

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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:
In re : Chapter 11
:
NTL INCORPORATED, et al., : Case No. 02-41316 (ALG)
:
Debtors. : (Jointly Administered)
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ORDER GRANTING APPLICATIONS FOR ALLOWANCE OF FINAL
COMPENSATION AND REIMBURSEMENT OF EXPENSES

Upon consideration of Applications for Allowance of Final Compensation and Reimbursement of Expenses (the "Applications") for professional services rendered and expenses incurred during the period commencing May 8, 2002 through September 5, 2002 (unless otherwise indicated in the annexed Schedule "A"); and a hearing having been held before this Court on March 7, 2003 to consider the Applications; and notice having been given pursuant to Federal Rules of Bankruptcy Procedure 2002(a)(7) and (c)(2) and the orders of this Court; and due consideration having been given to any responses thereto; and sufficient cause having been shown therefor, it is hereby;

ORDERED, ADJUDGED, AND DECREED that the Applications are granted to the extent set forth in Schedule "A."

Dated: New York, New York
March 7, 2003

/s/ Allan L. Gropper
UNITED STATES BANKRUPTCY JUDGE

CASE NUMBER: 02-41316 (ALG) (Jointly Administered)
CASE NAME: In re NTL INCORPORATED, et al.

<u>CURRENT AND FINAL FEE PERIOD:</u> MAY 8, 2002 TO SEPTEMBER 5, 2002 (UNLESS OTHERWISE INDICATED)							
APPLICANT	DATE/DOCKET NO. OF APPLICATION	FEES REQUESTED	FEES ALLOWED (INCLUDING FEES HELD BACK)	FEES HELD BACK	FEES PAYABLE BY DEBTOR	EXPENSES REQUESTED	EXPENSES ALLOWED AND PAYABLE BY DEBTOR
Skadden, Arps, Slate, Meagher & Flom LLP	2/6/03, 422	\$3,911,003.00	\$3,911,003.00	\$773,341.70	\$817,666.20	\$135,571.81	\$135,571.81
Travers Smith Braithwaite	2/6/03, 423	\$1,077,328.56	\$972,890.34			\$28,429.00	\$28,429.00
Kane Reece Associates, Inc.	2/6/03, 424	\$122,487.50	\$122,487.50			\$380.65	\$380.65
Fried, Frank, Harris, Shriver & Jacobson ¹	2/5/03, 418	\$1,002,513.00	\$1,002,513.00			\$24,652.57	\$24,652.57
Cadwalader, Wickersham & Taft ²	11/4/02, 338	\$397,864.95	\$393,184.95			\$32,664.11	\$32,664.11
UBS Warburg LLC ¹	2/7/03, 427	\$1,500,000.00	\$1,500,000.00			\$109,725.93 108,580.93	\$109,725.93 \$108,580.93
Quest Turnaround Advisors, L.L.C. ³	2/6/03, 421	\$16,708.00	\$16,708.00			\$7,907.50	\$7,907.50

¹ Fee period is from June 24, 2002 to September 5, 2002.

² Fee period is from June 24, 2002 to September 30, 2002.

³ Fee period is from August 30, 2002 to September 5, 2002.

Date: 3/7/2003

Initials: ALG