

Debtors' Application for an Order Expanding the Ordinary Course Retention of Roberts Mlotkowski Safran & Cole P.C. by Authorizing the Employment and Retention of Roberts Mlotkowski Safran & Cole P.C. as Special Counsel for the Debtors and Debtors in Possession *Nunc Pro Tunc* to August 1, 2009 (the "Roberts Application").

By the Roberts Application, the Debtors seek entry of an order authorizing the Debtors to retain and employ Roberts Mlotkowski Safran & Cole P.C. ("Roberts") as special counsel *nunc pro tunc* to August 1, 2009.

As set forth in the Roberts Application, the Debtors have employed Roberts as an ordinary course professional in the chapter 11 cases. The Debtors have determined, however, that Roberts' fees and expenses will exceed the limits established pursuant to the Bankruptcy Court's order (the "OCP Order") authorizing the Debtors to retain and employ ordinary course professionals.¹ Accordingly, the Debtors now seek authorization to retain and employ Roberts as special counsel.

According to the Roberts Application, Roberts will continue to represent the Debtors in connection with certain intellectual property matters including (i) preparing, filing and prosecuting patent applications, (ii) providing opinions regarding the scope and validity of third party patents and applications, and (iii) preparing and negotiating technology transfer agreements. The Debtors believe that Roberts is well suited to serve as special counsel to the Debtors because Roberts specializes in intellectual property law. The Debtors further assert that Roberts has provided similar services to the Debtors and certain of their affiliates for over two years, and that Roberts will be able to represent the Debtors in an efficient manner because Roberts has gained knowledge of the Debtors' technology and business affairs over the course of such period. In addition, the Debtors maintain that the services to be provided by Roberts will not be duplicative of the services provided by the Debtors' other professionals.

The Debtors propose to compensate Roberts in accordance with Roberts' customary hourly rates. By category, Roberts' hourly rates are as follows: (i) shareholders - \$480; (ii) senior counsel - \$420; (iii) associates - \$270; and (iv) trainees/paralegals - \$150. The Debtors will also reimburse Roberts for all other expenses incurred in connection with the services provided. Roberts will apply to the Bankruptcy Court for allowance of compensation and reimbursement of expenses in accordance with the applicable provisions of the Bankruptcy Code, Bankruptcy Rules and the Local Bankruptcy Rules.

During the 90-day period prior to March 18, 2009 (the "Petition Date"), the Debtors paid Roberts \$79,556.04 for professional services performed and expenses incurred. Prior to the Petition

¹ Pursuant to the OCP Order, the fees, excluding costs and disbursements, of an ordinary course professional may not exceed \$50,000 per month on a rolling three month basis and the total amount disbursed for the duration of the chapter 11 cases may not exceed \$250,000 per ordinary course professional. Roberts has invoiced the Debtors for fees and expenses in the following amounts: (i) \$8,240.00 (March 2009); (ii) \$74,024.53 (April 2009); (iii) \$62,480.88 (May 2009); (iv) \$35,088.34 (June 2009); (v) \$63,896.17 (July 2009); and (vi) \$46,733.78 (August 2009).

Date, Roberts also issued invoices to the Debtors in the total amount of \$94,486.55,² which amount remains unpaid. The Debtors submit that Roberts has no connections with the Debtors, their creditors or any other parties in interest in these chapter 11 cases, except that Roberts has represented certain of the Debtors' creditors and other entities and parties in interest in matters wholly unrelated to the chapter 11 cases, and that Roberts does not hold or represent any interest adverse to the Debtors or their estates with respect to the matters on which Roberts is to be engaged.

The Roberts Application has been scheduled for presentment on October 6, 2009 at 12:00 p.m. (ET), with a corresponding objection deadline of October 6, 2009 at 11:30 a.m. (ET).

² The Debtors note that they scheduled Roberts' claim as \$94,222.15 in Debtor Chemtura Corporation's Amended and Restated Schedules of Assets and Liabilities. The Debtors intend to address the discrepancy between the invoiced amount and the scheduled amount through the claims reconciliation process.