

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W.R. GRACE & CO., <i>et al.</i>	)	Case No. 01-01139 (JKF)
	)	(Jointly Administered)
Debtors.	)	
	)	Hearing Date: Only if Timely Objections Are Made
	)	Objection Deadline: February 18, 2002 at 4:00 p.m.

**NOTICE OF APPLICATION**

TO: PARTIES ON THE 2002 SERVICE LIST

PLEASE TAKE NOTICE that, on February 7, 2002, the Official Committee of Asbestos Property Damage Claimants of W.R. Grace & Co., Inc. and its affiliated debtors and debtors in possession (the "PD Committee") filed the attached **Application For Order Pursuant To Sections 1103(a) and 328(a) of the Bankruptcy Code and Fed. R. Bankr. P. 2014 and 2016 Authorizing The Retention and Employment Of Hilsoft Notifications (The Operating Unit of Hilsoft, Inc.) ("Hilsoft") As Consultants To The Official Committee of Asbestos Property Damage Claimants, Nunc Pro Tunc to July 9, 2001** (the "Application"). The Application seeks the entry of an Order authorizing the retention of Hilsoft as consultants to the PD Committee.

PLEASE TAKE FURTHER NOTICE that responses, if any, to the Application must be in writing, in conformity with the Federal Rules of Bankruptcy Procedure and the Local Rules of the United States Bankruptcy Court for the District of Delaware, and filed with the United States Bankruptcy Court, 824 N. Market Street, 5th Floor, Wilmington, Delaware 19801, on or before **February 18, 2002**.

PLEASE TAKE FURTHER NOTICE that responses, if any, must also be served so as to be **received no later than 4:00 p.m. on February 18, 2002** by the following: (a) the undersigned counsel for the PD Committee; (b) Debtors' counsel: (i) Kirkland & Ellis, 200 East Randolph Drive, Chicago, Illinois 60601 (Attn: James H.M. Sprayregen, Esq.) and (ii) Pachulski Stang Ziehl Young & Jones, 919 Market Street, 16<sup>th</sup> Floor, P.O. Box 8705, Wilmington, Delaware 19899-8705 (Attn: Laura Davis Jones, Esq.); (c) Office of the United States Trustee, 844 King Street, Room 2311, Wilmington, Delaware 19801 (Attn: Frank Perch, Esq.); (d) counsel to the Official Committee of Unsecured Creditors: (i) Stroock & Stroock & Lavan, 180 Maiden Lane, New York, New York 10038-4982 (Attn: Lewis Kruger, Esq.) and (ii) Duane Morris & Heckscher LLP, P.C., 1100 N. Market Street, Suite 1200, Wilmington, Delaware 19801-1246 (Attn: Michael Lastowski, Esq.); (e) counsel to the Official Committee of Asbestos Personal Injury Claimants: (i) Campbell & Levine, LLC, 1201 N. Market Street, 15<sup>th</sup> Floor, Wilmington, Delaware 19801 (Attn: Matthew G. Zaleski, III, Esq.), (ii) Caplin & Drysdale, Chartered, 399 Park Avenue, 36<sup>th</sup> Floor, New York, New York 10022 (Attn: Elihu Inselbuch, Esq.) and Caplin & Drysdale, Chartered, One Thomas Circle, N.W., Washington, D.C. 20005-5802 (Attn: Peter Van N. Lockwood, Esq.); (f) counsel to the Post Petition Lenders: (i) Latham & Watkins, Sears Tower, Suite 5800, Chicago, Illinois 60606 (Attn: J. Douglas Bacon, Esq.) and (ii) The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. Box 25130, Wilmington, Delaware 19899 (Attn: Steven M. Yoder, Esq.); and (g) counsel to the Official Committee of Equity Holders: (i) Kramer Levin Naftalis & Frankel LLP, 919 Third Avenue, New York, New York 10022 (Attn: Thomas M. Mayer, Esq.) and (ii) Klett

Rooney Leber & Schorling, 1000 West Street, Suite 1410, Wilmington, DE 19801 (Teresa K.D. Currier, Esq.).

PLEASE TAKE NOTICE THAT ONLY IF OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE AFOREMENTIONED PROCEDURE, OR THE COURT OTHERWISE REQUESTS, WILL A HEARING TO CONSIDER THE APPLICATION BE HELD BEFORE THE HONORABLE JUDITH K. FITZGERALD, UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 N. MARKET STREET, 6TH FLOOR, WILMINGTON, DELAWARE 19801 **ON A DATE TO BE DETERMINED** .

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.

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and

FERRY & JOSEPH, P.A.

/s/ Theodore J. Tacconelli

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Co-Counsel for the Official Committee of Asbestos  
Property Damage Claimants

Dated: Wilmington, Delaware  
February 7, 2002