

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

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In re	:	Chapter 15
	:	
CINRAM INTERNATIONAL INC., <i>et al.</i> ,	:	Case No. 12-11882 (KJC)
	:	
Debtors in a Foreign Proceeding.	:	(Joint Administration Pending)
	:	
----- X		

MOTION AND ORDER FOR ADMISSION *PRO HAC VICE*

Pauline K. Morgan, a member of the bar of this Court, pursuant to Rule 9010-1(b) of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware (the "Local Rules"), moves the admission *pro hac vice* of Jill Frizzley of Shearman & Sterling LLP, as co-counsel to the Foreign Representative in the above-captioned cases.

/s/ Pauline K. Morgan

Pauline K. Morgan (No. 3650)
Young Conaway Stargatt & Taylor, LLP
Rodney Square
1000 North King Street
Wilmington, Delaware 19801
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CERTIFICATION BY COUNSEL TO BE ADMITTED *PRO HAC VICE*

Pursuant to Local Rule 9010-1(b), I certify that I am eligible for admission to this Court, am admitted, practicing and in good standing as a member of the Bar of the State of New York, and pursuant to District Court Local Rule 83.6 submit to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the preparation or course of this action. I also certify that I am generally familiar with this Court's Local Rules and with the Revised Standing Order for the District Court Fund effective July 23, 2009. I further certify that the annual fee of \$25.00 has been paid to the Clerk of the Court for the District Court.

Dated: June 25, 2012

/s/ Jill Frizzley

Jill Frizzley
Shearman & Sterling LLP
599 Lexington Avenue
New York, NY 10022
Telephone: (212) 848-4000
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Motion granted.

BY THE COURT:

Date: June __, 2012

KEVIN GROSS
CHIEF UNITED STATES BANKRUPTCY JUDGE