

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

IN BANKRUPTCY AND INSOLVENCY

THE HONOURABLE MR) MONDAY, THE 30th DAY
)
JUSTICE LEDERMAN) OF MARCH, 2009

*IN THE MATTER OF THE BANKRUPTCY OF ROYAL DOULTON
CANADA LIMITED*

ORDER

(Approving the Trustee Report & Authorizing and Directing the Trustee to Enter into the Trustee Transition Agreement)

THIS MOTION, made by the trustee in bankruptcy of Royal Doulton Canada Limited (“Royal Doulton”), Deloitte and Touche, Inc. (the “Trustee”) for an order: (i) abridging the time for service of the Notice of Motion and the Motion Record herein, and directing that any further service of the Notice of Motion and the Motion Record be dispensed with; (ii) approving the First Report of the Trustee, dated March 27, 2009 (the “Trustee Report”); and (iii) authorizing and directing that the Trustee enter into the Trustee Transition Agreement, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion, the Trustee Report and the appendices thereto; and on hearing the submissions of counsel for the Trustee, Bank of America, N.A. (Canadian Branch), WWRD Canada, Inc., the purchaser of the assets of the Royal Doulton business, and other

counsel present, no one else appearing although duly served as set out in the Affidavit of Service of Gillian Scott dated March 27, 2009.

SERVICE

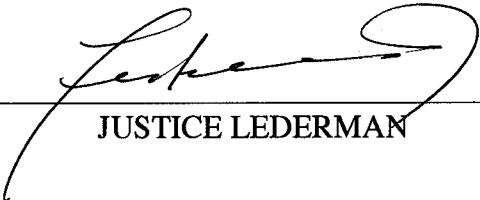
1. THIS COURT ORDERS that the time for service of the Notice of Motion and the Motion Record is hereby abridged so that this Motion is properly returnable today and any further service of the Notice of Motion and the Motion Record is hereby dispensed with.

APPROVAL OF THE TRUSTEE REPORT

2. THIS COURT ORDERS THAT the Trustee Report is hereby approved.

TRUSTEE TRANSITION AGREEMENT

3. THIS COURT ORDERS THAT the Trustee is hereby authorized and directed to enter into the Trustee Transition Agreement, in the form attached as Appendix "E" to the Trustee Report, to perform its obligations thereunder, and to take such additional steps and execute such additional documents as may be necessary or desirable in connection therewith.


JUSTICE LEDERMAN

Ontario
**SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at Toronto

ORDER

(March 30, 2009)

OSLER, HOSKIN & HARCOURT LLP
P.O. Box 50

1 First Canadian Place
Toronto, ON M5X 1B8

Marc Wasserman (LSUC #30110F)
Tel: (416) 862-4908

Alex Cobb (LSUC #45363F)
Tel: (416) 862-5964
Fax: (416)-862-6666

Lawyers for the Proposed Interim Receiver
and Receiver, Deloitte & Touche Inc.

F# 1115333