

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

_____)
In re)
)
GLOBAL CROSSING LTD., et. al.,)
) Chapter 11
) Case No: 02-40188 (REG) to
Debtors.) Case No: 02-40241 (REG)
)
) (Jointly Administered)
)
_____)

**FIRST INTERIM APPLICATION OF DELOITTE CONSULTING L.P. FOR
INTERIM ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Name of Applicant(s): Deloitte Consulting L.P.

Authorized to Provide
Professional Services to: Global Crossing Ltd., et. al.

Date of Retention: March 6, 2002 (nunc pro tunc)

Period for which Compensation
and Reimbursement
is Sought: March 6, 2002 through April 30, 2002

Amount of Compensation Sought
as Actual, Reasonable and
Necessary: \$ 166,004.00

Amount of Expense Reimbursement
Sought as Actual, Reasonable
and Necessary: \$ 2,531.00

This is a: X Interim _____ Final Application

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FIRST INTERIM APPLICATION OF DELOITTE CONSULTING L.P.,
RESTRUCTURING CONSULTANTS TO THE
OFFICIAL COMMITTEE OF THE UNSECURED CREDITORS,
FOR INTERIM ALLOWANCE OF COMPENSATION FOR ACTUAL AND
NECESSARY SERVICES RENDERED AND FOR REIMBURSEMENT
OF ALL ACTUAL AND NECESSARY EXPENSES INCURRED DURING
THE PERIOD MARCH 6, 2002 THROUGH APRIL 30, 2002

Deloitte Consulting L.P. ("Deloitte Consulting"),
restructuring consultants to the Official Committee of Unsecured
Creditors (the "Committee") of Global Crossing Ltd. and its affiliated
debtors and debtors-in-possession in the above-captioned cases
(collectively, "Global Crossing" or the "Debtors"), hereby submits its
first interim application (the "Application") pursuant to 11 U.S.C. §§
330 and 331, Rule 2016 of the Federal Rules of Bankruptcy Procedure,
for an order authorizing compensation of \$166,004.00 for actual,
reasonable and necessary professional services rendered, and \$2,531.00
for actual, reasonable and necessary expenses incurred during the

period from March 6, 2002 through April 30, 2002 (the "First Interim Compensation Period"). Deloitte Consulting represents as follows:

I. INTRODUCTION

Background

1. On January 28, 2002 (the "Petition Date"), the Debtors commenced their cases under Chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as Debtors in Possession pursuant to §§1107 and 1108 of the Bankruptcy Code.

2. Global Crossing has constructed a worldwide fiber-optic network, spanning over 100,000 route miles and reaching five continents, 27 countries and more than 200 major cities (the "Network"). The markets in those cities represent approximately 85% of the world's international telecommunications traffic. The Network took over four years, multiple acquisitions and partnerships, and billions of dollars of capital to reach its current state of near-completion.

3. Global Crossing's Network operations and services in the Americas and Europe and across the Atlantic are owned and operated through a number of wholly owned subsidiaries incorporated in New York, Delaware, Canada, Bermuda, Venezuela, Mexico, Panama, Denmark, Spain, Switzerland, Norway, Sweden, Belgium and Germany, among other places. Services in Asia and the Pacific are provided through Global

Crossing's majority-owned subsidiary, Asia Global Crossing Ltd., as well as a number of in-country joint ventures between Asia Global Crossing and various local partners.

4. Through the Network, Global Crossing provides integrated telecommunications solutions to many of the world's largest corporations, government institutions and telecommunication carriers, including a full range of managed data and voice services over the global Internet Protocol based fiber-optic network.

5. The Debtors' principal offices are located at 7 Geralda Farms, Madison, NJ, 07940.

6. On February 7, 2002, the United States Trustee for the Southern District of New York, pursuant to section 1102 (a) of the Bankruptcy Code, appointed a thirteen (13) member Committee, which selected Brown Rudnick Berlack Israels L.L.P. ("BRBI") as counsel to represent the Committee in these Chapter 11 cases.

7. On April 15, 2002 the Committee filed an application for authority to employ Deloitte Consulting as restructuring consultants (the "Retention Application"). In addition, Deloitte Consulting has filed a Supplemental Affidavit further disclosing information relative to the firm's Retention Application.

8. On May 13, 2002, the Court authorized the employment of Deloitte Consulting as restructuring consultants nunc pro tunc as of March 6, 2002.

Jurisdiction. This Court has jurisdiction to consider this Application pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. This Application is made to this Court 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 April 19, 1995 (the "Local Guidelines") and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the "UST Guidelines" and, collectively with the Local Guidelines, the "Guidelines").

B. Retention of Deloitte Consulting and Billing History

1. The Court authorized Deloitte Consulting's retention as restructuring consultants to the Committee in these cases effective nunc pro tunc as of March 6, 2002, pursuant to the Order Approving Retention of Deloitte Consulting as restructuring consultants to the Committee (the "Retention Order"), entered by the Court on April 15, 2002. The order approving Deloitte Consulting's retention is attached hereto as Exhibit A. The Retention Order authorizes Deloitte Consulting to be compensated pursuant to the procedures set forth in the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules and orders of this Court, including the Compensation Order.

2. This Application is Deloitte Consulting's First Interim Application for approval and allowance of compensation. Deloitte Consulting makes this Application for approval and allowance of compensation pursuant to section 331 of the Bankruptcy Code and the Compensation Order.

3. No prior application has been made to this or any other Court for the relief requested herein. During the First Interim Compensation Period, Deloitte Consulting has submitted two monthly fee statements for the periods March 6, 2002 through March 31, 2002 (the "March Monthly Fee Statement" (Exhibit E)) and April 1, 2002 through April 30, 2002 (the "April Monthly Fee Statement" (Exhibit F)), respectively. In the March Monthly Fee Statement, Deloitte Consulting has sought aggregate fees of \$56,719.000 and reimbursement of expenses totalling \$213.00. Deloitte Consulting has received a payment of \$45,156.00 in connection with the March Monthly Fee Statement. Such payment represents 80% of fees incurred plus 100% of expenses. In the April Monthly Fee Statement, Deloitte Consulting has sought aggregate fees of \$109,285.00 and reimbursement of expenses totalling \$2,318.00. Deloitte Consulting has not yet received a payment in connection with the April Monthly Fee Statement.

4. Deloitte Consulting has not entered into any agreement, express or implied, with any other party for the purpose of fixing or sharing fees or other compensation to be paid for professional services rendered in these cases.

5. No promises have been received by Deloitte Consulting or any member thereof as to compensation in connection with these cases other than in accordance with the provisions of the Bankruptcy Code.

II. CASE STATUS

6. The Debtors have not filed a disclosure statement or a plan of reorganization in these cases.

III. APPLICATION

7. By this Application, Deloitte Consulting is seeking (a) allowance of reasonable compensation for actual and necessary professional services rendered by Deloitte Consulting, as restructuring consultants to the Committee, during the First Interim Compensation Period, and (b) reimbursement of actual, reasonable and necessary expenses incurred by Deloitte Consulting in connection with such services during the First Interim Compensation Period.

8. Deloitte Consulting seeks approval of the sum of \$166,004.00 for actual, reasonable and necessary professional services rendered and \$2,531.00 for reimbursement of actual, reasonable and necessary expenses incurred on behalf of the Committee during the First Interim Compensation Period. The fees sought by the Application reflect an aggregate of 411.1 hours for consulting advisory time incurred and recorded in performing services for the Committee during the Compensation Period, at a blended average hourly rate of \$403.80 for professionals.

9. Deloitte Consulting rendered to the Committee all services for which compensation is sought solely in connection with