

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF KENTUCKY
ASHLAND DIVISION

In re:)
) Chapter 11
)
SPECIAL METALS CORPORATION, et al.,) Case Nos. 02-10335
) 02-10338
)
Debtors.) (Jointly Administered)
)
)
) Judge William S. Howard

**ORDER APPROVING FIFTH AND FINAL FEE APPLICATION REQUEST OF STOLL,
KEENON & PARK, LLP FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS COUNSEL TO
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
THE PERIOD APRIL 15, 2002 THROUGH NOVEMBER 30, 2003**

Upon the Fifth and Final Fee Application Request (the "Final Application") of Stoll, Keenon & Park, LLP ("SKP") for allowance of compensation for services rendered and reimbursement of expenses, and it appearing that notice of said Final Application was appropriately served as designated in the Notice filed in the record, and no timely objections having been made to the Final Application, and it also appearing to the Court that the Final Application for allowance of compensation for professional services and reimbursement of expenses should be allowed as requested.

THEREFORE, IT IS HEREBY ORDERED AND ADJUDGED AS FOLLOWS:

1. The Final Application of SKP for allowance of the total fees and expenses in the amounts of \$112,405.50 and \$15,181.35, respectively, incurred from April 15, 2002 through November 30, 2003, including the allowance of fees and expenses in the amounts of \$17,216.50 and \$2,571.41, respectively, incurred from August 1, 2003 through November 30, 2003, be, and the same hereby is, APPROVED.

2. Reimbursement of SKP by the Debtor in the total amount of \$19,787.91 for the period August 1, 2003 through November 30, 2003, be, and the same hereby is, APPROVED.

3. The Debtor is authorized and directed to pay SKP the remaining approved amount, including the holdback of \$3,443.30, from the cash receipts and funds of the Debtor.

Tendered By:

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/s/ Gregory D. Pavey
CO-COUNSEL FOR THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS
OF SPECIAL METALS CORPORATION AND
ITS SUBSIDIARIES

Pursuant to Local Rule 9022-1(c)
Gregory D. Pavey shall cause a
copy of this Order to be served on
each of the parties designated to
receive this Order pursuant to
Local Rule 9022-1(a) and shall file
with the court a certificate of
service of the Order upon such
parties, within ten (10) days hereof.

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***The affixing of this Court's electronic seal below is proof this document  
has been signed by the Judge and electronically entered by the Clerk in the  
official record of this case.***



**Signed By:**  
***William S. Howard***  
**Bankruptcy Judge**  
**Dated: Tuesday, March 16, 2004**  
**(wsh)**

Service List as of December 3, 2003

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| D. Wilhoft                         | Scott Barker                                   |
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| Paul Jones                         | HAS Commercial, Inc.                           |
| Ken Larson                         | Oneida County Industrial<br>Development Agency |
| Hugh Steward                       | James C. Oster                                 |
| D. Reichenecker                    | City of Princeton                              |
| Hans Schmidt                       | J. Chris Conrad                                |
| Young Agency                       | Sonia U. Chae                                  |
| Mike Pilawa                        | Merritt S. Locke                               |
| Mike Barraclough                   | Dee Toffie                                     |
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| Securities and Exchange Commission | Carl A. Eklund                                 |
| Kentucky Revenue Cabinet           | Chester B. Salomon                             |
| United States Trustee's Office     | John P. Brice                                  |
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| Susan E. Birenbaum                 | Robert H. Sweeney, Jr.                         |
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