

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>

Reorganized Debtors.

Chapter 11

Case No. 19-10118 (LSS)

Jointly Administered  
Related to Docket Nos. 313, 316, 319, 322, 323,  
324, 325 and \_\_\_\_

**OMNIBUS ORDER GRANTING FINAL ALLOWANCE OF COMPENSATION  
FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES**

Upon consideration of the interim and final fee applications (the “Applications”) of various professionals retained in the above-captioned chapter 11 cases (collectively, the “Professionals”), a list of which is attached hereto as Exhibit A, for interim and final allowance of compensation, including all holdbacks, and reimbursement of expenses related to services performed for the period covered by the dates referenced in the Applications (the “Final 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 requirements of 11 U.S.C. §§ 327, 328, 330, 331 and 503(b), as well as Rule 2016 of the Federal

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<sup>1</sup> The Reorganized Debtors in these chapter 11 cases, together with the last four digits of each Reorganized 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 the Reorganized Debtors for purposes of these chapter 11 cases is 7324 Gaston Avenue, Suite 124, LB 430, Dallas, Texas 75214.

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 hereto; and it is further

ORDERED that, the Professionals are granted final allowance of (a) compensation for services rendered during the Final Compensation Period and (b) reimbursement of actual and necessary expenses incurred during the Final 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 Interim Compensation Order, the Reorganized 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 (LLS)**  
**EXHIBIT A TO OMNIBUS ORDER GRANTING FINAL ALLOWANCE OF COMPENSATION**  
**FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES**

APPLICANT AND TITLE	DKT. NO.	FINAL FEES APPROVED	FINAL EXPENSES APPROVED	TOTAL AMOUNT APPROVED
<b>Debtors' Professionals</b>				
Cole Schotz P.C. (Delaware Co-Counsel to the Debtors)	313	\$245,671.00	\$7,906.87	\$253,577.87
Sidley Austin LLP (Co-Counsel to the Debtors)	322	\$1,545,259.50	\$19,456.84	\$1,564,716.34
Kasowitz Benson Torres LLP (Special Asbestos Counsel for the Debtors)	325	\$2,432.50	\$0.00	\$2,432.50
Donlin, Recano & Company, Inc. (Administrative Advisor to the Debtors)	316	\$2,627.25	\$0.00	\$2,627.25
<b>Legal Representative for Future Asbestos Claimants and his Professionals</b>				
James L. Patton, Jr., as Legal Representative for Future Asbestos Claimants and Young Conaway Stargatt & Taylor, LLP	324	\$431,167.00	\$5,828.86	\$436,995.86
Ankura Consulting Group, LLC (Claims Evaluation Consultants to the Legal Representative for Future Asbestos Claimants)	323	\$1,980.00	\$238.00	\$2,218.00
<b>Official Committee of Asbestos Personal Injury Claimants' Professionals</b>				
Robinson Cole LLP <sup>1</sup> (Counsel to Official Committee of Asbestos Personal Injury Claimants)	319	\$369,470.00	\$3,618.22	\$373,088.22

<sup>1</sup> Robinson & Cole LLP's fees includes \$5,875.00 in fees incurred in preparing fee applications after the Effective Date (which is less than the \$6,500.00 it reserved in its fee application).