

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re: :  
: Chapter 11  
GLOBAL CROSSING LTD., et al. : Case Nos. 02-40187 (REG) through  
: 02-40241 (REG)  
: 02-11982 (REG)  
: Debtors, :  
: (Jointly Administered)  
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COVER SHEET PURSUANT TO UNITED STATES TRUSTEE GUIDELINES  
FOR REVIEWING APPLICATIONS FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES FILED UNDER 11 U.C. §330

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NAME OF APPLICANT: Cox Hallett Wilkinson

TIME PERIOD: 19th February, 2002, through 30th April, 2002

ROLE IN THE CASE: Special Bermuda Insolvency Counsel

APPLICATION: Fees Requested: \$10,140.00  
Expenses requested: 247.26

PRIOR APPLICATIONS: Fees Previously Requested:  
Fees Previously Awarded:  
  
Expenses Previously Requested:  
Expenses Previously Awarded:

HOURS BILLED

Name	Hours Billed in Current Application	Rate \$	Total Fees Sought in Application
<b>Partners</b>			
David R. Kessaram	22.55	380	9,000.00
<b>Associate</b>			
Omar Sial	3.8	300	1,140.00

COX HALLETT WILKINSON  
Special Bermuda Insolvency Counsel  
to the Official Committee of Unsecured Creditors  
"Milner House"  
18 Parliament Street  
Hamilton HM 12  
Bermuda

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: In re: : Chapter 11  
: : Case Nos. 02-40187 (REG) through  
GLOBAL CROSSING LTD., et al. : : 02-40241 (REG)  
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Debtors, :  
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**FIRST APPLICATION OF COX HALLETT WILKINSON  
AS SPECIAL BERMUDA INSOLVENCY COUNSEL FOR THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
FOR INTERIM ALLOWANCE OF COMPENSATION FOR PROFESSIONAL  
SERVICES RENDERED AND DISBURSEMENTS INCURRED FROM  
19TH FEBRUARY, 2002 THROUGH 30TH APRIL, 2002**

TO THE HONOURABLE ROBERT E. GERBER  
UNITED STATES BANKRUPTCY JUDGE:

Cox Hallett Wilkinson ("CHW"), Special Bermuda Insolvency Counsel for the Official Committee of Unsecured Creditors, as creditors in these chapter 11 cases, for its first application ("the Application"), pursuant to sections 330(a) and 331 of title 11 of the United States Code (the "Bankruptcy Code") and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), for the interim allowance of compensation for professional services performed by CHW for the period commencing 19th February, 2002 through and including 30th April, 2002 (the "Compensation Period"), and for reimbursement of its actual expenses incurred during the Compensation Period, respectfully represents:

**SUMMARY OF PROFESSIONAL COMPENSATION  
AND REIMBURSEMENT OF EXPENSES REQUESTED**

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1. This Application has been prepared in accordance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on 19th April, 1995 (the "Local Guidelines"), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. §330, adopted on 30th January, 1996 (the "UST Guidelines") and the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals (the "Administrative Order" and, collectively with the Local Guidelines and UST Guidelines, the "Guidelines"). Pursuant to the Local Guidelines, a certification regarding compliance with same is attached hereto as Exhibit "A".
2. CHW seeks allowance of interim compensation for professional services rendered to the Official Committee of Unsecured Creditors ("the Committee") during the Compensation Period, in the aggregate amount of \$10,140.00 and for reimbursement of expenses incurred in connection with the rendition of such services in the aggregate amount of \$247.26. During the Compensation Period, CHW professionals and paraprofessionals expended a total of 26.35 hours for which compensation is requested.
3. There is no agreement or understanding between CHW and any other person, other than members of the firm, for the sharing of compensation to be received for services rendered in these cases.

4. The fees charged by CHW in these cases are billed in accordance with its existing billing rates and procedures in effect during the Compensation Period. The rates CHW charges for the services rendered by its professionals and paraprofessionals in these chapter 11 cases are the same rate CHW charges for professional and paraprofessional services rendered in comparable non bankruptcy related matters. Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable non bankruptcy cases in a competitive international legal market.
5. Pursuant to the UST Guidelines, annexed hereto as Exhibit "B" is a schedule setting forth all CHW professionals and paraprofessionals who have performed services in these chapter 11 cases during the Compensation Period, the capacities in which each such individual is employed by CHW, the office in which each individual practices, the hourly billing rate charged by CHW for services performed by such individual and the aggregate number of hours expended in this matter and fees billed therefor.
6. Annexed hereto as Exhibit "C" is a schedule specifying the categories of expenses for which CHW is seeking reimbursement and the total amount for each such expense category.
7. Since the commencement of these cases, pursuant to the Administrative Order, CHW provides the Committee with a monthly fee statement following the month for which compensation is sought. During the Compensation Period, CHW has provided the Committee with two fee statements for the months of March and April. With respect to such fee statements for the Compensation Period, CHW received one payment of \$4,207.50. As of 26th June, 2002 CHW is

owed \$10,195.14 from the Committee, for disbursements incurred and services performed during the Compensation Period.

<b>Date of Monthly Statement</b>	<b>19 February to 26 March, 2002</b>	<b>2 April to 24 April, 2002</b>	<b>Total</b>
<b>Fees Incurred (\$)</b>	5,250.00	4,890.00	10,140.00
<b>Fees Paid</b>	4,207.50	0	4,207.50
<b>Fees Owed</b>	1,042.50	4,890.00	5,932.50
<b>Disbursements incurred</b>	7.50	239.76	247.26
<b>Disbursements paid</b>	7.50	0	7.50
<b>Disbursements Owed</b>		239.76	239.76

8. To the extent that time or disbursement charges for services rendered or disbursements incurred relate to the Compensation Period, but were not processed prior to the preparation of this Application, CHW reserves the right to request additional compensation for such services and reimbursement of such expenses in a future application.

#### **BACKGROUND**

9. On 7th February, 2002 the United States Trustee appointed the Committee pursuant to section 1102(a) of the Bankruptcy Code.

#### **SUMMARY OF SERVICES**

10. **Business Operations**

CHW was required to render professional services advising on Bermuda's laws of insolvency; Companies Winding-up Rules; performed research including directors duties to creditors and Joint Provisional Liquidators' fees; attending meeting with attorneys for the Joint Provisional Liquidators.

**Fee/Employment Applications**

- Prepared an Application for the Retention of CHW as Special Bermuda Counsel for the Committee.
  - Prepared the Monthly Statement of Fees and Disbursements of CHW for Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred for the Periods 19th February, 2002 to 30th April, 2002.
11. The foregoing professional services performed by CHW were necessary and appropriate and in the best interests of the Committee and other parties in interest. Compensation for the foregoing services requested is commensurate with the complexity, importance and nature of the problems, issues or tasks involved. The professional services were performed with expedition and in an efficient manner.
  12. During the Compensation Period, CHW's hourly billing rates for the attorneys ranged from \$300 to \$380 per hour. Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable bankruptcy cases in a competitive international legal market. As noted, attached hereto is a schedule listing CHW's professional and paraprofessional who performed services in these cases during the Compensation Period, the hourly rate charged by CHW for services performed

by each individual and the aggregate number of hours and charges by each such individual.

**ACTUAL AND NECESSARY DISBURSEMENTS OF CHW**

13. As set forth in Exhibit "C" hereto, CHW has disbursed \$247.26 as expenses incurred in providing professional services during the Compensation Period.

**THE REQUESTED COMPENSATION SHOULD BE ALLOWED**

14. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 to govern the Court's award of such compensation. 11 U.S.A. §331. Section 330 provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered... and reimbursement for actual, necessary expenses". 11 U.S.A. §330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded, the court should consider the nature, extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;



(D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed; and

(E) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. §330(a)(3)

15. In the instant case, CHW respectfully submits that the services for which it seeks compensation in this Application were, at the time rendered, believed to be necessary for, beneficial to, and in the best interest of the Committee. CHW further submits that the compensation requested herein is reasonable in light of the nature, extent and value of such services to the Committee and all parties in interest.

#### **MEMORANDUM OF LAW**

16. The Committee submits that the relevant legal authorities are set forth herein and that the requirement pursuant to Local Bankruptcy Rule 9013-1 that the Committee file a memorandum of law in support of this Application is satisfied.

#### **NOTICE**

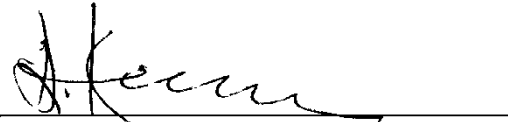
17. Notice of this Application has been provided to (i) the Office of the United States Trustee for the Southern District of New York, (ii) the attorneys for the Debtors' senior secured lenders (iii) the attorneys for the Debtors; (iv) the JPLs and their attorneys, and (v) those parties entitled to notice pursuant to this Court's order dated 28th January, 2002 establishing certain notice procedures in these chapter

11 cases. The Committee submits that no other or further notice need be provided.

**CONCLUSION**

WHEREFOR CHW respectfully requests (i) interim allowance of compensation for professional services rendered during the Compensation Period in the amount of \$10,140.00 and reimbursement for actual and necessary expenses CHW incurred during the Compensation Period in the amount of \$247.26; (ii) the allowance of such compensation for professional services rendered and reimbursement of actual and necessary expenses incurred be without prejudice to CHW's right to seek additional compensation for services performed and expenses incurred during the Compensation Period which were not processed at the time of this Application; and (iii) the Court grant CHW such other and further relief as is just.

DATED: Hamilton, Bermuda  
2nd July, 2002.



David R. Kessaram  
Partner  
COX HALLETT WILKINSON  
"Milner House"  
18 Parliament Street  
Hamilton HM 12  
Bermuda

Special Bermuda Insolvency Counsel for  
the Official Committee of Unsecured  
Creditors

COX HALLETT WILKINSON

Exhibit A

Special Bermuda Insolvency Counsel  
to the Official Committee of Unsecured Creditors  
"Milner House"  
18 Parliament Street  
Hamilton HM 12  
Bermuda

**UNITED STATES BANKRUPTCY COURT  
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: Debtors, :  
: (Jointly Administered)  
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**CERTIFICATION UNDER GUIDELINES FOR FEES AND  
DISBURSEMENTS FOR PROFESSIONALS IN RESPECT OF  
FIRST APPLICATION OF COX HALLETT WILKINSON  
FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES**

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I, DAVID R. KESSARAM, hereby certify that:

1. I am a partner with the applicant firm, Cox Hallett Wilkinson ("CHW"), Special Bermuda Insolvency Counsel for the Official Committee of Unsecured Creditors ("the Committee"), as creditors in these chapter 11 cases of Global Crossing Ltd., in respect of compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on 19th April, 1995 (the "Local Guidelines"), the United States Trustee Guidelines for Reviewing Applications for Compensation

and Reimbursement of Expenses filed Under 11 U.S.C. §330, adopted on 30th January, 1996 (the "UST Guidelines") and the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of professionals (the "Administrative Order" and, collectively with the Local Guidelines and UST Guidelines, the "Guidelines").

2. This certification is made in respect of CHW's application dated 2nd July, 2002 (the "Application"), for interim compensation and reimbursement of expenses for the period commencing 19th February, 2002, through and including 30th April, 2002 (the "Compensation Period") in accordance with the Guidelines.
3. In respect of section B1 of the Local Guidelines, I certify that:
  - a. I have read the Application;
  - b. to the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Guidelines;
  - c. the fees and disbursements sought are billed at rates in accordance with practices customarily employed by CHW and generally accepted by CHW's clients; and
  - d. in providing a reimbursable service, CHW does not make a profit on that service, whether the service is performed by CHW in-house or through a third party.

4. In respect of Section B.2 of the Local Guidelines and as required by the Administrative Order, I certify that CHW has complied with the provision requiring it to provide the Committee, on a monthly basis, with a statement of CHW's fees and disbursements accrued during the previous month.
  
5. In respect of section B.3 of the Local Guidelines, I certify that to (i) the Office of the United States Trustee for the Southern District of New York, (ii) the attorneys for the Debtors' senior secured lenders (iii) the attorneys for the Debtors; (iv) the JPLs and their attorneys, and (v) those parties entitled to notice pursuant to this Court's order dated 28th January, 2002 establishing certain notice procedures in these chapter 11 cases are each being provided with a copy of the Application.

DATED: Hamilton, Bermuda  
2nd July, 2002.

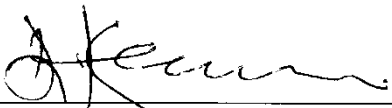
  
\_\_\_\_\_  
David R. Kessaram

Exhibit B

Global Crossing - Chapter 11

Name	Level	Rate \$	Hours	Amount
Kessaram, David R.	Partner	380	22.55	9,000.00
Sial, Omar	Associate	300	3.80	1,140.00
<b>Total</b>			<b>26.35</b>	<b>10,140.00</b>

Exhibit C

ACTUAL AND NECESSARY DISBURSEMENTS INCURRED BY  
COX HALLETT WILKINSON 12th MARCH, 2002 THROUGH  
30th APRIL, 2002

DISBURSEMENT	TOTAL (\$)
Courier/express Delivery Service	36.76
Photocopying	14.00
Telephone/Fax	196.50
<b>Total Disbursements</b>	<b>247.26</b>