

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

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In re: : Chapter 11  
POLAROID CORPORATION, : Case No. 01-10864 (PJW)  
    et al., : Jointly Administered  
                    Debtors. : Obj. Due: 4/25/02 @ 4:00 p.m.  
- - - - - X

**NOTICE OF FILING OF MONTHLY APPLICATION FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES OF BINGHAM  
DANA LLP AS INTERNATIONAL COUNSEL TO THE DEBTORS FOR THE  
PERIOD FROM FEBRUARY 1, 2002 THROUGH FEBRUARY 28, 2002**

PLEASE TAKE NOTICE that on April 5, 2002, the  
above-captioned debtors and debtors-in-possession (the  
"Debtors") filed the attached **Monthly Application for  
Allowance of Compensation and Reimbursement of Expenses  
of Bingham Dana LLP as International Counsel to the  
Debtors for the Period from February 1, 2002 through  
February 28, 2002** (the "Application").

PLEASE TAKE FURTHER NOTICE that objections, if  
any, to the Application or the relief requested therein  
must be made in writing, filed with the United States  
Bankruptcy Court for the District of Delaware (the  
"Bankruptcy Court"), 824 Market Street, Wilmington,

Delaware 19801, and served so as to be received by: (i) the undersigned counsel to the Debtors; (ii) counsel for the Debtors' prepetition lenders, Davis, Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Attn: John Fouhey, Esq.); (iii) counsel for the Debtors' postpetition lenders, Morgan, Lewis & Brockius, 101 Park Avenue, New York, NY 10178 (Attn: Robert Scheibe, Esq.); (iv) counsel to the Committee, Young Conaway Stargatt & Taylor LLP, The Brandywine Building, 17<sup>th</sup> Floor, 1000 West Street, P.O. Box 391, Wilmington, DE 19899 (Attn: Brendan Linehan Shannon, Esq.) and Akin, Gump, Strauss, Hauer & Feld, L.L.P., 590 Madison Avenue, New York, NY 10022 (Attn: David H. Botter, Esq.); (v) Bingham Dana LLP, One State Street, Hartford, CT 06103 (Attn: Evan D. Flaschen, Esq. and Anthony J. Smits, Esq.); and (vi) the Office of the United States Trustee, J. Caleb Boggs Federal Office Building, 844 King Street, Suite 2313, Wilmington, DE 19801 (Attn: Mark S. Kenney, Esq.) (collectively, the "Notice Parties") no later than **4:00 p.m. Eastern time on April 25, 2002.**

PLEASE TAKE FURTHER NOTICE that if no objections to the Application are timely filed and served in accordance with the above procedures, an order may be entered granting the relief requested in the Application

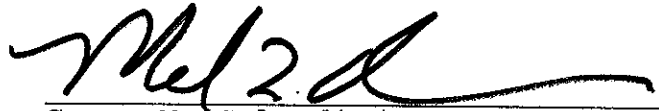
without further notice or a hearing. If an objection is properly filed and served in accordance with the above procedures, a hearing to consider the Application will be held before the Honorable Peter J. Walsh in the United States Bankruptcy Court, 824 Market Street, Wilmington, Delaware 19801 on a date and at a time to be determined. Only those objections made in writing and timely filed with the Bankruptcy Court and received by the Notice Parties will be considered by the Bankruptcy Court at such hearing.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS  
NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE  
APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated: Wilmington, Delaware  
April 5, 2002

David S. Kurtz  
Eric W. Kaup  
SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

- and -



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Gregg M. Galardi (No. 2991)  
Mark L. Desgrosseilliers (No. 4083)  
SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP  
One Rodney Square  
P.O. Box 636  
Wilmington, Delaware 19899  
(302) 651-3000

Attorneys for Debtors and  
Debtors-in-Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: : Chapter 11  
POLAROID CORPORATION, et al., : Case No. 01-10864 (PJW)  
Debtors. : Jointly Administered  
: Hrg. Date: TBD  
: Obj. Due: 4/25/02 at 4:00 p.m.

**MONTHLY APPLICATION FOR ALLOWANCE OF COMPENSATION  
AND REIMBURSEMENT OF EXPENSES OF BINGHAM DANA LLP  
AS INTERNATIONAL COUNSEL TO THE DEBTORS FOR  
THE PERIOD FROM FEBRUARY 1, 2002 THROUGH FEBRUARY 28, 2002**

Name of Applicant: BINGHAM DANA LLP  
Authorized to Provide Professional Services to: Debtors  
Date of Retention: November 5, 2001  
Period for which Compensation and Reimbursement is sought: 2/1/02 through 2/28/02  
Total Amount of Compensation sought as actual, reasonable and necessary for applicable period: \$23,160.50  
Total Amount of Expense Reimbursement sought as actual, reasonable and necessary for applicable period: \$ 355.84  
Total Amount of Compensation Paid as actual, reasonable and necessary for applicable period: \$ 0.00  
Total Amount of Expense Reimbursement Paid as actual, reasonable and necessary for applicable period: \$ 0.00

This is a monthly application.

**COMPENSATION BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
Case Administration	2.7	\$ 331.50
Fee/Employment Applications	18.1	3,554.00
General Review of Pleadings	0.9	315.00
International Planning	27.5	12,030.00
U.K.	13.8	5,425.00
Netherlands	4.3	1,505.00
<b>TOTAL</b>	<b>67.3</b>	<b>\$23,160.50</b>

**EXPENSE SUMMARY**

<b>Expense Category</b>	<b>Total Expenses</b>
Fax	\$ 50.00
Federal Express	41.78
Meals	34.27
Photocopy	190.65
Toll Calls	39.14
<b>Total</b>	<b>\$355.84</b>

**ATTACHMENT B TO FEE APPLICATION**

**SUMMARY OF TIMEKEEPERS**

<b>Timekeeper Name</b>	<b>Position</b>	<b>Yr Admitted</b>	<b>Expertise</b>	<b>Hourly Rate</b>	<b>Hours Billed</b>	<b>Total</b>
Boelitz, Anna M.	Associate	1997	020	\$350.00	32.8	\$11,480.00
Flaschen, Evan D.	Partner	1982	020	\$700.00	5.3	\$3,710.00
Kelly, William E.	Partner	1973	020	\$500.00	2.5	\$1,250.00
Smits, Anthony J.	Partner	1994	020	\$450.00	9.0	\$4,050.00
Urizar, Oscar	Associate	1996	020	\$350.00	0.8	\$280.00
<b>TOTAL FOR ATTORNEYS</b>					<b>50.4</b>	<b>\$20,770.00</b>
<b>BLENDED RATE</b>				<b>\$412.10</b>		
Gary, Stephanie Y.	Docket Clerk	n/a	020	\$120.00	2.4	\$288.00
Miller, Linda J.	Paralegal	n/a	020	\$145.00	14.5	\$2,102.50
<b>TOTAL FOR NON-ATTORNEYS</b>					<b>16.9</b>	<b>\$2,390.50</b>
<b>Grand Total</b>					<b>67.3</b>	<b>\$23,160.50</b>

**Legend:**

001 Library Research Staff  
 020 Business/Project Finance/Restructuring  
 030 Litigation  
 050 Tax

Bingham Dana LLP