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IT IS SO ORDERED.




Jeffery P. Hopkins
United States Bankruptcy Judge

Dated: November 13, 2012

**UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION**

In re:) **Chapter 11**
)
EAGLEPICHER HOLDINGS, INC., et) **Case No. 05-12601**
al.,) **Jointly Administered**
)
Post Confirmation Debtors.) **Honorable Jeffery P. Hopkins**
)
) **Related Docket No. 3473**

**ORDER GRANTING MOTION OF EP MANAGEMENT CORPORATION FOR ENTRY
OF AN ORDER, PURSUANT TO RULE 9019(a) OF THE FEDERAL RULES OF
BANKRUPTCY PROCEDURE, APPROVING SETTLEMENT WITH THE MISSOURI
DEPARTMENT OF NATURAL RESOURCES AND THE UNITED STATES WITH
RESPECT TO THE OTHER ENVIRONMENTAL CLAIMS**

Upon consideration of the *Motion of EP Management Corporation for Entry of an Order, Pursuant to Rule 9019(a) of the Federal Rules of Bankruptcy Procedure, Approving Settlement with the Missouri Department of Natural Resources and the United States* (the “Motion”) (Docket No. 3473); good and sufficient notice of the Motion having been given; The Sherwin Williams Company having filed its Response to the Motion (the “Sherwin Williams Response”) (Docket No. 3479); the Court having held a hearing on the Motion on November 8, 2012 and being otherwise fully advised in the premises, finds that the Settlement Agreement with respect

to the Other Environmental Claims is procedurally and substantively fair, reasonable and consistent with environmental law given the terms of the confirmed Plan and complies with Rule 9019 of the Federal Rules of Bankruptcy Procedure, and that the legal and factual bases set forth in the Motion establish good cause for the relief granted herein, therefore:

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion is hereby GRANTED with respect to the Other Environmental Claims in its entirety.
2. The Sherwin Williams Response is denied in its entirety.
3. The Settlement Agreement, attached to the Motion as Exhibit A, is hereby approved with respect to the Other Environmental Claims in its entirety.¹
4. The United States Claims with respect to the Other Environmental Claims shall be reduced to the amounts set forth in the Settlement Agreement. On account of the United States Claims with respect to the Other Environmental Claims, EPMC shall pay to the United States and behalf of EPA, DOI and USFS the amount of One Hundred Thousand Dollars (\$100,000) payable within ten days of the Effective Date.
5. Upon payment of the amounts due under the approved Settlement Agreement by EPMC with respect to the Other Environmental Claims, Proof of Claim Nos. 331, 422, 507, and 750, filed in these chapter 11 cases, each as amended, shall be deemed satisfied and paid in full with respect to the Other Environmental Claims.
6. This Order and the Order Granting Motion of EP Management Corporation for Entry of an Order, Pursuant to Rule 9019(a) of the Federal Rules of Bankruptcy Procedure, Approving Settlement With the Missouri Department of Natural Resources and the United States

¹ Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion or the Settlement Agreement unless otherwise indicated.

With Respect to the Missouri Environmental Claims and the EPT Joplin Facility constitute approval of the entire Settlement Agreement.

7. EPMC is authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order and to consummate the Settlement Agreement.

8. This Court shall retain jurisdiction over this Order.

SO ORDERED.

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Copies to: Default List.

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