

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

-----X	)	
IN RE:	)	Chapter 11
	)	
LTV STEEL COMPANY, INC.,	)	Jointly Administered
a New Jersey corporation, <u>et al.</u> ,	)	Case No. 00-43866
	)	
Debtors.	)	Successor to
	)	Judge William T. Bodoh
-----X		

**SUMMARY COVER SHEET  
ON PROFESSIONAL FEES IN CHAPTER 11**

1. Applicant, Deloitte Consulting LLP, successor to Deloitte Consulting LP, (“Applicant” or “Deloitte”), was retained by the Official Committee of Administrative Claimants of The LTV Steel Company, Inc. (the “Committee”) by Court Order on April 24, 2003, as of March 5, 2003.

2. This is Deloitte’s Third Interim and Final Fee Application. The Third Interim Fee Application period is for September 1, 2003 through January 22, 2004 (the “Third Interim Fee Application Period”). The Final Fee Application period is for March 5, 2003 through January 22, 2004 (the “Final Fee Application Period”). March 5, 2003 is used as the beginning date of the Final Fee Application Period due to the disbanding of the Official Committee of Unsecured Creditors, which Deloitte represented from January 1, 2001 through March 4, 2003, and subsequent formation of the Committee on March 5, 2003. A separate fee application is being submitted for our representation of the Official Committee of Unsecured Creditors.

3. Previous retainer paid to Applicant: None

4. Compensation tentatively allowed to Applicant for the Third Interim Fee Application Period:

Date of Monthly Statement	Period Covered	Fees/Expenses Requested:	Fees/Expenses Paid:
October 23, 2003	9/1/03 to 9/30/03	Fees: \$5,623.20 Expenses: \$0.00	Fees: \$4,498.56 <sup>(1)</sup> Expenses: \$0.00

(1)The difference between Fees/Expenses Requested and Paid is the 20% holdback.

5. In this Application, Applicant seeks approval of 100% of the fees [**\$5,623.20**] and 100% of the expenses [**\$0.00**] for the Third Interim Fee Application Period. The total fees and expenses are detailed as follows:

- a. On the date of this application, Deloitte had received **\$4,498.56** in fees and **\$0.00** in expenses for the period of September 1, 2003 through January 22, 2004.

- b. On the date of this application, Deloitte had not received **\$1,124.64** in fees for the period of September 1, 2003 through January 22, 2004, which amount represents the 20% holdback for the fees submitted in the September monthly statement.
- c. Deloitte seeks approval of all fees and expenses for the period September 1, 2003 through January 22, 2004 in the respective amounts of **\$5,623.20** and **\$0.00**. Deloitte also seeks approval for the Debtors to pay the remaining balance of the approved fees and expenses in the amount of **\$1,124.64**.

6. Compensation allowed to Applicant for previous interim fee application periods:

<b>Period Covered</b>	<b>Fees/Expenses Requested:</b>	<b>Fees/Expenses Paid:</b>	<b>Fees/Expenses Outstanding:</b>	<b>Approving Order Date / Docket:</b>
3/05/03 to 4/30/03	Fees: \$137,660.60 Expenses: \$7,547.33 Total: \$145,207.93	Fees: \$137,660.60 Expenses: \$7,547.33 Total: \$145,207.93	Fees: \$0.00 Expenses: \$0.00 Total: \$0.00	7/21/03 / 5842
5/1/03 to 8/31/03	Fees: \$2,514.00 Expenses: \$0.00 Total: \$2,514.00	Fees: \$2,514.00 Expenses: \$0.00 Total: \$2,514.00	Fees: \$0.00 Expenses: \$0.00 Total: \$0.00	12/10/23 / 7089

7. Including the fees and expenses incurred in the Third Interim Fee Application Period, Deloitte hereby further seeks final approval of 100% of the fees [**\$145,797.80**] and expenses [**\$7,547.33**] for the Final Fee Application period.

Dated: 2/23/04

DELOITTE CONSULTING LLP

By: Thomas D. Williamson

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**IN THE UNITED STATES BANKRUPTCY COURT  
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LTV STEEL COMPANY, INC.,	)	Jointly Administered
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Debtors.	)	Successor to
	)	Judge William T. Bodoh
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**THIRD INTERIM AND FINAL APPLICATION OF DELOITTE CONSULTING LLP  
FOR INTERIM ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF  
EXPENSES AS FINANCIAL AND BUSINESS CONSULTANTS TO THE OFFICIAL  
COMMITTEE OF ADMINISTRATIVE CLAIMANTS FOR THE INTERIM PERIOD  
SEPTEMBER 1, 2003 THROUGH JANUARY 22, 2004 AND THE FINAL APPROVAL  
OF ALL FEES AND EXPENSES INCURRED DURING THE PERIOD MARCH 5, 2003  
THROUGH JANUARY 22, 2004 PURSUANT TO ORDER OF COURT DATED  
DECEMBER 23, 2003**

Deloitte Consulting LLP, successor to Deloitte Consulting LP,  
("Applicant" or "Deloitte"), as financial and business consultants to the Official Committee of Administrative Claimants of The LTV Steel Company, Inc. ("Committee") hereby submits its Third Interim Fee Application for Interim Allowance of Compensation and Reimbursement of Expenses ("Third Interim Fee Application") for the period September 1, 2003 through January 22, 2004 (the "Third Interim Fee Application Period"), pursuant to 11 U.S.C. §331. Deloitte hereby further submits its Final Fee Application (the "Final Fee Application" and together with the Third Interim Fee Application, the "Application") for the period March 5, 2003 through January 22, 2004 (the "Final Fee Application Period"). In support of this Application, Applicant states as follows:

1. On December 29, 2000, the Debtors filed their voluntary petitions for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") with the clerk of this Court. To our knowledge, no trustee or examiner has been appointed herein.

2. On April 24, 2003, this Court issued an Order appointing the Applicant as financial and business consultants to the Committee, a copy of which is attached hereto as Exhibit A. The Applicant previously served in a similar role for the now-disbanded Official Committee of Unsecured Creditors.

3. This Application is subject to, *inter alia*, this Court’s order dated January 31, 2001 (the “Administrative Order”). The Applicant has received no retainers, but the following table summarizes the compensation received by Deloitte during the Third Interim Fee Application Period pursuant to the Administrative Order, as set forth below:

<b>Date of Monthly Statement</b>	<b>Period Covered</b>	<b>Fees/Expenses Requested:</b>	<b>Fees/Expenses Paid:</b>
October 23, 2003	9/1/03 to 9/30/03	Fees: \$5,623.20 Expenses: \$0.00	Fees: \$4,498.56 <sup>(1)</sup> Expenses: \$0.00

(1)The difference between Fees/Expenses Requested and Paid is the 20% holdback.

4. The Applicant has also received compensation for prior interim fee applications in previous interim fee application periods as summarized in the table below:

<b>Period Covered</b>	<b>Fees/Expenses Requested:</b>	<b>Fees/Expenses Paid:</b>	<b>Fees/Expenses Outstanding:</b>	<b>Approving Order Date / Docket:</b>
3/05/03 to 4/30/03	Fees: \$137,660.60 Expenses: \$7,547.33 Total: \$145,207.93	Fees: \$137,660.60 Expenses: \$7,547.33 Total: \$145,207.93	Fees: \$0.00 Expenses: \$0.00 Total: \$0.00	7/21/03 / 5842
5/1/03 to 8/31/03	Fees: \$2,514.00 Expenses: \$0.00 Total: \$2,514.00	Fees: \$2,514.00 Expenses: \$0.00 Total: \$2,514.00	Fees: \$0.00 Expenses: \$0.00 Total: \$0.00	12/10/23 / 7089

The Applicant has no arrangement or agreement with any person(s) regarding payment of its compensation, other than the Orders entered by this Court.

5. Each of the persons who has performed services herein has kept daily time records setting forth the services performed and the time expended in connection therewith by category of service reflected in the Guidelines for Reviewing Applications For Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. §330 dated March 22, 1995 issued by the Office of the United States Trustee (the "Guidelines").

6. Set forth in Exhibit B is a listing of the names, positions, billing rates, and total hours and fees incurred for the Third Interim Fee Application Period.

7. Set forth on Exhibit C is a listing of services for the Third Interim Fee Application Period performed by individual professionals under the same matter Categories set forth in the Guidelines, together with chronological summaries of time for each professional who rendered services for each Category for which reimbursement is sought.

8. Set forth on Exhibit D is a summary of expenses incurred in the Third Interim Fee Application Period.

9. Set forth on Exhibit E are receipts (if applicable) for expenses incurred in the Third Interim Fee Application Period.

10. All Exhibits set forth in Deloitte's prior Interim Fee Applications are incorporated herein by reference.

11. Set forth on Exhibit F is a listing of the names, positions, billing rates, and total hours and fees incurred for the Final Fee Application Period.

12. Set forth on Exhibit G is a summary of hours and fees by project code incurred for the Final Fee Application Period.

13. Set forth on Exhibit H is a summary of expenses by professional incurred for the Final Fee Application Period.

14. Set forth on Exhibit I are copies of the Orders issued by the Court granting Applicant interim approval for prior fee applications.

### **HISTORY OF THE CASE**

15. By notice dated January 5, 2001, the United States Trustee, pursuant to Section 1102(a) of the Bankruptcy Code, appointed the United Steelworkers of America, National Steel Funding Corp./National Steel Corporation, Roll Coater, Inc., Omnisource Corporation, Southwire Company, Cleveland-Cliffs Inc and the Pension Benefit Guaranty Corporation as the Committee of Unsecured Creditors for LTV Steel Company, Inc. (the "Unsecured Creditors Committee").

16. Applicant previously represented the Unsecured Creditors Committee from January 1, 2001 through March 4, 2003.

17. Membership on the Unsecured Creditors Committee changed from time to time and the Unsecured Creditors Committee was eventually disbanded and the Committee was formed. On or about April 24, 2003, the Court signed an Order authorizing Deloitte to represent the Committee as of March 5, 2003

18. Prior to beginning its asset protection plan, the Debtor, LTV Steel Company, Inc., a New Jersey corporation, was one of the United States' largest integrated steel producers. As a consequence it owned facilities in many states and employed in excess of 12,000 persons, and had responsibilities for retiree benefits for 54,000 hourly retirees and an additional significant number of salaried retirees.

19. To the best of the Applicant's knowledge, the Debtors have complied with the monthly reporting requirements and have paid current all fees to the United States Trustee.

### **PROJECT SUMMARIES**

20. Set forth below is a narrative summary of the Categories under which material and substantial services were performed by the Applicant during the Third Interim Fee Application Period. Reference should be made to the exhibits hereto for a more detailed description of the services provided.

*Category 47 – Intercompany Claims* – Deloitte reviewed materials concerning an objection filed by Oil States to the intercompany settlement. Deloitte also reviewed intercompany analyses and documents supplied by the Debtors to Oil States with respect to the same objection, and prepared for and participated in a deposition concerning the same.

21. During the period for which compensation is sought, Deloitte has rendered or provided services solely for the Committee and not on behalf of any other entity or party in interest. All of the services have been beneficial to the estate and have allowed this case to proceed as expeditiously as possible.

#### **CERTIFICATION**

22. The Applicant hereby certifies that the Committee has reviewed all invoices submitted herein, and the Applicant further certifies that it has complied with the Administrative Order dated January 31, 2001, by timely submitting its invoices for review to the designated Notice Parties on a monthly basis (unless no compensation was sought for a given month), including all invoices herein submitted for payment, and no objections have been received.

WHEREFORE, for the reasons set forth above, Applicant respectfully requests this Court to enter an order



- (i) allowing and authorizing payment of the interim compensation of the requested fees **[\$4,498.56]** and expenses **[\$0.00]** for the Third Interim Fee Application Period, and
- (ii) allowing, authorizing, and directing payment of 100% of the unpaid fees **[\$1,124.64]** and expenses **[\$0.00]** for the Third Interim Fee Application Period.
- (iii) granting final allowance and approval of 100% of the fees **[\$145,797.80]** and expenses **[\$7,547.33]** for the Final Fee Application Period.

**[INTENTIONALLY BLANK]**

Dated: 2/23/2004

DELOITTE CONSULTING LLP

By: Thomas D. Williamson

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**CERTIFICATE OF SERVICE**

A copy of the foregoing has been served on the 26<sup>th</sup> day of February, 2004, on the attached service list.

/s/ Michael A. VanNiel

Michael A. VanNiel

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