

EXHIBIT C

Proposed Order

**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)

Ref. Docket No. _____

**ORDER AUTHORIZING THE PROPOSED FUTURE CLAIMANTS'
REPRESENTATIVE TO RETAIN AND EMPLOY ANKURA CONSULTING
GROUP, LLC AS CLAIMS EVALUATION CONSULTANTS,
NUNC PRO TUNC TO THE PETITION DATE**

Upon the application (the "Ankura Application") of 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 but may in the future assert such a claim, for the issuance and entry of an order, pursuant to sections 105(a), 524(g), and 1103 of title 11 of the United States Code (the "Bankruptcy Code") and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), authorizing the employment and retention of Ankura Consulting Group, LLC ("Ankura") as claims evaluation consultants, *nunc pro tunc* to the Petition Date; and upon the declaration of Thomas Vasquez, Ph.D. in support thereof (the "Vasquez Declaration"); and this Court being satisfied based on the representations made in the Ankura Application and the Vasquez Declaration that the professionals of Ankura are "disinterested persons" as that term is defined under section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, and that Ankura's involvement in other asbestos cases does not conflict with the obligations of Ankura to the Future Claimants'

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.

Representative in these cases; and that Ankura's employment by the Future Claimants' Representative is necessary and in furtherance of the Future Claimants' Representative's duties, and would be in the best interests of the Debtors' estates; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The relief requested in the Ankura Application is granted.
2. In accordance with sections 105, 524(g), and 1103 of the Bankruptcy Code, the Future Claimants' Representative is hereby authorized to employ and retain Ankura as claims evaluation consultants on the terms set forth in the Ankura Application and Vasquez Declaration, *nunc pro tunc* to the Petition Date.
3. Ankura shall be compensated in such amounts as may be allowed by this Court upon the filing of appropriate applications for allowance of interim or final compensation in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, and any order entered by this Court establishing procedures for interim compensation and reimbursement of expenses of professionals. The Future Claimants' Representative shall not be personally responsible for providing compensation or expense reimbursements to Ankura under any circumstance.
4. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this order.

Dated: _____, 2019
Wilmington, Delaware

KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE