

Exhibit A

Patton Declaration

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

In re:

MAREMONT CORPORATION, et al.,¹

Debtors.

Chapter 11

Case No. 19-10118 (KJC)

(Jointly Administered)

**DECLARATION OF JAMES L. PATTON, JR., IN SUPPORT OF
THE DEBTORS' MOTION FOR ENTRY OF AN ORDER APPOINTING
JAMES L. PATTON, JR., AS LEGAL REPRESENTATIVE FOR FUTURE
ASBESTOS CLAIMANTS, NUNC PRO TUNC TO THE PETITION DATE**

I, James L. Patton, Jr., state the following in support of the *Debtors' Motion for Entry of an Order Appointing James L. Patton, Jr., as Legal Representative for Future Asbestos Claimants, Nunc Pro Tunc to the Petition Date* (the "Motion")²:

1. My professional qualifications to serve as the legal representative for future asbestos personal injury claimants of the Debtors, the "Future Claimants' Representative," are accurately set forth in my curriculum vitae, attached hereto as **Schedule 1**.

2. I have more than 30 years of experience with asbestos litigation, bankruptcies, and settlement trusts. I am chairman emeritus of the law firm Young Conaway and a partner in its Bankruptcy and Corporate Restructuring section. I specialize in corporate restructurings, mass tort insolvencies and complex asbestos bankruptcies, and post-confirmation asbestos settlement trusts.

3. My experience includes serving as a future claimants' representative in bankruptcy cases and post-bankruptcy settlement trusts. Since May 8, 2006, I have served as the

¹ The Debtors in these chapter 11 cases, together with the last four digits of each Debtor's federal taxpayer identification number, are: Maremont Corporation (6138); Maremont Exhaust Products, Inc. (9284); AVM, Inc. (9285); and Former Ride Control Operating Company, Inc. (f/k/a ArvinMeritor, Inc., a Delaware corporation) (9286). The mailing address for each Debtor for purposes of these chapter 11 cases is 2135 West Maple Road, Troy, MI 48084.

² Capitalized terms not otherwise defined herein have the meanings ascribed to such terms in the Motion.

future claimants' representative for the Celotex Asbestos Settlement Trust. I also served as the future claimants' representative in the bankruptcy cases of In re Leslie Controls, Inc., Case No. 10-12199 (CSS) (Bankr. D. Del.), following my appointment on July 12, 2010; In re United Gilsonite Labs., Case No. 5:11-bk-02032 (RNO) (Bankr. M.D. Pa.), following my appointment on June 30, 2011; and In re Yarway Corp., Case No. 13-11025 (BLS) (Bankr. D. Del.), following my appointment on April 22, 2013. I continue to serve as the future claimants' representative for the asbestos personal injury settlement trusts established from those cases. In addition, a motion is pending to appoint me as the future claimants' representative in In re The Fairbanks Co., Case No. 18-41768 (PWB) (Bankr. N.D. Ga.).

4. Young Conaway has represented the future claimants' representatives in connection with numerous asbestos-related bankruptcy cases:

- a. Young Conaway represented the legal representative for future claimants in the following asbestos bankruptcy cases that reached confirmation: In re Yarway Corp., Case No. 13-11025 (BLS) (Bankr. D. Del. 2013); In re Metex Mfg. Corp., Case No. 12-14554 (BRL) (Bankr. S.D.N.Y. 2012); In re United Gilsonite Labs., Case No. 11-2032 (Bankr. M.D. Pa. 2011); In re Specialty Prods. Holding Corp., Case No. 10-11780 (JKF) (Bankr. D. Del. 2010); In re Leslie Controls, Inc., Case No. 10-12199 (CSS) (Bankr. D. Del. 2010); In re Durabla Mfg. Co., Case No. 09-14415 (MFW) (Bankr. D. Del. 2009); In re Porter-Hayden Co., Case No. 02-54152-SD (Bankr. D. Md. 2006); In re The Flintkote Co., Case No. 04-11300 (JKF) (Bankr. D. Del. 2004); In re Mid-Valley, Inc., Case No. 03-35592 (JKF) (Bankr. W.D. Pa. 2003); In re ACandS Inc., Case No. 02-12687 (RJN) (Bankr. D. Del. 2002); In re Kaiser Aluminum Corp., Case No. 02-10429 (JKF) (Bankr. D. Del. 2002); In re N. Am. Refractories Co., Case No. 02-20198 (JKF) (Bankr. W.D. Pa. 2002); In re Glob. Indus. Techs., Inc., Case No. 02-21626 (JKF) (Bankr. W.D. Pa. 2002); In re Federal-Mogul Glob. Inc., Case No. 01-10578 (Bankr. D. Del. 2001); In re USG Corp., Case No. 01-2094 (RJN) (Bankr. D. Del. 2001); In re Armstrong World Indus., Inc., Case No. 00-4471 (Bankr. D. Del. 2000); In re The Babcock & Wilcox Co., Case No. 00-10092 (Bankr. E.D. La. 2000); In re Owens Corning, Case No. 00-3837 (Bankr. D. Del. 2000); In re Pittsburgh Corning Corp., Case No. 00-22876 (JKF) (Bankr. W.D. Pa. 2000); and In re The Celotex Corp., Case No. 90-100016-8B1 (Bankr. M.D. Fla. 1996). In addition, Young Conaway represented the legal representative for future claimants

exposed to tetrochloroethylene in In re Met-Coil Sys. Corp., Case No. 03-12676 (MFW) (Bankr. D. Del. 2003).

- b. Young Conaway currently represents the legal representative for future claimants in the pending bankruptcy cases of In re Duro Dyne Nat'l Corp., Case No. 18-27963 (MBK) (Bankr. D.N.J. 2018), In re Bestwall LLC, Case No. 17-31795 (LTB) (Bankr. W.D.N.C. 2017), In re Kaiser Gypsum Co., Inc., Case No. 16-31602 (JCW) (Bankr. W.D.N.C. 2016), In re Sepco Corp., Case No. 16-50058 (AMK) (Bankr. N.D. Ohio 2016), and In re Rapid-Am. Corp., Case No. 13-10687 (SMB) (Bankr. S.D.N.Y. 2013).
- c. Young Conaway represents the legal representative for future claimants in connection with asbestos personal injury settlement trusts established from the ACandS, Babcock & Wilcox, Celotex, Federal-Mogul, Kaiser Aluminum, Porter-Hayden, Pittsburgh Corning, Flintkote, SPHC, UGL, Durabla, Leslie Controls, APG, NARCO, Metex, and Yarway bankruptcy cases. In addition, Young Conaway represents the legal representative for future claimants in connection with the asbestos and silica settlement trusts established from the Mid-Valley (DII Industries, LLC) bankruptcy case, the legal representative for future claimants in connection with the asbestos settlement trust established from the bankruptcy case of In re Quigley Co., Case No. 04-15739 (SMB) (Bankr. S.D.N.Y. 2004), and the legal representative for future claimants in connection with the Met-Coil TCE Trust. Young Conaway also represents the State Insulation Corporation Asbestos Personal Injury Trust.
- d. Young Conaway represented the debtor in the asbestos-related chapter 11 case of In re Fuller-Austin Insulation Co., Case No. 98-2038 (JJF) (Bankr. D. Del. 1998), for which a plan was confirmed in 1998.

5. Maremont contacted me in February 2018 about serving as the Pre-Petition Future Claimants' Representative. Pending a formal appointment in any subsequent bankruptcy proceeding, Maremont and I entered into the Pre-Petition Future Claimants' Representative Agreement, which is attached to the Motion as Exhibit B. Among other things, the Pre-Petition Future Claimants' Representative Agreement expressly provides that my sole responsibility and loyalty is to future asbestos personal injury claimants, and further provides that Maremont has no right to control or influence how I or my professionals carry out such duties.

6. Pursuant to the Pre-Petition Future Claimants' Representative Agreement, Maremont agreed to compensate me and my counsel at our regular hourly rates for services

rendered. Maremont also agreed to pay the Retainer for the payment of my fees and the fees of my counsel, Young Conaway, and my claims evaluation advisor, Ankura, while due diligence concerning the Debtors and their asbestos-related personal injury claims was conducted. The Retainer was increased from \$100,000 to \$200,000 on or about June 6, 2018.

7. Under the terms of the Pre-Petition Future Claimants' Representative Agreement, the Retainer is to be used as security for the unpaid fees and expenses of Young Conaway, Ankura, and me. Accordingly, the Debtors have paid, in the ordinary course, fees and expenses reflected on invoices from me and/or my counsel pursuant to the Pre-Petition Future Claimants' Representative Agreement as set forth in Exhibit C to the Motion.

8. After reconciling, the Retainer balance held by Young Conaway was approximately \$107,000 as of the Petition Date. The Retainer balance will be applied against any post-petition fees and expenses incurred by me and/or my professionals and approved by the Court.

9. The Debtors have provided me with a list of names (collectively, the "Interested Parties"), a copy of which is attached hereto as Schedule 2, of individuals or institutions who are potentially interested parties in these chapter 11 cases, including the following categories of persons:

- a. the Debtors and their directors and officers;
- b. current and former non-debtor affiliates;
- c. employees of the U.S. Trustee and the Judges of the Bankruptcy Court and District Court for the District of Delaware;
- d. the twenty-five law firms representing the largest number of asbestos claimants;
- e. the professionals retained or utilized by the Debtors and the Ad Hoc Committee; and

f. insurers and other potential parties in interest.

10. I have reviewed the list of Interested Parties. To the best of my knowledge, information and belief, insofar as I have been able to ascertain after reasonable inquiry, except as set forth in this Declaration, I do not represent, and have not represented, any entity in matters related to these Chapter 11 Cases and, other than in connection with these Chapter 11 Cases, based upon the list of Interested Parties and except as set forth in this Declaration, I have no connection with the Debtors, their creditors, the U.S. Trustee or any other party with actual or potential interest in these Chapter 11 Cases or their respective attorneys or accountants.

11. Young Conaway represented AIU Insurance Company, one of the Debtors' excess insurance carriers, in connection with an environmental insurance coverage dispute with Maremont Corporation that included asbestos issues. The matter was dismissed without prejudice and Young Conaway's representation concluded and its file was closed prior to my or Young Conaway's involvement in this matter.

12. Within the past two years, Young Conaway represented Mt. McKinley Insurance Company in an insurance coverage dispute that addressed environmental (including asbestos) issues unrelated to these cases. The matter has concluded and Young Conaway's files on it have been closed.

13. Young Conaway represents Wilmington Trust Company and Wilmington Trust, N.A. in various matters involving trusts that are unrelated to these cases and that do not involve asbestos matters. Young Conaway is counsel to certain future claimants' representatives for asbestos trusts for which Wilmington Trust Company serves as the Delaware statutory trustee.

14. Young Conaway represents Alvarez & Marsal Canada Inc. in its capacity as Foreign Representative in a chapter 15 proceeding. Young Conaway also is counsel to Alvarez & Marsal CRF Management, LLC in certain corporate litigation.

15. Young Conaway represented JP Morgan Chase Bank, N.A., as a creditor in a bankruptcy case that was closed within the past two years.

16. Young Conaway serves as counsel to the future claimants' representative in other pending bankruptcy cases and asbestos settlement trusts where members of the Ad Hoc Committee serve on a committee and where the proposed trustee serves as the trustee.

17. To the best of my knowledge and belief, insofar as I have been able to ascertain after reasonable inquiry based on the list of entities set forth on **Schedule 2**, I do not hold or represent an interest materially adverse to the Debtors or their respective estates, any class of creditors or equity security holders, or the Future Claimants, and I am a "disinterested person," as defined in section 101(14) of the Bankruptcy Code and as required by section 327(a) of the Bankruptcy Code, in that, except as set forth in this Declaration and other than my service as the Pre-Petition Future Claimants' Representative and proposed role as the post-petition Future Claimants' Representative:

- a. I have no connection with the Debtors, their creditors, the U.S. Trustee, any person employed in the office of the U.S. Trustee or any other party with an actual or potential interest in these Chapter 11 Cases or their respective attorneys or accountants;
- b. I am not a creditor, equity security holder, or insider of the Debtors;
- c. I am not and was not, within two years of the Petition Date, a director, officer or employee of the Debtors; and
- d. I do not have an interest materially adverse to the Debtors, their estates or any class of creditors or equity security holders by reason of any direct or indirect relationship to, connection with or interest in the Debtors, or for any other reason. Accordingly, I believe that I am a "disinterested person," as defined in section 101(14) of the Bankruptcy Code and as required by section 327(a) of the Bankruptcy Code.

18. No agreement or understanding exists between me and any other person for the sharing of compensation received or to be received for services rendered by me in connection with this proceeding.

19. Except as set forth in the Motion and this Declaration, I (and the professionals I retained to assist me) have not received compensation in these Chapter 11 Cases, nor has an agreement been made as to compensation to be paid.

20. I have agreed to charge a rate of \$1,325 per hour for my incurred time, subject to periodic adjustment, plus reimbursement of actual and necessary out-of-pocket expenses.

21. I understand that my service as the Future Claimants' Representative in connection with the Debtors' Chapter 11 Cases, subject to approval by the Court, would be on the following terms:

- a. Standing: The Future Claimants' Representative shall have standing under section 1109(b) of the Bankruptcy Code to be heard as a party-in-interest in all matters relating to the Chapter 11 Cases and shall have such powers and duties of a committee, as set forth in 11 U.S.C. § 1103, as are appropriate for a Future Claimants' Representative;
- b. Engagement of Professionals: The Future Claimants' Representative may, with prior approval from the Court pursuant to sections 105(a), 327 and 1103 of the Bankruptcy Code and consistent with the treatment afforded other professionals in these Chapter 11 Cases, retain attorneys and other professionals;
- c. Compensation: The Future Claimants' Representative shall apply for compensation in accordance with the Bankruptcy Code, the Local Rules, and any order entered by the Court establishing procedures for interim compensation and reimbursement of expenses of professionals. Subject to Court approval, I shall be compensated at my hourly rate of \$1,325, subject to periodic adjustment, plus reimbursement of reasonable expenses;
- d. Indemnification: The Debtors shall indemnify, defend and hold harmless the Future Claimants' Representative from and against any losses, claims, damages, or liabilities (or action in respect thereof) to which the Future Claimants' Representative may become subject as a result of or in connection with his rendering services hereunder, unless and until it is

finally judicially determined that such losses, claims, damages or liabilities were caused by fraud or willful misconduct on the part of the Future Claimants' Representative in performing his obligations. The foregoing entitlement of the Future Claimants' Representative shall include, without limitation, the right to be indemnified against any liability related to or resulting from any information provided by the Future Claimants' Representative that is inaccurate in any respect as a result of misrepresentation, omission, failure to update, or otherwise, unless the Future Claimants' Representative actually knew of such inaccuracy at the time of the misrepresentation, omission, failure to update, or other occurrence in such action or proceeding, whether such action is concluded, ongoing, or threatened; and the right to be indemnified for any expenses, including reasonable attorney's fees, that the Future Claimants' Representative may incur in enforcing this indemnification provision. In the event that full indemnification is not available to the Future Claimants' Representative as a matter of law, then, to the extent permitted by applicable law, his aggregate liability shall be limited to the total fees collected for the services rendered and, in any event, shall be limited by a final adjudication of his relative degree of fault and benefit received; and

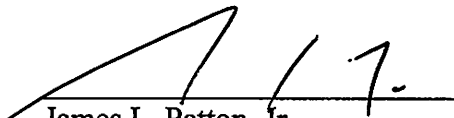
- e. Right to Receive Notices: The Future Claimants' Representative and any professionals retained by him and approved by the Court shall have the right to receive all notices and pleadings that are required to be served upon any statutory committee and its counsel pursuant to applicable law or an order of the Court.

22. I will review any order entered by this Court establishing procedures for interim compensation and reimbursement of expenses of professionals, and I agree to comply with the provisions thereof.

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Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Date: January 31, 2019

By: 
James L. Patton, Jr.

Schedule 1

Curriculum Vitae

JAMES L. PATTON, JR.
Curriculum Vitae

James L. Patton, Jr.
Chairman Emeritus of Firm and Partner
P: 302.571.6684
F: 302.576.3325

As Chairman Emeritus of Young Conaway Stargatt & Taylor, LLP and a partner in the Bankruptcy and Corporate Restructuring section, Jim is nationally recognized particularly for his representation of large troubled companies in workouts and bankruptcies and his involvement in complex asbestos bankruptcies.

Jim specializes in corporate restructurings and mass tort insolvencies. He has extensive experience representing debtors, creditors' committees, equity committees, future claimant representatives, and shareholder groups in out-of-court workouts, complex foreign and domestic restructurings, pre-planned bankruptcies, and chapter 11 cases.

As set forth in more detail below, Jim has been involved in virtually every complex asbestos bankruptcy in the region, as well as numerous significant general bankruptcy cases including: RHM Franchise Holdings, Inc., Ch. 11 Case No. 18-11092 (Bankr. D. Del. 2018); Zohar III, Corp., Ch. 11 Case No. 18-10512 (Bankr. D. Del. 2018); Cumulus Media Inc., Ch. 11 Case No. 17-13381 (Bankr. S.D.N.Y. 2017); Boston Generating LLC, Ch. 11 Case No. 10-14419 (Bankr. S.D.N.Y. 2010); Dynegy Holdings, LLC, Ch. 11 Case No. 11-38111 (Bankr. S.D.N.Y. 2011); Aventine Renewable Energy Holdings, Inc., Ch. 11 Case No. 09-11214 (Bankr. D. Del. 2009); The PMI Group, Inc., Ch. 11 Case No. 11-13730 (Bankr. D. Del. 2011); Rotech Healthcare Inc., Ch. 11 Case No. 13-10741 (Bankr. D. Del. 2013); Alterra Healthcare Corporation, Ch. 11 Case No. 03-10254 (Bankr. D. Del. 2003); American Home Mortgage Holdings, Inc., Ch. 11 Case No. 07-11047 (Bankr. D. Del. 2007); Catholic Diocese of Wilmington, Inc., Ch. 11 Case No. 09-13560 (Bankr. D. Del. 2009); Columbia Gas Systems, Inc., Ch. 11 Case No. 91-803 (Bankr. D. Del. 1991); Continental Airlines, Inc., Ch. 11 Case No. 90-932 through 90-934 (Bankr. D. Del. 1990); Days Inn of America, Inc., Ch. 11 Case No. 91-978 (Bankr. D. Del. 1991); DBSI, Inc., Ch. 11 Case No. 08-12687 (Bankr. D. Del. 2008); Florida Coast Paper Company, Ch. 11 Case No. 99-755

Education

- Penn State The Dickinson School of Law, J.D.
- Davidson College, B.A.

Bar Admissions

- Delaware
- New York
- District of Columbia

Court Admissions

- U.S. Court of Appeals for the Third Circuit
- U.S. District Court for the Southern District of New York
- U.S. Supreme Court

(Bankr. D. Del. 1999); Lomas Financial Corporation, Ch. 11 Case No. 95-1235 (Bankr. D. Del. 1995); MEI Diversified, Inc., Ch. 11 Case No. 93-3170 (Bankr. D. Minn. 1993); Simmons Upholstered Furniture, Inc., Ch. 11 Case No. 94-634 (Bankr. D. Del. 1994); Trico Steel, Ch. 11 Case No. 01-1095 (Bankr. D. Del. 2001); and Transworld Airlines, Inc., Ch. 11 Case No. 01-56 (Bankr. D. Del. 2001).

ASBESTOS CASE INVOLVEMENT

- In re Celotex Corp., Ch. 11 Case No. 90-100016 (PMG) (Bankr. M.D. Fla. 1990)
- In re Fuller-Austin Insulation Co., Ch. 11 Case No. 98-2028 (JJF) (Bankr. D. Del. 1998)
- In re Armstrong World Indus., Inc., Ch. 11 Case No. 00-4471 (JKF) (Bankr. D. Del. 2000)
- In re Babcock & Wilcox Co., Ch. 11 Case No. 00-10092 (JAB) (Bankr. E.D. La. 2000)
- In re Owens Corning, Ch. 11 Case No. 00-3837 (JKF) (Bankr. D. Del. 2000)
- In re Pittsburgh Corning Corp., Ch. 11 Case No. 00-22876 (JKF) (Bankr. W.D. Pa. 2000)
- In re Federal-Mogul Global Inc., Ch. 11 Case No. 01-10578 (JKF) (Bankr. D. Del. 2001)
- In re USG Corp., Ch. 11 Case No. 01-2094 (JKF) (Bankr. D. Del. 2001)
- In re ACandS Inc., Ch. 11 Case No. 02-12687 (JKF) (Bankr. D. Del. 2002)
- In re Global Indus. Techs., Inc., Ch. 11 Case No. 02-21626 (JKF) (Bankr. W.D. Pa. 2002)
- In re Kaiser Alum. Corp., Ch. 11 Case No. 02-10429 (JKF) (Bankr. D. Del. 2002)
- In re North American Refractories Co., Ch. 11 Case No. 02-20198 (JKF) (Bankr. W.D. Pa. 2002)
- In re Porter-Hayden Co., Ch. 11 Case No. 02-54152 (RAG) (Bankr. D. Md. 2002)
- In re Met-Coil Sys. Corp., Ch. 11 Case No. 03-12676 (MFW) (Bankr. D. Del. 2003)
- In re Mid-Valley, Inc., Ch. 11 Case No. 03-35592 (JKF) (Bankr. W.D. Pa. 2003)
- In re The Flintkote Co., Ch. 11 Case No. 04-11300 (JKF) (Bankr. D. Del. 2004)

- Combustion Engineering, Inc. and the Combustion Engineering 524(g) Asbestos PI Trust v. Andritz Inc., Adv. Pro. No. 07-51718 (JKF) (Bankr. D. Del.)
- In re Durabla Mfg. Co., Ch. 11 Case No. 09-14415 (MFW) (Bankr. D. Del. 2009)
- In re Leslie Controls, Inc., Ch. 11 Case No. 10-12199 (CSS) (Bankr. D. Del. 2010)
- In re Specialty Products Holding Corp., Ch. 11 Case No. 10-11780 (JKF) (Bankr. D. Del. 2010)
- In re United Gilsonite Labs., Ch. 11 Case No. 11-2032 (RNO) (Bankr. M.D. Pa. 2011)
- In re Metex Mfg. Corp., Ch. 11 Case No. 12-14554 (BRL) (Bankr. S.D.N.Y. 2012)
- In re Rapid-American Corp., Ch. 11 Case No. 13-10687 (SMB) (Bankr. S.D.N.Y. 2013)
- In re Yarway Corp., Ch. 11 Case No. 13-11025 (BLS) (Bankr. D. Del. 2013)
- In re Eagle, Inc., Ch. 11 Case No. 15-12437 (JAB) (Bankr. E.D. La. 2015)
- In re Sepco Corporation, Ch. 11 Case No. 16-50058 (AMK) (Bankr. N.D. Ohio 2016)
- In re Kaiser Gypsum Company, Inc., Ch. 11 Case No. 16-31602 (JCW) (Bankr. W.D.N.C. 2016)
- In re Bestwall LLC, Ch. 11 Case No. 17-31795 (LTB) (Bankr. W.D.N.C. 2017)

**ASBESTOS CASES ACTING AS
FUTURE CLAIMANTS REPRESENTATIVE**

- In re Celotex Corp., Ch. 11 Case No. 90-100016 (PMG) (Bankr. M.D. Fla. 1990)
- In re Leslie Controls, Inc., Ch. 11 Case No. 10-12199 (CSS) (Bankr. D. Del. 2010)
- In re United Gilsonite Laboratories, Ch. 11 Case No. 11-2032 (RNO) (Bankr. M.D. Pa. 2011)
- In re Yarway Corp., Ch. 11 Case No. 13-11025 (BLS) (Bankr. D. Del. 2013)

**ASBESTOS CASES ASSISTING IN
ADMINISTRATION OF 524(g) TRUST**

- In re ACandS Inc., Ch. 11 Case No. 02-12687 (JKF) (Bankr. D. Del. 2002)

- In re Babcock & Wilcox Co., Ch. 11 Case No. 00-10092 (JAB) (Bankr. E.D. La. 2000)
- In re Celotex Corp., Ch. 11 Case No. 90-100016 (PMG) (Bankr. M.D. Fla. 1990)
- In re Durabla Mfg. Co., Ch. 11 Case No. 09-14415 (MFW) (Bankr. D. Del. 2009)
- In re Federal-Mogul Global Inc., Ch. 11 Case No. 01-10578 (JKF) (Bankr. D. Del. 2001)
- In re The Flintkote Co., Ch. 11 Case No. 04-11300 (JKF) (Bankr. D. Del. 2004)
- In re Fuller-Austin Insulation Co., Ch. 11 Case No. 98-2028 (JJF) (Bankr. D. Del. 1998)
- In re Global Indus. Techs., Inc., Ch. 11 Case No. 02-21626 (JKF) (Bankr. W.D. Pa. 2002)
- In re Kaiser Alum. Corp., Ch. 11 Case No. 02-10429 (JKF) (Bankr. D. Del. 2002)
- In re Leslie Controls, Inc., Ch. 11 Case No. 10-12199 (CSS) (Bankr. D. Del. 2010)
- In re North American Refractories Co., Ch. 11 Case No. 02-20198 (JKF) (Bankr. W.D. Pa. 2002)
- In re Porter-Hayden Co., Ch. 11 Case No. 02-54152 (RAG) (Bankr. D. Md. 2002)
- In re Met-Coil Sys. Corp., Ch. 11 Case No. 03-12676 (MFW) (Bankr. D. Del. 2003)
- In re Metex Mfg. Corp., Ch. 11 Case No. 12-14554 (BRL) (Bankr. S.D.N.Y. 2012)
- In re Mid-Valley, Inc., Ch. 11 Case No. 03-35592 (JKF) (Bankr. W.D. Pa. 2003)
(DII Industries, LLC Asbestos PI Trust
and DII Industries, LLC Silica PI Trust)
- In re Pittsburgh Corning Corp., Ch. 11 Case No. 00-22876 (JKF) (Bankr. W.D. Pa. 2000)
- In re Quigley Co., Ch. 11 Case No. 04-15739 (SMB) (Bankr. S.D.N.Y. 2004)
- In re Specialty Products Holding Corp., Ch. 11 Case No. 10-11780 (JKF) (Bankr. D. Del. 2010)
- In re State Insulation Corp., Ch. 11 Case No. 11-15110 (MBK) (Bankr. D. N.J. 2011)
- In re Swan Transp. Co., Ch. 11 Case No. 01-11690 (JKF) (Bankr. D. Del. 2001)
- In re United Gilsonite Labs., Ch. 11 Case No. 11-2032 (RNO) (Bankr. M.D. Pa. 2011)

- In re Yarway Corp., Ch. 11 Case No. 13-11025 (BLS) (Bankr. D. Del. 2013)

EXPERT TESTIMONY

- Expert Report and Deposition Testimony in Continental Ins. Co., et al. v. Honeywell International, Inc., et al., Case No. MRS-L-1523-2000 (N.J. Super., Law Division, Morris County)
- Expert Report, Deposition Testimony, and Trial Testimony in In re Garlock Sealing Technologies LLC, Case No. 10-31607 (GRH) (Bankr. W.D.N.C. 2010)
- Expert Report in In re Oakfabco, Inc., Case No. 15-27062 (JBS) (Bankr. N.D. Ill. 2018)

PUBLICATIONS

- “Prepackaged Bankruptcies: Resolving Overwhelming Mass Tort Liabilities Using the Bankruptcy Code,” *Financier Worldwide, Restructuring & Insolvency Series 2005, Part Four: Global*
- “Future Claimant Trusts and ‘Channeling Injunctions’ to Resolve Mass Tort Environmental Liability in Delaware: The Met-Coil Model” (*Emory Bankruptcy Developments Journal, Volume 22, Book 1*), 2005
- “Current Issues and Developments in Cross-Border Insolvencies”, Handout from Delaware Views From The Bench and Bar, Hotel du Pont, Wilmington, DE, June 9, 2006
- “KPMG Ruling Calls Into Question Thompson Memo Footnote on Payment of Attorneys’ Fees”, *Atlantic Coast In-house, Vol. 3, No. 4, Lawyers Weekly, Inc.* (July 2006)
- “A Modern History of Bankruptcy in Delaware”, *24 Delaware Lawyer 12*, Winter 2006/2007
- “Prepackaged Asbestos Bankruptcies: Down But Not Out”, *New York University, Annual Survey of American Law, Volume 63, Issue 4* (2008)
- “The ‘Stipulated Asset Allocation’ Model for a Non-Consolidated Liquidating Chapter 11 Plan”, *ABI Journal, Vol. XXVIII, No. 7, 54-55, 92-93*, September 2009
- “Corporate Governance of Insolvent and Troubled Entities”, *109 Corporate Practice Portfolio Series (BNA)* (2017)

Schedule 2

Interested Parties List

The Debtors

AVM, Inc.
Former Ride Control Operating Company, Inc. (f/k/a
ArvinMeritor, Inc.)
Maremont Corporation
Maremont Exhaust Products, Inc.

Directors and Officers of the Debtors

Carl D. Anderson, II
Sherman K. Edmiston III

**Twenty-Five Law Firms Representing the Largest
Numbers of Asbestos Plaintiffs**

Belluck & Fox, LLP
Brookman, Rosenberg, Brown & Sandler
Cooney & Conway
Dalton & Associates, P.A.
Early, Lucarelli, Sweeney & Meisenkothen
Flint Law Firm LLC
Goldenberg Heller Antognoli & Rowland, PC
Gori, Julian & Associates, PC
Kelley & Ferraro, LLP
Law Office of Jeffrey A. Varas
Law Offices of Peter G. Angelos, PC
Levy Konigsberg LLP
Lipsitz & Ponterio, LLC
Maune Raichle Hartley French & Mudd, LLC
Michael B. Serling, PC
Motley Rice LLC
Napoli Shkolnik PLLC
O'Brien Law Firm, PC
Porter & Malouf
Richardson, Patrick, Westbrook & Brickman, LLC
Shrader & Associates, LLP
Simmons Hanly Conroy LLC
Swmw Law, LLC
The Ferraro Law Firm
Weitz & Luxenberg, PC

Insurers

Fireman's Fund Insurance Company
Everest Reinsurance Company
Mt. McKinley Insurance Company
Transit Casualty Co.
Zurich American Insurance Company
Zurich Insurance Company, Ltd.

**Professionals Retained by Prepetition Ad Hoc
Committee of Asbestos Claimants**

Montgomery McCracken Walker & Rhoads LLP
Robinson & Cole LLP
Legal Analysis Systems

Professionals Retained or Utilized by the Debtors

Alvarez & Marsal Disputes and Investigations, LLC
Cole Schotz P.C.

Sidley Austin LLP
Donlin, Recano & Company, Inc.
Kasowitz Benson Torres LLP

**Judges on the United States Bankruptcy Court for
the District of Delaware**

Kevin J. Carey
Kevin Gross
Brendan L. Shannon
Laurie Selber Silverstein
Christopher S. Sontchi
Mary F. Walrath

**Judges on the United States District Court for the
District of Delaware**

Richard G. Andrews
Colm F. Connolly
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**Attorneys Employed by the Office of the United
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David Buchbinder
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Jane Leamy
Hannah M. McCollum
Linda Richenderfer
Juliet Sarkessian
Richard Schepacarter
T. Patrick Tinker
Jaclyn Weissgerber

Current and Former Nondebtor Affiliates

Meritor, Inc.
Arvin Canada Holding Limited
Arvin European Holdings (UK) Limited
Arvin European Holdings (UK) Limited French
Branch
Arvin Exhause de Venezuela
Arvin Exhaust de Venezuela
Arvin Finance, LLC
Arvin Holdings Netherlands B.V.
Arvin Industries, Inc.
Arvin Innovation Australia Pty. Limited
Arvin International (UK Limited)
Arvin International (UK) Limited
Arvin International Holdings, LLC
Arvin International, Inc.
Arvin Motion Control Limited
Arvin Technologies, Inc.
Arvin-Kayaba LLC
ArvinMeritor A&ET Limited
ArvinMeritor Canada

ArvinMeritor Filters Operating Co., LLC
ArvinMeritor Finance Ireland Unlimited Company
ArvinMeritor Former Ride Control Operating Co.,
Inc.
ArvinMeritor Holdings France SNC
ArvinMeritor Investments SA (Proprietary) Limited
ArvinMeritor Light Vehicle Systems (UK) Limited
ArvinMeritor Light Vehicle Systems Australia Pty.
Ltd.
ArvinMeritor Limited
ArvinMeritor Mexicana, S.A. DE C.V.
ArvinMeritor OE, LLC
ArvinMeritor Pension Trustees Limited
ArvinMeritor Receivables Corporation
Arvinmeritor Sweden AB
ArvinMeritor Technology, LLC
Automotive Axles Limited
Braseixos Administradora de Bens Ltd.
Business Builders International
Carvica C.A.
Carvicay Ltd
Carvireca C.A.
EGE Fren Sanayaii ve Ticaret A.S.
Fonderie Vénissieux SAS
Gabricay Ltd.
Gabriel de Colombia
Gabriel de México, S.A. de C.V.
Gabriel de Venezuela C.A.
Gabriel Europe Inc. Rosendall
Gabriel Europe, Inc.
Gabriel India Limited
Gabriel International, Inc.
Gabriel Ride Control Products, Inc.
Gabriel South Africa (Proprietary) Limited
Gabripan de Caribe S.A.
Gem Muffler Company
Indi, S.A.
Leland Packaging & Distributing
Maremont Automotive Products, Inc.
Maremont Automotive Whse Inc.
Marwil Products Company
Master Sistemas Automotivos Ltda.
Meritor (China) Holdings, Limited
Meritor Aftermarket Canada Inc.
Meritor Aftermarket France SAS
Meritor Aftermarket Italy, S.r.l.
Meritor Aftermarket Netherlands B.V.
Meritor Aftermarket Spain, S.A.
Meritor Aftermarket Switzerland AG
Meritor Aftermarket Switzerland AG (UK Branch)
Meritor Aftermarket UK Limited
Meritor Aftermarket USA, LLC
Meritor Axles France SAS
Meritor Brazil Holdings, LLC
Meritor Cayman Islands, Ltd.

Meritor Commercial Vehicle Systems India Private
Limited
Meritor Czech s.r.o.
Meritor do Brasil Sistemas Automotivos Ltda.
Meritor Drivetrain Systems (Nanjing) Co. Ltd.
Meritor Electric Vehicles, LLC
Meritor Finance (Barbados) Limited
Meritor France Holdings, LLC
Meritor France SNC
Meritor Germany GmbH
Meritor GmbH
Meritor Heavy Vehicle Braking Systems (U.S.A.),
LLC
Meritor Heavy Vehicle Braking Systems (UK)
Limited
Meritor Heavy Vehicle Systems (Manufacturing)
Limited
Meritor Heavy Vehicle Systems (Singapore) Pte.,
Ltd.
Meritor Heavy Vehicle Systems (Singapore) Pte.,
Ltd. (Singapore Branch)
Meritor Heavy Vehicle Systems (Venezuela), Inc.
Meritor Heavy Vehicle Systems Australia Ltd.
Meritor Heavy Vehicle Systems Australia Ltd.
(Vietnam Branch)
Meritor Heavy Vehicle Systems Cameri SpA
Meritor Heavy Vehicle Systems de Venezuela S.A.
Meritor Heavy Vehicle Systems Limited
Meritor Heavy Vehicle Systems, LLC
Meritor Holdings (Barbados) Limited
Meritor Holdings France SNC
Meritor Holdings Spain, S.A.
Meritor Holdings UK Ltd.
Meritor Holdings, LLC
Meritor HVS (India) Limited
Meritor HVS AB
Meritor HVS Istanbul Irtibat Burosu
Meritor International Holdings, LLC
Meritor Japan K.K.
Meritor Luxembourg S.a.r.l.
Meritor Management Corp.
Meritor Manufacturing de México, S.A. de C.V.
Meritor Mexicana, S.A. DE C.V.
Meritor México, S. de R.L. de C.V.
Meritor Netherlands B.V.
Meritor Netherlands Brazil B.V.
Meritor Services de Mexico, S.A. de C.V.
Meritor Specialty Products LLC
Meritor Technology, LLC
Meritor, Inc. (a Nevada Corporation)
MTC Inc.
Pratt Industries, Inc.
Saco-Lowell Shops, Inc.
Schrader Far East Ltd.
Sistemas Automotrices de Mexico, S.A. de C.V.
Super Diesel, S.A.

Transportation Power, Inc. (“Transpower”)
Trucktechnic S.A.
Wilmot-Breedon (Holdings) Limited
Xuzhou Meritor Axles Co. Ltd.

Other Potential Parties in Interest

Alan B. Rich
Alusuisse of America, Inc.
Armand Volta, Jr.
Armour & Co. Salaried Employees Pension Plan
Arvin Industries, Inc.
Bank of America, N.A.
Beth Gori
Easley Site Trust
Environmental Control
Ferodo America, Inc.
Francis J. Drew

Gabriel Ride Control Products, Inc.
Gabriel South Africa (Proprietary) Limited
Gem Muffler Company
Great American E & S Insurance Company
John Cooney
JPMorgan Chase Bank, N.A.
Mario E. Dihigo
Nuturn Corporation
Ohio Environmental Protection Agency
Oklahoma Department of Environmental Quality
PACE
Perry Browder
Platt Saco Lowell Corporation
South Carolina Department of Health and
Environmental Control
Wilmington Trust, N.A.