

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

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In re: : Chapter 11  
: :  
IMERYS TALC AMERICA, INC., *et al.*,<sup>1</sup> : Case No. 19-10289 (LSS)  
: :  
Debtors. : (Jointly Administered)  
: :  
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**NOTICE OF DEADLINES FOR FILING OF PROOFS OF CLAIM FOR INDIRECT  
TALC CLAIMS**

**INDIRECT TALC CLAIM BAR DATE IS JANUARY 9, 2020  
AT 5:00 P.M. EASTERN TIME**

TO: ALL PERSONS AND ENTITIES WITH INDIRECT TALC CLAIMS AGAINST THE ABOVE-CAPTIONED DEBTORS:

On November 22, 2019, the United States Bankruptcy Court for the District of Delaware (the “**Court**”) entered an order [Docket No. 1260] (the “**Indirect Talc Claim Bar Date Order**”) establishing certain deadlines for the filing of proofs of claim for Indirect Talc Claims (as defined below) in the cases of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) filed under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”).

By the Indirect Talc Claim Bar Date Order, the Court established **January 9, 2020 at 5:00 p.m., prevailing Eastern Time** (the “**Indirect Talc Claim Bar Date**”)<sup>2</sup> as the general deadline for all Entities (as defined below), including Governmental Units (as defined below), to file proofs of claim in the Debtors’ chapter 11 cases for Indirect Talc Claims against the Debtors that arose or are deemed to have arisen prior to the date on which the Debtors commenced their chapter 11 cases, February 13, 2019 (the “**Petition Date**”), except as otherwise provided in the Indirect Talc Claim Bar Date Order. Indirect Talc Claims expressly exclude Talc Claims (as defined below), other than Indirect Talc Claims, and General Claims (as defined below). As described below, the Indirect Talc Claim Bar Date Order also establishes different bar dates for certain categories of claims.

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<sup>1</sup> 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.

<sup>2</sup> As used in this Notice “**Indirect Talc Claim Bar Dates**” means the Indirect Talc Claim Bar Date together with the Indirect Talc Claim Rejection Bar Date and the Indirect Talc Claim Amended Schedule Bar Date (each as defined below).

For your convenience, enclosed with this Notice is a customized proof of claim form (the “**Proof of Claim Form**”). The Proof of Claim Form will state, along with your name, whether your Indirect Talc Claim is listed in schedule D, E or F of the Debtors’ schedules of assets and liabilities and statements of financial affairs filed in the Debtors’ chapter 11 cases (as amended) [Docket Nos. 362, 363, 365, 366, 367, 368, 577, 578 and 579] (collectively, the “**Schedules**”) and, if so, whether your Indirect Talc Claim is listed as: (a) disputed, contingent or unliquidated; and (b) secured, unsecured or priority. The dollar amount of the claim (as listed in schedule D, E or F of the Schedules) also will be identified on the Proof of Claim Form. In the event of any conflict between the claim information included in the Proof of Claim Form and the information provided in the Schedules, the Schedules shall control. If the Debtors believe that you may hold different classifications of Indirect Talc Claims against the Debtors, you will receive multiple proof of claim forms, each of which will reflect the nature, amount and classification of your Indirect Talc Claims against the Debtors, as listed in the Schedules. In the event that any information reflected on the Proof of Claim Form is incorrect or if the Proof of Claim Form contains information that you do not agree with, cross out such information and write in what you believe to be the correct information.

Notwithstanding the foregoing, the amount and status (*i.e.*, (i) disputed, contingent or unliquidated or (ii) secured, unsecured or priority) of your Indirect Talc Claim as identified in schedule D, E or F of the Debtors’ Schedules will not be included in the Proof of Claim Form if you have been notified pursuant to a notice of satisfaction (each, a “**Satisfaction Notice**”) that such Indirect Talc Claim has been satisfied in full postpetition and the deadline to oppose such determination has expired. To the extent you are notified that the Debtors have determined that your scheduled Indirect Talc Claim has been satisfied in part and the deadline to oppose such determination has expired, then the Proof of Claim Form will reflect such amended claim information. Claim information included in a Satisfaction Notice regarding satisfaction of a claim in full or in part shall control, once the deadline to object thereto has passed, if there is a conflict between the claim information in the Satisfaction Notice and the claim information in the Schedules.

Contact information for the Debtors’ claims and noticing agent, Prime Clerk LLC (“**Prime Clerk**”), is provided below. Prime Clerk will have representatives available to provide you with additional information regarding the chapter 11 cases and the filing of a proof of claim.

**General Information about the Debtors’ Chapter 11 Cases.** The Debtors’ cases are being jointly administered under case number 19-10289 (LSS). On March 5, 2019, the Office of the United States Trustee for the District of Delaware appointed an official committee of tort claimants in the chapter 11 cases. On June 3, 2019, the Court entered an order [Docket No. 647] appointing James L. Patton Jr. as the representative for future talc personal injury claimants pursuant to sections 105(a), 524(g)(4)(B)(i) and 1109(b) of the Bankruptcy Code. As of this date, no trustee or examiner has been requested or appointed in the Debtors’ chapter 11 cases.

**Individual Debtor Information.** The last four digits of each Debtor’s federal tax identification number are set forth below. The Debtors’ mailing address is 100 Mansell Court East, Suite 300, Roswell, Georgia 30076.

<b>Debtor</b>	<b>Case No.</b>	<b>EID# (Last 4 Digits)</b>
<b>Imerys Talc America, Inc.</b>	<b>19-10289</b>	<b>6358</b>
<b>Imerys Talc Vermont, Inc.</b>	<b>19-10291</b>	<b>9050</b>
<b>Imerys Talc Canada Inc.</b>	<b>19-10292</b>	<b>6748</b>

**A CLAIMANT SHOULD CONSULT AN ATTORNEY IF THE CLAIMANT HAS ANY QUESTIONS, INCLUDING WHETHER SUCH CLAIMANT SHOULD FILE A PROOF OF CLAIM.**

### **KEY DEFINITIONS**

As used in this Notice, the term “**Entity**” has the meaning given to it in section 101(15) of the Bankruptcy Code, and includes all persons, estates, trusts and Governmental Units.

As used in this Notice, the term “**Governmental Unit**” has the meaning given to it in section 101(27) of the Bankruptcy Code and includes: (a) the United States; (b) states; (c) commonwealths; (d) districts; (e) territories; (f) municipalities; (g) foreign states; and (h) departments, agencies or instrumentalities of the foregoing.

As used in this Notice, the term “**Claim**” or “**claim**” shall mean, as to or against the Debtors and in accordance with section 101(5) of the Bankruptcy Code: (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (b) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

As used in this Notice, the term “**General Claim**” shall mean any Claim that arose, or is deemed to have arisen, prior to February 13, 2019, other than a Talc Claim. General Claims include Claims held by foreign creditors (other than Talc Claims).

As used in this Notice, the term “**Talc Claim**” means any claim (as defined in section 101(5) of the Bankruptcy Code) and any future claims or Demands (as that term is defined in section 524(g) of the Bankruptcy Code), whether known or unknown, including with respect to bodily injury, death, sickness, disease, emotional distress, fear of cancer, medical monitoring or other personal injuries (whether physical, emotional or otherwise), for which the Debtors are alleged to be liable, directly or indirectly, arising out of or relating to the presence of or exposure to talc or talc-containing products, including, without limitation: (a) any products previously manufactured, sold and/or distributed by any predecessors to the Debtors; (b) any materials present at any premises owned, leased, occupied or operated by any Entity for whose products, acts, omissions, business or operations the Debtors have, or are alleged to have, liability; or (c) any talc alleged to contain asbestos or other contaminants. Talc Claims include all such claims, whether: (a) in tort, contract, warranty, restitution, conspiracy, contribution, indemnity, guarantee, subrogation or any other theory of law, equity or admiralty; (b) seeking compensatory, special, economic, non-economic, punitive, exemplary, administrative or any other costs or damages; or (c) seeking any legal, equitable or other relief of any kind whatsoever, including, for the avoidance of doubt, any such claims assertable against one or more Debtors by Cyprus Mines Corporation, Cyprus Amax Minerals Company, and/or any of their affiliates in these chapter 11 cases. Talc

Claims also include any such claims that have been resolved or are subject to resolution pursuant to any agreement, or any such claims that are based on a judgment or verdict. Talc Claims do not include (a) any claim of an insurer with respect to amounts allegedly due under any insurance policies, including policies that might have provided coverage for Talc Claims, or (b) any claim by any present or former employee of a predecessor or affiliate (as defined in section 101(2) of the Bankruptcy Code) of the Debtors for benefits under a policy of workers' compensation insurance or for benefits under any state or federal workers' compensation statute or other statute providing compensation to an employee from an employer. For the avoidance of doubt, this definition equally applies to foreign creditors. ***Please note that no deadline has been established at this time for the filing of Talc Claims other than Indirect Talc Claims.***

As used in this Notice, an “**Indirect Talc Claim**” is any Talc Claim of any corporation (as defined in section 101(9) of the Bankruptcy Code), co-defendant of a Debtor, or predecessor of a Debtor (each, a “**Claimant**”) for contribution, reimbursement, subrogation, or indemnity, whether contractual or implied by law (as those terms are defined by applicable non-bankruptcy law of the relevant jurisdiction), and any other derivative Talc Claim of a Claimant, whether in the nature of or sounding in contract, tort, warranty, or other theory of law. For the avoidance of doubt, an Indirect Talc Claim shall not include any claim for or otherwise relating to death, injury, or damages caused by talc or a product or material containing talc that is asserted by or on behalf of any injured individual, the estate, legal counsel, relative, assignee, or other representative of any injured individual, or an individual who claims injury or damages as a result of the injury or death of another individual regardless of whether such claim is seeking compensatory, special, economic, non-economic, punitive, exemplary, administrative, or any other costs or damages, or any legal, equitable or other relief whatsoever, including pursuant to a settlement, judgment, or verdict. By way of illustration and not limitation, an Indirect Talc Claim shall not include any claim for loss of consortium, loss of companionship, services and society, or wrongful death.

As used in this Notice, “**General Bar Date Order**” means the *Order (I) Establishing Bar Dates and Related Procedures for Filing Proofs of Claim Other Than with Respect to Talc Personal Injury Claims and (II) Approving Form and Manner of Notice Thereof* [Docket No. 881] entered by the Court on July 25, 2019.

### **WHO MUST FILE A PROOF OF CLAIM AND THE INDIRECT TALC CLAIM BAR DATES**

The Indirect Talc Claim Bar Date Order establishes the following deadlines for filing proofs of claim in the Debtors' chapter 11 cases:

- (a) The Indirect Talc Claim Bar Date. Pursuant to the Indirect Talc Claim Bar Date Order, except as described below, all Entities holding Indirect Talc Claims (whether secured, unsecured priority or unsecured nonpriority) against a Debtor that arose, or are deemed to have arisen, before the Petition Date (February 13, 2019) are required to file a proof of claim so that it is received by Prime Clerk on or before the Indirect Talc Claim Bar Date.

- (b) The Indirect Talc Claim Rejection Bar Date. Any Entity whose Indirect Talc Claim arises out of the Court-approved rejection of an executory contract or unexpired lease, in accordance with section 365 of the Bankruptcy Code and pursuant to an order entered prior to the confirmation of a plan of reorganization in the Debtors' chapter 11 cases, must file a proof of claim so that it is received by Prime Clerk on or before the later of: (i) the Indirect Talc Claim Bar Date; and (ii) 5:00 p.m., prevailing Eastern Time, on the date that is 30 days after service of the applicable notice of or order authorizing rejection of such executory contract or unexpired lease. The later of these dates is referred to in this Notice as the "**Indirect Talc Claim Rejection Bar Date.**"
- (c) The Indirect Talc Claim Amended Schedule Bar Date. If, subsequent to the mailing of this Notice, the Debtors amend or modify schedule D, E or F of their Schedules to reduce the undisputed, noncontingent and liquidated amount or to change the nature or classification of an Indirect Talc Claim reflected therein, the affected claimant may file a proof of claim or amend any previously filed proof of claim in respect of the amended scheduled Indirect Talc Claim so that it is received by Prime Clerk on or before the later of: (i) the Indirect Talc Claim Bar Date; and (ii) 30 days after the date that notice of the applicable amendment to the Schedules is served on the affected claimant. The later of these dates is referred to in this Notice as the "**Indirect Talc Claim Amended Schedule Bar Date.**" However, if the amendment to schedule D, E or F of the Schedules (i) improves the amount or treatment of a previously scheduled or filed Indirect Talc Claim and (ii) the affected claimant previously was served with a notice of the Indirect Talc Claim Bar Dates, the affected claimant is not permitted to file additional claims or amend a related previously filed proof of claim by the Indirect Talc Claim Amended Schedule Bar Date. If the Debtors amend or modify schedule D, E or F of their Schedules with respect to any Indirect Talc Claim that the Debtors state has been satisfied, such paid creditor shall not be required to file a proof of claim with respect to the satisfied claim unless the creditor disputes that such Indirect Talc Claim has been satisfied.

Subject to the terms described above for holders of Indirect Talc Claims subject to the Indirect Talc Claim Rejection Bar Date and the Indirect Talc Claim Amended Schedule Bar Date, the following holders of Indirect Talc Claims must file proofs of claim on or before the Indirect Talc Claim Bar Date:

- (a) any Entity (i) whose prepetition Indirect Talc Claim against a Debtor is not listed in the Schedules or is listed as “disputed,” “contingent” or “unliquidated” and (ii) that desires to participate in the Debtors’ chapter 11 cases or share in any distribution in the chapter 11 cases;
- (b) any Entity that (i) believes its prepetition Indirect Talc Claim is improperly classified in the Schedules or is listed in an incorrect amount and (ii) desires to have its prepetition Indirect Talc Claim allowed in a classification or amount different from the classification or amount identified in the Schedules; and
- (c) any Entity that believes that its prepetition Indirect Talc Claim as listed in the Schedules is not an obligation of the specific Debtor against which such claim is listed and that desires to have its prepetition Indirect Talc Claim allowed against a Debtor other than the Debtor identified in the Schedules.

If it is unclear from the Schedules whether your prepetition Indirect Talc Claim is disputed, contingent or unliquidated as to amount or is otherwise properly listed and classified, you must file a proof of claim on or before the Indirect Talc Claim Bar Date. Any Entity that relies on the information in the Schedules bears responsibility for determining that its Indirect Talc Claim is accurately listed therein.

**PROOFS OF CLAIM NOT REQUIRED  
TO BE FILED BY THE INDIRECT TALC CLAIM BAR DATE**

The Indirect Talc Claim Bar Date Order further provides that the following Entities need not file proofs of claim by the Indirect Talc Claim Bar Date:

- (a) any Entity holding or asserting a Talc Claim other than an Indirect Talc Claim;
- (b) any Entity holding or asserting a General Claim, as such claims were required to have been filed in accordance with the deadlines established by the General Bar Date Order;
- (c) any Entity holding an Indirect Talc Claim against the Debtors for which a signed proof of claim has already been properly filed with the Clerk of the Bankruptcy Court for the District of Delaware or Prime Clerk in a form substantially similar to Official Bankruptcy Form No. 410;
- (d) any Entity (i) whose Indirect Talc Claim against the Debtors is not listed as disputed, contingent or unliquidated, and/or in an unknown amount or assigned a \$0 amount in the

Schedules and (ii) that agrees with the nature, classification and amount of its Indirect Talc Claim as identified in the Schedules and that its Indirect Talc Claim is an obligation of the specific Debtor that listed its Indirect Talc Claim in its Schedules;

- (e) any Entity whose Indirect Talc Claim against the Debtors previously has been allowed by, or paid pursuant to, an order of the Court;<sup>3</sup>
- (f) any Entity holding an Indirect Talc Claim for which specific deadlines have been fixed by an order of the Court entered on or before the applicable bar date;
- (g) any current officers and directors of the Debtors holding an Indirect Talc Claim as a result of such officers' or directors' prepetition or postpetition services to the Debtors; and
- (h) any Debtor having an Indirect Talc Claim against another Debtor.

Notwithstanding anything to the contrary contained herein, the Indirect Talc Claim Bar Date Order does not apply to or bind (a) Certain Underwriters at Lloyd's, London and Certain London Market Insurers (collectively "**LMI**");<sup>4</sup> or (b) the Excess Insurers.<sup>5</sup> For the avoidance of doubt, LMI and the Excess Insurers (i) shall have no obligation to file a proof of claim for any Indirect Talc Claim, and (ii) shall not be bound or barred by the Indirect Talc Claim Bar Date; *provided, however*, that nothing contained in the Indirect Talc Claim Bar Date Order prohibits any party in interest including, but not limited to, the Debtors and any successor to the Debtors from objecting to any claim filed by any LMI or Excess Insurer entity on any basis except that such claim was due to be filed pursuant to the Indirect Talc Claim Bar Date Order.

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<sup>3</sup> To the extent that any amounts paid by the Debtors to a creditor are subject to disgorgement pursuant to a postpetition trade agreement or otherwise, that creditor shall have until the later of (i) the Indirect Talc Claim Bar Date and (ii) 30 days from the date of any disgorgement to file a proof of claim for the disgorged amount.

<sup>4</sup> LMI are identified on Attachment I to the *Notice of Appearance and Request for Notices and Service of Papers* [Docket No. 433].

<sup>5</sup> As used herein, "**Excess Insurers**" means Columbia Casualty Company, Continental Casualty Company, the Continental Insurance Company, as successor to CNA Casualty of California and as successor in interest to certain insurance policies issued by Harbor Insurance Company, Lamorak Insurance Company (formerly known as OneBeacon America Insurance Company), as successor to Employers' Surplus Lines Insurance Company, Stonewall Insurance Company (now known as Berkshire Hathaway Specialty Insurance Company), National Union Fire Insurance Company of Pittsburgh PA, and Lexington Insurance Company.

**CONSEQUENCES OF FAILURE TO FILE  
A PROOF OF CLAIM BY THE APPLICABLE BAR DATE**

**UNLESS THE COURT ORDERS OTHERWISE, ANY ENTITY THAT IS REQUIRED TO FILE A PROOF OF CLAIM WITH RESPECT TO AN INDIRECT TALC CLAIM AGAINST THE DEBTORS BUT THAT FAILS TO DO SO BY THE INDIRECT TALC CLAIM BAR DATE (OR OTHER APPLICABLE BAR DATE) DESCRIBED IN THIS NOTICE OR THE INDIRECT TALC CLAIM BAR DATE ORDER SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR PURPOSES OF VOTING UPON ANY PLAN IN THE CHAPTER 11 CASES AND DISTRIBUTION FROM PROPERTY OF THE DEBTORS' ESTATES.**

**PROCEDURE FOR FILING PROOFS OF CLAIM**

Any Entity asserting an Indirect Talc Claim must: (a) deliver a completed, signed original proof of claim, together with any accompanying or supporting documentation, to **Imerys Talc America, Inc. Claims Processing Center, c/o Prime Clerk LLC, 850 Third Avenue, Suite 412, Brooklyn, NY 11232**, by mail, hand delivery or courier service or (b) electronically using the interface available on Prime Clerk's website at <https://cases.primeclerk.com/ImerysTalc/EPOC-Index>, so as to be **actually received**, in each case, no later than 5:00 p.m., prevailing Eastern Time, on the Indirect Talc Claim Bar Date. **Any proof of claim submitted by facsimile, telecopy or electronic mail will not be accepted and will not be deemed filed until the proof of claim is submitted by one of the methods described in this paragraph.**

You may use the Official Bankruptcy Form No. 410 to file Indirect Talc Claims. Alternatively, you may use (and copy as necessary), the Proof of Claim Form included with this Notice, which form substantially complies with Official Bankruptcy Form No. 410 and has been approved by the Court for use in this case.

All filed proof of claim forms must: (a) be written in English; (b) be denominated in lawful currency of the United States, based upon the exchange rate in effect as of 7:00 a.m. (prevailing Eastern Time) on the Petition Date; (c) conform substantially with the Proof of Claim Form; (d) set forth with specificity the legal and factual basis for the alleged claim; (e) include supporting documentation or an explanation as to why such documentation is not available; (f) specify the Debtor against which the proof of claim is filed as well as the bankruptcy case number corresponding to the Debtor; and (g) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant.

**Proofs of claim will be deemed filed only when actually received by Prime Clerk.** If you wish to receive acknowledgement of Prime Clerk's receipt of your proof of claim, you also must submit to Prime Clerk by the Indirect Talc Claim Bar Date and concurrently with your original proof of claim (a) a copy of the original proof of claim and (b) a self-addressed, stamped return envelope. Claimants who submit proofs of claim through Prime Clerk's website interface will receive an electronic mail confirmation of such submissions.

## **THE DEBTORS' SCHEDULES AND ACCESS THERETO**

You may be listed as the holder of an Indirect Talc Claim against a Debtor. To determine if and how you are listed on the Schedules, please refer to the Debtors' Schedules. Copies of the Schedules may be viewed free of charge on the Prime Clerk website for the chapter 11 cases under the tab marked "Schedules & SOFA" at <https://cases.primeclerk.com/ImerysTalc/Home-DocketInfo>. In addition, electronic copies of all documents filed in the Debtors' chapter 11 cases, including the Indirect Talc Claim Bar Date Order, may be obtained free of charge at Prime Clerk's website for the Debtors' chapter 11 cases, <https://cases.primeclerk.com/ImerysTalc>, or for a fee on the Court's website, [www.deb.uscourts.gov](http://www.deb.uscourts.gov).

### **RESERVATION OF RIGHTS**

The Debtors reserve the right to: (a) dispute, or assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedules as to nature, amount, liability, priority, classification or otherwise; (b) subsequently designate any scheduled claim as disputed, contingent or unliquidated; and (c) otherwise amend, modify or supplement the Schedules. Nothing contained in this Notice or the Indirect Talc Claim Bar Date Order shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any grounds.

### **ADDITIONAL INFORMATION**

If you require additional information regarding the filing of a proof of claim, you may contact Prime Clerk at (844) 339-4096. You also may contact Prime Clerk by electronic mail at [imerysinfo@primeclerk.com](mailto:imerysinfo@primeclerk.com) or by writing to Prime Clerk at 850 Third Avenue, Suite 412, Brooklyn, NY 11232. The claims register for the Debtors will be available for review during normal business hours in Prime Clerk's offices at 850 Third Avenue, Suite 412, Brooklyn, NY 11232. Additional copies of the proof of claim form that you should use may be obtained by calling Prime Clerk or by downloading such proof of claim form from Prime Clerk's website, at <http://cases.primeclerk.com/ImerysTalc>, by clicking under the tab marked "Submit a Claim".

**YOU ARE ENCOURAGED TO CAREFULLY REVIEW THE INDIRECT TALC CLAIM BAR DATE ORDER AND RELATED MATERIALS ON THE PRIME CLERK WEBSITE. YOU MAY WISH TO CONSULT AN ATTORNEY REGARDING THIS MATTER.**

Dated: November 22, 2019

BY ORDER OF THE COURT

**RICHARDS, LAYTON & FINGER, P.A.**

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