

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF OHIO  
EASTERN DIVISION

FILED  
U.S. BANKRUPTCY COURT  
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NSA,  
YOUNGSTOWN OH

In re : Chapter 11  
LTV STEEL COMPANY, INC., a New :  
Jersey corporation, et al., : Jointly Administered  
Debtors. : Case No. 00-43866  
: Chief Judge Randolph Baxter  
:

**ORDER APPROVING APPLICATION OF HENNIGAN, BENNETT & DORMAN LLP  
AS SPECIAL FINANCING AND LITIGATION COUNSEL FOR THE  
COPPERWELD DEBTORS FOR INTERIM ALLOWANCE OF COMPENSATION AND  
REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM JANUARY 1, 2003  
THROUGH DECEMBER 17, 2003 AND FINAL ALLOWANCE OF COMPENSATION  
AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM  
NOVEMBER 20, 2001 THROUGH AND INCLUDING DECEMBER 17, 2003**

Upon the consideration of the Application of Hennigan, Bennett & Dorman LLP as Special Financing and Litigation Counsel for the Copperweld Debtors for Interim Allowance of Compensation and Reimbursement of Expenses for the Period From January 1, 2003 Through December 17, 2003 and Final Allowance of Compensation and Reimbursement of Expenses for the Period From November 20, 2001 Through and Including December 17, 2003 (the "Application") filed by Hennigan, Bennett & Dorman LLP (the "Applicant"), it appearing to the Court that all of the requirements of sections 327, 328, 330, 331, and 503(b) of title 11 of the United States Code (the "Bankruptcy Code"), as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") have been met; that the fees and expenses incurred were reasonable and necessary; that notice of the Application was appropriate; and good cause appearing therefore,

**IT IS HEREBY ORDERED THAT:**

1. The Application is hereby APPROVED.
2. The Applicant is granted an interim allowance of compensation in the amount of \$77,666.00 for the period from January 1, 2003 through December 17, 2003 (the "Interim Fee Period");

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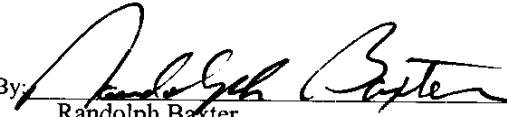
3. The Applicant is allowed, on an interim basis, the reimbursement of reasonable and necessary expenses in the amount of \$10,302.29;

4. The Applicant is granted a final allowance of compensation in the amount of \$465,137.00 for the period from November 20, 2001 through December 17, 2003 (the "Final Fee Period"), plus reasonable compensation for time incurred in the preparation of the Application;

5. The Applicant is allowed, on a final basis, the reimbursement of reasonable and necessary expenses in the amount of \$44,723.75, plus actual and necessary expenses incurred in the preparation of the Application; and

6. The Debtors are directed to remit payment to the Applicant of any amounts approved by this Order which have not yet already been remitted to the Applicant pursuant to this Court's Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals dated January 31, 2001.

Dated: April 14, 2004

By:   
Randolph Baxter  
Chief United States Bankruptcy Judge

Submitted by:

HENNIGAN, BENNETT & DORMAN LLP

/s/ Joshua M. Mester  
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Special Financing and Litigation Counsel for  
COPPERWELD CORPORATION