

EXHIBIT A

Declaration of Thomas Vasquez, Ph.D.

**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 THOMAS VASQUEZ, Ph.D.

Pursuant to 28 U.S.C. § 1746, Thomas Vasquez, Ph.D., hereby declares as follows:

1. I am a Senior Managing Director at Ankura Consulting Group, LLC (“Ankura”).
2. James L. Patton, Jr., the proposed legal representative (the “Future Claimants’ Representative”) for persons who have not yet asserted an asbestos-related personal injury claim against the Debtors in the above-captioned cases but may in the future assert such a claim (the “Future Claimants”), has requested that Ankura provide claims evaluation consulting services, and Ankura has agreed to provide such services during this bankruptcy proceeding. Ankura was selected by the Future Claimants’ Representative because Ankura professionals have extensive experience estimating asbestos liabilities.
3. Ankura is a business advisory and expert services firm, headquartered in Washington, D.C. The professionals at Ankura include those who were formerly affiliated with Analysis, Research, and Planning Corporation, also known as ARPC. In March 2016, ARPC merged into Ankura. Prior to its merger, ARPC had provided law firms, corporations, governments, and non-profit groups with advisory services relating to economic, financial, statistical, business-analytics and operational expertise for more than 40 years. I will refer to 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.

professionals who were formerly with ARPC and are now with Ankura as “Ankura Professionals.”

4. Ankura Professionals were retained to assist the debtors in the chapter 11 bankruptcy cases of: In re Energy Futures Holding Corp., No. 14-10979 (Bankr. D. Del. 2014); In re The Budd Co., No. 14-11873 (Bankr. N.D. Ill. 2014); In re United Gilsonite Labs., No. 11-2032 (RNO) (Bankr. M.D. Pa. 2011); In re W.R. Grace, Inc., No. 01-1139 (JKF) (Bankr. D. Del. 2001); In re Owens Corning, No. 00-3837 (JKF) (Bankr. D. Del. 2000); In re Fuller-Austin Insulation Co., No. 98-2028 (JJF) (Bankr. D. Del. 1998); In re Eagle-Picher Indus., Inc., No. 91-10100 (BP) (Bankr. S.D. Ohio 1991); and In re A. H. Robins Co., No. 85-31307 (BWS) (Bankr. E.D. Va. 1985). ARPC also performed work on behalf of special counsel to the debtor in the case of In re ACandS, Inc., No. 02-12687 (JKF) (Bankr. D. Del. 2002).

5. Ankura Professionals were retained to assist the Unsecured Creditors Committee in the chapter 11 bankruptcy case of In re National Gypsum Co., No. 90-37213 (SAF) (Bankr. N.D. Tex. 1990).

6. Ankura Professionals were retained as claims evaluation consultants to the future claimants’ representatives in the chapter 11 bankruptcy cases of: In re Bestwall LLC, No. 17-31795 (LTB) (Bankr. W.D.N.C. 2017); In re Kaiser Gypsum Co., No. 16-31602 (JCW) (Bankr. W.D.N.C. 2016); In re Yarway Corp., No. 13-11025 (BLS) (Bankr. D. Del. 2013); In re Metex Mfg. Corp., No. 12-14554 (BRL) (Bankr. S.D.N.Y. 2012); In re Specialty Prods. Holding Corp., No. 10-11780 (JKF) (Bankr. D. Del. 2010); In re Leslie Controls, Inc., No. 10-12199 (CSS) (Bankr. D. Del. 2010); In re Durabla Mfg. Co., No. 09-14415 (MFW) (Bankr. D. Del. 2009); In re The Flintkote Co., No. 04-11300 (JKF) (Bankr. D. Del. 2004); In re Met-Coil Sys. Corp., No. 03-12676 (MFW) (Bankr. D. Del. 2003); In re Mid-Valley, Inc., No. 03-35592 (JKF) (Bankr.

W.D. Pa. 2003); In re Plibrico Co., No. 02 B 09952 (Bankr. N.D. Ill. 2002); In re Western Asbestos Co., No. 02-46284 T (Bankr. N.D. Ca. 2002); In re A-Best Prods., LLC, No. 02-12734 (JKF) (Bankr. D. Del. 2002); In re Glob. Indus. Techs., Inc., No. 02-21626 (JKF) (Bankr. W.D. Pa. 2002); In re N. Am. Refractories Co., No. 02-20198 (JKF) (Bankr. W.D. Pa. 2002); In re Kaiser Aluminum Corp., No. 02-10429 (JKF) (Bankr. D. Del. 2002); In re United States Mineral Prods. Co., No. 01-2471 (JKF) (Bankr. D. Del. 2001); In re Federal-Mogul Glob., Inc., No. 01-10578 (JKF) (Bankr. D. Del. 2001); In re USG Corp., No. 01-2094 (JKF) (Bankr. D. Del. 2001); In re Burns and Roe Enters., Inc., No. 00-41610 (RG) (D.N.J. 2000); In re Armstrong World Indus., Inc., No. 00-4471 (JKF) (Bankr. D. Del. 2000); In re Babcock & Wilcox Co., No. 00-10992 (JAB) (Bankr. E.D. La. 2000); and In re Pittsburgh Corning Corp., No. 00-22876 (JKF) (Bankr. W.D. Pa. 2000).

7. Ankura Professionals were retained by each of the following existing asbestos personal injury trusts to perform assessments of the liabilities facing the trusts and/or provide claims management consulting services: Amatex Asbestos Trust; Manville Personal Injury Settlement Trust; Pacor Trust; Fuller-Austin Asbestos Trust; UNR Asbestos-Disease Claims Trust; National Gypsum Corporation Settlement Trust; Celotex Asbestos Settlement Trust; Eagle-Picher Personal Injury Settlement Trust; Fibreboard Asbestos Compensation Trust; Claims Processing Facility (formed in connection with the UNR Disease-Claims Trust and the Eagle-Picher Personal Injury Settlement Trust); DII Industries, LLC Asbestos PI Trust; DII Industries, LLC Silica PI Trust; JT Thorpe Successor Trust; Keene Creditor Trust; Western Asbestos Settlement Trust; A-Best Products Company Asbestos Personal Injury Settlement Trust; Babcock and Wilcox Asbestos Personal Injury Settlement Trust; Armstrong World Industries Personal Injury Settlement Trust; United States Gypsum Personal Injury Settlement Trust;

Owens Corning/Fibreboard Personal Injury Settlement Trust; Shook and Fletcher Asbestos Settlement Trust; Kaiser Aluminum & Chemical Personal Injury Settlement Trust; US Mineral Products Company Asbestos PI Trust; Raytech Corporation Asbestos Trust; Motors Liquidation Company Asbestos PI Trust; ABB Lummus Global Inc. Asbestos PI Trust; ACandS Asbestos Settlement Trust; and TH Agriculture and Nutrition Asbestos Personal Injury Trust. Ankura Professionals were also retained by the future claimants' representative to perform assessments of the liabilities facing the Porter Hayden Bodily Injury Trust; the Leslie Controls, Inc. Asbestos Personal Injury Trust; the APG Asbestos Trust; the Combustion Engineering Asbestos PI Trust; the NARCO Asbestos Trust; the Quigley Asbestos PI Trust; and the Yarway Asbestos Personal Injury Trust.

8. As described in the Ankura Application, the Debtors provided to Young Conaway a retainer of \$100,000 (subsequently increased to \$200,000) to pay the pre-petition fees and expenses of the Future Claimants' Representative, Young Conaway, and Ankura incurred while conducting due diligence of the Debtors and their asbestos-related personal injury claims and engaging in negotiations towards a plan of reorganization. Attached as Exhibit B to the Ankura Application is a summary of Ankura's pre-petition invoices and payments.

9. Subject to court approval, and in accordance with section 330(a) of the Code and any order entered by this Court establishing procedures for interim compensation and reimbursement of expenses of professionals, compensation will be paid to Ankura on an hourly basis, plus reimbursement of actual and necessary expenses incurred by Ankura. Ankura professionals charge for services by the hour, with the rates depending on the experience and training of the individuals working on the task. The hourly rates for Ankura professionals are \$550-\$750 for Senior Managing Directors, \$450-\$550 for Managing Directors, \$350-\$450

Senior Directors, \$275–\$350 Directors, and \$150–\$275 for Senior Associates and Associates.

Expenses for travel and consumables are billed at cost to the client. Charges are not accumulated or billed to the client for non-professional or clerical staff.

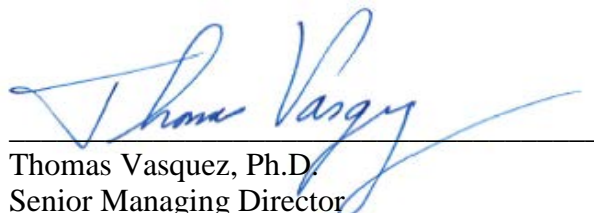
10. Neither I nor any principal of, or professional employed by, Ankura has agreed to share or will share any portion of the compensation to be received in connection with its retention in these cases with any other person other than the principals and regular employees of Ankura.

11. Ankura has conducted a search of its records with respect to the Debtors and the list attached hereto as Schedule 1 of creditors and other parties in interest. To the best of my knowledge, information, and belief, Ankura is a disinterested person, as that term is defined in section 101(14) of the Bankruptcy Code.

12. Ankura will periodically conduct further inquiries regarding its status as a disinterested party, and any time during the period of its employment, if Ankura should discover any facts bearing on the matters described herein, Ankura will supplement the information contained in this declaration.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 4, 2019.


Thomas Vasquez, Ph.D.
Senior Managing Director
Ankura Consulting Group, LLC

Schedule 1

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
Maryellen Noreika
Leonard P. Stark

**Attorneys Employed by the Office of the United
States Trustee for Region 3, Delaware Office**

David Buchbinder
Linda Casey
Timothy J. Fox, Jr.
Benjamin Hackman
Brya Keilson
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 Exhaust 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 Sanayai 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
Nuturen 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.