

50-275/523

The Brattle Group, Inc.  
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Consultants for the Debtor

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

In Re  
PACIFIC GAS AND ELECTRIC  
COMPANY, a California corporation,  
Debtor.

Case No. 01-30923 DM  
Chapter 11 Case  
(No Hearing Scheduled)

Federal I.D. No. 94-0742640

**THE BRATTLE GROUP, INC.'S AMENDED COVER SHEET APPLICATION  
FOR ALLOWANCE AND PAYMENT OF INTERIM COMPENSATION  
AND REIMBURSEMENT OF EXPENSES  
FOR THE PERIOD FEBRUARY 1, 2002 THROUGH FEBRUARY 28, 2002**

The Brattle Group, Inc. (the "Firm") submits its Amended Cover Sheet Application (the "Application") for Allowance and Payment of Interim Compensation and Reimbursement of Expenses for the Period February 1, 2002 through February 28, 2002 (the "Application Period"). In support of the Application, the Firm respectfully represents as follows:

1. The Firm is consultant to the Pacific Gas and Electric Company, debtor and debtor-in-possession in the above-referenced bankruptcy case ("Debtor"). The

Acc: Add: Ross Gorman Center

Firm hereby applies to the Court for allowance and payment of interim compensation for services rendered and reimbursement of expenses incurred during the Application Period.

2. The Firm was engaged by the Debtor pursuant to a Retention Agreement dated September 20, 2001<sup>1</sup> to render services relating to Debtor's Plan of Reorganization. During the Application Period, the Firm billed a total of \$27,864.29 in fees (representing 121.4 hours expended) and expenses<sup>2</sup> on this retention. These fees and expenses break down as follows:

Period	Fees	Expenses	Total
2/1/2002 - 2/28/2002	\$26,981.00	\$883.29	\$27,864.29

3. Accordingly the Firm seeks allowance of interim compensation in the total amount of \$23,817.14 at this time. This total is comprised as follows: \$22,933.85 (85% of the fees for services rendered during the Application Period)<sup>3</sup> plus \$883.29 (100% of the expenses incurred during this period).
4. On this retention, the Firm has been paid to date as follows:

Application Period	Amount Applied For	Description	Amount Paid
9/20/01 - 9/30/01	\$39,719.68	85% of fees and 100% of expenses	\$39,719.68
10/1/01 - 10/31/01	\$381,566.07	85% of fees and 100% of expenses	\$381,566.07

<sup>1</sup>The Retention Agreement was thereafter amended by letter agreement to provide for a calendar year 2002 maximum budget and to add additional consultants to the engagement.

<sup>2</sup>A credit has been included on the invoice for this period for a "supplies" charge that had been incorrectly included on the Firm's invoice for its October 2001 services.

<sup>3</sup>Payment of this amount would result in a "holdback" of \$4,054.13.

11/1/01 - 11/31/01	\$199,299.38	85% of fees and 100% of expenses	\$199,299.38
12/1/01 - 12/31/01	\$4,258.46	85% of fees and 100% of expenses	\$4,258.46
1/1/02 - 1/31/02	\$8,864.88	85% of fees and 100% of expenses	\$8,864.88
TOTAL	\$633,708.47	TOTAL	\$633,708.47

5. To date, for its services relating to Debtors Plan of Reorganization, the Firm is owed as follows (excluding amounts owed pursuant to this Application).

Application Period	Amount	Description
9/20/01 - 9/30/01	\$6,826.69	15% fee holdback
10/1/01 - 10/31/01	\$62,855.06	15% fee holdback
11/1/01 - 11/31/01	\$33,303.38	15% fee holdback
12/1/01 - 12/31/01	\$600.94	15% fee holdback
1/1/02 - 1/31/02	\$1,477.31	15% fee holdback
TOTAL	\$105,063.38	

6. With regard to the copies of this Amended Application served on counsel for the Committee, counsel for the Debtor and the Office of the United States Trustee, attached as Exhibit 1 hereto is the name of each professional who performed services in connection with this case during the period covered by this Application and the hourly rate for each such professional; and (b) attached as Exhibit 2-1 and 2-2 are the detailed time and expense statements for the Application Period that comply with all Northern District of California Bankruptcy Local Rules and Compensation Guidelines and the Guidelines of the Office of the United States Trustee.
7. The Firm has served a copy of this Amended Application (without Exhibits) on the Special Notice List in this case.

- 1 8. Pursuant to this Court's 'SECOND AMENDED ORDER ESTABLISHING  
2 INTERIM FEE APPLICATION AND EXPENSE REIMBURSEMENT  
3 PROCEDURE" dated February 24, 2002, the Debtor is authorized to make the  
4 payment requested herein without a further hearing or order of this Court unless  
5 an objection to this Application is filed with the court by the Debtor, the  
6 Committee, or this United States Trustee and served by the fifteenth day of the  
7 month following the service of this Application. If such an objection is filed,  
8 Debtor is authorized to pay the amounts, if any, not subject to the objection. The  
9 Firm is informed and believes that this Cover Sheet application was mailed by  
10 first class mail, postage prepaid, on or about April 30, 2002.
- 11 9. The interim compensation and reimbursement of expenses sought in this  
12 Amended Application is on account and is not final. Upon conclusion of this  
13 case, the Firm will seek fees and reimbursement of the expenses incurred for the  
14 totality of the services rendered in the case. Any interim fees or reimbursement of  
15 expenses approved by this Court and received by the Firm will be credited against  
16 such final fees and expenses as may be allowed by this Court.
- 17 10. The Firm represents and warrants that its billing practices comply with all  
18 Northern District of California Bankruptcy Local Rules and Compensation  
19 Guidelines and the Guidelines of the Office of the United States Trustee. Neither  
20 the Firm nor any members of the Firm has any agreement or understanding of any  
21 kind or nature to divide, pay over, or share any portion of the fees or expenses to  
22 be awarded to the Firm with any other person or attorney except as among the  
23 members and associates of the Firm.

24  
25 WHEREFORE, the Firm respectfully requests that the Debtor pay compensation to the  
26 Firm as requested herein pursuant to and in accordance with the terms of the "AMENDED  
27 ORDER ESTABLISHING INTERIM FEE APPLICATION AND EXPENSE  
28 REIMBURSEMENT PROCEDURE."

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Dated: 29 April 2002

The Brattle Group, Inc.

By: Barbara J. Levine

Barbara J. Levine, General Counsel  
Consultants to Pacific Gas & Electric Co.