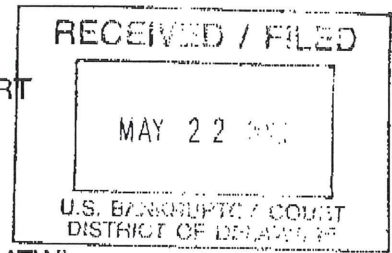


IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE



In re:

Philip Services (Delaware), Inc., et al.,

Debtors

Chapter 11

Case No. 99-02385 (MFW)

FOURTH INTERIM AND FINAL APPLICATION OF
CASSELS BROCK & BLACKWELL
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES

Name of Applicant:	Cassels Brock & Blackwell
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors of Philip Services (Delaware), Inc., <u>et al.</u>
Date of Retention:	July 22, 1999
Period for which Compensation and Reimbursement is sought:	February 1, 2000 to April 7, 2000
Amount of Compensation Requested:	C\$16,681.00
Amount of Expense Reimbursement Requested:	C\$268.67

1043

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: Philip Services (Delaware), Inc., <u>et al.</u> , Debtors	Chapter 11 Case No. 99-02385 (MFW)
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FOURTH INTERIM AND FINAL APPLICATION OF
CASSELS BROCK & BLACKWELL
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES

TO THE HONOURABLE MARY F. WALRATH, U.S. BANKRUPTCY JUDGE:

The Fourth Interim and Final Application for Compensation and Reimbursement of Expenses ("Fee Application") is filed by Cassels, Brock & Blackwell ("Cassels Brock") (i) requesting payment for services rendered and reimbursement of costs expended on behalf of the Official Committee of Unsecured Creditors ("Committee") for the period from February 1, 2000 through to and including April 7, 2000 (the "Application Period") and (ii) requesting final approval for all services rendered and reimbursement of costs expended on behalf of the Committee by Cassels Brock from the date of its retention to the effective date of the Plan.

1. On June 25, 1999, Philip Services (Delaware), Inc. along with approximately 135 of its affiliates (collectively, the "Debtors") filed a voluntary Petition under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code").

2. On July 12, 1999, the Office of the United States Trustee appointed the Official Committee of Unsecured Creditors of Philip Services (Delaware), Inc., et al. (the "Committee"). The Committee is comprised of the following creditors: Republic Environmental Systems, Inc., Plasma Processing Corporation, Robert M. Christe, First Union National Bank, Great Plains Trust Company, Kornitzer Capital Management, Inc. and Siemens Westinghouse Power Corporation. Subsequently, the Committee selected Cassels Brock as Canadian bankruptcy counsel to the Committee.

3. Cassels Brock is a nationally recognized Canadian law firm with extensive experience and expertise in bankruptcy and reorganization proceedings. Cassels Brock has been involved in all major Canadian reorganizations and virtually all major cross-border cases.

4. Presently, the core team having primary responsibility for representation of the Committee in this chapter 11 case is Bruce Leonard and David Ward. Cassels Brock draws upon the knowledge and skills of other firm lawyers to provide specialized services and legal research as the needs arise. In addition, Richard Home, one of the firm's Articling Students, is assigned to handle those aspects of the case that can best be managed by a law student to avoid excessive costs to the estate.

5. On November 25, 1999 Cassels Brock filed the First Interim Fee Application for the period July 22, 1999 through September 30, 1999 seeking approval of interim allowance compensation for actual and necessary professional services

rendered in the amount of C\$34,249.50 and for reimbursement of reasonable and necessary out-of-pocket expenses in the amount C\$31.15. This Court approved the First Interim Fee Application granting Cassels Brock compensation in the amount of C\$34,249.50 and expenses reimbursement in the amount of C\$31.15.

6. On January 19, 2000 Cassels Brock filed its Second Interim Application for the period October 1, 1999 through November 30, 1999 seeking approval of interim allowance of compensation for actual and necessary professional services rendered in the amount of C\$36,803.00 and for reimbursement of reasonable and necessary out-of-pocket expenses in the amount of C\$3,514.54. This Court approved the Second Fee Application granting Cassels Brock compensation in the amount of C\$36,803.00 and expenses reimbursement in the amount of C\$3,514.54.

7. On March 23, 2000 Cassels Brock filed its Third Interim Application for the period December 1, 1999 through January 31, 2000 seeking approval of interim allowance of compensation for actual and necessary professional services rendered in the amount of C\$11,501.00 and for reimbursement of reasonable and necessary out-of-pocket expense in the amount of C\$327.65.

8. Cassels Brock now submits this Fourth Interim and Final Fee Application pursuant to §§330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Administrative Order Pursuant to 11 U.S.C. §§105 and 331, Establishing Procedures for Interim Compensation and Reimbursement of Expenses of

Professionals dated June 30, 1999 (the "Compensation Order"). By this Fee Application, Cassels Brock requests approval of interim allowance of compensation for actual and necessary professional services rendered in the amount of C\$16,681.00 and for reimbursement of reasonable and necessary expenses in the amount of C\$268.67 for the Application Period.

9. The total number of hours expended by Cassels Brock professionals and in performing professional services for the Committee during the Application Period was 42.8 hours. The value of these services has been computed at the rates Cassels Brock customarily charges for similar services provided to other clients.

10. A detailed chronological itemization of the services rendered by each lawyer, calculated by tenths of an hour during the Application Period, is attached hereto as Exhibit "A".

11. A Summary Schedule by Projects is attached hereto as Exhibit "B".

12. A Summary of Fees and Disbursements for the Application Period is attached hereto as Exhibit "C".

13. Cassels Brock submits that the services rendered to the Committee were actual and necessary, that the compensation sought is reasonable and in accordance

with the standards of 11 U.S.C. §330 and the expenses for which reimbursement is sought were actual and necessary.

14. Cassels Brock seeks this Court's approval for the total fees for services rendered and disbursements in the amounts set forth above and an order directing the Debtors to pay such amounts.

15. Cassels Brock has reviewed the requirements of Order 32 of the General Orders of the District of Delaware dated December 12, 1996 titled Contents of Application for Compensation and Expenses ("Order 32"). This application complies with Order 32.


16. No agreement or understanding exists between Cassels Brock and any other entity for the sharing of compensation received or to be received for services rendered in or in connection with this case.

WHEREFORE, Committee respectfully requests that if no objection is timely filed as specified in the Administrative Order, this Court: (i) approve this Second Interim Fee Application for services rendered for the Application Period in the amount of C\$16,681.00 and reimbursement of expenses in the amount of C\$268.67; (ii) authorize and direct the Debtors to pay Cassels Brock such amounts; and (iii) enter any other and further relief as the Court deems proper and just.

Respectfully submitted,

CASSELS BROCK & BLACKWELL

By:

A handwritten signature in black ink, appearing to read "Bruce Leonard", written over a horizontal line.

Bruce Leonard
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Canadian Counsel to the Official
Committee of Unsecured Creditors of
Philip Services (Delaware) Inc., et al.

Dated: May 19, 2000

Toronto, Ontario