

Debtors' Application for an Order Directing Oral Examinations and Production of Documents Pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure With Respect to the Teamsters Local 102 Pension Plan (the "2004 Motion").

By the 2004 Motion, the Debtors seek entry of an order directing the trustees (the "Plan Trustees") or the actuary (the "Actuary") for the Teamsters Local 102 Pension Plan (the "Pension Plan") to (i) appear for oral examination and (ii) produce certain documents related to the Pension Plan.

Chemtura Corporation ("Chemtura") is a contributing employer to the Pension Plan, which is a multiemployer defined benefit plan providing retiree benefits to certain union employees at a facility operated by the Debtors in Fords, New Jersey. Jones Apparel, formerly the most significant contributing employer to the Pension Plan, withdrew from the Pension Plan effective as of March 31, 2009. Chemtura is now the most significant contributing employer to the Pension Plan.

In trying to determine its liability under the Pension Plan, Chemtura has informally reached out to representatives of the Pension Plan to determine, among other things, (i) Chemtura's termination and withdrawal liability, (ii) the scope of Chemtura's liability under the Pension Plan and (iii) whether the Employee Retirement Income Security Act's (as amended, "ERISA") rules regarding calculation of withdrawal liability have been properly applied in the past.

The Debtors have made numerous attempts over the past five months to obtain the foregoing information on a consensual basis, but have not yet received all of the requested information. Accordingly, the Debtors filed the 2004 Motion. The Debtors do not believe that the information requested in the 2004 Motion is burdensome and will not require a new analysis from the Plan Trustees or the Actuary. Among other things, the Debtors seek the following documents and information from the Plan Trustees or the Actuary regarding the Pension Plan:

- All documents relating to the annual certification of the Actuary regarding the funded status of the Pension Plan prepared in accordance with section 432(b)(4) of the Internal Revenue Code for the plan years beginning April 1, 2008 and April 1, 2009, including, but not limited to, documentation of the assumptions and methodologies underlying the calculation of liabilities under the Pension Plan related to such certifications;
- All documents relating to the annual funding notice required of the Pension Plan under section 101(f) of ERISA prepared with respect to the plan year ended March 31, 2009, including, but not limited to, documentation of the assumptions and methodologies underlying the calculation of liabilities under the Pension Plan used for purposes of determining the liabilities included on such notice;
- Each amendment, if any, to the Trust Agreement dated April 1, 1968 (the "Trust Agreement");
- All documents, whether part of the Pension Plan, Trust Agreement or otherwise, requiring use of the "5 year pooled method" as used in the electronic document labeled "L.102 Fund Wd. Liab. calcs..PDF," provided on or about July 2, 2009, for calculation of the liability

that would attach to an employer as a result of the withdrawal of the employer from the Pension Plan;

- The financial statements for the assets of the Pension Plan as of March 31, 2009 and all documents relating to such financial statements;
- The April 1, 2009 actuarial valuation report of the Pension Plan and all documents related to the preparation of such actuarial valuation report, including, but not limited to, documentation and communications regarding the assumptions and methodologies used or to be used for purposes of such valuation report; and
- All documents relating to the withdrawal of Jones Apparel from the Pension Plan, including, but not limited to, documentation of the assumptions and methodologies underlying the calculation of such liability, the amount of such liability and the extent to which Jones Apparel has paid such liability under the Pension Plan and/or the schedule with respect to which the Plan Trustees have demanded Jones Apparel pay such liability.

In addition, the Debtors request that the Court enter an order directing the Actuary or Plan Trustees to appear for oral examination.