

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

**In re:** §  
§ **Chapter 11**  
§  
**UTEX INDUSTRIES, INC., et al.,** § **Case No. 20-34932 (DRJ)**  
§  
**Debtors.**<sup>1</sup> § **(Jointly Administered)**  
§ **(Emergency Hearing Requested)**

**DEBTORS' EMERGENCY MOTION IN LIMINE**

**EMERGENCY RELIEF HAS BEEN REQUESTED. A HEARING WILL BE CONDUCTED ON THIS MATTER AS SOON AS POSSIBLE OR NO LATER THAN THE START OF THE COMBINED HEARING ON OCTOBER 23, 2020, AT 1:00 P.M. (CENTRAL TIME) BY AUDIO AND VIDEO COMMUNICATIONS AS SET FORTH BELOW. IF YOU OBJECT TO THE RELIEF REQUESTED OR YOU BELIEVE THAT EMERGENCY CONSIDERATION IS NOT WARRANTED, YOU MUST EITHER APPEAR AT THE HEARING OR FILE A WRITTEN RESPONSE PRIOR TO THE HEARING. OTHERWISE, THE COURT MAY TREAT THE PLEADING AS UNOPPOSED AND GRANT THE RELIEF REQUESTED.**

**RELIEF IS REQUESTED NOT LATER THAN OCTOBER 23, 2020.**

**PLEASE NOTE THAT THROUGH ENTRY OF GENERAL ORDER 2020-19 ON AUGUST 7, 2020, THE COURT HAS EXTENDED THE USE OF THE PROTOCOL FOR EMERGENCY PUBLIC HEALTH OR SAFETY CONDITIONS (ADOPTED BY GENERAL ORDER 2020-4; INVOKED BY GENERAL ORDERS 2020-10 AND 2020-10A AND AS EXTENDED AND MODIFIED BY GENERAL ORDERS 2020- 11, 2020-17 AND 2020-18) THROUGH NOVEMBER 1, 2020.**

**IT IS ANTICIPATED THAT ALL PERSONS WILL APPEAR TELEPHONICALLY AND ALSO MAY APPEAR VIA VIDEO AT THIS HEARING.**

**AUDIO COMMUNICATION WILL BE BY USE OF THE COURT'S DIAL-IN FACILITY. YOU MAY ACCESS THE FACILITY AT (832) 917-1510. YOU WILL BE RESPONSIBLE FOR YOUR OWN LONG-DISTANCE CHARGES. ONCE CONNECTED, YOU WILL BE ASKED TO ENTER THE CONFERENCE ROOM NUMBER. JUDGE JONES CONFERENCE ROOM NUMBER IS 205691.**

**YOU MAY VIEW VIDEO VIA GOTOMEETING. TO USE GOTOMEETING, THE COURT RECOMMENDS THAT YOU DOWNLOAD THE FREE GOTOMEETING APPLICATION. TO CONNECT, YOU SHOULD ENTER THE MEETING CODE "JUDGEJONES" IN THE GOTOMEETING APP OR CLICK THE LINK ON JUDGE JONES' HOME PAGE ON THE**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: UTEX Industries, Inc. (9867), RSH Utex Holdings, LLC (4048), Industrial Sealing Solutions Holdings Inc. (0104), UI Sealing Technologies Intermediate Holdings, Inc. (9553), UTEX Holding, Inc. (8260), Applied Rubber Technology, Inc. (1790), CAM Specialty Intermediate Holdings, Inc. (9099), CAM Specialty Products, Inc. (8342), Duraquest, Inc. (7017), Work Manufacturing, L.L.C. (5341), Energy Products LLC (8160), and Arefco Seals, Inc. (5258). The Debtors' mailing address is 10810 Katy Freeway, Suite 100, Houston, TX 77043.

**SOUTHERN DISTRICT OF TEXAS WEBSITE. ONCE CONNECTED, CLICK THE SETTINGS ICON IN THE UPPER RIGHT CORNER AND ENTER YOUR NAME UNDER THE PERSONAL INFORMATION SETTING.**

**HEARING APPEARANCES MUST BE MADE ELECTRONICALLY IN ADVANCE OF THE HEARING. TO MAKE YOUR ELECTRONIC APPEARANCE, GO TO THE SOUTHERN DISTRICT OF TEXAS WEBSITE AND SELECT "BANKRUPTCY COURT" FROM THE TOP MENU. SELECT "JUDGES' PROCEDURES," THEN "VIEW HOME PAGE" FOR JUDGE JONES. UNDER "ELECTRONIC APPEARANCE" SELECT "CLICK HERE TO SUBMIT ELECTRONIC APPEARANCE". SELECT THE CASE NAME, COMPLETE THE REQUIRED FIELDS AND CLICK "SUBMIT" TO COMPLETE YOUR APPEARANCE.**

UTEX Industries, Inc. and its debtor affiliates in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the "**Debtors**") file this emergency motion in limine (the "**Motion**") and respectfully request entry of an order substantially in the form attached hereto as **Exhibit A** (the "**Proposed Order**") for the reasons set forth below.<sup>2</sup>

#### **Preliminary Statement**

1. No party with standing intends to contest approval of the Debtors' Disclosure Statement and the Prepackaged Plan, which is scheduled to be heard on October 23, 2020 (the "**Combined Hearing**"). In fact, the Prepackaged Plan: (i) provides that all general unsecured claims will be unimpaired; (ii) is supported by Riverstone Gamma Holdings, LP (the "**Consenting Investor**"), the owner of 100% of the equity interests in RSH UTEX Holdings, LLC; and (iii) has been *unanimously accepted* by each impaired creditor voting on the Prepackaged Plan. Against this backdrop, Mr. Randal Newman ("**Newman**") is the lone party intending to object to plan confirmation and disclosure statement approval.

2. Mr. Newman has no standing to oppose confirmation of the Prepackaged Plan or Disclosure Statement approval. *See* 11 U.S.C. § 1128(b) ("A party in interest may object to confirmation of a plan."). Mr. Newman is not an equity holder in any Debtor. Rather, Mr.

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<sup>2</sup> Capitalized terms used but not defined in this Motion shall have the meanings set forth in the *Disclosure Statement for Joint Prepackaged Chapter 11 Plan of UTEX Industries, Inc. and Its Affiliated Debtors* [Docket No. 21] (the "**Disclosure Statement**").

Newman holds a small equity interest in the Consenting Investor. In this regard, the caselaw is clear that such an indirect interest is insufficient to confer standing to an indirect interest holder such as Mr. Newman. *See, e.g., In re Royal Props. & Invs., Inc.*, 68 B.R. 245, 246 (Bankr. S.D. Fla. 1986) (“[A] stockholder of a parent corporation is not a party in interest entitled to intervene in the reorganization proceeding of its subsidiary.”). Further, any prepetition claim asserted by Mr. Newman is, of course, unimpaired under the Prepackaged Plan. Mr. Newman’s rights to prosecute such a claim (and the Debtors’ defenses to such a claim) will be unaffected by Disclosure Statement approval and confirmation of the Prepackaged Plan. *See* 11 U.S.C. 1124(1). Thus, Mr. Newman lacks standing as a purported creditor. *In re Quigley Co.*, 391 B.R. 695, 703 (Bankr. S.D.N.Y. 2008); (“[A]lthough ‘[a] party in interest may object to confirmation of a plan,’ 11 U.S.C. 1128(b), it cannot challenge portions of the plan that do not affect its direct interests.”).

3. Still, Mr. Newman has, through his counsel, demanded to call not less than four (4) Debtor witnesses<sup>3</sup> and also provide Mr. Newman’s affirmative testimony at the Combined Hearing, which witnesses are detailed in the Witness and Exhibit List filed [Docket No. 140] on October 20, 2020. A meet and confer was subsequently undertaken at the Debtors’ request on October 21, 2020, at which the Debtors sought to, among other things, ensure that Mr. Newman’s counsel clearly understood that Mr. Newman’s asserted claim will be unimpaired under the Prepackaged Plan, as well as to understand the bases for Mr. Newman’s substantive and evidentiary objections to at least narrow the issues required for adjudication by the Court. The Debtors further sought to ensure that Mr. Newman’s counsel understood that the Debtors are

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<sup>3</sup> In addition to his own testimony, Mr. Newman has demanded to call: (i) Michael Balas, the Debtors’ Chief Executive Officer; (ii) Peter Sanchez, the Debtors’ Chief Financial Officer and declarant in support of plan confirmation and disclosure statement approval; (iii) Steven Panagos, one of two members of the Special Committee of the UTEX Holding, Inc. (the “**Special Committee**”); and (iv) Ms. Jill Frizzley, one of two members of the Special Committee.

submitting direct testimony from Mr. Peter Sanchez, their Chief Financial Officer, as part of their evidentiary record in support of confirmation and will, of course, make Mr. Sanchez available for cross examination.<sup>4</sup>

4. This meet and confer was, unfortunately, unsuccessful and the Debtors are obliged to report they have been unable to narrow any of the issues required for adjudication by the Court. In particular, Mr. Newman, through his counsel, was unwilling to revise his demanded witnesses or to modify Mr. Newman's substantive objections. Similarly, Mr. Newman's counsel was unable or else unwilling to identify (i) the scope of testimony required from any the four (4) identified Debtor personnel or from Mr. Newman, (ii) the relevance of that separate testimony to the relief requested at the Combined Hearing, or (iii) Mr. Newman's basis for standing per section 1109(b) in connection with the Combined Hearing. As a result, the Debtors have been obliged to file this Motion to avoid continued waste of resources—although the Debtors will continue in their efforts to resolve Mr. Newman's objection and related evidentiary issues if at all reasonably possible.

5. The Debtors respectfully submit that Mr. Newman should be barred from calling witnesses other than Mr. Sanchez. Mr. Newman lacks standing in any matter concerning plan confirmation and related relief. Any testimony from Mr. Newman's putative witnesses might provide with respect to the relief requested at tomorrow's hearing cannot in any way affect Mr. Newman's rights as a putative creditor which, to be clear, are unimpaired by the Prepackaged Plan. Calling four (4) separate Debtor witnesses as well as Mr. Newman providing his own testimony will be cumulative and certainly impose an undue burden on the Debtors' estates and will needlessly waste the time and resources of this Court and parties in interest. Nor does Mr.

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<sup>4</sup> Mr. Sanchez's declaration in support of plan confirmation and related relief was filed at [Docket No. 144].

Newman's status as an indirect equity interest holder provide Mr. Newman with standing to either oppose plan confirmation or call witnesses as demanded by Mr. Newman here.

6. In sum, the Debtors respectfully request that the Court strike Mr. Newman's request to call witnesses other than Mr. Sanchez and grant such other and further relief as the Court deems proper here.

### **Jurisdiction**

7. The Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

### **Relief Requested**

8. By this Motion, pursuant to sections 105(a) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “**Bankruptcy Code**”), Rule 9017 of the Federal Rules of Bankruptcy Procedures (the “**Bankruptcy Rules**”), and FRE 401, 402, and 403, the Debtors seek entry of an order, substantially in the form of the Proposed Order, precluding Newman from calling witnesses (including himself) and presenting evidence at the Combined Hearing in connection with the arguments set forth in his Objection.

### **Arguments & Authority**

#### **A. Mr. Newman Is Not a Party in Interest, and Has No Standing to Appear or Call Witnesses at the Combined Hearing.**

9. Only a party in interest has a right to object be heard at the Combined Hearing. *See* 11 U.S.C. §§ 1109(b), 1128(b); *In re Cypresswood Land Partners I*, 409 B.R. 396, 446 (Bankr. S.D. Tex. 2009) (“IFA must be a party-in-interest to object to the Amended Plan in the case at bar. A determination of whether IFA is a party-in-interest requires an examination of § 1109.”). As detailed below, Mr. Newman is not an equity holder in a debtor or a creditor whose

rights are affected in any way by the relief requested at tomorrow's hearing. Therefore Mr. Newman is not a party in interest per section 1109(b) of the Bankruptcy Code.<sup>5</sup>

10. Mr. Newman does not have standing as an equity holder. It is hornbook law that an indirect equity interest in a debtor does not confer standing under section 1109(b). *See In re Vantage Drilling Int'l*, 603 B.R. 538 (D. Del. 2019) (“Appellants had no claim against or equity interests in the Company. F3 was a shareholder of Vantage, an entity which was not a debtor in the Chapter 11 proceeding.”); *Royal Props.*, 68 B.R. at 246 (“[A] stockholder of a parent corporation is not a party in interest entitled to intervene in the reorganization proceeding of its subsidiary.”); *In re Cogar*, 210 B.R. 803, 808 n.7 (9th Cir. B.A.P. 1997) (“To have standing a party must assert its own legal rights and interests and cannot rest its claim to relief on the legal rights or interest of third parties.”).

11. Mr. Newman does not have standing as a creditor with respect to the Combined Hearing. While Mr. Newman does assert a contingent claim against one or more Debtors on account of a 2015 sale transaction, that claim will be unimpaired under the Prepackaged Plan, (*see* Plan, at Art. 3 § 3). Mr. Newman's rights on account of that putative claim (as well as the Debtors' defenses) are in no way affected by the relief requested by the Debtors as part of plan confirmation or disclosure statement approval. *See* 11 U.S.C. 1124(1). As a result, Mr. Newman's asserted claim is no basis on which Mr. Newman is a party with standing to oppose the Debtors' requested relief. *See In re Cypresswood Land Partners, I*, 409 B.R. at 418 (“Courts across the nation have determined that parties-in-interest may only object to plan provisions that ‘directly implicate its own rights and interests.’” (internal quotation marks omitted)); *Quigley*, 391 B.R. at

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<sup>5</sup> Section 1109(b) of the Bankruptcy Code identifies eight (8) specific categories of “parties in interest”: (i) the debtor; (ii) a bankruptcy trustee; (iii) a creditors' committee; (iv) an equity committee; (v) a creditor; (vi) an equity interest holder; and (vii) any indenture trustee. The Debtors respectfully submit only the categories of “creditor” and “equity security holder” are relevant here.

703 (“[A]lthough ‘[a] party in interest may object to confirmation of a plan,’ 11 U.S.C. 1128(b), it cannot challenge portions of the plan that do not affect its direct interests.”); *In re Feldman*, 53 B.R. 355, 357 (Bankr. S.D.N.Y. 1985) (“[N]o disclosure statement is required for [unimpaired classes] since a disclosure statement is required only for the purpose of soliciting an acceptance or rejection of the plan.”); *In re Victory Constr. Co., Inc.*, 42 B.R. 145, 154 (Bankr. C.D. Cal. 1984) (same); *In re Stanley Hotel, Inc.*, 13 B.R. 926, 929 (Bankr. D. Colo. 1981) (same)

12. To be clear, nothing in the Prepackaged Plan affects Mr. Newman’s putative claim; that claim is unimpaired. Mr. Newman has no ‘direct interest’ affected by the Prepackaged Plan, *see Quigley*, 391 B.R. at 703, Mr. Newman has no standing to oppose the Prepackaged Plan, *see* 11 U.S.C. 1128(b), and Mr. Newman has no right to call witnesses or put forth evidence at the Combined Hearing.

**B. Alternatively, Newman’s Request for Witness Testimony and Proffered Evidence Should be denied under FRE 401, 402, and 403.**

13. Even if Mr. Newman were found to have standing in connection with the Combined Hearing (and he does not), the Court should still strike Mr. Newman’s demands under the applicable evidentiary rules. Bankruptcy courts have “wide discretion” to exclude relevant evidence “if its probative value is substantially outweighed by . . . unfair prejudice, confusing the issues, misleading the jury, undue delay, wasting time, or needlessly presenting cumulative evidence.” Fed. R. Evid. 403; Fed. R. Bankr. P. 9017; *see U.S. Bank N.A. v. Verizon Communs., Inc.*, 761 F.3d 409, 430 (5th Cir. 2014); *Deus v. Allstate Ins. Co.*, 15 F.3d 506, 520 (5th Cir. 1994) (finding that the court has “wide discretion” to exclude “repetitive and immaterial evidence” under Fed. R. Evid. 403); *In re Digerati Techs., Inc.*, 537 B.R. 317, 363 (Bankr. S.D. Tex. 2015); *see also Obeslo v. Great-West Capital Mgmt., LLC*, Case No. 16-cv-03162-CMA-SKC, 2019 U.S. Dist. LEXIS 220960, at \*6–7 (D.C. Colo. Dec. 23, 2019) (granting motion *in limine* to preclude

plaintiffs from introducing evidence under Fed. R. Evid. 401 and 403 because the plaintiffs lacked standing and “limiting the presentation of evidence to Funds for which Plaintiffs have standing to raise claims will make trial more efficient and [] will conserve [] resources”).

**1. Mr. Newman’s demand for witness testimony and proffered evidence are irrelevant to the matters at issue.**

14. Under FRE 402, irrelevant evidence is not admissible. Fed. R. Evid. 402. For evidence to be relevant, it must “make the existence of any fact that is of *consequence to the determination of the action*” more or less probable. Fed. R. Evid. 401 (emphasis added); Fed. R. Evid. 402; *United States v. Hall*, 653 F.2d 1002 (5th Cir. 1981) (“Simply stated, the proposition to be proved must be part of the hypothesis governing the case a matter that is in issue, or probative of a matter that is in issue, in the litigation.”); *Reilly v. TXU Bus. Servs. Co.*, 485 Fed. Appx. 731, 734 (5th Cir. 2012).

15. As discussed above, Newman does not have standing to make his Objection as he is not a “party in interest” in these chapter 11 cases. For the same reasons, any evidence or testimony presented by Newman would not assist the Court and would be unfairly prejudicial to the Debtors because it would offer little, if any, probative value to the facts at issue in the Combined Hearing. Indeed, it is at best unclear how Mr. Newman’s own testimony could be at all relevant to the relief requested at the Combined Hearing. Therefore, the witnesses Newman seeks to call and any evidence intended to be proffered by Newman are cumulative, wholly irrelevant, not probative of the issue at hand, and inadmissible. *See, Obeslo*, 2019 U.S. Dist. LEXIS 220960, at \*6–7.

**2. Mr. Newman’s putative evidence and request for witness testimony is cumulative and a waste of resources.**

16. The Court may also exclude relevant evidence to prevent duplicative evidence that would waste the court’s time. *See Deus*, 15 F.3d at 520; *In re Digerati Techs.*, 537



B.R. at 363. Courts consider whether the probative value is substantially outweighed by “the needless presentation of cumulative evidence” when determining whether to exclude relevant evidence. *See United States v. Colomb*, 419 F.3d 292, 303 (5th Cir. 2005); *Meadows & Walker Drilling Co. v. Phillips Petroleum Co.*, 417 F.2d 378, 382 (5th Cir. 1969) (finding that duplicative expert testimony was rightly excluded by the trial court).

17. Testimony from witnesses that is duplicative of testimony or evidence already proffered is cumulative and may be excluded under Fed. R. Evid. 403. *See Leefe v. Air Logistics, Inc.*, 876 F.2d 409, 410–11 (5th Cir. 1989); *see also Deus*, 15 F.3d at 520; *Harvey v. Andrist*, 754 F.2d 569, 572 (5th Cir. 1985); *In re Digerati Techs.*, 537 B.R. at 363. Furthermore, in the Fifth Circuit, “[i]t is well established that evidence which is merely repetitious and cumulative of testimony already introduced may be excluded by the court.” *Meadows & Walker Drilling Co. v. Phillips Petroleum Co.*, 417 F.2d 378, 382 (5th Cir. 1969); *see Harvey*, 754 at 572 (finding that testimony of additional witnesses would be “superfluous, cumulative, or unjustified”), *cert. denied* 471 U.S. 1126 (1985); *see also Bell v. Wathen*, Case no. 07-10609, 2008 U.S. App. LEXIS 8045, at \*2 (5th Cir. Apr. 14, 2008) (finding that movant failed to show why the testimony of the witnesses “would not be repetitious, cumulative, or irrelevant” and affirming the exclusion of the testimony by the district court).

18. The evidence and testimony Newman seeks to offer through the four (4) separate witnesses will almost certainly be cumulative and duplicative of the testimony provided by Mr. Sanchez. Thus, witness testimony from parties other than Mr. Sanchez should be precluded. *See, e.g., Deus*, 15 F.3d at 520; *Harvey*, 754 at 572; *In re Digerati Techs.*, 537 B.R. at 363. Nor can Mr. Newman’s testimony be relevant to the questions presented for consideration by the Court at the Combined Hearing. At the same time, the time and expenses necessary to

present (and prepare) the cumulative evidence and additional witness testimony would clearly material and prohibit relative to its highly limited probative value. *See Harvey*, 754 at 572; *Bell*, 2008 U.S. App. LEXIS 8045, at \*2; *In re Digerati Techs.*, 537 B.R. at 363. Accordingly, the witnesses and evidence proffered by Newman should be excluded.

**Relief Requested Should Be Granted**

19. For all of the foregoing reasons, precluding Newman from calling witnesses (including himself) and presenting evidence at the Combined Hearing is necessary, appropriate, and in the best interests of the Debtors, their estates, and all other parties in interest in these cases. Accordingly, the Debtors respectfully request the Court grant the Motion and enter an order, substantially in the form of the Proposed Order, excluding Newman's witnesses and evidence.

**Notice**

20. Notice of this Motion will be served on any party entitled to notice pursuant to Bankruptcy Rule 2002 and any other party entitled to notice pursuant to Local Rule 2002-1.

**No Previous Request**

21. No previous request for the relief sought herein has been made by the Debtors to this or any other court.

WHEREFORE the Debtors respectfully request entry of the Proposed Order granting the relief requested herein and such other and further relief as the Court may deem just and appropriate.

Dated: October 22, 2020  
Houston, Texas

/s/ Alfredo R. Pérez  
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*Proposed Attorneys for Debtors  
and Debtors in Possession*

**Certificate of Service**

I hereby certify that on October 22, 2020, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Alfredo R. Pérez  
Alfredo R. Pérez

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>In re:</b>	§ § § § § § §	<b>Chapter 11</b>
<b>UTEX INDUSTRIES, INC., et al.,</b>	§ § § § § § §	<b>Case No. 20-34932 (DRJ)</b>
<b>Debtors.<sup>1</sup></b>	§ § § § § § §	<b>(Jointly Administered)</b> <b>Re: Docket No. ____</b>

**ORDER GRANTING EMERGENCY MOTION IN LIMINE OF DEBTORS  
IN CONNECTION WITH CONFIRMATION**

Upon the motion, dated October 22, 2020 (the “**Motion**”)<sup>2</sup> of UTEX Industries, Inc. and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the “**Debtors**”), for entry of an order pursuant to section 105(a) of the Bankruptcy Code, Bankruptcy Rule 9017, and Federal Rules of Evidence 401, 402, and 403 granting precluding Mr. Randal Newman (“**Newman**”) from calling witnesses (including himself) and presenting evidence at the Combined Hearing on approval of the Debtors’ Disclosure Statement and confirmation of the Prepackaged Plan, as more fully set forth in the Motion; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: UTEX Industries, Inc. (9867), RSH Utex Holdings, LLC (4048), Industrial Sealing Solutions Holdings Inc. (0104), UI Sealing Technologies Intermediate Holdings, Inc. (9553), UTEX Holding, Inc. (8260), Applied Rubber Technology, Inc. (1790), CAM Specialty Intermediate Holdings, Inc. (9099), CAM Specialty Products, Inc. (8342), Duraquest, Inc. (7017), Work Manufacturing, L.L.C. (5341), Energy Products LLC (8160), and Arefco Seals, Inc. (5258). The Debtors’ mailing address is 10810 Katy Freeway, Suite 100, Houston, TX 77043.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

provided; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the Motion; and this Court having held a hearing to consider the relief requested in the motion; and all objections, if any, to the Motion having been withdrawn, resolved, or overruled; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and it appearing that the relief requested in the Motion is necessary and is in the best interests of the Debtors and their respective estates and creditors; and upon all of the proceedings had before this Court and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT**

1. The Motion is granted as set forth herein.
2. Mr. Randal Newman is precluded from calling witnesses (including himself) and presenting evidence at the Combined Hearing on approval of the Debtors' Disclosure Statement and confirmation of the Prepackaged Plan.
3. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: \_\_\_\_\_, 2020  
Houston, Texas

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UNITED STATES BANKRUPTCY JUDGE