# UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

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In re	: Chapter 11
AIO US, INC., et al.,	: Case No. 24-11836 (CTG)
	: (Jointly Administered)
Debtors. 1	: Obj. Deadline: Nov. 19, 2024 at 4:00 p.m. (ET

# DECLARATION AND DISCLOSURE STATEMENT OF ANNA ENGH ON BEHALF OF COVINGTON & BURLING LLP

- I, Anna Engh, hereby declare, pursuant to section 1746 of title 28 of the United States Code, that the following is true to the best of my information, knowledge, and belief:
- I am a Partner of Covington & Burling LLP, in its office located at One CityCenter,
   850 Tenth Street, NW, Washington, DC 20001-4956 ("Firm").
- 2. This declaration (the "<u>Declaration</u>") is submitted in accordance with the Order Pursuant to 11 U.S.C. §§ 327, 330, and 105(a) Authorizing Debtors to Employ Professionals Used in Ordinary Course of Business [D.I. 212] (the "<u>OCP Order</u>"). Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to such terms in the OCP Order.
- 3. AIO US, Inc. and its debtor affiliates, as debtors and debtors in possession (collectively, the "<u>Debtors</u>"), have requested that the Firm provide legal services to the Debtors related to insurance matters, and the Firm has consented to provide such services.

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The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number are: AIO US, Inc. (9872), Avon Products, Inc. (4597), MI Holdings, Inc. (6450), and Avon Capital Corporation (2219). The Debtors' mailing and service address is 4 International Drive Suite 110, Rye Brook, New York 10573.

- 4. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons who are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties-in-interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases. In addition, the Firm does not have any relationship with any such person, its attorneys, or accountants that would be adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.
- 5. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Firm.
- 6. Neither I, nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates, with respect to the matters on which the Firm is to be retained.
- 7. Pursuant to Federal Rule of Bankruptcy Procedure 2014(a), the Firm obtained a list of interested parties from counsel to the Debtors which includes the Debtors, their creditors, other parties in interest, and certain professionals employed in the Chapter 11 Cases, and undertook a search for any connections between the Firm and those interested parties, along with certain insurance providers identified by the Firm (collectively, the "Interested Parties"). The list of Interested Parties is attached as **Schedule 1** hereto. The result of the Firm's searches for its connections to the Interested Parties are set forth on **Schedule 2** attached hereto.

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8. The Debtors owe the Firm \$ 14,322.80 for prepetition services, the payment of

which is subject to the limitations contained in the Bankruptcy Code.

9. I also understand the limitations on compensation and reimbursement of expenses

under the OCP Order, including if the Firm's fees and expenses exceed a total of \$50,000 per

month, on average, over a rolling three-month period, the Firm may be required to file with the

Court a fee application for approval of its fees and expenses for such month in accordance with

Bankruptcy Code sections 330 and 331, the Bankruptcy Rules, the Local Bankruptcy Rules, and

any applicable procedures or orders of this Court.

10. As of the Petition Date, the Firm did not hold a retainer from the Debtors.

11. As of the Petition Date, the Firm was not party to an agreement for indemnification

with the Debtors.

12. The Firm is conducting further inquiries regarding its retention by any creditors of

the Debtors, and upon conclusion of that inquiry, or at any time during the period of its

employment, if the Firm should discover any facts bearing on the matters described herein, the

Firm will supplement the information contained in this Declaration.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: October 30, 2024

Anna Engh

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# SCHEDULE 1

#### **Debtors**

Avon Lomalinda Inc. Avon (Windsor) Limited Avon Americas, Ltd. California Perfume Co.

**Avon Capital Corporation** Manila Manufacturing Company MFG

Avon Component Manufacturing, Inc. MI Holdings, Inc.

Avon Cosmetics DE, Inc. Retirement Inns of America Inc.

Avon International Operations, Inc. Silpada Designs LLC Avon NA Holdings LLC Surrey Leasing, Ltd. Avon NA IP LLC Surrey Products, Inc.

Avon Overseas Capital Corporation Viva Panama Holdings LLC

Avon Pacific, Inc. Avon Holdings LLC Avon Products, Inc. AIO US, Inc.

**Non-Debtors** 

Avon Cosmetics Albania Sh.p.k. Avon Healthcare Products Manufacturing Cosmeticos Avon Sociedad Anonima

Avon Products (China) Co., Ltd Comercial E Industrial

Avon Cosmetics Australia Proprietary Ltd

Arlington Limited Avon Holdings Ltd.

Avon International (Bermuda) Ltd. Stratford Insurance Company, Ltd. Productos Avon Bolivia Ltda

Avon Cosmetics BiH d.o.o. Sarajevo

(Bosnia)

Avon Cosmeticos, Ltda. (Portugal)

Avon Industrial Ltda. Avon AIO Sdn. Bhd.

Avon Cosmetics Bulgaria EOOD

**AIH Holdings Company** Avon Colombia Holdings I Avon Colombia Holdings II Avon CV Holdings Company Avon Egypt Holdings I

Avon Egypt Holdings II Avon Egypt Holdings III

Avon International Capital Company Avon International Holdings Company

Cosméticos Avon SA

Avon Beauty & Cosmetics Research and

Development (Shanghai) Co. Ltd.

(Guangzhou) Limited (China Wellness)

Avon Management Company Limited

**RBMC** 

Avon Colombia Ltda

Avon Kosmetika d.o.o. Zagreb (Croatia) Avon Cosmetics, spol. S.r.o. (Slovakia) Productos Avon S.A.S. (Dominican

Republic)

N&CO Ecuador S.A.S

Productos Avon Ecuador S.A Avon Cosmetics Egypt, S.A.E. Productos Avon S.A. (Panama)

Avon Eesti OU

Avon Cosmetics Finland Oy Avon Cosmetics Georgia, LLC

Avon Cosmetics GmbH

Avon Cosmetics (Greece) EPE

Avon Export Limitada

Productos Avon de Guatemala, S.A. Productos Avon, S.A. de C.V. (Honduras)

Avon Cosmetics (FEBO) Limited

Avon Cosmetics Hungary Kozmetikai Cikk

Kereskedelmi

Avon Holdings Vagyonkezelo Kft Avon Beauty Products India Pvt. Ltd. Avon Cosmetics S.r.l. a Socio Unico

LLP Avon Cosmetics (Kazakhstan) Limited

Avon Cosmetics LLC (Kyrgyzstan)

Avon Cosmetics SIA Avon Cosmetics UAB

Avon Luxembourg Holdings S.A.R.L. Avon Cosmetics DOOEL - Skopje

(Macedonia)

Avon Cosmetics (Malaysia) Sdn. Bhd.

Avon Asia Holdings Company

Avon Mexico

Avon Cosmetics Manufacturing, S. De R.L.

De C.V

Avon Cosmetics, S. De R.L. De C.V.

Avonova, S. de R.L. de C.V. Avon Cosmetics (Moldova) S.R.L Avon Cosmetics Montenegro d.o.o.

Podgorica

Avon Beauty Products, SARL Avon International (NL) C.V.

AI Netherlands Holdings Company C.V.

Avon Cosmetics International BV Avon Netherlands Holdings B.V. Avon Netherlands Holdings II B.V. AVON COSMETICS NETHERLANDS

**HOLDINGS BV** 

Viva Netherlands Holding B.V.

Beauty Products Holding Netherlands BV Avon Cosmetics Ltd. (New Zealand) Productos Avon de Nicaragua, S.A. Productos Avon S.A. (El Salvador)

Viva Panama S de R.L. Productos Avon S.A.

Avon Cosmetics, Inc. (Philippines)

Avon Products Mfg., Inc. Beautifont Products Inc. Mirabella Realty Corporation

Avon Cosmetics Polska Spolka z.o.o. Avon Distribution Polska Sp. Z.o.o. Avon Global Business Services Sp z.oo

Avon Operations Polska Sp. Z.o.o.

Avon Cosmeticos, Ltda.

Avon Cosmetics (Romania) S.R.L.

Avon Beauty Products Company (ABPC)

NF Cosmetics LLC

Avon Beauty (Arabia) LLC

Avon Cosmetics SCG d.o.o. Beograd

Avon AIO Pte. Ltd.

Avon Cosmetics, spol. S.r.o. (Czech)

Avon Kozmetika Podjetje za Kozmetiko in

trgovino d .o.o., Ljubljana Avon Justine (Pty) Ltd.

Avon Justine Lesotho (Pty) Ltd.

Avon Justine Swaziland (Proprietary) Ltd

Namibia Branch Avon Cosmetics S.A.U Beauty Products Holding S.L.

Beauty Products Latin America Holdings

S.L.

Viva Cosmetics Holding Gmbh

Beauty Products Holding S.L. (Duplicate

Row 104, Spain) Swiss Finance Branch

Avon Cosmetics (Taiwan) Ltd.

Avon Kozmetik Urunleri Sanayi ve Ticaret

Anonim Sirketi

Avon Cosmetics Ukraine Avon Beauty Limited (UK) Avon Cosmetics Limited UK

Avon European Financial Services Limited

Avon European Holdings Limited Avon Products Holding Limited Avon UK Holdings Limited AIO Asia Holdings, Inc.

Avon Aliada LLC

Cosmeticos Avon de Uruguay S.A. Avon Cosmetics de Venezuela C.A. Productos Para La Mujer AP, Ltda.

Singapore Branch

## **Significant Equity Holder**

Natura & Co Holding S.A.

## **Directors and Officers**

John Dubel Malicia Bremar
Angela Cretu Jennifer Schwartz
Hristo Manov Arvind Ramaswami
Lisa Siders Ginny Edwards
Thomas Caccamo Phil Gund
Karen Abravanel Kristof Neirynck
Marcin Kopa Chris Hebard

## **Unsecured Creditors Committee**

Citibank N.A., London Branch (as Security
Agent)

Deutsche Bank Trust Company Americas (as
Trustee and Collateral Agent)

Dell Financial Services, L.P.

Forsythe/McArthur & Associates, Inc.

Bank Financial N.A.

Macquarie Equipment Finance, LLC

NATURA &CO UK HOLDINGS LIMITED

Natura & Co Luxembourg Holdings S.à.r.l.

Natura Cosméticos S.A.

# **Unsecured Creditors Committee Members**

Deutsche Bank Trust Company Americas Rebecca Latterell-Rice, c/o Erik P. Karst, Occidental Chemical Corporation Esq., Karst & von Oiste LLP Blue Cross and Blue Shield Association Marjean K. Pountain, c/o Lisa Nathanson Busch, Esq., Simmons Hanly Conroy, LLP Katie Lynn Diebolt c/o Leah C. Kagan, Esq., Simon Greenstone Panatier, PC, Krista Sieve, c/o Lauren Williams, Esq., Jennifer Ann Doyle, as representative for the SWMW Law, LLC estate of Jessie A. Smith, c/o Perry Weitz, Patricia Stevens, c/o Marcus Raichle, Esq. Esq. and Justine Delaney, Esq., Weitz & and Chris McKean, Esq., Maune Raichle Luxenberg, P.C., Hartley French & Mudd, LLC, Karen Hochberg, c/o Joseph Belluck, Esq., Dianne Tantillo, c/o J. Bradley Smith, Esq., Belluck & Fox, Dean Omar Branham Shirley, LLP

## **Top Unsecured Creditors**

Deutsche Bank Trust Company Americas (as Hogan Lovell Int. LLP – Germany Trustee and Collateral Agent) Louise Scott Pension Benefit Guaranty Corporation Bottomline Technologies HCL America Inc. Paula Stern COOK LAW FIRM PLLC James E Preston Thomas Kavanagh SOLOMON CRAMER LLP Foley & Mansfield Hay Wain Shook, Hardy & Bacon L.L.P. JonesPassodelis, PLLC Stephen Gettings BARBARA ZANE SAFECHUCK Landman Corsi Ballaine & Ford PC GENPACT UK LIMITED Jose Armario 7 Third Avenue Leasehold

Kelmar Associates LLC Occidental Chemical Corporation

KTJB LLC Ernst and Young LLP

South Carolina Department of Health and Ginny Edwards

Environmental Control Colorado Department of Revenue

U.S. Environmental Protection Agency Rhode Island Division of Taxation

# **Auditor**

Ernst and Young LLP PricewaterhouseCoopers LLP

## **Banks**

Bank of America Citibank N.A.

## **Benefit Providers**

Mercer LLC Lincoln Financial Group

Principal Financial Group

Principal Trust Company

Empower

United Healthcare

Ausgleichskasse Zu

Aetna Ausgleichskasse Zug

EyeMed Plansource Benefits Administration Inc.

HealthEquity / WageWorks

Virgin Pulse

Magellan

CapFinancial Partners, LLC

Automatic Data Processing, Inc.

### **Insurance Brokers**

Aon UK Limited Aon Risk Services Central, Inc.
Marsh USA, Inc. Aon Risk Services Companies, Inc.
Aon (Bermuda) Ltd. Aon Risk Services Northeast, Inc.

Aon Global Client Network Willis Of New York Inc

#### **Insurance Providers**

Travelers Chubb

United Health Care Insurance Co

Chubb (ACE American Insurance Company)

Chubb BDA

Zurich Versicherungsgeselischaft Everest International Assurance Ltd.

AIG Everest National Insurance Company

Allied World Assurance Company, Ltd First Specialty

AXA XL BDA GAI Insurance Company Ltd.

AXA XL Mid-Market Great American Insurance Company

Berkshire Hathaway Specialty Insurance Great American Spirit Ins. Company

Company

Great Lakes Insurance SE, LIRMA G6307

(Munich Re)

Liberty Mutual Insurance Liberty Specialty Markets

Magna Carta Insurance Limited

Navigators Management Company, Inc.

**RLI Insurance Company** 

Superior Risk Solutions (SAC) Ltd.

The Charter Oak Fire Insurance Company

The Phoenix Insurance Company

Travelers Property Casualty Company of

America

XL Bermuda Ltd

XL Bermuda Ltd. (AXA XL)

XL Excess Liability

XL Specialty Insurance Company

Zurich

Zurich Insurance Group Ltd

Chemical & Allied Products Manufacturing

**Industry Trust** 

Greenwich Insurance Company

The Insurance Company of the State of Pennsylvania (n/k/a Century Indemnity Co.) The Ohio Casualty Insurance Company Trustee of the Chemical & Allied Products

Manufacturing Industry Trust

# Additional Insurance Providers

AIG Specialty Insurance Company

AIU Insurance Company

Allianz Underwriters Insurance Company American Excess Insurance Association American Guarantee & Liability Insurance

Company

Arrowood Indemnity Company Berkshire Hathaway Direct Insurance

Company

Century Indemnity Company Columbia Casualty Company Continental Casualty Company Continental Insurance Company Employers Mutual Casualty Insurance

Company

Endurance Specialty Insurance, Ltd. Everest Reinsurance Company

Federal Insurance Company

Fireman's Fund Insurance Company
First State Insurance Company
Granite State Insurance Company

Hartford Accident & Indemnity Company

HDI Global SE

Insurance Company of North America

Lexington Insurance Company Lloyd's & London companies

National Union Fire Insurance Company of

Pittsburgh, PA

New England Reinsurance Corporation

New York Insurance Exchange Old Republic Insurance Company Pacific Indemnity Company

St. Paul Fire & Marine Insurance Company

Starr Indemnity & Liability Company

TIG Insurance Company
Transport Insurance Company

Travelers Casualty & Surety Company

Travelers Indemnity Company Wellfleet New York Ins. Company

XL Insurance America, Inc.

Zurich American Insurance Company

Zurich International Ltd Royal Indemnity Company Integrity Insurance Company Midland Insurance Company

#### Litigation

CMBG3 Law, P.C.

College Realty Associates LLC and College

Realty Association

Kelmar Associates LLC

KTJB LLC

South Carolina Department of Health and

**Environmental Control** 

U.S. Environmental Protection Agency

Occidental Chemical Corporation

JAMS-ADR

Bisceglio, Janice Susan

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Britt, Dennis

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Cundari, Josephine
Cupps, Catherine

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Deierhoi, Peggy Hedrick J.

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Enciso, Hortensia

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Fitzpatrick, Patricia
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Fowler, Diana L.

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Gallo, John

Ganonsky, Josephine

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Garnes, Rosa
Garrett, Linda L.
Gee, Margaret
Gerken, Anna Marie
Giroir, Glenda T.
Goffreda, Karen
Goldstein, Lita
Goode, Andrew

Goode-Evans, Dorothy J. Graham, Patricia Ann Granchelli, Georgina Granillo, Jessica Ibarra

Gray, Betty J.
Gray, Juliet M.
Greenage, William
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Guffey, William
Gumpert, Esther
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Haas, Beverly

Haghani, Mahtab Hagwood, Steven R. Hamilton, Theresa Harper, Charlene Harris, Kimberly C. Hart, Theresa Lucille Hathaway, Todd Haus, Elizabeth Hawkins, Terrance Hembd, Nancy Ann Henderson, Jeannine

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Hidvegi, Nubia
Higgins, Janis
Hill, Duane
Hilton, Patsy
Hinkle, Sandra L.
Hitchcock, Valerie Gail

Hodge, Pauline Hoffman, Joyce A. Hohing, Winnette A. Hollifield, Pattie Holmes, Agnes A. Horanyi, Tanya J. Horsch-Nusbaum, Ruth Howard, Elizabeth A.

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Jones, Janet Kantor, Debra A. Kasey, Norma

Kaye, Victoria Josephine

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King, Martha McCracken

Kinler, Leonard Kirchoff, Edward Kirkwood, Bernice Kirschner, Melanie

Klar, Ilona

Klepczarek, Daniel Klinker, Leah C. Knox, Margaret Koeberl, Renee Kozem, David

Kral, Janet Elizabeth Kucharski, Robert S.

Laine, Gherud

Lane, Sydney "Trip"
Lanehart, Tanya
Laplant, Lynn Ann
Latterell-Rice, Rebecca
Laudig, Kathleen Sue
Lawrence, Amber Lynn
LeBlanc, Lynda Jean

Lee, Michaeleen
Lester, Whitney
Lomax, Vlesta K.
Lowe, Celia
Lupton, Johnnie
Lyons, Tiffany Renee
Mager, Jenifer Lynne

Maldonado, Maria Olivia Campos

Manning, Patricia Marceau, Deborah Martin, Hilborg Yvonne

Martinez, Mary

Martinez, Sonia Nivia Baro

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Mays, Latoya

Mayville, Arlene Jane McCollum, Beverlee A. McDonald, Stella McFarland, Karen McGee, Karen

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Meza, Maria De Lourdes Velazquez

Miskelly, Carol P. Mohammed, Hamedah

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Munoz, Graciela Estrada

Munoz, Renate Muster, Sophia Mylet, Rosemarie Nathan, Fraida Navaretta, Josephine Nolan, Catherine

Nunez, Luz Virginia Perez

Nutt, Charles J.

O'Beirne, Cynthia J. O'Connell, Loretta Owlad-Gallehdar, Roya

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Palomo, Maria Guadalupe Gonzalez

Pannell, Troy E. Pardo, Teresa P. Pelley, Stephanie Penny, Sherry Petty, Brenda

Phelan, Marlene Theresa

Phipps, Maria Picard, Carol A. Pickering, Michelle Piekunka, Jean Nancy Possley, Madelon K. Powell, Dena Vee Presley-Mate, Sherie

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Rodriguez, Eluteria Rodriguez, Jesus Rohe, Patricia A. Roland, Jacqueline Lee Rosales, Rozella Rosas, Otilia Real De Ruffner, Michael

Salmeron, Rosa Maria Hernedez

Santana, Carmen N. Santana, Dianna Schmidt, Gary Rost Schmidt, Grace Schmitt, Debra

Schroepfer, Carolyn Jean Scott, Eunice Prevost

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Segal, Cecilia
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Simmons, Carolyn
Simmons, Manijeh
Simmons, Sarah
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Sliz, Jeannie
Smee, Lesley
Smith, Audrey L.

Smith, Audrey L. Smith, David Smith, Jessie Smith, Mary M. Smith, Sheila Ann Sneider, Patricia Soares, Susan

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Steif, Gwendolyn L.
Stelzer, Sheila K.
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Sullivan, Joan
Sutton, Robert H.
Sutton, William A.

Syed, Sadia
Tantillo, Dianne
Taylor, Debra
Tellez, Maria
Thomas, Gerard
Thomas, Jill
Tindall, Sarah
Tishman, Carol A.
Tootle, Fred E.

Torrence, Cora Dean

Torres, Plinio

Townsend, Michelle D.

Valega, Walter E.

Valentin, Barbara

Vann, James L.

Vargas, Sara Ivonne Gonzalez

Vega, Roy

Vessia-Ayoubi, Angelina

Vieira, Keana

Wandsneider, John Kenneth

Weatherly, Gloria Weber, Rhanda

Welch, Kathleen

Weldon, Lois Wentz, Sharon L.

Wewers, Tammie L.

Whiting, Kaye

Wilbanks, June V.

Willems, Henricus Williams, Shirley

Williams, Teras

Wilmer, Kristi

Wilson, Elaine M.

Wintersteen, Bonita Wisener, Naomi

Woald, Carol

Wolfe, Myrla Charlene

Wong, Carmen

Woznica, Wieslawa

Wright, Louis Frank

Wyatt, Carolyn S.

Zachary, Julanda Zane, David

Zepeda, Gustavo

Zuniga, Fania

Blackwell, Mary Kathryn

Means, Elena F.

Kownacki, Darcy Adams, Margaret

Hucknall, Victoria

Truckitati, victoria

Adam, Laura

Adams, Jacqueline

Allder, Patrica

Allison, Janis

Armstrong, Anne

Ashby, Doreen

Barker, Maureen

Barraclough, Susan

Bennet-Turner, Alan

Berry, Sara

Betham, Alexander

Betts, Susan

Calvetti, Aventino

Carter, Leslie Michael

Champion, Jennifer

Chestnutt, Valerie

Chinnicci, Lorraine

Clark, Jean

Conrad, Janet

Coombes, Heather

Davis, Dhuaine

Delaney, Josephine

Denham, Jennifer

Doonan, Elizabeth

Dove, Rosemary

Drayner, Monica

England, Carolyn

Epstein, Ira

Evans, Laura

Fish, Janet

Floyd, John

Gibbs, Elaine

Gough, Claire

Gratton, Margaret

Granon, Margare

Groves, Simon

Harper, Pamela

Hill, Kimberly

Huntley, Yvonne

Johnson, Andrew

Johnson, Neil

Jordan, Nick

Kernahan, Louise

Knight, Julie

Knight, Sharon

Lees, Kathryn

Lowis, Barbara

Mannooch, Marion

McMahon, Anne

Mills, Rita

Molyneux, Yvonne

North, Carol

Oakenfold, Sheila Pawlowski, Victoria

Perry, Michael Phillips, Patricia Poole, Irene Richards, Judith Richardson, Karen Rigby, Penelope Rudnicki, Antony Siddiqui, Rafia Steggles, Susan Tovagliari, Luigi

Wager, Sue Walsh, Lillian Westropp, Victoria Wilford, Lesley Wright, Allison Young, Jennifer

Younger, Paul

Simon Greenstone Panatier, PC

Lanier Law Firm, PLLC The Ferraro Law Firm

Simmons Hanly Conroy LLP

Menges Law, LLC The Frost Law Firm SWMW Law, LLC

Waters Kraus Paul & Siegel Dean Omar Branham Shirley, LLP

Deblase Brown Eyerly, LLP Bailey Cowan Heckaman PLLC Cohen, Placitella & Roth, PC Deaton Law Firm, LLC

Early Lucarelli Sweeney & Meisenkothen

Vogelzang Law

Beasley, Allen, Crow, Methvin, Portis &

Miles, PC

Nachawati Law Group Flint Cooper LLC

Cooney And Conway LLP DOBS & FARINAS, LLP

**Duffy Law LLC** 

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Philip C. Hoffman LLC Motley Rice, LLC

Alarcon, Carmen

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Beck, Joan Lee Blue, Vertis

Bomberger, Mary Anne Booker, Robert L. Bowman, Elizabeth Brady, Philip Bratcher, Sharon K. Brockett, Sueko Brooks, Anne

Broughton, Kathleen Bryant, Tracy L. Bryant, Sheri

Buchholz, Brigitta Lotte Maria

Burrer, Rebecca Burt, Nicholas Campise, Jeffrey Cardillo, Margaret Casaravilla, Walter M. Castelli, GerlandoSue Chamberlain, Jennifer Chartier, Lisa M.

Coit, Frances

Ebua, Regina

Cooke, John Wilson Russell

Coue, Nam-Kane Cummings, Laurie De Castro, Isabel Elena Diaz, Walter Nestor Dominguez, Jesus Donnelly, Ellen Dosier Emily, Dunn, Lou Ann Dvir, Jessica Easton, Sonia

Egli, Meredith A. Ference, Kathie Fields, Robert Filby, John Eugene Fletcher, Hannah Louise

Forster, Albert Frisbie, Thomas Fulmore, Catherine Futch, Linda

Garcia, Theresa M. Gardener, John Gearhart, Franklin L. Gentle, Samantha Leigh

Geyer, Leon
Gibson, Juanita C.
Glasow, Jeffrey
Gomes, Janice
Gomez, Alfredo M.
Graham, Elsie Louise
Gregory, Becky
Grillo, Rita
Hall, Ronald
Hallam, Bernice
Hammond, Jane
Haney, Kunigar

Harbison, Cathy Denise

Hardin, Diana D.
Harland, James
Hatcher, Kimberly
Herron, Mary
Hiland, Kathleen
Hillman, Sandra
Hoffler, Angela
Hoffman, Patricia
Hofmaister, Sharon

Hough, Gail

Hutchings, Catherine Hutchinson, Cessaly

Hyatt, Sun Ye Kay, Bettilee Kendrick, Wendy Kieboom, Carol Kincaid, Donnita Kolber, Russell Kosloski, Steven

Lacinak, Christopher Joseph

Lazio, Lucille Lee, Kyung

Liackos, Stephen N. Livanos, George L. Lopez, Rodolfo

Lozano, Laura Nevarez

Madison, Jack L. Madsen, Kara

Marchesano, Josephine M.

Marsico, Raffaella Martin, Cathie O. Maturi, Christopher J. Maxim, Warren McGee, Moria McKinney, Matthew Meredith, Laurie Jean Miller, Patricia A. Miner, Mary Moore, Mae K.

Moore, Mae K. Moreno, Amelia L. Murphy, Kerry Myers, Beverly M. Neiber, David M. Nelson, Shonda G. Nisbet, Ingrid K. O'Neil, Sheila

Packard, Kathleen A. Palermo, Evelyn Palomo, Blanca M.

Passmore-Meyer, Kathryn A.

Payne, Shelby
Peltz, Judith
Phillippi, Jennifer
Pichierri, Mary
Plant, Sarah J.
Reimel, Brenda
Renwick, Joyce
Rhodes, Judy
Richards, Janis S.
Richards, Verna J.
Rosebush, Michelle
Roussos, Lidia
Ryall, Nancy
Samuels, Evelyn

Sandoval, Berenice

Savoy, Clarence

Schmitz, Patricia Segedie, Carole Smith, Rachel F.

Smith, Susan Danielle Baldwin

Snyder, Elizabeth
Solomon, Beth
Spoonemore, Jerry
Steele, Everett D.
Strocko, Meg Amore
Tabb, Kimberly J.
Taper, Kenneshia
Thomas, Cristina
Thomas

Thomas, Patricia K. Tippin, Corey Grant

Tuten, Gina

Tutuu, Semisi B.

Veal, Tami

Walsh, Angela
Welte, Eugene
White, Carol
White, Janet
Whiteley, Charma
Whitney, Bette
Wiggins, Maria
Wilkinson, Susan
Williams, Candace C.
Wilson, James Lamar
Wojciechowski, David S.

Yarbrough, Dana Yerkes, Shelly E. Yurchick, Chesley Zipperer, Melissa

Michael Dailey and Robbin Dailey

Jones Day

# **Other Parties in Interest**

NTT Data Services, LLC

Pension Benefit Guaranty Corporation

The Avon Company f/k/a "New Avon LLC"

# **Significant Talc Co-Defendants**

Alberto-Culver USA Inc.

American Talc Company

Aramis Distributors New York, Inc.

Arkema, Inc. Aventis Inc.

Barretts Minerals, Inc.

Bayer Healthcare, LLC

Beauty 21 Cosmetics, Inc.

Block Drug Company, Inc. Brenntag North America

Brenntag Specialties, Inc.

Bristol-Myers Squibb Company

Chanel, Inc.

Charles B. Chrystal Co., Inc.

Charles Matthieu Inc.

Chattem, Inc.

Christian Dior Perfumes LLC

Christian Dior, Inc.

Church & Dwight Co., Inc.

Claire's Boutiques, Inc.

Clinique Laboratories, LLC

Colgate-Palmolive Company

Color Techniques, Inc. Combe Incorporated

Conopco Inc.

Cosmetic Specialties, Inc.

Coty, Inc.

Crown Laboratories, Inc.

Cyprus Amax Minerals Company

Cyprus Mines Corporation

DAP Products, Inc.

Davion Inc.

Delta Brands Inc.

Dolgencorp, LLC

**Dollar General Corporation** 

Dr. Scholl's Inc.

E.L.F. Cosmetics, Inc. Elizabeth Arden, Inc.

Estee Lauder Inc. Fisons Corporation

Galleria Co.

Glaxosmithkline, LLC

Guerlain, Inc.

Helena Rubinstein, Inc. Henkel Consumer Goods HFC Prestige Products, Inc. Himmel Management Co.

Himmel Media LLC IMCD US, LLC

Imerys Talc America, Inc.

Imerys USA, Inc. IMI Fabi (Diana) LLC IMI Fabi (USA) LLC Inspired Beauty Brands Intercos America, Inc.

Jafra Cosmetics International, Inc.

Janssen Pharmaceuticals, Inc.

Johnson & Johnson

Johnson & Johnson Consumer, Inc. Johnson & Johnson Holdco (NA) Inc.

Kenvue Inc.

Kolmar Laboratories L. Perrigo Company LLT Management LLC L'Oreal USA, Inc. Lornamead Inc.

LTL Management, LLC

LVMH Fragrance Brands US LLC

LVMH Moet Hennessy Louis Vuitton Inc.

**LVMH Perfumes and Cosmetics** 

MAC Cosmetics Inc.

MacAndrews & Forbes LLC Markwins Beauty Products, Inc.

Mary Kay Inc. Maybelline LLC Merck & Co., Inc.

Merle Norman Cosmetics, Inc. Metropolitan Talc Company Minerals Technologies Inc. Miyoshi America, Inc. Naterra International, Inc. Novartis Corporation

Noxell Corporation ODLR, LTD Omya, Inc.

Orveon Global US LLC

Personal Care Products Council

Pfizer, Inc.

**Playtex Marketing Corporation** 

Playtex Products, LLC
Port Jervis Laboratories Inc.
Premier Brands of America Inc.

**Presperse Corporation** 

Presperse International Corp.
Prestige Brands Holdings, Inc.
Prestige Consumer Healthcare Inc.

PTI Royston, LLC PTI Union, LLC

PUIG North America, Inc.

PUIG USA Inc.

R.T. Vanderbilt Holding Company, Inc. Revlon Consumer Products Corporation

Revlon Research Center, Inc.

Revlon, Inc. Rimmel Inc.

Rimmel International Ltd. Sanofi-Aventis U.S. LLC Schering-Plough Corporation Scholls' Wellness Company, LLC

Sephora USA, Inc.

Shiseido Americas Corporation

Shulton, Inc.

Smithkline Beecham PLC Southern Talc Company Specialty Minerals Inc.

Stephan Co.

Sumitomo Corporation of America

The Avon Company

The Estee Lauder Companies, Inc.

The Gillette Company
The Gillette Company LLC
The Neslemur Company

The Procter & Gamble Company Unilever Home & Personal Care USA

Vanderbilt Minerals, LLC

Vermont Talc, Inc.

Vi-Jon LLC

Wellspring Pharmaceutical Corp. Whittaker Clark & Daniels, Inc.

Wyeth Holdings LLC

Yves Saint Laurent America, Inc.

Pecos River Talc LLC Red River Talc LLC

## **Bankruptcy Professionals**

Weil, Gotshal & Manges LLP Epiq Corporate Restructuring, LLC Ankura Consulting Group, LLC Richards, Layton & Finger, P.A. Rothschild & Co US Inc. Bates White, LLC

Kekst and Company Incorporated DBA

Kekst CNC

Ernst and Young LLP Davis Polk & Wardwell LLP

FTI Consulting, Inc. PJT Partners LP

PricewaterhouseCoopers LLP

# **Ordinary Course Professionals**

Covington and Burling LLP

Glass Law Pllc

Orrick Herrington And Sutcliffe LLP

Polsinelli LLP

Wilcox & Savage, P.C.

Haws-KM, P.A. (C. Todd Koebele) Chehardy Sherman Williams Recile and

Hayes LLP

Foley & Mansfield

Hawkins Parnell & Young LLP

Gibbons P.C. Axiom Global Inc.

Constangy, Brooks, Smith & Prophete LLP

Goldfarb & Fleece LLP

## Landlords

7 Third Avenue Leasehold

Sage Realty Corporation

### **Surety Obligees**

Bureau of Customs and Border Protection

Fireman's Fund Insurance Company

Allianz

Euler Hermes North America Insurance

Company

# **Taxing Authorities**

Internal Revenue Service District of Columbia Office of Tax and

Alabama Department of Revenue Alaska Department of Revenue Arizona Department of Revenue Arkansas Department of Finance and

Administration

California Franchise Tax Board Colorado Department of Revenue Connecticut Department of Revenue

Services

Delaware Division of Revenue

Florida Department of Revenue Georgia Department of Revenue Hawaii Department of Taxation Idaho State Tax Commission Illinois Department of Revenue Indiana Department of Revenue Iowa Department of Revenue Kansas Department of Revenue Kansas City Tax Administration Kentucky Department of Revenue Louisville Metro Revenue Commission

Louisiana Department of Revenue

Maine Revenue Services Comptroller of Maryland

Massachusetts Department of Revenue

Michigan Department of Treasury

Michigan Department of Treasury - Detroit

Minnesota Department of Revenue Mississippi Department of Revenue Missouri Department of Revenue Montana Department of Revenue Nebraska Department of Revenue

New Hampshire Department of Revenue

New Jersey Division of Revenue and

Enterprise

New Mexico Taxation and Revenue

New York Department of Taxation and

Finance

New York City Department of Finance North Carolina Department of Revenue

North Dakota Office of State Tax

Commissioner

Ohio Department of Taxation

Puerto Rico Department of Treasury

Oklahoma Tax Commission

Oregon Department of Revenue

Pennsylvania Department of Revenue Philadelphia Department of Revenue

OMF Bureau of Revenue and Financial

Services - Portland

Rhode Island Division of Taxation

South Carolina Department of Revenue -

**PDMS** 

Tennessee Department of Revenue

Texas Comptroller of Public Accounts

Utah State Tax Commission Vermont Department of Taxes Virginia Department of Taxation

West Virginia Tax Division Tax Account

Administration Division

Wisconsin Department of Revenue

U.S. Department of Treasury

Departamento de Hacienda Puerto Rico

Village of Suffern, NY Town of Ramapo, NY

NYS Department of Revenue

Securities and Exchange Commission

## US Trustee, Judges, and Court Staff

Judge Laurie Selber Silverstein

Chief Judge John T. Dorsey

Judge Craig T. Goldblatt

Judge Thomas M. Horan

Judge Karen B. Owens

Judge Brendan L. Shannon

Judge J. Kate Stickles

Judge Mary F. Walrath

Benjamin Hackman, Trial Attorney Christine Green, Paralegal Specialist

Diane Giordano, Bankruptcy Analyst

Dion Wynn, Paralegal Specialist

Edith A. Serrano, Paralegal Specialist Elizabeth Thomas, Paralegal Specialist

Fang Bu, Trial Attorney

Hannah M. McCollum, Trial Attorney Holly Dice, Auditor (Bankruptcy)

James R. O'Malley, Auditor (Bankruptcy)

Jane Leamy, Trial Attorney

Jonathan Lipshie, Trial Attorney

Jonathan Nyaku, Auditor (Bankruptcy)

Joseph Cudia, Trial Attorney

Joseph J. McMahon, Jr. Assistant U.S.

Trustee

Lauren Attix, Paralegal Specialist

Linda Casey, Trial Attorney

Linda Richenderfer, Trial Attorney

Malcolm M. Bates, Trial Attorney

Michael Girello, Paralegal Specialist

Nyanquoi Jones, Auditor (Bankruptcy)

Richard Schepacarter, Trial Attorney

Rosa Sierra-Fox, Trial Attorney

Shakima L. Dortch, Paralegal Specialist

Timothy J. Fox, Jr., Trial Attorney

Andrew R. Vara, U.S. Trustee

Laura Haney

Robert Cavello

Demitra Yeager

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Nickita Barksdale Claire Brady Marquietta Lopez Amanda Hrycak Danielle Gadson Jill Walker Rachel Bello Cacia Batts Lora Johnson Paula Subda Al Lugano Catherine Farrell
Laurie Capp
Una O'Boyle
David C. Weiss
Hawa Konde, Auditor (Bankruptcy)
Dianne P. Dugan, Regional Staff Administrative Officer
Joanne E. Clausen, Regional - Staff
Secretary

# **SCHEDULE 2**

Name of Interested Party	Status – Current/Former Client
Ankura Consulting (Europe) Limited (appears to be subsidiary	Current/Former Chent
of Ankura Consulting Group, LLC)	Current
HealthEquity, Inc.	Current
Equifax Inc.	Current
Publicis Groupes SA	Current
Mercer (US) LLC	Current
PJT Partners	Current
PricewaterhouseCoopers LLP	Current
Guidehouse Inc.	Current
Rothschild & Co. US Inc	Current
Bank of America	Current
Bank of America Bank of America Merrill Lynch	Current
	Current
Citigroup Inc., Board of Directors	
Citigroup Energy, Inc.	Current
Citigroup Inc.	Current
Allianz Global Investors UK Ltd.	Current
Avon Products Inc.	Current
Citigroup Energy, Inc.	Current
Citigroup Inc.	Current
Citigroup inc. Board of Directors (Non-Management Members)	Current
Citigroup Inc., Board of Directors	Current
Deutsche Bank AG	Current
Hitachi High-Tech America, Inc.	Current
Hitachi Rail Ltd.	Current
JAMS	Current
NTT Docomo, Inc	Current
Robert Fields <sup>1</sup>	Former
James Wilson <sup>2</sup>	Former
US Department of Treasury (not represented within the past 5	Former
years)	
Illinois Department of Revenue (not represented within the past	Former
5 years)	
Aetna US Healthcare	Former
CVS Caremark/CVS Corporation	Former
Ankura Consulting Group, LLC	Former
Automatic Data Processing, Inc.	Former
Ontario Municipal Employees Retirement System	Former
OMERS Infrastructure Management Inc.	Former

The Firm previously represented an individual with this name in connection with matters unrelated to talc claims.

The Firm previously represented an individual with this name in connection with matters unrelated to talc claims.

Current/Former Client OMERS Capital European Opportunities Corporation Ernst & Young EssilorLuxottica Former Publicis Health LLC Former Publicis Grommunication Magellan Health Services Former Magellan Health Services UnitedHealth Group Metropolitan Life Insurance Company Metropolitan Life Insurance Company Metlife, Inc. Former Vista Equity Fund II, LP Former Vista Equity Partners Former Vista Equity Partners Former Vista Equity Partners Management, LLC Former Coopers & Lybrand Frice Waterhouse Former Principal Financial Group, Inc. Rothschild & Co. CIS B.V. Mercer Human Resource Consulting, Inc. Mercer, Inc. Former Merrill Lynch Pierce Fenner Bank America Corporation Merrill Lynch International Bank of America Securities N.A. Barnett Banks Trust Co. MBNA America Former Merrill Lynch & Co., Inc. Merrill Lynch & Co., Inc. Merrill Lynch Commodities (Europe) Ltd. Former Merrill Lynch Commodities (Europe) Ltd. Former Citigroup Venture Capital International Former Citigroup Securities, Inc. Citicorp Real Estate, Inc. Citicorp Real E	Name of Interested Party	Status –
Ernst & Young  EssilorLuxottica  Former  Publicis Health LLC  Publicis Health Services  Former  Magellan Health Services  UnitedHealth Group  Metropolitan Life Insurance Company  MetLife, Inc.  Former  MetLife, Inc.  Former  Wista Equity Fund II, LP  Vista Equity Partners  Vista Equity Partners  Former  Vista Equity Partners  Vista Equity Partners  Former  Coopers & Lybrand  Fromer  Principal Financial Group, Inc.  Rothschild & Co. CIS B.V.  Mercer Human Resource Consulting, Inc.  Mercer, Inc.  Former  Merrill Lynch Pierce Fenner  Bank America Corporation  Merrill Lynch International  Bank of America Securities  N.A. Barnett Banks Trust Co.  MBNA America  Former  Merrill Lynch Conmodities (Europe) Ltd.  Former  Merrill Lynch Commodities (Europe) Ltd.  Former  Merrill Lynch Commodities (Europe) Ltd.  Former  Merrill Lynch Commodities Inc.  Citicorp Real Estate  Former  JSCB Citibank  Former  Citibank, NA  Former  Citicorp Real Estate, Inc.  Citiorner  Citibank - Panama Canal Act  Axion Global (Deutschland) GmbH  Former  Pormer  Por	OMEDS Capital European Opportunities Corporation	
EssilorLuxottica Former Publicis Health LLC Former Publicis Communication Former Magellan Health Services Former UnitedHealth Group Former Metropolitan Life Insurance Company Former Metlife, Inc. Former Vista Equity Fund II, LP Former Vista Equity Partners Former Vista Equity Partners Management, LLC Former Coopers & Lybrand Former Price Waterhouse Former Price Waterhouse Former Principal Financial Group, Inc. Former Rothschild & Co. CIS B.V. Former Mercer, Inc. Former Lincoln National Corporation Former Bank America Corporation Former Merrill Lynch International Former Bank America Securities Former N.A. Barnett Banks Trust Co. Former Merrill Lynch Commodities (Europe) Ltd. Former JSCB Citibank NA Former JSCB Citibank Former JSCB Citibank Former JSCB Citibank Former Citicorp Real Estate Former JSCB Citibank Former Citicorp Real Estate, Inc. Former Citibank (Pormer Citicorp Real Estate, Inc. Former Citibank (Pormer Citibank Former		
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BankAmerica Corporation  Merrill Lynch International  Bank of America Securities  N.A. Barnett Banks Trust Co.  MBNA America  Former  FleetBoston Financial Corporation  Banc of America Securities  Former  Merrill Lynch & Co., Inc.  Merrill Lynch Commodities (Europe) Ltd.  Former  Banc of America Merchant Services, LLC  Citicorp Real Estate  Citicorp Real Estate  Citigroup Global Markets Inc.  Citigroup Venture Capital International  Former  Citicorp Securities, Inc.  Citicorp Real Estate, Inc.  Citicorp Real Estate, Inc.  Citicorp Real Estate, Inc.  Former		
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