

Court File No. CV-23-00697824-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

THE HONOURABLE MR. ) THURSDAY, THE 13<sup>TH</sup>  
 )  
JUSTICE OSBORNE ) DAY OF APRIL, 2023  
 )

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
R.S.C. 1985, c. C 36, AS AMENDED

AND IN THE MATTER OF LTL MANAGEMENT LLC

APPLICATION OF LTL MANAGEMENT LLC  
UNDER SECTION 46 OF THE  
*COMPANIES' CREDITORS ARRANGEMENT ACT*

**2023 SUPPLEMENTAL RECOGNITION ORDER  
(FOREIGN MAIN PROCEEDING)**

**THIS APPLICATION**, made by LTL Management LLC (the “**Debtor**”), in its capacity as the foreign representative (in such capacity, the “**Foreign Representative**”) of the Debtor, pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”) for an Order substantially in the form included in the Application Record, was heard this day by video conference.

**ON READING** the Notice of Application and the affidavit of John K. Kim sworn April 12, 2023 (the “**Kim Affidavit**”), and the pre-filing report of the proposed Information Officer (as defined below) dated April 12, 2023, each filed, and upon being provided with copies of the documents required by section 46 of the CCAA,

**AND UPON HEARING** the submissions of counsel for the Foreign Representative and counsel for Ernst & Young Inc., in its capacity as proposed information officer (the “**Information**

**Officer**”), no one else appearing although properly served as appears from the Affidavit of Service of Alexia Parente sworn April 12, 2023, filed, and on reading the consent of the proposed Information Officer to act as the information officer, filed:

## **DEFINITIONS**

1. **THIS COURT ORDERS** that any capitalized terms not otherwise defined herein shall have the meanings given to such terms in the Kim Affidavit.

## **SERVICE**

2. **THIS COURT ORDERS** that the time for service of the Notice of Application and the Application Record is hereby abridged and validated so that this Application is properly returnable today and hereby dispenses with further service thereof.

## **INITIAL RECOGNITION ORDER**

3. **THIS COURT ORDERS** that the provisions of this 2023 Supplemental Recognition Order shall be interpreted in a manner complementary and supplementary to the provisions of the Initial Recognition Order (Foreign Main Proceeding) dated April 13, 2023 (the “**Initial Recognition Order**”), provided that in the event of a conflict between the provisions of this 2023 Supplemental Recognition Order and the provisions of the Initial Recognition Order, the provisions of the Initial Recognition Order shall govern.

## **RECOGNITION OF FOREIGN ORDERS**

4. **THIS COURT ORDERS** that the following order of the New Jersey Bankruptcy Court made in the 2023 Chapter 11 Proceedings is hereby recognized and given full force and effect in all provinces and territories of Canada pursuant to section 49 of the CCAA:

- (a) *Ex-Parte Temporary Restraining Order* (the “**TRO**”), a copy of which is attached as Schedule “A” hereto,

provided, however, that in the event of any conflict between the terms of the TRO and the Orders of this Court made in the within proceedings, the Orders of this Court shall govern with respect to the applicability of the TRO in Canada and with respect to Property (defined below) in Canada.

5. **THIS COURT ORDERS** that the following order of the New Jersey Bankruptcy Court made in the 2023 Chapter 11 Proceedings is hereby recognized and given full force and effect in all provinces and territories of Canada pursuant to section 49 of the CCAA:

(a) *Order Authorizing LTL Management LLC to Act as Foreign Representative Pursuant to Section 1505 of the Bankruptcy Code* (the “**2023 Foreign Representative Order**”) a copy of which is attached Schedule “B” hereto,

provided, however, that in the event of any conflict between the terms of the Foreign Representative Order and the Orders of this Court made in the within proceedings, the Orders of this Court shall govern with respect to the applicability of the 2023 Foreign Representative Order in Canada and with respect to Property in Canada.

#### **APPOINTMENT OF INFORMATION OFFICER**

6. **THIS COURT ORDERS** that the Information Officer is hereby appointed as an officer of this Court, with the powers and duties set out herein and in any other Order made in these proceedings.

#### **ADDITIONAL PROVISIONS RE: TRO**

7. **THIS COURT ORDERS** that in connection with the recognition of the TRO, the Debtor Talc Claims,<sup>1</sup> including but not limited to, those set out in Schedule “C” hereto, are hereby stayed

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<sup>1</sup> “Debtor Talc Claims” include all talc personal injury claims and other talc-related claims allocated to the Debtor from Old JJCI in the documents implementing the 2021 Corporate Restructuring. The Debtor Talc Claims do not include talc-related claims for which the exclusive remedy is provided under workers’ compensation statutes and similar laws.

as to the Defendants (as defined in the TRO), including in respect of Johnson & Johnson Consumer Inc. (including all former names and corporate predecessors, including Johnson & Johnson Consumer Companies, Inc.), Johnson & Johnson, Johnson & Johnson Inc., Valeant Pharmaceuticals International, Inc. and Bausch Health Companies Inc. until the later of (i) the expiry of the TRO, by its terms, unless extended by further order of the New Jersey Bankruptcy Court or another court having jurisdiction over such extension, or (ii) April 24, 2023.

#### **OTHER PROVISIONS RELATING TO INFORMATION OFFICER**

8. **THIS COURT ORDERS** that no proceeding shall be commenced or continued against or in respect of the Information Officer, except with leave of this Court. In addition to the rights and protections afforded to the Information Officer herein, or as an officer of this Court, the Information Officer shall have the benefit of all of the rights and protections afforded to a Monitor under the CCAA and shall incur no liability or obligation as a result of its appointment or the carrying out of the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part.

9. **THIS COURT ORDERS** that the Information Officer:

- (a) is hereby authorized to provide such assistance to the Foreign Representative in the performance of its duties as the Foreign Representative may reasonably request;
- (b) shall report to this Court periodically with respect to the status of these proceedings and the status of the 2023 Chapter 11 Proceedings, which reports may include information relating to the business of the Debtor (the “**Business**”) or its current and future assets, undertakings and properties of every nature and kind whatsoever, and wherever situate including all proceeds thereof (the “**Property**”) or such other matters as may be relevant to the proceedings herein;

- (c) shall have full and complete access to the Property, including the books, records, data, including in electronic form, and other financial documents of the Debtor, to the extent that is necessary to perform its duties arising under this Order; and
- (d) shall be at liberty to engage independent legal counsel or such other persons as the Information Officer deems necessary or advisable respecting the exercise of its powers and performance of its obligations under this Order.

10. **THIS COURT ORDERS** that the Debtor and the Foreign Representative shall (i) advise the Information Officer of all material steps taken by the Debtor or the Foreign Representative in these proceedings or in the 2023 Chapter 11 Proceedings, (ii) co-operate fully with the Information Officer in the exercise of its powers and discharge of its obligations, and (iii) provide the Information Officer with the assistance that is necessary to enable the Information Officer to adequately carry out its functions.

11. **THIS COURT ORDERS** that the Information Officer shall not take possession of the Property and shall take no part whatsoever in the management or supervision of the management of the Business and shall not, by fulfilling its obligations hereunder, be deemed to have taken or maintained possession or control of the Business or Property, or any part thereof.

12. **THIS COURT ORDERS** that the Information Officer may provide any creditor of the Debtor with information provided by the Debtor in response to reasonable requests for information made in writing by such creditor addressed to the Information Officer. The Information Officer shall not have any responsibility or liability with respect to the information disseminated by it pursuant to this paragraph. In the case of information that the Information Officer has been advised by the Debtor is privileged or confidential, the Information Officer shall not provide such

information to creditors unless otherwise directed by this Court or on such terms as the Information Officer, the Foreign Representative and the Debtor may agree.

13. **THIS COURT ORDERS** that the Information Officer and counsel to the Information Officer shall be paid by the Debtor their reasonable fees and disbursements incurred in respect of these proceedings, both before and after the making of this Order, in each case at their standard rates and charges unless otherwise ordered by the Court on the passing of accounts. The Debtor is hereby authorized and directed to pay or cause the payment of the accounts of the Information Officer and counsel for the Information Officer forthwith upon receipt. In addition, the Debtor is hereby authorized to pay the Information Officer and counsel to the Information Officer retainers each in the amounts of \$75,000 (or to replenish any existing retainers to such amount), to be held by them as security for payment of their respective fees and disbursements outstanding from time to time.

14. **THIS COURT ORDERS** that the Information Officer and its legal counsel shall pass their accounts from time to time and for this purpose the accounts of the Information Officer and its legal counsel are hereby referred to a judge of the Commercial List of the Ontario Superior Court of Justice, and the accounts of the Information Officer and its counsel shall not be subject to approval in the 2023 Chapter 11 Proceedings.

#### **SERVICE AND NOTICE**

15. **THIS COURT ORDERS** that that the E-Service Guide of the Commercial List (the “**Guide**”) is approved and adopted by reference herein and, in this proceeding, the service of documents made in accordance with the Guide (which can be found on the Commercial List website at <https://www.ontariocourts.ca/scj/practice/practice-directions/toronto/eservice-commercial/>) shall be valid and effective service. Subject to Rule 17.05, this Order shall constitute

an order for substituted service pursuant to Rule 16.04 of the *Rules of Civil Procedure*. Subject to Rule 3.01(d) of the *Rules of Civil Procedure* and paragraph 21 of the Guide, service of documents in accordance with the Guide will be effective on transmission. This Court further orders that a case website shall be established in accordance with the Guide with the following URL: [www.ey.com/ca/ltlmanagement](http://www.ey.com/ca/ltlmanagement) (the “Case Website”).

16. **THIS COURT ORDERS** that the Information Officer (i) shall post on the Case Website all Orders of this Court made in these proceedings, all reports of the Information Officer filed herein, and such other materials as this Court may order from time to time, and (ii) may post on its website any other materials that the Information Officer deems appropriate.

17. **THIS COURT ORDERS** that if the service or distribution of documents in accordance with the Guide is not practicable, the Debtor, the Foreign Representative and the Information Officer are at liberty to serve or distribute this Order, any other materials and orders in these proceedings, any notices or other correspondence, by forwarding true copies thereof by prepaid ordinary mail, courier, personal delivery or facsimile transmission to the Debtor’s creditors or other interested parties at their respective addresses as last shown on the records of the Debtor and that any such service or distribution by courier, personal delivery or facsimile transmission shall be deemed to be received on the next business day following the date of forwarding thereof, or if sent by ordinary mail, on the third business day after mailing.

18. **THIS COURT ORDERS** that the Foreign Representative, the Information Officer and their respective counsel are at liberty to serve or distribute this Order, the Initial Recognition Order, any other materials and Orders as may be reasonably required in these proceedings, including any notices, or other correspondence, by forwarding true copies thereof by electronic message to the Debtor’s creditors or other interested parties and their advisors. For greater

certainty, any such distribution or service shall be deemed to be in satisfaction of a legal or juridical obligation, and notice requirements within the meaning of clause 3© of the *Electronic Commerce Protection Regulations*, Reg. 81000-2-175 (SOR/DORS).

## **GENERAL**

19. **THIS COURT ORDERS** that the Information Officer may from time to time apply to this Court for advice and directions in the discharge of its powers and duties hereunder.

20. **THIS COURT ORDERS** that nothing in this Order shall prevent the Information Officer from acting as an interim receiver, a receiver, a receiver and manager, a monitor, a proposal trustee, or a trustee in bankruptcy of the Debtor, the Business or the Property.

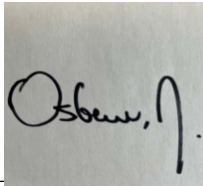
21. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or the United States, to give effect to this Order and to assist the Debtor, the Foreign Representative, the Information Officer and their respective counsel and agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Debtor, the Foreign Representative, and the Information Officer, the latter as an officer of this Court, as may be necessary or desirable to give effect to this Order, or to assist the Debtor, the Foreign Representative, and the Information Officer and their respective agents in carrying out the terms of this Order.

22. **THIS COURT ORDERS** that each of the Debtor, the Foreign Representative and the Information Officer be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

23. **THIS COURT ORDERS** that the Guidelines for Communication and Cooperation between Courts in Cross-Border Insolvency Matters issued by the Judicial Insolvency Network and adopted by this Court and attached as Schedule “D” hereto are hereby adopted by this Court for the purposes of these recognition proceedings.

24. **THIS COURT ORDERS** that this Court is seized of these proceedings and any interested party may apply to this Court to vary or amend this Order or seek other relief on not less than seven (7) days notice to the Foreign Representative and its counsel, the Information Officer and its counsel, and to any other party or parties likely to be affected by the Order sought, or upon such other notice, if any, as this Court may order.

25. **THIS COURT ORDERS AND DECLARES** that this Order shall be effective as of 12:01 a.m. on the date of this Order.

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**SCHEDULE “A” – TEMPORARY RESTRAINING ORDER**

[Attached]



Order Filed on April 10, 2023  
by Clerk  
U.S. Bankruptcy Court  
District of New Jersey

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

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(Admissions *pro hac vice* pending)

*PROPOSED ATTORNEYS FOR DEBTOR*

In re:

LTL MANAGEMENT LLC,<sup>1</sup>

Debtor.

Chapter 11

Case No.: 23-12825 (MBK)

Judge: Michael B. Kaplan

LTL MANAGEMENT LLC,

Plaintiff,

v.

THOSE PARTIES LISTED ON APPENDIX A TO  
COMPLAINT and JOHN AND JANE DOES 1-1000,

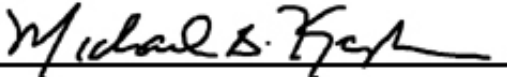
Defendants.

Adv. No.: 23-01092 (MBK)

**THIRD AMENDED EX PARTE TEMPORARY RESTRAINING ORDER**

The relief set forth on the following pages is hereby **ORDERED**.

DATED: April 10, 2023

  
Honorable Michael B. Kaplan  
United States Bankruptcy Judge

<sup>1</sup> The last four digits of the Debtor's taxpayer identification number are 6622. The Debtor's address is 501 George Street, New Brunswick, New Jersey 08933.

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Debtor: LTL Management LLC

Adv. Pro. No. 23-01092-MBK

Caption: Ex Parte Temporary Restraining Order

This matter coming before the Court on the *Debtor's Verified Complaint for Declaratory and Injunctive Relief (I) Declaring That the Automatic Stay Applies or Extends to Certain Actions Against Non-Debtors, (II) Preliminarily Enjoining Such Actions, and (III) Granting a Temporary Restraining Order Ex Parte Pending a Hearing On a Preliminary Injunction* (the "Complaint") and the *Debtor's Motion for an Order (I) Declaring that the Automatic Stay Applies or Extends to Certain Actions Against Non-Debtors, (II) Preliminarily Enjoining Such Actions, and (III) Granting a Temporary Restraining Order Ex Parte Pending a Hearing On a Preliminary Injunction* (the "Motion"),<sup>2</sup> both filed by the above-captioned plaintiff and debtor (the "Debtor"); the Court having reviewed (i) the Complaint, (ii) the Motion, (iii) the *Declaration of John K. Kim in Support of First Day Pleadings* [[Dkt. 4](#) in Case No. 23-12825] (the "First Day Declaration") filed in the Debtor's main chapter 11 case and (iv) the *Declaration of Daniel J. Merrett in Support of Debtor's Complaint for Declaratory and Injunctive Relief and Related Motion*, the Court finds and concludes as follows:

### **Background, Jurisdiction and Venue**

A. For purposes of this Order, the term "Debtor Talc Claims" shall mean, collectively, any talc-related claims against the Debtor, including all claims that formerly were asserted against (or that could have been asserted against) the former Johnson & Johnson Consumer Inc. ("Old JJCI") relating in any way to talc or talc-containing materials (but not including talc-related claims for which the exclusive remedy is provided under workers'

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<sup>2</sup> Capitalized terms not otherwise defined herein have the meanings given to them in the Motion.

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Debtor: LTL Management LLC

Adv. Pro. No. 23-01092-MBK

Caption: Ex Parte Temporary Restraining Order

compensation statutes and similar laws). For the avoidance of doubt, Debtor Talc Claims include, without limitation, all talc personal injury claims and other talc-related claims allocated to the Debtor from Old JJCI in the documents implementing the 2021 Corporate Restructuring — e.g., all talc personal injury claims and other talc-related claims arising in whole or in any part from, or otherwise in any manner relating to, any conduct, action or failure to act of Old JJCI.

B. The Plaintiff in this adversary proceeding is Debtor LTL Management LLC. The Defendants in this adversary proceeding are all named plaintiffs in the talc-related lawsuits against the Debtor (or for which the Debtor is responsible or alleged responsible) listed on Appendix A to the Complaint, as well as John and Jane Does 1-1000. The actions listed on Appendix A are all lawsuits that were either allocated to the Debtor in the 2021 Corporate Restructuring or otherwise asserted against the Debtor prior to the Petition Date. The Protected Parties are listed in Appendix B to the Complaint, which is also attached to this Order. Defendants John and Jane Does 1-1000 are prospective plaintiffs who may at any time while the above-captioned chapter 11 case is pending seek to hold the Protected Parties liable for the Debtor Talc Claims.

C. The Debtor seeks, pursuant to Rule 65(b) of the Federal Rules of Civil Procedure (the “Civil Rules”) and Rule 7065 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), a temporary restraining order prohibiting the Defendants from continuing or commencing against any of the Protected Parties any action or claim asserting, on any theory of liability (whether direct, derivative, joint and several, successor liability, vicarious

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Debtor: LTL Management LLC

Adv. Pro. No. 23-01092-MBK

Caption: Ex Parte Temporary Restraining Order

liability, fraudulent or voidable transfer or conveyance, alter ego, or otherwise), any Debtor Talc Claims.

D. The Court has subject matter jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue for this matter is proper in this District pursuant to 28 U.S.C. § 1409.

### **Request for Temporary Restraining Order**

E. A denial of the Debtor's request for a temporary restraining order pending a final hearing on the Debtor's request for injunctive and/or declaratory relief would cause the very harm that the Debtor seeks to prevent by the Motion and the Complaint. Without immediate injunctive relief, it is expected that: (i) many Defendants who already have asserted Debtor Talc Claims against the Protected Parties will attempt to continue prosecuting such claims outside of the Debtor's Chapter 11 Case; (ii) many Defendants who have sued only the Debtor will seek to amend their complaints to name one or more of the Protected Parties and prosecute Debtor Talc Claims against those Protected Parties outside of the Chapter 11 Case; (iii) many Defendants will seek to amend their complaints to add new causes of action against the Protected Parties in an effort to proceed with litigation against the Protected Parties outside of the Chapter 11 Case; and (iv) Defendants John and Jane Does 1-1000 will file Debtor Talc Claims against the Protected Parties but not the Debtor. The commencement or continued prosecution of the Debtor Talc Claims against Protected Parties risks significant, immediate and irreversible harm to the Debtor and its estate because: (i) the Debtor has contractual obligations to indemnify Protected Parties for any liability on account of the Debtor Talc Claims,

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Debtor: LTL Management LLC

Adv. Pro. No. 23-01092-MBK

Caption: Ex Parte Temporary Restraining Order

(ii) findings and judgment in litigation of Debtor Talc Claims against the Protected Parties could bind the Debtor, (iii) litigation of the Debtor Talc Claims against the Protected Parties will prejudice the Debtor's interests, and (iv) litigation of Debtor Talc Claims against the Protected Parties would divert key personnel from the Debtor's reorganization efforts. Accordingly, the Debtor has demonstrated that it will suffer "immediate and irreparable injury, loss, or damage" in the absence of immediate relief before any adverse party can be heard in opposition. Fed. R. Civ. P. 65(b).

F. As a result of the annulment of the stay and injunction in the 2021 Chapter 11 Case, it is anticipated that litigation will immediately recommence leading imminently to depositions occurring, court appearances being scheduled and answers coming due in cases asserting Debtor Talc Claims. If Debtor Talc Claims against the Protected Parties are permitted to proceed pending a final hearing on the Debtor's request for injunctive or declaratory relief, the Debtor will be compelled to actively monitor, participate in and defend currently pending and additional threatened Debtor Talc Claims against the Protected Parties, notwithstanding the automatic stay, to guard against, among other things, potential indemnity claims, evidentiary prejudice and the risks of collateral estoppel and res judicata. In doing so, key personnel will be diverted from assisting the Debtor in achieving its reorganization goals.

G. Notice of the Debtor's request for a temporary restraining order is likely to precipitate the assertion of additional Debtor Talc Claims against the Protected Parties. This temporary restraining order is requested on an ex parte basis, and the Court finds that the requested relief is required to prevent that result.

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Debtor: LTL Management LLC

Adv. Pro. No. 23-01092-MBK

Caption: Ex Parte Temporary Restraining Order

H. Accordingly, this Court finds it appropriate to enter a temporary restraining order without notice to the Defendants pursuant to Civil Rule 65(b)(1) and Bankruptcy Rule 7065.

I. To allow more parties in interest, including an appointed Talc Committee, to participate in the hearing on the requested relief and to conserve time and resources, this Court finds good cause for an extension and will enter a temporary restraining order extending for the maximum period allowed under Civil Rule 65 — 28 days — and set a hearing on the Motion and the Complaint on or before that date.

J. The legal and factual bases set forth in the Motion, the Complaint, the First Day Declaration establish just cause for the relief granted herein.

**Based on these findings and conclusions, IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED with respect to its request for a temporary restraining order, as provided herein.
2. The Defendants are prohibited and enjoined from commencing or continuing to prosecute any Debtor Talc Claim against any of the Protected Parties on any theory of liability, whether direct, derivative, joint and several, successor liability, vicarious liability, fraudulent or voidable transfer or conveyance, alter ego or otherwise, through and including 28 days from the date of entry of this Order, during which time the Court will hold a hearing on the Debtor's request for injunctive and/or declaratory relief on **April 18, 2023 at 10:00 a.m.** This temporary restraining order includes, without limitation: (i) the pursuit of discovery from the Protected Parties or their officers, directors, employees or agents; (ii) the enforcement of any

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Debtor: LTL Management LLC

Adv. Pro. No. 23-01092-MBK

Caption: Ex Parte Temporary Restraining Order

discovery order against the Protected Parties; (iii) further motions practice related to the foregoing; and (iv) any collection activity on account of a Debtor Talc Claim against any Protected Party or its officers, directors, employees or agents or its respective assets.

3. For the avoidance of doubt, the terms of this temporary restraining order apply to any further proceedings in the matter styled Valadez v. Johnson & Johnson et al., which is currently pending in the Superior Court of California, Alameda County, Case No. 22CV012759.

In granting relief from the automatic stay and preliminary injunction in the previous case (see ECF No. 3771 in Case No. 21-30589), it was the Court's view at that time that there was little prospect for a reorganization, given the Third Circuit's reversal. Inasmuch as there is now a potential resolution favorable to all claimants through the newly-filed bankruptcy case, the Court wishes to examine whether this litigation (and others like it) should go forward, and regards it as prudent to do so without burdening the parties or other courts during the 13-day period between entry of this TRO and the initial hearing on the preliminary injunction.

4. This Order is entered without prejudice to the Debtor's right to request that this Court extend this Order to include other entities or persons not previously identified in Appendix A or Appendix B to the Complaint and the Motion. For the avoidance of doubt, the inclusion of a talc-related claim on Appendix A is not an admission that such Defendant holds a currently pending claim against either the Debtor or the Protected Parties.

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Debtor: LTL Management LLC

Adv. Pro. No. 23-01092-MBK

Caption: Ex Parte Temporary Restraining Order

5. Any party subject to this Order may seek relief from any of the provisions of this Order for cause shown. This Order is without prejudice to the Debtor's or others' rights to seek relief pursuant to section 362 of the Bankruptcy Code.

6. Notwithstanding anything to the contrary in this Order, any party asserting Debtor Talc Claims, without leave of the Court, may take reasonable steps to perpetuate the testimony of any person subject to this Order who is not expected to survive the duration of this Order or who otherwise is expected to be unable to provide testimony if it is not perpetuated during the duration of this Order. Notice shall be provided to the Debtor by notifying counsel for the Debtor of the perpetuation of such testimony. The Debtor shall have the right to object to the notice on any grounds it would have had if it were a party to the underlying proceeding and not subject to the terms of this preliminary injunction, and the Debtor may raise any such objection with this Court. The use of such testimony in any appropriate jurisdiction shall be subject to the applicable procedural and evidentiary rules of such jurisdiction. All parties reserve and do not waive any and all objections with respect to such testimony. Defendants or other individuals asserting Debtor Talc Claims may not seek to perpetuate the testimony of representatives, including directors, officers, employees and agents, of the Debtor or the Protected Parties without the consent of the Debtor or an order of the Court. Notwithstanding the forgoing, parties in lawsuits pending in the MDL who wish to perpetuate the testimony of any person subject to this Order who is not expected to survive the duration of this Order or who otherwise is expected to be unable to provide testimony if it is not perpetuated during the duration of this Order shall

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Debtor: LTL Management LLC

Adv. Pro. No. 23-01092-MBK

Caption: Ex Parte Temporary Restraining Order

comply with the process outlined in the In Extremis Deposition Protocol entered on January 23, 2017 in the MDL.

7. The automatic stay is hereby lifted to permit the applicable parties to proceed with and complete the following appeals, in each of which surety bonds have been issued in connection with the appeal: (a) Leavitt; (b) Olson; (c) Schmitz; (d) Barden (as to Barden, Etheridge, McNeill and Ronning); and (e) Prudencio.

8. All statutes of limitation related to the Debtor Talc Claims asserted by the Defendants against any Protected Party are hereby immediately tolled in accordance with Section 108(c) of the Bankruptcy Code pending further Order of this Court.

9. Pursuant to Bankruptcy Rule 7065, the Debtor is relieved from posting any security under Civil Rule 65(c).

10. This Order shall be immediately effective and enforceable upon its entry.

11. The Debtor shall cause a copy of this Order to be served via e-mail, facsimile, hand delivery or overnight carrier on counsel for the known Defendants and the Office of the United States Trustee within three business days of its entry on the Court's docket.

12. This Order shall be promptly filed in the Clerk of Court's office and entered into the record. This Order shall remain effective for the period through and including 28 days after the entry of this Order.

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Debtor: LTL Management LLC

Adv. Pro. No. 23-01092-MBK

Caption: Ex Parte Temporary Restraining Order

13. This Court retains exclusive jurisdiction over this Order and any and all matters arising from or relating to the implementation, interpretation or enforcement of this Order.

14. For purposes of clarity, the Court notes that the following adversary proceedings (related to Debtor's previous bankruptcy case, Case No. 21-30589) were closed as a result of the dismissal of the prior bankruptcy case.

- 22-01073 – LTL Mgmt. LLC v. San Diego County Employees Retirement Association
- 22-01123 – LTL Mgmt. LLC v. the State of New Mexico, ex rel. Hector H. Balderas, et al.
- 22-01393 – LTL Mgmt. LLC v. Molline
- 23-01022 – LTL Mgmt. LLC v. Emory

In light of their dismissal, any preliminary injunction imposed in those proceedings is no longer in effect. Further, this Temporary Restraining Order does not stay those litigations, as the parties involved are not listed in Appendix A to the Complaint.

**UNITED STATES BANKRUPTCY COURT**

District of New Jersey  
402 East State Street  
Trenton, NJ 08608

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In Re: LTL Management LLC  
Debtor

Case No.: 23-12825-MBK  
Chapter 11

LTL Management LLC  
Plaintiff

v.

Those Parties Listed on Appendix A to the Complaint and  
John and Jane Does 1-1000  
Defendant

Adv. Proc. No. 23-01092-MBK

Judge: Michael B. Kaplan

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**NOTICE OF JUDGMENT OR ORDER  
Pursuant to Fed. R. Bankr. P. 9022**

Please be advised that on April 10, 2023, the court entered the following judgment or order on the court's docket in the above-captioned case:

Document Number: 20 – 16, 17  
THIRD AMENDED EX PARTE TEMPORARY RESTRAINING ORDER (related document: 16 SECOND AMENDED EX PARTE TEMPORARY RESTRAINING ORDER (This second amended order is issued to correct a typographical error on the Courts part.) 15 AMENDED EX PARTE TEMPORARY RESTRAINING ORDER :2 Motion re: Debtor's Motion for an Order (I) Declaring That the Automatic Stay Applies or Extends to Certain Actions Against Non-Debtors, (II) Preliminarily Enjoining Such Actions, and (III) Granting a Temporary Restraining Order Ex Parte Pending a Hearing on a Preliminary Injunction 9 EX PARTE TEMPORARY RESTRAINING ORDER 14 Document re: Letter to Chief Judge Kaplan Regarding Ex Parte Temporary Restraining Order filed by Paul R. DeFilippo on behalf of LTL Management LLC. 17 Document re: Letter to Chief Judge Kaplan Regarding Ex Parte Temporary Restraining Order. filed by Paul R. DeFilippo on behalf of LTL Management LLC). Service of notice of the entry of this order pursuant to Rule 9022 was made on the appropriate parties. See BNC Certificate of Notice. Signed on 4/10/2023 (bwj)

Parties may review the order by accessing it through PACER or the court's electronic case filing system (CM/ECF). Public terminals for viewing are also available at the courthouse in each vicinage.

Dated: April 10, 2023  
JAN: bwj

Jeanne Naughton  
Clerk

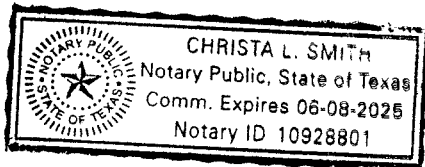
**SCHEDULE “B” – FOREIGN REPRESENTATIVE ORDER**

[Attached]

State of Texas            )  
                                      )  
County of Dallas        )

The attached document, Order Authorizing the Debtor to Act as Foreign Representative on Behalf of the Debtor’s Estate, dated April 12, 2023 and containing 4 pages, is a true and correct copy of an electronic record obtained by me from the United States Bankruptcy Court for the District of New Jersey via the Public Access to Court Electronic Records service. At the time I obtained this record, no security features present on the electronic record indicated any changes or errors in an electronic signature or other information in the electronic record after the electronic record’s creation or execution.

This declaration is made by me under penalty of perjury, and signed this 13th day of April, 2023.



Christa L. Smith  
Notary Public’s Signature

Christa L. Smith  
Printed Name of Notary Public

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

**WOLLMUTH MAHER & DEUTSCH LLP**

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bberens@jonesday.com  
dbprieto@jonesday.com  
asrush@jonesday.com  
(Admissions *pro hac vice* pending)

*PROPOSED ATTORNEYS FOR DEBTOR*

In re:

LTL MANAGEMENT LLC,<sup>1</sup>

Debtor.



Order Filed on April 12, 2023  
by Clerk  
U.S. Bankruptcy Court  
District of New Jersey

Chapter 11

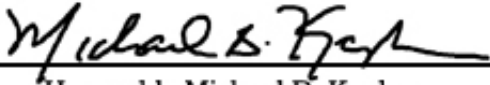
Case No.: 23-12825 (MBK)

Judge: Michael B. Kaplan

**ORDER AUTHORIZING THE DEBTOR TO  
ACT AS FOREIGN REPRESENTATIVE ON BEHALF OF THE DEBTOR'S ESTATE**

The relief set forth on the following pages is hereby **ORDERED**.

**DATED: April 12, 2023**

  
Honorable Michael B. Kaplan  
United States Bankruptcy Judge

<sup>1</sup> The last four digits of the Debtor's taxpayer identification number are 6622. The Debtor's address is 501 George Street, New Brunswick, New Jersey 08933.

(1 a g c 4)

Debtor: LTL Management LLC

Case No. 23-12825-MBK

Caption: Order Authorizing the Debtor to Act as Foreign Representative on Behalf of the Debtor's Estate

Upon the motion (the "Motion")<sup>2</sup> of LTL Management LLC, the debtor in the above-captioned case (the "Debtor") pursuant to section 1505 of the Bankruptcy Code and Local Bankruptcy Rule 9013-5, for an order (this "Order") authorizing the Debtor to act as the Foreign Representative on behalf of the Debtor's estate in any judicial or other proceedings in Canada; and this Court having jurisdiction over the matter pursuant to 28 U.S.C. §§ 157(b) and 1334 and the Standing Order of Reference; and venue being proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409; notice of the Motion and the hearing before the Court (the "Hearing") being good and sufficient; the Debtor having received informal comments from the U.S. Trustee regarding the Motion and having resolved those comments as set forth in this Order; and upon consideration of the Motion and the Kim Certification, as well as the statements of counsel with respect to the Motion at the Hearing; and this Court having found and determined that the relief sought in the Motion is in the best interests of the Debtor's estate, its creditors and other parties in interest and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED to the extent set forth below.
2. The Debtor is authorized, pursuant to section 1505 of the Bankruptcy Code, to act as the Foreign Representative on behalf of the Debtor's estate in any judicial or other proceedings in Canada and shall be authorized and have the power to act in any way permitted by applicable foreign law, including, but not limited to (a) seeking recognition of the

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<sup>2</sup> Capitalized terms not otherwise defined herein have the meanings given to them in the Motion.

(1 agc 3)

Debtor: LTL Management LLC

Case No. 23-12825-MBK

Caption: Order Authorizing the Debtor to Act as Foreign Representative on Behalf of the Debtor's Estate

Chapter 11 Case in the Canadian Proceeding, (b) requesting that the Canadian Court grant comity to the Foreign Representative and the Chapter 11 Case, (c) seeking any other appropriate relief from the Canadian Court that the Debtor deems just and proper in the furtherance of the protection of the Debtor's estate; and (d) consistent with any orders of the Canadian Court, paying the costs of the Court-appointed information officer and its counsel, each without further order of this Court.

3. The Debtor shall file retention applications in this bankruptcy case pursuant to section 327 of the Bankruptcy Code for any professionals it seeks to represent it as the Foreign Representative. In addition, any professionals retained by the Debtor as the Foreign Representative will be required to file monthly, interim and final fee requests for allowance of compensation and reimbursement of expenses pursuant to the procedures set forth in sections 330 and 331 of the Bankruptcy Code, applicable Bankruptcy Rules and the Local Bankruptcy Rules and any other such procedures as may be fixed by order of this Court. Further, any professionals retained by the Debtor as the Foreign Representative that are law firms shall make a reasonable effort to comply with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. Section 330 by Attorneys in Larger Chapter 11 Cases*, effective as of November 1, 2013, concerning any monthly, interim and final fee requests for allowance of compensation and reimbursement of expenses to be filed in this case. All professionals retained by the Debtor as the Foreign Representative that are law firms shall provide any and all monthly, interim and final fee applications in "LEDES" format to the United States Trustee.

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Debtor: LTL Management LLC

Case No. 23-12825-MBK

Caption: Order Authorizing the Debtor to Act as Foreign Representative on Behalf of the Debtor's Estate

4. This Court requests the aid and assistance of the Canadian Court to recognize the Chapter 11 Case as a “foreign main proceeding” and the Debtor as a “foreign representative” pursuant to the CCAA, and to recognize and give full force and effect in all provinces and territories of Canada to this Order.

5. The requirement set forth in D.N.J. LBR 9013-1(a)(3) that any motion be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Motion or otherwise waived.

6. The Debtor shall serve a copy of this Order on all parties required to receive service under D.N.J. LBR 9013-5(f) within two (2) days after the entry of this Order.

7. The Debtor is hereby authorized to take all actions it deems necessary to effectuate the relief granted in this Order.

8. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

**SCHEDULE "C" - CANADIAN LITIGATION**

<b>Date, Jurisdiction and Case Number</b>	<b>Plaintiff(s)</b>	<b>Defendants</b>
<b>March 24, 2016</b> <b>British Columbia (New Westminister), No. 179011</b>	Linda Williamson	Johnson & Johnson, Johnson & Johnson Consumer Companies Inc., Johnson & Johnson, Inc. and Valeant Pharmaceuticals International
<b>April 12, 2016</b> <b>Quebec (Montreal), No. 500-06-000787-164</b>	Rosemary Kramar	Johnson & Johnson, Johnson & Johnson Consumer Inc., Johnson & Johnson Inc., Valeant Pharmaceuticals International Inc., and LTL
<b>May 18, 2016</b> <b>Ontario (Toronto), CV-16-553046</b>	Cindy Lou Strathdee, Mario Nunziato, Matthew Strathdee, Shaeda Begum Farrooqi-Willison, Gerald Douglas Willison, Therese Bernier, deceased, by her estate representative Marilynne Bernier, Marilynne Bernier, Janet Heaton and Barry Heaton	Johnson & Johnson Inc., Johnson & Johnson, and Johnson & Johnson Consumer Companies Inc.
<b>August 22, 2019</b> <b>Alberta (Calgary), No. 1901-11748</b>	Diane DiSanto	Johnson & Johnson, Johnson & Johnson Consumer Companies, Inc., and Johnson & Johnson Inc.
<b>October 26, 2020</b> <b>British Columbia (Vancouver Registry), VLC-S-S-2011369</b>	Amanda Lorraine Lee	Johnson & Johnson, Johnson & Johnson Consumer Companies Inc., Johnson & Johnson Inc.

<b>Date, Jurisdiction and Case Number</b>	<b>Plaintiff(s)</b>	<b>Defendants</b>
<b>December 10, 2021 Ontario (Toronto), CV-21-00673571-0000</b>	Rebecca Faith Richards	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>February 25, 2022 Ontario (Toronto), CV-22-00677434-0000</b>	Lisa Lynn Howard	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>February 28, 2022 Ontario (Toronto), CV-22-00677567-0000</b>	Leslie Caldwell-Clarke	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>March 18, 2022 Ontario (Toronto), CV-22-00678642-0000</b>	Janet Lee Chambers Loader	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>March 24, 2022 Ontario (Toronto), CV-22-00678877-0000</b>	Connie Michelle Flagler	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>March 28, 2022 Ontario (Toronto), CV-22-00679043-0000</b>	Esther Cvirik	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>March 28, 2022 Ontario (Toronto), CV-22-00679008-0000</b>	Fernanda Arraial	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>April 11, 2022 Ontario (Toronto), CV-22-00679644-0000</b>	Heather Dunster	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson

<b>Date, Jurisdiction and Case Number</b>	<b>Plaintiff(s)</b>	<b>Defendants</b>
<b>March 28, 2022</b> <b>Ontario (Toronto), CV-22-00679019-0000</b>	Kim Luu	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>April 13, 2022</b> <b>Ontario (Toronto), CV-22-00679765-0000</b>	Lisa Brasier	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>March 30, 2022</b> <b>Ontario (Toronto), CV-22-00679130-0000</b>	Maureen Andersen	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>March 30, 2022</b> <b>Ontario (Toronto), CV-22-00679128-0000</b>	Lisa Lynn Howard, trustee for the estate of Mary Anne Brooks, deceased, and Lisa Lynn Howard	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 26, 2023</b> <b>British Columbia (Vancouver), VLC-S-S-230640</b>	Brandy May Oriole Ayotte	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 26, 2023</b> <b>British Columbia (Vancouver), VLC-S-S-230664</b>	Rhonda Lynne Berg	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 26, 2023</b> <b>British Columbia (Vancouver), VLC-S-S-230662</b>	Charlene May Carmichael	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 26, 2023</b> <b>British Columbia (Vancouver), VLC-S-S-230663</b>	Deborah Gay Chura	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson

<b>Date, Jurisdiction and Case Number</b>	<b>Plaintiff(s)</b>	<b>Defendants</b>
<b>January 26, 2023 British Columbia (Vancouver), VLC-S-S-230665</b>	Denise Michelle Gallant	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 26, 2023 British Columbia (Vancouver), VLC-S-S-230641</b>	Gurpreet Kaur Grewal	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 26, 2023 British Columbia (Vancouver), VLC-S-S-230638</b>	Marie Irene Hastings	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 26, 2023 British Columbia (Vancouver), VLC-S-S-230666</b>	Mary Levitt	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 26, 2023 British Columbia (Vancouver), VLC-S-S-230642</b>	Susan Helen Mowbray	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 26, 2023 British Columbia (Vancouver), VLC-S-S-230668</b>	Tracey Lee-Ann Nickle	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 26, 2023 British Columbia (Vancouver), VLC-S-S-230637</b>	Cheryl Elizabeth Marion Stirling	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 26, 2023 British Columbia (Vancouver), VLC-S-S-230667</b>	Marya Jo Woeppel	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson

<b>Date, Jurisdiction and Case Number</b>	<b>Plaintiff(s)</b>	<b>Defendants</b>
<b>January 27, 2023 British Columbia (Vancouver), VLC-S-S-230660</b>	Angela Louise Brown	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 27, 2023 British Columbia (Vancouver), VLC-S-S-230701</b>	Juanita Dunkley	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 27, 2023 British Columbia (Vancouver), VLC-S-S-230670</b>	Karen Anita Frank	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 27, 2023 British Columbia (Vancouver), VLC-S-S-230671</b>	Nicole Suzanne Marie Monette	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 27, 2023 British Columbia (Vancouver), VLC-S-S-230702</b>	Agoritsa Moore	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 27, 2023 British Columbia (Vancouver), VLC-S-S-230661</b>	Edna Elsie Obal	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 27, 2023 British Columbia (Vancouver), VLC-S-S-230700</b>	Paula Claire Pateman	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 27, 2023 British Columbia (Vancouver), VLC-S-S-230678</b>	Elizabeth Robertson Tudhope Poirier	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson

<b>Date, Jurisdiction and Case Number</b>	<b>Plaintiff(s)</b>	<b>Defendants</b>
<b>January 27, 2023 British Columbia (Vancouver), VLC-S-S-230682</b>	Yolanda Shirley Reed	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 27, 2023 British Columbia (Vancouver), VLC-S-S-230669</b>	Teresa Margaret Rutley	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 27, 2023 British Columbia (Vancouver), VLC-S-S-230680</b>	Sandra Simans	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 27, 2023 British Columbia (Vancouver), VLC-S-S-230681</b>	Kimberly Margaret Sirup	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 27, 2023 British Columbia (Vancouver), VLC-S-S-230679</b>	Yvonne Marie Watier	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>February 6, 2023 British Columbia (Vancouver), VLC-S-S-230866</b>	Marlene Roberta Vancoughnett	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>May 26, 2022 Ontario (Toronto) CV-22- 00681702-0000</b>	Tamara Ann Corkum	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 30, 2023 Ontario (Toronto), CV-23- 00693793-0000</b>	Beverly Anne Arnold	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson

<b>Date, Jurisdiction and Case Number</b>	<b>Plaintiff(s)</b>	<b>Defendants</b>
<b>February 1, 2023 Ontario (Toronto), CV-23-00693951-0000</b>	Connie Lyn Ayles	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>January 30, 2023 Ontario (Toronto), CV-23-00693790-0000</b>	Denise Lynn Byron	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>February 1, 2023 Ontario (Toronto), CV-23-00693957-0000</b>	Janice Louise Bedell	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>February 1, 2023 Ontario (Toronto), CV-23-00693972-0000</b>	Jodi Marie Campovari	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>February 1, 2023 Ontario (Toronto), CV-23-00693994-0000</b>	Wendy Lee Christie	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>February 1, 2023 Ontario (Toronto), CV-23-00693961-0000</b>	Darlene Denise Duvall	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>February 1, 2023 Ontario (Toronto), CV-23-00693954-0000</b>	Melissa Helen Annette Fraser	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>February 1, 2023 Ontario (Toronto), CV-23-00693991-0000</b>	Laura Lee Ferguson	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson

<b>Date, Jurisdiction and Case Number</b>	<b>Plaintiff(s)</b>	<b>Defendants</b>
<b>February 1, 2023 Ontario (Toronto), CV-23-00693984-0000</b>	Ruth-Anne Kathleen Falldien	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>May 11, 2022 Ontario (Toronto), CV-22-00681022-0000</b>	Jean Anne Fisk	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>May 6, 2022 Ontario (Toronto), CV-22-00680813-0000</b>	Marita Cynthia Carter	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>May 6, 2022 Ontario (Toronto), CV-22-00680820-0000</b>	Elizabeth Christine Mika	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>May 6, 2022 Ontario (Toronto), CV-22-00680821-0000</b>	Susan Marie Kendall	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>May 30, 2022 Ontario (Toronto), CV-22-00681824-0000</b>	Cheryl Lee McFarlane	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>May 30, 2022 Ontario (Toronto), CV-22-00681827-0000</b>	Cheryl Lynne McManus	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson
<b>August 5, 2022 Ontario (Toronto), CV-22-00685079-0000</b>	Leeanne Margaret Rauch	Johnson & Johnson Inc., Johnson & Johnson Consumer Companies Inc., Johnson & Johnson

**SCHEDULE “D” – JIN GUIDELINES**

[Attached]

## **GUIDELINES FOR COMMUNICATION AND COOPERATION BETWEEN COURTS IN CROSS-BORDER INSOLVENCY MATTERS**

### **INTRODUCTION**

- A. The overarching objective of these Guidelines is to improve in the interests of all stakeholders the efficiency and effectiveness of cross-border proceedings relating to insolvency or adjustment of debt opened in more than one jurisdiction (“Parallel Proceedings”) by enhancing coordination and cooperation amongst courts under whose supervision such proceedings are being conducted. These Guidelines represent best practice for dealing with Parallel Proceedings.
- B. In all Parallel Proceedings, these Guidelines should be considered at the earliest practicable opportunity.
- C. In particular, these Guidelines aim to promote:
- (i) the efficient and timely coordination and administration of Parallel Proceedings;
  - (ii) the administration of Parallel Proceedings with a view to ensuring relevant stakeholders’ interests are respected;
  - (iii) the identification, preservation, and maximisation of the value of the debtor's assets, including the debtor's business;
  - (iv) the management of the debtor’s estate in ways that are proportionate to the amount of money involved, the nature of the case, the complexity of the issues, the number of creditors, and the number of jurisdictions involved in Parallel Proceedings;
  - (v) the sharing of information in order to reduce costs; and
  - (vi) the avoidance or minimisation of litigation, costs, and inconvenience to the parties<sup>1</sup> in Parallel Proceedings.
- D. These Guidelines should be implemented in each jurisdiction in such manner as the jurisdiction deems fit<sup>2</sup>.
- E. These Guidelines are not intended to be exhaustive and in each case consideration ought to be given to the special requirements in that case.
- F. Courts should consider in all cases involving Parallel Proceedings whether and how to implement these Guidelines. Courts should encourage and where necessary direct, if they have the power to do so, the parties to make the necessary applications to the court to facilitate such implementation by a protocol or order derived from these Guidelines, and encourage them to act so as to promote the objectives and aims of these Guidelines wherever possible.

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<sup>1</sup> The term “parties” when used in these Guidelines shall be interpreted broadly.

<sup>2</sup> Possible modalities for the implementation of these Guidelines include practice directions and commercial guides.

## ADOPTION & INTERPRETATION

Guideline 1: In furtherance of paragraph F above, the courts should encourage administrators in Parallel Proceedings to cooperate in all aspects of the case, including the necessity of notifying the courts at the earliest practicable opportunity of issues present and potential that may (a) affect those proceedings; and (b) benefit from communication and coordination between the courts. For the purpose of these Guidelines, “administrator” includes a liquidator, trustee, judicial manager, administrator in administration proceedings, debtor-in-possession in a reorganisation or scheme of arrangement, or any fiduciary of the estate or person appointed by the court.

Guideline 2: Where a court intends to apply these Guidelines (whether in whole or in part and with or without modification) in particular Parallel Proceedings, it will need to do so by a protocol or an order<sup>3</sup>, following an application by the parties or pursuant to a direction of the court if the court has the power to do so.

Guideline 3: Such protocol or order should promote the efficient and timely administration of Parallel Proceedings. It should address the coordination of requests for court approvals of related decisions and actions when required and communication with creditors and other parties. To the extent possible, it should also provide for timesaving procedures to avoid unnecessary and costly court hearings and other proceedings.

Guideline 4: These Guidelines when implemented are not intended to:

- (i) interfere with or derogate from the jurisdiction or the exercise of jurisdiction by a court in any proceedings including its authority or supervision over an administrator in those proceedings;
- (ii) interfere with or derogate from the rules or ethical principles by which an administrator is bound according to any applicable law and professional rules;
- (iii) prevent a court from refusing to take an action that would be manifestly contrary to the public policy of the jurisdiction; or
- (iv) confer or change jurisdiction, alter substantive rights, interfere with any function or duty arising out of any applicable law, or encroach upon any applicable law.

Guideline 5: For the avoidance of doubt, a protocol or order under these Guidelines is procedural in nature. It should not constitute a limitation on or waiver by the court of any powers, responsibilities, or authority or a substantive determination of any matter in controversy before the court or before the other court or a waiver by any of the parties of any of their substantive rights and claims.

Guideline 6: In the interpretation of these Guidelines or any protocol or order under these Guidelines, due regard shall be given to their international origin and to the need to promote good faith and uniformity in their application.

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<sup>3</sup> In the normal case, the parties will agree on a protocol derived from these Guidelines and obtain the approval of each court in which the protocol is to apply.

## COMMUNICATION BETWEEN COURTS

Guideline 7: A court may receive communications from a foreign court and may respond directly to them. Such communications may occur for the purpose of the orderly making of submissions and rendering of decisions by the courts, and to coordinate and resolve any procedural, administrative or preliminary matters relating to any joint hearing where Annex A is applicable. Such communications may take place through the following methods or such other method as may be agreed by the two courts in a specific case:

- (i) Sending or transmitting copies of formal orders, judgments, opinions, reasons for decision, endorsements, transcripts of proceedings or other documents directly to the other court and providing advance notice to counsel for affected parties in such manner as the court considers appropriate.
- (ii) Directing counsel to transmit or deliver copies of documents, pleadings, affidavits, briefs or other documents that are filed or to be filed with the court to the other court in such fashion as may be appropriate and providing advance notice to counsel for affected parties in such manner as the court considers appropriate.
- (iii) Participating in two-way communications with the other court, in which case Guideline 8 should be considered.

Guideline 8: In the event of communications between courts, unless otherwise directed by any court involved in the communications whether on an *ex parte* basis or otherwise, or permitted by a protocol, the following shall apply:

- (i) In the normal case, parties may be present.
- (ii) If the parties are entitled to be present, advance notice of the communications shall be given to all parties in accordance with the rules of procedure applicable in each of the courts to be involved in the communications and the communications between the courts shall be recorded and may be transcribed. A written transcript may be prepared from a recording of the communications that, with the approval of each court involved in the communications, may be treated as the official transcript of the communications.
- (iii) Copies of any recording of the communications, of any transcript of the communications prepared pursuant to any direction of any court involved in the communications, and of any official transcript prepared from a recording may be filed as part of the record in the proceedings and made available to the parties and subject to such directions as to confidentiality as any court may consider appropriate.
- (iv) The time and place for communications between the courts shall be as directed by the courts. Personnel other than judges in each court may communicate with each other to establish appropriate arrangements for the communications without the presence of the parties.

Guideline 9: A court may direct that notice of its proceedings be given to parties in proceedings in another jurisdiction. All notices, applications, motions, and other materials served for purposes of the proceedings before the court may be ordered to be provided to such other parties by making such materials available electronically in a publicly accessible system or by facsimile transmission, certified or registered mail or delivery by courier, or in such other manner as may be directed by the court in accordance with the procedures applicable in the court.

## APPEARANCE IN COURT

Guideline 10: A court may authorise a party, or an appropriate person, to appear before and be heard by a foreign court, subject to approval of the foreign court to such appearance.

Guideline 11: If permitted by its law and otherwise appropriate, a court may authorise a party to a foreign proceeding, or an appropriate person, to appear and be heard by it without thereby becoming subject to its jurisdiction.

## CONSEQUENTIAL PROVISIONS

Guideline 12: A court shall, except on proper objection on valid grounds and then only to the extent of such objection, recognise and accept as authentic the provisions of statutes, statutory or administrative regulations, and rules of court of general application applicable to the proceedings in other jurisdictions without further proof. For the avoidance of doubt, such recognition and acceptance does not constitute recognition or acceptance of their legal effect or implications.

Guideline 13: A court shall, except upon proper objection on valid grounds and then only to the extent of such objection, accept that orders made in the proceedings in other jurisdictions were duly and properly made or entered on their respective dates and accept that such orders require no further proof for purposes of the proceedings before it, subject to its law and all such proper reservations as in the opinion of the court are appropriate regarding proceedings by way of appeal or review that are actually pending in respect of any such orders. Notice of any amendments, modifications, extensions, or appellate decisions with respect to such orders shall be made to the other court(s) involved in Parallel Proceedings, as soon as it is practicable to do so.

Guideline 14: A protocol or order made by a court under these Guidelines is subject to such amendments, modifications, and extensions as may be considered appropriate by the court, and to reflect the changes and developments from time to time in any Parallel Proceedings. Notice of such amendments, modifications, or extensions shall be made to the other court(s) involved in Parallel Proceedings, as soon as it is practicable to do so.

## ANNEX A (JOINT HEARINGS)

Annex A to these Guidelines relates to guidelines on the conduct of joint hearings. Annex A shall be applicable to, and shall form a part of these Guidelines, with respect to courts that may signify their assent to Annex A from time to time. Parties are encouraged to address the matters set out in Annex A in a protocol or order.

## **ANNEX A: JOINT HEARINGS**

A court may conduct a joint hearing with another court. In connection with any such joint hearing, the following shall apply, or where relevant, be considered for inclusion in a protocol or order:

- (i) The implementation of this Annex shall not divest nor diminish any court's respective independent jurisdiction over the subject matter of proceedings. By implementing this Annex, neither a court nor any party shall be deemed to have approved or engaged in any infringement on the sovereignty of the other jurisdiction.
- (ii) Each court shall have sole and exclusive jurisdiction and power over the conduct of its own proceedings and the hearing and determination of matters arising in its proceedings.
- (iii) Each court should be able simultaneously to hear the proceedings in the other court. Consideration should be given as to how to provide the best audio-visual access possible.
- (iv) Consideration should be given to coordination of the process and format for submissions and evidence filed or to be filed in each court.
- (v) A court may make an order permitting foreign counsel or any party in another jurisdiction to appear and be heard by it. If such an order is made, consideration needs to be given as to whether foreign counsel or any party would be submitting to the jurisdiction of the relevant court and/or its professional regulations.
- (vi) A court should be entitled to communicate with the other court in advance of a joint hearing, with or without counsel being present, to establish the procedures for the orderly making of submissions and rendering of decisions by the courts, and to coordinate and resolve any procedural, administrative or preliminary matters relating to the joint hearing.
- (vii) A court, subsequent to the joint hearing, should be entitled to communicate with the other court, with or without counsel present, for the purpose of determining outstanding issues. Consideration should be given as to whether the issues include procedural and/or substantive matters. Consideration should also be given as to whether some or all of such communications should be recorded and preserved.

Court File No.:

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED  
AND IN THE MATTER OF LTL MANAGEMENT LLC

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
**(COMMERCIAL LIST)**

Proceeding Commenced at Toronto

**2023 SUPPLEMENTAL RECOGNITION ORDER**  
**(FOREIGN MAIN PROCEEDING)**

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