

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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

MASTER INDEX OF THE MANVILLE PERSONAL INJURY SETTLEMENT TRUST
ACCOUNT OF TRUSTEES FOR THE PERIOD January 1, 2022 THROUGH
DECEMBER 31, 2022

First Section	Account of Trustees
Exhibit A	Audited Financial Statements
Exhibit B.	Claim Payments
Exhibit C.	Motion to Approve Account of Trustees
Exhibit D.	Proposed Order Approving Account of Trustees
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Account of Trustees

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST ACCOUNT OF TRUSTEES JANUARY 1, 2022 THROUGH DECEMBER 31, 2022

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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, 2022 and December 31, 2021

Exhibit B

Payments By Claimant Residency
From January 1, 2022 through December 31, 2022

**MANVILLE PERSONAL INJURY SETTLEMENT TRUST
ACCOUNT OF TRUSTEES
FOR THE PERIOD JANUARY 1, 2022 THROUGH DECEMBER 31, 2022**

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 1, 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 1, 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; January 1, 2017 through December 31, 2017; January 1, 2018 through December 31, 2018; January 1, 2019 through December 31, 2019; January 1, 2020 through December 31, 2020; and January 1, 2021 through December 31, 2021 (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, 2022 through December 31, 2022.

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, 2022 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, 2022 (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, 2022 through December 31, 2022.

STATEMENT OF CASH FLOWS

For the Year Ended December 31, 2022

CASH INFLOWS:

Investment income receipts	\$11,258,058
Net realized gains on investment securities	26,140,101
Decrease in deposits and other assets	174,366

Total cash inflows	37,572,525
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CASH OUTFLOWS:

Claim payments - Exhibit B	55,913,053
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Total claim payments	55,913,053
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Disbursements for Trust operating expenses and income taxes paid	8,451,197
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Total cash outflows	64,364,250
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NET CASH (OUTFLOWS)	(26,791,725)
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NON-CASH CHANGES:

Net unrealized gains (losses) on investment securities	(129,835,194)
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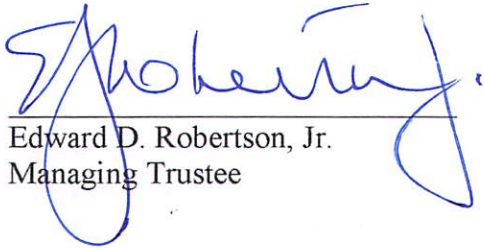
NET INCREASE (DECREASE) IN CASH EQUIVALENTS AND INVESTMENTS	(156,626,919)
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CASH EQUIVALENTS AND INVESTMENTS BEGINNING OF PERIOD	727,141,181
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CASH EQUIVALENTS AND INVESTMENTS END OF PERIOD	\$570,514,262
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ACCOUNT OF TRUSTEES

Signatures



Edward D. Robertson, Jr.
Managing Trustee

Kirk P. Watson
Trustee

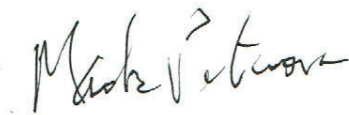
Mark A. Peterson
Trustee

ACCOUNT OF TRUSTEES

Signatures

Edward D. Robertson, Jr.
Managing Trustee

Kirk P. Watson
Trustee

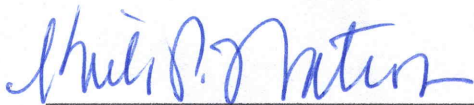


Mark A. Peterson
Trustee

ACCOUNT OF TRUSTEES

Signatures

Edward D. Robertson, Jr.
Managing Trustee



Kirk P. Watson
Trustee

Mark A. Peterson
Trustee

Trustee Remuneration and Expenses

Trustee fees	\$451,157
Travel and meeting costs	<u>2,339</u>
Total Remuneration and Expenses	<u><u>\$453,496</u></u>

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, 2022, 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)	(\$589,082)
Accounts payable and other liabilities	798,102
Accrued professional and investment expenses	<u>52,700</u>
Total Unpaid Expenses	<u><u>\$261,720</u></u>

SCHEDULES D AND D-1 - Statement of Other Distributions

For the year ended December 31, 2022, the Trust made 13,526 personal injury claim payments for \$55,913,053. 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.

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, 2022 the Trust recorded all of its investment securities at fair value.

	Cost	Fair Market Value
<i>Restricted</i> ⁽¹⁾		
Cash equivalents	\$114,603	\$114,603
U.S. Govt. obligations	9,534,728	9,290,715
Corporate and other debt	21,550,727	20,658,395
Equities - U.S.	4,977,161	16,236,287
Total	\$36,177,219	\$46,300,000
	Cost	Fair Market Value
<i>Unrestricted</i>		
Cash equivalents	\$8,865,912	\$8,865,912
U.S. Govt. obligations	62,715,787	59,575,546
Corporate and other debt	134,671,473	125,865,965
Equities - U.S.	68,630,606	259,566,466
Equities - International	40,849,598	70,340,372
Total	\$315,733,376	\$524,214,261

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, 2022 securities with a market value of \$85.2 million were held by an escrow agent, of which \$16.3 million is reported as restricted in accordance with the tax agreement.

The Trust has the following other assets as of December 31, 2022: receivables, deposits and fixed assets described in the Notes to Financial Statements.

Accrued Interest and Dividends Receivable

Interest receivable	\$1,051,660
Dividends receivable	<u>647,269</u>
	<u>\$1,698,929</u>

<u>Deposits and Other Assets</u>	<u>\$1,107,896</u>
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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, 2022 is as follows:

Furniture and Equipment	\$322,430
Computer Hardware and Software	574,234
e-Claims Software Development	<u>2,361,100</u>
Total Fixed Assets	<u>\$3,257,764</u>

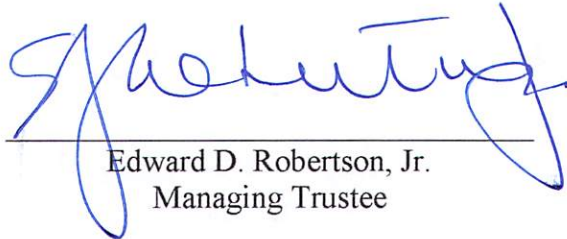
the Manville Trust will be governed by the outcome of challenges elsewhere, and that the Trust will make no production before other trusts do. To date, neither the Manville Trust nor any other trust has made any production in the Aldrich Pump case.

New Auditor

During 2022, the Trust terminated its former outside auditor, BDO USA, LLP, and hired BKM Sowan Horan, LLP to provide audit services to the Trust and CRMC. Soon after, BKM Sowan Horan merged and changed its name to CohnReznick LLP. The change was driven by price, and not by any disagreement with the former auditor or concern about its work. The new provider performs audit services for a large number of asbestos bankruptcy trusts, giving it experience in this area. CRMC staff was familiar with the new provider from its work with other CRMC client trusts, and was satisfied with the quality of that work. The transition to the new provider has been smooth.

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, 2022, 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

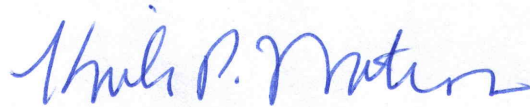
Mark A. Peterson, hereby affirms: That the foregoing Account of Trustees, insofar as it relates to the year ended December 31, 2022, contains, according to the best of my knowledge and belief, a true statement of all the receipts and disbursements of the Trustees on account of the Trust Estate and of 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, 2022, 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, 2022
(EXHIBIT A)

Manville Personal Injury Settlement Trust

**Consolidated Special-Purpose Financial Statements
(With Supplementary Information)
and Independent Auditor's Report**

December 31, 2022 and 2021

Manville Personal Injury Settlement Trust

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Independent Auditor's Report

To the Trustees
Manville Personal Injury Settlement Trust
Peekskill, New York

Opinion

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 statement of net claimants' equity as of December 31, 2022, and the related consolidated special-purpose statements of changes in net claimants' equity and cash flows for the year then ended, and the related notes to the consolidated special-purpose financial statements (collectively the "Financial Statements").

In our opinion, the accompanying Financial Statements present fairly, in all material respects, the financial position of the Trust as of December 31, 2022, and the changes in net claimants' equity and its cash flows for the year then ended, in accordance with the basis of accounting described in Note 2 to the Financial Statements.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Trust and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Basis of Accounting

We draw attention to Note 2 of the Financial Statements, which describes the basis of accounting. The Financial Statements are prepared on a special-purpose basis of accounting which is a basis of accounting other than accounting principles generally accepted in the United States of America. The special-purpose basis of accounting has been adopted by the Trustees to communicate the amount of net assets presently available to fund current and future claims. As a result, the Financial Statements may not be suitable for another purpose. Our opinion is not modified with respect to this matter.

Other Matter - Prior Year Financial Statements

The Financial Statements of the Trust for the year ended December 31, 2021, were audited by another auditor, whose report dated February 25, 2022, expressed an unmodified opinion on those statements. The Financial Statements included an emphasis of matter indicating that the Trust's Financial Statements were prepared on the special-purpose basis of accounting which is a basis of accounting used to communicate the amount of net assets presently available to fund current and future claims.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of these Financial Statements in accordance with the special-purpose basis of accounting; this includes determining that the special-purpose basis of accounting is an acceptable basis for the preparation of the Financial Statements in

these circumstances. Management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the Financial Statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the Financial Statements.


In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the Financial Statements.
- Obtain an understanding of internal control relevant to the audit 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 Trust's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the Financial Statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Trust's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Restriction on Use

This report is intended for the information and use of the Trustees, management of the Trust, and for filing with the United States Bankruptcy Court for the Southern District of New York and is not intended to be and should be used by anyone other than these specified parties. Upon filing with the United States Bankruptcy Court for the Southern District of New York, the report is a matter of public record, which public filing does not expand the listed specified users.



Dallas, Texas
February 24, 2023

Manville Personal Injury Settlement Trust

Consolidated Special-Purpose Statements of Net Claimant's Equity December 31, 2022 and 2021

	<u>Assets</u>	
	<u>2022</u>	<u>2021</u>
Cash equivalents and investments (Note 3)		
Restricted (Note 9)	\$ 46,300,000	\$ 46,300,000
Unrestricted	<u>524,214,261</u>	<u>680,841,181</u>
Total cash equivalents and investments	570,514,261	727,141,181
Accrued interest and dividend receivables	1,698,929	1,445,792
Deposits and other assets	<u>1,107,896</u>	<u>1,282,262</u>
Total assets	<u>\$ 573,321,086</u>	<u>\$ 729,869,235</u>
	<u>Liabilities and Net Claimants' Equity</u>	
Liabilities		
Accrued expenses	\$ 850,802	\$ 1,141,757
Deferred income taxes (Note 10)	32,790,000	52,266,000
Unpaid personal injury claims (Note 5, 7 and Exhibit III)		
Outstanding offers	2,799,166	3,924,842
Settled, not paid	11,053,908	10,790,452
Pro rata adjustment payable	142,815	140,940
Lease commitment payable (Note 6)	<u>2,496,131</u>	<u>2,952,711</u>
Total liabilities	50,132,822	71,216,702
Net claimants' equity (Note 7)	<u>523,188,264</u>	<u>658,652,533</u>
Total liabilities and net claimants' equity	<u>\$ 573,321,086</u>	<u>\$ 729,869,235</u>

See Notes to Consolidated Special-Purpose Financial Statements.

Manville Personal Injury Settlement Trust

Consolidated Special-Purpose Statements of Changes in Net Claimants' Equity Years Ended December 31, 2022 and 2021

	<u>2022</u>	<u>2021</u>
Net claimants' equity, beginning of year	<u>\$ 658,652,533</u>	<u>\$ 642,229,936</u>
Additions to net claimants' equity		
Net investment income (Exhibit I)	-	92,786,161
Insurance settlement proceeds	-	712,000
Decrease in outstanding claim offers	1,125,675	-
Decrease in lease commitments payable (Note 6)	<u>456,580</u>	<u>316,896</u>
Total additions	<u>1,582,255</u>	<u>93,815,057</u>
Deductions from net claimants' equity		
Net investment loss (Exhibit I)	72,698,547	-
Net operating expenses (Exhibit II)	2,925,212	3,532,203
Provision for current income taxes	5,244,381	10,079,945
Net increase in outstanding claim offers	-	379,267
Personal injury claims settled	<u>56,178,384</u>	<u>63,401,045</u>
Total deductions	<u>137,046,524</u>	<u>77,392,460</u>
Net claimants' equity, end of year	<u><u>\$ 523,188,264</u></u>	<u><u>\$ 658,652,533</u></u>

See Notes to Consolidated Special-Purpose Financial Statements.

Manville Personal Injury Settlement Trust

Consolidated Special-Purpose Statements of Cash Flows
Years Ended December 31, 2022 and 2021

	<u>2022</u>	<u>2021</u>
Cash inflows		
Investment income receipts	\$ 11,258,058	\$ 10,722,323
Net realized gains on investment securities	26,140,101	59,748,219
Insurance settlement proceeds	-	712,000
Decrease in deposits and other assets	<u>174,366</u>	<u>-</u>
Total cash inflows	<u>37,572,525</u>	<u>71,182,542</u>
Cash outflows		
Personal injury claim payments	55,913,053	64,268,975
Disbursements for Trust operating expenses and income taxes	8,451,197	14,159,055
Increase in deposits and other assets	<u>-</u>	<u>770,372</u>
Total cash outflows	<u>64,364,250</u>	<u>79,198,402</u>
Net cash outflows	(26,791,725)	(8,015,860)
Noncash changes		
Net unrealized (loss) gain on investment securities	<u>(129,835,194)</u>	<u>26,288,161</u>
Net (decrease) increase in cash equivalents and investments	(156,626,919)	18,272,301
Cash equivalents and investments, beginning of year	<u>727,141,181</u>	<u>708,868,880</u>
Cash equivalents and investments, end of year	<u><u>\$ 570,514,262</u></u>	<u><u>\$ 727,141,181</u></u>

See Notes to Consolidated Special-Purpose Financial Statements.

Manville Personal Injury Settlement Trust

Notes to Consolidated Special-Purpose Financial Statements December 31, 2022 and 2021

Note 1 - Description of Trust

The Manville Personal Injury Settlement Trust (the "Manville 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 Peekskill, 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 Trust and CRMC (collectively, the "Trust") 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.

Note 2 - Summary of significant accounting policies

Basis of presentation

The Trust's special-purpose consolidated financial statements (the "Financial Statements") are prepared using special-purpose accounting methods adopted by the Trustees, which differs from accounting principles generally accepted in the United States of America ("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 Financial Statements and transactions are not based upon GAAP, accounting treatment applied by other parties for these same transactions may differ as to timing and amount. These special-purpose accounting methods and the differences from GAAP include the following:

- The Financial Statements are prepared using the accrual basis of accounting, except as otherwise described herein.
- 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. Under GAAP, fundings would be recorded as revenue and recorded upon settlement and assurance of collectability.
- Settlement offers for asbestos health claims are reported as deductions in net claimants' equity and do not represent expenses of the Trust. Under GAAP, settlement offers would be recorded as expenses of the Trust.

Manville Personal Injury Settlement Trust

Notes to Consolidated Special-Purpose Financial Statements December 31, 2022 and 2021

- 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. Under GAAP, payments for fixed assets are capitalized and depreciated or amortized over their useful lives of the assets.
- 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 and is shown as a liability in the accompanying consolidated special-purpose statements of net claimants' equity. Under GAAP, liabilities and contractual obligations are recorded over the period that is benefited by the underlying contract or agreement. Operating lease assets and liabilities would be recognized at the lease commencement date based on the present value of lease payments over the lease term.
- 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 5 and 7) 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. Under GAAP, a liability would be recorded for an estimate of the amount to be paid for claims that have been incurred but not reported and for those claims that have been submitted but not yet approved for payment by the Trust.
- Investment securities are recorded at fair market value. All interest and dividend income on investment securities, net of investment expenses is included in investment income or loss 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. Under GAAP, the financial statements would require additional disclosures including the classification of investments into a hierarchy of levels, the basis for those levels, and a schedule outlining movement between the levels among other disclosures.
- 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 and losses are reversed and recorded net, as a component of other unrealized gains and losses in the accompanying consolidated statements of changes in net claimants' equity.
- 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. Changes in deferred tax assets and liabilities are recorded in the accompanying consolidated statements of changes in net claimants' equity. Under GAAP, changes in deferred tax assets and liabilities would be included in the provision for income taxes.
- Revenue earned from claims processing services provided by CRMC to third parties is treated as a reduction of the Trust's net operating expenses (see Exhibit II). Revenue is recorded as services are provided to those third-party customers. Under GAAP, claims processing services would be recorded as revenue as services are provided to those third-party customers.

Manville Personal Injury Settlement Trust

Notes to Consolidated Special-Purpose Financial Statements December 31, 2022 and 2021

Cash and cash equivalents

Cash and cash equivalents include commercial paper, short-term bills and notes, and other highly liquid marketable securities. These securities had original maturities of three months or less when purchased.

Investments

Investments are stated at estimated fair market value as of the date of the special-purpose financial statements. Fair market value is based on quoted market prices. In some cases the Trust may hold investments for which there is no active market. When determining the fair market value of such investments, the Trust relies upon the valuation by its managers and advisors. Changes in fair market value are recorded as increases or decreases to net claimants' equity. Realized gains and losses are calculated based on the specific identification method. The Trust records transactions on a trade-date basis. Dividend income is recorded on the ex-dividend date. Interest is recorded on the accrual basis. Premiums or discounts on debt securities are amortized or accreted on the effective interest method, and are included in net investment income (loss), net of amortization of premiums on the accompanying special-purpose consolidated statements of changes in net claimants' equity.

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 Financial Statements and the reported amounts of additions and deductions to net claimants' equity during the reporting period. Significant items subject to such estimates and assumptions include the fair market value of investment securities, provision from income taxes, and unpaid claims. Actual results could differ from those estimates.

Income taxes

Deferred tax assets are recognized for deductible temporary differences and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more-likely-than-not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of the changes in tax laws and rates on the date of enactment. The effect of deferred tax assets and liabilities are reported net of unrealized gains and losses. See Note 10.

The amount of income taxes the Trust pays is subject to ongoing audits by federal authorities. The Trust's estimate of the potential outcome of any uncertain tax issues is subject to management's assessment of relevant risks, facts, and circumstances existing at that time. The Trust uses a more likely than not threshold for financial statement recognition and measurement of tax position taken or expected to be taken in a tax return. To the extent that the Trust's assessment of such tax position changes, the change in estimate is recorded in the period in which the determination is made. The Trust reports tax-related interest and penalties as a component of income tax expense and operating expenses, respectively.

Subsequent events

The Trust has evaluated events and transactions subsequent to the date of the Financial Statements for matters requiring recognition or disclosure in the Financial Statements. The accompanying Financial Statements consider events through February 24, 2023, the date on which the Financial Statements were available to be issued.

Manville Personal Injury Settlement Trust

Notes to Consolidated Special-Purpose Financial Statements December 31, 2022 and 2021

Note 3 - Cash equivalents and investments

The Trust had a cumulative net unrealized gain on investment securities at fair market value of approximately \$218,604,000 and \$348,439,000 at December 31, 2022 and 2021, respectively.

At December 31, 2022 and 2021, the Trust has recorded all of its investment securities at fair market value, as follows:

Restricted

Description	2022		2021	
	Cost	Fair market value	Cost	Fair market value
Cash equivalents	\$ 114,603	\$ 114,603	\$ 122,843	\$ 122,843
U.S. Government obligations	9,534,728	9,290,715	10,787,118	10,739,169
Corporate and other debt	21,550,727	20,658,395	19,220,463	19,196,139
Equities - U.S.	4,977,161	16,236,287	3,738,540	16,241,849
Total	<u>\$ 36,177,219</u>	<u>\$ 46,300,000</u>	<u>\$ 33,868,964</u>	<u>\$ 46,300,000</u>

Unrestricted

Description	2022		2021	
	Cost	Fair market value	Cost	Fair market value
Cash equivalents	\$ 8,865,912	\$ 8,865,912	\$ 6,800,765	\$ 6,800,765
U.S. Government obligations	62,715,787	59,575,546	85,000,098	85,216,990
Corporate and other debt	134,671,473	125,865,965	142,893,077	143,269,883
Equities - U.S.	68,630,606	259,566,466	74,553,853	366,989,072
Equities - International	40,849,598	70,340,372	35,585,564	78,564,471
Total	<u>\$ 315,733,376</u>	<u>\$ 524,214,261</u>	<u>\$ 344,833,357</u>	<u>\$ 680,841,181</u>

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, 2022, the fair market value of these instruments was approximately \$1.05 million and is 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, 2022, the Trust held \$35.9 million in net foreign currency forward contracts. The unrealized loss on these outstanding currency forward contracts of approximately \$0.1 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, 2022.

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.

Manville Personal Injury Settlement Trust

Notes to Consolidated Special-Purpose Financial Statements December 31, 2022 and 2021

Note 4 - 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:

	2022	2021
Acquisition of furniture and equipment	\$ 322,430	\$ 322,400
Acquisition of computer hardware and software	574,234	533,694
Computer software development (e-Claims)	2,361,100	2,361,100
	<u>\$ 3,257,764</u>	<u>\$ 3,217,194</u>

These items have not been recorded as assets, but rather as direct deductions to net claimants' equity in the accompanying Financial Statements.

Note 5 - 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 7), 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 by sending an offer letter and a release form 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, then makes payment upon receipt of an acceptable signed release. Paper filers may accept their offer by submitting an acceptable signed release, upon receipt of which the Trust sends a 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.

Manville Personal Injury Settlement Trust

Notes to Consolidated Special-Purpose Financial Statements December 31, 2022 and 2021

Note 6 - Commitments

CRMC signed a seven-year and seven-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, 2022 are as follows:

<u>Year ending December 31,</u>	
2023	\$ 404,212
2024	416,301
2025	428,793
2026	441,651
2027	454,913
Thereafter	<u>350,260</u>
	<u>\$ 2,496,130</u>

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

Note 7 - 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%.

Manville Personal Injury Settlement Trust

Notes to Consolidated Special-Purpose Financial Statements December 31, 2022 and 2021

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%.

In late 2019, the Trustees began a review of the Trust's projected assets and liabilities. Upon completion of that review, which coincided with a sharp decline in equities markets caused by the COVID-19 pandemic, reducing the value of the Trust's assets, the Trustees proposed a decrease in the pro rata percentage from 5.1% to 4.3%. After the Trust received the required concurrence of the SCB and the Legal Representative, the decrease took effect on April 28, 2020.

In February 2021, the Trust completed a review of the Trust's projected assets and liabilities. Based upon this review, the Trustees approved on February 15, 2021, an increase in the pro rata percentage from 4.3% to 5.1%. This proposed change received the required concurrence of the SCB and the Legal Representative. 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 paid at the end of February 2021 approximately \$5.6 million to all the personal injury claimants eligible to receive a retroactive payment. All claimants receiving offers after February 15, 2021 were paid a pro rata percentage of 5.1%.

Note 8 - Employee benefit plans

The Trust established a tax-deferred employee savings plan (the "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

Manville Personal Injury Settlement Trust

Notes to Consolidated Special-Purpose Financial Statements December 31, 2022 and 2021

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 \$185,000 and \$205,600 for the years ended December 31, 2022 and 2021, respectively.

Note 9 - 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 10, 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, 2022, securities with a market value of \$85.2 million were held by an escrow agent, of which \$16.3 million is reported as restricted in accordance with the agreement. Any amounts in excess of the escrow amount may be withdrawn from the account by the Trust.

Note 10 - 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 with respect to 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, 2022 and 2021, the Trust has recorded a net deferred tax liability from net unrealized gains on investment securities of approximately \$32.8 million and \$52.3 million, respectively. For the year ended December 31, 2022 and 2021, the Trust recorded deferred tax expense (benefit) of approximately (\$19.5) million and \$3.9 million, respectively, which is included in net investment income (loss) in the consolidated special-purpose statements of changes in net claimants' equity.

As of December 31, 2022 and 2021, the Trust had prepaid net income taxes of \$0.6 million and \$0.8 million, respectively. These amounts are included within deposits and other assets as of December 31, 2022 and 2021, respectively, in the consolidated special-purpose statements of net claimants' equity. The Trust made cash payments for income taxes of approximately \$5 million and \$10.9 million for the years ended December 31, 2022 and 2021, respectively.

Manville Personal Injury Settlement Trust

Notes to Consolidated Special-Purpose Financial Statements December 31, 2022 and 2021

Note 11 - Proof of claim forms filed

Proof of claim forms filed as December 31, 2022 and 2021 with the Trust are as follows:

	2022	2021
Claims filed	\$ 1,105,883	\$ 1,092,607
Withdrawn (1)	(108,081)	(107,438)
Expired offers (2)	(2,047)	(2,354)
Active claims	995,755	982,815
Settled claims	(983,726)	(970,291)
Claims currently eligible for settlement	<u>\$ 12,029</u>	<u>\$ 12,524</u>

- (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, 2022 and 2021, approximately 160 and 255, respectively, of the claims with expired offers are still eligible to accept their original offer with a payment value of \$0.41 million and \$0.35 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.

Supplementary Information

Independent Auditor's Report on Supplementary Information

To the Trustees
Manville Personal Injury Settlement Trust

We have audited the special-purpose consolidated financial statements (the "Financial Statements") of the Manville Personal Injury Settlement Trust (the "Trust") as of and for the year ended December 31, 2022, and our report thereon dated February 24, 2023, which expressed an unmodified opinion on the Financial Statements, appears on pages 2 through 3. Our audit was conducted for the purpose of forming an opinion on the Financial Statements as a whole. The Supplementary Schedules of Consolidated Special-Purpose Investment Income (Loss) and Consolidated Special-Purpose Net Operating Expenses and Schedule of Liquidated Claims are presented for purposes of additional analysis and are not a required part of the Financial Statements. 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 Financial Statements. The information has been subjected to the auditing procedures applied in the audit of the Financial Statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the Financial Statements or to the 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 Financial Statements as a whole. The 2021 information was subjected to the auditing procedures applied in the 2021 audit of the basic Financial Statements by other auditors, whose report dated February 25, 2022, on such information stated that it was fairly stated in all material respects in relation to the 2021 Financial Statements as a whole.

CohnReznick LLP

Dallas, Texas
February 24, 2023

Manville Personal Injury Settlement Trust**Supplementary Schedules of Consolidated
Special-Purpose Investment Income (Loss)
Years Ended December 31, 2022 and 2021****Exhibit I**

	<u>2022</u>	<u>2021</u>
Investment income (loss)		
Interest	\$ 4,968,581	\$ 4,213,514
Dividends	<u>7,418,332</u>	<u>7,477,284</u>
Total interest and dividends	12,386,913	11,690,798
Net realized gains	26,140,101	59,748,219
Net unrealized gain (loss), net of the change in deferred income taxes (Note 10)	(110,359,194)	22,344,661
Investment expenses	<u>(866,367)</u>	<u>(997,517)</u>
	<u>\$ (72,698,547)</u>	<u>\$ 92,786,161</u>

See Independent Auditor's Report on Supplementary Information.

Manville Personal Injury Settlement Trust

**Supplementary Schedules of Consolidated
Special-Purpose Net Operating Expenses
Years Ended December 31, 2022 and 2021**

Exhibit II

	<u>2022</u>	<u>2021</u>
Net operating expenses		
Personnel costs	\$ 4,328,050	\$ 4,306,121
Office, general and administrative	788,126	751,607
Travel and meetings	7,793	19,609
Board of Trustees	451,157	453,382
Professional fees	332,159	860,772
Net fixed asset purchases	40,570	18,128
Web hosting and other EDP costs	62,671	77,624
Claims processing revenue and other income	<u>(3,085,314)</u>	<u>(2,955,040)</u>
	<u>\$ 2,925,212</u>	<u>\$ 3,532,203</u>

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, 2022

Exhibit III

	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
	-	\$ -	
Post-Class Action Complaint			
After November 19, 1990			
Offers made a full liquidated amount	957,076	\$ 51,831,292,760	
Reduction in claim value (2)	-	(47,729,017,963)	
Net offer amount	957,076	4,102,274,797	
Offers accepted	(956,136)	(4,099,475,631)	\$ 4,288
Outstanding offers	940	2,799,166	
Offers accepted, not paid	4,372	11,053,908	
Unpaid balance	5,312	\$ 13,853,074	
Total Trust liquidated claims	983,726	\$ 5,152,021,495	\$ 5,237
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, 2022

Exhibit III

	Number	Amount	Average
Trust liquidated claims			
Post-Class Action Complaint			
After November 19, 1990 (1)			
Offers outstanding as of December 31, 2022	1,297	\$ 3,924,842	
Net offers made (2)	13,078	55,052,709	
Offers accepted	(13,435)	(56,178,384)	\$ 4,181
Offers outstanding as of December 31, 2022	940	2,799,167	
Offers accepted, not paid as of December 31, 2022	4,372	11,053,908	
Payable as of December 31, 2022	5,312	\$ 13,853,075	
Co-defendant liquidated claims			
Payable as of December 2021		\$ -	
Settled 2022		-	
Paid 2022		-	
Payable as of December 31, 2022		\$ -	

- (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.

See Independent Auditor's Report on Supplementary Information.



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Claim Payments
(EXHIBIT B)

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
PAYMENTS BY CLAIMANT RESIDENCY STATE/COUNTRY
CLAIMS PAID JANUARY 1 THROUGH DECEMBER 31, 2022

State/Country	# of Payments	Payment
USA		
Armed Forces Americas (except Canada)	1	\$612
Alaska	7	\$64,260
Alabama	358	\$1,020,093
Armed Forces Pacific	1	\$63,750
Arkansas	112	\$409,367
Arizona	128	\$675,650
California	309	\$3,368,176
Canada	300	\$4,379,540
Colorado	48	\$415,995
Connecticut	26	\$258,380
District of Columbia	5	\$43,478
Delaware	124	\$789,777
Florida	273	\$1,960,229
Georgia	101	\$584,136
Guam	1	\$893
Hawaii	13	\$88,499
Iowa	44	\$292,565
Idaho	16	\$134,642
Illinois	1,345	\$6,936,575
Indiana	247	\$819,252
Kansas	62	\$221,187
Kentucky	134	\$435,854
Louisiana	183	\$995,526
Massachusetts	555	\$1,457,582
Maryland	175	\$977,774
Maine	38	\$263,813
Michigan	416	\$1,372,635
Minnesota	73	\$612,411
Missouri	206	\$1,161,464
Northern Mariana Islands	3	\$7,497
Mississippi	722	\$1,060,089
Montana	10	\$69,960
North Carolina	366	\$1,137,551
North Dakota	7	\$79,178
Nebraska	24	\$219,263
New Hampshire	17	\$125,460
New Jersey	79	\$892,973
New Mexico	31	\$116,291
Nevada	21	\$165,891
New York	492	\$3,931,589
Ohio	915	\$2,379,866
Oklahoma	72	\$441,384
Oregon	51	\$336,665
Pennsylvania	399	\$3,039,057
Puerto Rico	1	\$2,295
Rhode Island	17	\$226,313
South Carolina	191	\$725,928
South Dakota	10	\$118,665
Tennessee	192	\$725,990

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
PAYMENTS BY CLAIMANT RESIDENCY STATE/COUNTRY
CLAIMS PAID JANUARY 1 THROUGH DECEMBER 31, 2022

State/Country	# of Payments	Payment
Texas	2,206	\$4,338,841
Utah	39	\$158,559
Virginia	260	\$1,231,590
Virgin Islands of the U.S.	1	\$612
Vermont	4	\$54,150
Washington	1,829	\$2,611,587
Wisconsin	92	\$726,120
West Virginia	122	\$689,681
Wyoming	13	\$52,581
Subtotal	13,487	\$55,469,731
Non US Residency	27	\$464,712
Total	13,514	\$55,934,443
Less Settlements Reversed and Amounts Returned in 2022	12	(\$21,391)
Grand Total Claim Payments	13,526	\$55,913,053

Motion to Approve 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,)	Chapter 11
et al.,)	
)	Case Nos. 82 B 11656 (CGM)
Debtors.)	Through 82 B 11676 (CGM)
)	Inclusive

**MOTION TO APPROVE ACCOUNT OF TRUSTEES
AND FINANCIAL STATEMENTS
OF MANVILLE PERSONAL INJURY SETTLEMENT TRUST
FOR THE PERIOD JANUARY 1, 2022 THROUGH DECEMBER 31, 2022**

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, January 1, 2017 through December 31, 2017, January 1, 2018 through December 31, 2018, January 1, 2019 through December 31, 2019, January 1, 2020 through December 31, 2020, and January 1, 2021 through December 31, 2021. 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 July 19, 2023 have filed their Account of Trustees and Financial Statements for the period January 1, 2022 through December 31, 2022, [ECF No. 4420] (the "Account").

9. Pursuant to this Court's Order of August 21, 2020 [ECF No. 4384], which provided instructions for the service of the Account of Trustees for the year 2019 as well as for any future Account of the Trustees, the Trust will no later than July 24, 2023 serve by mail or email a Notice of Filing upon all persons and entities who have claims then pending with the Trust, consisting of *pro se* claimants or their personal representatives and attorneys for personal injury claimants, codefendants and distributors with pending claims. The Notice of Filing will provide notice of this motion, and will state that objections, if any, to the Account, this motion, and the annexed proposed order shall be made in writing, shall state with particularity the grounds therefor, and shall be filed with this Court and served upon and received by the undersigned counsel for the Trust and the Trustees on or before August 10, 2023. The Notice of Filing will further notify the recipients that a hearing on this motion, the Account, and annexed proposed order and objections thereto, if any, shall be held via Zoom on the 17th day of August, 2023 at 9 o'clock in the morning of said day pursuant to the Court's procedures for Zoom appearances.

10. Also pursuant to this Court's Order of August 21, 2020 [ECF No. 4384], the Trust will no later than July 24, 2023 serve complete copies of the Account, this motion, the annexed proposed order, and the Notice of Filing to the individuals listed in that August 21, 2020 Order or their successors. The Trust will also make complete copies of all such documents on its website, and will make them available upon request in writing, and the Trust will serve a Certificate of Service with this Court prior to August 11, 2023 certifying that these actions have been performed.


WHEREFORE, the Trust and the Trustees respectfully request that, pursuant to the foregoing, the Court enter the annexed proposed order judicially settling, approving and

allowing the Account 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: July 19, 2023
Fall Church, Virginia

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

Proposed Order Approving
Account of Trustees
(EXHIBIT D)

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

Upon the Motion dated July 19, 2023 [ECF no. 4421] 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, to Approve Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for the Period January 1, 2022 through December 31, 2022 (the "Motion"), and the Account of Trustees and Financial Statements of the Trust for the Year Ending December 31, 2022 (the "Account") [ECF No. 4420].

IT APPEARING THAT, proper notice of the Motion and Account was given as set forth in the Order of this Court dated August 21, 2020 [ECF No. 4384] as evidenced by the Certificate of Service filed on _____, 2023 [ECF No. ____], which notice directed that objections, if any, to the Motion, 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 August 10, 2023,

AND IT FURTHER APPEARING THAT, no objection to the Motion was filed,

AND IT FURTHER APPEARING THAT, a hearing on the Motion and Account was held by this Court via Zoom on the 17th day of August, 2023,

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 Motion 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, Motion, or in this Order.

Notice of Filing
(EXHIBIT E)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re)
)
JOHNS-MANVILLE CORPORATION,)
et al.,)
)
Debtors.)

In Proceedings For A Reorganization Under
Chapter 11

Case Nos. 82 B 11656 (CGM)
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 a Motion to Approve the Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust ("Motion") for the Period January 1, 2022 through December 31, 2022. Copies of the Motion, 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 Motion, 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, United States Bankruptcy Judge, and served upon and received by the undersigned counsel for the Trust and the Trustees on or before August 10, 2023. A hearing on the Motion, Account, and Proposed Order and objections thereto, if any, shall be held by Zoom on the 17th day of August 2023 at 9 o' clock in the morning of said day pursuant to the Court's procedures for Zoom appearances.

MANVILLE PERSONAL INJURY SETTLEMENT TRUST

Dated: Falls Church, Virginia
July 19, 2023

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

EXHIBIT F

Certificate of Service

(to be filed before August 12, 2023)