

**MAREMONT CORPORATION**

**2135 West Maple Road  
Troy, Michigan 48084**

**December 12, 2018**

**RE: Supplemental Solicitation Materials for Joint Prepackaged Plan of Reorganization of Maremont Corporation, *et al.***

**TO: ALL HOLDERS OF CLASS 4 ASBESTOS PERSONAL INJURY CLAIMS ENTITLED TO VOTE ON THE PLAN AND THEIR REPRESENTATIVES**

As noted in our letter dated December 4, 2018 (the “Initial Cover Letter”), Maremont Corporation (the “Company”), together with its subsidiaries (collectively with the Company, the “Prospective Debtors”), is soliciting votes to accept or reject the *Joint Prepackaged Plan of Reorganization of Maremont Corporation and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (as modified, amended, or supplemented from time to time, the “Plan”).<sup>1</sup>

You have received this letter and the enclosed materials because the Prospective Debtors’ records indicate that you are a Holder of a Class 4 Asbestos Personal Injury Claim or a law firm of record for a Holder or Holders of Class 4 Asbestos Personal Injury Claims known to the Prospective Debtors as of November 30, 2018 (the “Voting Record Date”). This cover letter and the enclosed materials supplement the solicitation materials previously sent to you with the Initial Cover Letter and together comprise your entire solicitation package (the “Solicitation Package”) in connection with the solicitation of votes on the Plan. Importantly, the supplemental solicitation materials include a master ballot and/or an individual holder ballot with detailed instructions for filling out such ballot to vote to accept or reject the Plan, and a pre-addressed, postage pre-paid return envelope for returning your completed ballot on or before the **Voting Deadline of January 18, 2019 at 4:00 p.m. prevailing Eastern Time.**

Accordingly, included with this letter are the following Solicitation Package materials which comprise your entire Solicitation Package (for your convenience we have placed an asterisk (\*) below to indicate the supplemental (new materials) included herein for the first time):

- a copy of the master ballot and/or an individual holder ballot, as applicable, with detailed instructions for filling out such ballot to vote to accept or reject the Plan and a pre-addressed, postage pre-paid return envelope for returning your completed ballot;\* and
- a USB drive containing files of:
  - the *Disclosure Statement for the Joint Prepackaged Plan of Reorganization of Maremont Corporation and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (with all exhibits, including the Financial Projections, the

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<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Initial Cover Letter.

Historical Financial Statements and, as a standalone document, the Plan, collectively, the “Disclosure Statement”);<sup>2</sup>

- the *Joint Prepackaged Plan of Reorganization of Maremont Corporation and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code*, with each of the following exhibits:
  - Exhibit A – Asbestos Claims Indemnification Agreement
  - Exhibit B – Asbestos Personal Injury Claimant Release\*
  - Exhibit C – Asbestos Personal Injury Trust Agreement\*
  - Exhibit D – Asbestos Personal Injury Trust Distribution Procedures\*
  - Exhibit F – List of Debtor Product Lines
  - Exhibit G – Environmental Assumption and Indemnification Agreement
  - Exhibit H – List of Non-Debtor Affiliates
  - Exhibit I – Names and Affiliations of Future Claimants’ Representative, Asbestos Personal Injury Trustee, and Members of the Asbestos Personal Injury Trust Advisory Committee;\*
- the instruction letter for law firms describing the options law firms have to ensure Solicitation Packages are distributed to their clients;
- the letter from counsel to the Future Claimants’ Representative and the Asbestos Claimants Committee strongly recommending that Holders of Class 4 Asbestos Personal Injury Claims vote to accept the Plan; and
- the Initial Cover Letter.

As noted in our Initial Cover Letter, please note that the Prospective Debtors have not yet commenced chapter 11 proceedings and neither the Plan nor the Disclosure Statement has been approved by the United States Bankruptcy Court for the District of Delaware as of the date of this letter, and will not be approved until after the Prospective Debtors’ chapter 11 cases are commenced, if at all.

Please also note that the Prospective Debtors and the Future Claimants’ Representative and the Asbestos Claimants Committee have approved the form of the Plan and procedures for the solicitation of votes to accept or reject the Plan and strongly urge Holders of Asbestos Personal Injury Claims in Class 4 to vote to accept the Plan. The Company’s Board of Directors

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<sup>2</sup> Please note that the Disclosure Statement contains revisions to reflect that Lisa Busch is no longer a proposed member of the Asbestos Personal Injury Trust Advisory Committee, and that a replacement fifth member will be proposed and disclosed at a later date.

and each of the Prospective Debtors believe that the acceptance of the Plan is in the best interests of their estates, Holders of Claims, and all other parties in interest.

**THE PROSPECTIVE DEBTORS STRONGLY URGE YOU TO PROPERLY AND  
TIMELY SUBMIT YOUR MASTER BALLOT OR BALLOT CASTING VOTES TO  
ACCEPT THE PLAN IN ACCORDANCE WITH THE INSTRUCTIONS IN YOUR  
BALLOT.**

**THE VOTING DEADLINE IS JANUARY 18, 2019 AT 4:00 P.M. PREVAILING  
EASTERN TIME.**

The materials in the Solicitation Package are intended to be self-explanatory, however, if you should have any questions, please feel free to contact Donlin, Recano and Company, Inc., the Prospective Debtors' claims, notice and balloting agent (the "Claims, Notice and Balloting Agent") by: (a) phone at (212) 771-1128 and request to speak to a member of the "Solicitation Team"; (b) by email at [DRCVote@donlinrecano.com](mailto:DRCVote@donlinrecano.com) and reference "Maremont Vote" in the subject line; or (c) by writing to Maremont Corporation Ballot Processing, c/o Donlin, Recano and Company, Inc., Attn: Voting Department, 6201 15th Avenue, Brooklyn, NY 11219. You may also visit the Prospective Debtors' restructuring website at [www.donlinrecano.com/maremont](http://www.donlinrecano.com/maremont). Please be advised that the Claims, Notice and Balloting Agent is authorized to answer questions about, and provide additional copies of solicitation materials, but may **not** advise you as to whether you should vote to accept or reject the Plan or provide legal advice.

Sincerely,

**Maremont Corporation, *et al.***