

MERRIMACK, SS. THE STATE OF NEW HAMPSHIRE

SUPERIOR COURT SUPERIOR

Docket No. 217-2003-EQ-00106

2022 NOV -1 P 4 01

In the Matter of the Liquidation of
The Home Insurance Company

**THE OFFICIAL COMMITTEE OF TALC CLAIMANTS' NOTICE OF JOINDER
IN JOHNSON & JOHNSON'S ASSENTED-TO MOTION TO HOLD IN ABEYANCE
THE LIQUIDATOR'S MOTION FOR APPROVAL OF SETTLEMENT
AGREEMENT WITH JOHNSON & JOHNSON**

PLEASE TAKE NOTICE that the Official Committee of Talc Claimants (the "TCC" or the "Talc Claimants' Committee") appointed in the bankruptcy case styled *In re LTL Management, LLC*, Case No. 21-30589 (MBK) (Bankr. D.N.J.) (the "Bankruptcy Case"), by and through its undersigned counsel, hereby joins in Johnson & Johnson's Assented-To Motion to Hold in Abeyance the Liquidator's Motion for Approval of Settlement Agreement with Johnson & Johnson (the "Motion"), for all the reasons therein and set forth below. A copy of the Motion is attached hereto as **Exhibit A**. In support of this Notice of Joinder, the Talc Claimants' Committee respectfully states as follows:

The Talc Claimants' Committee

1. On October 14, 2021, LTL Management, Inc. ("LTL"), a wholly-owned subsidiary of Johnson & Johnson ("J&J"), which is alleged by reason of a corporate restructuring under Texas state law to have been allocated the responsibility for talc claims asserted against Johnson & Johnson Consumer, Inc., a former subsidiary of J&J, declared bankruptcy and filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code.

2. As part of that purported corporate restructuring, LTL was allocated the rights that Johnson & Johnson Consumer, Inc. has under policies sold to J&J, including policies issued by Home Insurance Company and City Insurance Company (the "Home Policies"). LTL's rights

under the Home Policies are property of the bankruptcy estate. The bankruptcy is pending in United States Bankruptcy Court for the District of New Jersey.¹

3. J&J has stated and the Bankruptcy Court has held that such insurance policies, including the Home Policies, are assets of the bankruptcy estate. *See* Exhibit A at ¶6; *In re LTL Management, LLC*, Case No. 21-30589 (MBK), 638 B.R. 291, 303 (Bankr. D.N.J. Feb. 25, 2022).

4. On November 8, 2021, prior to transferring venue of the Chapter 11 case to the United States Bankruptcy Court for the District of New Jersey, the United States Bankruptcy Court for the Western District of North Carolina entered an order appointing the Official Committee of Talc Claimants. *See In re LTL Management LLC*, Case No. 21-30589 (MBK) (Bankr. W.D.N.C. Nov. 8, 2021) (Order Appointing the Official Committee of Talc Claimants, Dkt. No. 355).

5. Among others, the Committee represents the interests of individuals who have personal-injury claims for ovarian cancer and mesothelioma due to exposure to products manufactured by J&J and/or Johnson & Johnson Consumer, Inc., which products contained talc and/or asbestos (the “Talc Claims”).

6. The Committee is the statutory fiduciary for holders of Talc Claims appointed in the Bankruptcy Case and is entrusted with investigating the assets and liabilities of LTL, including by ensuring that LTL’s assets, including its rights against the Home Policies, are protected for the benefit of LTL’s estate and its creditors, the Talc Claimants.

¹ The Talc Claimants’ Committee moved, *inter alia*, to dismiss the case as a bad faith filing under the Bankruptcy Code and has appealed to the Third Circuit the Bankruptcy Court’s denial of the Talc Claimants’ Committee’s dismissal motion. The appeal was argued on September 19, 2022 and is presently *sub judice* with the Third Circuit. The Talc Claimants’ Committee adheres to its position that the bankruptcy should be dismissed and reserves all rights.

7. On May 2, 2022, the Committee selected Anderson Kill P.C. as proposed special counsel with respect to insurance coverage for the Talc Claims under policies sold to J&J, including the Home Policies.

8. On May 26, 2022, the Committee filed an application for the retention of Anderson Kill P.C. as special insurance counsel with respect to insurance coverage for the Talc Claims under policies sold to J&J, including the Home Policies. The application was granted on June 19, 2022.

Relevant Procedural Background in this Proceeding

9. J&J entered into a settlement agreement with The Home Insurance Company in Liquidation (“Home”) to resolve the proofs of claim submitted by J&J relating to J&J’s talc liabilities. The settlement agreement was executed on December 2, 2020. The Liquidator’s Motion was filed on December 3, 2020.

10. On April 12, 2021, this Court entered its Order Granting Johnson & Johnson’s Assented-To Motion to Vacate the Court’s January 19, 2021 Order Approving Settlement Agreement and to Hold in Abeyance the Liquidator’s Motion for Approval of Settlement Agreement with Johnson & Johnson. The Court ordered that the Liquidator’s Motion be held in abeyance for sixty (60) days from the date of the April 12, 2021 order, which is June 11, 2021.

11. On June 11, 2021 J&J filed an assented-to motion to hold the settlement in abeyance for an additional ninety (90) days from that date.

12. On September 8, 2021, J&J filed an assented-to motion to hold the settlement in abeyance for an additional ninety (90) from September 9, 2021.

13. On December 7, 2021, J&J filed an assented-to motion to hold the settlement in abeyance for an additional one hundred eighty days (180) from December 8, 2021.

14. On December 27, 2021, the Court entered its Order Granting Johnson & Johnson's Assented-To Motion to Hold in Abeyance the Liquidator's Motion for Approval of Settlement with Johnson & Johnson ("Abeyance Order"). The Court ordered that the Liquidator's Motion be held in abeyance for one hundred eighty days (180) days from December 8, 2021, which is June 6, 2022.

15. On June 6, 2022, J&J filed an assented to motion to hold the settlement in abeyance for an additional one hundred twenty (120) days from June 6, 2022.

16. On October 5, 2022, J&J filed the Motion, which seeks to hold the settlement in abeyance until January 26, 2023.

**The Liquidator's Motion for Approval of Settlement Agreement with
Johnson & Johnson Should Be Held in Abeyance**

17. The Committee believes it would be prudent to continue to hold the Liquidator's Motion in abeyance until January 26, 2023, while the Committee attempts to obtain information concerning the propriety of the Home settlement pending before this Court.

18. The Committee understands that counsel for J&J has conferred with counsel for the Liquidator, and the Liquidator assents to the relief sought in the Motion.

WHEREFORE, the Committee respectfully requests that this Honorable Court enter an Order:

- A. Granting the Motion;
- B. Entering an Order in the form submitted therewith holding the Liquidator's Motion in abeyance until January 26, 2023; and
- C. Granting such other and further relief as justice may require.

Respectfully submitted,

**OFFICIAL COMMITTEE OF TALC
CLAIMANTS OF LTL MANAGEMENT LLC**

By their Attorneys

Dated: October 31, 2022

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EXHIBIT A

THE STATE OF NEW HAMPSHIRE

MERRIMACK, SS.

SUPERIOR COURT

Docket No. 217-2003-EQ-00106

**In the Matter of the Liquidation of
The Home Insurance Company**

**JOHNSON & JOHNSON'S ASSENTED-TO MOTION TO HOLD IN ABEYANCE THE
LIQUIDATOR'S MOTION FOR APPROVAL OF SETTLEMENT AGREEMENT WITH
JOHNSON & JOHNSON**

Johnson & Johnson ("J&J") moves that the Court enter an Order in the form submitted herewith holding in abeyance for an additional one hundred twenty (120) days the Liquidator's Motion for Approval of Settlement Agreement with J&J (hereafter, "Liquidator's Motion"). As reasons therefore, J&J states as follows:

1. J&J entered into a settlement agreement with The Home Insurance Company in Liquidation ("Home") to resolve the proofs of claim submitted by J&J relating to J&J's talc liabilities. The settlement agreement was executed on December 2, 2020. The Liquidator's Motion was filed on December 3, 2020.

2. Following the settlement, J&J learned that Imerys Talc Vermont ("Imerys"), J&J's former talc supplier, which declared bankruptcy in early 2019, is asserting it has rights under certain policies issued to J&J, including, potentially, policies issued by Home Insurance Company and City Insurance Company (the "Home policies"), which Imerys identifies as assets of its bankruptcy estate.¹ The bankruptcy remains pending in Delaware Bankruptcy Court.

3. On April 12, 2021, this Court entered its Order Granting Johnson & Johnson's Assented-To Motion to Vacate the Court's January 19, 2021 Order Approving Settlement Agreement and to Hold in Abeyance the Liquidator's Motion for Approval of Settlement

¹ J&J does not concede that Imerys may impede J&J's ability to secure coverage under policies issued to J&J, including the Home policies.

Agreement with Johnson & Johnson. The Court ordered that the Liquidator's Motion be held in abeyance for sixty (60) days from the date of the April 12, 2021 order, which is June 11, 2021.

4. On June 11, 2021 J&J filed an assented-to motion to hold the settlement in abeyance for an additional ninety (90) days from that date.

5. On September 8, 2021, J&J filed an assented-to motion to hold the settlement in abeyance for an additional ninety (90) from September 9, 2021.

6. On October 14, 2021, LTL Management, Inc. ("LTL"), a wholly-owned subsidiary of J&J, which has responsibility for talc claims asserted against Johnson & Johnson Consumer, Inc., a former subsidiary of J&J, declared bankruptcy, filing a voluntary petition for relief under Chapter 11 of the Bankruptcy Code. LTL has insurance rights under policies issued to J&J, including the Home policies, which are assets of the bankruptcy estate. The bankruptcy remains pending in New Jersey Bankruptcy Court.

7. On December 7, 2021, J&J filed an assented-to motion to hold the settlement in abeyance for an additional one hundred eighty days (180) from December 8, 2021.

8. On December 27, 2021, the Court entered its Order Granting Johnson & Johnson's Assented-To Motion to Hold in Abeyance the Liquidator's Motion for Approval of Settlement with Johnson & Johnson ("Abeyance Order"). The Court ordered that the Liquidator's Motion be held in abeyance for one hundred eighty days (180) days from December 8, 2021, which is June 6, 2022.

9. On June 6, 2022, J&J filed an assented to motion to hold the settlement in abeyance for an additional one hundred twenty (120) days from June 6, 2022.

10. J&J believes it would be prudent to continue to hold the Liquidator's Motion in abeyance until January 26, 2023, while J&J continues to address the issue of the approval of the Home settlement pending before this Court.

11. Counsel for J&J has conferred with counsel for the Liquidator, and the Liquidator assents to the relief sought in this motion.

WHEREFORE, J&J respectfully requests that this Court:

- A. Grant this Motion;
- B. Enter an Order in the form submitted herewith holding the Liquidator's Motion in abeyance until January 26, 2023; and
- C. Grant such other and further relief as justice may require.

Dated: October 3, 2022

Respectfully submitted

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THE STATE OF NEW HAMPSHIRE

MERRIMACK, SS.

SUPERIOR COURT

Docket No. 217-2003-EQ-00106

**In the Matter of the Liquidation of
The Home Insurance Company**

[PROPOSED]

**ORDER GRANTING JOHNSON & JOHNSON'S ASSENTED-TO MOTION TO HOLD
IN ABEYANCE THE LIQUIDATOR'S MOTION FOR APPROVAL OF SETTLEMENT
AGREEMENT WITH JOHNSON & JOHNSON**

On consideration of the Assented-To Motion of Johnson & Johnson ("J&J") to Hold in Abeyance the Liquidator's Motion for Approval of Settlement Agreement with J&J, it is hereby found and ORDERED as follows:

1. J&J's Motion to Hold in Abeyance the Liquidator's Motion for Approval of Settlement Agreement with J&J is granted; and
2. The Liquidator's Motion for Approval of Settlement Agreement with J&J shall be held in abeyance until January 26, 2023.

So ordered.

Dated: _____

Presiding Justice

CERTIFICATE OF SERVICE

I, Robert M. Horkovich, attorney for the Official Committee of Talc Claimants of LTL Management LLC, certify that on October 31, 2022, I caused the foregoing Notice of Joinder to be served on the counsel of record for all parties that have appeared in this action via U.S. mail.

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MERRIMACK, SS.

THE STATE OF NEW HAMPSHIRE

SUPERIOR COURT

Docket No. 217-2003-EQ-00106

In the Matter of the Liquidation of
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