

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF NORTH CAROLINA  
CHARLOTTE DIVISION

\_\_\_\_\_  
In re: : Chapter 11  
ALDRICH PUMP LLC, et al.,<sup>1</sup> : Case No. 20-30608 (JCW)  
Debtors. : Jointly Administered  
\_\_\_\_\_  
:

**OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS’  
OBJECTION TO AND MOTION TO STRIKE SUBPOENAS ISSUED BY  
DEBTORS TO BESTWALL LLC AND DBMP LLC**

The Official Committee of Asbestos Personal Injury Claimants (the “Committee”) of Aldrich Pump LLC (“Aldrich”) and Murray Boiler LLC (“Murray,” and together with Aldrich, the “Debtors”), by and through its undersigned counsel, hereby objects to and moves to strike (the “Objection”) the subpoenas to produce documents (the “Subpoenas”) served on or about May 17, 2024 by Aldrich and Murray to DBMP LLC (“DBMP”) and Bestwall LLC (“Bestwall” and together with DBMP, the “Subpoenaed Parties,” and each a “Subpoenaed Party”) seeking the production of information about asbestos claimants of the Subpoenaed Parties. *See Notice of Service of Subpoenas to Produce Documents* [Dkt. No. 2249].<sup>2</sup> In support of its Objection, the Committee respectfully states as follows:

<sup>1</sup> The last four digits of the Debtors’ taxpayer identification numbers follow: Aldrich Pump, LLC (2290) and Murray Boiler LLC (0679). The Debtors’ address is 800 E. Beaty Street, Davidson, North Carolina 28036.

<sup>2</sup> Copies of the Subpoenas are attached for convenience as Exhibit A.



### ARGUMENT<sup>3</sup>

1. Pursuant to Rule 45 of the Federal Rules of Civil Procedure (“Rule 45”), Courts in the Western District of North Carolina have the authority to quash or modify a subpoena:

When a subpoena “subjects a person to undue burden,” the district court “where compliance is required must quash or modify” that subpoena. Fed. R. Civ. P. 45(d)(3)(A)(iv). “The determination of the reasonableness of a subpoena requires the court to balance the interests served by demanding compliance with the subpoena against the interests furthered by quashing it, weighing the benefits and burdens, considering whether the information is necessary and whether it is available from another source.” *Eshelman v. Puma Biotechnology, Inc.*, 2017 WL 5919625, at \*4 (E.D.N.C. Nov. 30, 2017).

*La Michoacana Nat., LLC v. Maestre*, No. 3:17-CV-727-RJC-DCK, 2021 WL 638989, at \*1 (W.D.N.C. Feb. 18, 2021).

2. The Subpoenas seek the production of “all electronic information and data contained in any claims database within [the Subpoenaed Party’s] possession, custody, or control whose purpose is or was to track mesothelioma claims against [the Subpoenaed Party or its predecessor] before the Petition Date” related to an extensive list of the Debtors’ prepetition settled claims. See Subpoenas, Ex. A ¶ 10. As such, they are unnecessary, duplicative, and disproportionate to the needs of these cases. Moreover, they harass and burden claimants who have not only settled their claims with the former Trane U.S. Inc. (“Old Trane”) or the former Trane Technologies LLC (“Old IRNJ”) but also with the entities from whom the Debtors now seek discovery. The Court should strike them because disclosure of the highly confidential and sensitive information they seek is unnecessary and not proportional to the needs of the case.

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<sup>3</sup> This Court has previously indicated that the Committee had standing to challenge subpoenas issued by Bestwall LLC to DBMP LLC for similar information and did not hold that the Committee lacked standing to challenge subpoenas issued by DBMP LLC to the Debtors for similar information. See Hr’g Tr. at 113:8-9, *In re DBMP LLC*, No. 20-30080 (Bankr. W.D.N.C. May 26, 2022) (“As to standing, I believe that the Committees have standing here.”); see also Hr’g Tr. in *DBMP* and *Aldrich* (Apr. 25, 2024).

**I. THE DISCOVERY SOUGHT BY THE DEBTORS IS NOT PROPORTIONAL TO THE NEEDS OF THE CASE**

3. Both party and non-party civil discovery is limited by the scope of Federal Rule of Civil Procedure 26(b)(1). *Va. Dep't of Corrections v. Jordan*, 921 F.3d 180, 188 (4th Cir. 2019). Discovery must be “proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties’ relative access to relevant information, the parties’ resources, the importance of the discovery in resolving the issues, and whether the burden or expense of the proposed discovery outweighs its likely benefit.” Fed. R. Civ. P. 26(b)(1); *Va. Dep't of Corrections*, 921 F.3d at 188-189; *see also Stone v. Trump*, 453 F. Supp. 3d 758, 766 (D. Md. 2020) (“To be relevant, the information must relate to a claim or defense and be proportional to the needs of the case.”). The instant Subpoenas fail that test and should be disallowed.

**A. The Debtors Have Already Enjoyed Wide Latitude in Claims Discovery and Have Failed to Articulate Any Need for More**

4. The Subpoenas present yet another expansion of the asbestos claims data the Debtors purport to need for estimation purposes. In the underlying tort system, however, as co-defendants of the Subpoenaed Parties in certain asbestos cases, the Debtors have access to the same sources of information as the Subpoenaed Parties, rendering the defendant-specific information in the Subpoenaed Parties’ hands of diminishing value. The Debtors have already subpoenaed and received significant volumes of claimant information from numerous asbestos bankruptcy trusts, personal injury questionnaires (“PIQs”), and an asbestos debtor.<sup>4</sup>

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<sup>4</sup> *See, e.g., Order Granting Motion of the Debtors for an Order Authorizing the Debtors to Issue Subpoenas on Asbestos Trusts and Paddock Enterprises, LLC* [Dkt. No. 1240]; *see also Order Approving Personal Injury Questionnaire and Granting Related Relief* [Dkt. No. 1246].

5. The Debtors have made no attempt to demonstrate that this latest round of information requested from the Subpoenaed Parties is necessary in light of the flood of information they have already requested and received. Indeed, allowing this duplicative, unnecessary, and disproportionate discovery to continue may result in the depletion of precious estate resources without providing any attendant benefit to the estate, especially if it is later determined that there are issues with the Funding Agreement. *See, e.g., Hinton v. Ala. State Univ.*, No. 2:18-CV-994-RAH-JTA, 2020 WL 11273045, at \*4 (M.D. Ala. Mar. 13, 2020) (granting motion to quash subpoena upon finding that the requested “deposition testimony runs afoul of Rule 26(b)(2) as it would be cumulative and duplicative of the information provided in the investigative file.”).

**B. The Subpoenas Burden Settled Claimants by Seeking Highly Personal, Confidential and Sensitive Information**

6. The Subpoenas seek production of confidential and sensitive personal information. An important purpose of asbestos claims databases is to track asbestos-related diseases in victims. Courts have recognized a strong privacy interest in such medical information and taken that “right to privacy . . . [into] consideration in the balancing process that courts conduct in deciding whether to file a document under seal.” *See Everett v. Nort*, 547 F. App’x 117, 122 n.9 (3d Cir. 2013); *In re Mots. Seeking Access to 2019 Statements*, 585 B.R. 733, 752 (D. Del. 2018), *aff’d sub nom. In re A C & S Inc.*, 775 F. App’x 78 (3d Cir. 2019) (recognizing privacy interest in an individual’s medical information). Sensitive information of a highly personal nature (*e.g.*, medical diagnoses, exposure-related information) is implicated by the Subpoenas. The release by the Subpoenaed Parties of their asbestos claims databases would pose an undue risk to the privacy interests of those asbestos victims, which is a basis for protecting that information. *See, e.g., In re Peregrine Sys., Inc.*, 311 B.R. 679, 690 (D. Del. 2004) (“The bankruptcy court was appropriately concerned with the privacy interests of third parties who were not before the court, and it is well established that a

court has the power and discretion to strike a document in order to protect legitimate interests.”); *see also In re Pittsburgh Corning Corp.*, No. CIV 04-1814, 2005 WL 6128987, at \*10 (W.D. Pa. Sept. 27, 2005) (noting bankruptcy court was free to hold that “countervailing concerns justify the continued protection of the information.”), *aff’d*, 260 F. App’x 463 (3d Cir. 2008).

7. That some or all of this information may be available in some form elsewhere does not change matters; the asbestos victims still maintain a right to keep their information protected. As the Supreme Court noted, “[t]here is a vast difference between the public records that might be found after a diligent search of courthouse files, county archives, and local police stations throughout the country and a computerized summary located in a single clearinghouse of information.” *U.S. Dep’t of Justice v. Reporters Comm. for Freedom of the Press*, 489 U.S. 749, 764 (1989). “In an organized society, there are few facts that are not at one time or another divulged to another,” but that does not mean that there is no interest in saving them from further disclosure. *See Ostergren v. Cuccinelli*, 615 F.3d 263, 284 (4th Cir. 2010) (quoting *Reporters Comm.*, 489 U.S. 749, 763 (1989)). And “[a]n individual’s interest in controlling the dissemination of information regarding personal matters does not dissolve simply because that information may be available to the public in some form.” *U.S. Dep’t of Defense v. Fed. Lab. Rels. Auth.*, 510 U.S. 487, 500 (1994).

8. Further, settlement information warrants protection in its own right. Courts have long recognized that settlement information should be protected from discovery for policy reasons. *E.g., Hasbrouck v. BankAmerica Hous. Servs.*, 187 F.R.D. 453, 461-62 (N.D.N.Y. 1999) (“[t]here is a strong public interest in encouraging settlements and in promoting the efficient resolution of conflicts . . . [which] outweighs any general public interest in providing litigants broad discovery of facts to support their claims and defenses.”). For similar reasons, settlement information related

to asbestos claims contained in the Subpoenaed Parties' databases may also be subject to confidentiality provisions in settlement agreements entered into between the Subpoenaed Parties' predecessors and claimants, which provisions prohibit disclosure of that information to third parties.

## **II. PERMITTING THE SUBPOENAS WILL UNDERMINE THE INTEGRITY OF THE BANKRUPTCY PROCESS**

9. The Debtors have continued the effort started by Bestwall and furthered by DBMP to obtain discovery from historic co-defendants for Aldrich and Murray's own litigation purposes without seeking approval either from this Court or the courts presiding over the *DBMP* or *Bestwall* bankruptcy cases. Every time a court permits this discovery, it raises the prospect that the confidential information of any bankrupt entity facing mass torts, willing or not, will be vacuumed into a single database as a matter of course.

10. It is noteworthy, too, that here the Debtors seek discovery from debtors in other cases conveniently represented by the same law firms. The same happened in the *Bestwall* and *DBMP* matters. Unsurprisingly, those commonly represented debtors appeared to go along with this type of discovery. When, however, the Debtors here sought discovery from a debtor with different counsel, that debtor resisted. *Paddock Enterprises, LLC's (I) Objection to Motion of the Debtors for an Order Authorizing the Debtors to Issue Subpoenas on Asbestos Trusts and Paddock Enterprises, LLC and (II) Motion for Limited Adjournment of Hearing on Motion of the Debtors for an Ordre Authorizing the Debtors to Issue Subpoenas on Asbestos Trusts and Paddock Enterprises, LLC* [Dkt. No. 1161] (describing the undertaking as "burdensome" and disproportionate to the needs of the case and raising confidentiality concerns). The rights of settled claimants to have their confidential information vigorously protected should not turn on the vagaries of which law firm represents the tortfeasor with whom the claimants settled.

**III. ALTERNATIVELY, ANY INFORMATION GATHERED BY THE SUBPOENAS SHOULD BE SUBJECT TO THE STRICT CONFIDENTIALITY AND USE LIMITATIONS THIS COURT HAS ALREADY IMPOSED IN SIMILAR CIRCUMSTANCES**

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11. While the Committee believes that these Subpoenas failed the test under Rule 26, should the Court grant the Subpoenas in some form, it should impose strict confidentiality and use restrictions so that any impingement on the asbestos claimants' privacy rights is minimized and the inquiry is no more revealing of personal information than is required to achieve legitimate discovery objectives material to the Court's ordered estimation proceeding.

12. These arguments regarding confidentiality are not novel to this bankruptcy; in fact the Court has ordered that similar claimant information, where obtained, be treated as confidential and subject to use restrictions. *See Order Granting Motion of the Debtors for an Order Authorizing the Debtors to Issue Subpoenas on Asbestos Trusts and Paddock Enterprises, LLC* [Dkt. No. 1240]. Additionally, protective orders governing the confidentiality of these databases and the claimants' underlying personal information have been entered in certain of the respective Subpoenaed Parties' bankruptcy cases. *See Agreed Protective Order Governing Confidential Information* [Dkt. No. 345]; *Agreed Protective Order Governing Confidential Information, In re Bestwall LLC*, No. 17-31795 [Dkt. No. 337] (Bankr. W.D.N.C. Mar. 26, 2018). These confidentiality protections make clear that the asbestos claims databases are not to serve as information clearinghouses or "public libraries" for entities that wish to obtain confidential claimant information for their own purposes.

13. Other courts addressing similar issues have placed strict limitations on the use of personal information. In particular, *In re Owens Corning*, 560 B.R. 229 (Bankr. D. Del. 2016), *aff'd sub nom. In re Motions Seeking Access to 2019 Statements*, 585 B.R. 733 (D. Del. 2018), *aff'd sub nom. In re A C & S Inc.*, 775 F. App'x 78 (3d Cir. 2019) (the "Access Decision") refused

to grant Honeywell and Ford unlimited access to Bankruptcy Rule 2019 exhibits. Instead, the Court granted access solely for a three-month period, after which the Bankruptcy Rule 2019 exhibits had to be destroyed. Honeywell and Ford were further prohibited from sharing the identity of individuals by name or other identifying means. Among other restrictions, the Access Decision required the removal of the retention agreements and all but the last four digits of social security numbers, and it imposed the costs associated with the efforts on the requesting party.<sup>5</sup>

### **STATEMENT REGARDING NEED FOR HEARING**

14. The Committee acknowledges that the issues raised in this Motion and issues similar to those raised in this Motion were previously addressed in this case as well as in the *Bestwall* and *DBMP* bankruptcies. However, the Committee brings this Motion for purposes of preserving its arguments in connection with any potential appeals in these cases. Accordingly, to preserve estate resources, the Committee agrees to forego a hearing on the Motion.

### **CONCLUSION**

WHEREFORE, for the reasons noted above, the Committee respectfully requests that this Court enter an order (i) striking the Subpoenas, or (ii) in the alternative, imposing strict use and

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<sup>5</sup> In *Motors*, when presented with similar requests, Judge Gerber took note of the sensitivity of the information sought and drove the parties to an agreed order that implemented such a protocol. Judge Gerber noted that “the extent to which the request imposes an unreasonable burden and the extent to which disclosure of the information might prejudice individual tort litigants in the future, one-on-one litigation down the road” was among his primary concerns. With that concern in mind, he said, “I wonder whether providing the information in the manner [the asbestos committee’s counsel] proposed, akin to the way we did it in *Chemtura*, might not be materially more burdensome, and might better protect individual tort litigants’ confidentiality.” Hr’g Tr. at 100:9-13, *In re Motors Liquidation Co.*, No. 09-50026 (Bankr. S.D.N.Y. Aug. 9, 2010); *id.* at 101:21-25, attached as Exhibit B. When he authorized trust discovery to occur, he did so with the admonition that the parties were to work to implement such a protocol, noting that doing so would be “better in that compliance is likely to be more focused on the real issues, almost as fast in delivery of data, and likely faster with respect to data analysis, and more protective of individual asbestos litigant confidentiality.” *Id.* at 105:16-20. Ultimately, the *Motors* court entered an order that required anonymization of the data. See *Order Concerning ACC’s Request for an Anonymity Protocol, In re Motors Liquidation Co.*, No. 09-50026 (Bankr. S.D.N.Y.) [Dkt. No. 7526], attached as Exhibit C.



confidentiality restrictions on any productions made pursuant to the Subpoenas, and (iii) granting such other and further relief as this Court deems just and appropriate.

Respectfully submitted,

Dated: May 31, 2024  
Charlotte, North Carolina

HAMILTON STEPHENS STEELE  
+ MARTIN, PLLC

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# EXHIBIT A

# UNITED STATES BANKRUPTCY COURT

Western District of North Carolina

In re Aldrich Pump LLC, et al.

Debtor

Case No. 20-30608 (JCW)

(Complete if issued in an adversary proceeding)

Chapter 11

Plaintiff

v.

Adv. Proc. No.

Defendant

## SUBPOENA TO PRODUCE DOCUMENTS, INFORMATION, OR OBJECTS OR TO PERMIT INSPECTION OF PREMISES IN A BANKRUPTCY CASE (OR ADVERSARY PROCEEDING)

To: Bestwall LLC c/o United Agent Group Inc., 15720 Brixham Hill Avenue #300, Charlotte, NC 28277  
(Name of person to whom the subpoena is directed)

**Production: YOU ARE COMMANDED** to produce at the time, date, and place set forth below the following documents, electronically stored information, or objects, and to permit inspection, copying, testing, or sampling of the material: See Exhibit A attached

PLACE K&L Gates LLP 300 S. Tryon St., Suite 1000 Charlotte, NC 28202	DATE AND TIME May 31, 2024 by 5 PM
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**Inspection of Premises: YOU ARE COMMANDED** to permit entry onto the designated premises, land, or other property possessed or controlled by you at the time, date, and location set forth below, so that the requesting party may inspect, measure, survey, photograph, test, or sample the property or any designated object or operation on it.

PLACE	DATE AND TIME
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The following provisions of Fed. R. Civ. P. 45, made applicable in bankruptcy cases by Fed. R. Bankr. P. 9016, are attached – Rule 45(c), relating to the place of compliance; Rule 45(d), relating to your protection as a person subject to a subpoena; and Rule 45(e) and 45(g), relating to your duty to respond to this subpoena and the potential consequences of not doing so.

Date: May 17, 2024

CLERK OF COURT

OR

Signature of Clerk or Deputy Clerk

*Clare M. Maisano*  
Attorney's signature

The name, address, email address, and telephone number of the attorney representing (name of party) Aldrich Pump LLC, et al., who issues or requests this subpoena, are:

Clare M. Maisano, Evert Weathersby Houff, 111 South Calvert St., Suite 1910, Baltimore, MD 21202, cmmaisano@ewhlaw.com, (443) 573-8507

### Notice to the person who issues or requests this subpoena

If this subpoena commands the production of documents, electronically stored information, or tangible things, or the inspection of premises before trial, a notice and a copy of this subpoena must be served on each party before it is served on the person to whom it is directed. Fed. R. Civ. P. 45(a)(4).

**PROOF OF SERVICE**

**(This section should not be filed with the court unless required by Fed. R. Civ. P. 45.)**

I received this subpoena for *(name of individual and title, if any)*: \_\_\_\_\_  
on *(date)* \_\_\_\_\_ .

I served the subpoena by delivering a copy to the named person as follows: \_\_\_\_\_  
\_\_\_\_\_ on *(date)* \_\_\_\_\_ ; or

I returned the subpoena unexecuted because: \_\_\_\_\_  
\_\_\_\_\_

Unless the subpoena was issued on behalf of the United States, or one of its officers or agents, I have also tendered to the witness the fees for one day's attendance, and the mileage allowed by law, in the amount of \$ \_\_\_\_\_ .

My fees are \$ \_\_\_\_\_ for travel and \$ \_\_\_\_\_ for services, for a total of \$ \_\_\_\_\_ .

I declare under penalty of perjury that this information is true and correct.

Date: \_\_\_\_\_

\_\_\_\_\_  
*Server's signature*

\_\_\_\_\_  
*Printed name and title*

\_\_\_\_\_  
*Server's address*

Additional information concerning attempted service, etc.:

**Federal Rule of Civil Procedure 45(c), (d), (e), and (g) (Effective 12/1/13)**  
**(made applicable in bankruptcy cases by Rule 9016, Federal Rules of Bankruptcy Procedure)**

**(c) Place of compliance.**

(1) *For a Trial, Hearing, or Deposition.* A subpoena may command a person to attend a trial, hearing, or deposition only as follows:

- (A) within 100 miles of where the person resides, is employed, or regularly transacts business in person; or
- (B) within the state where the person resides, is employed, or regularly transacts business in person, if the person
  - (i) is a party or a party's officer; or
  - (ii) is commanded to attend a trial and would not incur substantial expense.

(2) *For Other Discovery.* A subpoena may command:

- (A) production of documents, or electronically stored information, or things at a place within 100 miles of where the person resides, is employed, or regularly transacts business in person; and
- (B) inspection of premises, at the premises to be inspected.

**(d) Protecting a Person Subject to a Subpoena; Enforcement.**

(1) *Avoiding Undue Burden or Expense; Sanctions.* A party or attorney responsible for issuing and serving a subpoena must take reasonable steps to avoid imposing undue burden or expense on a person subject to the subpoena. The court for the district where compliance is required must enforce this duty and impose an appropriate sanction — which may include lost earnings and reasonable attorney's fees — on a party or attorney who fails to comply.

(2) *Command to Produce Materials or Permit Inspection.*

(A) *Appearance Not Required.* A person commanded to produce documents, electronically stored information, or tangible things, or to permit the inspection of premises, need not appear in person at the place of production or inspection unless also commanded to appear for a deposition, hearing, or trial.

(B) *Objections.* A person commanded to produce documents or tangible things or to permit inspection may serve on the party or attorney designated in the subpoena a written objection to inspecting, copying, testing or sampling any or all of the materials or to inspecting the premises — or to producing electronically stored information in the form or forms requested. The objection must be served before the earlier of the time specified for compliance or 14 days after the subpoena is served. If an objection is made, the following rules apply:

- (i) At any time, on notice to the commanded person, the serving party may move the court for the district where compliance is required for an order compelling production or inspection.
- (ii) These acts may be required only as directed in the order, and the order must protect a person who is neither a party nor a party's officer from significant expense resulting from compliance.

(3) *Quashing or Modifying a Subpoena.*

(A) *When Required.* On timely motion, the court for the district where compliance is required must quash or modify a subpoena that:

- (i) fails to allow a reasonable time to comply;
- (ii) requires a person to comply beyond the geographical limits specified in Rule 45(c);
- (iii) requires disclosure of privileged or other protected matter, if no exception or waiver applies; or
- (iv) subjects a person to undue burden.

(B) *When Permitted.* To protect a person subject to or affected by a subpoena, the court for the district where compliance is required may, on motion, quash or modify the subpoena if it requires:

- (i) disclosing a trade secret or other confidential research, development, or commercial information; or

(ii) disclosing an unretained expert's opinion or information that does not describe specific occurrences in dispute and results from the expert's study that was not requested by a party.

(C) *Specifying Conditions as an Alternative.* In the circumstances described in Rule 45(d)(3)(B), the court may, instead of quashing or modifying a subpoena, order appearance or production under specified conditions if the serving party:

- (i) shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship; and
- (ii) ensures that the subpoenaed person will be reasonably compensated.

**(e) Duties in Responding to a Subpoena.**

(1) *Producing Documents or Electronically Stored Information.* These procedures apply to producing documents or electronically stored information:

(A) *Documents.* A person responding to a subpoena to produce documents must produce them as they are kept in the ordinary course of business or must organize and label them to correspond to the categories in the demand.

(B) *Form for Producing Electronically Stored Information Not Specified.* If a subpoena does not specify a form for producing electronically stored information, the person responding must produce it in a form or forms in which it is ordinarily maintained or in a reasonably usable form or forms.

(C) *Electronically Stored Information Produced in Only One Form.* The person responding need not produce the same electronically stored information in more than one form.

(D) *Inaccessible Electronically Stored Information.* The person responding need not provide discovery of electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On motion to compel discovery or for a protective order, the person responding must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the court may nonetheless order discovery from such sources if the requesting party shows good cause, considering the limitations of Rule 26(b)(2)(C). The court may specify conditions for the discovery.

(2) *Claiming Privilege or Protection.*

(A) *Information Withheld.* A person withholding subpoenaed information under a claim that it is privileged or subject to protection as trial-preparation material must:

- (i) expressly make the claim; and
- (ii) describe the nature of the withheld documents, communications, or tangible things in a manner that, without revealing information itself privileged or protected, will enable the parties to assess the claim.

(B) *Information Produced.* If information produced in response to a subpoena is subject to a claim of privilege or of protection as trial-preparation material, the person making the claim may notify any party that received the information of the claim and the basis for it. After being notified, a party must promptly return, sequester, or destroy the specified information and any copies it has; must not use or disclose the information until the claim is resolved; must take reasonable steps to retrieve the information if the party disclosed it before being notified; and may promptly present the information under seal to the court for the district where compliance is required for a determination of the claim. The person who produced the information must preserve the information until the claim is resolved.

...  
**(g) Contempt.** The court for the district where compliance is required — and also, after a motion is transferred, the issuing court — may hold in contempt a person who, having been served, fails without adequate excuse to obey the subpoena or an order related to it.

**EXHIBIT A**

**DEFINITIONS AND INSTRUCTIONS**

1. “*Claimants*” shall mean, collectively, the individuals identified on Schedule 1 to this Exhibit, each of whom either (a) resolved a mesothelioma claim asserted against Aldrich Pump LLC, Old IRNJ, Murray Boiler LLC, or Old Trane, and is identified on Exhibit A to the *Agreed Order with Respect to Resolved Claims Sampling for Purposes of Estimation Discovery* [Dkt. 2048], or (b) has a Pending Claim, as defined below, against Aldrich Pump LLC, Old IRNJ, Murray Boiler LLC, or Old Trane.
2. “*Aldrich*” shall mean Aldrich Pump LLC.
3. “*Old IRNJ*” shall mean the former Ingersoll Rand Company.
4. “*Murray*” shall mean Murray Boiler LLC.
5. “*Old Trane*” shall mean the former Trane U.S. Inc.
6. “*The Debtors*” shall mean, collectively, Aldrich Pump LLC and Murray Boiler LLC.
7. “*Pending Claim*” shall mean an asbestos claim described in any proof of claim form filed by a claimant against Aldrich, Old IRNJ, Murray, or Old Trane, which proof of claim was not subsequently withdrawn.
8. “*Bestwall*” shall mean Bestwall LLC.
9. “*Old GP*” shall mean the former Georgia-Pacific Corporation.
10. “*Claims Data*” shall mean all electronic information and data contained in Bestwall’s/Old GP’s PACE claims database within Bestwall’s possession, custody, or control whose purpose is or was to track mesothelioma claims asserted against Bestwall or Old GP before the Petition Date.
11. “*Bestwall Claim*” shall mean a mesothelioma claim asserted against Bestwall or Old GP, or for which Bestwall or Old GP was alleged to be responsible, before the Petition Date.

12. “*Injured Party*” shall mean the injured party diagnosed with mesothelioma related to a Bestwall Claim.

13. “*Related Party*” shall mean an individual who is not the Injured Party but who is asserting a Bestwall Claim based on or derived from the Injured Party’s mesothelioma, either in a representative capacity (e.g., the personal representative of the Injured Party’s estate suing for the Injured Party’s injuries), or in an independent capacity (e.g., a family member suing for his or her own losses based on the alleged personal injury to or wrongful death of the Injured Party).

14. “*Petition Date*” shall mean November 2, 2017, the date when Bestwall commenced a chapter 11 bankruptcy case, Case No. 17-31795, in the United States Bankruptcy Court for the Western District of North Carolina.

15. To the extent any Claims Data are not produced on the basis of a claim of privilege or immunity:

(a) submit a list identifying such Claims Data or nature of such Claims Data not produced in a manner that, without revealing the data or information itself privileged or protected, will enable other parties to assess the claimed privilege or immunity;

(b) identify the basis for the privilege (including work product) that is being claimed; and

(c) identify each person having knowledge of the factual basis, if any, on which the claim of privilege or immunity is based.

16. The Debtors will deem the information produced in response to this subpoena “confidential” pursuant to the *Agreed Protective Order Governing Confidential Information* [Dkt. 345].

**ELECTRONIC INFORMATION TO BE PRODUCED PURSUANT TO SUBPOENA**

1. Fields containing the following Claims Data for each Bestwall Claim asserted by an Aldrich/Murray Claimant (to the extent they exist):

- Law firm(s) representing Injured Party or any Related Party
- Jurisdiction and state in which claim was filed
- Claim status (*e.g.*, settled, dismissed, plaintiff verdict, defense verdict, settled pending payment, open, etc.)
- Date of resolution (if applicable)
- Date(s) on which settlement or judgment was paid (if applicable)
- Exposure-related information for Injured Party, including fields reflecting the following data:
  - Date(s) exposure(s) began
  - Date(s) exposure(s) ended
  - Manner of exposure
  - Location of exposure
  - Occupation and industry when exposed
  - Products to which Injured Party was exposed

**RESPONSE:**



# UNITED STATES BANKRUPTCY COURT

Western District of North Carolina

In re Aldrich Pump LLC, et al.  
Debtor

Case No. 20-30608 (JCW)

(Complete if issued in an adversary proceeding)

Chapter 11

Plaintiff  
v.

Adv. Proc. No.

Defendant

## SUBPOENA TO PRODUCE DOCUMENTS, INFORMATION, OR OBJECTS OR TO PERMIT INSPECTION OF PREMISES IN A BANKRUPTCY CASE (OR ADVERSARY PROCEEDING)

To: DBMP LLC c/o CT Corporation System, 160 Mine Lake Ct, Ste 200, Raleigh, NC 27615  
(Name of person to whom the subpoena is directed)

**Production:** YOU ARE COMMANDED to produce at the time, date, and place set forth below the following documents, electronically stored information, or objects, and to permit inspection, copying, testing, or sampling of the material: See Exhibit A attached

PLACE K&L Gates LLP 300 S. Tryon St., Suite 1000 Charlotte, NC 28202	DATE AND TIME May 31, 2024 by 5 PM
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**Inspection of Premises:** YOU ARE COMMANDED to permit entry onto the designated premises, land, or other property possessed or controlled by you at the time, date, and location set forth below, so that the requesting party may inspect, measure, survey, photograph, test, or sample the property or any designated object or operation on it.

PLACE	DATE AND TIME
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The following provisions of Fed. R. Civ. P. 45, made applicable in bankruptcy cases by Fed. R. Bankr. P. 9016, are attached – Rule 45(c), relating to the place of compliance; Rule 45(d), relating to your protection as a person subject to a subpoena; and Rule 45(e) and 45(g), relating to your duty to respond to this subpoena and the potential consequences of not doing so.

Date: May 17, 2024

CLERK OF COURT

OR

Signature of Clerk or Deputy Clerk

*Clare M. Maisano*  
Attorney's signature

The name, address, email address, and telephone number of the attorney representing (name of party) Aldrich Pump LLC, et al., who issues or requests this subpoena, are:

Clare M. Maisano, Evert Weathersby Houff, 111 South Calvert St., Suite 1910, Baltimore, MD 21202, cmmaisano@ewhlaw.com, (443) 573-8507

### Notice to the person who issues or requests this subpoena

If this subpoena commands the production of documents, electronically stored information, or tangible things, or the inspection of premises before trial, a notice and a copy of this subpoena must be served on each party before it is served on the person to whom it is directed. Fed. R. Civ. P. 45(a)(4).

**PROOF OF SERVICE**

**(This section should not be filed with the court unless required by Fed. R. Civ. P. 45.)**

I received this subpoena for *(name of individual and title, if any)*: \_\_\_\_\_  
on *(date)* \_\_\_\_\_ .

I served the subpoena by delivering a copy to the named person as follows: \_\_\_\_\_  
\_\_\_\_\_ on *(date)* \_\_\_\_\_ ; or

I returned the subpoena unexecuted because: \_\_\_\_\_  
\_\_\_\_\_

Unless the subpoena was issued on behalf of the United States, or one of its officers or agents, I have also tendered to the witness the fees for one day's attendance, and the mileage allowed by law, in the amount of \$ \_\_\_\_\_ .

My fees are \$ \_\_\_\_\_ for travel and \$ \_\_\_\_\_ for services, for a total of \$ \_\_\_\_\_ .

I declare under penalty of perjury that this information is true and correct.

Date: \_\_\_\_\_

\_\_\_\_\_  
*Server's signature*

\_\_\_\_\_  
*Printed name and title*

\_\_\_\_\_  
*Server's address*

Additional information concerning attempted service, etc.:

**Federal Rule of Civil Procedure 45(c), (d), (e), and (g) (Effective 12/1/13)**  
**(made applicable in bankruptcy cases by Rule 9016, Federal Rules of Bankruptcy Procedure)**

**(c) Place of compliance.**

(1) *For a Trial, Hearing, or Deposition.* A subpoena may command a person to attend a trial, hearing, or deposition only as follows:

- (A) within 100 miles of where the person resides, is employed, or regularly transacts business in person; or
- (B) within the state where the person resides, is employed, or regularly transacts business in person, if the person
  - (i) is a party or a party's officer; or
  - (ii) is commanded to attend a trial and would not incur substantial expense.

(2) *For Other Discovery.* A subpoena may command:

- (A) production of documents, or electronically stored information, or things at a place within 100 miles of where the person resides, is employed, or regularly transacts business in person; and
- (B) inspection of premises, at the premises to be inspected.

**(d) Protecting a Person Subject to a Subpoena; Enforcement.**

(1) *Avoiding Undue Burden or Expense; Sanctions.* A party or attorney responsible for issuing and serving a subpoena must take reasonable steps to avoid imposing undue burden or expense on a person subject to the subpoena. The court for the district where compliance is required must enforce this duty and impose an appropriate sanction — which may include lost earnings and reasonable attorney's fees — on a party or attorney who fails to comply.

(2) *Command to Produce Materials or Permit Inspection.*

(A) *Appearance Not Required.* A person commanded to produce documents, electronically stored information, or tangible things, or to permit the inspection of premises, need not appear in person at the place of production or inspection unless also commanded to appear for a deposition, hearing, or trial.

(B) *Objections.* A person commanded to produce documents or tangible things or to permit inspection may serve on the party or attorney designated in the subpoena a written objection to inspecting, copying, testing or sampling any or all of the materials or to inspecting the premises — or to producing electronically stored information in the form or forms requested. The objection must be served before the earlier of the time specified for compliance or 14 days after the subpoena is served. If an objection is made, the following rules apply:

- (i) At any time, on notice to the commanded person, the serving party may move the court for the district where compliance is required for an order compelling production or inspection.
- (ii) These acts may be required only as directed in the order, and the order must protect a person who is neither a party nor a party's officer from significant expense resulting from compliance.

(3) *Quashing or Modifying a Subpoena.*

(A) *When Required.* On timely motion, the court for the district where compliance is required must quash or modify a subpoena that:

- (i) fails to allow a reasonable time to comply;
- (ii) requires a person to comply beyond the geographical limits specified in Rule 45(c);
- (iii) requires disclosure of privileged or other protected matter, if no exception or waiver applies; or
- (iv) subjects a person to undue burden.

(B) *When Permitted.* To protect a person subject to or affected by a subpoena, the court for the district where compliance is required may, on motion, quash or modify the subpoena if it requires:

- (i) disclosing a trade secret or other confidential research, development, or commercial information; or

(ii) disclosing an unretained expert's opinion or information that does not describe specific occurrences in dispute and results from the expert's study that was not requested by a party.

(C) *Specifying Conditions as an Alternative.* In the circumstances described in Rule 45(d)(3)(B), the court may, instead of quashing or modifying a subpoena, order appearance or production under specified conditions if the serving party:

- (i) shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship; and
- (ii) ensures that the subpoenaed person will be reasonably compensated.

**(e) Duties in Responding to a Subpoena.**

(1) *Producing Documents or Electronically Stored Information.* These procedures apply to producing documents or electronically stored information:

(A) *Documents.* A person responding to a subpoena to produce documents must produce them as they are kept in the ordinary course of business or must organize and label them to correspond to the categories in the demand.

(B) *Form for Producing Electronically Stored Information Not Specified.* If a subpoena does not specify a form for producing electronically stored information, the person responding must produce it in a form or forms in which it is ordinarily maintained or in a reasonably usable form or forms.

(C) *Electronically Stored Information Produced in Only One Form.* The person responding need not produce the same electronically stored information in more than one form.

(D) *Inaccessible Electronically Stored Information.* The person responding need not provide discovery of electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On motion to compel discovery or for a protective order, the person responding must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the court may nonetheless order discovery from such sources if the requesting party shows good cause, considering the limitations of Rule 26(b)(2)(C). The court may specify conditions for the discovery.

(2) *Claiming Privilege or Protection.*

(A) *Information Withheld.* A person withholding subpoenaed information under a claim that it is privileged or subject to protection as trial-preparation material must:

- (i) expressly make the claim; and
- (ii) describe the nature of the withheld documents, communications, or tangible things in a manner that, without revealing information itself privileged or protected, will enable the parties to assess the claim.

(B) *Information Produced.* If information produced in response to a subpoena is subject to a claim of privilege or of protection as trial-preparation material, the person making the claim may notify any party that received the information of the claim and the basis for it. After being notified, a party must promptly return, sequester, or destroy the specified information and any copies it has; must not use or disclose the information until the claim is resolved; must take reasonable steps to retrieve the information if the party disclosed it before being notified; and may promptly present the information under seal to the court for the district where compliance is required for a determination of the claim. The person who produced the information must preserve the information until the claim is resolved.

...  
**(g) Contempt.** The court for the district where compliance is required — and also, after a motion is transferred, the issuing court — may hold in contempt a person who, having been served, fails without adequate excuse to obey the subpoena or an order related to it.

**EXHIBIT A**

**DEFINITIONS AND INSTRUCTIONS**

1. “*Claimants*” shall mean, collectively, the individuals identified on Schedule 1 to this Exhibit, each of whom either (a) resolved a mesothelioma claim asserted against Aldrich Pump LLC, Old IRNJ, Murray Boiler LLC, or Old Trane, and is identified on Exhibit A to the *Agreed Order with Respect to Resolved Claims Sampling for Purposes of Estimation Discovery* [Dkt. 2048], or (b) has a Pending Claim, as defined below, against Aldrich Pump LLC, Old IRNJ, Murray Boiler LLC, or Old Trane.
2. “*Aldrich*” shall mean Aldrich Pump LLC.
3. “*Old IRNJ*” shall mean the former Ingersoll Rand Company.
4. “*Murray*” shall mean Murray Boiler LLC.
5. “*Old Trane*” shall mean the former Trane U.S. Inc.
6. “*The Debtors*” shall mean, collectively, Aldrich Pump LLC and Murray Boiler LLC.
7. “*Pending Claim*” shall mean an asbestos claim described in any proof of claim form filed by a claimant against Aldrich, Old IRNJ, Murray, or Old Trane, which proof of claim was not subsequently withdrawn.
8. “*DBMP*” shall mean DBMP LLC.
9. “*Old CT*” shall mean the former CertainTeed Corporation.
10. “*Claims Data*” shall mean all electronic information and data contained in DBMP’s/Old CT’s PACE claims database within DBMP’s possession, custody, or control whose purpose is or was to track mesothelioma claims asserted against DBMP or Old CT before the Petition Date.
11. “*DBMP Claim*” shall mean a mesothelioma claim asserted against DBMP or Old CT, or for which DBMP or Old CT was alleged to be responsible, before the Petition Date.

12. “*Injured Party*” shall mean the injured party diagnosed with mesothelioma related to a DBMP Claim.

13. “*Related Party*” shall mean an individual who is not the Injured Party but who is asserting a DBMP Claim based on or derived from the Injured Party’s mesothelioma, either in a representative capacity (e.g., the personal representative of the Injured Party’s estate suing for the Injured Party’s injuries), or in an independent capacity (e.g., a family member suing for his or her own losses based on the alleged personal injury to or wrongful death of the Injured Party).

14. “*Petition Date*” shall mean January 23, 2020, the date when DBMP commenced a chapter 11 bankruptcy case, Case No. 20-30080, in the United States Bankruptcy Court for the Western District of North Carolina.

15. To the extent any Claims Data are not produced on the basis of a claim of privilege or immunity:

(a) submit a list identifying such Claims Data or nature of such Claims Data not produced in a manner that, without revealing the data or information itself privileged or protected, will enable other parties to assess the claimed privilege or immunity;

(b) identify the basis for the privilege (including work product) that is being claimed; and

(c) identify each person having knowledge of the factual basis, if any, on which the claim of privilege or immunity is based.

16. The Debtors will deem the information produced in response to this subpoena “confidential” pursuant to the *Agreed Protective Order Governing Confidential Information* [Dkt. 345].

**ELECTRONIC INFORMATION TO BE PRODUCED PURSUANT TO SUBPOENA**

1. Fields containing the following Claims Data for each DBMP Claim asserted by an Aldrich/Murray Claimant (to the extent they exist):

- Law firm(s) representing Injured Party or any Related Party
- Jurisdiction and state in which claim was filed
- Claim status (*e.g.*, settled, dismissed, plaintiff verdict, defense verdict, settled pending payment, open, etc.)
- Date of resolution (if applicable)
- Date(s) on which settlement or judgment was paid (if applicable)
- Exposure-related information for Injured Party, including fields reflecting the following data:
  - Date(s) exposure(s) began
  - Date(s) exposure(s) ended
  - Manner of exposure
  - Location of exposure
  - Occupation and industry when exposed
  - Products to which Injured Party was exposed

**RESPONSE:**

# EXHIBIT B

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

Case No. 09-50026

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In the Matter of:

MOTORS LIQUIDATION COMPANY, et al.

f/k/a General Motors Corporation, et al.,

Debtors.

- - - - -x

United States Bankruptcy Court  
One Bowling Green  
New York, New York

August 9, 2010  
10:05 AM

B E F O R E:  
HON. ROBERT E. GERBER  
U.S. BANKRUPTCY JUDGE



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HEARING re Motion of the Official Committee of Unsecured Creditors of Motors Liquidation Company for an Order Pursuant to Bankruptcy Rule 2004 Directing Production of Documents by (I) the Claims Processing Facilities for Certain Trusts Created Pursuant to Bankruptcy Code Section 524(g) And (II) General Motors LLC and the Debtors

HEARING re Application of the Official Committee of Unsecured Creditors Holding Asbestos- Related Claims for an Order Pursuant to Bankruptcy Rule 2004 Authorizing the Taking of Document Discovery and Deposition Testimony from the Debtors and from General Motors, LLC, its Subsidiaries and Affiliated Companies

HEARING re The Future Asbestos Claimants' Application for an Order Pursuant to Bankruptcy Rule 2004 Authorizing and Directing (A) the Production of Documents and (B) the Oral Examination of Individuals Designated by the Debtors and New GM Believed to Have Knowledge of Relevant Matters

Transcribed by: Lisa Bar-Leib

1 repeatedly when creditors' committees investigate potential  
2 claims against secured lenders, that anyone with an ounce of  
3 knowledge as to Chapter 11 knows, will be followed by further  
4 avoidance actions, lender liability actions, aiding and  
5 abetting litigation or some combination of those or some  
6 alternative theory upon which they might later sue.

7 The real issues on this motion as culled from the  
8 much longer laundry list of objections filed by the trust, most  
9 of which, as my questions revealed, I regard as silly, are the  
10 extent to which the request imposes an unreasonable burden and  
11 the extent to which disclosure of the information might  
12 prejudice individual tort litigants in the future, one-on-one  
13 litigation down the road, or otherwise, though I regard any  
14 otherwise contingencies as unlikely.

15 As to those two important issues, first I'm not  
16 persuaded that there's a material burden. Except for the  
17 Celotex data, all of the relevant data is on computer and can  
18 be extracted in a variety of ways that are relatively simple  
19 and inexpensive to provide. Certainly the fact that the  
20 Manville Trust can provide similar information by license, for  
21 a fee of 10,000 dollars, and could have done so here, were it  
22 not for the objections to which I was just informed, is  
23 instructive.

24 I've also considered and rejected the contention that  
25 disclosure is barred by Rule 408. First, that's not a rule of

1 privilege, it's a rule governing admissibility at trial.  
2 Second, we're talking about the results of settlement  
3 negotiations, not what the parties admit to each other or  
4 otherwise say in settlement negotiations. Third, Rule 408, by  
5 its express terms, excludes statements offered for purposes  
6 other than to prove liability for, inability of, or the amount  
7 of a claim, or for impeachment. Whatever their applicability  
8 might be in one-on-one litigation, they have no relevance here.

9 Then, neither the filings with the trusts by tort  
10 claimants nor the amounts of the settlements are privileged.  
11 By definition, they're not. And we all agree on that. So  
12 there's no need for expensive attorney review. And the  
13 suggestion that I should require payment for attorneys' fees  
14 associated with the trust production -- I'm going to use a  
15 softer word than I have in my notes -- is extraordinarily  
16 lacking in merit, especially when we consider the important  
17 information that could have been provided under the Manville  
18 Trust longstanding license procedures, if only those three law  
19 firms for tort litigants, whose tactical interests would be  
20 contrary to the creditors' committee, hadn't objected.

21 With that said, I wonder whether providing the  
22 information in the manner Mr. Swett proposed, akin to the way  
23 we did it in Chemtura, might not be materially more burdensome,  
24 and might better protect individual tort litigants'  
25 confidentiality. I'm intrigued by that idea, and might even

1 adequate, or any other legitimate confidentiality concerns that  
2 I may have overlooked, have been satisfactorily protected, or  
3 those which I've focused on or otherwise, don't go sufficiently  
4 far to provide necessary protection.

5 That notice is to go by e-mail to anyone who provided  
6 or whose counsel provided an e-mail address with his or her  
7 claim, and by regular First Class Mail to anyone who provided  
8 only a mail address and not an e-mail address. Where a lawyer  
9 or law firm filed claims on behalf of more than one claimant,  
10 and I sense that there may be many of those, a single e-mail to  
11 that law firm on behalf of all of that firm's clients will be  
12 sufficient. I rule that notice in that fashion will be  
13 satisfactory.

14 As I indicated, the Swett proposal is better in a  
15 number of respects, if it can be implemented without material  
16 prejudice to the creditors' committee. It is better in that  
17 compliance is likely to be more focused on the real issues,  
18 almost as fast in delivery of data, and likely faster with  
19 respect to data analysis, and more protective of individual  
20 asbestos litigant confidentiality. But the Swett proposal has  
21 not been made by the trusts or endorsed by them, and it might  
22 be easier for them to simply provide the requested data under a  
23 confidentiality agreement. And I won't make the creditors'  
24 committee accept the Swett proposal or any variant of it  
25 without appropriate verification.

# EXHIBIT C

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	Chapter 11 Case No.:
	:	
MOTORS LIQUIDATION COMPANY., et al.,	:	09-50026 (REG)
f/k/a General Motors Corp., et al.,	:	
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

**ORDER CONCERNING ACC’S REQUEST  
FOR AN ANONYMITY PROTOCOL**

On August 24, 2010, the Court entered an Order (the “**UCC 2004 Order**”) [Dkt. No. 6749], pursuant to Bankruptcy Rule 2004, granting the Motion (the “**UCC 2004 Motion**”) [Dkt. No. 6383] of the Official Committee of Unsecured Creditors of Motors Liquidation Company (the “**Creditors’ Committee**”) for an Order authorizing the Creditors’ Committee, among other things, to obtain certain discovery from (i) the Delaware Claims Processing Facility and Claims Resolution Management Corporation (the “**Claims Processing Facilities**”) and (ii) the Armstrong World Industries, Inc., Asbestos Personal Injury Settlement Trust, the Babcock & Wilcox Company Asbestos Personal Injury Settlement Trust, the Owens Corning/Fibreboard Asbestos Personal Injury Trust, the DII Industries, LLC Asbestos PI Trust, the United States Gypsum Asbestos Personal Injury Settlement Trust and the Manville Personal Injury Settlement Trust (collectively, the “**Trusts**”).

The UCC 2004 Order required, before service of the Subpoenas<sup>1</sup> by the Creditors’ Committee on the Claims Processing Facilities and Trusts, the parties, including the Official

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<sup>1</sup> Terms not defined herein shall have the meanings ascribed to them in the UCC 2004 Order.

Committee of Unsecured Creditors Holding Asbestos-Related Claims (the “**ACC**”), to attempt to reach agreement on the terms of a protocol (an “**Anonymity Protocol**”) that would enable the Creditors’ Committee to obtain the information it seeks from the Claims Processing Facilities and/or the Trusts in a form that maintains the anonymity of the claimants whose data is produced, while at the same time enabling the Creditors’ Committee and other parties to a potential contested estimation hearing in these cases to make use of such information in the manner described in the UCC 2004 Motion and at the August 9, 2010 hearing on the UCC 2004 Motion.

The UCC 2004 Order provided that any party was authorized to notify the Court in the event an Anonymity Protocol had been proposed and, in the party’s view, the Creditors’ Committee had unreasonably refused to agree to its terms, and, in the event of such notification, the Creditors’ Committee was not to issue any subpoenas to the Claims Processing Facilities or Trusts pending further direction from the Court.

On September 14, 2010, the ACC filed a notice with the Court in which it asserted that the Creditors’ Committee had unreasonably refused to agree to the terms of its proposed Anonymity Protocol, and the parties subsequently filed written submissions with the Court regarding that proposed Anonymity Protocol.

NOW, THEREFORE, the Court having reviewed and considered the various submissions of the parties regarding the ACC’s proposed Anonymity Protocol and the record at the hearing of October 21, 2010, and the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that notice of the briefing schedule and hearing on an Anonymity

Protocol were appropriate and no further notice thereof is necessary, IT IS HEREBY ORDERED THAT:

1. The ACC's request that the Court order the implementation of its proposed Anonymity Protocol is denied in part and granted in part on the terms and conditions set forth below. Subject to this Order, the Creditors' Committee is authorized to issue the Subpoenas forthwith.

2. In producing the Trust Information, the Claims Processing Facilities and the Trusts shall be permitted to redact or otherwise withhold the following fields (in addition to those data fields that may be withheld pursuant to the UCC 2004 Order): (a) claimant address, phone, fax and email (except state); (b) personal representative name, Social Security Number ("**SSN**"), address, phone, fax and email; (c) occupationally exposed person address, phone, fax and email (except state); (d) dependent name (except number of dependents); (e) dependent date of birth (except year); (f) attorney address; and (g) contact name, address, phone, fax and email.

3. Each of the claims estimation experts retained in these cases – namely, Bates White LLC, Legal Analysis Systems, Inc., Analysis, Research and Planning Corporation, and Hamilton, Rabinovitz & Associates, Inc. (each an "**Expert**") – shall use the names and Social Security Numbers of the Mesothelioma Claimants only for the following purposes ("**Permitted Matching Purposes**"): (i) matching and combining the Trust Information, on a claimant-by-claimant basis, with data from General Motors LLC or other sources, (ii) verifying the accuracy of other Experts' matching of such data, and (iii) defending challenges to the accuracy of the Expert's matching of such data. To enforce this limitation, each Expert shall be subject to the data security restrictions set forth in this Order and such additional restrictions as



may be agreed upon by the parties to the asbestos estimation proceeding in this case (namely, the ACC, the FCR, the Debtors and the UCC), the Trusts, and the Claims Processing Facilities.

a. A defined period of time shall be provided for matching and combining the data as described in paragraph 3 above (the “**Matching Period**”), as follows:

(i) Within 2 weeks of the production of the Trust Information, the Experts shall exchange (a) a list of claimants (identified by their unique identifiers within the data produced by GM, but not name or Social Security Number) that each Expert believes is the unique set of Mesothelioma Claimants, and (b) for each unique claimant, a list of the Trusts’ records to which the Expert believes the claimant matches.

(ii) Following the exchange of such lists, the Experts and counsel to the parties shall make a good faith effort to reconcile their views concerning the exchanged lists. As part of these efforts, each Expert shall promptly provide the other Experts and counsel to the parties with any additional data relied upon for his or her position with respect to any disagreement concerning the exchanged lists.

(iii) By no later than 4 weeks after the production of the Trust Information, the Experts shall collectively determine the extent of their agreement and disagreement on these lists.

(iv) Within 6 weeks of the production of the Trust Information, the Experts will exchange reports.

b. The results of each Expert's matching (the "**Matched Data**") shall be isolated from the original sources from which they are derived and may be preserved only in a new, discrete database. At the conclusion of the Matching Period, each Expert may assign a unique numeric identifier to each claimant included in his or her Matched Data and create a separate file (a "**Linked IDs File**") that will link these identifiers to the identifiers of each dataset that was incorporated into the Matched Data. Subsequently, each Expert shall delete the following fields from the Matched Data:

Claimant name, SSN, address, phone, fax, email;  
Personal Representative name, SSN, address, phone, fax, email;  
Occupationally exposed person name, SSN, address, phone, fax, email;  
Other exposed person name, SSN, address, phone, fax, email;  
Exposure affiant name;  
Dependent name;  
Dependent date of birth (except year for each dependent);  
Lawsuit case numbers (except jurisdiction); and  
The identifiers of each dataset that was incorporated into Matched Data.

The databases that have been subjected to these required deletions are referred to below as the "**Anonymized Databases.**"

c. Immediately after the creation of the Anonymized Databases, each Expert shall remove the Trust Information and the Linked IDs File, and all excerpts thereof (but not the Anonymized Databases), from his or her firm's computer network, put such data on an external storage device, and keep it in a secured location. Thereafter, each Expert shall use such data only for Permitted Matching Purposes. Except to the extent necessary for Permitted Matching Purposes, each Expert (a) shall not in any way, directly or indirectly, retain, copy, link, reflect, or use the Trust Information or the Linked IDs File, or use any portion or element thereof, in any database, report, document, or statement other than in the Anonymized Databases,

and (b) shall not retain any record of any kind linking any unique identifier used in an Anonymized Database to any information outside the Anonymized Database.

d. Pursuant to section 105(a) of the Bankruptcy Code, none of the Trust Information, Matched Data, Linked IDs Files, or the Anonymized Databases shall be subject to subpoena or otherwise discoverable by any person or entity other than the Debtor, the Creditors' Committee, the ACC, and the FCR.

e. For the avoidance of doubt, the Trust Information, any Matched Data, any Linked IDs Files, and any Anonymized Database shall be Confidential Estimation-Related Information for purposes of the Confidentiality Agreement and Protective Order entered in the above-captioned cases on or about August 24, 2010.

f. No claimant-specific data from, or derived from, the Trust Information shall be (i) placed on the public record, or (ii) filed with the Bankruptcy Court, the District Court, or any reviewing court, except under seal.

g. At the conclusion of the estimation litigation in this case, each Expert shall destroy the Trust Information and the Linked IDs File, and all excerpts thereof, without in any way retaining, preserving, or copying the Trust Information or the Linked IDs File. In addition, the provisions of paragraph 18 of the Confidentiality Agreement and Protective Order of August 24, 2010 shall apply, without limitation.

4. Nothing in this Order shall constitute a waiver by the ACC, the FCR, the Trusts, or the Claims Processing Facilities of any objection previously asserted with respect to the UCC 2004 Motion.

Dated: New York, New York  
October 22, 2010

*s/ Robert E. Gerber*  
UNITED STATES BANKRUPTCY JUDGE