY/Chicago	New York, New York	\$1,095.00	Vendor	T. Snyder
12/11/01	Tzell service charge	New York, New York	\$12.50	Vendor	T. Snyder
01/11/02	NY/Chicago/NY	New York, New York	\$2,184.50	Vendor	T. Snyder

Total \$6,254.46

Comdisco, Inc.

Meal Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
11/07/01	Traveling meal (dinner)	Chicago, Illinois	\$25.55	Vendor	T. Snyder
11/08/01	Traveling meal (b'fast)	Chicago, Illinois	\$4.29	Vendor	T. Snyder
11/27/01	Working dinner	New York, New York	\$4.17	Vendor	T. Snyder
11/28/01	Traveling meal (dinner)	Chicago, Illinois	\$50.45	Vendor	T. Snyder & H. Parkhill
11/29/01	Traveling meal (dinner)	Chicago, Illinois	\$17.46	Vendor	T. Snyder
11/29/01	Traveling meal (b'fast)	Chicago, Illinois	\$7.04	Vendor	T. Snyder
12/11/01	Traveling meal (dinner)	Chicago, Illinois	\$30.02	Vendor	T. Snyder
12/18/01	Lunch meeting	New York, New York	\$95.25	Vendor	T. Snyder, HP, JS, Goldman Team & NB
Total			\$234.23		

Comdisco, Inc.

Ground Transportation Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
01/16/01	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
01/19/01	From office to home	New York, New York	\$51.50	Vendor	H. Parkhill
10/18/01	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
10/18/01	From home to airport	New York, New York	\$66.50	Vendor	J. Srivisal
10/22/01	From office to home	New York, New York	\$45.00	Vendor	N. Bhatia & E. Menke
10/22/01	From office to home	New York, New York	\$50.00	Vendor	S. Kwong
10/22/01	From airport to home	New York, New York	\$62.50	Vendor	E. Menke
10/22/01	From office to home	New York, New York	\$19.00	Vendor	E. Menke
10/23/01	From office to home	New York, New York	\$21.00	Vendor	H. Parkhill
10/24/01	From office to home (2:30 a.m.)	New York, New York	\$21.00	Vendor	H. Parkhill
10/24/01	From office to airport	New York, New York	\$74.50	Vendor	H. Parkhill
10/24/01	From office to home	New York, New York	\$32.00	Vendor	N. Bhatia
10/24/01	From office to home	New York, New York	\$76.70	Vendor	T. Small
10/24/01	From office to home (2:30 a.m.)	New York, New York	\$76.60	Vendor	T. Small
10/24/01	From office to home	New York, New York	\$50.00	Vendor	S. Kwong
10/27/01	From office to home	New York, New York	\$21.00	Vendor	N. Bhatia
10/28/01	From office to home	New York, New York	\$27.00	Vendor	N. Bhatia
10/28/01	Office/H. Parkhill/home	New York, New York	\$139.20	Vendor	T. Snyder
11/15/01	From home to Westchester airport	New York, New York	\$103.20	Vendor	T. Snyder & H. Parkhill
11/16/01	From airport to home	New York, New York	\$139.20	Vendor	T. Snyder
11/28/01	From home to Westchester airport	New York, New York	\$140.91	Vendor	T. Snyder
12/11/01	From home to Westchester airport	New York, New York	\$19.00	Vendor	J. Srivisal
01/02/02	From office to home	New York, New York	\$21.00	Vendor	H. Parkhill
01/02/02	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
01/07/02	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
01/08/02	From office to home	New York, New York	\$21.00	Vendor	H. Parkhill
01/08/02	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
01/09/02	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
01/10/02	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
01/14/02	From office to home	New York, New York	\$21.00	Vendor	H. Parkhill
01/15/02	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
01/15/02	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
01/15/02	From office to home	New York, New York	\$19.00	Vendor	H. Parkhill
01/15/02	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
Total			\$1,429.81		

Comdisco, Inc.

Hotel Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
10/22/01	The Peninsula 1 night	Chicago, Illinois	\$228.65	Vendor	T. Snyder
11/06/01	The Peninsula 1 night	Chicago, Illinois	\$228.65	Vendor	T. Snyder
11/09/01	The Peninsula 1 night	Chicago, Illinois	\$228.65	Vendor	T. Snyder
11/15/01	The Peninsula 1 night	Chicago, Illinois	\$228.65	Vendor	T. Snyder
11/28/01	The Peninsula 1 night	Chicago, Illinois	\$228.65	Vendor	T. Snyder
11/29/01	The Peninsula 1 night	Chicago, Illinois	\$228.65	Vendor	T. Snyder
12/11/01	The Peninsula 1 night	Chicago, Illinois	\$228.65	Vendor	T. Snyder
Total			\$1,600.55		

Comdisco, Inc.

Copies Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
January	Color copies	New York, New York	\$562.00	\$1.00/per page	Various
January	Black & white copies	New York, New York	\$158.20	\$0.10/per page	Various
Total			\$720.20		

Comdisco, Inc.

Research/Database Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
02/05/02	Research materials	New York, New York	\$75.00	Vendor	H. Parkhill
Total			575.00		

Comdisco, Inc.

Communications Expense Breakdown

<u>Date</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
<u>11/08/01</u>	<u>Business calls</u>	<u>Chicago, Illinois</u>	<u>\$38.50</u>	<u>Vendor</u>	<u>T. Snyder</u>
<u>12/11/01</u>	<u>Business calls</u>	<u>Chicago, Illinois</u>	<u>\$16.77</u>	<u>Vendor</u>	<u>T. Snyder</u>
<u>Total</u>			<u>\$55.27</u>		

Comdisco, Inc.

Courier Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/16/01	Deluxe Delivery Systems	New York, New York	\$8.75	Vendor	Various
12/23/01	Deluxe Delivery Systems	New York, New York	\$8.75	Vendor	Various
01/21/02	Federal Express Corp.	New York, New York	\$20.83	Vendor	Various
Total			\$38.33		



ROTHSCHILD INC.

January 30, 2002

Comdisco, Inc.
6111 North River Road
Rosemont, Illinois 60018

Attention: Michael A. Fazio
Executive Vice President and Chief Financial Officer

INVOICE # 0102 TRS 55330

Monthly advisory fee: December 1, 2001 – December 31, 2001	200,000.00
90 percent of advisory fees:	<u>X 0.90</u>
	180,000.00
Out-of-pocket expenses:	<u>78,854.13</u>
Total Due:	<u>\$258,854.13</u>

Please remit funds by wire transfer to:

JP Morgan
500 Stanton Christiana Road
Newark, DE 19713
Account number 0 045 42 212
ABA # 021000021
Please include invoice number

COMDISCO, INC.

Summary of Out-of-Pocket Expenses

Through December 31, 2001

Travel	\$16,136.93
Ground Transportation	1,759.28
Hotel	1,959.92
Miscellaneous	45.85
Meals	1,052.18
Word Processing	62.50
Copies	3,078.80
Research/Database	1,357.47
Communications	202.48
Legal Fees	52,943.55
Courier Services	<u>255.17</u>
Total	\$78,854.13

Comdisco, Inc.

Travel Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
10/02/01	Tzell service charge	New York, New York	\$25.00	Vendor	T. Small
10/03/01	Tzell service charge	New York, New York	\$12.50	Vendor	T. Snyder
10/03/01	Tzell service charge	New York, New York	\$25.00	Vendor	T. Snyder
10/08/01	NY/Chicago/NY	New York, New York	\$1,476.00	Vendor	N. Bhatia
10/09/01	Ticket change Tzell charge	New York, New York	\$375.00	Vendor	N. Bhatia
10/10/01	Ticket adjustment	New York, New York	\$26.93	Vendor	T. Snyder
10/12/01	Chicago/NY	New York, New York	\$1,095.25	Vendor	T. Snyder
10/12/01	Tzell service charge	New York, New York	\$25.00	Vendor	T. Snyder
10/13/01	NY/Chicago/NY	New York, New York	\$1,376.00	Vendor	N. Bhatia
10/16/01	Flight upgrade	New York, New York	\$250.00	Vendor	T. Small
10/18/01	From NY to Chicago	New York, New York	\$444.50	Vendor	T. Small
10/18/01	Tzell service charge (negotiated fare)	New York, New York	\$105.00	Vendor	T. Small
10/18/01	Tzell service charge (negotiated fare)	New York, New York	\$400.00	Vendor	T. Small
10/22/01	Tzell service charge	New York, New York	\$25.00	Vendor	T. Snyder
10/22/01	NY/Chicago	New York, New York	\$1,088.75	Vendor	T. Snyder
10/29/01	NY/Chicago/NY	New York, New York	\$2,200.00	Vendor	T. Snyder
10/30/01	NY/Chicago	New York, New York	\$1,096.75	Vendor	T. Snyder
10/30/01	Ticket refund	New York, New York	-\$691.25	Vendor	J. Srivisal
10/30/01	Tzell service charge	New York, New York	\$25.00	Vendor	J. Srivisal
11/02/01	Chicago/NY	New York, New York	\$1,197.25	Vendor	T. Snyder
11/07/01	Tzell service charge	New York, New York	\$25.00	Vendor	T. Small
11/15/01	Tzell service charge	New York, New York	\$25.00	Vendor	J. Srivisal
11/15/01	Tzell service charge	New York, New York	\$25.00	Vendor	H. Parkhill
11/15/01	NY/Chicago/NY	New York, New York	\$1,476.00	Vendor	H. Parkhill
11/16/01	Tzell service charge	New York, New York	\$25.00	Vendor	H. Parkhill
11/16/01	Chicago/NY	New York, New York	\$1,095.25	Vendor	H. Parkhill
12/10/01	NY/Chicago/NY	New York, New York	\$1,512.00	Vendor	T. Small
12/11/01	NY/Chicago/NY	New York, New York	\$1,376.00	Vendor	H. Parkhill

Total \$16,136.93

Comdisco, Inc.

Ground Transportation Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
10/24/01	From office to home	New York, New York	\$8.00	Vendor	N. Bhatia
10/25/01	From office to home	New York, New York	\$19.00	Vendor	N. Bhatia
10/25/01	From office to home	New York, New York	\$75.18	Vendor	T. Small
10/28/01	Weekend parking (Sunday)	New York, New York	\$23.00	Vendor	T. Small
10/29/01	From office to home	New York, New York	\$23.00	Vendor	N. Bhatia
10/30/01	From office to home	New York, New York	\$32.60	Vendor	N. Bhatia
11/02/01	From airport (Hartford) to home	New York, New York	\$188.00	Vendor	T. Snyder
11/02/01	From office to home	New York, New York	\$9.00	Vendor	N. Bhatia
11/04/01	From office to home	New York, New York	\$9.00	Vendor	N. Bhatia
11/07/01	From home to office	New York, New York	\$88.70	Vendor	T. Small
11/09/01	From office to home	New York, New York	\$21.00	Vendor	J. Srivisal
11/11/01	From office to home (wknd)	New York, New York	\$6.00	Vendor	J. Srivisal
11/11/01	From home to office (wknd)	New York, New York	\$6.00	Vendor	J. Srivisal
11/13/01	From office to home	New York, New York	\$76.00	Vendor	T. Small
11/14/01	From office to home	New York, New York	\$6.00	Vendor	J. Srivisal
11/17/01	From office to home	New York, New York	\$8.00	Vendor	J. Srivisal
11/17/01	From office to home	New York, New York	\$4.00	Vendor	N. Bhatia
11/18/01	From office to home	New York, New York	\$6.00	Vendor	J. Srivisal
11/19/01	From office to home	New York, New York	\$21.00	Vendor	H. Parkhill
11/19/01	From office to home	New York, New York	\$80.50	Vendor	T. Small
11/20/01	From office to home	New York, New York	\$21.00	Vendor	J. Srivisal
11/20/01	From office to home 2 stops	New York, New York	\$40.00	Vendor	H. Parkhill
11/26/01	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
11/26/01	From office to home	New York, New York	\$22.00	Vendor	H. Parkhill
11/27/01	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
11/27/01	From office to home 2 stops	New York, New York	\$64.50	Vendor	H. Parkhill
11/28/01	From court to hotel	Chicago, Illinois	\$40.00	Vendor	T. Snyder
11/28/01	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
11/28/01	From home to airport	New York, New York	\$97.40	Vendor	T. Small
11/29/01	From auction to hotel	Chicago, Illinois	\$12.00	Vendor	T. Snyder
11/29/01	From hotel to auction	Chicago, Illinois	\$11.00	Vendor	T. Snyder

Comdisco, Inc.

Ground Transportation Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
11/29/01	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
11/30/01	From hotel to auction	Chicago, Illinois	\$8.00	Vendor	T. Snyder
12/01/01	From office to home	New York, New York	\$13.00	Vendor	J. Srivisal
12/02/01	From home to office (wknd)	New York, New York	\$7.00	Vendor	T. Snyder
12/02/01	From office to home (wknd)	New York, New York	\$6.00	Vendor	J. Srivisal
12/02/01	From home to office (wknd)	New York, New York	\$13.00	Vendor	J. Srivisal
12/03/01	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
12/04/01	From meeting to home	New York, New York	\$21.00	Vendor	H. Parkhill
12/04/01	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
12/05/01	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
12/08/01	From home to office (wknd)	New York, New York	\$6.00	Vendor	J. Srivisal
12/08/01	Package delivery home to TRS home	New York, New York	\$5.00	Vendor	J. Srivisal
12/08/01	From office to home (wknd)	New York, New York	\$5.00	Vendor	J. Srivisal
12/08/01	From office to home	New York, New York	\$48.00	Vendor	J. Srivisal
12/08/01	From office to home	New York, New York	\$27.00	Vendor	N. Bhatia
12/08/01	From office to home 12:00 a.m.	New York, New York	\$21.00	Vendor	N. Bhatia
12/09/01	From office to home (wknd)	New York, New York	\$7.00	Vendor	J. Srivisal
12/09/01	From home to office (wknd)	New York, New York	\$6.00	Vendor	J. Srivisal
12/09/01	From office to home	New York, New York	\$21.00	Vendor	J. Srivisal
12/09/01	Package delivery home/CT M. Fazio	New York, New York	\$90.50	Vendor	J. Srivisal
12/10/01	From office to home	New York, New York	\$19.00	Vendor	J. Srivisal
12/11/01	From airport to Skadden offices	Chicago, Illinois	\$40.00	Vendor	T. Snyder
12/12/01	From airport to office	New York, New York	\$87.70	Vendor	T. Small
12/12/01	From office to home	New York, New York	\$76.70	Vendor	T. Small
12/16/01	From office to home	New York, New York	\$11.00	Vendor	J. Srivisal
12/17/01	From office to home	New York, New York	\$21.00	Vendor	H. Parkhill
12/18/01	From office to home	New York, New York	\$48.50	Vendor	I. Rodriguez
Total			\$1,759.28		

Comdisco, Inc.

Hotel Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
10/10/01	The Ritz-Carlton 1 night	Chicago, Illinois	\$338.96	Vendor	T. Snyder
10/10/01	Marriott Hotel 1 night	Chicago, Illinois	\$233.83	Vendor	N. Bhatia
10/11/01	The Peninsula 1 night	Chicago, Illinois	\$304.49	Vendor	T. Snyder
10/15/01	Marriott Hotel 1 night	Chicago, Illinois	\$222.58	Vendor	N. Bhatia
10/30/01	Marriott Hotel 1 night	Chicago, Illinois	\$201.38	Vendor	T. Snyder
10/31/01	Marriott Hotel 1 night	Chicago, Illinois	\$201.38	Vendor	T. Snyder
11/01/01	The Peninsula 1 night	Chicago, Illinois	\$228.65	Vendor	T. Snyder
11/15/01	The Peninsula 1 night	Chicago, Illinois	\$228.65	Vendor	H. Parkhill
Total			\$1,959.92		

Comdisco, Inc.

Miscellaneous Expense Breakdown

<u>Date</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
11/01/01	Laundry (extended stay)	Chicago, Illinois	\$8.85	Vendor	T. Snyder
11/28/01	Non-receipt cash expenditures	Chicago, Illinois	\$20.00	Vendor	T. Snyder
12/11/01	Non-receipt cash expenditures	Chicago, Illinois	\$15.00	Vendor	T. Snyder
12/11/01	Non-receipt cash expenditures	Chicago, Illinois	\$2.00	Vendor	T. Small
Total			\$45.85		

Comdisco, Inc.

Meal Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
10/10/01	Traveling meal (dinner)	Chicago, Illinois	\$25.00	Vendor	N. Bhatia
10/10/01	Working dinner	New York, New York	\$11.15	Vendor	T. Small
10/11/01	Traveling meal (b'fast)	Chicago, Illinois	\$36.28	Vendor	T. Snyder
10/11/01	Working dinner	New York, New York	\$12.25	Vendor	N. Bhatia
10/12/01	Working dinner	New York, New York	\$25.00	Vendor	N. Bhatia
10/12/01	Traveling meal (dinner)	Chicago, Illinois	\$26.95	Vendor	N. Bhatia
10/14/01	Working dinner	New York, New York	\$25.00	Vendor	N. Bhatia
10/15/01	Traveling meal (dinner)	Chicago, Illinois	\$30.00	Vendor	N. Bhatia
10/16/01	Working dinner	New York, New York	\$18.00	Vendor	N. Bhatia
10/16/01	Traveling meal (lunch)	Chicago, Illinois	\$8.56	Vendor	N. Bhatia
10/17/01	Working dinner	New York, New York	\$25.00	Vendor	N. Bhatia
10/18/01	Working dinner	New York, New York	\$25.00	Vendor	N. Bhatia
10/19/01	Working dinner	New York, New York	\$18.00	Vendor	N. Bhatia
10/20/01	Working dinner	New York, New York	\$15.00	Vendor	N. Bhatia
10/22/01	Traveling meal (dinner)	Chicago, Illinois	\$79.04	Vendor	T. Snyder
10/22/01	Working dinner	New York, New York	\$25.00	Vendor	N. Bhatia
10/23/01	Traveling meal (b'fast)	Chicago, Illinois	\$29.24	Vendor	T. Snyder
10/31/01	Traveling meal (b'fast)	Chicago, Illinois	\$11.35	Vendor	T. Snyder
11/01/01	Traveling meal (dinner)	Chicago, Illinois	\$18.37	Vendor	T. Snyder
11/02/01	Traveling meal (b'fast)	Chicago, Illinois	\$59.13	Vendor	T. Snyder & C. Tchen
11/02/01	Working dinner	New York, New York	\$16.00	Vendor	N. Bhatia
11/03/01	Working lunch (wknd)	New York, New York	\$17.26	Vendor	N. Bhatia
11/04/01	Working dinner (wknd)	New York, New York	\$17.26	Vendor	N. Bhatia
11/04/01	Working lunch (wknd)	New York, New York	\$20.00	Vendor	N. Bhatia
11/06/01	Working dinner	New York, New York	\$15.00	Vendor	N. Bhatia
11/07/01	Working dinner	New York, New York	\$17.00	Vendor	N. Bhatia
11/14/01	Working dinner	New York, New York	\$14.51	Vendor	H. Parkhill
11/15/01	Working dinner	New York, New York	\$10.66	Vendor	J. Srivisal
11/15/01	Traveling meal (dinner)	Chicago, Illinois	\$42.49	Vendor	H. Parkhill
11/16/01	Traveling meal (b'fast)	Chicago, Illinois	\$16.04	Vendor	H. Parkhill
11/18/01	Working dinner (wknd)	New York, New York	\$31.00	Vendor	J. Srivisal
11/19/01	Working dinner	New York, New York	\$19.55	Vendor	J. Srivisal
11/26/01	Working dinner	New York, New York	\$22.56	Vendor	J. Srivisal
11/27/01	Working dinner	New York, New York	\$26.25	Vendor	J. Srivisal
11/28/01	Working dinner	New York, New York	\$16.00	Vendor	J. Srivisal
11/29/01	Working dinner	New York, New York	\$16.49	Vendor	J. Srivisal

Comdisco, Inc.

Meal Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
11/30/01	Working dinner	New York, New York	\$25.00	Vendor	J. Srivisal
12/01/01	Working dinner	New York, New York	\$21.99	Vendor	J. Srivisal
12/02/01	Working dinner (wknd)	New York, New York	\$17.00	Vendor	J. Srivisal
12/02/01	Working lunch (wknd)	New York, New York	\$14.65	Vendor	J. Srivisal
12/03/01	Working dinner	New York, New York	\$7.22	Vendor	J. Srivisal
12/03/01	Working dinner	New York, New York	\$12.63	Vendor	H. Parkhill
12/04/01	Working dinner	New York, New York	\$21.32	Vendor	J. Srivisal
12/05/01	Working dinner	New York, New York	\$26.67	Vendor	J. Srivisal
12/08/01	Working b'fast (wknd)	New York, New York	\$6.56	Vendor	T. Snyder
12/09/01	Working dinner	New York, New York	\$25.00	Vendor	J. Srivisal
12/10/01	Working dinner	New York, New York	\$17.32	Vendor	J. Srivisal
12/10/01	Working dinner	New York, New York	\$15.43	Vendor	H. Parkhill

Total \$1,052.18

Comdisco, Inc.

Word Processing Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
01/04/02	Word processing charge	New York, New York	\$62.50	Vendor	J. Srivisal
Total			\$62.50		

Comdisco, Inc.

Copies Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
December	Color copies	New York, New York	\$2,963.00	\$1.00/per page	Various
December	Black & white copies	New York, New York	\$115.80	\$0.10/per page	Various
Total			\$3,078.80		

Comdisco, Inc.

Research/Database Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
11/15/01	Securities Data Company	New York, New York	\$697.16	Vendor	Various
11/19/01	The Investext Group	New York, New York	\$17.30	Vendor	Various
11/30/01	AP Invoice	New York, New York	\$643.01	Vendor	Various
Total			\$1,357.47		

Comdisco, Inc.

Communications Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
10/04/01	Client discussion/cellular	New York, New York	\$18.85	Vendor	T. Snyder
10/11/01	Business calls	Chicago, Illinois	\$21.83	Vendor	T. Snyder
10/18/01	Conference call	New York, New York	\$32.90	Vendor	H. Parkhill & 2 parties
10/28/01	Conference call	New York, New York	\$8.50	Vendor	T. Snyder & 4 parties
11/06/01	Conference call	New York, New York	\$40.13	Vendor	J. Srivisal & 3 parties
11/15/01	Business calls	New York, New York	\$80.27	Vendor	H. Parkhill
Total			\$202.48		

Comdisco, Inc.

Legal Fees Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
11/16/01	Debovoise & Plimpton legal fees	New York, NY	\$17,467.50	Vendor	Various
12/12/01	Debovoise & Plimpton legal fees	New York, NY	\$35,476.05	Vendor	Various
Total			\$52,943.55		

Comdisco, Inc.

Courier Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
11/19/01	Federal Express Corp.	New York, New York	\$208.10	Vendor	Various
11/26/01	Federal Express Corp.	New York, New York	\$12.03	Vendor	Various
12/06/01	Federal Express Corp.	New York, New York	\$35.04	Vendor	Various
Total			\$255.17		

ROTHSCHILD INC. BIOGRAPHIES

Todd R. Snyder, Managing Director, has over 13 years of restructuring experience. Mr. Snyder began his career in the business reorganization department of Weil Gotshal & Manges where he practiced law for six years. Prior to joining Rothschild, Mr. Snyder was a Managing Director in the restructuring group of Peter J. Solomon Company, an investment bank and financial advisor. Previously, Mr. Snyder was a Managing Director in the corporate transactions services group of KPMG Peat Marwick LLP, specializing in corporate reorganization and restructuring. Mr. Snyder was also a Vice President in the structured finance group of Gruntal & Co. Mr. Snyder has been instrumental in the restructuring and/or reorganization of many industry leading companies, including: Columbia Gas Systems, Drexel Burnham Lambert, Allegheny International, U.S. Lines/McLean Industries, Olympia & York, Eastern Airlines, Viscount Air Services and Zenith Electronics. Mr. Snyder has a Bachelor of Arts degree, with Honors, from Wesleyan University and a J.D. from the University of Pennsylvania where he was a senior editor of the Journal of International Business Law. Mr. Snyder is a Trustee of the Community Services Society of New York and a director of AMC Financial, Inc. (a sub-prime lender) and RemodelingConnections.com.

Timothy J. Small, Managing Director, is a senior originator and transactor in Rothschild's Debt Capital Markets Group specializing in a variety of assets classes. Prior to joining Rothschild, Mr. Small spent 6 years working at Bear Stearns in the firm's debt capital markets and structured finance groups. As a senior member of the technology and defense coverage team, he worked on capital markets alternatives to traditional vendor financing programs. While in structured finance, he was responsible for the firm's real estate ABS business which ultimately became a perennial leader under his direction. Mr. Small joined Bear Stearns from Merrill Lynch where he spent 10 years working in fixed income research, investment banking and the firm's asset backed securities group. Mr. Small has originated and structured financings secured by a variety of receivables including closed end home equity loans, home equity lines of credit, automobile loans, dealer floor plan, recreational vehicle, motorcycle and marine loans. He received his BA in Economics in 1983 and his MBA in Finance in 1985 from the University of Chicago.

Homer D. Parkhill, Vice President, is a member of Rothschild's restructuring group. Prior to joining Rothschild, Mr. Parkhill was a Vice President with the restructuring boutique of Conway DelGenio Gries & Co. where he focused for three years on advising both debtors and creditors in both in- and out-of-court restructurings. Mr. Parkhill's restructuring assignments include Converse Inc., Republic Technologies, Ventas Realty Investment Trust, Nu-Kote International, Burns Philp and Schwegman Super Markets. Mr. Parkhill was also an associate with Houlihan Lokey Howard and Zukin and began his career with Deloitte Consulting within their restructuring group. Mr. Parkhill holds a Bachelors of Arts degree and an M.B.A., with a concentration in Finance, from the University of Texas at Austin.

D. John Srivisal, Associate, is a member of Rothschild's restructuring group. Prior to joining Rothschild, Mr. Srivisal was an analyst in Peter J. Solomon Company's Mergers & Acquisitions group for two years. Mr. Srivisal holds a Bachelor of Science in Economics with a concentration in finance, magna cum laude, from the Wharton School of the University of Pennsylvania.

Amy Jo Downing, Analyst, is a specialist in quantitative analytics with a background in consulting and actuarial science. Prior to joining Rothschild, she was an actuarial consultant with PricewaterhouseCoopers, developing and evaluating defined benefit pension plans and post-retirement medical and life insurance plans for Fortune 500 companies. Ms. Downing attended the School of Management and School of Mathematics at Royal Holloway College, University of London and holds a Bachelor of Arts, Major in Mathematics and Economics, Summa Cum Laude from Sweet Briar College, Virginia.

Naveen Bhatia, Analyst, is a member of Rothschild's restructuring group. Mr. Bhatia joined Rothschild in 2001. Mr. Bhatia holds a Bachelor of Arts degree in Public Health from the Johns Hopkins University.

**SUMMARY OF HOURS FOR PROFESSIONAL SERVICES
RENDERED BY ROTHSCHILD INC. ON BEHALF OF
COMDISCO, INC.
DECEMBER 1, 2001 THROUGH MARCH 31, 2002**

Names of Professionals/Paraprofessionals	Hours ¹
T. R. Snyder, Managing Director	306.9
T. J. Small, Managing Director	65.5
H. D. Parkhill, Vice President	476.4
D. J. Srivisal, Associate	484.6
A. J. Downing, Analyst	3.6
N. Bhatia, Analyst	117.5
D. Grasso-Shandley, Paraprofessional	12.5

¹ As described in Applicant's interim retention agreement dated October 23, 2001 and Applicant's retention agreement dated November 28, 2001 attached as Exhibit A, Applicant is compensated on a monthly retainer basis; its professionals do not have hourly rates.

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
T. Snyder	12/02/01	5.2	Valuation / Financial Analysis	Meeting with J. Srivisal and H. Parkhill reviewing leasing vertical valuations
T. Snyder	12/08/01	2.7	Valuation / Financial Analysis	Conversations with J. Srivisal and H. Parkhill regarding valuations and review of valuation materials
T. Snyder	12/11/01	5.0	Board of Directors Meetings	Comdisco Board Meeting discussing leasing vertical bids and valuations
T. Snyder	12/11/01	3.4	Board of Directors Meetings	Pre meeting before Comdisco Board Meeting
T. Snyder	12/11/01	2.0	Board of Directors Meetings	Post meeting discussing strategy and agenda for following day
T. Snyder	12/11/01	3.6	Miscellaneous	Travel to Chicago for Board Meeting
T. Snyder	12/12/01	5.0	Board of Directors Meetings	Comdisco Board Meeting discussing leasing vertical bids and valuations
T. Snyder	12/12/01	3.2	Miscellaneous	Travel time to New York
T. Snyder	12/13/01	1.2	Strategic Analysis	Conversations with H. Parkhill regarding scheduling and next steps
T. Snyder	12/18/01	3.0	Creditor and Equity Committee Meetings / Discussions	Creditor Committee advisor (Lazard) meeting at Rothschild to discuss leasing vertical valuations
T. Snyder	12/18/01	2.5	Creditor and Equity Committee Meetings / Discussions	Equity Committee advisors (Chanin) meeting at Rothschild to discuss leasing vertical valuations
T. Snyder	12/19/01	0.4	Creditor and Equity Committee Meetings / Discussions	Review of Committee advisor letter
T. Snyder	01/02/02	0.6	Strategic Analysis	Update meeting with H. Parkhill, J. Srivisal and N. Bhatia
T. Snyder	01/07/02	2.5	Board of Directors Meetings	Preparation for board meeting regarding leasing
T. Snyder	01/07/02	0.8	Strategic Analysis	Update meeting with T. Small, N. Bhatia, H. Parkhill and J. Srivisal
T. Snyder	01/08/02	3.5	Board of Directors Meetings	Preparation for board meeting regarding leasing
T. Snyder	01/09/02	4.6	Board of Directors Meetings	Preparation for board meeting regarding leasing
T. Snyder	01/10/02	1.5	Board of Directors Meetings	Preparation for board meeting regarding leasing
T. Snyder	01/10/02	3.7	Creditor and Equity Committee Meetings / Discussions	Creditor committee meeting
T. Snyder	01/11/02	4.8	Creditor and Equity Committee Meetings / Discussions	Equity committee meeting
T. Snyder	01/11/02	3.1	Miscellaneous	Travel time to Chicago
T. Snyder	01/11/02	0.5	Strategic Analysis	Meeting with Norm Blake, Jack Butler and Mike Fazio
T. Snyder	01/11/02	2.0	Strategic Analysis	Conference Calls with Norm Blake, Viad Gutin, Mike Fazio and representative of potential vertical buyer
T. Snyder	01/11/02	0.3	Strategic Analysis	Follow up with legal representative with vertical buyers
T. Snyder	01/12/02	7.0	Board of Directors Meetings	Board meeting regarding leasing verticals
T. Snyder	01/12/02	3.2	Miscellaneous	Travel time to New York

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
T. Snyder	01/14/02	2.5	Strategic Analysis	Work on marketing material and call with M. Fazio, H. Parkhill and J. Srivisal
T. Snyder	01/15/02	3.2	Strategic Analysis	Conference call with Norm Blake, Mike Fazio, J. McCoy, R. Mishler and H. Parkhill to review vertical proposal and discussion on Tyco
T. Snyder	01/16/02	3.0	Court Hearings / Depositions / Auctions	Deposition with U.S. Trustee
T. Snyder	01/16/02	1.0	Court Hearings / Depositions / Auctions	Meeting over lunch with Felicia Periman, Bob Lackey etc.
T. Snyder	01/16/02	5.0	Miscellaneous	Travel to and from Chicago
T. Snyder	01/16/02	1.0	Miscellaneous	Travel to Rosemont for meetings
T. Snyder	01/16/02	4.0	Strategic Analysis	Meeting with R. Mishler, J. McCoy and M. Fazio
T. Snyder	01/17/02	4.0	Business Plan Due Diligence	European, Ventures, remarketing and business plan review
T. Snyder	01/18/02	3.7	Strategic Analysis	Remarketing agreement and calls with Sandra Kwon, M. Fazio, N. Blake. Conference with H. Parkhill
T. Snyder	01/22/02	5.0	Court Hearings / Depositions / Auctions	Prep for Thursdays hearing with U.S. Trustee
T. Snyder	01/22/02	5.1	Strategic Analysis	Documentation review re: sale vs. plan; internal communication
T. Snyder	01/23/02	2.5	Court Hearings / Depositions / Auctions	Prep for hearing
T. Snyder	01/23/02	2.0	Court Hearings / Depositions / Auctions	Travel to Chicago court hearing and Board of Directors Meeting
T. Snyder	01/23/02	1.5	Court Hearings / Depositions / Auctions	Conference call with Norm Blake, H. Parkhill, Harvey Miller and John Carroll.
T. Snyder	01/24/02	3.5	Board of Directors Meetings	Conference regarding Board Strategy
T. Snyder	01/24/02	7.5	Court Hearings / Depositions / Auctions	Court hearings (Testimony/U.S. Trustee, etc.)
T. Snyder	01/25/02	8.8	Board of Directors Meetings	Senior management meeting/Board book prep (venture, runoff, leasing)
T. Snyder	01/26/02	10.0	Board of Directors Meetings	Board Meeting and travel
T. Snyder	01/28/02	3.0	Strategic Analysis	Conference calls with N. Blake, M. Fazio, H. Parkhill, J. Srivisal and Skadden
T. Snyder	01/29/02	7.0	Creditor and Equity Committee Meetings / Discussions	Meetings with company and creditors committee regarding potential sales options
T. Snyder	01/30/02	7.0	Board of Directors Meetings	Special Board Meeting
T. Snyder	01/30/02	3.0	Miscellaneous	Travel to Chicago
T. Snyder	01/31/02	3.5	Miscellaneous	Travel from Chicago
T. Snyder	01/31/02	1.2	Strategic Analysis	Conference calls / meetings with M. Fazio, B. Chen, Andersen, H. Parkhill and J. Srivisal regarding remaining businesses

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
T. Snyder	02/04/02	1.5	Creditor and Equity Committee Meetings / Discussions	Conference calls with N. Blake, M. Fazio, J. Srivisal, Skadden and Creditors Committee
T. Snyder	02/05/02	4.8	Board of Directors Meetings	Board Call regarding Electronics
T. Snyder	02/08/02	2.2	Creditor and Equity Committee Meetings / Discussions	Misc. calls with Skadden regarding equity committee meeting and strategy
T. Snyder	02/10/02	1.5	Creditor and Equity Committee Meetings / Discussions	Misc. calls with J. Srivisal and H. Parkhill regarding equity committee meeting
T. Snyder	02/14/02	1.5	Creditor and Equity Committee Meetings / Discussions	Preparation for equity committee meeting
T. Snyder	02/19/02	2.8	Strategic Analysis	Preparation for CDO meetings
T. Snyder	02/20/02	3.5	Miscellaneous	Travel time to Chicago
T. Snyder	02/20/02	11.0	Strategic Analysis	Strategy meeting with N. Blake and CDO Team
T. Snyder	02/21/02	2.5	Strategic Analysis	Phone calls with H. Parkhill, N. Blake, R. Mishler, Skadden and Arthur Andersen
T. Snyder	02/24/02	3.0	Miscellaneous	Documentation review and case administration
T. Snyder	02/27/02	3.5	Miscellaneous	Travel and meetings
T. Snyder	02/28/02	11.5	Board of Directors Meetings	Meetings and preparation for Board Call, Board Call
T. Snyder	02/28/02	3.5	Miscellaneous	Travel time to New York
T. Snyder	03/04/02	2.0	Board of Directors Meetings	Meeting with J. Srivisal and H. Parkhill reviewing board materials
T. Snyder	03/04/02	1.5	Board of Directors Meetings	Misc. calls with Skadden and Company
T. Snyder	03/05/02	7.5	Board of Directors Meetings	Board Meeting
T. Snyder	03/05/02	3.5	Miscellaneous	Travel time to Chicago
T. Snyder	03/05/02	2.7	Miscellaneous	Travel time to New York
T. Snyder	03/07/02	0.8	Creditor and Equity Committee Meetings / Discussions	Prep with J. Srivisal regarding Europe
T. Snyder	03/07/02	6.5	Creditor and Equity Committee Meetings / Discussions	Creditors Committee Meeting
T. Snyder	03/07/02	3.5	Miscellaneous	Travel time to Chicago
T. Snyder	03/07/02	3.5	Miscellaneous	Travel time from Chicago
T. Snyder	03/16/02	3.3	Creditor and Equity Committee Meetings / Discussions	Meetings with H. Parkhill and J. Srivisal to discuss Board, Creditor and Equity presentation

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
T. Snyder	03/18/02	6.6	Board of Directors Meetings	Board Meeting
T. Snyder	03/18/02	6.4	Strategic Analysis	Internal meetings with N. Blake and CDO mgmt
T. Snyder	03/18/02	3.2	Miscellaneous	Travel time to Chicago
T. Snyder	03/19/02	3.0	Creditor and Equity Committee Meetings / Discussions	Pre-Committee meetings
T. Snyder	03/19/02	4.0	Creditor and Equity Committee Meetings / Discussions	Creditor Committee Meeting
T. Snyder	03/19/02	3.0	Creditor and Equity Committee Meetings / Discussions	Equity committee Meeting
T. Snyder	03/19/02	2.9	Miscellaneous	Travel time to New York
T. Snyder	03/20/02	3.5	Business Plan Due Diligence	Compensation plan discussions
T. Snyder	03/25/02	4.2	Creditor and Equity Committee Meetings / Discussions	Meeting with H. Parkhill, N. Bhatia, Creditors Representatives, CDO Mgmt and Skadden to discuss plan securities and compensation plan
T. Snyder	03/26/02	2.0	Business Plan Due Diligence	Meeting H. Parkhill regarding compensation issues
T. Snyder	03/27/02	2.6	Business Plan Due Diligence	Conference Call with H. Parkhill, N. Blake, Skadden and CDO Mgmt re: Compensation Plans.
T. Snyder	03/28/02	2.2	Business Plan Due Diligence	Conference call with H. Parkhill & CDO Mgmt to discuss Compensation
T. Snyder	03/28/02	1.2	Business Plan Due Diligence	Conference call with H. Parkhill & CDO Mgmt to discuss Compensation
T. Snyder	03/28/02	1.2	Business Plan Due Diligence	Review with H. Parkhill of CDO Compensation Plan

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
T. Small	12/03/01	0.5	Financing Discussions / Analysis	Misc. calls with leasing vertical management regarding financing
T. Small	12/06/01	1.2	Board of Directors Meetings	Preparation for board meeting regarding leasing
T. Small	12/06/01	0.5	Financing Discussions / Analysis	Misc. calls with leasing vertical management regarding financing
T. Small	12/07/01	4.7	Board of Directors Meetings	Preparation for board meeting regarding leasing
T. Small	12/07/01	1.5	Financing Discussions / Analysis	Misc. calls with leasing vertical management regarding financing
T. Small	12/10/01	3.4	Board of Directors Meetings	Preparation for board meeting regarding leasing
T. Small	12/11/01	5.0	Board of Directors Meetings	Comdisco Board Meeting discussing leasing vertical bids and valuations
T. Small	12/11/01	3.4	Board of Directors Meetings	Pre meeting before Comdisco Board Meeting
T. Small	12/11/01	2.0	Board of Directors Meetings	Post meeting discussing strategy and agenda for following day
T. Small	12/11/01	3.6	Miscellaneous	Travel to Chicago for Board Meeting
T. Small	12/12/01	5.0	Board of Directors Meetings	Comdisco Board Meeting discussing leasing vertical bids and valuations
T. Small	12/12/01	3.2	Miscellaneous	Travel time to New York
T. Small	12/14/01	2.7	Creditor and Equity Committee Meetings / Discussions	Preparation for committee meetings
T. Small	12/17/01	5.5	Creditor and Equity Committee Meetings / Discussions	Preparation for committee meetings
T. Small	12/18/01	4.2	Creditor and Equity Committee Meetings / Discussions	Creditor Committee advisor (Lazard) meeting at Rothschild to discuss leasing vertical valuations
T. Small	12/18/01	3.2	Creditor and Equity Committee Meetings / Discussions	Equity Committee advisors (Chann) meeting at Rothschild to discuss leasing vertical valuations
T. Small	12/27/01	2.5	Business Plan Due Diligence	Review of Ventures materials
T. Small	12/28/01	3.5	Financing Discussions / Analysis	Research of potential financing alternatives for Ventures division
T. Small	01/02/02	1.5	Business Plan Due Diligence	Research of potential financing alternatives for Ventures division
T. Small	01/03/02	2.5	Financing Discussions / Analysis	Review of leasing valuation board presentation
T. Small	01/04/02	1.5	Financing Discussions / Analysis	Review of leasing valuation board presentation
T. Small	01/07/02	0.8	Strategic Analysis	Update meeting with T. Snyder, N. Bhatia, H. Parkhill and J. Srivisal
T. Small	03/21/02	1.2	Strategic Analysis	Meeting with H. Parkhill and N. Bhatia re: Note pricing
T. Small	03/22/02	1.4	Valuation / Financial Analysis	Conference calls with H. Parkhill, N. Bhatia J. McCoy re: Note model

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
T. Small	03/24/02	1.0	Valuation / Financial Analysis	Discussions with H. Parkhill re: pricing

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
H. Parkhill	12/02/01	5.2	Valuation / Financial Analysis	Meeting with T. Snyder and J. Srivisal reviewing leasing vertical valuations
H. Parkhill	12/03/01	2.2	Creditor and Equity Committee Meetings / Discussions	Preparation for equity committee meeting
H. Parkhill	12/03/01	6.4	Creditor and Equity Committee Meetings / Discussions	Equity committee meeting
H. Parkhill	12/03/01	0.5	Financing Discussions / Analysis	Misc. calls with leasing vertical management regarding financing
H. Parkhill	12/04/01	1.0	Creditor and Equity Committee Meetings / Discussions	Preparation for creditor committee meeting
H. Parkhill	12/04/01	6.6	Creditor and Equity Committee Meetings / Discussions	Creditor committee meeting
H. Parkhill	12/05/01	7.2	Valuation / Financial Analysis	Review and preparation of leasing verticals valuation materials
H. Parkhill	12/06/01	3.8	Valuation / Financial Analysis	Review and preparation of leasing verticals valuation materials
H. Parkhill	12/06/01	0.5	Valuation / Financial Analysis	Misc. calls with leasing vertical management regarding financing
H. Parkhill	12/07/01	2.2	Business Plan Due Diligence	Conversations with F. Crone of Comdisco regarding IT leasing
H. Parkhill	12/07/01	5.4	Valuation / Financial Analysis	Conversations with Company management reviewing valuation conclusions
H. Parkhill	12/07/01	4.2	Valuation / Financial Analysis	Preparation and review of leasing vertical valuations
H. Parkhill	12/07/01	1.5	Valuation / Financial Analysis	Misc. calls with leasing vertical management regarding financing
H. Parkhill	12/08/01	1.2	Business Plan Due Diligence	Conversations with J. McNally, R. Mishler, and J. McCoy regarding business plans / valuations
H. Parkhill	12/08/01	2.7	Valuation / Financial Analysis	Conversations with J. Srivisal and T. Snyder regarding valuations and review of valuation materials
H. Parkhill	12/08/01	1.8	Valuation / Financial Analysis	Conversations with J. Srivisal regarding valuations and review of valuation materials
H. Parkhill	12/09/01	1.2	Valuation / Financial Analysis	Conversations with J. Srivisal regarding valuations and review of valuation materials
H. Parkhill	12/10/01	8.2	Board of Directors Meetings	Preparation and review of leasing verticals valuation materials for Comdisco Board Meeting
H. Parkhill	12/11/01	5.0	Board of Directors Meetings	Comdisco Board Meeting discussing leasing vertical bids and valuations
H. Parkhill	12/11/01	3.4	Board of Directors Meetings	Pre meeting before Comdisco Board Meeting
H. Parkhill	12/11/01	2.0	Board of Directors Meetings	Post meeting discussing strategy and agenda for following day
H. Parkhill	12/11/01	0.7	Board of Directors Meetings	Conversations with J. Srivisal regarding valuation and follow-up materials
H. Parkhill	12/11/01	3.6	Miscellaneous	Travel to Chicago for Board Meeting

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
H. Parkhill	12/12/01	5.0	Board of Directors Meetings	Comdisco Board Meeting discussing leasing vertical bids and valuations
H. Parkhill	12/12/01	3.2	Miscellaneous	Travel time to New York
H. Parkhill	12/13/01	0.8	Creditor and Equity Committee Meetings / Discussions	Scheduling of meetings between Creditor and Equity Committee advisors
H. Parkhill	12/13/01	1.2	Strategic Analysis	Conversations with T. Snyder regarding scheduling and next steps
H. Parkhill	12/14/01	5.2	Valuation / Financial Analysis	Review of leasing valuation materials
H. Parkhill	12/17/01	5.2	Creditor and Equity Committee Meetings / Discussions	Preparation for Equity and Creditor Committee advisor meetings - Review of leasing verticals valuation materials
H. Parkhill	12/17/01	2.2	Valuation / Financial Analysis	Review of Lazard valuation of leasing verticals "keep" options
H. Parkhill	12/18/01	2.6	Business Plan Due Diligence	Review of Electronics vertical valuation and possible roll-forward
H. Parkhill	12/18/01	4.2	Creditor and Equity Committee Meetings / Discussions	Creditor Committee advisor (Lazard) meeting at Rothschild to discuss leasing vertical valuations
H. Parkhill	12/18/01	3.2	Creditor and Equity Committee Meetings / Discussions	Equity Committee advisors (Chanin) meeting at Rothschild to discuss leasing vertical valuations
H. Parkhill	12/18/01	1.2	Creditor and Equity Committee Meetings / Discussions	Drafting of letters to Committee advisors reflecting action items / summary of earlier week advisor meetings
H. Parkhill	12/19/01	2.0	Creditor and Equity Committee Meetings / Discussions	Drafting of letters to Committee advisors reflecting action items / summary of earlier week advisor meetings
H. Parkhill	12/19/01	0.8	Creditor and Equity Committee Meetings / Discussions	Misc. phone conversations with Skadden to discuss formal follow-up with Committee advisors and case action items
H. Parkhill	12/20/01	4.2	Business Plan Due Diligence	Review of Electronics vertical valuation and possible roll-forward
H. Parkhill	12/21/01	0.8	Board of Directors Meetings	Comdisco Board call - Status update on general case and advisor meeting results
H. Parkhill	12/21/01	1.2	Business Plan Due Diligence	Phone calls with Comdisco management discussing electronics leasing verticals and open items
H. Parkhill	12/21/01	0.4	Creditor and Equity Committee Meetings / Discussions	Phone call with D. Schuster of Lazard to discuss open items and information timing
H. Parkhill	12/27/01	2.5	Business Plan Due Diligence	Review of Ventures materials
H. Parkhill	12/31/01	1.2	Business Plan Due Diligence	Misc. phone calls with J. Srivisval regarding electronics leasing vertical
H. Parkhill	01/02/02	0.4	Business Plan Due Diligence	Phone conversation with J. McCoy regarding leasing Verticals

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
H. Parkhill	01/02/02	3.0	Miscellaneous	Time and fee application
H. Parkhill	01/02/02	0.6	Strategic Analysis	Update meeting with T. Snyder, J. Srivisal and N. Bhatia
H. Parkhill	01/04/02	0.5	Business Plan Due Diligence	Miscellaneous phone calls with J. Srivisal regarding electronics leasing vertical
H. Parkhill	01/05/02	0.2	Business Plan Due Diligence	Miscellaneous phone calls with J. Srivisal regarding electronics roll-forward
H. Parkhill	01/06/02	0.5	Business Plan Due Diligence	Miscellaneous phone calls with J. Srivisal regarding electronics roll-forward
H. Parkhill	01/06/02	0.5	Business Plan Due Diligence	Miscellaneous phone calls with J. McNally and M. Fazio regarding electronics leasing vertical
H. Parkhill	01/07/02	3.6	Board of Directors Meetings	Preparation for board meeting regarding leasing
H. Parkhill	01/07/02	1.5	Miscellaneous	Time and fee application
H. Parkhill	01/07/02	0.8	Strategic Analysis	Update meeting with T. Small, N. Bhatia, T. Snyder and J. Srivisal
H. Parkhill	01/08/02	2.5	Board of Directors Meetings	Preparation for board meeting regarding leasing
H. Parkhill	01/08/02	1.0	Miscellaneous	Preparation of interim fee application
H. Parkhill	01/09/02	4.5	Board of Directors Meetings	Preparation for board meeting regarding leasing
H. Parkhill	01/09/02	3.2	Creditor and Equity Committee Meetings / Discussions	Preparation for creditor committee meeting
H. Parkhill	01/09/02	1.2	Miscellaneous	Preparation of interim fee application
H. Parkhill	01/10/02	1.5	Creditor and Equity Committee Meetings / Discussions	Preparation for equity committee meeting
H. Parkhill	01/10/02	3.7	Creditor and Equity Committee Meetings / Discussions	Creditor committee meeting
H. Parkhill	01/10/02	0.8	Miscellaneous	Preparation of interim fee application
H. Parkhill	01/10/02	5.6	Valuation / Financial Analysis	Preliminary liquidation analysis
H. Parkhill	01/11/02	2.2	Board of Directors Meetings	Preparation for board meeting regarding leasing
H. Parkhill	01/11/02	4.8	Creditor and Equity Committee Meetings / Discussions	Equity committee meeting
H. Parkhill	01/11/02	2.5	Miscellaneous	Preparation of interim fee application
H. Parkhill	01/11/02	3.1	Miscellaneous	Travel time to Chicago
H. Parkhill	01/12/02	7.0	Board of Directors Meetings	Board meeting regarding leasing verticals
H. Parkhill	01/12/02	3.2	Miscellaneous	Travel time to New York
H. Parkhill	01/14/02	2.5	Strategic Analysis	Work on marketing material and call with M. Fazio, T. Snyder and J. Srivisal
H. Parkhill	01/16/02	0.4	Business Plan Due Diligence	Call with R. Mishler regarding Europe and Ventures
H. Parkhill	01/16/02	0.5	Business Plan Due Diligence	Call with J. Haas

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
H. Parkhill	01/18/02	0.7	Business Plan Due Diligence	Call with Andersen regarding Europe and Ventures business plans and timing
H. Parkhill	01/23/02	1.5	Court Hearings / Depositions / Auctions	Conference call with Norm Blake, T. Snyder, Harvey Miller and John Carroll.
H. Parkhill	01/24/02	3.5	Board of Directors Meetings	Conference regarding Board Strategy
H. Parkhill	01/24/02	2.7	Business Plan Due Diligence	Meetings with B. Chen regarding Europe business plans
H. Parkhill	01/24/02	1.0	Business Plan Due Diligence	Conference calls with Andersen, B. Chen, CDO Europe management regarding business plans
H. Parkhill	01/24/02	3.5	Miscellaneous	Travel time to Chicago
H. Parkhill	01/25/02	8.8	Board of Directors Meetings	Senior management meeting/Board book prep (venture, runoff, leasing)
H. Parkhill	01/26/02	10.0	Board of Directors Meetings	Board Meeting and travel
H. Parkhill	01/28/02	2.1	Business Plan Due Diligence	Meeting with B.Chen regarding Europe business plans
H. Parkhill	01/28/02	3.0	Strategic Analysis	Conference calls with N. Blake, M. Fazio, T. Snyder, J. Srivisal and Skadden
H. Parkhill	01/28/02	1.5	Valuation / Financial Analysis	Meeting with B.Chen regarding Europe liquidation analysis
H. Parkhill	01/29/02	0.5	Miscellaneous	Preparation of monthly bill
H. Parkhill	01/30/02	1.5	Board of Directors Meetings	Preparation for Board meeting
H. Parkhill	01/30/02	0.7	Board of Directors Meetings	Follow-up during Board meeting
H. Parkhill	01/30/02	4.1	Valuation / Financial Analysis	Conversation with J. Srivisal regarding distribution of value
H. Parkhill	01/31/02	1.2	Strategic Analysis	Conference calls / meetings with M. Fazio, B. Chen, Andersen, T. Snyder and J. Srivisal regarding remaining businesses
H. Parkhill	01/31/02	2.5	Valuation / Financial Analysis	Conversation with J. Srivisal regarding distribution of value
H. Parkhill	02/01/02	0.5	Strategic Analysis	Conversation with J. Srivisal regarding scheduling
H. Parkhill	02/01/02	1.5	Valuation / Financial Analysis	Conversation with J. Srivisal regarding distribution of value
H. Parkhill	02/08/02	2.2	Creditor and Equity Committee Meetings / Discussions	Misc. calls with Skadden regarding equity committee meeting and strategy
H. Parkhill	02/10/02	1.5	Creditor and Equity Committee Meetings / Discussions	Misc. calls with J. Srivisal and T. Snyder regarding equity committee meeting
H. Parkhill	02/10/02	2.0	Creditor and Equity Committee Meetings / Discussions	Misc. calls with Skadden regarding equity committee meeting
H. Parkhill	02/11/02	4.0	Creditor and Equity Committee Meetings / Discussions	Equity advisors meeting
H. Parkhill	02/14/02	3.5	Creditor and Equity Committee Meetings / Discussions	Preparation for equity committee meeting

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
H. Parkhill	02/20/02	3.5	Miscellaneous	Travel time to Chicago
H. Parkhill	02/20/02	11.0	Strategic Analysis	Strategy meeting with N. Blake and CDO Team
H. Parkhill	02/21/02	2.5	Strategic Analysis	Phone calls with T. Snyder, N. Blake, R. Mishler, Skadden and Arthur Andersen
H. Parkhill	02/26/02	0.7	Creditor and Equity Committee Meetings / Discussions	Misc. calls with J. Srivisal regarding creditors committee meeting
H. Parkhill	02/26/02	7.8	Valuation / Financial Analysis	Due Diligence calls and discussion regarding Europe
H. Parkhill	02/27/02	9.2	Valuation / Financial Analysis	Discussion and calls with B. Chen and T. Allison regarding Europe
H. Parkhill	02/28/02	11.5	Board of Directors Meetings	Meetings and preparation for Board Call, Board Call
H. Parkhill	02/28/02	3.5	Miscellaneous	Travel time to Chicago
H. Parkhill	02/28/02	3.5	Miscellaneous	Travel time to New York
H. Parkhill	03/04/02	2.0	Board of Directors Meetings	Meeting with T. Snyder and J. Srivisal reviewing board materials
H. Parkhill	03/04/02	1.5	Board of Directors Meetings	Misc. calls with Skadden and Company
H. Parkhill	03/05/02	7.5	Board of Directors Meetings	Board Meeting
H. Parkhill	03/05/02	3.5	Miscellaneous	Travel time to Chicago
H. Parkhill	03/05/02	2.7	Miscellaneous	Travel time to New York
H. Parkhill	03/08/02	6.5	Creditor and Equity Committee Meetings / Discussions	Equity Committee Meeting
H. Parkhill	03/08/02	2.9	Miscellaneous	Travel time to Chicago
H. Parkhill	03/08/02	3.5	Miscellaneous	Travel time to New York
H. Parkhill	03/11/02	1.0	Strategic Analysis	Call with R. Mishler
H. Parkhill	03/12/02	2.2	Strategic Analysis	Call with Andersen and Company
H. Parkhill	03/14/02	8.3	Business Plan Due Diligence	Meeting with CDO mgmt. and Andersen to discuss business plans, comp plans and claims
H. Parkhill	03/14/02	3.8	Miscellaneous	Travel time to Chicago
H. Parkhill	03/15/02	9.2	Business Plan Due Diligence	Meeting with CDO mgmt. and Andersen to discuss business plans, comp plans and claims
H. Parkhill	03/15/02	3.3	Miscellaneous	Travel time to New York
H. Parkhill	03/16/02	3.3	Creditor and Equity Committee Meetings / Discussions	Meetings with T. Snyder and J. Srivisal to discuss Board, Creditor and Equity presentation
H. Parkhill	03/16/02	9.1	Creditor and Equity Committee Meetings / Discussions	Preparation for presentation with J. Srivisal and N. Bhatia
H. Parkhill	03/17/02	7.0	Board of Directors Meetings	Creation of Board presentation with J. Srivisal and N. Bhatia
H. Parkhill	03/17/02	2.0	Strategic Analysis	Conference calls with CDO mgmt

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
H. Parkhill	03/18/02	6.6	Board of Directors Meetings	Board Meeting
H. Parkhill	03/18/02	6.4	Strategic Analysis	Internal meetings with N. Blake and CDO mgmt
H. Parkhill	03/18/02	3.2	Miscellaneous	Travel time to Chicago
H. Parkhill	03/19/02	2.0	Creditor and Equity Committee Meetings / Discussions	Pre-Committee meetings
H. Parkhill	03/19/02	4.0	Creditor and Equity Committee Meetings / Discussions	Creditor Committee Meeting
H. Parkhill	03/19/02	3.0	Creditor and Equity Committee Meetings / Discussions	Equity committee Meeting
H. Parkhill	03/19/02	2.9	Miscellaneous	Travel time to New York
H. Parkhill	03/20/02	2.5	Business Plan Due Diligence	Meeting with J. Srivisal and N. Bhatia on Plan Model
H. Parkhill	03/20/02	4.5	Strategic Analysis	Conference Calls with T. Snyder, CDO & Skadden re: Plan
H. Parkhill	03/20/02	4.5	Strategic Analysis	Plan Strategy with T. Snyder
H. Parkhill	03/21/02	1.2	Strategic Analysis	Meeting with T. Small and N. Bhatia re: Note pricing
H. Parkhill	03/21/02	4.0	Valuation / Financial Analysis	Multiple discussions with N. Bhatia re: Note model
H. Parkhill	03/22/02	1.4	Valuation / Financial Analysis	Conference calls with T. Small, N. Bhatia J. McCoy re: Note model
H. Parkhill	03/22/02	6.2	Valuation / Financial Analysis	Building Note Model with N. Bhatia
H. Parkhill	03/23/02	3.0	Valuation / Financial Analysis	Updated Note Model
H. Parkhill	03/23/02	1.2	Valuation / Financial Analysis	Multiple calls with J. McCoy re: Note pricing and model
H. Parkhill	03/24/02	3.8	Valuation / Financial Analysis	Reviewed Note Model with N. Bhatia
H. Parkhill	03/24/02	1.0	Valuation / Financial Analysis	Discussions with T. Small re: pricing
H. Parkhill	03/25/02	1.5	Business Plan Due Diligence	Misc. call with CDO Mgmt to discuss compensation plan
H. Parkhill	03/25/02	4.2	Creditor and Equity Committee Meetings / Discussions	Meeting with T. Snyder, N. Bhatia, Creditors Representatives, CDO Mgmt and Skadden to discuss plan securities and compensation plan
H. Parkhill	03/25/02	3.0	Business Plan Due Diligence	Preparation for compensation issues
H. Parkhill	03/26/02	2.0	Business Plan Due Diligence	Meeting T. Snyder regarding compensation issues
H. Parkhill	03/27/02	2.6	Business Plan Due Diligence	Conference Call with T. Snyder, N. Blake, Skadden and CDO Mgmt re: Compensation Plans.
H. Parkhill	03/27/02	0.8	Business Plan Due Diligence	Calls with Ron Mishler re: Emergence Notes
H. Parkhill	03/27/02	3.4	Valuation / Financial Analysis	Calls with Skadden & Company Mgmt re: Tax Liabilities
H. Parkhill	03/28/02	2.2	Business Plan Due Diligence	Conference call with T. Snyder & CDO Mgmt to discuss Contpenation
H. Parkhill	03/28/02	1.2	Business Plan Due Diligence	Conference call with T. Snyder & CDO Mgmt to discuss Contpenation
H. Parkhill	03/28/02	1.2	Business Plan Due Diligence	Review with T. Snyder of CDO Compensation Plan

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
H. Parkhill	03/28/02	1.8	Financing Discussions / Analysis	Conference Call with CDO Mgmt to discuss emergence financing
H. Parkhill	03/28/02	3.4	Valuation / Financial Analysis	Conference Call with Skadden and CDO Mgt to discuss tax position of Company
H. Parkhill	03/29/02	1.6	Financing Discussions / Analysis	Conference Calls with R. Mishler and J. McCoy to discuss emergence financing and POR issues
H. Parkhill	03/29/02	4.2	Financing Discussions / Analysis	Review of CDO model for emergence financing

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
J. Srivisal	12/01/01	5.4	Valuation / Financial Analysis	Review and preparation of valuation for leasing verticals
J. Srivisal	12/02/01	5.2	Valuation / Financial Analysis	Meeting with T. Snyder and H. Parkhill reviewing leasing vertical valuations
J. Srivisal	12/03/01	4.2	Valuation / Financial Analysis	Review and preparation of valuation for leasing verticals
J. Srivisal	12/03/01	1.6	Valuation / Financial Analysis	Misc. conference calls with Company management to discuss leasing verticals valuations
J. Srivisal	12/04/01	2.0	Valuation / Financial Analysis	Misc. conference calls with Company management to discuss leasing verticals valuations
J. Srivisal	12/04/01	3.5	Valuation / Financial Analysis	Review and preparation of valuation for leasing verticals
J. Srivisal	12/05/01	7.5	Valuation / Financial Analysis	Review and preparation of valuation for leasing verticals
J. Srivisal	12/05/01	1.0	Valuation / Financial Analysis	Misc. conference calls with Company management to discuss leasing verticals valuations
J. Srivisal	12/06/01	2.0	Valuation / Financial Analysis	Misc. conference calls with Company management to discuss leasing verticals valuations
J. Srivisal	12/06/01	5.5	Valuation / Financial Analysis	Review and preparation of valuation for leasing verticals
J. Srivisal	12/07/01	3.2	Valuation / Financial Analysis	Misc. conference calls with Company management to discuss leasing verticals valuations
J. Srivisal	12/07/01	8.9	Valuation / Financial Analysis	Review and preparation of valuation for leasing verticals
J. Srivisal	12/08/01	2.7	Valuation / Financial Analysis	Conversations with H. Parkhill and T. Snyder regarding valuations and review of valuation materials
J. Srivisal	12/08/01	3.0	Valuation / Financial Analysis	Misc. conference calls with Company management to discuss leasing verticals valuations
J. Srivisal	12/08/01	11.5	Valuation / Financial Analysis	Review and preparation of valuation for leasing verticals
J. Srivisal	12/08/01	1.8	Valuation / Financial Analysis	Conversations with H. Parkhill regarding valuations and review of valuation materials
J. Srivisal	12/09/01	6.2	Valuation / Financial Analysis	Review and preparation of valuation for leasing verticals
J. Srivisal	12/09/01	1.2	Valuation / Financial Analysis	Conversations with H. Parkhill regarding valuations and review of valuation materials
J. Srivisal	12/10/01	7.1	Board of Directors Meetings	Preparation and review of leasing verticals valuation materials for Comdisco Board Meeting
J. Srivisal	12/10/01	3.5	Board of Directors Meetings	Creation and binding of Board materials
J. Srivisal	12/11/01	3.4	Board of Directors Meetings	Pre meeting before Comdisco Board Meeting
J. Srivisal	12/11/01	2.0	Board of Directors Meetings	Post meeting discussing strategy and agenda for following day
J. Srivisal	12/11/01	2.2	Board of Directors Meetings	Analysis and follow-up based on pre-meeting
J. Srivisal	12/11/01	0.7	Board of Directors Meetings	Conversations with H. Parkhill regarding valuation and follow-up materials
J. Srivisal	12/14/01	1.5	Creditor and Equity Committee Meetings / Discussions	Compilation and delivery of files to creditor and equity committee advisors

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
J. Srivisal	12/17/01	1.0	Valuation / Financial Analysis	Review of Lazard valuation of leasing verticals "keep" options
J. Srivisal	12/17/01	1.0	Valuation / Financial Analysis	Analysis and follow-up based on Lazard's materials with N. Bhatia
J. Srivisal	12/18/01	2.2	Business Plan Due Diligence	Review of Electronics vertical valuation and possible roll-forward
J. Srivisal	12/18/01	4.2	Creditor and Equity Committee Meetings / Discussions	Creditor Committee advisor (Lazard) meeting at Rothschild to discuss leasing vertical valuations
J. Srivisal	12/18/01	3.2	Creditor and Equity Committee Meetings / Discussions	Equity Committee advisors (Chanin) meeting at Rothschild to discuss leasing vertical valuations
J. Srivisal	12/18/01	2.5	Creditor and Equity Committee Meetings / Discussions	Drafting of letters to Committee advisors reflecting action items / summary of earlier week advisor meetings
J. Srivisal	12/19/01	1.0	Business Plan Due Diligence	Misc. phone conversations with Lazard regarding Electronics vertical valuation
J. Srivisal	12/19/01	1.5	Creditor and Equity Committee Meetings / Discussions	Drafting of letters to Committee advisors reflecting action items / summary of earlier week advisor meetings
J. Srivisal	12/20/01	1.5	Business Plan Due Diligence	Misc. phone conversations with Lazard regarding Electronics vertical valuation
J. Srivisal	12/31/01	1.2	Business Plan Due Diligence	Misc. phone calls with H. Parkhill regarding electronics leasing vertical
J. Srivisal	12/31/01	3.0	Business Plan Due Diligence	Review and analysis of Electronics vertical roll-forward
J. Srivisal	01/02/02	0.6	Strategic Analysis	Update meeting with T. Snyder, H. Parkhill and N. Bhatia
J. Srivisal	01/02/02	6.5	Valuation / Financial Analysis	Preparation of supplemental valuation materials
J. Srivisal	01/03/02	0.8	Business Plan Due Diligence	Conference call with J. McNally, J. McCoy and E. Enraku regarding Electronics roll-forward
J. Srivisal	01/03/02	0.9	Business Plan Due Diligence	Call with R. Mishler regarding estate cash roll-forward
J. Srivisal	01/03/02	3.2	Valuation / Financial Analysis	Preparation of supplemental valuation materials
J. Srivisal	01/04/02	0.5	Business Plan Due Diligence	Miscellaneous phone calls with H. Parkhill regarding electronics leasing vertical
J. Srivisal	01/04/02	0.7	Business Plan Due Diligence	Miscellaneous phone calls with J. McCoy and J. McNally regarding electronics roll-forward
J. Srivisal	01/04/02	2.5	Valuation / Financial Analysis	Preparation of supplemental valuation materials
J. Srivisal	01/05/02	0.7	Business Plan Due Diligence	Miscellaneous phone calls with J. McCoy and J. McNally regarding electronics roll-forward
J. Srivisal	01/05/02	0.2	Business Plan Due Diligence	Miscellaneous phone calls with H. Parkhill regarding electronics roll-forward
J. Srivisal	01/05/02	0.5	Valuation / Financial Analysis	Update of electronics orderly valuation

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
J. Srivisal	01/06/02	0.2	Business Plan Due Diligence	Miscellaneous phone calls with J. McNally regarding electronics roll-forward
J. Srivisal	01/06/02	0.5	Business Plan Due Diligence	Miscellaneous phone calls with H. Parkhill regarding electronics roll-forward
J. Srivisal	01/06/02	4.7	Valuation / Financial Analysis	Preparation of supplemental valuation materials
J. Srivisal	01/07/02	0.8	Business Plan Due Diligence	Miscellaneous phone calls with J. McNally and J. McCoy regarding electronics roll-forward
J. Srivisal	01/07/02	3.5	Miscellaneous	Time and fee application
J. Srivisal	01/07/02	0.8	Strategic Analysis	Update meeting with T. Snyder, T. Small, H. Parkhill and N. Bhatia
J. Srivisal	01/07/02	2.2	Valuation / Financial Analysis	Preparation of supplemental valuation materials
J. Srivisal	01/08/02	1.5	Business Plan Due Diligence	Miscellaneous phone calls with J. McNally and J. McCoy regarding electronics roll-forward
J. Srivisal	01/08/02	2.0	Miscellaneous	Preparation of interim fee application
J. Srivisal	01/08/02	6.4	Valuation / Financial Analysis	Preparation of supplemental valuation materials
J. Srivisal	01/09/02	5.2	Board of Directors Meetings	Preparation for board meeting regarding leasing
J. Srivisal	01/09/02	0.6	Business Plan Due Diligence	Misc. phone calls with J. McNally and J. McCoy regarding electronics roll-forward
J. Srivisal	01/09/02	2.5	Miscellaneous	Preparation of interim fee application
J. Srivisal	01/10/02	3.5	Board of Directors Meetings	Preparation for board meeting regarding leasing
J. Srivisal	01/10/02	2.1	Miscellaneous	Preparation of interim fee application
J. Srivisal	01/10/02	3.5	Valuation / Financial Analysis	Preliminary liquidation analysis
J. Srivisal	01/10/02	1.5	Valuation / Financial Analysis	Preliminary valuation of Ventures
J. Srivisal	01/10/02	2.5	Valuation / Financial Analysis	Update of electronics ip valuation
J. Srivisal	01/11/02	4.6	Board of Directors Meetings	Preparation for board meeting regarding leasing
J. Srivisal	01/11/02	3.5	Miscellaneous	Preparation of interim fee application
J. Srivisal	01/12/02	5.5	Board of Directors Meetings	Back-up for Board meeting
J. Srivisal	01/14/02	2.5	Strategic Analysis	Work on marketing material and call with M. Fazio, H. Parkhill and T. Snyder
J. Srivisal	01/15/02	3.7	Business Plan Due Diligence	Review of business plans - Ventures and Europe
J. Srivisal	01/15/02	0.7	Valuation / Financial Analysis	Preliminary valuation of Ventures
J. Srivisal	01/15/02	1.5	Valuation / Financial Analysis	Preliminary valuation of Europe
J. Srivisal	01/16/02	4.2	Business Plan Due Diligence	Review of business plans - Ventures and Europe
J. Srivisal	01/16/02	0.4	Business Plan Due Diligence	Call with R. Mishler regarding Europe and Ventures
J. Srivisal	01/16/02	0.5	Business Plan Due Diligence	Call with J. Haas
J. Srivisal	01/18/02	0.7	Business Plan Due Diligence	Call with Andersen regarding Europe and Ventures business plans and timing
J. Srivisal	01/18/02	0.5	Business Plan Due Diligence	Call with S. Ross regarding Ventures model
J. Srivisal	01/18/02	3.5	Valuation / Financial Analysis	Review of Ventures valuation materials

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
J. Srivisal	01/18/02	2.1	Valuation / Financial Analysis	Review of Europe valuation materials
J. Srivisal	01/19/02	2.2	Valuation / Financial Analysis	Review and revision of Ventures valuation materials
J. Srivisal	01/19/02	1.5	Valuation / Financial Analysis	Review and revision of Europe valuation materials
J. Srivisal	01/19/02	3.1	Valuation / Financial Analysis	Preliminary valuation of Europe - comparable company analysis
J. Srivisal	01/21/02	1.5	Board of Directors Meetings	Preparation for board meeting
J. Srivisal	01/21/02	3.2	Valuation / Financial Analysis	Preliminary valuation of Europe - comparable company analysis
J. Srivisal	01/21/02	4.7	Valuation / Financial Analysis	Review of leasing valuation materials
J. Srivisal	01/22/02	3.5	Board of Directors Meetings	Preparation for board meeting
J. Srivisal	01/22/02	1.0	Business Plan Due Diligence	Review of Ventures business plan
J. Srivisal	01/22/02	2.2	Valuation / Financial Analysis	Review of leasing valuation materials
J. Srivisal	01/22/02	2.7	Valuation / Financial Analysis	Preliminary valuation of Europe - comparable company analysis
J. Srivisal	01/22/02	0.5	Valuation / Financial Analysis	Preliminary valuation of Ventures
J. Srivisal	01/23/02	3.1	Business Plan Due Diligence	Review of Ventures business plan
J. Srivisal	01/23/02	3.1	Business Plan Due Diligence	Review of European business plans
J. Srivisal	01/23/02	2.2	Business Plan Due Diligence	Preparation of due diligence questions regarding Europe
J. Srivisal	01/23/02	1.8	Strategic Analysis	Preparation for trip to Chicago
J. Srivisal	01/23/02	2.2	Valuation / Financial Analysis	Preliminary valuation of Europe
J. Srivisal	01/23/02	0.6	Valuation / Financial Analysis	Preliminary valuation of Ventures
J. Srivisal	01/24/02	2.7	Business Plan Due Diligence	Meetings with B. Chen regarding Europe business plans
J. Srivisal	01/24/02	1.0	Business Plan Due Diligence	Conference calls with Andersen, B. Chen, CDO Europe management regarding business plans
J. Srivisal	01/24/02	3.7	Business Plan Due Diligence	Review of European business plans
J. Srivisal	01/24/02	3.5	Miscellaneous	Travel time to Chicago
J. Srivisal	01/24/02	2.1	Valuation / Financial Analysis	Preliminary valuation of Europe
J. Srivisal	01/25/02	4.6	Board of Directors Meetings	Preparation of board materials - Ventures and Leasing
J. Srivisal	01/25/02	2.1	Business Plan Due Diligence	Review of European business plans
J. Srivisal	01/25/02	1.1	Business Plan Due Diligence	Conference call with Andersen, J. Haas regarding Ventures
J. Srivisal	01/25/02	1.3	Valuation / Financial Analysis	Preliminary valuation of Europe
J. Srivisal	01/25/02	0.7	Valuation / Financial Analysis	Preliminary valuation of Ventures
J. Srivisal	01/26/02	10.0	Board of Directors Meetings	Board Meeting and travel
J. Srivisal	01/28/02	2.1	Business Plan Due Diligence	Meeting with B. Chen regarding Europe business plans
J. Srivisal	01/28/02	3.0	Strategic Analysis	Conference calls with N. Blake, M. Fazio, H. Parkhill, T. Snyder and Skadden
J. Srivisal	01/28/02	3.1	Valuation / Financial Analysis	Preliminary liquidation analysis of Europe
J. Srivisal	01/28/02	1.5	Valuation / Financial Analysis	Meeting with B. Chen regarding Europe liquidation analysis
J. Srivisal	01/29/02	0.9	Miscellaneous	Preparation of monthly bill
J. Srivisal	01/29/02	2.5	Valuation / Financial Analysis	Preliminary liquidation analysis of Europe
J. Srivisal	01/29/02	1.7	Valuation / Financial Analysis	Meeting with B. Chen regarding Europe liquidation analysis

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
J. Srivisal	01/30/02	2.7	Board of Directors Meetings	Preparation for Board meeting
J. Srivisal	01/30/02	2.9	Valuation / Financial Analysis	Preliminary liquidation analysis of Europe
J. Srivisal	01/30/02	3.5	Valuation / Financial Analysis	Meeting with B.Chen regarding Europe liquidation analysis
J. Srivisal	01/30/02	4.1	Valuation / Financial Analysis	Conversation with H. Parkhill regarding distribution of value
J. Srivisal	01/30/02	1.5	Valuation / Financial Analysis	Preparation of distribution of value analysis
J. Srivisal	01/31/02	1.2	Strategic Analysis	Conference calls / meetings with M. Fazio, B. Chen, Andersen, H. Parkhill and T. Snyder regarding remaining businesses
J. Srivisal	01/31/02	2.7	Valuation / Financial Analysis	Preparation of distribution of value analysis
J. Srivisal	01/31/02	2.5	Valuation / Financial Analysis	Conversation with H. Parkhill regarding distribution of value
J. Srivisal	02/01/02	0.5	Strategic Analysis	Conversation with H. Parkhill regarding scheduling
J. Srivisal	02/01/02	2.7	Valuation / Financial Analysis	Roll-forward of valuations of remaining businesses
J. Srivisal	02/01/02	1.5	Valuation / Financial Analysis	Conversation with H. Parkhill regarding distribution of value
J. Srivisal	02/04/02	1.5	Creditor and Equity Committee Meetings / Discussions	Conference calls with N. Blake, M. Fazio, T. Snyder, Skadden and Creditors Committee
J. Srivisal	02/05/02	0.7	Business Plan Due Diligence	Conference call with K. Krakora and Andersen Team regarding open items
J. Srivisal	02/05/02	0.9	Business Plan Due Diligence	Conference call with B. Chen regarding European business plans and liquidation analysis
J. Srivisal	02/05/02	0.5	Valuation / Financial Analysis	Update and refining of distribution of value analysis
J. Srivisal	02/08/02	0.5	Business Plan Due Diligence	Conference call with B. Chen regarding European business plans and liquidation analysis
J. Srivisal	02/08/02	2.0	Business Plan Due Diligence	Review of Keep-Low and Consolidated Runoff business plans
J. Srivisal	02/08/02	0.8	Business Plan Due Diligence	Conference call with K. Krakora and Andersen Team regarding open items
J. Srivisal	02/08/02	2.2	Creditor and Equity Committee Meetings / Discussions	Misc. calls with Skadden regarding equity committee meeting and strategy
J. Srivisal	02/08/02	1.5	Valuation / Financial Analysis	Preliminary valuation of Keep-Low and Consolidated Runoff
J. Srivisal	02/09/02	1.3	Business Plan Due Diligence	Review of Keep-Low and Consolidated Runoff business plans
J. Srivisal	02/09/02	5.5	Creditor and Equity Committee Meetings / Discussions	Preparation for equity committee meeting
J. Srivisal	02/09/02	0.7	Valuation / Financial Analysis	Preliminary valuation of Keep-Low and Consolidated Runoff
J. Srivisal	02/10/02	3.2	Creditor and Equity Committee Meetings / Discussions	Preparation for equity committee meeting
J. Srivisal	02/10/02	1.5	Creditor and Equity Committee Meetings / Discussions	Misc. calls with H. Parkhill and T. Snyder regarding equity committee meeting

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
J. Srivisal	02/11/02	4.0	Creditor and Equity Committee Meetings / Discussions	Equity advisors meeting
J. Srivisal	02/11/02	3.2	Miscellaneous	Travel time to Chicago
J. Srivisal	02/11/02	3.5	Miscellaneous	Travel time to New York
J. Srivisal	02/12/02	1.5	Valuation / Financial Analysis	Review of comparable company analysis
J. Srivisal	02/14/02	2.5	Creditor and Equity Committee Meetings / Discussions	Preparation for equity committee meeting
J. Srivisal	02/14/02	0.5	Miscellaneous	Time and fee application
J. Srivisal	02/15/02	3.5	Creditor and Equity Committee Meetings / Discussions	Travel time to Chicago
J. Srivisal	02/15/02	3.5	Creditor and Equity Committee Meetings / Discussions	Equity Committee meeting
J. Srivisal	02/19/02	3.2	Strategic Analysis	Preparation for strategy meeting with N. Blake
J. Srivisal	02/20/02	3.5	Miscellaneous	Travel time to Chicago
J. Srivisal	02/20/02	11.0	Strategic Analysis	Strategy meeting with N. Blake and CDO Team
J. Srivisal	02/23/02	2.3	Creditor and Equity Committee Meetings / Discussions	Preparation for Ventures diligence meeting
J. Srivisal	02/24/02	7.5	Miscellaneous	Travel time to San Francisco
J. Srivisal	02/25/02	11.0	Creditor and Equity Committee Meetings / Discussions	Misc. meetings with CDO Ventures team
J. Srivisal	02/26/02	5.6	Creditor and Equity Committee Meetings / Discussions	Creditors committee meeting
J. Srivisal	02/26/02	0.7	Creditor and Equity Committee Meetings / Discussions	Misc. calls with H. Parkhill regarding creditors committee meeting
J. Srivisal	02/26/02	4.5	Miscellaneous	Travel time from San Francisco
J. Srivisal	03/01/02	1.0	Board of Directors Meetings	Review and revision of Consolidated US Leasing board presentation
J. Srivisal	03/01/02	1.5	Board of Directors Meetings	Review and revision of Europe board presentation
J. Srivisal	03/01/02	0.7	Valuation / Financial Analysis	Review and revision of Consolidated US Leasing valuation
J. Srivisal	03/01/02	2.2	Valuation / Financial Analysis	Review and revision of Europe valuation
J. Srivisal	03/02/02	0.8	Board of Directors Meetings	Review and revision of Consolidated US Leasing board presentation

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
J. Srivisal	03/02/02	1.8	Board of Directors Meetings	Review and revision of Europe board presentation
J. Srivisal	03/03/02	0.5	Board of Directors Meetings	Review and revision of Consolidated US Leasing board presentation
J. Srivisal	03/03/02	0.6	Board of Directors Meetings	Review and revision of Europe board presentation
J. Srivisal	03/04/02	2.5	Board of Directors Meetings	Review and revision of Europe board presentation
J. Srivisal	03/04/02	2.0	Board of Directors Meetings	Review and revision of Consolidated US Leasing board presentation
J. Srivisal	03/04/02	2.0	Board of Directors Meetings	Meeting with T. Snyder and H. Parkhill reviewing board materials
J. Srivisal	03/04/02	0.7	Board of Directors Meetings	Book production
J. Srivisal	03/04/02	1.5	Board of Directors Meetings	Misc. calls with Skadden and Company
J. Srivisal	03/05/02	7.5	Board of Directors Meetings	Board Meeting
J. Srivisal	03/05/02	3.5	Miscellaneous	Travel time to Chicago
J. Srivisal	03/05/02	2.7	Miscellaneous	Travel time to New York
J. Srivisal	03/06/02	2.0	Valuation / Financial Analysis	Update of Europe valuation
J. Srivisal	03/07/02	0.8	Creditor and Equity Committee Meetings / Discussions	Prep with T. Snyder regarding Europe
J. Srivisal	03/15/02	5.5	Board of Directors Meetings	Preparation of valuation presentation
J. Srivisal	03/16/02	9.1	Creditor and Equity Committee Meetings / Discussions	Preparation for presentation with H. Parkhill and N. Bhatia
J. Srivisal	03/16/02	3.3	Creditor and Equity Committee Meetings / Discussions	Meetings with H. Parkhill and T. Snyder to discuss Board, Creditor and Equity presentation
J. Srivisal	03/17/02	2.0	Board of Directors Meetings	Conference calls with CDO mgmt.
J. Srivisal	03/17/02	7.0	Board of Directors Meetings	Creation of Board presentation with H. Parkhill and N. Bhatia
J. Srivisal	03/20/02	2.5	Business Plan Due Diligence	Meeting with H. Parkhill and N. Bhatia on Plan Model

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
A. Downing	12/10/01	3.6	Financing Discussions / Analysis	Meeting regarding potential Venture investors

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
N. Bhatia	12/04/01	2.0	Valuation / Financial Analysis	Update of valuation presentation
N. Bhatia	12/07/01	5.2	Valuation / Financial Analysis	Updated models and presentation
N. Bhatia	12/10/01	3.5	Board of Directors Meetings	Creation and binding of Board materials
N. Bhatia	12/10/01	1.2	Miscellaneous	General organization and time reconciliation
N. Bhatia	12/17/01	1.0	Valuation / Financial Analysis	Analysis and follow-up based on Lazard's materials with J. Srivisal
N. Bhatia	12/18/01	2.5	Business Plan Due Diligence	Electronics vertical valuation
N. Bhatia	01/02/02	0.6	Strategic Analysis	Update meeting with T. Snyder, H. Parkhill and J. Srivisal
N. Bhatia	01/07/02	1.0	Miscellaneous	Time and fee application
N. Bhatia	01/07/02	0.8	Strategic Analysis	Update meeting with T. Snyder, T. Small, H. Parkhill and J. Srivisal
N. Bhatia	02/23/02	6.2	Valuation / Financial Analysis	Update of models and valuation presentation
N. Bhatia	02/26/02	5.8	Valuation / Financial Analysis	Update of models and valuation presentation
N. Bhatia	02/27/02	7.0	Valuation / Financial Analysis	Update of models and valuation presentation
N. Bhatia	03/01/02	2.0	Board of Directors Meetings	Review and revision of Consolidated US Leasing board presentation
N. Bhatia	03/01/02	2.2	Board of Directors Meetings	Review and revision of Europe board presentation
N. Bhatia	03/01/02	0.8	Valuation / Financial Analysis	Review and revision of Consolidated US Leasing valuation
N. Bhatia	03/01/02	0.9	Valuation / Financial Analysis	Review and revision of Europe valuation
N. Bhatia	03/02/02	1.5	Board of Directors Meetings	Review and revision of Consolidated US Leasing board presentation
N. Bhatia	03/02/02	2.5	Board of Directors Meetings	Review and revision of Europe board presentation
N. Bhatia	03/03/02	0.7	Board of Directors Meetings	Review and revision of Consolidated US Leasing board presentation
N. Bhatia	03/03/02	0.9	Board of Directors Meetings	Review and revision of Europe board presentation
N. Bhatia	03/04/02	0.7	Board of Directors Meetings	Book production
N. Bhatia	03/04/02	5.2	Valuation / Financial Analysis	Update of valuation presentation
N. Bhatia	03/15/02	6.7	Board of Directors Meetings	Preparation of valuation presentation
N. Bhatia	03/15/02	5.8	Valuation / Financial Analysis	Update of models and valuations
N. Bhatia	03/16/02	9.1	Creditor and Equity Committee Meetings / Discussions	Preparation for presentation with H. Parkhill and J. Srivisal
N. Bhatia	03/17/02	7.0	Board of Directors Meetings	Creation of Board presentation with H. Parkhill and J. Srivisal
N. Bhatia	03/20/02	2.5	Business Plan Due Diligence	Meeting with J. Srivisal and H. Parkhill on Plan Model
N. Bhatia	03/21/02	1.2	Valuation / Financial Analysis	Meeting with T. Small and H. Parkhill re: Note pricing
N. Bhatia	03/21/02	4.0	Valuation / Financial Analysis	Multiple discussions with H. Parkhill re: Note model
N. Bhatia	03/22/02	1.4	Valuation / Financial Analysis	Conference calls with T. Small, H. Parkhill, J. McCoy re: Note model
N. Bhatia	03/22/02	6.2	Valuation / Financial Analysis	Building Note Model with H. Parkhill
N. Bhatia	03/23/02	5.0	Valuation / Financial Analysis	Updated Note Model
N. Bhatia	03/24/02	3.8	Valuation / Financial Analysis	Reviewed Note Model with H. Parkhill
N. Bhatia	03/24/02	6.4	Valuation / Financial Analysis	Updated Note Model

Comdisco, Inc. - Summary of Hours

	Professional	Date	Hours	Category	Explanation
	N. Bhatia	03/25/02	4.2	Creditor and Equity Committee Meetings / Discussions	Meeting with T. Snyder, H. Parkhill, Creditors Representatives, CDO Mgmt and Skadden to discuss plat securities and compensation plan

Comdisco, Inc. - Summary of Hours

Professional	Date	Hours	Category	Explanation
D. Grasso-Shandley	12/26/01	3.0	Miscellaneous	Preparation of detail of expenses for monthly invoices
D. Grasso-Shandley	12/27/01	5.0	Miscellaneous	Preparation of detail of expenses for monthly invoices
D. Grasso-Shandley	12/28/01	4.5	Miscellaneous	Preparation of detail of expenses for monthly invoices