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Attorneys for the Ad Hoc Committee  
of Equity Security Holders

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	
	:	Chapter 11
NORTHWEST AIRLINES CORPORATION, <u>et al.</u> ,	:	
	:	Case No. 05-17930 (ALG)
Debtors.	:	
	:	(Jointly Administered)
	:	

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**ORDER TO SHOW CAUSE AND NOTICE FIXING HEARING AND  
OBJECTION DEADLINE TO CONSIDER MOTION OF THE AD HOC EQUITY  
COMMITTEE FOR AN ORDER (A) PURSUANT TO SECTIONS 105(a) AND 107(b) OF  
THE BANKRUPTCY CODE AND RULE 9018 OF THE FEDERAL RULES OF  
BANKRUPTCY PROCEDURE GRANTING LEAVE TO FILE ITS STATEMENT  
UNDER BANKRUPTCY RULE 2019(a) UNDER SEAL, AND (B) GRANTING A  
TEMPORARY STAY PENDING DETERMINATION OF THIS MOTION**

Upon the Motion (the "Motion"), dated March 1, 2007, of the Ad Hoc Committee of Equity Security Holders (the "Ad Hoc Equity Committee") for an order (a) allowing the members of the Ad Hoc Equity Committee to file under seal its statement (the "Committee Statement") pursuant to Rule 2019(a) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and (b) staying the effect of the Court's Memorandum of Opinion and Order dated February 26, 2007 [Docket No. 5032] (the "Order") (or extending the "three business days" directive in the Order) until at least three business days after the Court decides

this Motion; and upon the Declaration of David S. Rosner, attesting to the necessity for relief by Order to Show Cause; and upon due deliberation and good and sufficient cause appearing thereof, it is hereby

ORDERED that a hearing (the "Hearing") to consider to the Motion and the relief requested therein, shall be held before the Honorable Allan L. Gropper, United States Bankruptcy Judge, in Room 617 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004 (the "Bankruptcy Court"), on March 7, 2007 at 11:00 a.m. or as soon thereafter as counsel may be heard; and it is further

ORDERED that the deadline for the Ad Hoc Equity Committee's compliance with the Order set forth therein is stayed and extended until the day after three (3) business days from the date of entry of an order in connection with the Motion; and it is further

ORDERED that on or before March 1, 2007, the Ad Hoc Equity Committee shall serve the Motion and a copy of this Order to Show Cause (a) by fax upon the Office of the United States Trustee for the Southern District of New York, (b) by electronic notification (e-mail) to bankruptcy counsel to the Debtors and bankruptcy counsel to the Official Committee of Unsecured Creditors, and (c) by electronic notification through posting on the Bankruptcy Court's website, [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov); and such service shall be deemed good and sufficient service and notice of the Motion, this Order to Show Cause, the Hearing and all proceedings to be had thereon; and it is further

ORDERED that responses and objections, if any, to the relief requested in the Motion must be transmitted by electronic mail or facsimile to counsel for the Ad Hoc Equity Committee, Kasowitz, Benson, Torres & Friedman LLP, 1633 Broadway New York, New York 10019 (facsimile number (212) 506-1800), attention: David S. Rosner (drosner@kasowitz.com) and

Andrew K. Glenn (aglenn@kasowitz.com), so as to be received on or before March 5, 2007 at 4:00 p.m.; and it is further

ORDERED that a reply to the responses and objections, if any, to the relief requested in the Motion must be transmitted by electronic mail or facsimile to counsel for any parties filing such papers so as to be received by March 6, 2007 at 5:00 p.m. (the "Reply Deadline").

Dated: New York, New York  
March 1, 2007

/s/ Allan L. Gropper  
THE HONORABLE ALLAN L. GROPPER  
UNITED STATES BANKRUPTCY JUDGE