

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

In re:

MAREMONT CORPORATION, et al.,<sup>1</sup>

Debtors.

Chapter 11

Case No. 19-10118 (KJC)

(Jointly Administered)

Ref. Docket No. 54

**SUPPLEMENTAL DECLARATION OF MICHAEL E. HUTCHINS  
IN SUPPORT OF DEBTORS' APPLICATION FOR ENTRY OF AN ORDER  
AUTHORIZING THE RETENTION AND EMPLOYMENT OF KASOWITZ  
BENSON TORRES LLP AS SPECIAL ASBESTOS COUNSEL PURSUANT TO  
11 U.S.C. §§ 327(e) AND 1107, NUNC PRO TUNC TO THE PETITION DATE**

I, Michael E. Hutchins, being duly sworn, state the following under penalty of perjury:

1. I am a partner of the law firm Kasowitz Benson Torres LLP ("Kasowitz"). I am based in Kasowitz's Atlanta office located at Two Midtown Plaza, Suite 1500, 1349 West Peachtree Street, N.W., Atlanta, Georgia 30309.

2. I submit this supplemental declaration (this "Supplemental Declaration") in further support of the *Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kasowitz Benson Torres LLP as Special Asbestos Counsel Pursuant to 11 U.S.C. §§ 327(e) and 1107, Nunc Pro Tunc to the Petition Date* [Docket No. 54] (the "Application"), which was filed on February 4, 2019.<sup>2</sup> The Application was submitted pursuant to sections 327(e) and 1107 of title 11 of the United States Code, rule 2014 of the Federal Rules of Bankruptcy

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<sup>1</sup> 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.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

Procedure, and rule 2014-1 of the Local Rules of Bankruptcy Practice and Procedures of the United States Bankruptcy Court for the District of Delaware. All of the facts set forth herein are based upon my personal knowledge of Kasowitz's practices, Kasowitz's representation of the Debtors, and information learned from my review of relevant documents and information supplied to me by other parties, including partners or employees of Kasowitz.

### **BACKGROUND**

3. In support of the Application, the Debtors filed the *Declaration of Michael E. Hutchins in Support of Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kasowitz Benson Torres LLP as Special Asbestos Counsel Pursuant to 11 U.S.C. §§ 327(e) and 1107, Nunc Pro Tunc to the Petition Date* (the "Original Declaration"), which was appended to the Application as Exhibit B.

4. At the request of the Office of the United States Trustee, I submit this Supplemental Declaration to provide additional details regarding the nature of Kasowitz's role as asbestos counsel for the Debtors' pending cases.

### **ADDITIONAL DISCLOSURES**

5. Since 2001, Kasowitz has represented the Debtors as national coordinating counsel ("NCC") in connection with issues related to the Maremont Asbestos Lawsuits asserted against the Debtors. Kasowitz's responsibilities in the NCC role have been multi-faceted. In consultation with the Debtors, Kasowitz has been responsible for formulating and implanting the Debtors' overall strategy for the defense of asbestos personal injury and wrongful death claims nationwide, and for monitoring and reporting on larger developments or trends that might impact that strategy. To ensure consistency across a large docket, and also based on its knowledge of the Debtors' product lines and historical operations developed over time, Kasowitz as NCC has been responsible for preparing all written discovery responses to be served on behalf of the Debtors,

and also for preparing company witnesses to give testimony and defending the Debtors at depositions. In its role as NCC, Kasowitz has also been responsible for formulating strategy and directing case-specific defense efforts in individual asbestos personal injury and wrongful death cases being handled by approximately seventeen (17) law firms that serve as the Debtors' local counsel in approximately thirty-three (33) different states across the United States. These activities have included determining strategy related to pleadings, motions practice, depositions, expert witness selection and retention, potential dismissals and, when and as appropriate, providing recommendations to the Debtors on whether to try or settle the cases, with settlement recommendations being based on Kasowitz's evaluation of case-specific factors as well as historical settlement values and trends in different jurisdictions. Finally, Kasowitz has had ultimate responsibility for ensuring that dismissals and settlements in individual asbestos personal injury and wrongful death cases are appropriately consummated and documented for reporting purposes.

6. In addition to the above, since 2001 Kasowitz has served as the Debtors' local counsel directly handling the defense and, as appropriate, the resolution of asbestos personal injury and wrongful death cases filed against the Debtors in New York, Texas, and Georgia: three states in which Kasowitz has offices. The scope and nature of these activities has been similar to those outlined above, except that Kasowitz has fulfilled the roles of both NCC and local counsel in these jurisdictions.

7. As of December 31, 2018, there were approximately 13,000 pending asbestos personal injury and wrongful death claims pending against Maremont and MEP, of which approximately 1,900 are considered by the Debtors to be active. During the five-year period ending December 31, 2018, approximately 2,600 asbestos personal injury and wrongful death

lawsuits were asserted against the Debtors. Kasowitz's responsibilities as NCC to the Debtors, as discussed above, have involved these cases both collectively and, when and as appropriate, individually.

8. As stated in the Original Declaration, to the best of my knowledge, information, and belief formed after reasonable inquiry, Kasowitz does not hold or represent any interest adverse to the Debtors or their estates with respect to the subject matter of Kasowitz's proposed employment in these Chapter 11 Cases.

*[Remainder of Page Intentionally Left Blank]*

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.

Dated: February 19, 2019  
Atlanta, Georgia



Michael E. Hutchins  
Kasowitz Benson Torres LLP