

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

IN RE:	)	Chapter 11
	)	
MOLL INDUSTRIES, INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 10-10-11371 (MFW)
	)	
Debtors.	)	Jointly Administered
	)	
	)	Related Docket Item: <u>45</u>

**ORDER AUTHORIZING DEBTORS AND DEBTORS IN POSSESSION  
TO EMPLOY PROFESSIONALS USED IN THE  
ORDINARY COURSE OF THE DEBTORS' BUSINESS**

Upon Consideration of the *Motion of the Debtors and Debtors In Possession for Authorization to Employ Professionals Used in the Ordinary Course of the Debtors' Business* (the "Motion"), filed by the above captioned debtors and debtors-in-possession (the "Debtors"); the Court finding that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) this is a core proceeding pursuant to 28 U.S.C. §§ 157(b)(2)(A), (iii) notice of the Motion was sufficient under the circumstance and that no other or further notice need be provided, and (iv) capitalized items not otherwise defined herein have the meaning given to them in the Motion; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors and their estates; and after due deliberation and sufficient cause appearing therefore,

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<sup>1</sup> The Debtors in these cases are as follows: Moll Industries, Inc., Case No. 10-11371 (MFW); Moll Holdings, Inc., Case No. 10-11372 (MFW); Moll Europe Holdings, LLC, Case No. 10-11373 (MFW); and Moll Latin America Holdings, LLC, Case No. 10-11374 (MFW).

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The Debtors are authorize to employ the professionals listed on Exhibit A to the Motion (attached hereto as Exhibit 1) (the “Ordinary Course Professionals”) in the ordinary course of their business, effective as of the Petition Date of the Debtors’ chapter 11 cases.
3. The following procedures for the retention of Ordinary Course Professionals are hereby approved:
  - a. Each Ordinary Course Professional on the list attached hereto as Exhibit 1 shall file with the Court an affidavit of disinterestedness (the “Affidavit of Disinterestedness”), substantially similar to the form attached as Exhibit 2, at least fourteen (14) days prior to submitting an invoice to the Debtors. Each ordinary Course Professional shall serve the Affidavit of Disinterestedness upon (i) the Office of the United States Trustee for the District of Delaware (Attn: David L. Buchbinder, Esq.); (ii) Sullivan Hazeltine Allinson LLC, counsel to the Debtors; (iii) NexBank, as Administrative Agent and Collateral Agent for the Debtors’ pre-petition secured lenders; and (iv) Counsel for the Committee (collectively, the “Notice Parties”).
  - b. The Notice Parties shall have twenty (20) days after the service of each Ordinary Course Professional’s Affidavit of Disinterestedness (the “Objection Deadline”) to object to the retention of such Ordinary Course Professional. The objecting party shall serve any such objection upon the Notice Parties and the respective Ordinary Course Professional on or before the Objection Deadline. If any such objection cannot be resolved within ten (10) days after its receipt, the matter shall be scheduled for hearing before the Court at the next regularly scheduled omnibus hearing date or other date otherwise agreeable to the parties thereto. If no objection is received from any of the Notice Parties by the Objection Deadline with respect to any particular Ordinary Course Professional, the Debtors shall be authorized to retain and pay such Ordinary Course Professionals to whom an objection was not filed without further order of the Court.
  - c. The Debtors may supplement the list of Ordinary Course Professionals as necessary to add or remove Ordinary Course Professionals, from time to time in their sole discretion. In such event, the Debtors shall file a notice with the Court listing the additional Ordinary Course Professionals that the Debtors intend to employ (each, an “OCP Notice”) and shall serve the OPC Notice on the Notice Parties. Additionally, each additional Ordinary Course Professional listed in the OCP Notice shall serve an Affidavit of Disinterestedness on the Notice Parties. If, within twenty (20) days after service of the Affidavit of Disinterestedness, no

objections are filed to any such additional Ordinary Course Professional, then retention of the Ordinary Course Professionals shall be deemed approved by the Court without a hearing or further order.

- d. The Debtors shall be authorized to pay, without formal application to the Court by any Ordinary Course Professional, 100% of fees and expenses to each of the Ordinary Course Professionals retained by the Debtors upon (i) each Ordinary Course Professional's submission of an Affidavit of Disinterestedness and (ii) upon the submission of an appropriate invoice setting forth in reasonable detail the nature of the services rendered after the Petition Date; provided; however, that each Ordinary Course Professional's fees, excluding costs and disbursements, do not exceed \$25,000 on average over a rolling three-month period while these chapter 11 cases are pending (the "Fee Limit").
- e. In the event that an Ordinary Course Professional seeks more than the Fee Limit, the Debtors shall submit a statement for the additional compensation sought (a "Fee Statement") to the Notice Parties. The Fee Statement shall include all of the fees for the Ordinary Course Professional for the relevant three calendar month period. The Notice Parties will have fifteen (15) days following the date of the Fee Statement to notify Debtors' counsel, in writing, of any objection to payment to such Ordinary Course Professional in excess of the Fee Limit (the "Fee Statement Objection Deadline"). Service of any such objection must be made on the applicable Ordinary Course Professional and Sullivan Hazeltine Allinson LLC, so that it is actually received by the Fee Statement Objection Deadline. If no timely objection is received, then the Debtors are authorized to pay those amounts set forth in the Fee Statement. If, however, a timely objection is received, the Debtors may not pay that Ordinary Course Professional any fees or expenses for such month without Court approval, and that Ordinary Course Professional will be required to file a fee application for the full amount of its fees and expenses incurred in such month in accordance with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, the Fee Guidelines promulgated by the Executive Office of the United States Trustee and any applicable orders of the Court.
- f. Beginning on July 31, 2010 (i.e. the last day of the subsequent month following the end of the prior quarter), and on the last day of the subsequent month following the end of each quarter thereafter in which these chapter 11 cases are pending, the Debtors shall file with the Court and serve on the Notice Parties a statement with respect to each Ordinary Course Professional paid during the immediately preceding three-month period. Each Ordinary Course Professional's statement shall include the following information: (i) the name of the Ordinary Course Professional; (ii) the aggregate amounts paid as compensation for services rendered and reimbursement of expenses incurred by that Ordinary Course

Professional during the reported quarter; and (iii) a general description of the services rendered by that Ordinary Course Professional.

4. The Debtor's right to dispute any invoices shall not be affected or prejudiced in any manner by the relief granted in this Order.

5. The Debtors are authorized to supplement the list of Ordinary Course Professionals from time to time as necessary in accordance with paragraph 3(c) above.

6. This Order shall not apply to any professional person retained or employed by the Debtor pursuant to a separate order of the Court.

7. This Court shall retain jurisdiction over any and all matters arising from the interpretation or implementation of this Order.

Dated: May 20, 2010  
Wilmington, Delaware

  
\_\_\_\_\_  
THE HONORABLE MARY F. WALRATH  
UNITED STATES BANKRUPTCY JUDGE

# **EXHIBIT 1**

**ORDINARY COURSE PROFESSIONALS**

<b>Professional</b>	<b>Role</b>
Retirement Plan Administrative Service, Ltd. 1503 Santa Rosa Road, Suite 120 Richmond, VA 23229	Pension Plan Administrator
Malnory, McNeal & Company, P.C. 1711 Clarksville Street P.O. Box 6028 Paris, Texas 75461	Accountant for Pension Plan

# **EXHIBIT 2**



4. As part of its customary practice, the Professional is retained in cases, proceedings and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants, and parties in interest in these chapter 11 cases.

5. Neither I nor **[any principal, partner, director, office, etc.]** of, or professional employed by, the Professional has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Professional.

6. Neither I nor **[any principal, partner, director, office, etc.]** of, or professional employed by, the Professional, insofar as I have been able to ascertain, holds, or represents any interest adverse to the Debtors or their estates with respect to the matter(s) on which this Professional is to be employed.

7. The Debtors owe the Professional \$[ ] for pre-petition services.

8. As of the Petition Date the Professional **[was/was not]** party to an agreement for indemnification with the Debtors. **[A copy of such agreement is attached hereto].**

9. The professional is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Professional should discover any facts bearing on the matters described herein, the Professional will supplement the information contained in this Affidavit.

Executed on \_\_\_\_\_, 2010.

\_\_\_\_\_  
**AFFIANT**

SWORN TO AND SUSCRIBED before  
Me this \_\_\_\_ day of \_\_\_\_\_, 2010.

\_\_\_\_\_  
Notary Public [SEAL]