

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

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 In re: : Chapter 11
 :
 IMERYYS TALC AMERICA, INC., *et al.*,¹ : Case No. 19-10289 (LSS)
 :
 Debtors. : (Jointly Administered)
 :
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**NOTICE OF AMENDED² AGENDA OF MATTERS SCHEDULED
FOR HEARING ON NOVEMBER 22, 2019 AT 2:00 P.M. (ET)³**

I. MATTER GOING FORWARD:

1. Motion of the Debtors for an Order (I) Establishing a Bar Date for Indirect Talc Claims and Related Procedures for Filing Proofs of Claim for Indirect Talc Claims and (II) Approving Form and Manner of Notice Thereof [Docket No. 1220 – filed November 12, 2019]

Objection / Response Deadline: November 20, 2019 at 4:00 p.m. (ET);
 extended for Counsel for Certain Underwriters at Lloyd’s, London and Certain London Market Insurers to November 21, 2019 at 12:00 a.m. (ET)

Objections / Responses Received:

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Imerys Talc America, Inc. (6358), Imerys Talc Vermont, Inc. (9050), and Imerys Talc Canada Inc. (6748). The Debtors’ address is 100 Mansell Court East, Suite 300, Roswell, Georgia 30076.

² **Amended items appear in bold.**

³ The hearing will be held before The Honorable Laurie Selber Silverstein at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom 2, Wilmington, Delaware 19801. Any person who wishes to appear telephonically at the November 22, 2019 hearing must contact COURTCALL, LLC at 866-582-6878 prior to the hearing to register his/her telephonic appearance in accordance with the *Instructions for Telephonic Appearances Effective January 5, 2005, Revised May 11, 2018*.

- A. **Objection of Cyprus Historical Excess Insurers to Motion of the Debtors for an Order (I) Establishing a Bar Date for Indirect Talc Claims and Related Procedures for Filing Proofs of Claim for Indirect Talc Claims and (II) Approving Form and Manner of Notice Thereof [Docket No. 1246 – filed November 20, 2019]**
- B. **Informal Comments from Counsel for Certain Underwriters at Lloyd’s, London and Certain London Market Insurers (collectively, “Lloyd’s”)**

Related Documents:

- i. Debtors’ Motion for Entry of an Order Shortening the Notice and Objection Periods for the Motion of the Debtors for an Order (I) Establishing a Bar Date for Indirect Talc Claims and Related Procedures for Filing Proofs of Claim for Indirect Talc Claims and (II) Approving Form and Manner of Notice Thereof [Docket No. 1221 – filed November 12, 2019]
- ii. Order Shortening the Notice and Objection Periods for the Motion of the Debtors for an Order (I) Establishing a Bar Date for Indirect Talc Claims and Related Procedures for Filing Proofs of Claim for Indirect Talc Claims and (II) Approving Form and Manner of Notice Thereof [Docket No. 1222 – entered November 13, 2019]
- iii. Re-Notice of Motion and Hearing [Docket No. 1224 - filed November 13, 2019]

Status: **The Debtors have resolved the informal comments from Lloyd’s. The hearing on this matter with respect to the remaining objection is going forward.**

II. EVIDENTIARY MATTERS FOR HEARING:

- 2. Debtors’ Motion for Entry of an Order Approving Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs (SEALED) [Docket No. 973 – filed August 28, 2019]

Objection / Response Deadline: September 11, 2019 at 4:00 p.m. (ET); extended for the Committee and the Future Claimants’ Representative to September 13, 2019 at 4:00 p.m. (ET) and extended for the U.S. Trustee and Chubb Insurers to September 12, 2019 at 4:00 p.m. (ET)

Objections / Responses Received:

- A. Chubb Insurers' Limited Opposition to Debtors' Motion to Approve Defense Costs Settlement with the Resolute Insurers (Dkt. No. 974) [Docket No. 1022 – filed September 11, 2019]
- B. Limited Objection of the United States Trustee to Proposed Form of Order for Debtors' Motion for Entry of an Order Approving Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs [Docket No. 1027 – filed September 12, 2019]
- C. The Official Committee of Tort Claimants' Objection to the Debtors' Motion for Entry of an Order Approving Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs [Docket No. 1036 – filed September 13, 2019]
- D. Joinder of James L. Patton, Jr., the Legal Representative for Future Talc Personal Injury Claimants Against the Debtors, to the Official Committee of Tort Claimants' Objection to the Debtors' Motion for Entry of an Order Approving Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs [D.I. 974] [Docket No. 1037 – filed September 13, 2019]

Related Documents:

- i. Debtors' Motion for Entry of an Order Approving Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs (REDACTED) [Docket No. 974 – filed August 28, 2019]
- ii. Reply of Cyprus Historical Excess Insurers to United States Trustee's Limited Objection to Proposed Form of Order [Dkt. 1027] [Docket No. 1035; Adv. Docket No. 112 – filed September 13, 2019]
- iii. Debtors' Response to Objection of the Official Committee of Tort Claimants to Motion for Entry of an Order Approving Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs [Docket No. 1044 – filed September 16, 2019]
- iv. Debtors' Motion for Leave to File Response to Objection of the Official Committee of Tort Claimants to Motion for Entry of an Order Approving Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs [Docket No. 1045 – filed September 16, 2019]
- v. Notice of Filing of Redacted Final Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs [Docket No. 1124 - filed October 10, 2019]

- vi. Letter to the Honorable Laurie Selber Silverstein [Docket No. 1134 – filed October 14, 2019]
- vii. **Debtors’ Reply in Further Support of Motion for Entry of an Order Approving Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs [Docket No. 1242 - filed November 20, 2019]**
- viii. **Declaration of Elizabeth Hanke in Support of Debtors’ Motion for Entry of an Order Approving Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs [Docket No. 1243 - filed November 20, 2019]**
- ix. **Debtors’ Motion for Leave to File Debtors’ Reply in Further Support of Motion for Entry of an Order Approving Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs [Docket No. 1244 - filed November 20, 2019]**
- x. **Declaration of Andrew A. Davenport in Support of Debtors’ Motion for Entry of an Order Approving Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs [Docket No. 1245 – filed November 20, 2019]**
- xi. **Response of Cyprus Historical Excess Insurers to Debtors’ Reply in Further Support of Motion for Entry of an Order Approving Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs [Dkts. 974, 1242, 1243] [Docket No. 1247 - filed November 21, 2019]**
- xii. **Cyprus Historical Excess Insurers’ Motion for Leave to File Response to Debtor’s Reply in Further Support of Motion for Entry of an Order Approving Settlement Agreement and Release Regarding Imerys/Cyprus Pre-Petition Defense Fees and Costs [Docket No. 1248 – filed November 21, 2019]**

Status: The hearing on the Motion is going forward. As stated on the record at the October 15, 2019 hearing, the matter would go forward at this hearing in the absence of a resolution amongst the parties. The matter remains unresolved.

- 3. Motion of Debtors for Entry of an Order (I) Authorizing Implementation of a Key Employee Incentive Program and a Key Employee Retention Program, (II) Approving the Terms of the Debtors’ Key Employee Incentive Program and Key Employee Retention Program, and (III) Granting Related Relief [Docket No. 1201 – filed November 1, 2019]

Objection / Response Deadline: November 15, 2019 at 4:00 p.m. (ET);
extended to November 18, 2019 at 4:00 p.m.

(ET) for the Office of the United States Trustee

Objections / Responses Received:

- A. The United States Trustee's Objection to Motion of Debtors for Entry of an Order (I) Authorizing Implementation of a Key Employee Incentive Program and a Key Employee Retention Program, (II) Approving the Terms of the Debtors' Key Employee Incentive Program and Key Employee Retention Program, and (III) Granting Related Relief [Docket No. 1235 – filed November 18, 2019]

Related Documents:

- i. Notice of Filing of Revised Proposed Order Approving Debtors' Key Employee Retention Program [Docket No. 1238 - filed November 20, 2019]
- ii. **Supplemental Declaration of Edgar William Mosley II in Support of the Debtors' Motion for Order Approving the Implementation of a Key Employee Incentive Plan and a Key Employee Retention Plan [Docket No. 1252 - filed November 21, 2019]**

Status: The hearing on the Motion is going forward in part. By the Motion, the Debtors seek, *inter alia*, authority to implement a key employee incentive program (the "KEIP") and a key employee retention program (the "KERP"). The hearing on the Motion, solely as it relates to the KERP, is going forward. The hearing on the Motion, as it relates to the KEIP, is adjourned to the omnibus hearing scheduled for December 17, 2019 at 2:00 p.m. (ET).

Dated: November 21, 2019
Wilmington, Delaware

/s/ Michael J. Merchant

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