

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

**HAYES LEMMERZ INTERNATIONAL,
INC., et al.,**

Debtors.

Chapter 11 – (Jointly Administered)
Case No. 01-11490 (MFW)
**Objections due by: May 9, 2003 at
4:00 PM Eastern Time**

Hearing Date: Negative Notice

**NOTICE OF FILING FIFTH REPORT BY AP SERVICES, LLC
OF COMPENSATION EARNED AND EXPENSES
INCURRED FOR THE PERIOD OF
DECEMBER 1, 2002 TO FEBRUARY 28, 2003**

Notice is hereby given that AP Services, LLC (“APS”), has filed a report of compensation earned and expenses incurred for the period of December 1, 2002 through February 28, 2003, in accordance with paragraph 2 of the Order pursuant to 11 U.S.C. Sections 105(a) and 331 establishing procedures for interim compensation and reimbursement of expenses of professionals signed March 13, 2002.

You are required to file an objection, if any, on or before 4:00pm on Friday, May 9, 2003. A HEARING WILL BE HELD, only if an objection is timely filed and served, before the Honorable Mary F. Walrath, U.S. Bankruptcy Judge, U.S. Bankruptcy Court, 824 N. Market Street, Wilmington, Delaware 19801, at a date and time to be scheduled by the Court.

Dated: April 16, 2003

HONIGMAN MILLER SCHWARTZ AND COHN LLP
Attorneys for AP Services, LLC

By: /s/ Sheldon S. Toll
Sheldon S. Toll (P-21490)
2290 First National Building
Detroit, MI 48226
(313) 465-7582

**UNITED STATES BANKRUPTCY COURT
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**HAYES LEMMERZ INTERNATIONAL,
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Chapter 11

Case No. 01-11490 (MFW)

Jointly Administered

**FIFTH REPORT BY AP SERVICES, LLC
OF COMPENSATION EARNED AND EXPENSES
INCURRED FOR THE PERIOD OF
DECEMBER 1, 2002 TO FEBRUARY 28, 2003**

Exhibit A – Summary of Professionals and Fees

Exhibit B – Summary of Expenses

Exhibit C – Summary of Services

Exhibit D – Detailed Time Entries for the period December 1, 2002 through February 28, 2003 (filed with the Court and served upon the Office of the U.S. Trustee. Available for review upon request by other parties.)

Dated: April 16, 2003

HONIGMAN MILLER SCHWARTZ AND COHN LLP
Attorneys for AP Services, LLC

By: /s/ Sheldon S. Toll
Sheldon S. Toll (P-21490)
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Detroit, MI 48226
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AP Services, LLC
Summary of Compensation Earned and Expenses Incurred
Hayes Lemmerz International, Inc.
December 1, 2002 through February 28, 2003

Period	Fees	Expenses	Total
December 1, 2002 to December 31, 2002	\$ 686,991.50	\$ 47,495.24	\$ 734,486.74
January 1, 2003 to January 31, 2003	\$ 1,077,079.50	\$ 37,320.58	\$ 1,114,400.08
February 1, 2003 to February 28, 2003	\$ 1,027,237.50	\$ 70,002.88	\$ 1,095,240.38
Total Incurred	\$ 2,791,308.50	\$ 154,818.70	\$ 2,946,127.20
Less: 50% Travel	\$ (108,229.75)	\$ -	\$ (108,229.75)
Total Invoiced	\$ 2,683,078.75	\$ 154,818.70	\$ 2,837,897.45

Exhibit A

AP Services, LLC
Summary of Professionals and Fees – Hayes Lemmerz International, Inc., et. al.
December 1, 2002 through February 28, 2003

Temporary Employees – Individuals with Executive Officer Positions							
Name of Professional	Description of Function	Hourly Rate	Hours Billed				Total Compensation
			Dec-2002	Jan-2003	Feb-2003	Total	
Hiltz, Kenneth A.	Chief Restructuring Officer	\$590.00	100.00	-	-	100.00	\$ 59,000.00
Hiltz, Kenneth A.	Chief Restructuring Officer	\$620.00	-	173.40	121.80	295.20	\$ 183,024.00
Cohen, Herbert S.	Chief Accounting Officer	\$470.00	170.80	-	-	170.80	\$ 80,276.00
Cohen, Herbert S.	Chief Accounting Officer	\$495.00	-	222.80	213.00	435.80	\$ 215,721.00
			270.80	396.20	334.80	1,001.80	\$ 538,021.00

Exhibit A

AP Services, LLC
 Summary of Professionals and Fees – Hayes Lemmerz International, Inc., et. al.
December 1, 2002 through February 28, 2003

Additional Temporary Employees – Full Time							
Name of Professional	Description of Function	Hourly Rate	Hours Billed				Total Compensation
			Dec-2002	Jan-2003	Feb-2003	Total	
Gring, Clayton G.	Case Administration Support	\$165.00	121.10	-	-	121.10	\$ 19,981.50
Gring, Clayton G.	Case Administration Support	\$180.00	-	217.60	121.40	339.00	\$ 61,020.00
Bauer, Kortney R.	Case Administration Support	\$175.00	-	95.50	52.70	148.20	\$ 25,935.00
Adams, Raymond	Accounting Management	\$235.00	227.90	-	-	227.90	\$ 53,556.50
Adams, Raymond	Accounting Management	\$300.00	-	206.60	239.00	445.60	\$ 133,680.00
Bienias, Ronald J.	Treasury Support	\$235.00	139.50	-	-	139.50	\$ 32,782.50
Bienias, Ronald J.	Treasury Support	\$300.00	-	247.90	230.60	478.50	\$ 143,550.00
Porter, Brian K.	Case Administration Mgmt	\$300.00	175.90	-	-	175.90	\$ 52,770.00
Porter, Brian K.	Case Administration Mgmt	\$320.00	-	270.00	182.30	452.30	\$ 144,736.00
Hamilton, Scott	Business Plan Analysis	\$300.00	117.00	-	-	117.00	\$ 35,100.00
Hamilton, Scott	Business Plan Analysis	\$320.00	-	223.80	208.40	432.20	\$ 138,304.00
Blake, Mark R.	Business Plan Support & Analysis	\$340.00	175.30	-	-	175.30	\$ 59,602.00
Blake, Mark R.	Business Plan Support & Analysis	\$360.00	-	223.80	205.60	429.40	\$ 154,584.00
Karwacki, Fred	Project Management & Accounting Support	\$370.00	-	134.20	178.80	313.00	\$ 115,810.00
Tarry, Pilar	Treasury Management	\$370.00	194.40	-	-	194.40	\$ 71,928.00
Tarry, Pilar	Treasury Management	\$440.00	-	231.90	230.10	462.00	\$ 203,280.00
Folse, Barry	Case Administration Management	\$400.00	152.80	-	-	152.80	\$ 61,120.00
Folse, Barry	Case Administration Management	\$440.00	-	102.60	170.00	272.60	\$ 119,944.00
Pinkos, Rick	Director of Technology	\$420.00	174.70	-	-	174.70	\$ 73,374.00
Pinkos, Rick	Director of Technology	\$440.00	-	228.80	198.50	427.30	\$ 188,012.00
Basler, Carrienne	Business Plan Development	\$420.00	135.20	-	-	135.20	\$ 56,784.00
Basler, Carrienne	Business Plan Development	\$440.00	-	194.10	236.40	430.50	\$ 189,420.00
			1,613.80	2,376.80	2,253.80	6,244.40	\$ 2,135,273.50

Exhibit A

AP Services, LLC
 Summary of Professionals and Fees – Hayes Lemmerz International, Inc., et. al.
December 1, 2002 through February 28 2003

Additional Temporary Employees – Part Time							
Name of Professional	Description of Function	Hourly Rate	Hours Billed				Total Compensation
			Dec-2002	Jan-2003	Feb-2003	Total	
Atiyeh, Diane L.	Case Administration Project Support	\$210.00	122.10	-	-	122.10	\$ 25,641.00
Atiyeh, Diane L.	Case Administration Project Support	\$225.00	-	162.70	96.40	259.10	\$ 58,297.50
Salisbury, John	Case Administration Project Support	\$235.00	11.20	27.30	51.60	90.10	\$ 21,173.50
Wheeler, Robin	Securities Valuation	\$250.00	-	-	5.20	5.20	\$ 1,300.00
Brown, Marc	Securities Valuation	\$320.00	-	-	9.60	9.60	\$ 3,072.00
Monger, Meade	Case Administration Management	\$520.00	4.70	-	-	4.70	\$ 2,444.00
Monger, Meade	Case Administration Management	\$540.00	-	4.70	1.00	5.70	\$ 3,078.00
DenUyl, Bruce	Securities Valuation	\$640.00	-	-	4.70	4.70	\$ 3,008.00
			138.00	194.70	168.50	501.20	\$ 118,014.00

Exhibit B

AP Services, LLC
Summary of Expenses – Hayes Lemmerz International, Inc., et. al.
December 1, 2002 through February 28, 2003

Expense Categories	Dec-2002	Jan-2003	Feb-2003	Total
Airfare	\$ 18,611.18	\$ 16,603.08	\$ 35,708.34	\$ 70,922.60
Cab Fare/Ground Transportation	1,912.32	661.28	740.34	3,313.94
Copying Costs (Outside Source)	-	-	274.96	274.96
Lodging	15,781.11	11,900.28	20,661.26	48,342.65
Long Distance Calls	1,045.81	342.98	1,132.06	2,520.85
Meals & Tips	2,027.28	1,436.17	2,465.40	5,928.85
Mileage	672.50	1,225.78	2,167.52	4,065.80
Other	627.74	317.87	450.01	1,395.62
Overnight Mail Charges	85.63	412.93	137.68	636.24
Parking & Tolls	852.00	670.00	500.00	2,022.00
Supplies	-	339.70	-	339.70
Rental Car	5,879.67	3,410.51	5,765.64	15,055.82
Total Expenses Incurred & Paid	\$ 47,495.24	\$ 37,320.58	\$ 70,002.88	\$ 154,818.70

AP Services, LLC
Summary of Services – Hayes Lemmerz International, Inc., et. al.
December 1, 2002 through February 28, 2003

- Served as Chief Restructuring Officer of Hayes Lemmerz International, Inc. and its subsidiaries, reporting to the Chairman of the Board and Chief Executive Officer; provided leadership and guidance to executive management team and Board of Directors in matters relating Chapter 11 strategic planning, negotiation of plan related issues and related financial and procedural matters.
- Served as the Chief Accounting Officer of Hayes Lemmerz International, Inc. and its subsidiaries, reporting to the Chief Financial Officer; provided effective daily advice and leadership to incumbent Corporate Controller and accounting organization regarding bankruptcy and non-bankruptcy- related accounting policy and procedural issues.
- Led and completed project to (i) complete the accounting close and preparation of Hayes' consolidated financial statements for those periods ending during the fiscal year ended January 31, 2003; (ii) prepare and obtain approval from the Company's Audit Committee and Board of Directors of the related filing required by the SEC (filed a form 10-Q for the third fiscal quarter in December, 2002; performed substantial work on a form 10-K for the fiscal year ended January 31, 2003 during January and February, 2003); (iii) provide ongoing coordination with the Company's independent auditors (KPMG), Audit Committee, and applicable executive, corporate, business unit and plant management and staff; and (iv) ensured that the Company remains compliant with required SEC reporting requirements. Led implementation of process and procedures to comply with provisions of the Sarbanes-Oxley Act including formation of a disclosure committee. These projects are ongoing.
- Initiated and led project to prepare the Company for the adoption of SFAS No. 142, "Goodwill and Other Intangible Assets." In connection with this project, (a) worked with management of the Company and outside appraisers to perform an assessment of the impairment of goodwill and other indefinite-lived intangible assets as of February 1, 2002, (b) worked with financial management of the Company to accurately reflect the results of the impairment analysis in the books and records of the Company, (c) worked with management of the Company to make certain reclassifications to conform with the new classification criteria in SFAS No. 141 regarding certain intangible assets. This project is ongoing.
- Initiated and led project to prepare the Company for the implementation of fresh start accounting principals upon emergence from Chapter 11. In connection with this project, (a) prepared information on the fundamentals of fresh start accounting and presented information to senior financial management of the Company, (b) initiated project management process to coordinate and manage the fresh start accounting implementation, (c) coordinated and managed the bid process and ultimate retention of professional appraisers to analyze the Company's enterprise value and appraise specific assets for allocation of that

AP Services, LLC
Summary of Services – Hayes Lemmerz International, Inc., et. al.
December 1, 2002 through February 28, 2003

- value upon emergence, as well as for exit financing purposes, (d) worked with management of the Company to coordinate the due diligence process and the flow of information to the professional appraisers in connection with their analysis. This project is ongoing.
- Worked with management to maintain a 13-week cash receipts and disbursements forecast model and related variance analysis of actual weekly to meet the operational and reporting requirements of the Company. Reviewed the updated cash flow forecasts and variance analyses on a weekly basis. Made recommendations to management designed to improve the accuracy of the forecast and made suggestions as to effective use of cash resources. This project is ongoing.
 - Worked with management to develop, compile and analyze reporting as required under the Company's DIP loan agreement including weekly cash flow forecast summaries and variance analyses, weekly and monthly borrowing base reporting, monthly financial statements, a comparison of actual results to plan and compliance with certain financial covenants. This project is ongoing.
 - Maintained an updated analysis of forecasted adequate protection payments based upon updated 2002 outlook to assist management with its liquidity planning and in ongoing negotiations with its creditor constituents.
 - Worked with management to develop, compile and analyze reporting as required by the Court. Such reporting includes the Monthly Operating Reports, periodic updates of disbursements to Ordinary Course Professionals, reporting of asset sales and reporting inter-company lease transactions as required by the respective orders. This project is ongoing.
 - Assisted in planning and executing the divestiture of certain non-core assets, including the fixed assets associated with the Company's Petersburg, Bowling Green and Somerset locations. Assisted management with negotiating and documenting the sale of specific assets at the Somerset location. This project is ongoing.
 - Assisted in the development and maintenance of a timeline of bankruptcy reorganization activities and communicated with management and third party constituencies regarding critical path activities of the process. This project is ongoing.
 - Provided information to the Board of Directors on a regular basis relating to the progress of the Chapter 11 cases including ongoing review of material issues and strategies. Prepared presentation materials both in support of this effort and to

AP Services, LLC
Summary of Services – Hayes Lemmerz International, Inc., et. al.
December 1, 2002 through February 28, 2003

- support the Chief Financial Officer's updates to the Board related to the Company's financial results versus plan and updates on liquidity.
- Served as Director of Technology for the Debtors. Responsibilities include day-to-day direct management of the corporate IT staff, plant technicians, data center staff and engineering support technicians. This project is ongoing.
 - Led a project to reorganize the IT department and to centralize reporting responsibility for IT staff in all facilities. In connection with this project, centralized the IT project management reporting function and implemented a centralized IT purchasing standards and approval process. This project is ongoing.
 - Continued execution of IT best practices assessment tactical work plan and directed project management activities for technology stabilization and improvement projects. This project is ongoing.
 - Developed 2003 expense and capital plans for corporate IT departments and plants. This effort restructured the corporate-wide IT budget by separating plant IT budgets and consolidating budget management to the central corporate IT group.
 - Continued efforts to identify, prioritize and implement accounting organization and process changes. Supported completion and issuance of several improved accounting policies in connection with these efforts. These projects are ongoing.
 - Developed analysis and reconciliation of all reclamation claims. The resulting reclamation statement reduces the overall reclamation exposure by 90%. Negotiated reclamation claims with claimants as appropriate. This project is ongoing.
 - Prepared 9th, 10th, 11th, 12th, 13th, 14th, 15th and 16th Omnibus Non-substantive and Substantive Objections to claims. Led effort to resolve responses to objections. Prepared analysis to support the objections to claims. Also provided analysis to support the objections to the GECC claims and to the Kuhl Wheel/Epilogics claims filed during this period. This project is ongoing.
 - Gathered extensive forensic data in preparation of the Company's form 10-Q for the nine months ended October 31, 2002 and for the form 10-K for the fiscal year ended January 31, 2003.
 - Initiated and led project to categorize, analyze, review and reconcile all filed proofs of claim. Monitored and tracked all claims transfers from court docket. Initiated and coordinated multiple levels of quality review with management of

AP Services, LLC
Summary of Services – Hayes Lemmerz International, Inc., et. al.
December 1, 2002 through February 28, 2003

- the Debtors and actively participated in coordinating discussions with individual claimants regarding settlement of reconciling issues. This project is ongoing.
- Led project to coordinate and gather data for calculation of possible preferences and developed preference analysis for management. This project is ongoing.
 - Led project to coordinate management's review of all executory contracts of the Company including the calculation of potential cure costs for each and worked with legal counsel to the Debtors to prepare motions to assume and reject certain executory contracts and leases. Assisted management with negotiations with major vendors for terms of contract assumptions. These projects are ongoing.
 - Developed, initiated and led a disciplined business planning process for the five fiscal years beginning February 1, 2003 and provided communication regarding the planning process with the creditor constituencies. Provided hands-on guidance to the business units in the development and validation of five-year business plans. Coordinated the due diligence process associated with educating the creditor constituencies, as well as the exit financing lenders on assumptions and results of this 5 year planning process. This project is ongoing.
 - Initiated and managed development of the annual operating plan for FY2003 and provided extensive communication regarding the plan to the creditor constituencies. In connection with this project, worked directly with HLI corporate departments to update the FY2002 budget to reflect latest estimates and to develop the FY2003 corporate budget as well as development and consolidation of the corporate IT budget. This project is ongoing.
 - Provided a variety of analytical support to the Wheels business unit in developing and executing its 5-year business plan.
 - Assisted management in conducting discussions and developing presentation materials for use with major customers regarding the Company's financial stability and the progress of the reorganization effort. This project is ongoing.
 - Continue to manage a comprehensive communication program for internal and external constituents. In this regard, prepared and delivered presentations to customers and employees regarding financial, operational and restructuring initiatives. This project is ongoing.
 - Coordinated flow of information to the Unsecured Creditors Committee and bank group professionals regarding the Company and the restructuring. Conducted formal and informal meetings with professionals of both groups to present the Company's five-year business plan and to discuss issues related to the Company and its restructuring initiatives. This project is ongoing.

AP Services, LLC
Summary of Services – Hayes Lemmerz International, Inc., et. al.
December 1, 2002 through February 28, 2003

- Participated in meetings and negotiations with the banks and the Unsecured Creditors Committee and related professionals regarding the progress of the restructuring and to discuss critical case issues including possible lien avoidance actions against the pre-petition banks. Developed the presentation materials for use at the meetings in conjunction with management and other outside professionals.
- Participated actively in meetings with management of the Debtors and other outside professionals and with key creditor constituents regarding plan issues.
- Coordinated the work of counsel and other professionals on various matters. Provided support to legal counsel in preparation for omnibus hearings. This project is ongoing.
- Provided full time support to the Brakes/Powertrain business unit to assist with certain accounting and finance related activities during on an interim basis during search for permanent solution. Activities associated with this role include, (a) developing and compiling weekly cash forecasts for the business unit, (b) assisting with the closing and consolidation of the business unit financial results on a monthly basis, (c) preparing monthly and year to date sales and EBITDA variance analyses with detailed explanations for monthly periods, (d) assisting management with preparing quarterly reports and analyses to support the preparation of the form 10-Q for the nine months ended October 31, 2002, and for the form 10-K for the fiscal year ended January 31, 2003, (e) responding to inquiries from the Company's auditors (KPMG), (f) assisting the business unit controller with the preparation of the 2003 AOP and the updated 5 year business plan, with supporting analyses, (g) assuming all financial reporting responsibilities of the Petersburg facility, and (h) transitioning the financial analyst responsibilities to the incumbent analyst.
- Worked closely with management of the Debtors and the Debtors professionals to develop the Company's original and first amended Disclosure Statement and Plan of Reorganization. Responsibilities included (a) identifying and resolving plan issues, (b) drafting certain Disclosure Statement sections related to the Company's operations, (c) compiling information in support of the Disclosure Statement and Plan, (d) reviewing and editing the documents for accuracy and completeness, (e) working with management and professionals for the constituents to negotiate and resolve critical plan issues and (f) coordinating, preparing and updating certain exhibits to the Disclosure Statement and Plan. This project is ongoing.
- Worked closely with management of the Debtors and other outside professionals to obtain exit financing to fund the Company's Plan of Reorganization and

AP Services, LLC
Summary of Services – Hayes Lemmerz International, Inc., et. al.
December 1, 2002 through February 28, 2003

provide working capital to support the operations going forward. This project includes (a) the preparation of solicitation materials including the compilation and validation of specific information regarding the operations of the Company, the financial performance of business units and collateral values, (b) working with the Company's investment bankers to review and analyze proposals and identify issues for further negotiation, (c) working with management to organize and facilitate the due diligence process for the exit lending finalists, (d) developed and maintained a data room in support of this process, and (e) working with management and the Company's investment bankers to review final proposals and negotiate commitment documents with the institution selected. This project is ongoing.

Exhibit D

Detailed time entries for the period December 1, 2002 through February 28, 2003 (as attached)