UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:

Chapter 15

IMPERIAL TOBACCO CANADA LIMITED,

Case No. 19-10771(SCC)

Debtor in a Foreign Proceeding.

ORDER GRANTING MOTION TO WITHDRAW AS COUNSEL

THIS MATTER having been brought before the Court by Bracewell LLP ("Bracewell")

seeking entry of an order permitting Bracewell's, and Mark E. Dendinger of Bracewell's,

withdrawal as counsel for the Court-appointed Monitor (the "Monitor") and authorized foreign

representative of the Debtor, and granting related relief (the "Motion"); and the Court having

jurisdiction to consider the Motion in accordance with 28 U.S.C. §§ 157; and due and sufficient

notice of the Motion having been provided, and it appearing that no other or further notice need

be provided; and a hearing, if any, having been held to consider the relief requested in the Motion;

and the Court having reviewed the Motion, and after due deliberation and sufficient cause

appearing;

IT IS HEREBY ORDERED that

1. The Motion is granted;

2. Bracewell is authorized to withdraw as counsel for Monitor; and

3. This Court shall retain jurisdiction with respect to the enforcement, implementation

or interpretation of this Order.

Dated: September 5, 2019

New York, New York

/S/ Shelley C. Chapman

UNITED STATES BANKRUPTCY JUDGE