Account of Trustees
For the Period January 1, 2018 – December 31, 2018

First Section	Account of Trustees
Exhibit A	Audited Financial Statements
Exhibit B.	Claim Payments
Exhibit C.	Application for Order Approving Account of Trustees
Exhibit D.	Proposed Order Approving Account of Trustees
Exhibit E.	Affidavit of Jared S. Garelick
Exhibit F.	Order Approving Notice of Filing
Exhibit G.	Notice of Filing
Exhibit H.	Service List

Account of Trustees

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST
ACCOUNT OF TRUSTEES
JANUARY 1, 2018 THROUGH DECEMBER 31, 2018

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Affidavit of Trustees

Exhibit A
Manville Personal Injury Settlement Trust
Audited Special-Purpose Consolidated
Financial Statements with Supplemental Information
December 31, 2018 and December 31, 2017

Exhibit B
Payments By Claimant Residency
From January 1, 2018 through December 31, 2018

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
ACCOUNT OF TRUSTEES
FOR THE PERIOD JANUARY 1, 2018 THROUGH DECEMBER 31, 2018

Pursuant to N.Y. EPTL § 7-2.7, Edward D. Robertson, Jr., Mark A. Peterson, and Kirk P. Watson (the "Trustees") Trustees of the Manville Personal Injury Settlement Trust (the "Trust"), or John C. Sawhill, Donald M. Blinken, Daniel Fogel, Christian E. Markey, Jr., Louis Klein, Jr., Francis H. Hare, Jr., Frank J. Macchiarola, and Robert A. Falise, the former trustees of the Trust (the "Former Trustees"), have previously filed accounts of trustees (the "Trustee Accountings") for the periods January 9, 1987 (Trust Inception) through November 28, 1988; November 29, 1988 through December 31, 1989; January 1, 1990 through December 31, 1990; January l, 1991 through July 5, 1991; July 6, 1991 through December 31, 1991; January 1, 1992 through December 31, 1992; January 1, 1993 through December 31, 1993; January 1, 1994 through December 31, 1994; January 1, 1995 through June 30, 1995; July 1, 1995 through December 31, 1995; January 1, 1996 through December 31, 1996; January 1, 1997 through December 31, 1997; January 1, 1998 through December 31, 1998; January 1, 1999 through December 31, 1999; January 1, 2000 through December 31, 2000; January 1, 2001 through December 31, 2001; January 1, 2002 through December 31, 2002; January 1, 2003 through December 31, 2003; January 1, 2004 through December 31, 2004; January 1, 2005 through December 31, 2005; January 1, 2006 through December 31, 2006; January 1, 2007 through June 30, 2007; July 1, 2007 through December 31, 2007; January 31, 2008 through December 31, 2008; January 1, 2009 through December 31, 2009; January 1, 2010 through December 31, 2010; January 1, 2011 through December 31, 2011; January 1, 2012 through December 31, 2012; January 1, 2013 through December 31, 2013; January 1, 2014 through December 31, 2014; January 1, 2015 through December 31, 2015, January 1, 2016 through December 31, 2016, and January 1, 2017 through December 31, 2017 (collectively, the "Prior Accountings"). These Prior Accountings have been accepted and approved by the Court, thereby releasing and discharging the Trustees or the Former Trustees, as appropriate, from any further liability or responsibility respecting the matters embraced therein.

Capitalized terms used in this Account of Trustees not otherwise defined herein have the meanings set forth in the Glossary annexed to the Third Amended and Restated Supplemental Agreement dated as of February 26, 2001 between the Trust and the Manville Corporation.

The account of trustees normally filed with the Surrogate's Court of the State of New York by express trusts has herein been modified in the same manner as for the Prior Accountings. A separate Statement of Cash Flows is included herein which reports cash inflows and outflows for the period January 1, 2018 through December 31, 2018.

Both principal and income can be and are used to pay operating expenses of the Trust and Beneficiaries' claims without regard to source. Accordingly, the Trust has not separated principal from income herein or in Prior Accountings nor does the present account include separate statements for principal and income accounts. For example, Schedule C entitled "Statement of Expenses Chargeable to Principal" has again been combined with Schedule C-2, "Statement of

Administration Expenses Chargeable to Income". Other like categories have also been combined. In addition, the following schedules are inapplicable and, accordingly, have been omitted:

Schedule B - Statement of Decreases Due to Sales, Liquidations, Collections, Distribution or Uncollectibility. During the year ended December 31, 2018 there were no decreases of assets due to sales, liquidations, collections, distributions or uncollectibility.

Schedule E - Statement of New Investments, Exchanges and Stock Distributions. The Trust's remaining principal has been invested pursuant to investment criteria provided in the Trust Agreement. The resulting net investment income is reported under Schedule A-2. Schedule E is omitted because of the volume of investment transactions.

Schedule H - Computation of Commissions. No commissions were paid or are to be paid by the Trust. Trustee remuneration and expenses are reported under Schedules C and C-2.

The following Account of Trustees is cross-referenced to the Manville Personal Injury Settlement Trust Special-Purpose Consolidated Audited Financial Statements for the year ended December 31, 2018 (Financial Statements) which are annexed hereto as Exhibit A. Exhibit A is hereby and expressly incorporated by reference into and made a part of the Account of Trustees for the year January 1, 2018 through December 31, 2018.

STATEMENT OF CASH FLOWS

For the Year Ended December 31, 2018

CASH INFLOWS:	
Investment income receipts	$15,470,306
Net realized gains on investment securities	32,250,174
Decrease in deposits and other assets	70,053
Total cash inflows	47,790,533
CASH OUTFLOWS:	
Claim payments - Exhibit B	65,336,861
Co-defendant claim payments	51,152
Total claim payments	65,388,013
Disbursements for Trust operating expenses and income taxes paid	10,482,205
Total cash outflows	75,870,218
NET CASH (OUTFLOWS)	(28,079,685)
NON-CASH CHANGES:	
Net unrealized gains (losses) on investment securities	(67,612,246)
NET INCREASE (DECREASE) IN CASH EQUIVALENTS AND INVESTMENTS	(95,691,931)
CASH EQUIVALENTS AND INVESTMENTS BEGINNING OF PERIOD	747,236,774
CASH EQUIVALENTS AND INVESTMENTS END OF PERIOD	$651,544,843

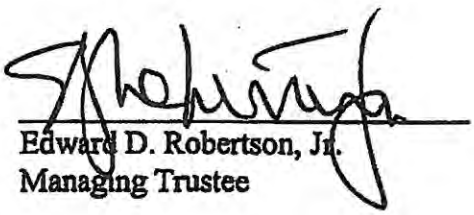
STATEMENTS OF CHANGES IN NET CLAIMANTS' EQUITY

For the Year Ended December 31, 2018

BEGINNING NET CLAIMANTS' EQUITY, JANUARY 1, 2018	$684,994,214
ADDITIONS TO NET CLAIMANTS' EQUITY:	
Decrease in outstanding claim offers	409,201
Total additions	409,201
DEDUCTIONS FROM NET CLAIMANTS' EQUITY:	
Investment loss - Schedule A	9,657,229
Statement of incurred expenses - Schedules C & C-2	3,177,854
Increase in lease commitments payable	2,423,385
Provision for income taxes	6,692,279
Personal injury claims settled	63,518,604
Contribution and indemnity claims settled	51,152
Total deductions	85,520,503
ENDING NET CLAIMANTS' EQUITY, DECEMBER 31, 2018	$599,882,912

ACCOUNT OF TRUSTEES

Signatures



Edward D. Robertson, Jr.
Managing Trustee

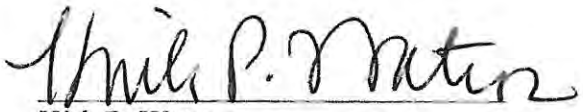
Kirk P. Watson
Trustee

Mark A. Peterson
Trustee

ACCOUNT OF TRUSTEES

Signatures

Edward D. Robertson, Jr.
Managing Trustee



Kirk P. Watson
Trustee

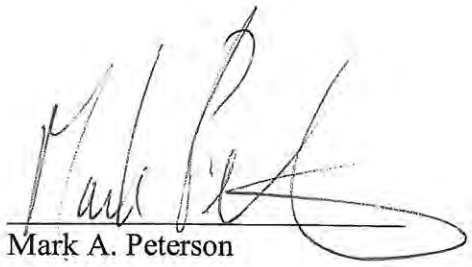
Mark A. Peterson
Trustee

ACCOUNT OF TRUSTEES

Signatures

Edward D. Robertson, Jr.
Managing Trustee

Kirk P. Watson
Trustee



Mark A. Peterson
Trustee

SCHEDULE A - Statement of Income Collected

All funds held in the Trust Estate (as defined in the Plan) were invested in accordance with Section 4.03 of the Trust Agreement.

INVESTMENT INCOME

Interest	$6,967,057
Dividends	9,549,249
Total interest and dividends	16,516,306
Net realized gains (losses)	32,250,174
Net unrealized gains (losses), net of the change in deferred income taxes	(57,470,746)
Investment expenses	(952,963)
TOTAL INVESTMENT INCOME	($9,657,229)

SCHEDULES C AND C-2 - Statement of Incurred Expenses

NET OPERATING EXPENSES

Salaries and employee benefits	$4,705,835
Office general and administrative	970,028
Travel and meetings	30,113
Board of Trustees	387,775
Professional fees	1,096,398
Purchase of fixed assets	70,288
Web hosting and other electronic data processing costs	111,556
Other income	(4,194,139)
TOTAL NET OPERATING EXPENSES	$3,177,854

Trustee Remuneration and Expenses

Trustee fees	$387,775
Travel and meeting costs	1,689
Total Remuneration and Expenses	$389,464

Professional Fees

Professional fees include audit and tax services, legal counsel for Trust constituents, claim forecast and other professional services.

SCHEDULE C-1 - Statement of Unpaid Expenses

As of December 31, 2018, the Trust had the following liabilities representing unpaid invoices, accounts payable, accrued professional fees and investment expenses and federal income taxes payable that represent unpaid or estimated unbilled services that have been provided to the Trust:

Income taxes payable (prepaid)	(893,358)
Accounts payable and other liabilities	1,156,971
Accrued professional and investment expenses	121,554
Total Unpaid Expenses	$385,167

SCHEDULES D AND D-1 - Statement of Other Distributions

For the year ended December 31, 2018, the Trust made 18,115 personal injury claim payments for $65,336,861. These claimants reside in the United States and several foreign countries. The number of claimants residing in each jurisdiction and the amount paid per jurisdiction is listed in Exhibit B of this accounting. In addition to the above distributions during the year ended December 31, 2018, the Trust paid $51,152 to claimants for co-defendant or distributor claims.

SCHEDULES F AND F-1 - Statement of Assets on Hand

The Statement of Net Claimants' Equity in the Financial Statements includes all Trust assets on an accrual basis of accounting as described in the Summary of Significant Special-Purpose Accounting Policies in the Consolidated Financial Statements. At December 31, 2018 the Trust recorded all of its investment securities at fair value.

	Cost	Fair Value
Restricted [1]		
Cash equivalents	$42,183	$42,183
U.S. Govt. obligations	10,752,180	10,738,620
Corporate and other debt	19,358,772	19,242,615
Equities - U.S.	5,260,969	14,176,582
Total	$35,414,104	$44,200,000

	Cost	Fair Value
Unrestricted		
Cash equivalents	$23,929,626	$23,929,626
U.S. Govt. obligations	79,682,413	79,930,925
Corporate and other debt	151,023,901	149,599,501
Equities - U.S.	106,375,253	292,210,420
Equities - International	38,003,619	61,674,371
Total	$399,014,812	$607,344,843

The Trust invests in professionally managed portfolios that contain common shares of publicly traded companies, U.S. government obligations, U.S. and International equities, corporate and other debt, and money market funds. Such investments are exposed to various risks such as interest rate market and credit risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the Trust's account balance in the future.

(1) Pursuant to Sections 3.01(b) (xiii) and 5.07 of the Trust Agreement a $30 million segregated security fund was established of marketable securities to secure the Trust's indemnity obligations to current Trustees with the approval of the United States Bankruptcy Court of the Southern District of New York. The investment earnings of this fund accrue to the benefit of the Trust.

In addition, under a tax agreement between the Trust and Johns Manville Corporation (JM), the Trust was required to transfer cash to an escrow account to secure the payment of its future tax obligations. The escrow balance may be increased or decreased over time. As of December 31, 2018 securities with a market value of $52.6 million were held by an escrow agent, of which $14.2 million is reported as restricted in accordance with the tax agreement.

The Trust has the following other assets as of December 31, 2018: receivables, deposits and fixed assets described in the Notes to Financial Statements.

Accrued Interest and Dividends Receivable

Interest receivable	$1,362,105
Dividends receivable	769,699
	$2,131,804

Deposits and Other Assets	$474,205

Fixed Assets

As described in Note 1 of the Notes to Consolidated Financial Statements, the costs of non-income producing assets which will be exhausted during the life of the Trust, and are not available for satisfying claims, are expensed as incurred. The cumulative balance of all fixed assets purchased, net of disposals, through December 31, 2018 is as follows:

Furniture and Equipment	$247,684
Computer Hardware and Software	442,439
e-Claims Software Development	2,361,100
Total Fixed Assets	$3,051,223

SCHEDULE I - Statement of Pertinent Facts

Tribune Co. Fraudulent Conveyance Action
During 2018, the Trust entered into a settlement leading to its dismissal as a defendant in *In re: Tribune Co. Fraudulent Conveyance Action*. The Trust was named a defendant by creditors who lost money when the Tribune Co. filed for bankruptcy only a year after its leveraged buy-out. The creditors sought the return of the proceeds that shareholders, including the Trust, received for sale of stock in the company, alleging that the payments to the shareholders were voidable preferences avoidable under state fraudulent conveyance principles. The suit did not allege wrongdoing by the Trust or its financial advisors.

A United States Supreme Court ruling in early 2018 in a different case with similar issues strengthened the plaintiffs' case. Relying on advice of outside litigation counsel, the Trustees accepted a settlement offer in May 2018. The settlement was for significantly less than the Trust would have been required to pay had the case proceeded to trial and the plaintiffs succeeded in full.

Thorpe Insulation Company Asbestos Settlement Trust Adversary Action
A declaratory judgment action the Trust filed in the United States Bankruptcy Court for the Southern District of New York against the Thorpe Insulation Company Asbestos Settlement Trust ("Thorpe Insulation Trust") in October 2017 remains pending.

The Manville Trust determined that a significant portion of the claims the Thorpe Insulation Trust made are not valid Distributor Indemnity Claims as defined by Manville TDP Section I.7(a), as they do not constitute valid claims for indemnification under applicable law. The Thorpe Insulation Trust interprets the TDP and the relevant California law differently, and asserts that the claims are valid. The action asks Chief Judge Cecelia G. Morris to resolve this difference in interpretation.

Cross motions for legal rulings based on the pleadings were filed and argued during 2018. On March 28, 2019, Chief Judge Morris issued a ruling granting the Manville Trust's motion for partial judgment on the pleadings, and denying the Thorpe Insulation Trust's motion for summary judgment. Since that ruling was issued the Thorpe Insulation Trust has filed a motion to reargue or to reconsider the decision, as well as a motion for leave to appeal. The motion for leave to appeal has been assigned to United States District Judge Laura Taylor Swain of the United States District Court for the Southern District of New York. Both those motions remain pending.

Rapid-American Subpoena
In August 2017, the Trust's Claims Resolution Management Corporation ("CRMC") claims processing subsidiary received a subpoena seeking extensive claim records for approximately 445,000 individuals. The records sought relate to claims made against all of CRMC's client trusts, including the Manville Trust. The subpoena was issued by insurers who are defendants in an insurance coverage case related to the bankruptcy proceedings of a former asbestos manufacturer, Rapid-American Corp. Similar subpoenas were issued to other claims processing facilities which, like CRMC, provide claims processing services for multiple asbestos bankruptcy trusts. CRMC is passing along the cost of outside counsel on this matter to its client trusts, including the Manville Trust.

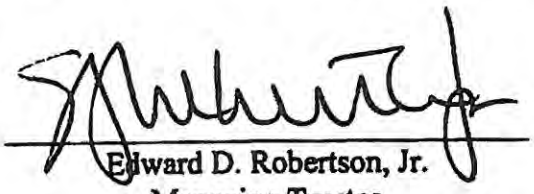
CRMC, through outside counsel, has objected to the scope of the subpoena, and demands strong confidentiality protections and other restrictions on the use of any information it produces. The sole insurer remaining in the case filed a motion in January 2019 to compel production by CRMC and the other facilities. The matter is pending before Judge Stuart M. Bernstein in the United States Bankruptcy Court for the Southern District of New York.

Trust Agreement
In April 2018 the Trustees proposed and received the required concurrence from the Selected Counsel for the Beneficiaries and the Legal Representative of Future Claimants to enter into the Third Amended and Restated Manville Personal Injury Settlement Trust Agreement. The revision converted the Trust to a Delaware Statutory Trust.

Move of Trust Office
The lease of the office the Trust maintained in Pound Ridge, NY expired on December 31, 2018. After three one-month extensions of the lease, the Trust relocated its office to Peekskill, New York in March 2019. The new office space is smaller than the previous one, with lower rent.

AFFIRMATION OF TRUSTEES

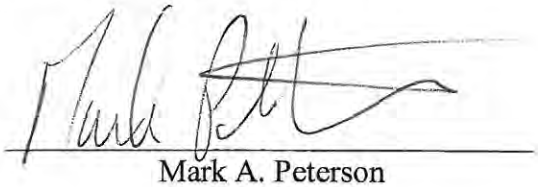
Edward D. Robertson, Jr., hereby affirms: That the foregoing Account of Trustees, insofar as it relates to the year ended December 31, 2018, contains, according to the best of my knowledge and belief, a true statement of all the receipts and disbursements of the Trustees on account of the Trust Estate and of all monies or other property belonging to the Trust Estate which have come into the hands of the Trustees or been received by any other person by order or authority of the Trustees for their use, and that I do not know of any error or omission in the account to the prejudice of any creditor of, or person interested in, the Trust Estate.



Edward D. Robertson, Jr.
Managing Trustee

AFFIRMATION OF TRUSTEES

Mark A. Peterson, hereby affirms: That the foregoing Account of Trustees, insofar as it relates to the year ended December 31, 2018, contains, according to the best of my knowledge and belief, a true statement of all the receipts and disbursements of the Trustees on account of the Trust Estate and of all monies or other property belonging to the Trust Estate which have come into the hands of the Trustees or been received by any other person by order or authority of the Trustees for their use, and that I do not know of any error or omission in the account to the prejudice of any creditor of, or person interested in, the Trust Estate.



Mark A. Peterson
Trustee

AFFIRMATION OF TRUSTEES

Kirk P. Watson, hereby affirms: That the foregoing Account of Trustees, insofar as it relates to the year ended December 31, 2018, contains, according to the best of my knowledge and belief, a true statement of all the receipts and disbursements of the Trustees on account of the Trust Estate and of all monies or other property belonging to the Trust Estate which have come into the hands of the Trustees or been received by any other person by order or authority of the Trustees for their use, and that I do not know of any error or omission in the account to the prejudice of any creditor of, or person interested in, the Trust Estate.

Kirk P. Watson
Trustee

Audited Financial Statements for the Year Ending DECEMBER 31, 2018 (EXHIBIT A)

Manville Personal Injury Settlement Trust

Consolidated Special-Purpose Financial Statements with Supplementary Information
Years Ended December 31, 2018 and 2017



Manville Personal Injury Settlement Trust

Consolidated Special-Purpose Financial Statements
with Supplementary Information
Years Ended December 31, 2018 and 2017

Manville Personal Injury Settlement Trust

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Suite 800
McLean, VA 22102

Independent Auditor's Report

Trustees
Manville Personal Injury Settlement Trust
Pound Ridge, New York

We have audited the accompanying consolidated special-purpose financial statements of the Manville Personal Injury Settlement Trust and its subsidiary (the Trust) (a statutory Trust originally created under the laws of the State of New York, and converted to a Delaware statutory trust in 2018), which comprise the consolidated special-purpose statements of net claimants' equity as of December 31, 2018 and 2017, and the related consolidated special-purpose statements of changes in net claimants' equity and the consolidated special-purpose statements of cash flows for the years then ended, and the related notes to the consolidated special-purpose financial statements.

Management's Responsibility for the Consolidated Special-Purpose Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated special-purpose financial statements in accordance with the basis of accounting as described in Note 1 to the consolidated special-purpose financial statements. Management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated special-purpose financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated special-purpose financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated special-purpose financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated special-purpose financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated special-purpose financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated special-purpose financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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BDO is the brand name for the BDO network and for each of the BDO Member Firms.

Opinion

In our opinion, the consolidated special-purpose financial statements referred to above present fairly, in all material respects, the assets and liabilities of the Manville Personal Injury Settlement Trust and its subsidiary as of December 31, 2018 and 2017, and the consolidated results of their changes in claimants' equity and their cash flows for the years then ended, in accordance with the basis of accounting described in Note 1 to the consolidated special-purpose financial statements.

Basis of Accounting

We draw attention to Note 1 of the consolidated special-purpose financial statements which describes the basis of accounting. As described in Note 1, these consolidated special-purpose financial statements were prepared on a special-purpose basis of accounting which is the basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter. The special-purpose basis of accounting has been used to communicate the amount of net assets presently available to fund current and future claims.

Restriction of Use

Our report is intended solely for the information and use of the management of the Trust and is not intended to be and should not be used by anyone other than the specified party. This restriction is not intended to limit the distribution of this report, upon filing with the United States Bankruptcy Court for the Southern District of New York, is a matter of public record.

BDO USA, LLP

McLean, Virginia
February 28, 2019

Consolidated Special-Purpose Financial Statements

MANVILLE PERSONAL INJURY SETTLEMENT TRUST

CONSOLIDATED SPECIAL-PURPOSE STATEMENTS OF NET CLAIMANTS' EQUITY

December 31,	2018	2017
Assets		
Cash equivalents and investments (Note 2)		
Restricted (Note 8)	$ 44,200,000	$ 44,200,000
Unrestricted	607,344,843	703,036,774
Total cash equivalents and investments	651,544,843	747,236,774
Accrued interest and dividend receivables	2,131,804	2,051,028
Deposits and other assets	474,205	544,258
Total assets	$ 654,150,852	$ 749,832,060
Liabilities		
Accrued expenses	$ 385,167	$ 1,009,500
Deferred income taxes (Note 9)	32,568,000	42,709,500
Unpaid personal injury claims (Notes 4, 6 and Exh. III)		
Outstanding offers	3,355,227	3,764,428
Settled, not paid	14,096,463	15,916,895
Pro rata adjustment payable	125,715	123,540
Lease commitment payable (Note 5)	3,737,368	1,313,983
Total liabilities	54,267,940	64,837,846
Net claimants' equity (Note 6)	$ 599,882,912	$ 684,994,214

See accompanying notes to the consolidated special-purpose financial statements.

MANVILLE PERSONAL INJURY SETTLEMENT TRUST

CONSOLIDATED SPECIAL-PURPOSE STATEMENTS OF CHANGES IN NET CLAIMANTS' EQUITY

Years Ended December 31,	2018	2017
Net claimants' equity beginning of the year	$ 684,994,214	$ 681,262,799
Additions to net claimants' equity		
Investment income (Exhibit I)	-	82,893,001
Decrease in outstanding claim offers	409,201	389,423
Decrease in lease commitments payable (Note 5)	-	224,118
Total additions	409,201	83,506,542
Deductions from net claimants' equity		
Investment loss (Exhibit I)	9,657,229	-
Net operating expenses (Exhibit II)	3,177,854	2,789,719
Provision for income taxes	6,692,279	7,012,229
Increase in lease commitments payable (Note 5)	2,423,385	-
Personal injury claims settled	63,518,604	69,973,179
Co-defendant claims settled	51,152	-
Total deductions	85,520,503	79,775,127
Net claimants' equity end of year	$ 599,882,912	$ 684,994,214

See accompanying notes to the consolidated special-purpose financial statements.

MANVILLE PERSONAL INJURY SETTLEMENT TRUST

CONSOLIDATED SPECIAL-PURPOSE STATEMENTS OF CASH FLOWS

Years Ended December 31,	2018	2017
Cash inflows		
Investment income receipts	$ 15,470,306	$ 14,053,600
Net realized gains on investment securities	32,250,174	34,611,142
Decrease in deposits and other assets	70,053	-
Total cash inflows	47,790,533	48,664,742
Cash outflows		
Personal injury claim payments	65,336,861	67,479,410
Co-defendant claim payments	51,152	-
Total claim payments	65,388,013	67,479,410
Disbursements for Trust operating expenses and income taxes	10,482,205	11,481,335
Increase in deposits and other assets	-	175,994
Total cash outflows	75,870,218	79,136,739
Net cash outflows	(28,079,685)	(30,471,997)
Non-cash changes		
Net unrealized (loss) gain on investment securities	(67,612,246)	39,876,770
Net (decrease) increase in cash equivalents and investments	(95,691,931)	9,404,773
Cash equivalents and investments beginning of the year	747,236,774	737,832,001
Cash equivalents and investments end of year	$ 651,544,843	$ 747,236,774

See accompanying notes to the consolidated special-purpose financial statements.

1. Organization and Summary of Significant Special-Purpose Accounting Policies

The Manville Personal Injury Settlement Trust (the Trust), a Delaware statutory trust as of April 19, 2018, formerly organized pursuant to the laws of the state of New York, with its office in Pound Ridge, New York, was established pursuant to the Manville Corporation (Manville or JM) Second Amended and Restated Plan of Reorganization (the Plan). The Trust was formed to assume Manville's liabilities resulting from pending and potential litigation involving (i) individuals exposed to asbestos who have manifested asbestos-related diseases or conditions, (ii) individuals exposed to asbestos who have not yet manifested asbestos-related diseases or conditions and (iii) third-party asbestos-related claims against Manville for indemnification or contribution. Upon consummation of the Plan, the Trust assumed liability for existing and future asbestos health claims. The Trust's funding is dedicated solely to the settlement of asbestos health claims and the related costs thereto, as defined in the Plan. The Trust was consummated on November 28, 1988.

In December 1998, the Trust formed a wholly-owned corporation, the Claims Resolution Management Corporation (CRMC), to provide the Trust with claim processing and settlement services. Prior to January 1, 1999, the Trust provided its own claim processing and settlement services. CRMC began operations on January 1, 1999 in Fairfax, Virginia and subsequently relocated to Falls Church, Virginia. The accounts of the Trust and CRMC have been consolidated for financial reporting purposes. All significant intercompany balances and transactions between the Trust and CRMC have been eliminated in consolidation.

Manville and CRMC (collectively referred to as "the Trust" henceforth) was initially funded with cash, Manville securities and insurance settlement proceeds. Since consummation, the Trust has converted the Manville securities to cash and currently holds no Manville securities.

Basis of Presentation

The Trust's financial statements are prepared using special-purpose accounting methods that differ from accounting principles generally accepted in the United States of America (US GAAP). The special-purpose accounting methods were adopted in order to communicate to the beneficiaries of the Trust the amount of equity available for payment of current and future claims. Since the accompanying consolidated special-purpose financial statements and transactions are not based upon US GAAP, accounting treatment by other parties for these same transactions may differ as to timing and amount. These special-purpose accounting methods are as follows:

1. The consolidated special-purpose financial statements are prepared using the accrual basis of accounting.

2. The funding received from JM and its liability insurers was recorded directly to net claimants' equity. These funds do not represent income of the Trust. Settlement offers for asbestos health claims are reported as deductions in net claimants' equity and do not represent expenses of the Trust.

3. Costs of non-income producing assets, which will be exhausted during the life of the Trust and are not available for satisfying claims, are expensed as they are incurred. These costs include acquisition costs of computer hardware, software, software development, office furniture and leasehold improvements.

4. Future fixed liabilities and contractual obligations entered into by the Trust are recorded directly against net claimants' equity. Accordingly, the future minimum rental commitments outstanding at period end for non-cancelable operating leases, net of any sublease agreements, have been recorded as deductions to net claimants' equity.

5. The liability for unpaid claims reflected in the consolidated special-purpose statements of net claimants' equity represents settled but unpaid claims and outstanding settlement offers. Post-Class Action complaint claims' liability is recorded once a settlement offer is made to the claimant (Note 4 and 6) at the amount equal to the expected pro rata payment. No liability is recorded for future claim filings and filed claims on which no settlement offer has been made. Net claimants' equity represents funding available to pay present and future claims on which no fixed liability has been recorded.

6. Investment securities are recorded at fair value. All interest and dividend income on investment securities, net of investment expenses are included in investment income on the consolidated special-purpose statements of changes in net claimants' equity. Realized and unrealized gains and losses on investment securities are combined and recorded on the consolidated special-purpose statements of changes in net claimants' equity.

   Realized gains/losses on investment securities are recorded based on the security's original cost. At the time a security is sold, all previously recorded unrealized gains/losses are reversed and recorded net, as a component of other unrealized gains/losses in the accompanying consolidated statements of changes in net claimants' equity.

7. The Trust records deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the book and tax basis of assets and liabilities.

Use of Estimates

The preparation of financial statements in conformity with the special-purpose accounting methods described above requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated special-purpose financial statements and the reported amounts of additions and deductions to net claimants' equity during the reporting period. Actual results could differ from those estimates. The most significant estimates with regard to these consolidated special-purpose financial statements relate to unpaid claims, as discussed in Notes 4 and 6.

2. Cash Equivalents and Investments

At December 31, 2018 and 2017, the Trust has recorded all of its investment securities at fair value, as follows:

Restricted	2018		2017	
Description	Cost	Fair Value Restricted	Cost	Fair Value Restricted
Cash equivalents	$ 42,183	$ 42,183	$ 88,524	$ 88,524
U.S. Govt. obligations	10,752,180	10,738,620	10,521,521	10,418,320
Corporate and other debt	19,358,772	19,242,615	19,596,980	19,506,099
Equities - U.S.	5,260,969	14,176,582	4,527,385	14,187,057
Total	$ 35,414,104	$ 44,200,000	$ 34,734,410	$ 44,200,000

Unrestricted	2018		2017	
Description	Cost	Fair Value Unrestricted	Cost	Fair Value Unrestricted
Cash equivalents	$ 23,929,626	$ 23,929,626	$ 29,580,076	$ 29,580,076
U.S. Govt. obligations	79,682,413	79,930,925	94,543,276	94,428,824
Corporate and other debt	151,023,901	149,599,501	149,710,258	149,892,281
Equities - U.S.	106,375,253	292,210,420	117,251,586	355,651,325
Equities - International	38,003,619	61,674,371	36,688,995	73,484,268
Total	$ 399,014,812	$ 607,344,843	$ 427,774,191	$ 703,036,774

The Trust invests in two types of derivative financial instruments. Equity index futures are used as strategic substitutions to cost effectively replicate the underlying index of its domestic equity investment fund. At December 31, 2018, the fair value of these instruments was approximately $3.07 million and was included in investments on the consolidated special-purpose statements of net claimants' equity. Foreign currency forwards are utilized for both currency translation purposes and to economically hedge against some of the currency risk inherent in foreign equity issues and are generally for periods up to 90 days. At December 31, 2018, the Trust held $30.8 million in net foreign currency forward contracts. The unrealized loss on these outstanding currency forward contracts of approximately $0.06 million is offset by an equal unrealized gain due to currency exchange on the underlying international securities. These net amounts are recorded in the consolidated special-purpose statements of net claimants' equity at December 31, 2018.

The Trust invests in professionally managed portfolios that contain common shares of publicly traded companies, U.S. government obligations, U.S. and International equities, corporate and other debt, and money market funds. Such investments are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investments securities, it is reasonably possible that changes in the values of investment securities

will occur in the near term and that such changes could materially affect the Trust's account balance in the future and the amounts reported in the consolidated special-purpose statements of net claimants' equity and consolidated special-purpose statements of changes in net claimants' equity.

3. Fixed Assets

The cost of non-income producing assets that will be exhausted during the life of the Trust and are not available for satisfying claims are expensed as incurred. Since inception, the cost of fixed assets expensed, net of disposals, include:

	2018	2017
Acquisition of furniture and equipment	$ 247,684	$ 241,738
Acquisition of computer hardware and software	442,439	378,097
Computer software development (e-Claims)	2,361,100	2,361,100
	$ 3,051,223	$ 2,980,935

These items have not been recorded as assets, but rather as direct deductions to net claimants' equity in the accompanying consolidated special-purpose financial statements.

4. Unpaid Claims

The Trust distinguishes between claims that were resolved prior to the filing of the class action complaint on November 19, 1990, and claims resolved after the filing of that complaint. Claims resolved prior to the complaint (Pre-Class Action Claims) were resolved under various payment plans, all of which called for 100% payment of the full liquidated amount without interest over some period of time. However, between July 1990 and February 1995, payments on all claims, except qualified exigent health and hardship claims, were stayed by the courts. By court order on July 22, 1993 (which became final on January 11, 1994), a plan submitted by the Trust was approved to immediately pay, subject to claimant approval, a discounted amount on settled, but unpaid Pre-Class Action Claims, in full satisfaction of these claims. The discount amount taken, based on the claimants who accepted the Trust's discounted offer, was approximately $135 million.

The unpaid liability for the Post-Class Action claims represents outstanding offers made in first-in, first-out (FIFO) order to claimants eligible for settlement after November 19, 1990. Under the Trust Distribution Process (TDP) (Note 6), claimants receive an initial pro rata payment equal to a percentage of the liquidated value of their claim. The Trust remains liable for the unpaid portion of the liquidated amount only to the extent that assets are available after paying all claimants the established pro rata share of their claims. The Trust makes these offers electronically for law firms that file their claims electronically (e-filers), or in the form of a check made payable to the claimant and/or claimant's counsel for claimants that file their proof of claim on paper. E-filers may accept their offers electronically and the Trust records a settled, but unpaid claim at the time of acceptance. Paper filers may accept their offer by depositing the check. An unpaid claim liability is recorded once an offer is made. The unpaid claim liability remains on the Trust's books until accepted or expiration of the offer after 360 days. Expired offers may be reinstated if the claimant accepts the original offer within two years of offer expiration.

5. Commitments

CRMC signed a 7-year and 7-month office lease effective October 1, 2015 at a location in Falls Church, Virginia. In October 2018, CRMC signed a lease extension at its current location in Falls Church, Virginia. This lease will expire on September 30, 2028

Future minimum rental commitments under this operating lease, as of December 31, 2018, are as follows:

Years ending December 31,	
2019	$ 88,633
2020	370,830
2021	381,957
2022	393,415
2023	405,201
Thereafter	2,097,332
	$ 3,737,368

This obligation has been recorded as a liability in the accompanying consolidated special-purpose statements of net claimants' equity.

6. Net Claimants' Equity

A class action complaint was filed on behalf of all Trust beneficiaries on November 19, 1990, seeking to restructure the methods by which the Trust administers and pays claims. On July 25, 1994, the parties signed a Stipulation of Settlement that included a revised TDP. The TDP prescribes certain procedures for distributing the Trust's limited assets, including pro rata payments and initial determination of claim value based on scheduled diseases and values. The Court approved the settlement in an order dated January 19, 1995 and the Trust implemented the TDP payment procedures effective February 21, 1995.

Prior to the commencement of the class action in 1990, the Trust filed a motion for a determination that its assets constitute a "limited fund" for purposes of Federal Rules of Civil Procedure 23(b)(1)(B). The Courts adopted the findings of the Special Master that the Trust is a "limited fund". In part, the limited fund finding concludes that there is a substantial probability that estimated future assets of the Trust are and will be insufficient to pay in full all claims that have been and will be asserted against the Trust.

The TDP contains certain procedures for the distribution of the Trust's limited assets. Under the TDP, the Trust forecasts its anticipated annual sources and uses of cash until the last projected future claim has been paid. A pro rata payment percentage is calculated such that the Trust will have no remaining assets or liabilities after the last future claimant receives his/her pro rata share.

Prior to the implementation of the TDP, the Trust conducted its own research and monitored studies prepared by the Courts' appointee regarding the valuation of Trust assets and liabilities. Based on this valuation, the TDP provided for an initial 10% payment of the liquidated value of then current and estimated future claims (pro rata payment percentage). As required by the TDP,

the Trust has periodically reviewed the values of its projected assets and liabilities to determine whether a revised pro rata payment percentage should be applied. In June 2001, the pro rata percentage was reduced from 10% to 5%.

During the second and third quarters of 2002, the Selected Counsel for the Beneficiaries (SCB) and Legal Representative of Future Claimants (Legal Representative) and the Trust met to discuss amending the TDP. As a result of these meetings, in late August 2002, the parties agreed to TDP amendments that are now contained in what is referred to as the "2002 TDP". The 2002 TDP principally changes the categorization criteria and scheduled values for the scheduled diseases.

In January 2008, the Trust completed a review of the Trust's projected assets and liabilities. Based upon this review, the Trustees approved an increase in the pro rata percentage from 5% to 7.5%. This proposed change received the required concurrence of the SCB and the Legal Representative in early March 2008. Under the TDP, any claimant who received less than the current pro rata percentage is entitled to receive a retroactive payment sufficient to increase their previous payment percentage to the current pro rata percentage. Accordingly, the Trust recorded a liability of $365.7 million for approximately 282,000 personal injury claimants eligible to receive a retroactive payment.

In January 2012, the Trustees amended the 2002 TDP to include a provision requiring the Trust to determine the Maximum Annual Payment (MAP) amount, which limits the amount of claim payments in any one year based upon its projections of assets and liabilities at the current pro rata percentage. Once the claim payments in any one year reach the annual MAP amount, the Trust ceases claim payments and any unpaid claims are carried over to the next year and placed at the front of the FIFO payment queue.

In August 2014, the Trust completed a review of the Trust's projected assets and liabilities. Based upon this review, the Trustees approved a decrease in the pro rata percentage from 7.5% to 6.25%. This change received the required concurrence of the SCB and Legal Representative.

In November 2016, the Trust completed a review of the Trust's projected assets and liabilities. Based upon this review, the Trustees approved a decrease in the pro rata percentage from 6.25% to 5.1%. This change received the required concurrence of the SCB and Legal Representative. All claimants receiving offers after November 4, 2016, were paid a pro rata percentage of 5.1%.

7. Employee Benefit Plans

The Trust established a tax-deferred employee savings plan under Section 401(k) of the Internal Revenue Code, with an effective date of January 1, 1988. On April 7, 2016, the plan was amended and restated as the CRMC Salary Savings and Retirement Plan. The plan allows employees to defer a percentage of their salaries within limits set by the Internal Revenue Code with CRMC matching contributions by employees of up to 6% of their salaries. The total employer contributions and expenses under the plan were approximately $181,100 and $185,500 for the years ended December 31, 2018 and 2017, respectively.

The Trust and CRMC (collectively, the Employer) established a nonqualified, unfunded deferred compensation plan in accordance with Section 409A of the Internal Revenue Code, with an effective date of November 1, 1995. The plan was most recently amended and restated effective January 1, 2005 and is maintained primarily for the purpose of providing deferred compensation to senior management. The plan allows participants to defer up to 100% of any bonuses and any

other incentive compensation paid during the year, as well as up to 25% of their base salaries. Participant accounts are credited monthly with a hypothetical rate of return based on the investment options offered by the Employer and chosen by the participant. However, the Employer is not obligated to purchase any investments selected. Any and all payments made to participants pursuant to the plan shall be made from the general assets of the Employer. All participant accounts under the plan shall be for bookkeeping purposes only and do not represent claims against specific assets of the Employer. The plan does not create a trust of any kind or a fiduciary relationship. Other than calculating and applying hypothetical rates of return to participant accounts, no other Employer contributions shall be made. For the years ended December 31, 2018 and 2017, deferred compensation expense due to participant-elected investment returns totaled approximately $0 and $18,700, respectively. As of December 31, 2018 and 2017, deferred compensation liabilities totaled approximately $0 and $110,500, respectively. There were no employee contributions to the plan during the years ended December 31, 2018 and 2017.

8. Restricted Cash Equivalents and Investments

In order to avoid the high costs of director and officer liability insurance (approximately $2.5 million in 1990), the Trust ceased purchasing such insurance in 1991 and, with the approval of the United States Bankruptcy Court for the Southern District of New York, the Trust established a segregated security fund. Pursuant to this authority, the Trust currently maintains $30 million in a separate escrow account for the purpose of securing the obligation of the Trust to indemnify former and current Trustees. The investment earnings on these escrow accounts accrue to the benefit of the Trust.

Additionally, as a condition of the tax agreement between JM and the Trust discussed in Note 9, the Trust was required to transfer $30 million in cash to an escrow account to secure the payment of its future income tax obligations post settlement of the transaction. The escrow account balance may be increased or decreased over time. As of December 31, 2018, securities with a market value of $52.6 million were held by an escrow agent, of which $14.2 million is reported as restricted in accordance with the agreement.

9. Income Taxes

For federal income tax purposes, JM had elected for the qualified assets of the Trust to be taxed as a Designated Settlement Fund (DSF). Income and expenses associated with the DSF are taxed in accordance with Section 468B of the Internal Revenue Code, which obligates JM to pay for any federal income tax liability imposed upon the DSF. In addition, pursuant to an agreement between JM and the Trust, JM is obligated to pay for any income tax liability of the Trust. In a subsequent separate agreement between the Trust and JM to facilitate the sale of JM to a third party, JM paid the Trust $90 million to settle the JM obligation to the Trust. In return, the Trust terminated JM's contractual liability for income taxes of the DSF and agreed to indemnify JM in respect for all future income taxes of the Trust and established an escrow fund to secure such indemnification. The statutory income tax rate for this DSF is 15%. As a Delaware domiciled trust, the Trust is not subject to state income taxes. CRMC files separate federal and state corporate income tax returns.

As of December 31, 2018 and 2017, the Trust has recorded a net deferred tax liability from net unrealized gains on investment securities of approximately $32.6 million and $42.7 million, respectively. As of December 31, 2018 and 2017, the Trust had prepaid income taxes of $0.9

million and $0.2 million, respectively. These amounts are included with accrued expenses as of December 31, 2018 and 2017 on the consolidated statements of net claimants' equity.

10. Proof of Claim Forms Filed

Proof of claim forms filed as December 31, 2018 and 2017 with the Trust are as follows:

	2018	2017
Claims filed	1,043,223	1,024,894
Withdrawn (1)	(104,923)	(103,540)
Expired offers (2)	(2,899)	(3,181)
Active claims	935,401	918,173
Settled claims	(921,960)	(904,947)
Claims currently eligible for settlement	13,441	13,226

(1) Principally claims that have received a denial notification and the claim is in an expired status for more than two years. These claims must be refiled to receive a new offer.

(2) Claims that received a Trust offer or denial, but failed to respond within the specified response period, usually 360 days. As of December 31, 2018 and 2017, approximately 458 and 475 respectively, of the claims with expired offers are still eligible to accept their original offer with a payment value of $0.9 million and $0.8 million, respectively. All claims with expired offers may be reactivated upon written request by the claimant and will be eligible for a new offer at the end of the FIFO queue.

11. Subsequent Events

The Trust has evaluated its December 31, 2018 consolidated special-purpose financial statements for subsequent events through February 28, 2019, the date the consolidated special-purpose financial statements were available to be issued. The Trust is not aware of any subsequent events which would require recognition or disclosure in the consolidated special-purpose financial statements.

Supplementary Information

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8401 Greensboro Drive
Suite 800
McLean, VA 22102

Independent Auditor's Report on Supplementary Information

Trustees
Manville Personal Injury Settlement Trust
Pound Ridge, New York

Our audit of the consolidated special-purpose financial statements included in the preceding section of this report was conducted for the purpose of forming an opinion on those special-purpose statements as a whole. The supplementary information presented in the following section of this report is presented for purposes of additional analysis and is not a required part of those consolidated special-purpose financial statements. The following exhibits are provided in accordance with Article 3.02 (d)(iii) of the Manville Personal Injury Settlement Trust Agreement. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated special-purpose financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated special-purpose financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated special-purpose financial statements or to the consolidated special-purpose financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated special-purpose financial statements as a whole.

BDO USA, LLP

February 28, 2019

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST

SUPPLEMENTARY SCHEDULE OF CONSOLIDATED SPECIAL-PURPOSE INVESTMENT INCOME

Years Ended December 31,	2018	2017
Investment income		
Interest	$ 6,967,057	$ 5,698,909
Dividends	9,549,249	9,636,746
Total interest and dividends	16,516,306	15,335,655
Net realized gains	32,250,174	34,611,142
Net unrealized (loss) gain, net of the change in deferred income taxes (Note 9)	(57,470,746)	33,894,770
Investment expenses	(952,963)	(948,566)
Total investment (loss) income	$ (9,657,229)	$ 82,893,001

See independent auditor's report on supplementary information.

EXHIBIT II

MANVILLE PERSONAL INJURY SETTLEMENT TRUST

SUPPLEMENTARY SCHEDULE OF CONSOLIDATED SPECIAL-PURPOSE NET OPERATING EXPENSES

Years Ended December 31,	2018	2017
Net operating expenses		
Personnel costs	$ 4,705,835	$ 3,698,018
Office, general and administrative	970,028	744,173
Travel and meetings	30,113	20,217
Board of Trustees	387,775	363,115
Professional fees	1,096,398	573,245
Net fixed asset purchases	70,288	59,996
Web hosting and other EDP costs	111,556	71,275
Other income	(4,194,139)	(2,740,320)
Total net operating expenses	$ 3,177,854	$ 2,789,719

See independent auditor's report on supplementary information.

MANVILLE PERSONAL INJURY SETTLEMENT TRUST

SUPPLEMENTARY SCHEDULE OF LIQUIDATED CLAIMS

SINCE CONSUMMATION (NOVEMBER 28, 1988) THROUGH DECEMBER 31, 2018

	Number	Amount	Average
Trust Liquidated Claims			
Pre-Class Action Complaint November 19, 1990 and Before-			
Full Liquidated Claim Value	27,590	$ 1,187,852,399	
Present Value Discount (1)	-	(135,306,535)	
Net Settlements	27,590	1,052,545,864	
Payments	(27,590)	(1,052,545,864)	$ 38,150
Unpaid Balance	-	$ -	
Post-Class Action Complaint After November 19, 1990-			
Offers Made at Full Liquidated Amount	895,014	$ 47,123,762,476	
Reduction in Claim Value (2)	-	(43,263,983,708)	
Net Offer Amount	895,014	3,859,778,768	
Offers Accepted	(894,370)	(3,856,423,541)	$ 4,312
Outstanding Offers	644	3,355,227	
Offers Accepted, Not Paid	5,655	14,096,463	
Unpaid Balance	6,299	$ 17,451,690	
Total Trust Liquidated Claims	921,960	$ 4,908,969,405	$ 5,324
Manville Liquidated Claims Paid (3)	158	$ 24,946,620	
Co-Defendant Liquidated Claims (4)			
Settlement Claim Value		$ 95,329,160	
Investment Receipts (5)		2,624,732	
Payments		(97,953,892)	
Payable		$ -	

(1) The unpaid liability for Pre-Class Action Complaint claims has been reduced based upon a plan approved by the Courts in January 1994, which requires the Trust to offer to pay a discounted amount in full satisfaction of the unpaid claim amount.

(2) Under the TDP, Post Class Action Complaint claims have been reported at a pro rata percentage of their liquidated value.

(3) Manville Liquidated Claims refers to Liquidated AH Claims (as defined in the Plan), which the Trust has paid pursuant to an order of the United States Bankruptcy Court for the Southern District of New York dated January 27, 1987.

(4) Number of personal injury claimants not identifiable.

(5) Investment receipts of separate investment escrow account established for the sub-class beneficiaries per the Stipulation of Settlement, net of income taxes.

MANVILLE PERSONAL INJURY SETTLEMENT TRUST

SUPPLEMENTARY SCHEDULE OF LIQUIDATED CLAIMS

FOR THE YEAR ENDED DECEMBER 31, 2018

	Number	Amount	Average
Trust Liquidated Claims			
Post-Class Action Complaint After November 19, 1990 (1)			
Offers Outstanding as of December 31, 2017	932	$ 3,764,428	
Net Offers Made (2)	16,725	63,109,403	
Offers Accepted	(17,013)	(63,518,604)	$ 3,734
Offers Outstanding as of December 31, 2018	644	3,355,227	
Offers Accepted, Not Paid as of Dec. 31, 2018	5,655	14,096,463	
Payable as of December 31, 2018	6,299	$ 17,451,690	
Co-Defendant Liquidated Claims			
Payable as of December 31, 2017		$ -	
Settled 2018		51,152	
Paid 2018		(51,152)	
Payable as of December 31, 2018		$ -	

(1) Under the TDP, Post Class Action Complaint claims have been reported at a pro rata percentage of their liquidated value.

(2) Represents payment offers made during the period net of rejected and expired offers.

Claim Payments
(EXHIBIT B)

EXHIBIT B

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
PAYMENTS BY CLAIMANT RESIDENCY STATE/COUNTRY
CLAIMS PAID JANUARY 1 THROUGH DECEMBER 31, 2018

	State/Country	# of Payments	Payment
USA			
	Alabama	761	$1,226,822
	Alaska	11	$97,614
	Arizona	97	$581,351
	Arkansas	181	$422,420
	California	488	$4,891,902
	Canada	203	$3,092,932
	Colorado	30	$376,354
	Connecticut	51	$492,216
	Delaware	87	$608,906
	District of Columbia	10	$99,489
	Florida	284	$2,075,816
	Georgia	207	$720,323
	Hawaii	6	$183,600
	Idaho	16	$170,009
	Illinois	543	$7,252,645
	Indiana	224	$922,340
	Iowa	45	$464,981
	Italy	1	$600
	Kansas	60	$364,279
	Kentucky	236	$457,185
	Louisiana	320	$997,640
	Maine	22	$281,798
	Maryland	559	$1,492,598
	Massachusetts	210	$1,246,843
	Michigan	704	$1,721,360
	Minnesota	101	$804,516
	Mississippi	399	$728,502
	Missouri	200	$1,442,321
	Montana	14	$100,695
	Nebraska	12	$65,523
	Nevada	32	$246,815
	New Hampshire	12	$149,888
	New Jersey	92	$1,070,818
	New Mexico	30	$229,922
	New York	345	$3,729,675
	North Carolina	364	$1,042,995
	North Dakota	14	$68,138
	Northern Mariana Islands	7	$5,712
	Ohio	1,359	$3,145,991
	Oklahoma	68	$632,633
	Oregon	42	$619,051
	Palau	1	$17,850
	Pennsylvania	458	$3,489,831
	Puerto Rico	1	$17,850
	Rhode Island	24	$194,528
	South Carolina	267	$791,226
	South Dakota	3	$36,312
	Tennessee	320	$781,341

EXHIBIT B

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
PAYMENTS BY CLAIMANT RESIDENCY STATE/COUNTRY
CLAIMS PAID JANUARY 1 THROUGH DECEMBER 31, 2018

State/Country	# of Payments	Payment
Texas	6,417	$7,652,990
U.S. Minor Outlying Islands	1	$17,850
Utah	26	$252,399
Vermont	4	$54,825
Virginia	459	$2,020,653
Washington	1,391	$2,811,325
West Virginia	100	$573,316
Wisconsin	95	$981,269
Wyoming	7	$94,695
Subtotal	18,021	$64,113,469
Non US Residency	73	$1,276,832
Total	**18,094**	**$65,390,301**
Less Settlements Reversed and Amounts Returned in 2017	**21**	**($53,440)**
Grand Total Claim Payments	**18,115**	**$65,336,861**

Application For Order Approving Account of Trustees
(EXHIBIT C)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A
	)	Reorganization Under
JOHNS-MANVILLE CORPORATION, et al.,	)	Chapter 11
	)	Case Nos. 82 B 11656 (CGM)
Debtors.	)	Through 82 B 11676 (CGM)
	)	Inclusive

APPLICATION FOR ORDER APPROVING ACCOUNT OF TRUSTEES AND FINANCIAL STATEMENTS OF MANVILLE PERSONAL INJURY SETTLEMENT TRUST FOR THE PERIOD JANUARY 1, 2018 THROUGH DECEMBER 31, 2018

TO: THE HONORABLE Cecelia G. Morris
UNITED STATES BANKRUPTCY JUDGE

Edward D. Robertson, Jr., Mark A. Peterson, and Kirk P. Watson, Trustees of the Manville Personal Injury Settlement Trust and the Manville Personal Injury Settlement Trust (the "Trust"), by their counsel, respectfully represent:

1. On August 26, 1982, Johns-Manville Corporation and the other Debtors herein ("Manville") filed voluntary petitions for reorganization under Chapter 11 of the Bankruptcy Code.

2. By order dated December 22, 1986 (the "Confirmation Order"), Manville's Second Amended and Restated Plan of Reorganization, as modified (the "Plan"), was confirmed.

3. Exhibit A to the Plan is a Glossary of defined terms used in the Plan, Exhibits and Annexes. Capitalized terms used in this Application and the Account it describes not otherwise defined herein have the meanings set forth in the Glossary.

4. The Confirmation Order became a Final Order on October 28, 1988. Pursuant to the Plan, November 28, 1988 was the Consummation Date.

5. John C. Sawhill, Donald M. Blinken, Francis H. Hare, Jr., Christian E. Markey, Jr., and Daniel Fogel, or Gladys Fogel as executrix for the Estate of Daniel Fogel, the original Trustees of the Trust, previously filed accounts for the periods January 9, 1987 (Inception) through November 28, 1988; November 29, 1988 through December 31, 1989; January 1, 1990 through December 31, 1990; and January 1, 1991 through July 5, 1991. Christian E. Markey, Louis Klein, Jr., Robert A. Falise and Frank J. Macchiarola (the Former Trustees) previously filed an account for the period (partially as to the Former Trustees) July 6, 1991 through December 31, 1991. The Former Trustees also filed an account for the period January 1, 1992 through December 31, 1992, as well for the periods of January 1, 1993 through December 31, 1993, January 1, 1994 through December 31, 1994, January 1, 1995 through June 30, 1995, July 1, 1995 through December 31, 1995, January 1, 1996 through December 31, 1996, January 1, 1997 through December 31, 1997, January 1, 1998 through December 31, 1998, January 1, 1999 through December 31, 1999, January 1, 2000 through December 31, 2000, January 1, 2001 through December 31, 2001, January 1, 2002 through December 31, 2002, January 1, 2003 through December 31, 2003, January 1,2004 through December 31, 2004, January 1, 2005 through December 31, 2005, January 1, 2006 through December 31, 2006, January 1, 2007 through June 30, 2007. Robert A. Falise, Frank J. Macchiarola and Mark A. Peterson filed an account for the periods July 1, 2007 through December 31, 2007, January 1, 2008 through December 31, 2008, January 1, 2009 through December 31, 2009, January 1, 2010 through December 31, 2010 and January 1, 2011 through December 31, 2011. Robert A. Falise and Mark A. Peterson, on behalf of themselves as well as the Estate of the late Trustee Frank J.

Macchiarola filed an account for the period January 1, 2012 through December 31, 2012. Robert A. Falise, Mark A. Peterson and Edward D. Robertson, Jr. filed an account for the period January 1, 2013 through December 31, 2013. Robert A. Falise, Mark A. Peterson, Edward D. Robertson, Jr., and Kirk P. Watson filed an account for the period January 1, 2014 through December 31, 2014. Edward D. Robertson, Jr., Mark A. Peterson, and Kirk P. Watson, for themselves and the Estate of the late Trustee Robert A. Falise, filed an account for the period January 1, 2015 through December 31, 2015. And Edward D. Robertson, Jr., Mark A. Peterson, and Kirk P. Watson filed accounts for the periods January 1, 2016 through December 31, 2016, and January 1, 2017 through December 31, 2017. All of these accounts have been approved by the Court.

7. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 1334(b) and 157(a) and the July 10, 1984 Referral Order of the Southern District of New York (Ward, Acting C.J.); 11 U.S.C. § 1142(b); the Plan, §§ 10.1.G. and L. and Order Confirming Debtors' Second Amended and Restated Plan, December 22, 1986, pp. 23-25; and the Manville Personal Injury Settlement Trust Agreement, § 6.14. See also Order Further Amplifying Order Authorizing the Interim Establishment of the Manville Personal Injury Settlement Trust Pending Consummation of the Debtors' Plan of Reorganization, (Bankr. S.D.N.Y., Lifland, C.B.J.), March 18, 1988.

8. Pursuant to the foregoing, the Trustees on June 17, 2019 have filed their Account of Trustees and Financial Statements for the period January 1, 2018 through December 31, 2018, [ECF No. 4364],

WHEREFORE, the Trust and the Trustees respectfully request that, pursuant to the foregoing, the Court enter the annexed Order judicially settling, approving and allowing the Account and Financial Statements and discharging the Trustees and for such further and different relief as the Court may deem just and proper.

Respectfully submitted,

Manville Personal Injury
Settlement Trust

Dated: June 17, 2019
Fall Church, Virginia

By _____

Jared S. Garelick
General Counsel
3120 Fairview Park Dr.
Suite 200
Falls Church, Virginia 22042

Order Approving Account of Trustees (EXHIBIT D)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A Reorganization Under Chapter 11
JOHNS-MANVILLE CORPORATION, et al.,	)	Case Nos. 82 B 11656 (CGM) Through 82 B 11676 (CGM) Inclusive
Debtors.	)	

ORDER APPROVING ACCOUNT OF TRUSTEES AND FINANCIAL STATEMENTS OF MANVILLE PERSONAL INJURY SETTLEMENT TRUST FOR THE PERIOD JANUARY 1, 2018 THROUGH DECEMBER 31, 2018

Upon the Application dated June 17, 2019 [ECF no. 4365] of Edward D. Robertson, Jr., Mark A. Peterson, and Kirk P. Watson, Trustees of the Manville Personal Injury Settlement Trust (the "Trustees"), and the Manville Personal Injury Settlement Trust (the "Trust"), by their counsel, for Order Approving Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for the Period January 1, 2018 through December 31, 2018 (the "Application"), and the Account of Trustees and Financial Statements of the Trust for the Year Ending December 31, 2018 (the "Account")[ECF No. 4364].

IT APPEARING THAT, proper notice of the Application and Account was given as set forth in the Order of this Court dated _____, 2019 [ECF No. _____] as evidenced by the Affidavit of Compliance filed on _____, 2019 [ECF No. _____], which notice, in compliance with the _____, 2019 Order, directed that objections, if any, to the Application, Account, and Proposed Order shall be made in writing, and shall be filed with the Court and served upon and received by the Trust on or before _____, 2019,

AND IT FURTHER APPEARING THAT, a hearing on the Application and Account was held by this Court on the _____ day of _____, 2019,

AND after due deliberation and sufficient cause appearing therefor, it is

NOW, on motion of counsel for the Trust and Trustees, it is hereby

ORDERED, that the Application is, in all respects, hereby granted; and it is further

ORDERED, that the Account be and the same hereby is judicially settled, approved and allowed as filed; and it is further

ORDERED, that the Trustees be and each of them is hereby released and discharged from any and all liability or responsibility as to all matters embraced in the Account, Application or in this Order.

New York, New York
Date:

_____, 2019

_____
Hon. Cecelia G. Morris
Chief U.S. Bankruptcy Judge

Affidavit of
Jared S. Garelick
(EXHIBIT E)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A Reorganization Under Chapter 11
JOHNS-MANVILLE CORPORATION, et al.,	)	Case Nos. 82 B 11656 (CGM) Through 82 B 11676 (CGM) Inclusive
Debtors.	)	

AFFIDAVIT OF JARED S. GARELICK IN SUPPORT OF PROPOSED ORDER APPROVING NOTICE OF FILING AND SERVICE LIST FOR ACCOUNT OF THE TRUSTEES AND FINANCIAL STATEMENTS OF THE MANVILLE PERSONAL INJURY SETTLEMENT TRUST FOR THE PERIOD JANUARY 1, 2018 THROUGH DECEMBER 31, 2018 AND APPLICATION FOR APPROVAL THEREFOR

Fairfax, Virginia)
: ss
)

JARED S. GARELICK, being duly sworn, deposes and says:

1. I am General Counsel of the Manville Personal Injury Settlement Trust (the "Trust"). I am a member of the Bar of the District of Columbia and, as a corporate counsel, of the Commonwealth of Virginia, as well as various federal courts including the United States Supreme Court. I submit this affidavit in support of the proposed Order Approving Notice of Filing and Service List for the Account of the Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for the Period January 1, 2018 through December 31, 2018 and for the Application for Approval.

2. Edward D. Robertson, Jr., Mark A. Peterson, and Kirk P. Watson, Trustees of the Trust, (the "Trustees"), have caused to be prepared the Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for the period January 1, 2018 through December 31, 2018 (the "Account"). The Account has being filed with the Court [ECF No. 4364] as has the Application for Approval of Account (the "Application")[ECF No. 4365] together with the proposed Order Approving Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust (the "Proposed Order")[ECF No 4366]. These documents, together with all exhibits, total over 40 pages.

3. The beneficiaries of the Trust are the holders of Allowed AH Claims and Other Asbestos Obligations (including Co-Defendants and Distributors included within such categories) as defined in the Manville Plan of Reorganization. As of May 31, 2019, approximately 1,054,185 claims had been filed with the Trust, and approximately 926,754 claims had been settled and paid in full or are partially paid. Of the remaining approximately 127,431 claims which were received but unsettled as of May 31, 2019, approximately 106,012 have been withdrawn, 1,528 have expired offers, and approximately 19,891 are pending. Excluding the withdrawn population, approximately 36 of the pending claims were filed *pro se* by claimants or their personal representatives and the remaining personal injury claimants were represented by approximately 281 law firms.

4. The Trustees wish to adopt a reasonable method of giving notice of the Account to all known Trust beneficiaries as well as to the Selected Counsel for the Beneficiaries, the Legal Representative of Future Claimants and other interested parties. However, the expense of individual service by mail on the 21,419 present, unsettled claimants would be exorbitant.

5. Accordingly, the Trustees seek to provide notice directly to *pro se* claimants and to the attorneys for those claimants represented by counsel. The Trustees therefore seek this Court's

approval to mail or email the attached form of Notice of Filing to all attorneys representing claimants with pending claims, and to mail the same to all *pro se* claimants or their personal representatives, as described in Paragraph 3, and to all attorneys representing codefendant and distributor claimants. The Trustees propose that for attorneys representing claimants with pending claims with whom the Trust's claims processing facility generally communicates electronically, that the Notice of Filing be sent by email, with the notice to all others sent by US mail.

6. The Trustees further propose that complete copies of the Application, the Account and Proposed Order be mailed or emailed only to the attorneys for Selected Counsel for the Beneficiaries, the Legal Representative, Johns Manville Corporation and its attorneys, the United States Trustee and to those individuals appointed by the United States District Courts for the Eastern and Southern Districts of New York in connection with a class action filed against the Trustees on November 19, 1990 on behalf of all Trust beneficiaries.

7. Complete copies of these documents will be on file with the Trust, will be published on the Trust's web site, www.mantrust.org, and will be sent to any person requesting them from the office of the General Counsel.

8. To the best of my knowledge and belief, based upon my review of the records of the Trust, the attached Service List representing pending claimants includes the names of all law firms for personal injury claimants having claims presently pending with the Trust, and codefendants and distributors having such pending claims or who have indicated that they may assert claims against the Trust, and excludes the approximately 36 *pro se* claimants whose names have been omitted to protect their privacy but whom the Trust proposes to serve.

9. No previous application for this relief has been made.

Jared S. Garelick
General Counsel

State of Virginia
County of Fairfax, to wit:

The foregoing instrument was subscribed and sworn before me this 17 day of June, 2019, by Jared S. Garelick in his capacity as General Counsel for the Manville Personal Injury Settlement Trust.

Tsegie Tesfaye
Notary Public

My Comm. Sgrn Expires 10-31-2022

TSEGIE TESFAYE NOTARY PUBLIC MY COMMISSION NUMBER 7763771 COMMONWEALTH OF VIRGINIA

Order Approving Notice of Filing (EXHIBIT F)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A Reorganization Under Chapter 11
JOHNS-MANVILLE CORPORATION, et al.,	)	Case Nos. 82 B 11656 (CGM) Through 82 B 11676 (CGM) Inclusive
Debtors.	)	

ORDER APPROVING NOTICE OF FILING AND SERVICE LIST FOR ACCOUNT OF TRUSTEES AND FINANCIAL STATEMENTS OF THE MANVILLE PERSONAL INJURY SETTLEMENT TRUST FOR THE PERIOD JANUARY 1, 2018 THROUGH DECEMBER 31, 2018 AND APPLICATION FOR APPROVAL THEREFOR

Upon the annexed affidavit of Jared S. Garelick, and sufficient cause appearing therefor,

NOW, on motion of counsel to the Manville Personal Injury Settlement Trust (the "Trust") and Edward D. Robertson, Jr., Mark A. Peterson, and Kirk P. Watson, Trustees of the Trust (the "Trustees"), it is hereby

ORDERED, that a copy of this Order, the supporting Affidavit of Jared S. Garelick, the attached Notice of Filing (the "Notice of Filing") of the Application for Order Approving Account of Trustees and Financial Statements of Manville Personal Injury Settlement Trust for the Period January 1, 2018 through December 31, 2018 (the "Application") [ECF No. 4365], the Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for the year ending December 31, 2018(the "Account")[ECF No. 4364] and the attached proposed Order approving the Account and discharging the Trustees from any liability as to all matters embraced in the Account (the “Proposed Order”) shall be served by email or by first class mail, postage prepaid, on or before June 25, 2019 upon the following:

Caplin & Drysdale, Chartered
Attorneys for Selected Counsel
for the Beneficiaries
1 Thomas Circle, NW
Washington, DC
Attn: Ann C. McMillan, Esq.

Johns Manville Corporation
P.O. Box 5108
717 17th Street, 12th Floor
Denver, Colorado 80202
Attn: Cindy Meyer, Esq.

Davis, Polk & Wardwell
Attorneys for Johns Manville Corporation
450 Lexington Avenue
New York, New York 10017
Attn: L. Gordon Harriss, Esq.

Goodwin Procter, LLP
901 New York Avenue, N.W.
Washington, D.C. 20001
Attn: John Aldock, Esq.

Debevoise & Plimpton
919 Third Avenue
New York, New York 10022
Attn: Roger Podesta, Esq.

Paul, Weiss, Rifkind, Wharton
& Garrison
1285 Avenue of the Americas
New York, New York 10019-6064
Attn: Maria Keane, Esq.

Office of the United States Trustee
33 Whitehall St., 21st Fl.
New York, New York 10004

John H. Faricy, Jr., Esq.
Farcy Law Firm, P.A.
120 South 6th Street, Suite 2450
Minneapolis, Minnesota 55402

Lani A. Adler, Esq.
K&L Gates
599 Lexington Ave.
New York, New York 10022

Perry Weitz, Esq.
Weitz & Luxenberg, P.C.
700 Broadway
New York, New York 10003

Francis J. Lawall, Esq.
Pepper Hamilton, LLP
3000 Two Logan Square
Eighteenth & Arch Streets
Philadelphia, Pennsylvania 19103

Gardner Duvall, Esq.
Whiteford, Taylor & Preston, LLP
Seven Saint Paul St.
Baltimore, Maryland 21202

and it is further

ORDERED, that a copy of the Notice of Filing shall be served by email or by first class mail, postage prepaid, on or before June 25, 2019 upon the persons listed on the Service List, namely, those persons and entities who have claims pending with the Trust, consisting of *pro se* claimants or their personal representatives and attorneys for personal injury claimants, codefendants and distributors, and it is further

ORDERED, that service and publication as set forth in the two preceding ordered paragraphs shall be deemed good and sufficient notice of this Order, the Application, the Hearing (as

hereinafter defined) and all proceedings to be held therein to all persons and entities deemed by the Court to be entitled to notice thereof; and it is further

ORDERED, that pursuant to the Notice of Filing all persons interested in complete copies of the Application, the Account, and Proposed Order may inspect such copies in the Clerk of the Court's Office in Room 614 of the United States Bankruptcy Court, Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, or may find a copy on the Trust's website, www.mantrust.org, where it shall be made available by the Trust, or may request copies in writing from the following address:

Claims Resolution Management Corporation
3120 Fairview Park Drive, Suite 200
Falls Church, Virginia 22042
Attn: Jared S. Garelick

and it is further

ORDERED, that objections, if any, to the Application, Account, and proposed Order shall be made in writing, shall state with particularity the grounds therefor, and shall be filed with the Court, and served upon and received by the Trust, as follows:

Jared S. Garelick
General Counsel
Manville Personal Injury
Settlement Trust
3120 Fairview Park Drive, Suite 200
Falls Church, Virginia 22042

on or before July 11, 2019; and it is further

ORDERED, that a hearing (the "Hearing") shall be held on the Application, Account, and Proposed Order and objections thereto, if any, before the undersigned in Room 617 of the United States Bankruptcy Court, Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, on July 18, 2019, at 9:30 O'clock in the morning of said day.

New York, New York
Date:

_____, 2019

_____
Hon. Cecelia G. Morris
Chief U.S. Bankruptcy Judge

Notice of Filing
(EXHIBIT G)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A Reorganization Under Chapter 11
	)	
JOHNS-MANVILLE CORPORATION, et al.,	)	
	)	
	)	Case Nos. 82 B 11656 (CGM)
Debtors.	)	Through 82 B 11676 (CGM) Inclusive

NOTICE OF FILING

TO: All persons and entities interested in the Manville Personal Injury Settlement Trust, including all holders and potential holders of claims for death, personal injuries or personal damages caused or allegedly caused, directly or indirectly, by exposure to asbestos and arising or allegedly arising, directly or indirectly, from acts or omissions prior to October 28, 1988 of one or more of Manville Corporation and certain affiliated corporations.

PLEASE TAKE NOTICE that the Manville Personal Injury Settlement Trust (the "Trust") and Edward D. Robertson, Jr., Mark A. Peterson, and Kirk P. Watson, Trustees of the Trust, (the "Trustees") have filed with this Court an Application for Order Approving the Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust ("Application") for the Period January 1, 2018 through December 31, 2018. Copies of the Application, Account of the Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for such period ("Account"), and a proposed Order approving the Account and discharging the Trustees from all liability as to all matters embraced in the Account of Trustees and Financial Statements ("Proposed Order") are available on the Trust's website (www.mantrust.org) or may be requested from the General Counsel for the Trust at the address indicated below.

A list, by state, of the number and total value of payments the Trust made to Beneficiaries during the period covered by the Account is included as Exhibit B to the Account.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Account, the Application and the Proposed Order shall be made in writing, shall state with particularity the grounds therefor, and shall be filed with the Court, Cecelia G. Morris, Chief United States Bankruptcy Judge, and served upon and received by the undersigned counsel for the Trust and the Trustees on or before July 11, 2019. A hearing on the Application, Account, and Proposed Order and objections thereto, if any, shall be held before the Court in Room 617 of the United States Bankruptcy Court, Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, on the 18th day of July, 2019 at 9:30 o' clock in the morning of said day.

MANVILLE PERSONAL INJURY SETTLEMENT TRUST

Dated: Falls Church, Virginia
June 17, 2019

By: /s/ Jared S. Garelick
Jared S. Garelick, General Counsel
3120 Fairview Park Dr., Ste. 200
Falls Church, Virginia 22042
(703) 204-9300

EXHIBIT H

SERVICE LIST

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russ@russsmithlaw.com

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