

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

_____	X	
In re	:	Chapter 11
	:	
GARRETT MOTION INC., <i>et al.</i> , ¹	:	Case No. 20-12212 (MEW)
	:	
Debtors.	:	Jointly Administered
_____	X	

**ORDER ESTABLISHING PROCEDURES FOR THE
 ESTIMATION OF CLAIMS OF HONEYWELL ET AL. AGAINST THE DEBTORS**

Upon the motion (the “**Motion**”)² of Garrett Motion Inc. and each of its affiliated debtors, each as a debtor and debtor in possession (collectively, the “**Debtors**”) in the above-captioned case (the “**Chapter 11 Cases**”), pursuant to sections 105(a) and 502(c) of the Bankruptcy Code, seeking to establish procedures for estimating Honeywell’s claims (Dkt. 309); this Court having jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334; and venue of these Chapter 11 Cases and the Motion in this district being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that proper and adequate notice of the Motion and the relief requested therein has been provided in accordance with the Bankruptcy Rules and the Local Rules, and that, except as otherwise ordered herein, no other or further notice is necessary; and the Court having considered

¹ The last four digits of Garrett Motion Inc.’s tax identification number are 3189. Due to the large number of debtor entities in these Chapter 11 Cases, which are being jointly administered, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <http://www.kccllc.net/garrettmotion>. The Debtors’ corporate headquarters is located at La Pièce 16, Rolle, Switzerland.

² Capitalized terms used but not defined herein have the meanings given to them in the Motion.



the Motion, the statements in support thereof (Dkts. 359, 361), Honeywell International Inc.'s objection to the Motion (Dkt. 362), and the Debtors' reply thereto (Dkt. 384); and a hearing on the Motion having been held on November 18, 2020 (the "**Hearing**"); and upon the record of the Hearing and all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, and for the reasons set forth on the record of the Hearing;

IT IS HEREBY ORDERED THAT:

1. The Court will hold an evidentiary hearing to estimate Honeywell's claims for purposes of allowance under section 502(c) of the Bankruptcy Code, which hearing will take place from February 1, 2021 to February 5, 2021, and from February 8, 2021 to February 12, 2021.
 - a. Each side will have an equal amount of time, up to five days, to present its case;
 - b. The Debtors shall proceed first;
 - c. The parties may present testimony of fact and expert witnesses and may seek to introduce exhibits into evidence; and
 - d. The parties will each be permitted an equal amount of time for opening statements and closing arguments.
2. The following pre-hearing deadlines shall apply:

Date	Event
November 30, 2020	<p>Deadline for service of all discovery requests other than the Supplemental Requests (defined below) (the “Initial Requests”)</p> <p>Unless otherwise ordered by the Court, interrogatories shall be limited to those seeking names of witnesses with knowledge of discoverable information, except that the Debtors may serve interrogatories regarding the calculation of the Section 965 Liability as defined in the Tax Matters Agreement.</p> <p>Without leave of the Court upon a specific showing of good cause, requests for admission pursuant to Federal Rule 36 shall not be allowed, except with respect to any request to admit the authenticity of any described document.</p>
December 4, 2020	<p>Deadline for Debtors to identify any and all counterclaims or causes of action, including those based on insolvency, that relate to the disallowance or amount of Honeywell’s claims that were not already asserted in the adversary proceeding.</p>
December 8, 2020	<p>Deadline for Honeywell to serve supplemental discovery requests relating solely to any new counterclaims or causes of action that were not already asserted in the adversary proceeding (together with the Debtors’ supplemental discovery, the “Supplemental Requests”)</p>
December 10, 2020	<p>Deadline for responses and objections to the Initial Requests.</p>
December 15, 2020	<p>Deadline for responses and objections to Honeywell’s Supplemental Requests</p>
December 18, 2020	<p>Agreed date for Honeywell to file its proofs of claim (the “Proofs of Claims”)</p>
December 20, 2020	<p>Deadline for Debtors to serve supplemental discovery requests relating solely to the Proofs of Claim, which requests shall be limited to no more than 10 requests</p>
December 27, 2020	<p>Deadline to exchange initial list of fact witnesses</p>

Date	Event
December 30, 2020	Deadline for production of all documents and information in response to the Initial Requests; parties shall produce documents on a rolling basis as soon as possible prior to the deadline Deadline for responses and objections to the Debtors' Supplemental Requests
January 6, 2021	Deadline for production of all documents in response to the Supplemental Requests; parties shall produce documents on a rolling basis as soon as possible prior to the deadline
January 5-12, 2021	Period for fact depositions (subject to modifications by agreement of the parties)
January 11, 2021	Parties to hold conference to discuss scope of the hearing, including the issues in dispute and the use of written direct examinations, and to assess whether any issues can be resolved by agreement among the parties
January 16, 2021	Deadline for opening expert reports
January 19, 2021	Parties to exchange exhibit lists
January 23, 2021	Deadline for rebuttal expert reports Deadline to exchange final list of fact witnesses Parties to submit joint proposed pretrial order addressing, among other issues, motions <i>in limine</i> (if any)
January 25, 2021	Parties to submit to the Court their exhibits to be used at trial, along with a table of contents clearly identifying each exhibit
January 27, 2021	Deadline for each side to file pre-trial briefs, not to exceed 40 pages
January 29, 2021	Deadline for expert depositions

3. Any discovery disputes must be brought to the Court's attention (i) prior to January 16, 2021, for non-expert discovery, and (ii) prior to January 30, 2021, for expert discovery.

Discovery disputes may be brought on an expedited basis by filing a letter on the docket requesting a telephonic court conference. Any such letter shall contain a certification that the requesting party has attempted in good faith to resolve the dispute, and include a statement by each side as to its position and the reason the dispute could not be resolved.

4. The parties will be expected to introduce fact and expert testimony on all claims and counterclaims they have against each other that are necessary to estimate the net amount, if any, of Honeywell's claims, against the Debtors.
5. The Court shall hold a final pre-trial conference to resolve any pending disputes, and to inform the parties of how the evidentiary portion of the hearing shall be conducted, on January 26, 2021 at 11:00 AM.
6. The parties will confer with the Court regarding dates for post-trial briefs and/or closing arguments in the Court's discretion.
7. The estimation of an allowed amount of Honeywell's claims pursuant to this Order shall not preclude a settlement or alternative treatment of Honeywell's claims, with the Court's approval and in accordance with applicable law.
8. This Court retains jurisdiction with respect to all matters arising from or related to this Order.

Dated: December 11, 2020
New York, New York

s/Michael E. Wiles
HON. MICHAEL E. WILES
UNITED STATES BANKRUPTCY JUDGE