

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
POWERWAVE TECHNOLOGIES, INC.,¹) Case No. 13-10134 (MFW)
Debtor.) Re: Docket Nos. 366, 367
)
)
)

**NOTICE OF FILING OF BUDGET TO MOTION OF DEBTOR FOR ENTRY OF FOURTH
INTERIM AND FINAL ORDERS: (1) AUTHORIZING DEBTOR TO OBTAIN POSTPETITION
FINANCING, (2) AUTHORIZING USE OF CASH COLLATERAL AND PROVIDING
ADEQUATE PROTECTION, (3) GRANTING LIENS AND PROVIDING SUPERPRIORITY
ADMINISTRATIVE EXPENSE STATUS, AND (4) SCHEDULING A FINAL HEARING,
PURSUANT TO SECTIONS 105, 361, 362, 363 AND 364 OF THE BANKRUPTCY CODE**

PLEASE TAKE NOTICE THAT on April 8, 2013, the above-captioned debtor and
debtor in possession (the “Debtor”) filed the *Motion of Debtor for Entry of Fourth Interim and
Final Orders: (1) Authorizing Debtor to Obtain Postpetition Financing, (2) Authorizing Use of
Cash Collateral and Providing Adequate Protection, (3) Granting Liens and Providing
Superpriority Administrative Expense Status, and (4) Scheduling a Final Hearing, Pursuant to
Sections 105, 361, 362, 363 and 364 of the Bankruptcy Code* (the “Motion”) [Docket No. 367].

PLEASE TAKE FURTHER NOTICE THAT in connection with the Motion, the
Debtor filed a proposed interim order as Exhibit “A” to the Motion (the “Interim Order”).

PLEASE TAKE FURTHER NOTICE THAT, attached hereto as Exhibit A is the
Budget to the Interim Order (the “Budget”).

¹ The last four digits of the Debtor’s federal tax identification number are 3423.



Dated: April 9, 2013
Wilmington, Delaware

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EXHIBIT A

(The Budget)

Powerwave Technologies, Inc.

Cash Flow Forecast - US Only

for the period beginning 4/12/13
(in thousands of dollars)

Week # Week Ending	11 4/12/2013	12 4/19/2013	13 4/26/2013	14 5/3/2013	Total
Accounts Receivable Beginning Balance	\$ 23,024	\$ 26,223	\$ 25,803	\$ 25,679	\$ 23,733
Add: Sales (1)	3,700	-	-	-	3,700
Less: Receipts	501	420	124	359	1,404
Ending Account Receivable	\$ 26,223	\$ 25,803	\$ 25,679	\$ 25,320	\$ 26,029
Disbursements					
Raw Material, Contract Mfr, Other Direct Product	\$ -	\$ -	\$ -	\$ -	-
Payroll:					
US	771	6	474	27	1,278
Rent	-	-	-	350	350
Taxes	-	-	-	-	-
Insurance - Business	-	-	-	-	-
Restructuring Professional Fees	275	275	275	275	1,100
Shipping	-	-	-	-	-
Other Disbursements	402	190	225	429	1,246
DIP Interest	-	-	-	42	42
Deposits	-	-	-	-	-
Total Disbursements	\$ 1,448	\$ 471	\$ 974	\$ 1,122	\$ 4,016
Beginning Cash	\$ 933	\$ 4,986	\$ 4,935	\$ 4,085	\$ 933
Add: Normal Course Receipts From Above	501	420	124	359	1,404
Add: Other Receipts	-	-	-	-	-
Add: DIP Draw	5,000	-	-	-	5,000
Less: Total Disbursements From Above	1,448	471	974	1,122	4,016
Less: Other Disbursements	-	-	-	-	-
Less: Funding to Foreign Subsidiaries	-	-	-	-	-
Ending Cash	\$ 4,986	\$ 4,935	\$ 4,085	\$ 3,322	\$ 3,322

Memo:

Other Restricted Cash (WC, CC, WMATA Bond)

\$ 5,459 \$ 5,459 \$ 5,459 \$ 5,459 \$ 5,459

(1) Forecast reflects anticipated sale of radio heads to Samsung the week of April 12, expected to generate approximately \$1.4 million to the US Debtor the week of May 10, comprising approximately \$925 thousand in profit and \$500 thousand retention of funds previously sent to Thailand.