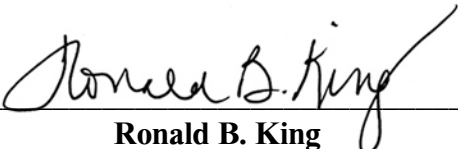




The relief described hereinbelow is **SO ORDERED**.

Signed August 29, 2017.



Ronald B. King
Chief United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

In re:	Chapter 11
CROSSROADS SYSTEMS, INC.	Case No. 17-51926-rbk
Debtor.	

**ORDER APPROVING DEBTOR’S APPLICATION FOR ORDER PURSUANT TO
BANKRUPTCY CODE SECTION 327(e) AND BANKRUPTCY RULE 2014
AUTHORIZING EMPLOYMENT AND RETENTION OF OLSHAN FROME
WOLOSKY LLP AS SPECIAL COUNSEL TO THE DEBTOR IN POSSESSION**

Upon the Application (the “Application”)¹ of Crossroads Systems, Inc. the debtor and debtor in possession in the above-captioned chapter 11 case (the “Debtor”) for entry of an order pursuant to sections 327(e) and 328 of title 11 of the United States Code (as amended, the “Bankruptcy Code”), Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure, and Rules 2014 and 2016 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for

¹ Capitalized terms used but not defined herein have the meaning assigned to such terms in the Application.

the Western District of Texas (the “Local Rules”), approving the terms of the retention and employment of Olshan Frome Wolosky LLP (the “Firm”) as special bankruptcy counsel to the Debtor.

Based on the law and facts set forth in the Application and the Declaration of Adam W. Finerman pursuant to Bankruptcy Rule 2014(a), the Court is satisfied (i) that the Firm represents no interest adverse to the Debtor’s estate, (ii) that the Firm is a “disinterested person” within the meaning of Section 101(14) of the Bankruptcy Code and (iii) that the employment of the Firm is necessary and in the best interests of the Debtor and its estate; and the Court having jurisdiction over the Application pursuant to 28 U.S.C. § 157(b)(2)(A); and sufficient notice of the Application having been given; and this Court having determined that the relief requested in the Application is just and proper; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED.
2. The Debtor is authorized to retain and employ Olshan Frome Wolosky LLP as its special counsel, as contemplated by the Application and on the terms provided in the Engagement Letter, effective as of August 13, 2017.
3. The Engagement Letter is hereby approved in all respects and found reasonable under section 327 and 328(a) of the Bankruptcy Code.
4. This Order shall become a final order unless an objection is made to the Application on or before September 14, 2017. If an objection is made on or before September 14, 2017, the Court shall set the Application for hearing.
5. Olshan Frome Wolosky LLP shall apply to the Court for payment of any fees and expenses pursuant to the procedures set forth in the Bankruptcy Code, the Federal Rules of

Bankruptcy Procedures and any applicable orders of this Court for payment of any fees earned.

6. The Debtor is authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.

7. The Court retains jurisdiction with respect to all matters arising from or related to implementation of this Order.

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SUBMITTED FOR ENTRY BY:

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Facsimile: (210)-319-5447

PROPOSED COUNSEL FOR DEBTOR