

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

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RONALD CANTOR, IVAN SNYDER and	:
JAMES A. SCARPONE, as TRUSTEES OF	:
THE MAFCO LITIGATION TRUST,	:
	:
Plaintiffs,	:
	:
- against -	:
	:
RONALD O. PERELMAN,	:
MAFCO HOLDINGS INC.,	:
MacANDREWS & FORBES HOLDINGS INC.,	:
ANDREWS GROUP INCORPORATED,	:
WILLIAM C. BEVINS and	:
DONALD G. DRAPKIN,	:
	:
Defendants.	:
	:
-----X	

Civil Action No. 97-586 (SLR)

**ORDER APPROVING SETTLEMENT AND FINAL JUDGMENT**

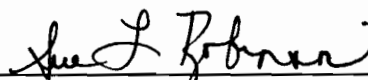
WHEREAS plaintiffs herein, the Trustees of the MAFCO Litigation Trust pursuant to the MAFCO Litigation Trust Agreement dated October 1, 1998 (the "Trust Agreement"), and defendants herein have entered into a settlement agreement dated June 16, 2008 (the "Settlement Agreement");

WHEREAS the Court has considered the Trustees' motion (the "Trustees' Motion") for an order approving the settlement and compromise of this action on the terms set forth in the Settlement Agreement, and all other submissions to the Court with respect to the Trustees' Motion; and the Court having conducted a hearing on September 11, 2008 with respect to such motion;

IT IS HEREBY ORDERED AND ADJUDGED that:

1. The Trustees' Motion is granted.
2. The Court approves the Settlement Agreement.
3. The parties shall consummate the settlement in accordance with the terms of the Settlement Agreement and this Order Approving Settlement and Final Judgment.
4. This Court shall retain jurisdiction with respect to the implementation of the Settlement Agreement.
5. While this Court retains jurisdiction pursuant to paragraph (4) above, this Order Approving Settlement and Final Judgment is a final judgment under Rule 54(b) of the Federal Rules of Civil Procedure as the Court has determined that there is no just reason for delay and directs final judgment on each of the claims resolved under the terms of the Settlement Agreement.

Dated: October 28, 2008



Hon. Sue L. Robinson  
United States District Judge