

**UNITED STATE BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	:	Chapter 11
	:	
W. R. GRACE & CO., <i>et. al.</i>	:	Case No. 01-1139 (JKF)
	:	
Debtors	:	(Jointly Administered)
_____	:	

FOURTH MONTHLY FEE APPLICATION OF PRICEWATERHOUSECOOPERS  
LLP, AUDITORS AND TAX CONSULTANTS FOR DEBTORS,  
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT  
OF EXPENSES FOR THE MONTH OF JANUARY, 2003

Name of Applicant: PricewaterhouseCoopers LLP

Authorized to Provide  
Professional Services to: The Debtors and Debtors in Possession

Date of Retention: June 18, 2002 *nunc pro tunc* to January 10, 2002

Period for which compensation  
and reimbursement is sought: January 1, 2003 – January 31, 2003

Amount of fees and expenses sought  
as actual, reasonable and necessary: \$351,401.21

This is a(n):   x   interim        final application.

The total time expended for the preparation of this application is approximately        hours.

Prior Applications: *First, Second and Third Quarterly Fee Applications of PricewaterhouseCoopers, LLP, Auditors and Tax Consultants for Debtors, for Allowance of Compensation and Reimbursement of Expenses*; filed November 15, 2002

*First Monthly Fee Application of PricewaterhouseCoopers, LLP, Auditors and Tax Consultants For Debtors, for Allowance of Compensation and Reimbursement of Expenses for the Month of October, 2002*; filed December 30, 2002

*Second Monthly Fee Application of PricewaterhouseCoopers, LLP, Auditors and Tax Consultants For Debtors, for Allowance of Compensation and Reimbursement of Expenses for the Month of November, 2002*; filed December 30, 2002

*Third Monthly Fee Application of PricewaterhouseCoopers, LLP,  
Auditors and Tax Consultants For Debtors, for Allowance of  
Compensation and Reimbursement of Expenses for the Month of  
December, 2002; filed February 12, 2003*

*Fourth Quarterly Fee Application of PricewaterhouseCoopers,  
LLP, Auditors and Tax Consultants for Debtors, for Allowance of  
Compensation and Reimbursement of Expenses; filed February 14,  
2003*