

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
IMERYS TALC AMERICA, INC., *et al.*,) Case No. 19-10289 (LSS)
Debtors.) (Jointly Administered)

**NOTICE OF DEADLINES FOR FILING OF PROOFS OF CLAIM,
INCLUDING 503(b)(9) CLAIMS AND EXCLUDING TALC
PERSONAL INJURY CLAIMS**

**GENERAL BAR DATE IS OCTOBER 15, 2019 AT 5:00 P.M.
PREVAILING EASTERN TIME**

PLEASE TAKE NOTICE OF THE FOLLOWING:

On July 25, 2019, the United States Bankruptcy Court for the District of Delaware (the "**Court**") entered an order [Docket No. 881] (the "**Bar Date Order**") establishing certain deadlines for the filing of proofs of claim in the chapter 11 cases of the following debtors and debtors-in-possession (collectively, the "**Debtors**"): **Debtor, Case Number: Imerys Talc America, Inc., 19-10289; Imerys Talc Vermont, Inc., 19-10291; Imerys Talc Canada Inc., 19-10292**

Electronic copies of all documents filed in the Debtors' chapter 11 cases, including the Bar Date Order, may be obtained free of charge at the website of the Debtors' claims agent, Prime Clerk LLC ("**Prime Clerk**"), at <https://cases.primeclerk.com/ImerysTalc>, or for a fee on the Court's website, www.deb.uscourts.gov.

By the Bar Date Order, the Court established **October 15, 2019 at 5:00 p.m., prevailing Eastern Time** (the "**General Bar Date**") 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 all claims 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**"), including claims arising under section 503(b) (9) of title 11 of the United States Code (the "**Bankruptcy Code**"),² except as otherwise provided in the Bar Date Order and expressly excluding Talc Claims (as defined below). As described therein, the Bar Date Order also establishes different bar dates for certain categories of claims.

Except as provided herein, the General Bar Date applies to all General Claims (as defined below) against the Debtors. **Please review the Bar Date Order for instructions on how to file a proof of claim in the Debtors' chapter 11 cases.** All proofs of claim must be **received** by the General Bar Date in order to be accepted as timely.

KEY DEFINITIONS. 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.**

As used in this Notice, the terms "**Entity**," "**Governmental Unit**," "**affiliate**" and "**Claim**" or "**claim**" have the meanings given to them under section 101 of the Bankruptcy Code.

WHO MUST FILE A PROOF OF CLAIM. The following Entities must file proofs of claim on or before the General Bar Date: (a) any Entity (i) whose prepetition General Claim against a Debtor is not listed in the Debtor's schedules of assets and liabilities or statement of financial affairs (as amended) [Docket Nos. 362, 363, 365, 366, 367, 368, 577, 578 and 579] (collectively, 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 General Claim is improperly classified in the Schedules or is listed in an incorrect amount and (ii) desires to have its prepetition General 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 General 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 General Claim allowed against a Debtor other than the Debtor identified in the Schedules. If it is unclear from the Schedules whether your prepetition General 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 applicable Bar Date. Any Entity that relies on the information in the Schedules bears responsibility for determining that its General Claim is accurately listed therein.

PROOFS OF CLAIM NOT REQUIRED TO BE FILED BY THE GENERAL BAR DATE. The Bar Date Order further provides that the following Entities need not file proofs of claim by the General Bar Date:

- any Entity holding or asserting a Talc Claim;
- any Entity holding a 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;
- any Entity (i) whose General 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 General Claim as identified in the Schedules and that its General Claim is an obligation of the specific Debtor that listed its General Claim in its Schedules;
- any Entity whose claim against the Debtors previously has been allowed by, or paid pursuant to, an order of the Court;³
- any Entity holding or asserting a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an administrative expense of the chapter 11 cases (other than any claim allowable under section 503(b)(9) of the Bankruptcy Code);
- any Entity holding an administrative expense claim for postpetition fees and expenses incurred by any professional allowable under sections 328, 330, 331 and 503(b) of the Bankruptcy Code or 28 U.S.C. § 156(c);
- any Entity holding a claim for which specific deadlines have been fixed by an order of the Court entered on or before the applicable Bar Date;
- any current officers and directors of the Debtors holding a claim for indemnification, contribution or reimbursement arising as a result of such officers' or directors' prepetition or postpetition services to the Debtors;
- any Entity holding a claim that is payable to the Court or to the United States Trustee Program pursuant to 28 U.S.C. § 1930;
- any present or former employee of a Debtor whose employment is or was, as applicable, subject to the terms of a collective bargaining agreement (and, with respect to benefit claims, spouses and beneficiaries of such employees) or any labor union representing such employees (collectively, "**CBA Parties**") with respect to prepetition General Claims based solely on the payment of wages, salaries, employee medical benefits, insurance benefits, or other benefits the Court has authorized the Debtors to honor in the ordinary course of business. CBA Parties need not submit proofs of claim for such amounts unless the Debtors have provided written notice to certain CBA Parties and their unions, where applicable, that the Debtors do not intend to pay such prepetition General Claims with respect to those certain CBA Parties, in which case those CBA Parties will have until the later of (i) the General Bar Date and (ii) 35 days after the date of written notice to submit proofs of claim. Notwithstanding the foregoing, employees (present or former) or the labor unions must submit claims relating to grievances prior to the General Bar Date to the extent the grounds for such grievances arose on or before the Petition Date, provided that labor unions may submit a claim itemizing such grievances on behalf of their respective members; and
- any Debtor having a claim against another Debtor.

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 A PARTICULAR CLAIM AGAINST THE DEBTORS BUT THAT FAILS TO DO SO BY THE APPLICABLE BAR DATE DESCRIBED IN THIS NOTICE OR THE 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.

ADDITIONAL INFORMATION. A copy of the Bar Date Order, Bar Date Notice, proof of claim form and the Debtors' Schedules may be obtained free of charge by contacting Prime Clerk, in writing, at 850 Third Avenue, Suite 412, Brooklyn, NY 11232, or online at <http://cases.primeclerk.com/ImerysTalc>, by clicking in the "Information Center" under the tab marked "Submit a Claim". The Bar Date Order can also be viewed on the Court's website at www.deb.uscourts.gov, for a fee. If you have questions concerning the filing or processing of claims, you may contact the Debtors' claims agent, Prime Clerk, at (844) 339-4096, or imerysinfo@primeclerk.com.

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

Dated: July 25, 2019

BY ORDER OF THE COURT

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 A claim arising under section 503(b)(9) of the Bankruptcy Code is a claim arising from the value of any goods received by the Debtors within 20 days before the Petition Date, provided that the goods were sold to the Debtors in the ordinary course of business.

³ 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 General Bar Date and (ii) 30 days from the date of any disgorgement to file a proof of claim for the disgorged amount.