

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
FLEMING COMPANIES, INC., et al.,) Case No. 03-10945 (MFW)
)
Debtors.) (Jointly Administered)
)
) **Objection Deadline: 12/9/03 at 4:00 p.m. (EST)**
) **Hearing Date: To be determined**

NOTICE OF FILING OF INTERIM APPLICATION

TO: All parties requesting special notice under Fed. R. Bankr. P. 2002

KPMG LLP, accountants and restructuring advisors to the Official Committee of Unsecured Creditors (the "Committee"), has filed its **Fifth Interim Application for Compensation for Services Rendered and Reimbursement of Expenses During Period August 1, 2003 Through August 31, 2003** (the "Application").

Applicant, in its Application, seeks an award of compensation in the amount of \$210,873.00 for professional services rendered and reimbursement of expenses actually and necessarily incurred in the amount of \$16,942.00 during the period August 1, 2003 through August 31, 2003.

Copies of the Application can be obtained from the Applicant or from the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware, (302) 252-2900 (the "Bankruptcy Court").

You are required to file any response to the attached application on or before **December 9, 2003 at 4:00 p.m. Eastern Standard Time.**

At the same time, you must also serve a copy of the response upon counsel to the Committee:

PEPPER HAMILTON LLP
David M. Fournier, Esq.
1201 Market Street, Suite 1600
P.O. Box 1709
Wilmington, Delaware 19899-1709
(302) 777-6500

PEPPER HAMILTON LLP
I. William Cohen, Esq.
Robert S. Hertzberg, Esq.
100 Renaissance Center
36th Floor
Detroit, MI 48243-1157
(313) 259-7110

MILBANK, TWEED, HADLEY,
& MCCLOY, LLP
Dennis F. Dunne, Esq.
Lena Mandel, Esq.
1 Chase Manhattan Plaza
New York, NY 10005-1413
(212) 530-5000

A HEARING ON THE APPLICATION WILL BE HELD at the Court's convenience before the Honorable Mary F. Walrath, United States Bankruptcy Court for the District of Delaware, 824 North Market Street, Wilmington, Delaware 19801.

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: November 19, 2003



David M. Fournier (DE No. 2812)
Aaron A. Garber (DE No. 3837)
PEPPER HAMILTON LLP
Suite 1600
1201 Market Street
Wilmington, Delaware 19899-1709
(302) 777-6500

I. William Cohen, Esq.
Robert S. Hertzberg, Esq.
PEPPER HAMILTON LLP
100 Renaissance Center
36th Floor
Detroit, Michigan 48243-1157
(212) 259-7110

Dennis F. Dunne, Esq.
Lena Mandel, Esq.
Milbank, Tweed, Hadley & McCloy LLP
1 Chase Manhattan Plaza
New York, New York 10005-1413
(212) 530-5000

*Attorneys for the Official Committee of
Unsecured Creditors*