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

In re:	)	Case No. 02-08699
	)	(Jointly Administered)
NATIONAL STEEL CORPORATION,	)	Chapter 11
et al.,	)	Hon. John H. Squires
	)	
Debtors.	)	

FIFTH AND FINAL APPLICATION OF SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AS SPECIAL COUNSEL TO THE DEBTORS, AND AS COUNSEL TO THE STEEL COALITION IN CONNECTION WITH PROCEEDINGS BEFORE THE DEPARTMENT OF COMMERCE AND THE INTERNATIONAL TRADE COMMISSION, SEEKING ALLOWANCE AND PAYMENT OF FINAL COMPENSATION AND REIMBURSEMENT OF EXPENSES UNDER 11 U.S.C. §§ 330 AND 331

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
JAN 2004
KENNETH S. GARDNER, CLERK
PS REP. - RD

Name of Applicant: Skadden, Arps, Slate, Meagher & Flom LLP

Authorized to Provide
Professional Services to: National Steel Corporation

Date of Retention Order: April 3, 2002

Period for Which Compensation and Reimbursement
are Sought: March 6, 2002 through and including December 19, 2003

Amount of Compensation Sought
as Actual, Reasonable, and Necessary:

Special Counsel	$10,147,125 ($1,094,889 for Fifth Fee Period)
Coalition Counsel	$1,548,908[1]

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1 As explained more fully herein, Skadden, Arps represented National Steel as counsel to a coalition of U.S. steel producers before the Department of Commerce and the International Trade Commission. However, as of April 1, 2003, National Steel was no longer a member of such steel coalition. Accordingly, the fees and expenses requested by Skadden, Arps as Coalition Counsel were not incurred during the Fourth or Fifth Fee Application Period, but rather are only from March 6, 2002 through and including March 31, 2003.

Amount of Expense Reimbursement Sought
as Actual, Reasonable, and Necessary:

Special Counsel	$504,920 ($10,327 for Fifth Fee Period)
Coalition Counsel	$50,813

Voluntary Reductions of Fees and Expenses from Monthly Statements:

Special Counsel	$284,697 ($11,241 for Fifth Fee Period)
Coalition Counsel	$180,342

This is an/(a): __Interim _X_Final Application.

Aggregate Amounts For Fees and Expenses Paid During Case Period:

Special Counsel	$10,542,556
Coalition Counsel	$1,599,721

Aggregate Holdback Requested to be Paid:

Special Counsel	$109,489
Coalition Counsel	$0

TIME SUMMARY AS SPECIAL COUNSEL

Names	Year	Approx. Case Period Rate*	Fifth Period Hours	Fifth Period Amount	Case Period Hours	Case Period Amount
Partners						
Gary P. Cullen	1985	$678	48.6	$34,647	1,381.2	$936,250
Timothy R. Pohl	1991	$528	202.2	$113,463	1,275.0	$672,900
John P. Furfaro	1981	$614	19.7	$13,324	558.5	$343,076
Clifford H. Aronson	1980	$671	0.0	$0	318.4	$213,562
Mark R. Filip	1992	$540	19.0	$10,755	305.6	$165,048
Michael A. Lawson	1978	$622	7.0	$4,585	229.3	$142,580
Felicia Gerber Perlman	1992	$521	14.3	$7,672	211.3	$110,112
Kenneth Berlin	1974	$647	3.6	$2,396	125.6	$81,226
John J. Mangan	1968	$652	0.0	$0	50.3	$32,809
Andre Leduc	1978	$676	1.2	$816	18.1	$12,227
Seth E. Jacobson	1988	$580	0.0	$0	19.0	$11,020
L. Byron Vance, III	1992	$495	0.0	$0	18.7	$9,257
Robert E. Lighthizer	1973	$655	0.0	$0	12.4	$8,123
Michael H. Gruenglas	1990	$570	0.0	$0	14.2	$8,094
Matthew R. Kipp	1989	$595	0.0	$0	13.6	$8,092
James C. Hecht	1991	$570	0.0	$0	5.4	$3,078
Joseph W. Halladay	1964	$695	0.0	$0	3.4	$2,363
Timothy A. Nelsen	1973	$675	0.0	$0	2.1	$1,418
Total Partners			315.6	$187,658	4,562.1	$2,761,235
Counsel						
John A. Amodeo	1977	$482	3.9	$1,892	158.4	$76,342
Brian C. Mohr	1979	$485	0.0	$0	108.9	$52,818
Carole Aciman	1990	$485	0.0	$0	74.3	$36,037

Names	Year	Approx. Case Period Rate*	Fifth Period Hours	Fifth Period Amount	Case Period Hours	Case Period Amount
Stephen P. Vaughn	1991	$484	0.0	$0	70.5	$34,097
Lonny R. Block	1983	$470	0.0	$0	61.0	$28,670
Daniel Silverman	1967	$485	0.7	$340	45.9	$22,263
Stephen J. Narkin	1978	$485	0.0	$0	5.7	$2,765
Calvin Siemer	1993	$470	0.0	$0	5.1	$2,397
Peter T. McKeon	1976	$485	2.2	$1,067	2.2	$1,067
Albert W. Adametz	1993	$475	0.0	$0	2.1	$998
Horst Henschen	1991	$485	0.0	$0	1.2	$582
Total Counsel			6.8	$3,299	535.3	$258,036
Associates/Summer Associates						
Shilpi Gupta	1997	$447	99.9	$46,189	1,329.3	$593,829
David S. McFarlane	1999	$444	42.6	$20,183	1,311.3	$581,818
Eric W. Kaup	1995	$394	305.4	$123,575	1,397.0	$550,822
Jed Goldfarb	1998	$412	0.0	$0	953.1	$392,298
Rena M. Samole	2000	$359	609.6	$226,602	946.8	$339,566
Keith A. Simon	1999	$356	42.0	$15,938	948.4	$337,660
Anna M. Kaczmarek	1998	$411	0.5	$218	715.1	$293,875
Louis D. Wilson	2000	$369	26.7	$10,331	730.7	$269,529
Matthew F. Prewitt	1996	$435	0.0	$0	568.9	$247,474
Brian P. Karpuk	2000	$356	501.6	$183,591	666.2	$237,420
David Liu	2002	$292	45.0	$13,384	795.3	$232,170
Michael P. McGrane	2001	$324	32.8	$11,097	677.8	$219,536
Laura A. Hazelwood	2002	$291	8.4	$2,814	686.2	$199,507
Linda Soohoo	1989	$472	0.0	$0	408.5	$192,874
Matthew M. Murphy	2000	$348	331.6	$118,102	528.3	$183,997

Names	Year	Approx. Case Period Rate*	Fifth Period Hours	Fifth Period Amount	Case Period Hours	Case Period Amount
K. Shiek Pal	1998	$382	0.0	$0	374.5	$142,894
James D. Anderson	1998	$385	0.0	$0	306.5	$118,069
Nancy M. Olson	1996	$433	49.9	$22,353	254.6	$110,246
Patrick M. Crook	2002	$260	0.0	$0	417.5	$108,348
Lanelle K. Meidan	1999	$375	0.0	$0	282.2	$105,826
Justin L. Heather	2001	$295	0.0	$0	269.1	$79,386
Dhananjai Shivakumar	1996	$435	2.7	$1,175	181.7	$79,041
J. Raymond Reduque	2002	$238	0.0	$0	318.0	$75,552
Joseph Laroski Jr.	1997	$395	0.0	$0	135.7	$53,602
John J. Todor	1998	$395	0.0	$0	116.5	$46,019
David A. Straite	1996	$435	0.0	$0	104.4	$45,414
Robert A. Greebel	2002	$295	0.0	$0	130.8	$38,586
Sara E. Wraight	2002	$286	116.7	$33,473	131.3	$37,561
Paul Patrow	2000	$332	8.5	$2,848	112.5	$37,334
Uma N. Everett	2001	$295	0.0	$0	120.5	$35,548
Monica Beck	2002	$230	0.0	$0	154.5	$35,520
Thomas W. Greaves	2000	$335	3.0	$1,005	103.2	$34,572
Eric C. Otness	2002	$231	0.0	$0	147.0	$34,020
Steven H. Forbes	1997	$395	0.0	$0	62.8	$24,809
Jeffrey Gerrish	1994	$446	0.0	$0	55.1	$24,584
Leeor F. Farhadian	2002	$240	0.0	$0	99.4	$23,856
Steven P. Miriani	1997	$430	0.0	$0	44.6	$19,178
Todd L. Lloyd	2001	$241	0.0	$0	75.4	$18,166
Jean Kim	1999	$335	0.0	$0	50.3	$16,851
Stephanie Burch	1995	$455	0.0	$0	29.2	$13,286
David S. Prohofsky	1999	$375	0.0	$0	33.8	$12,676

Names	Year	Approx. Case Period Rate*	Fifth Period Hours	Fifth Period Amount	Case Period Hours	Case Period Amount
Aileen A. Dowd	2001	$330	0.0	$0	36.1	$11,913
Gregg L. Brochin	2001	$295	0.0	$0	40.2	$11,859
Catherine E. Danz	2001	$335	31.9	$10,687	31.9	$10,687
Rhan Soh	2002	$240	0.0	$0	43.6	$10,464
Nathan L. Stuart	2001	$280	9.5	$2,660	31.8	$8,904
Peter E. Kreps	2003	$240	31.0	$7,440	31.0	$7,440
Allison V. Herriott	N/A	$170	0.0	$0	43.4	$7,378
Samuel S. Ory	1994	$380	0.0	$0	16.3	$6,194
Antonio La Pergola	1998	$300	0.0	$0	19.6	$5,880
Frederic Depoortere	1996	$475	0.0	$0	10.4	$4,940
Arthur W. Bresnahan	1994	$475	0.0	$0	9.3	$4,419
Margaret C. Austin	1998	$385	0.0	$0	11.3	$4,356
Kristin Major	2001	$354	0.0	$0	10.6	$3,754
Alexa N. Paliwal	N/A	$170	0.0	$0	20.5	$3,485
Jennifer J. Carlson	N/A	$170	3.7	$629	17.1	$2,907
Amie D. Rooney	2001	$265	0.0	$0	9.5	$2,518
Dominique Speekenbrink	1994	$455	0.0	$0	4.5	$2,048
Carolyn G. Aberman	1999	$375	0.0	$0	5.1	$1,913
Kevin T. Hardy	N/A	$170	0.0	$0	9.4	$1,598
Elizabeth A. Veneris	2002	$280	0.0	$0	4.7	$1,316
Michael D. Adamski	N/A	$170	0.0	$0	7.6	$1,292
John-Michael A. Wheat	N/A	$170	7.1	$1,207	7.1	$1,207
Brian P. Hanigan	N/A	$170	6.3	$1,071	6.3	$1,071
Maria A. Lijoi	2000	$335	0.0	$0	3.0	$1,005
Scott Brown	1997	$415	0.0	$0	1.5	$623

Names	Year	Approx. Case Period Rate*	Fifth Period Hours	Fifth Period Amount	Case Period Hours	Case Period Amount
Jakub Teply	N/A	$170	0.0	$0	3.5	$595
Risa M. Levine	2001	$295	0.0	$0	2.0	$590
Total Associates/Summer Associates			2,316.4	$856,572	17,211.3	$6,363,675
Specialists						
Carolyn N. Guthrie	N/A	$210	0.0	$0	186.2	$39,102
Sara M. Turner	N/A	$175	0.0	$0	208.3	$36,362
Pamela A. Marcus	N/A	$271	0.0	$0	127.3	$34,545
Lisa A. Small	N/A	$395	0.0	$0	44.5	$17,578
John Janega	N/A	$170	0.0	$0	61.1	$10,387
Barbara Holohan	N/A	$170	0.0	$0	59.1	$10,047
Edwin Hodge	N/A	$170	0.0	$0	53.5	$9,095
Lyle Silva	N/A	$170	0.0	$0	45.5	$7,735
Parto Barkhordari	N/A	$170	0.0	$0	32.9	$5,593
David J. Albright	N/A	$335	0.0	$0	14.5	$4,858
Dinah Reese	N/A	$170	0.0	$0	26.0	$4,420
Julie H. Choe	N/A	$170	0.0	$0	17.5	$2,975
Daniel M. Smith	N/A	$146	0.0	$0	15.1	$2,205
John D. Adams	N/A	$170	0.0	$0	10.0	$1,700
Total Specialists			0.0	$0	901.5	$186,602
Total Legal Assistants			323.8	$47,360	3,892.0	$577,577
Total Skadden Professionals		$374	2,962.6	$1,094,889	27,102.2	$10,147,125

* The blended rates set forth for certain professionals incorporate voluntary fee accommodations provided in connection with each Monthly Statement, as well as a reduced billing rate for Nonworking Travel Time. Also, the Case Period Rate is determined by dividing the Case Period Amount by the Case Period Hours, with the result being rounded to the nearest dollar, only for the purposes of this chart.

COMPENSATION BY MATTER CATEGORY AS SPECIAL COUNSEL

Matter Category	Fifth Period Hours	Fifth Period Amount	Case Period Hours	Case Period Amount
Asset Dispositions	234.4	$93,820	5,496.4	$2,283,753
Antitrust Matters	0.0	$0	6,124.0	$1,848,808
Employee Matters	169.9	$68,708	2,623.3	$1,155,693
Litigation (General)	76.5	$28,992	2,277.8	$843,159
Labor Matters	47.1	$23,995	1,473.6	$678,670
Asset Analysis and Recovery	743.4	$280,581	1,420.1	$565,231
Reorganization Plan	931.9	$365,149	1,298.4	$523,172
Real Estate (Owned)	121.0	$42,581	1,389.3	$459,315
Business Operations	174.1	$25,435	1,052.3	$317,444
General Corporate Advice	19.3	$12,326	452.7	$228,028
Retention/Fee Matters (SASM&F)	218.6	$63,110	710.5	$226,521
Environmental Matters	11.5	$5,998	388.7	$199,923
Financing	0.0	$0	545.9	$177,783
Executory Contracts/Personalty	51.0	$18,688	519.5	$161,817
Creditor Meetings / Committees	1.6	$1,160	214.4	$120,839
Disclosure Statement	112.3	$47,059	249.7	$95,724
Nonworking Travel Time	9.4	$1,575	419.4	$87,919
Tax Matters	9.7	$3,664	154.5	$57,049
Strategic Initiatives	0.0	$0	118.6	$47,125
International Trade Matters	0.0	$0	85.7	$30,477
Regulatory Matters	0.0	$0	40.1	$19,297
Leases (Real Property)	30.9	$12,048	30.9	$12,048
Press/Public Affairs	0.0	$0	8.1	$3,529
Insurance	0.0	$0	5.8	$2,888
U.S. Trustee Matters	0.0	$0	2.5	$913
Total	2,962.6	$1,094,889	27,102.2	$10,147,125

TIME SUMMARY AS COALITION COUNSEL DURING CASE PERIOD

Name	Title	Year	Case Period Rate*	Case Period Hours	Case Period Amount
Partners					
Robert E. Lighthizer	Partner	1973	$547	266.7	$145,930
James C. Hecht	Partner	1991	$444	309.9	$137,677
John J. Mangan	Partner	1968	$549	246.7	$135,319
Ivan A. Schlager	Partner	1990	$398	6.4	$2,548
Barry E. Hawk	Partner	1965	$660	0.1	$66
Total Partners				829.8	$421,540
Counsel					
Ellen J. Schneider	Counsel	1977	$403	281.2	$113,232
Stephen P. Vaughn	Counsel	1991	$394	259.4	$102,255
Stephen J. Narkin	Counsel	1979	$400	238.1	$95,225
Total Counsel				778.7	$310,712
Associates					
Jeffrey Gerrish	Associate	1994	$359	252.0	$90,508
Joseph Laroski	Associate	1998	$313	226.5	$70,900
John J. Todor	Associate	1998	$314	215.7	$67,642
Daniel L. Schneiderman	Associate	1996	$346	186.4	$64,432
Uma N. Everett	Associate	2001	$209	176.6	$36,974
Holly A. Gimbel	Associate	1995	$352	101.7	$35,804
Junhee Kim	Associate	2001	$248	112.7	$27,895
Mark B. Teerink	Associate	1997	$310	74.8	$23,159
Jill A. Cramer	Associate	1999	$279	4.4	$1,228
Antonio La Pergola	Associate	2001	$270	2.8	$757
Tero Louko	Associate	1996	$417	0.3	$125
Nancy H. Johnson	Associate	1987	$355	0.2	$71

Name	Title	Year	Case Period Rate*	Case Period Hours	Case Period Amount
Total Associates				1,354.1	$419,495
Specialists					
Stephen F. Munroe	Specialist	N/A	$354	181.4	$64,243
David J. Albright	Specialist	N/A	$272	232.6	$63,321
Pamela A. Marcus	Specialist	N/A	$242	145.0	$35,050
Floyd M. McGraw	Specialist	N/A	$228	152.9	$34,791
John Sember	Specialist	N/A	$232	113.8	$26,451
Richard J. DeMaio	Specialist	N/A	$208	106.4	$22,086
Robert J. Smith	Specialist	N/A	$207	99.3	$20,543
Karen F. Meade	Specialist	N/A	$216	71.2	$15,386
Brian Flynn	Specialist	N/A	$194	5.0	$969
Total Specialists				1,107.6	$282,840
Total Legal Assistants				1,278.3	$114,321
TOTAL SKADDEN, ARPS PROFESSIONALS			**$290**	**5,348.5**	**$1,548,908**

* The blended rates set forth for certain professionals incorporate voluntary fee accommodations provided in connection with each Monthly Statement. Also, the Case Period Rate is determined by dividing the Case Period Amount by the Case Period Hours, with the result being rounded to the nearest dollar, only for the purposes of this chart.

COMPENSATION BY MATTER CATEGORY
AS COALITION COUNSEL DURING CASE PERIOD

MATTER CATEGORY	TOTAL HOURS	TOTAL FEES
Basic Trade Litigation	1,562.7	$556,181
Cold-Rolled Steel Investigations	1,871.1	$452,114
Section 201 Litigation	1,444.4	$402,345
Appeals and Remands	470.3	$138,268
Total	**5,348.5**	**$1,548,908**

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

In re:	)	Case No. 02-08699
	)	(Jointly Administered)
NATIONAL STEEL CORPORATION,	)	Chapter 11
et al.,	)	Hon. John H. Squires
	)	
Debtors.	)	

FIFTH AND FINAL APPLICATION OF SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AS SPECIAL COUNSEL TO THE DEBTORS, AND AS COUNSEL TO THE STEEL COALITION IN CONNECTION WITH PROCEEDINGS BEFORE THE DEPARTMENT OF COMMERCE AND THE INTERNATIONAL TRADE COMMISSION, SEEKING ALLOWANCE AND PAYMENT OF FINAL COMPENSATION AND REIMBURSEMENT OF EXPENSES UNDER 11 U.S.C. §§ 330 AND 331

Skadden, Arps, Slate, Meagher & Flom LLP ("Skadden, Arps"), in its capacity as (I) special counsel ("Special Counsel") to National Steel Corporation ("National Steel"), certain of its subsidiaries and affiliates, debtors and debtors-in-possession (collectively, the "Debtors") and (II) counsel to a coalition ("Coalition Counsel") of U.S. steel producers (the "Coalition") before the Department of Commerce and the International Trade Commission the ("Coalition Cases"), submits this final application (the "Final Application") seeking final allowance and payment of compensation and reimbursement of expenses under 11 U.S.C. §§ 330 and 331 for the period from August 1, 2003, through December 19, 2003 (the "Fifth Fee Application Period") and for the entire period of the above-captioned cases of March 6, 2002, through December 19, 2003 (the "Case Period").[2] Skadden, Arps submits this Final Application for (a) final allowance of compensation for professional services rendered by Skadden, Arps to the Debtors, and (b) reimbursement of actual and necessary charges and disbursements incurred by Skadden, Arps in the rendition of required professional services on behalf of the Debtors. In support of this Final Application, Skadden, Arps represents as follows:

BACKGROUND

1. On March 6, 2002 (the "Petition Date"), the Debtors each filed voluntary petitions in this Court for reorganization relief (the "Reorganization Cases") under chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101-1330 (as amended, the "Bankruptcy Code").

2. Between the Petition Date and December 19, 2003 (the "Effective Date"), the Debtors remained as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. On March 18, 2002, the United States Trustee appointed the official committee of unsecured creditors of the Debtors (the "Creditors' Committee"). No trustee or examiner has been appointed.

4. On August 20, 2003, this Court approved the Debtors' Disclosure Statement with Respect to the First Amended Joint Plan of Liquidation of National Steel Corporation and its Affiliate Debtors and Debtors in Possession (the "Disclosure Statement").

5. On October 23, 2003, this Court entered an order (the "Confirmation Order") confirming the First Amended Joint Plan of Liquidation of National Steel Corporation

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[2] As explained more fully herein, the fees and expenses requested by Skadden, Arps as Coalition Counsel are only from March 6, 2002 through and including March 31, 2003, the date that National Steel was no longer a member of the Coalition.

and its Affiliated Debtors and Debtors in Possession, as Modified (the "Plan"). The Plan became effective on December 19, 2003 and provides that all remaining assets of the Debtors will be disposed of, all cash proceeds (net of expenses) will be distributed to creditors, and all administrative tasks required to complete the wind-down of the Debtors' estates and their ultimate dissolution will be completed.

6. This Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

7. The statutory predicates for the relief requested herein are Sections 330 and 331 of the Bankruptcy Code and Rule 2016 of the Federal Rules of Bankruptcy Procedure.

RETENTION OF SKADDEN, ARPS

8. On the Petition Date, the Debtors applied to this Court (Docket No. 19) (the "Retention Application") for an order (1) approving the retention of Skadden, Arps as Special Counsel to National Steel and (2) authorizing Skadden, Arps to render services to National Steel as Coalition Counsel.[3]

9. As Special Counsel, Skadden, Arps was requested to perform legal services that were necessary to assist the Debtors and their primary bankruptcy counsel, Piper Rudnick (the "General Bankruptcy Counsel"), in connection with the Debtors' reorganization efforts. Specifically, Skadden, Arps requested to perform services for the Debtors in the following areas:

(a) corporate transactions, including mergers, acquisitions, asset dispositions or new capital investments in the Debtors;

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[3] A copy of the Retention Application is attached hereto as Exhibit A.

(b) postpetition financing matters;

(c) securities law and related disclosure matters, including ongoing public reporting matters;

(d) general corporate matters, including attendance at senior management meetings and board of directors meetings;

(e) employee and labor matters, including ERISA and pension plan matters, collective bargaining matters and employee and retiree benefit matters;

(f) environmental and other regulatory matters;

(g) litigation with respect to securities laws and corporate governance matters;

(h) litigation in connection with international trade proceedings before the International Trade Commission, the U.S. Department of Commerce and/or any similar body; and

(i) tax matters.

10. On April 3, 2002, this Court entered a final order (Docket. 353) (the "Retention Order") approving the Retention Application.[4]

11. In the Retention Application, the Debtors disclosed that Skadden, Arps' fees for professional services are based on its guideline hourly rates, which are periodically adjusted. The Debtors also disclosed in the Retention Application that Skadden, Arps' charges and disbursements are invoiced pursuant to Skadden, Arps' Policy Statement Concerning Charges and Disbursements, a copy of which is attached to the Engagement Agreement. Certain charges

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[4] A copy of the Retention Order is attached hereto as <u>Exhibit B</u>. The Retention Order incorporates the terms of an engagement agreement dated January 3, 2002 (the "Engagement Agreement"), between Skadden, Arps and the Debtors, a copy of which is attached as Exhibit A to the affidavit supporting the Retention Application.

and disbursements are not separately charged under the bundled rate structure as described in the Retention Application.

12. Other than an arrangement between Skadden, Arps and its affiliated law practices and their members, there is no agreement or understanding between Skadden, Arps and any person for the sharing of compensation to be received for services rendered in this case.

13. As summarized in the chart below, this Court has approved Skadden, Arps' prior fee applications covering in the aggregate the time period of March 6, 2002 through July 31, 2003 in the following amounts:

	1st Fee App (#1343)	**2nd Fee App (#1693)**	**3rd Fee App (#2948)**	**4th Fee App (#3093)**	**TOTAL**
Time Period	03/06/02 thru 07/31/02	08/01/02 thru 11/30/02	12/01/02 thru 03/31/03	04/01/03 thru 07/31/03	03/06/02 thru 07/31/03
Prof. Fees (Special Counsel)	$718,072	$1,672,659	$3,899,775	$2,761,730	$9,052,236
Expenses (Special Counsel)	$25,904	$71,511	$195,888	$201,290	$494,593
Prof. Fees (Coalition Counsel)	$690,777	$427,615	$430,516	N/A	$1,548,908
Expenses (Coalition Counsel)	$23,171	$13,835	$13,807	N/A	$50,813
TOTAL	$1,457,924	$2,185,620	$4,539,986	$2,963,020	$11,146,550

FEE PROCEDURES AND MONTHLY STATEMENTS

14. On March 7, 2002, this Court entered that certain Administrative Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and

Reimbursement of Expenses of Professionals (Docket No. 34) (the "Administrative Order").[5] Pursuant to the Administrative Order, certain professionals of the Debtors, including Skadden, Arps, were authorized to submit to the Debtors monthly statements (the "Monthly Statements"). The Debtors were authorized, absent an objection, to pay 90% of the monthly fees and 100% of the monthly expenses sought in the Monthly Statements, subject to the filing of interim and final fee applications.

15. Summarized below are the Monthly Statements filed by Skadden, Arps as Special Counsel that relate to the Fifth Fee Application Period:

Applicable Period	Amounts Requested	Amounts Paid	Amount Heldback
August, 2003	Fees: $338,358 Exp.: $9,630	Fees: $304,523 Exp.: $9,630	$33,835
September, 2003	Fees: $250,142 Exp.: $7,442	Fees: $225,128 Exp.: $7,442	$25,014
October, 2003	Fees: $292,385 Exp.: ($14,571)	Fees: $263,146 Exp.: ($14,571)	$29,239
November, 2003	Fees: $124,519 Exp.: $4,749	Fees: $112,067 Exp.: $4,749	$12,452
December, 2003	Fees: $89,485 Exp.: $3,077	Fees: $80,536 Exp.: $3,077	$8,949
Total	**Fees: $1,094,889 Exp.: $10,327**	**Fees: $985,400 Exp.: $10,327**	**$109,489**

OVERVIEW OF NATIONAL STEEL

16. National Steel has been in existence for over seventy years, having been formed through the merger of Great Lakes Steel Corporation, Weirton Steel Corporation and

[5] A copy of the Administrative Order is attached hereto as Exhibit C.

Hanna Iron Ore Company and incorporated in 1929. National Steel grew steadily in the following decades both by building new facilities and through acquisitions. In 1983, National Steel became a wholly-owned subsidiary of National Intergroup, Inc., which subsequently changed its name to FoxMeyer Health Corporation and then to Avatex Corporation. In 1984, NKK Corporation ("NKK"), one of the largest steel companies in Japan and in the world (as measured by production), acquired a 50% equity interest in National Steel from Avatex Corporation.

17. Collectively, the Debtors comprised one of the largest integrated steel producers in the United States, and were engaged in the manufacture and sale of a wide variety of flat rolled carbon steel products, including hot-rolled, cold-rolled, galvanized, tin and chrome plated steels. The Debtors had an annual steelmaking capacity of 6.8 million tons, an annual finishing capacity of 7.4 million tons and estimate that they had an 11% market share in the flat rolled steel market. The Debtors' customers were primarily from the automotive, construction, and container industry as well as customers that purchase unfinished steel sheet products. In 2001, the Debtors had total sales revenue of approximately $2.5 billion, and employed approximately 8000 people. Over 80% of the Debtors' employees were represented by the United Steelworkers of America or other labor organizations, and their respective employment terms were governed by various collective bargaining agreements.

18. The Debtors are headquartered in Mishawaka, Indiana, near South Bend. The Debtors had three principal facilities: two integrated steel plants, the Granite City facility in Granite City, Illinois, the Great Lakes facility in Ecorse and River Rouge, Michigan; and a finishing facility, the Midwest Division, in Portage, Indiana, near Chicago. Approximately 70%

of the Debtors' customers were located in the central region of the United States where the Debtors operate.

19. The Debtors' operations were primarily carried out through the parent company National Steel. However, significant and strategically important operations were carried out through several subsidiary corporations. The Debtors were also involved in certain strategic joint ventures to aid the Debtors in their targeting of high value-added finished steel applications. These included the non-debtor corporations: Double G Coatings Company, L.P. (together with its general partner Double G Coatings, Inc.); National Robinson LLC; Mathies Coal Company; N Squared Aviation LLC; Pilot Knob Pellet Company; and Steel Health Resources LLC (collectively, the "Non-Debtor Affiliates").

20. Over 53% of National Steel's common stock is owned by NKK U.S.A. Corporation ("NKK U.S.A."), a wholly-owned subsidiary of NKK, and the balance is publicly held and listed for trading on the New York Stock Exchange. Shares owned by NKK U.S.A. control approximately 69% of the voting rights of all National Steel common stock. Through various agreements, the Debtors utilized a wide range of NKK's steelmaking, processing and applications technology, as well as certain engineers and other technical support personnel.

EVENTS LEADING TO CHAPTER 11 FILINGS

21. At the time these cases were commenced, domestic steel producers were operating in the worst steel environment in 20 years. This environment was characterized by historically low steel prices, excess supply due to the dumping of low-priced steel by foreign producers, leading to high end user inventories, and weak demand tied to the overall poor economic climate and recent recession. LTV Corporation, Bethlehem Steel Corporation and Geneva Steel LLC are among the multitude of domestic steel producers that had filed for relief under Chapter 11.

22. During the year prior to the Petition Date, the Debtors proactively took steps to manage through this climate and to maintain liquidity by reducing costs, managing discretionary expenditures, monetizing non-core assets, and shifting product sales, to the extent possible, to higher margin, value-added steel products. Despite these efforts, to be able to obtain necessary additional liquidity and to continue to operate their businesses while they seek to implement a financial and operational restructuring in order to maximize the value of their businesses for the benefit of all stakeholders, the Debtors determined, in their business judgment, that a Chapter 11 filing was necessary.

SIGNIFICANT EVENTS DURING THE CHAPTER 11 CASES

23. During the Reorganization Cases, the Debtors pursued two parallel paths -- a "stand-alone" reorganization and a sale of substantially all of Debtors' operating assets – in an effort to maximize the value of their businesses for the benefit of the Debtors' creditor constituencies. Assisted by their financial advisors and investment bankers, the Debtors concluded that a sale of substantially all of their assets was in the best interest of all creditor constituencies. Specifically, the prevailing industry view held that 2003 and beyond would be characterized by lower steel prices, which in turn would negatively impact the revenues of steel companies generally. Given the state of the domestic steel industry and the current state of, and expectations regarding, steel pricing, the Debtors and their major creditor constituencies concluded that the best opportunity to maximize the value of the Debtors' assets, and preserve the Company's operations on a going concern basis, was to pursue a sale of substantially all of the Debtors' assets as quickly as practicable.

A. The Sale to U.S. Steel

24. **Entry Into Initial Agreement with U.S. Steel.** In January, 2002, the Debtors retained Lazard as investment bankers to assist the Debtors in determining the best way of maximizing the value of the Debtors' estates, including soliciting offers from qualified buyers. After extensive marketing efforts and various potential buyers entering into a confidentiality agreement and receiving an offering memorandum pertaining to the Debtors' businesses, two companies – United States Steel Corporation ("U.S. Steel") and AK Steel Corporation ("AK

Steel") submitted detailed letters of interest to the Debtors, which proposals contemplated the sale of substantially all of the Debtors' operating assets.

25. The Debtors, in conjunction with Lazard, their other advisors, and the Creditor Constituencies[6] evaluated the terms of each proposal. In January, 2003, after extensive and intensive negotiations among the Debtors, U.S. Steel and Creditor Constituencies, the parties concluded that the then-current proposal from U.S. Steel offered the greatest economic benefit to the Debtors' estates (the "Initial U.S. Steel Agreement"). The purchase price under the Initial U.S. Steel Agreement was $950 million, comprised of: (a) $725 million of cash; (b) $200 million in consideration of assumed liabilities; and (c) 1,881,964 shares of U.S. Steel's common stock. Moreover, the Initial U.S. Steel Agreement conditioned U.S. Steel's obligation to close the transaction on its ability to negotiate a new collective bargaining agreement with the United Steelworkers of America ("USWA") that was satisfactory to U.S. Steel in its sole discretion (the "Labor Condition").

26. **AK Steel Becomes the Stalking Horse**. By motion dated January 16, 2003 (Docket No. 1616) (the "Sale Motion"), the Debtors sought, among other things, approval of the designation of U.S. Steel as a "stalking horse." Thereafter but before any relief designating a stalking horse was granted by the Bankruptcy Court, AK Steel submitted a written agreement to the Debtors (the "AK Steel Stalking Horse Agreement") that essentially mirrored the Initial U.S. Steel Agreement, but with certain material enhancements to the Initial U.S. Steel Agreement.

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[6] The Creditor Constituencies consist of (a) the Creditors' Committee; (b) the Bondholders' Committee; (c) Mitsubishi Corporation; and (d) Marubeni Corporation.

Most importantly, the AK Steel Stalking Horse Agreement increased the proposed purchase price to $1.125 billion, with $925 million to be paid in cash and $200 million of assumed liabilities. No stock consideration was contemplated. The AK Steel Stalking Horse Agreement, however, contained essentially the same Labor Condition as the Initial U.S. Steel Agreement.

27. After reviewing AK Steel's offer with the Creditor Constituencies, the Debtors (with the full support of all of the Creditors Constituencies) determined that offer from AK Steel was the highest and best offer. Accordingly, the Debtors modified the relief requested in the Sale Motion to substitute the AK Steel Stalking Horse Agreement for the Initial U.S. Steel Agreement, and thus sought to designate AK Steel as the stalking horse, which was approved by Bankruptcy Court order dated February 6, 2003 (Docket No. 1755) (the "Bid Procedures Order").

28. **U.S. Steel Wins the Auction and is Approved by the Bankruptcy Court.** After the Bid Procedures Order was entered, the Debtors continued to seek higher and better offers than the AK Stalking Horse Agreement, and continued to negotiate with both U.S. Steel and AK Steel. Both U.S. Steel and AK Steel conducted negotiations with the USWA. U.S. Steel and AK Steel each timely submitted a bid under the Bid Procedures Order. The bid submitted by U.S. Steel was for a total purchase price of $975 million, comprised of $775 million in cash plus $200 million of assumed liabilities. Critically, U.S. Steel's bid indicated that U.S. Steel had reached an agreement on a new collective bargaining agreement with the USWA.

29. AK Steel submitted a bid that was on substantially similar terms to the AK Steel Stalking Horse Agreement except that, having failed to reach agreement with the USWA, consummation of the transaction proposed by AK Steel in its new bid was conditioned on the

successful prosecution by the Debtors of a Bankruptcy Code section 1113 motion to terminate the Debtors' collective bargaining agreements with the USWA.

30. The Debtors held the Auction as scheduled on April 16, 2003. The Auction commenced at approximately 9:00 a.m. on April 16th and concluded at approximately 3:00 p.m. on April 17, with parties working literally around-the-clock. During the Auction, the Debtors, the Creditor Constituencies, the bidders, and other key parties in interest, engaged in intensive negotiations (a) to resolve the objections that the Creditor Constituencies and certain other interested parties had filed in opposition to the Sale Motion and (b) to negotiate improvements to the bids submitted by U.S. Steel and AK Steel.

31. During the Auction, U.S. Steel improved its bid by (a) increasing the cash purchase price by $75 million and (b) no longer requiring that $25 million be placed in escrow to cover certain indemnification claims (and waiving all indemnification claims against the Debtors' estates). Parties were given until approximately 2:00 p.m. on April 17th to make their final, highest and best offers. At that time, AK Steel reaffirmed the bid it had previously submitted without change, and the Auction was closed.

32. Thereafter, the Debtors consulted with the Creditor Constituencies regarding the bids. Moreover, a Special Committee of the Debtors' Board of Directors held a teleconference to review the bids, and after careful analysis of the bids and consideration of the views of the Creditor Constituencies, the Special Committee, in the exercise of its business judgment, selected U.S. Steel's final bid as the highest and best offer.

33. On April 21, 2003, this Court entered an order approving the sale (the "Sale Order") of substantially all of the Debtors' assets to U.S. Steel for approximately $1.05 billion, consisting of approximately $850 million in cash and the assumption of approximately $200 million of liabilities (the "Sale"). On May 20, 2003, the Debtors and U.S. Steel closed the transactions contemplated by the Sale, thereby transferring the Debtors' assets to U.S. Steel pursuant to that certain asset purchase agreement dated April 21, 2003, as amended (the "Asset Purchase Agreement").

B. Creditor Settlements

34. Certain of the major operating assets sold to U.S. Steel were collateral securing the claims held by the Bondholders' Committee. Certain other of such assets were collateral securing the claims of Mitsubishi and Marubeni. Other assets sold to U.S. Steel were, in the Debtors' view, not pledged to secure any debt (after repayment of the DIP Loans) and thus proceeds from such assets were available to satisfy administrative expenses of the Reorganization Cases and potentially for distribution to holders of general unsecured claims. Moreover, the PBGC asserted claims in excess of $2.1 billion against each Debtor and liens on assets of certain non-Debtor affiliates, which assets were to be sold to U.S. Steel. Finally, the USWA argued it held hundreds of millions of dollars in administrative and unsecured claims against the Debtors for alleged violations of their collective bargaining agreements.

35. Not surprisingly, there were disputes between the Bondholders' Committee, the Creditors' Committee, Mitsubishi, Marubeni, PBGC, USWA, and the Debtors, regarding their respective rights and claims to the various assets sold to U.S. Steel and the proceeds thereof,

including disagreements about relative asset values, as well as disputes regarding the Debtors' ability to sell assets free and clear of secured creditor liens over their objection. Litigation of these disputes would have been extremely time-consuming and costly. Most importantly, litigation of these issues (as opposed to settlement) threatened to cripple the Sale process entirely.

36. Accordingly, at the same time as the Debtors and their professionals intensely prepared for the possibility of a contested hearing, all parties devoted significant time and energy to the negotiation and resolution of such matters so that the Sale could proceed as smoothly and efficiently as possible. As a result of such efforts, the parties negotiated a number of settlements of all such issues, which in turn resulted in all of the major creditor constituencies' representatives supporting the Sale.

C. Hart-Scott-Rodino Approval

37. Finally, before the Sale to U.S. Steel could ever be consummated, the Debtors had to receive antitrust clearance from the Department of Justice ("DOJ"). This, in turn, required the Debtors and their professionals to devote significant resources to preparing the proper filings, and producing the requested documents, for the DOJ. The Debtors and their professionals participated in numerous meetings with the DOJ in order to ensure compliance with the filing requirements of the Hart-Scott-Rodino Act. As a result of such efforts and as described more fully below, the DOJ ultimately issued its notice approving the proposed transaction with U.S. Steel.

REQUESTED FEES AND REIMBURSEMENT OF EXPENSES

38. Skadden, Arps has played an important role in advising the Debtors with respect to implementing their restructuring strategy. As a result of its efforts during the Case Period, Skadden, Arps, in their capacity as Special Counsel, now seeks final allowance of $10,147,125 in fees ($1,094,889 attributable to the Fifth Fee Application Period) calculated at the applicable guideline hourly billing rates of the firm's personnel who worked on the Reorganization Cases, and $504,920 in charges and disbursements ($10,327 applicable to the Fifth Fee Application Period) actually and necessarily incurred by Skadden, Arps while providing services to the Debtors during the Case Period.

39. In their capacity as Coalition Counsel, Skadden, Arps, now seeks final allowance of $1,548,908 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who worked on the Coalition Cases, and $50,813 in charges and disbursements actually and necessarily incurred by Skadden, Arps while providing services to the Debtors during the Case Period.

40. This Final Application reflects a voluntary reduction by Skadden, Arps as Special Counsel in connection with each Fee Application Period in the aggregate amount of $284,697 for fees and expenses ($11,241 attributable to the Fifth Fee Application Period), or approximately 2.6%.[1]

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1 Skadden, Arps believes that the amounts requested in this Final Application are reasonable in relation to the services rendered. The amounts requested are already reduced to reflect the client accommodations described herein. To the extent that a party objects to this Final Application, Skadden, Arps reserves the right to recapture such client accommodations and seek up to the full amount of fees actually incurred
(continued...)

41. This Final Application also reflects a voluntary reduction by Skadden, Arps as Coalition Counsel in connection with each Fee Application Period of its usual fees and expenses in the aggregate amount of $180,342, or approximately 11.3%, for items Skadden, Arps would normally bill its clients.

SUMMARY OF SERVICES RENDERED BY SKADDEN, ARPS DURING THE CASE PERIOD AS SPECIAL COUNSEL

42. Throughout the Case Period, Skadden, Arps has worked closely with the Debtors, General Bankruptcy Counsel and the Debtors' other advisors to administer these estates and maximize the return for estate creditors. These services were directed towards a myriad of tasks necessary to achieve this result. As described more fully below, the vast majority of time spent by Skadden, Arps during the Case Period was devoted to assisting the Debtors in their efforts to obtain Court approval of, and to consummate, the Sale to U.S. Steel, and to negotiate and implement certain key labor-related agreements.[2] To meet the Debtors' needs, Skadden, Arps attorneys provided multi-disciplinary services on a daily basis.

43. Skadden, Arps created twenty-seven (27) different matter numbers or subject-matter categories (the "Matter Categories") to which its professionals assigned the time billed by them, all of which are related to the tasks performed by Skadden, Arps on behalf of the

[1](...continued)

in connection with this engagement.

[2] Skadden, Arps is one member of the team of skilled professionals retained by the Debtors to assist in their reorganization effort. Reference to Skadden, Arps' assistance to the Debtors during the Case Period generally was part of a collaborative effort with the Debtors' other retained professionals, including Piper Rudnick, Lazard Frères & Co. LLC, and Ernst & Young Corporate Finance.

Debtors.[3] All Skadden, Arps professionals kept a contemporaneous record of the time spent rendering such services and, consistent with guidelines of the Office of the United States Trustee, separated tasks in billing increments of one-tenth of an hour. All of the services performed by Skadden, Arps were legal in nature and necessary for the proper administration of the Reorganization Cases.

44. Skadden, Arps devoted approximately 52.6% of its time to the following matters, each of which was responsible for fees in excess of $1,000,000 during the Case Period: Asset Dispositions, Antitrust Matters, and Employee Matters.

45. Skadden, Arps devoted approximately 23.9% of its time to the following matters, each of which was responsible for fees between $500,000 and $1,000,000 during the Case Period: Litigation (General), Labor Matters, Asset Analysis and Recovery, and Reorganization Plan.

46. Skadden, Arps devoted approximately 19.4% of its time to the following matters, each of which was responsible for fees between $100,000 and $500,000 during the Case Period: Real Estate (Owned), Business Operations, General Corporate Advice, Retention/Fee Matters (SASM&F), Environmental Matters, Financing, Executory Contracts/Personalty and Creditor Meetings/Committees.

47. The remaining 4.1% of time billed by Skadden, Arps was devoted to the following matters, each of which was responsible for less than $100,000 during the Case Period: Disclosure Statement, Nonworking Travel Time, Tax Matters, Strategic Initiatives, International

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[3] Exhibit D contains a table of all matter numbers used in these Reorganization Cases.

Trade Matters, Regulatory Matters, Leases (Real Property), Press/Public Affairs, Insurance and U.S. Trustee Matters.

MATTERS GREATER THAN $1,000,000

A. Asset Dispositions

48. As stated above, a significant portion of Skadden, Arps' time during the Case Period was devoted to representing the Debtors in their efforts to sell substantially all their operating assets as a going concern to one or more third party purchasers, which efforts were pursued on a parallel path with ongoing efforts to pursue a stand-alone restructuring plan as well.

49. During the Case Period, numerous Skadden, Arps professionals spent many long hours meeting and having teleconferences with representatives of the Debtors, potential third party purchasers, Lazard Frères & Co., the Creditors' Committee, Bondholders' Committee,[4] Mitsubishi Corporation ("Mitsubishi") and Marubeni Corporation ("Marubeni"), and their professionals to discuss various aspects of a potential asset sale and the consequences that such sale might have on various constituents of and claims against the Debtors. As part of this process, Skadden, Arps assembled and maintained an extensive data room and worked with the Debtors in assisting numerous potential purchasers in conducting due diligence, meeting with management, and responding to inquiries.

50. Moreover, the asset purchase agreements exchanged between the Debtors and potential purchasers were lengthy, addressing a myriad of issues, such as employee, real

4 The "Bondholders' Committee" means that certain unofficial ad hoc committee formed in these cases by holders of over 50 percent of the principal amount outstanding under the Debtors' 8.375% 2006 Series Bonds and the 9.875% 2009 Series D Bonds.

estate, tax, antitrust, securities laws and labor issues. The Debtors with the assistance of numerous Skadden, Arps professionals spent significant time reviewing and analyzing these agreements and their potential effects on various business segments and constituents of the Debtors. Thereafter, numerous Skadden, Arps professionals attended meetings and participated on conference calls with the Debtors' senior management and potential purchasers and their professionals, among others, to discuss and negotiate revisions and amendments to the potential sale agreements.

51. As a result of such efforts, the Debtors entered into a proposed asset purchase agreement for the sale of substantially all of their assets with U.S. Steel in exchange for \$950 million, which was comprised of \$750 million of cash and U.S. Steel common stock and \$200 million of assumed liabilities. Moreover, on January 9, 2003, the Debtors filed a motion (the "Sale Motion") seeking approval of certain bidding and auction procedures for the sale of such assets and naming U.S. Steel as the stalking-horse bidder (Docket No. 1616). Skadden, Arps attorneys were highly involved in this sale process and devoted significant time to drafting, reviewing and revising the required pleadings and notices to be filed with this Court, as well as participated at the Court hearings where these pleadings were presented.

52. In response to the Sale Motion, the Debtors received numerous objections from various parties in interest, including the Creditors' Committee, Bondholders' Committee, PBGC, Mitsubishi and Marubeni. In addition, at that time, the Debtors received a competing bid from AK Steel Corporation ("AK Steel"). Skadden, Arps professional spent time reviewing these objections and the AK Steel bid, as well as researching various issues raised therein.

Thereafter, the Debtors, with the assistance of Skadden, Arps professionals, participated in numerous meetings and teleconferences with the Creditors' Committee, Bondholders' Committee, Mitsubishi and Marubeni, and their professionals, to review and discuss their objections and the Debtors' sale alternatives and strategies. Moreover, the Debtors, with the assistance of Skadden, Arps professionals, attended numerous teleconferences with U.S. Steel and AK Steel regarding their proposed bids and potential improvements thereto. This, in turn, resulted in both U.S. Steel and AK Steel submitting higher and better offers to the Debtors to be the "stalking horse."

53. Skadden, Arps professionals spent significant resources in amending their proposed asset purchase agreement and asset schedules in response to negotiations with U.S. Steel and AK Steel. Moreover, Skadden, Arps attorneys devoted time to revising the required pleadings and notices to be filed with this Court. Accordingly, on or about February 6, 2003, this Court approved AK Steel as the stalking horse bidder and certain bidding and auction procedures in connection with the sale of substantially all of the Debtors' assets (Docket No. 1755). Thereafter, Skadden, Arps professionals spent time working with the Debtors' senior management and AK Steel to satisfy the closing conditions of the proposed asset purchase agreement.

54. As a result of having the competing bids of U.S. Steel and AK Steel, the Debtors, with the assistance of Skadden, Arps, prepared for and conducted an auction for their assets during the Case Period. After almost thirty straight hours of meeting and negotiating with U.S. Steel, AK Steel, the Creditors' Committee, Bondholders' Committee, PBGC, Mitsubishi and Marubeni, the Debtors determined that U.S. Steel submitted the highest and otherwise best bid for their assets. At the same time, Skadden, Arps professional spent significant time reviewing

the objections filed by various parties in interest to the proposed sale, including the Creditors' Committee, Bondholders' Committee, PBGC, Mitsubishi and Marubeni, researching various issues raised therein and participating in numerous meetings and teleconferences with such parties to review and discuss their objections. As a result of such efforts, the Debtors, with the assistance of Skadden, Arps, were able to consensually resolve the vast majority of these objections. As to the unresolved objections, however, Skadden, Arps professionals devoted resources to drafting an extensive reply brief, as well as preparing for and attending the Court hearing to approve the Sale to U.S. Steel. After a contested hearing before this Court, the Sale Motion was approved by this Court on April 21, 2003.

55. Thereafter and in accordance with the Sale Order, Skadden, Arps spent substantial time in assisting the Debtors in consummating the Sale to U.S. Steel. Specifically, Skadden, Arps professionals reviewed and finalized the schedules to the Asset Purchase Agreement and drafted numerous UCC financing statements, assignment contracts, and transition services agreements. Throughout this process, Skadden, Arps attorneys had numerous teleconferences and meetings with the Debtors' senior management and other parties in interest to discuss and update them on the status of the Sale consummation. As a result of such efforts, the Debtors and U.S. Steel successfully closed the transaction contemplated by the Asset Purchase Agreement on May 20, 2003.

56. Skadden, Arps professionals also addressed various post-closing issues during the Fifth Fee Application Period and Case Period. For example, Skadden, Arps spent time reviewing and producing documents at the request of various creditor constituents,

responding to inquiries from parties in interest regarding the Asset Purchase Agreement, meeting with the Debtors' remaining employees regarding the transition of certain duties and obligations to U.S. Steel in furtherance of the Asset Purchase Agreement, and assiting the Debtors in releasing various liens on the assets transferred to U.S. Steel.

57. Skadden, Arps professionals also devoted time to assisting the Debtors with certain working capital and purchase price adjustments as contemplated by the Asset Purchase Agreement. Skadden, Arps attorneys participating on numerous teleconferences with the Debtors' management and U.S. Steel during which these adjustments were reviewed and analyzed. Thereafter, Skadden, Arps attorneys spent time drafting a letter agreement which finalized the terms of these working capital and purchase price adjustments.

58. Given the size, nature, and complexity of the Debtors' business, consummating the Sale to U.S. Steel was a massive project requiring lawyers from multiple disciplines working on the project. All such efforts were undertaken with the full participation by each of the Debtors' major constituents, such as the Creditors' Committee, Bondholders' Committee, Mitsubishi and Marubeni, and their professionals. The process was difficult and exceptionally time-consuming because of the vast number of complex issues that had to be addressed and resolved before any such sale could be finalized. Specifically, not only did the Debtors, with the assistance of Skadden, Arps and their other retained professionals, have to negotiate and finalize an extensive asset purchase agreement, but they also had to research and analyze their alternatives regarding other complex issues raised in connection therewith, such as employee and labor

matters, pension plan issues, real estate matters, antitrust concerns, environmental issues, tax matters, collective bargaining agreements and retiree issues, among others.

59. Skadden, Arps believes that it was reasonable and necessary, on a number of occasions, for multiple professionals to attend and participate in meetings and teleconferences charged under the Asset Disposition billing category. Specifically, any potential transaction with a third party involves analysis of and negotiations regarding a significant number of different types of issues for which different lawyers have particular expertise. Accordingly, discussions and negotiations often require the participation of lawyers with different areas of expertise, such as restructuring, securities law, tax law, mergers and acquisitions and labor matters. In addition, in an effort to have more junior attorneys (with lower billing rates) in a position to handle certain aspects of a transaction from time to time, both a partner and an associate were often required to participate on a conference call or to attend a meeting.

60. In connection with the foregoing services, Skadden, Arps professionals expended 5,496.4 hours during the Case Period for which Skadden, Arps seeks compensation of $2,283,753. Detailed time entries of each Skadden, Arps professional related to services performed during the Fifth Fee Application Period are attached hereto as Exhibit E-1. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Names	**Fifth Period Hours**	**Fifth Period Amount**	**Case Period Hours**	**Case Period Amount**
Gary P. Cullen	29.4	$20,914	878.7	$605,497

Names	Fifth Period Hours	Fifth Period Amount	Case Period Hours	Case Period Amount
Shilpi Gupta	69.0	$32,014	1,198.6	$541,113
David Liu	42.4	$12,617	788.1	$230,046
Michael P. McGrane	30.1	$10,084	584.9	$192,028
Laura A. Hazelwood	8.4	$2,814	629.2	$184,195
Eric W. Kaup	0.4	$166	382.9	$149,764
James D. Anderson	0.0	$0	298.5	$116,489
Timothy R. Pohl	0.0	$0	158.8	$84,850
Carole Aciman	0.0	$0	72.8	$35,309
Anna M. Kaczmarek	0.0	$0	69.4	$27,940
Stephanie L. Burch	0.0	$0	29.2	$13,286
Catherine E. Danz	28.9	$9,682	28.9	$9,682
L. Byron Vance III	0.0	$0	18.7	$9,257
David S. Prohofsky	0.0	$0	23.8	$8,926
Nancy M. Olson	0.0	$0	18.1	$7,371
Matthew M. Murphy	0.0	$0	18.8	$6,298
Steven H. Forbes	0.0	$0	12.7	$5,017
Keith A. Simon	0.0	$0	9.8	$3,261
Amie D. Rooney	0.0	$0	9.5	$2,518
John-Michael A. Wheat	7.1	$1,207	7.1	$1,207
Brian P. Hanigan	6.3	$1,071	6.3	$1,071
Peter T. McKeon	2.2	$1,067	2.2	$1,067
Clifford H. Aronson	0.0	$0	1.5	$1,013
Thomas W. Greaves	3.0	$1,005	3.0	$1,005
Scott Brown	0.0	$0	1.5	$623
Jakub Teply	0.0	$0	3.5	$595

Names	Fifth Period Hours	Fifth Period Amount	Case Period Hours	Case Period Amount
Legal Assistants	7.2	$1,179	239.9	$44,325
Total	234.4	$93,820	5,496.4	$2,283,753

B. Antitrust Matters

61. Skadden, Arps professionals spent substantial time addressing antitrust matters during the Case Period in connection with the Sale of the Debtors' assets to U.S. Steel. Most importantly, as discussed below, Skadden, Arps assisted the Debtors in obtaining antitrust clearance for the Sale to U.S. Steel– antitrust clearance that was extremely difficult to obtain, but, ultimately, which paved the way for the highly successful sale to be obtainable. Skadden, Arps required the participation and efforts of various professionals due to the difficulty in determining antitrust issues in an industry as large and complex as the steel industry.

62. Specifically, numerous Skadden, Arps attorneys devoted significant resources to summarizing and analyzing the competition and structure of the steel industry in order to determine whether proposed sales to potential specific buyers would create antitrust issues, and how such issues could be resolved. Skadden, Arps professionals spent time reviewing and analyzing the competition and structure of other related industries in order to compare and contrast them to the steel industry and to determine whether, and to what extent, such industries overlap and compete with the steel industry.

63. Skadden, Arps professionals also reviewed and drafted memorandum summarizing previous statements of and standards established by the DOJ regarding antitrust

violations and compared those statements and standards to the steel industry and National Steel in particular. Various Skadden, Arps professionals participated on teleconferences with the Debtors' senior management and potential purchasers during which these antitrust matters were discussed and examined.

64. As a result of these efforts, the Debtors, with the assistance of Skadden, Arps professionals, drafted and filed the required Hart-Scott-Rodino notices with the DOJ in order to receive antitrust clearance for their proposed sale to U.S. Steel. In response to such filing, the DOJ issued a notice requesting additional information and documents from the Debtors on February 6, 2003 (the "Second Request").

65. The Second Request was very broad in nature and, because the proposed auction for the Debtors' assets was scheduled for April 16, 2003, required a substantial amount of time and efforts from numerous Skadden, Arps professionals. For example, the Second Request required production of any and all documents relating to, among other things, (1) each and every product manufactured or sold by the Debtors, (2) business plans, (3) budgets and financial projections, (4) research and development efforts, (5) presentations to management committees, executive committees and boards of directors, (6) market share or competitive position of the Debtors or any of its competitors, (7) supply and demand conditions, (8) any contract to sell any relevant product of the Debtors, (9) price lists, pricing plans, pricing policies and similar documents relating to any relevant product of the Debtors and (10) costs of transportation any of the products sold or manufactured by the Debtors.

66. In order to comply with this request, numerous Skadden, Arps professionals spent substantial time reviewing and summarizing hundreds, if not thousands, of documents relevant to the Debtors' business operations. Not only did Skadden, Arps professionals need to review and understand the contents of each document in order to ensure that it was responsive to the Second Request, but they also had to make sure that no privileged information was improperly disclosed. Accordingly, numerous Skadden, Arps professionals spent significant time redacting privileged information from these documents and creating a privileged log summarizing the redacted information. In connection with this document production, Skadden, Arps professionals attended numerous teleconferences and meetings with the Debtors' management and personnel to fully understand the context and scope of the relevant documents.

67. Finally, various Skadden, Arps professionals devoted substantial efforts to drafting the "white paper" for the DOJ. Specifically, the "white paper" was a memorandum that supported the Debtors' assertion that the proposed asset sale to U.S. Steel would not result in any lessening of competition. This required significant research about the competition of the steel industry, as well as the Debtors' and proposed purchasers' market share in the industry. This memorandum also required Skadden, Arps professionals to analyze the potential effects of the proposed transaction on the steel industry and whether, and to what extent, competition would be impacted thereby. As a result of these exhaustive efforts, the DOJ issued its notice approving the proposed transaction with U.S. Steel.

68. In connection with the foregoing services, Skadden, Arps professionals expended 6,124.0 hours during the Case Period for which Skadden, Arps seeks compensation of

$1,848,808. Detailed time entries of each Skadden, Arps professional related to services performed during the Fifth Fee Application Period are attached hereto as Exhibit E-2. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Names	Fifth Period Hours	Fifth Period Amount	Case Period Hours	Case Period Amount
Jed Goldfarb	0.0	$0	945.6	$389,912
Clifford H. Aronson	0.0	$0	292.5	$203,026
Linda Soohoo	0.0	$0	403.6	$191,710
K. Shick Pal	0.0	$0	349.0	$137,856
J. Raymond Reduque	0.0	$0	311.6	$74,784
Joseph Laroski, Jr.	0.0	$0	135.7	$53,602
Brian C. Mohr	0.0	$0	108.9	$52,818
David A. Straite	0.0	$0	104.4	$45,414
John J. Todor	0.0	$0	105.4	$41,634
Carolyn N. Guthrie	0.0	$0	186.2	$39,102
Robert A. Greebel	0.0	$0	130.8	$38,586
Uma N. Everett	0.0	$0	120.5	$35,548
Monica Beck	0.0	$0	141.5	$33,960
Sara M. Turner	0.0	$0	180.8	$33,448
Eric C. Otness	0.0	$0	136.5	$32,760
Stephen P. Vaughn	0.0	$0	54.2	$26,288
Lecor F. Farhadian	0.0	$0	99.4	$23,856
Lisa A. Small	0.0	$0	44.5	$17,578
Jean Kim	0.0	$0	50.3	$16,851
John J. Mangan	0.0	$0	19.1	$12,511

Names	Fifth Period Hours	Fifth Period Amount	Case Period Hours	Case Period Amount
Gary P. Cullen	0.0	$0	15.8	$10,915
John Janega	0.0	$0	61.1	$10,387
Barbara Hurley Holohan	0.0	$0	59.1	$10,047
Robert E. Lighthizer	0.0	$0	12.4	$8,123
Lyle Silva	0.0	$0	45.5	$7,735
Edwin Hodge	0.0	$0	43.0	$7,310
Antonio La Pergola	0.0	$0	19.6	$5,880
Parto Barkhordari	0.0	$0	32.9	$5,593
Frederic Depoortere	0.0	$0	10.4	$4,940
Dinah Reese	0.0	$0	26.0	$4,420
David J. Albright	0.0	$0	11.3	$3,786
James C. Hecht	0.0	$0	5.4	$3,078
Julie H. Choe	0.0	$0	17.5	$2,975
Stephen J. Narkin	0.0	$0	5.7	$2,765
Dominique Speekenbrink	0.0	$0	4.5	$2,048
Edwin Hodge	0.0	$0	10.5	$1,785
John D. Adams	0.0	$0	10.0	$1,700
Daniel M. Smith	0.0	$0	5.9	$1,239
Albert W. Adametz	0.0	$0	2.1	$998
Horst Henschen	0.0	$0	1.2	$582
Legal Assistants	0.0	$0	1,803.6	$251,258
Total	0.0	$0	6,124.0	$1,848,808

C. Employee Matters

69. As of the Petition Date, the Debtors employed approximately 8,000 people and over 80% of such employees were represented by the USWA or other labor organization, and their respective employment terms were governed by various collective bargaining agreements ("CBAs"). Moreover, the Debtors are parties to various pension and welfare plans under ERISA. Accordingly, due to the size and complexity of the Debtors' workforce and employment issues, various Skadden, Arps professionals devoted significant resources to employee matters, particularly in relation to potential asset sales as discussed above.

70. Specifically, numerous Skadden, Arps professionals devoted significant resources to fully understanding the Debtors' various pension and welfare plans and their rights and responsibilities thereunder, as well as in connection with ERISA and the Bankruptcy Code. Skadden, Arps required the participation and efforts of each attorney because of the numerous employee issues involved in any potential sale of the Debtors' businesses and because each attorney had or were expected to have different upcoming responsibilities as the potential sale and reorganization progress forward. Skadden, Arps professionals researched numerous matters under ERISA and the Bankruptcy Code, such as the impact a sale or other third party transaction might have on the Debtors' funding requirements under ERISA, potential under-funding and withdrawal liabilities under ERISA (whether as part of a sale or stand-alone plan of reorganization) and the priority of certain potential ERISA liabilities under the Bankruptcy Code. As part of their research and analysis, multiple Skadden, Arps professionals discussed these issues extensively with the Debtors' senior management in order to ensure that the Debtors fully

complied with ERISA and the Bankruptcy Code and to fully evaluate the Debtors' reorganization alternatives.

71. Skadden, Arps professionals also devoted substantial efforts to reviewing and responding to the complaint filed by the PBGC wherein the PBGC sought to terminate the Debtors' defined-benefit pension plans. In particular, multiple Skadden, Arps professionals had numerous teleconferences with the PBGC, the Debtors' senior management and various creditor constituents in order to discuss this termination and the Debtors' various alternatives resulting therefrom, as well as the effects such termination may have on the proposed asset purchase agreement with U.S. Steel. Thereafter, numerous Skadden, Arps professionals researched various ERISA issues regarding pension plan termination and drafted and revised an answer in response to the PBGC complaint. Skadden, Arps professionals also spent time reviewing the USWA's motion to intervene in the plan termination hearing and drafted a motion in support of such intervention. Moreover, the Debtors, with assistance of Skadden, Arps professionals, drafted various Q&A's for their employees in order to answer frequently asked questions and address their concerns regarding the pension plan termination by the PBGC.

72. In addition to this proposed pension plan termination, the PBGC also filed an objection to the Sale Motion. Specifically, due to certain under-funding of the Debtors' pension plans, the PBGC asserted liens on various assets of the Debtors, including certain non-debtor corporate entities. Skadden, Arps spent time researching ERISA and other applicable law in order to determine the propriety of such actions, as well as the Debtors' ability to unilaterally remove such liens through a section 363 sale and otherwise. Thereafter, the Debtors, with the

assistance of Skadden, Arps, had numerous and extensive discussions with the PBGC regarding the Sale to U.S. Steel, their objection to such sale and the validity of their alleged liens on the Debtors' assets. After extensive negotiations, the Debtors and PBGC were able to consensually resolve this matter and entered into a stipulation during the Case Period.

73. Skadden, Arps attorneys also spent significant time analyzing and addressing issues in connection with the termination of medical and life insurance benefits for the Debtors' non-union retirees under section 1114 of the Bankruptcy Code. For instance, Skadden, Arps attorneys reviewed and summarized the various medical plans of the Debtors in order to determine the scope of services provided and the ability of the Debtors to unilaterally amend or terminate such plans. In addition, Skadden, Arps professionals had numerous discussions with the Debtors' management to fully understand the Debtors' costs under these plans, as well as the demographic information of the retirees enrolled in these plans. Skadden, Arps attorneys also spent time researching various termination issues under section 1114 of the Bankruptcy Code and ERISA, as well as the scope and potential application of the Trade Adjustment Act of 2002 to the Debtors' non-union retirees.

74. Thereafter, the Debtors, with the assistance of Skadden, Arps, had numerous teleconferences with the committee designated to represent the non-union retirees (the "Retiree Committee") in order to reach a consensual resolution of the termination of retiree benefits under section 1114 of the Bankruptcy Code. Skadden, Arps professionals assisted the Debtors in providing relevant retiree medical cost information and documentation to the Retiree Committee in order to assist the Retiree Committee in evaluating the Debtors' termination proposal. After

extensive negotiations, the Debtors and Retiree Committee were able to consensually resolve this matter and entered into a settlement agreement to terminate retiree benefits during the Case Period. This, in turn, significantly reduced the amount of time and expense required to resolve these issues with the Retiree Committee compared to what would have been required if the Debtors had sought to unilaterally terminate non-union retiree benefits under section 1114 of the Bankruptcy Code.

75. Skadden, Arps professionals also reviewed and researched various other employee issues during the Case Period. For example, Skadden, Arps professionals researched issues under the Trade Adjustment Act of 2002, COBRA and the WARN Act and discussed such issues with the Debtors' senior management, USWA and Retiree Committee. Skadden, Arps professionals also devoted time to drafting and negotiating various motions to implement employee retention programs which were designed to motive and maintain key employees of the Debtors throughout their reorganization and wind-down process. Skadden, Arps attorneys devoted time to discussing and negotiating the terms and conditions of these retention programs with the Debtors' major creditor constituents in order to ensure that the programs adequately addressed those parties' concerns while also successfully motivating and rewarding the Debtors' employees.

76. Finally, with respect to the Fifth Fee Application Period, Skadden, Arps professionals continued to assist the Debtors with the consummation of the settlement with the Retiree Committee. This, in turn, required Skadden, Arps professionals to participate on teleconferences with the Debtors' management and Retiree Committee, as well as research

certain issues under COBRA and review various closing documents which transferred certain employee plans from the Debtors to a third party administrator. Moreover, Skadden, Arps attorneys assisted the Debtors with the consensual termination of certain CBAs, such as with the Chemicals Workers, Bricklayers and Hodcarriers Unions. Skadden, Arps professionals participated on numerous teleconferences with the Debtors' management and union representatives during which the terms and conditions of such terminations were negotiated and finalized. Thereafter, Skadden, Arps attorneys spent time drafting the pleadings required to receive Court approval of such terminations.

77. In connection with the foregoing services, Skadden, Arps professionals expended 2,623.3 hours during the Case Period for which Skadden, Arps seeks compensation of $1,155,693. Detailed time entries of each Skadden, Arps professional related to services performed during the Fifth Fee Application Period are attached hereto as Exhibit E-3. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Names	**Fifth Period Hours**	**Fifth Period Amount**	**Case Period Hours**	**Case Period Amount**
David S. McFarlane	42.6	$20,183	1,311.3	$581,818
Michael A. Lawson	7.0	$4,585	212.5	$134,353
Felicia Gerber Perlman	14.3	$7,672	181.5	$94,616
Keith A. Simon	2.5	$976	206.4	$73,927
Timothy R. Pohl	1.5	$818	98.1	$51,154
Rena M. Samole	49.4	$17,678	128.6	$44,211
Eric W. Kaup	20.8	$8,455	91.6	$36,318

Names	Fifth Period Hours	Fifth Period Amount	Case Period Hours	Case Period Amount
Lonny R. Block	0.0	$0	61.0	$28,670
Gary P. Cullen	0.0	$0	32.0	$21,977
John P. Furfaro	0.0	$0	27.9	$17,019
Matthew F. Prewitt	0.0	$0	29.8	$12,964
Aileen A. Dowd	0.0	$0	36.1	$11,913
Rhan Soh	0.0	$0	43.6	$10,464
Brian P. Karpuk	19.0	$6,533	30.8	$10,043
Allison V. Herriott	0.0	$0	43.4	$7,378
Calvin Siemer	0.0	$0	5.1	$2,397
Kristin Major	0.0	$0	4.5	$1,710
Shilpi Gupta	0.8	$364	3.1	$1,411
Mark R. Filip	0.0	$0	0.7	$382
Legal Assistants	12.0	$1,444	75.3	$12,968
Total	169.9	$68,708	2,623.3	$1,155,693

MATTERS BETWEEN $500,000 AND $1,000,000

D. Litigation (General)

78. During the Case Period, Skadden, Arps professional devoted significant resources to reviewing and analyzing the numerous and extensive objections filed to the Sale Motion by various parties in interest (collectively, the "Objecting Parties"), including the Creditors' Committee, Bondholders' Committee, PBGC, Mitsubishi and Marubeni, as well as researching a multitude of legal and factual issues raised in these objections, in order to be fully prepared to argue the Sale Motion before this Court. Specifically, Skadden, Arps professionals

researched and analyzed, among other things, (1) a debtor's ability to sell substantially all its assets under section 363 rather than as part of a Chapter 11 plan, (2) a debtor's ability to sell assets free and clear of liens without the lienholder's consent under sections 363(f)(3) and (f)(5) and what type of adequate protection is required for the lienholder under section 363(e), (3) the ability of a secured creditor to credit bid under section 363(k), (4) the alternatives to a debtor in comparing bids with different contingencies and how to analyze a credit bid on only a portion of the assets to other bids for all assets, (5) different methods to value collateral and allocate the sale proceeds under section 506, (6) transfer tax issues under section 1146, (7) good faith and fear dealing in the bidding process, (8) standing of a proposed bidder to object to a sale of assets, (9) ability of debtor to determine whether a bid is a qualified bid and (10) expert witness requirements. After conducting this extensive research, Skadden, Arps professionals devoted resources to drafting a detailed response to the objections of the Objecting Parties.

79. At the same time, Skadden, Arps professionals devoted substantial time to meeting with the Debtors' senior management to discuss issues raised by the Objecting Parties and to prepare them for possible testimony at the Sale Hearing. This required Skadden, Arps attorneys to review and analyze numerous valuation and business issues with the Debtors' management, as well as compare the Sale to U.S. Steel to other alternative reorganization strategies. Moreover, Skadden, Arps spent time preparing the Debtors' senior management for depositions that were demanded by certain of the Objecting Parties, as well as drafting affidavits to be presented to the Court. Skadden, Arps professionals also reviewed various discovery and

document requests of the Objecting Parties and prepared documentation and detailed responses to such requests.

80. Skadden, Arps attorneys played a leading role in negotiating a settlement of all of the objections to the sale raised by various creditor constituents, and negotiating an inter-creditor settlement agreement that became the foundation for the Plan. These efforts were undertaken on a parallel path with preparing to litigate the Sale Motion, and the results of these efforts obviated the need to continue costly, potentially protracted litigation and paved the way for the Sale to be approved by the Court.

81. After the Court approved the Sale to U.S. Steel, Skadden, Arps attorneys prepared for a possible appeal of the Sale Order by AK Steel. This, in turn, required Skadden, Arps to research the Bankruptcy Rules and relevant case law regarding appeals of section 363 sale orders in general and with respect to substantially all of a debtor's assets in particular, as well as the requirements for an appellant to obtain a stay pending appeal and post a supersedeas bond.

82. Furthermore, in response to an appeal of the Sale Order by the States of Illinois and Washington, Skadden, Arps professionals researched numerous transfer tax issues under section 1146 of the Bankruptcy Code and relevant caselaw interpreting such section. Thereafter, Skadden, Arps attorneys spent time reviewing and analyzing the appellant brief filed by the States of Illinois and Washington and drafting and filing their required appellate documents with the District Court, such as the designation of items to be included in the record on appeal and their appellee brief.

83. Finally, with respect to the Fifth Fee Application Period, Skadden, Arps professionals spent time assisting the Debtors with other litigation matters. For example, Skadden, Arps professionals researched various issues under The Coal Industry Retiree Health Benefit Act of 1992 (the "Coal Act") in connection with certain retiree medical plans and programs, assisted the Debtors and General Bankruptcy Counsel with numerous omnibus claims objection issues and addressed and resolved various claims asserted by holders of mechanics liens.

84. In connection with the foregoing services, Skadden, Arps professionals expended 2,277.8 hours during the Case Period for which Skadden, Arps seeks compensation of $843,159. Detailed time entries of each Skadden, Arps professional related to services performed during the Fifth Fee Application Period are attached hereto as Exhibit E-4. A summary of the hours incurred and value of the services performed by each professional is provided in the following table:

Names	**Fifth Period Hours**	**Fifth Period Amount**	**Case Period Hours**	**Case Period Amount**
Matthew F. Prewitt	0.0	$0	361.2	$157,123
Mark R. Filip	3.8	$2,091	282.7	$154,094
Patrick M. Crook	0.0	$0	417.5	$108,348
Lanelle K. Meidan	0.0	$0	281.4	$105,526
Justin L. Heather	0.0	$0	269.1	$79,386
Dhananjai Shivakumar	2.7	$1,175	181.7	$79,041
Rena M. Samole	28.8	$9,648	189.7	$63,550
Eric W. Kaup	22.1	$8,916	60.1	$23,928