

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION**

<b>IN RE</b>	§	<b>CASE NO. 00-CV-00005-DT</b>
	§	<b>(Settlement Facility Matters)</b>
<b>DOW CORNING CORPORATION,</b>	§	
	§	
<b>Reorganized Debtor</b>	§	<b>HON. DENISE PAGE HOOD</b>

**SCHEDULING ORDER REGARDING THE LIMITED RELEASE OF  
SETTLEMENT FACILITY – DOW CORNING TRUST CLAIMS DATA**

The Finance Committee submitted this Scheduling Order regarding the release of certain limited claims data maintained by the Settlement Facility-Dow Corning Trust (the “SF-DCT”).

The Court has considered this matter and finds it is in the best interests of the Amended Joint Plan of Reorganization and the Settlement Facility and Fund Distribution Agreement (“Agreement”) to release limited claims data as defined herein to the Parties. (The Debtor’s Representatives and the Claimants’ Advisory Committee are each a Party and collectively the “Parties”)

Pursuant to Section 7.03(a) of the Agreement, in order to obtain authorization to distribute Second Priority Payments (“Premium Payments”), the Finance Committee is required to file a Recommendation and Motion with this Court requesting authorization to distribute such payments. Section 7.03(a) of the Agreement provides that the Recommendation and Motion “shall be accompanied by a detailed accounting of the status of Claims payments and distributions under the terms of the Settlement and Litigation Facilities, including a detailed accounting of pending Claims and projections and analysis of the cost of resolution of such pending Claims as described in Section

7.01(d).” Section 7.01(d) of the Agreement requires the Finance Committee and the Independent Assessor to prepare projections of the likely amount required to pay all pending, previously Allowed but unpaid and projected future First Priority Payments as well as the likely amount of funds required to pay all Claims and expenses subject to the Litigation Fund. The Parties must be served with a copy of the Recommendation and Motion, and service must also be made on all Shareholders and all Non-Settling Personal Injury Claimants with pending claims (collectively the “Service Parties”). Section 7.03(a) further states that “such parties shall have the opportunity to be heard with respect to the motion. The parties agree to cooperate in expedited procedures for review and resolution of issues under this subsection and consent to an expedited hearing.”

The Debtor’s Representatives have requested access to certain SF-DCT claims data so that they may evaluate any recommendation by the Finance Committee, and any analysis on which the Finance Committee relies, cites or provides in support of any recommendation, regarding the payment of Premium Payments. The CAC has objected to the provision of all SF-DCT claims data, but has, in the interest of moving forward on the Premium Payment issue, agreed to the limited provision of certain data to the Parties as set forth in this Order. In particular, the CAC’s consent to the provision of limited data is conditioned upon the strict adherence to the schedule set forth in this Order. The Finance Committee, the Claimants’ Advisory Committee and the Debtor’s Representatives have agreed to the conditions and schedule set forth in this Order. The Independent Assessor has been advised of the deadlines set forth herein for preparation of Reports and participation in meetings and has agreed to such deadlines, the schedule and

participation. The Parties and the Finance Committee must all consent to any change in the schedule set forth herein.

The following conditions apply to the provision of limited claims data: First, the data to be provided to the Parties shall be redacted to exclude any information and identifiers that could identify any individual claimant, attorney or physician. The Claims Administrator has represented that this can be accomplished by excluding, *inter alia*: claimant names; street numbers and addresses; city; postal code; social security number; Settlement Identification Number (and any other number or identifier assigned to a claimant); attorney and law firm names; payee; personal representative; addresses of attorneys, payees and personal representatives; physicians; and certain other claimant specific information. In addition, the data to be provided will not include any reviewer notes or notes of the Claims Assistance Program.

Second, the data will not include Class 7 and Class 9 information inasmuch as these are capped Funds in the Plan, and the processing of the claims in these two Classes will not affect a determination as to whether Premium Payments can be made to Classes 5, 6.1 and 6.2 claimants.

Third, the Finance Committee, the Independent Assessor and the Parties shall proceed on the following schedule:

1. Within seven days from the date of this Order, the SF-DCT shall deliver to the Parties the limited claims data as described above. At any time after delivery of the limited claims data, the Parties may confer, if necessary, with the SF-DCT and the Independent Assessor, as appropriate, regarding the data. In addition, the SF-DCT will respond to questions from the Parties regarding the

claims data provided pursuant to this paragraph 1 within a reasonable time.

Such response may, at the election of the SF-DCT, be provided via conference call. Any response to a question posed by any Party will be provided to both Parties.

2. On an ongoing basis the Parties may advise the Finance Committee in writing of any issues, topics or analyses that the Parties believe should be considered/addressed and/or included in the Independent Assessor's Report.
3. As required by the Amended Joint Plan, within 60 days from the date of this Order but in any event no later than June 30, 2010, the Independent Assessor shall provide to the Finance Committee and the Parties a report as specified at Section 7.01(d) of the Agreement (the "Report").
4. Within 45 days from the receipt by the Parties of the Independent Assessor's Report as described above, the Finance Committee, the Parties and the Independent Assessor shall meet to review the Report and to address any questions the Finance Committee and Parties may have about such Report.
5. Within 30 days of the meeting described in Paragraph 4 above, if the Independent Assessor chooses to do so, he may submit a Revised Report to the Finance Committee and the Parties. During this period, the Parties and the Finance Committee shall meet and confer to identify issues and to determine whether any issues can be resolved regardless of whether any Revised Report is submitted.. The Finance Committee and the Parties shall engage in good faith meet and confer sessions. The Finance Committee shall advise the Parties of its initial views on (1) whether it plans to submit a Recommendation

and Motion and (2) the content of the Recommendation and Motion should the Finance Committee indicate a likely intent to submit a Recommendation and Motion to the Court. The Parties shall advise the Finance Committee of reasons why they would potentially support or object to such Recommendation and Motion including reasons relating to the methodology employed by the Independent Assessor in any Report. The Parties may provide to the Finance Committee any analysis, computation or information that (1) in the Party's view might assist the Finance Committee in formulating a Recommendation and Motion or (2) the Party believes that the Finance Committee should consider in making or deciding whether to make any Recommendation and Motion. Any such analysis, computation or information (1) shall be for purposes of advising and assisting the Finance Committee as specified in Section 4.09(c)(iii) of the Agreement and (2) shall not be deemed or treated as an expert report or expert opinion of a testifying expert for purposes of any proceedings in connection with any Recommendation and Motion unless so designated; and (3) shall not be and shall not be deemed an admission of or a statement of position by any Party.

6. In the event the Finance Committee decides to recommend the payment of Premium Payments, in whole or in part, the Finance Committee shall submit the Recommendation and Motion described in Section 7.03 of the Agreement to the Court no later than September 30, 2010. As required by Section 7.03 of the Agreement, any such Recommendation and Motion will be served on the Parties, the Shareholders and the Service Parties. Promptly after any such

Recommendation and Motion is filed, the Parties will request that the Court convene a conference with the Parties, the Finance Committee and the Service Parties to establish the schedule for filing responses to the Recommendation and Motion, and address all other matters relating to the scope of, and deadlines for, pre-hearing activity and disclosures and for structuring the hearing. The Parties acknowledge that the Agreement anticipates an expedited hearing as set forth in Section 7.03(a). This Order is intended only to establish a schedule for activities leading up to the potential filing of a Recommendation and Motion. Nothing in this Order shall have any effect or bearing on the nature, content or timing of pleadings, briefs or evidence submitted in response to a Recommendation and Motion (if filed) or any pre hearing process relevant to such Recommendation and Motion.

7. If a deadline described in this Order falls on a weekend day or a Federal Holiday, the deadline described shall be continued to the next business day.
8. All materials submitted to the Parties pursuant to this Order shall be submitted pursuant to the confidentiality provisions provided for in Section 10.10 of the Agreement and the attached Confidentiality Order. Any claims data or other information provided pursuant to this Order can be used by the Parties in any meeting or proceeding before the Finance Committee or the Court (or any applicable appellate court), provided that anyone using such claims data and/or information protects the confidential nature of the claims data or information.

9. After any Order issued by the Court regarding Premium Payments becomes final (so that all appeals have been concluded or no appeals have been timely filed), the Parties shall confirm to the Court in writing that they have destroyed the SF-DCT claims data and all copies of such data described in this Order.

SO ORDERED.

Dated: May 3, 2010

/s/ Denise Page Hood  
Denise Page Hood  
United States District Judge