

In re:) Chapter 11
IMERYS TALC AMERICA, INC., et al.,¹) Case No. 19-10289 (LSS)
Debtors.) (Jointly Administered)

**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**

PLEASE TAKE NOTICE OF THE FOLLOWING:

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 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 Indirect Talc Claim 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 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**") 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 and expressly excluding Talc Claims (other than Indirect Talc Claims) and General Claims (each as defined below). As described therein, the Indirect Talc Claim Bar Date Order also establishes different bar dates for certain categories of claims.

Except as provided herein, the Indirect Talc Claim Bar Date applies to all Indirect Talc Claims against the Debtors. **Please review the Indirect Talc Claim 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 Indirect Talc Claim 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 chapter 11 of title 11 of the United States Code (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.

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 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 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 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:

- any Entity holding or asserting a Talc Claim other than an Indirect Talc Claim;
- 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;
- 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;
- 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;
- any Entity whose Indirect Talc Claim against the Debtors previously has been allowed by, or paid pursuant to, an order of the Court;²
- 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;
- 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
- any Debtor having an Indirect Talc 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 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.

ADDITIONAL INFORMATION. A copy of the Indirect Talc Claim Bar Date Order, Indirect Talc Claim Bar Date Notice (as defined in the Indirect Talc Claim Bar Date Order), 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 under the tab marked "Submit a Claim". The Indirect Talc Claim 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 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

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 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.