

EXHIBIT A

Proposed Omnibus Fee Order

**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 (LSS)

Jointly Administered

Related to Docket Nos. 230, 231, 232, 235 and \_\_\_\_

**OMNIBUS ORDER APPROVING FEE APPLICATIONS  
FOR THE INTERIM COMPENSATION PERIOD  
JANUARY 22, 2019 THROUGH AND INCLUDING MARCH 31, 2019**

Upon consideration of the first interim fee applications (the “Applications”) of various professionals retained in the above-captioned chapter 11 cases (collectively, the “Professionals”)<sup>2</sup>, a list of which is attached hereto as Exhibit A, for interim allowance of compensation, including all holdbacks, and reimbursement of expenses related to services performed for the period January 22, 2019 through and including March 31, 2019 (the “Compensation Period”) filed in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members* dated February 21, 2019 [Docket No. 91] (the “Interim Compensation Order”); and the Court having reviewed the Applications; and the Court finding that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) notice of the Applications and the hearing thereon was adequate under the circumstances; (c) all parties with notice of the Applications have been afforded the opportunity to be heard on the Applications; and (d) all of the procedural

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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> On July 3, 2019, the Court entered an Order [Docket No. 291] with respect to Robinson & Cole LLP, counsel to the Official Committee of Asbestos Personal Injury Claimants.

requirements of 11 U.S.C. §§ 327, 328, 330, 331 and 503(b), as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure, have been satisfied; and after due deliberation and sufficient and good cause appearing therefor, it is hereby

ORDERED that, the Applications are APPROVED in the amounts set forth in Exhibit A; and it is further

ORDERED that, the Professionals are granted interim allowance of (a) compensation for services rendered during the Compensation Period and (b) reimbursement of actual and necessary expenses incurred during the Compensation Period, in the respective amounts set forth as approved on the attached Exhibit A, including any and all holdbacks; and it is further

ORDERED that, to the extent not already paid pursuant to the Compensation Order, the Debtors are authorized to remit payment to each Professional in the amount set forth on Exhibit A, less all amounts previously paid on account of such fees and expenses; and it is further

ORDERED that, this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

**EXHIBIT A**

**MAREMONT CORPORATION, et al.**  
**CASE NO. 19-10118 (LSS)**  
**EXHIBIT A REGARDING FIRST INTERIM FEE APPLICATION PERIOD**  
**FROM JANUARY 22, 2019 THROUGH MARCH 31, 2019**

APPLICANT AND TITLE	DKT. NO.	INTERIM FEES APPROVED	INTERIM EXPENSES APPROVED	TOTAL AMOUNT APPROVED	TOTAL AMOUNT DUE
<b>Debtors' Professionals</b>					
Cole Schotz P.C. (Delaware Co-Counsel to the Debtors) (Counsel to Debtor)	231	\$176,186.00	\$3,881.65	\$180,067.65	\$180,067.65
Sidley Austin LLP (Co-Counsel to the Debtors)	235	\$1,223,824.50	\$12,860.32	\$1,236,684.82	\$1,236,684.82
Donlin, Recano & Company, Inc. (Administrative Advisor to the Debtors)	232	\$1,944.75	\$0.00	\$1,944.75	\$1,944.75
<b>Legal Representative for Future Asbestos Claimants and his Professionals</b>					
James L. Patton, Jr., as Legal Representative for Future Asbestos Claimants and Yount Conaway Stargett & Taylor, LLP	230	\$376,901.50	\$3,289.43	\$380,190.93	\$380,190.93