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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:))	Chapter 11
))	
CHEMTURA CORPORATION, <i>et al.</i> , ¹))	Case No. 09-11233 (REG)
))	
Debtors.))	Jointly Administered

PROPOSED AGENDA FOR FIRST DAY HEARING

Time and Date of Hearing: March 20, 2009 at 9:30 a.m. (Eastern Standard Time)

Location of Hearing: The Honorable Arthur J. Gonzalez, Bankruptcy Judge
Courtroom No. 623
United States Bankruptcy Court of the Southern District of New York
Alexander Hamilton Custom House
One Bowling Green
New York, New York 10004-1408

Copies of Motions: A copy of each pleading can be viewed on the Court's website at www.ecf.nysb.uscourts.gov and at the website of the Debtors' proposed notice and claims agent, Kurtzman Carson Consultants LLC ("KCC"), at www.kccllc.net/Chemtura. Further information may be obtained by calling KCC at 866-381-9100.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal taxpayer-identification number, are: Chemtura Corporation (3153); A&M Cleaning Products, LLC (4712); Aqua Clear Industries, LLC (1394); ASCK, Inc. (4489); ASEPSIS, Inc. (6270); BioLab Company Store, LLC (0131); BioLab Franchise Company, LLC (6709); Bio-Lab, Inc. (8754); BioLab Textile Additives, LLC (4348); CNK Chemical Realty Corporation (5340); Crompton Colors Incorporated (3341); Crompton Holding Corporation (3342); Crompton Monochem, Inc. (3574); GLCC Laurel, LLC (5687); Great Lakes Chemical Corporation (5035); Great Lakes Chemical Global, Inc. (4486); GT Seed Treatment, Inc. (5292); HomeCare Labs, Inc. (5038); ISCI, Inc. (7696); Kem Manufacturing Corporation (0603); Laurel Industries Holdings, Inc. (3635); Monochem, Inc. (5612); Naugatuck Treatment Company (2035); Recreational Water Products, Inc. (8754); Uniroyal Chemical Company Limited (Delaware) (9910); Weber City Road LLC (4381); and WRL of Indiana, Inc. (9136).

I. INTRODUCTION

II. FINANCING MOTIONS

- A. DIP Financing. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Post-Petition Secured Superpriority Financing Pursuant to 11 U.S.C. §§ 105(A), 362, 364(C)(1), 364(C)(2), 364(C)(3) and 364(D), (II) Authorizing the Debtors' Use of Cash Collateral Pursuant to 11 U.S.C. § 363, (III) Authorizing the Debtors' Use of Proceeds to Repurchase a Receivables Portfolio, (IV) Granting Adequate Protection Pursuant to 11 U.S.C. §§ 361, 363 and 364 and (V) Scheduling a Final Hearing Pursuant to Bankruptcy Rules 4001(b) and 4001(c)
- B. DIP Financing (MedioFactoring SpA). Debtors' Motion for Entry of Interim and Final Orders, Pursuant to Section 364(B) of the Bankruptcy Code, Authorizing Chemtura Corporation to Enter Into Guarantee with Intesa MedioFactoring SpA With Respect to Certain Obligations of the Debtors' Non-Debtor Affiliates
- C. Cash Management. Debtors' Motion for Entry of an Interim Order (A) Authorizing the Debtors to Continue Their Existing Cash Management System, Bank Accounts and Business Forms, (B) Granting Postpetition Intercompany Claims Administrative Expense Priority and (C) Authorizing Continued Intercompany Arrangements

III. OPERATIONS MOTIONS

- A. Wages and Benefits. Debtors' Motion for Entry of Interim and Final Orders (A) Authorizing, But Not Directing, Debtors (I) to Pay Certain Prepetition Wages and Reimbursable Employee Expenses, (II) to Pay and Honor Employee Medical and Other Benefits and (III) to Continue Employee Benefits Programs and (B) Authorizing Financial Institutions to Honor All Related Checks and Electronic Payment Requests
- B. Critical Vendors. Debtors' Motion for Entry of an Interim Order (A) Authorizing, But Not Directing, Debtors to Pay or Honor Prepetition Obligations to Certain Critical Vendors and (B) Authorizing Financial Institutions to Honor All Related Checks and Electronic Payment Requests
- C. Foreign Vendors. Debtors' Motion for Entry of an Interim Order (A) Authorizing, But Not Directing, Debtors to Pay or Honor Prepetition Obligations to Certain Foreign Critical Vendors and (B) Authorizing Financial Institutions to Honor All Related Checks and Electronic Payment Requests
- D. Lien Claims. Debtors' Motion for Entry of an Interim Order (A) Authorizing, But Not Directing, Debtors to Pay Prepetition Claims of Shippers, Warehousemen and Lien Claimants and (B) Authorizing Financial Institutions to Honor All Related Checks and Electronic Payment Requests
- E. Customer Programs. Debtors' Motion for Entry of an Order (A) Authorizing, But Not Directing, Debtors to Maintain Customer Programs and Honor Prepetition Obligations Related Thereto and (B) Authorizing Financial Institutions to Honor All Related Checks and Electronic Payment Requests

IV. PROCEDURAL MOTIONS

- A. Claims Agent Retention. Debtors' Application for Entry of an Order Authorizing and Approving the Employment and Retention of Kurtzman Carson Consultants LLC as Notice and Claims Agent for the Debtors

V. REQUEST TO SCHEDULE FUTURE HEARINGS

MATTERS TO BE HEARD INCLUDE:

A. Operations Motions

1. Utilities. Debtors' Motion for Entry of an Order Determining Adequate Assurance of Payment for Future Utility Services
2. Insurance. Debtors' Motion for Entry of an Order (A) Authorizing, But Not Directing, Debtors to Continue to Administer Insurance Coverage and (B) Authorizing Financial Institutions to Honor All Related Checks and Electronic Payment Requests
3. Taxes. Debtors' Motion for Entry of an Order (A) Authorizing, But Not Directing, the Debtors to Pay Certain Taxes and Fees and (B) Authorizing Financial Institutions to Honor All Related Checks and Electronic Payment Requests

B. Procedural Motions

1. Schedules and Statements. Debtors' Motion for Entry of an Order Granting an Extension of Time to File Schedules and Statements
2. Creditors' Matrix. Debtors' Motion for Entry of an Order Authorizing the Debtors to (A) Prepare a List of Creditors in Lieu of Submitting a Formatted Mailing Matrix, (B) File a Consolidated List of the Debtors' 50 Largest Unsecured Creditors and (C) Mail Initial Notices
3. Interim Compensation. Debtors' Motion for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals
4. Stock Transfers. Debtors' Motion for Entry of an Order Establishing Notification and Hearing Procedures for Transfers of Certain Common Stock and for Related Relief

C. Professional Retentions

1. Kirkland & Ellis Retention. Debtors' Application for Entry of an Order Authorizing the Employment and Retention of Kirkland & Ellis LLP as Attorneys for the Debtors Effective *Nunc Pro Tunc* to the Petition Date
2. WolfBlock Retention. Debtors' Application for Entry of an Order Authorizing the Employment and Retention of WolfBlock LLP as Conflicts Counsel for the Debtors Effective *Nunc Pro Tunc* to the Petition Date

3. A&M Retention. Debtors' Application for Entry of an Order Authorizing (A) the Employment and Retention of Alvarez & Marsal North America, LLC as Crisis Manager for the Debtors and (B) the Appointment of Ray Dombrowski as Chief Restructuring Officer for the Debtors Effective *Nunc Pro Tunc* to the Petition Date
4. Lazard Retention. Debtors' Application for Entry of an Order Authorizing the Employment and Retention of Lazard Frères & Co. LLC as Investment Banker for the Debtors and Debtors in Possession *Nunc Pro Tunc* to the Petition Date
5. Ordinary Course Professionals. Debtors' Motion for Entry of an Order Authorizing the Retention and Compensation of Certain Professionals Utilized in the Ordinary Course of Business

New York, New York
Dated: March 19, 2009

/s/ M. Natasha Labovitz
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