IN THE CIRCUIT COURT
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

IN RE: **ALL MADISON COUNTY, ILLINOIS, ASBESTOS LITIGATION FILED BY THE O'BRIEN LAW FIRM**

BORG-WARNER CORPORATION BY ITS SUCCESSOR IN INTEREST
RESPONSES TO PLAINTIFF'S SECOND INTERROGATORIES

Borg-Warner Corporation (hereinafter referred to as "Borg-Warner") does not currently exist, nor is its successor engaged in the manufacture or sale of asbestos-containing automotive products. A good faith effort has been made to responsively address plaintiffs' discovery to which objections have not otherwise been filed. For this reason, BorgWarner Inc., an entity familiar with the prior automotive operations of Borg-Warner Corporation, has assisted in the preparation of responses to this discovery on behalf of the Defendant, relying upon information collected from various sources, including information recently identified. Defendant's exploration of its prior operations is continuing and these responses amend and supersede any previously filed responses to discovery in this and any other jurisdiction. Defendant does not purport to have adopted or applied any definitions set forth at the outset of or at other places in plaintiffs' discovery nor has it assumed the improper, unproved and hypothetical facts or accepted the terminology or substance of plaintiffs' claims incorporated in, implied or alluded to within this discovery.

In an effort to expand its previous responses to discovery of Borg-Warner's United States automotive operations these answers address the manufacture and sale of Borg-Warner clutch materials for automatic transmissions.

General Objections

1. Borg-Warner objects to Plaintiffs' Discovery on the grounds that it is overly broad, unduly burdensome, seeks information which is not relevant to Plaintiffs' cause of action, and seeks information which is not reasonably calculated to lead to the discovery of admissible evidence. Without waiving this objection, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

2. Borg-Warner objects to Plaintiffs' Discovery to the extent that said Discovery seeks information protected by either the attorney-client privilege or the work-product doctrine. Without waiving these objections, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

3. Borg-Warner objects to Plaintiffs' Discovery to the extent that it seeks information that is not within the custody or control of Borg-Warner, is otherwise within the public domain, or is otherwise equally or more available to Plaintiffs than to Borg-Warner. Without waiving this objection, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

4. Borg-Warner objects to Plaintiffs' Discovery to the extent that it asserts and/or assumes unproven conclusions as established facts. Without waiving this objection, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

5. Borg-Warner objects to Plaintiffs' Discovery to the extent that it assumes the truth of the allegations which are in dispute in this litigation and/or makes incorrect and/or untrue assertions, and/or assumes unproven conclusions as established facts. Without waiving this objection, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

6. Borg-Warner objects to Plaintiffs' Discovery to the extent it seeks information regarding Borg-Warner's sales of any asbestos-containing products to any entities other than those specifically identified as being in the chain of distribution of products to which Plaintiffs allegedly were exposed, or to any employers or job sites other than any employers or job locations that Plaintiffs specifically identified as employers and job locations at which Plaintiffs allegedly were exposed to asbestos-containing products. Without waiving this objection, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

7. Borg-Warner objects to Plaintiffs' Discovery to the extent it requires Borg-Warner to identify any product either sold or manufactured by Borg-Warner which may have contained asbestos or components containing asbestos when: Plaintiffs have failed and/or refused to specifically identify any product either sold or manufactured by Borg-Warner to which Plaintiffs claim exposure; Plaintiffs have failed or refused to identify any locations and/or job sites at which Plaintiffs claim exposure to any products sold or manufactured by Borg-Warner; or Plaintiffs have failed or refused to identify any time periods during which Plaintiffs

claim exposure to any products sold or manufactured by Borg-Warner. Without waiving this objection, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

8. Borg-Warner objects to Plaintiffs' Discovery to the extent that it seeks to require it to provide information other than that which may be obtained through a reasonably diligent search of its records.

9. The responses made herein are made without in any way waiving or intending to waive, but on the contrary intending to reserve and reserving: (1) the right to object on the grounds of competency, privilege, relevancy and materiality, or any other proper ground, to the use of any such information, for any purpose, in whole or in part, in any subsequent step or proceeding in this action or any other action; (2) the right to object on any and all grounds at any time, to any other discovery procedure involving or relating to the subject matter of Plaintiffs' Discovery; and (3) the right to supplement these answers should additional information be discovered.

Notwithstanding and without waiving these objections, Borg-Warner hereby responds to Plaintiffs' Discovery as follows:

INTERROGATORY NO. 1:

Identify the person verifying these Answers on behalf of Defendant .

ANSWER TO INTERROGATORY NO. 1:

These answers are verified by William C. Cline, Vice President of Acquisition Coordination and Special Projects of BorgWarner Inc. by authorization of the successor of Borg-Warner Corporation.

INTERROGATORY NO. 2:

Have you or any predecessor/related entity ever *designed or manufactured* any asbestos-containing materials/products (including, but not limited to, equipment that contained asbestos or asbestos-containing material/product in any part thereof) containing asbestos *other than chrysotile*? If your Answer is "yes," as to each product containing asbestos *other than chrysotile* please identify:

(a) the specific facility at which you designed or manufactured each product;

(b) the type, brand name, full name, and complete trade name of each product which you or any predecessor/related entity designed or manufactured and the dates during which each name was used;

(c) the inclusive dates during which you or any predecessor/related entity began designing or manufacturing each product identified in (b) and the reason why you stopped designing or manufacturing each product;

(d) each source, type, percentage and grade of asbestos contained in each product you identified in (b) for each year during which the product contained *non-chrysotile* asbestos or asbestos-containing material/product as an ingredient or component, including any changes in the composition;

(e) each entity from which you or any predecessor/related entity obtained *non-chrysotile* asbestos or asbestos-containing material/product for the design or manufacture of your asbestos-containing product and further specify which product you identified in (b) was designed or manufactured using *non-chrysotile* asbestos or asbestos-containing products/materials from each entity you identified in this subpart (e);

(f) the manner in which each product was packaged, including a description of the package or container in which it was contained including, but not limited to, sizes available, colors, logos, and writings thereon;

(g) the color, physical characteristics, and appearance of each product, including any changes and the dates of any such change;

(h) all persons who were involved with or who have knowledge of the design or manufacture of the *non-chrysotile* asbestos or asbestos-containing material/product. Specify which person is the most knowledgeable concerning the design or manufacture of each product you identified in (a); and

(i) all documents related to the areas of inquiry made in this Interrogatory.

ANSWER TO INTERROGATORY NO. 2:

Borg-Warner objects to this Interrogatory s overly broad, burdensome, harassing, and unlimited in scope and time. Without waiving its objections, Answering Defendant responds that asbestos-bearing automatic transmission bands were manufactured from 1967 to 1982, and asbestos-bearing automatic transmission friction plates were manufactured from the early 1950s until 1983. The automatic transmission friction plates and transmission bands were packaged and shipped in bulk within brown cardboard boxes. The automatic transmission friction plates and transmission bands that incorporated friction paper supplied by Mead Paper Company may have contained chrysotile or crocidolite asbestos fibers which were encapsulated and/or impregnated within the paper and bound with a phenolic resin.

INTERROGATORY NO. 3:

Have you or any predecessor/related entity ever *sold or distributed* any product containing asbestos *other than chrysotile*? If your Answer is "yes," identify:

(a) the type, brand name, full name, and complete trade name of each *non-chrysotile* asbestos-containing material/product which you or any predecessor/related entity sold or distributed and, if applicable, the individual or entity from which you

obtained the *non-chrysotile* asbestos or asbestos-containing material/product;

(b) each individual or entity to whom you sold or distributed each product identified in (a) and the quantity, on a quarterly basis, provided to each such individual or entity;

(c) the years during which the product contained *non-chrysotile* asbestos or asbestos-containing material/product as an ingredient or component;

(d) each source, type, percentage and grade of *non-chrysotile* asbestos contained in the product which you sold or distributed;

(e) the date of each modification to the product which altered the source, type or percentage of asbestos (including eliminating asbestos as a component);

(f) the manner in which each *non-chrysotile* asbestos or asbestos-containing material/product was packaged, including a description of the package or container it was contained including, but not limited to, sizes available, colors, logos, and writings thereon;

(g) the color, physical characteristics, and appearance of each product, including any changes and the dates of any such change;

(h) all persons who were involved with or who have knowledge of the sale or distribution of the *non-chrysotile* asbestos or asbestos-containing material/product. Specify which person is the most knowledgeable concerning the sale or distribution of each product you identified in (a) (including your acquisition of *non-chrysotile* asbestos or asbestos-containing material/product which you may have identified in (a)) to each entity identified in (b); and

(i) all documents related to the areas of inquiry made in this Interrogatory.

ANSWER TO INTERROGATORY NO. 3:

Borg-Warner objects to this Interrogatory as overly broad, burdensome, harassing and unlimited in scope and time. Without waiving its objections, Answering Defendant incorporates its response in Interrogatory No. 2.

INTERROGATORY NO. 4

With respect to all asbestos-containing products/materials you obtained from Mead Paper Company, please identify:

(a) the inclusive dates during which each asbestos-containing product/material was obtained from Mead Paper Company;

(b) what asbestos-containing products/materials were obtained from Mead Paper Company;

(c) the asbestos content, type, percentage, and grade used in each asbestos-containing product/ material you obtained from Mead Paper Company;

(d) the purpose for which you used each asbestos-containing product/material you obtained from Mead Paper Company;

(e) each facility at which each product identified in (b) was used and the dates thereof; and

(f) all correspondence by or between you (and any predecessor/related entity) and Mead Paper Company concerning asbestos-containing products or materials.

ANSWER TO INTERROGATORY NO. 4:

Borg-Warner objects to this Interrogatory as overly broad, burdensome, harassing and unlimited in scope and time. Without waiving its objections, Answering Defendant incorporates its response in Interrogatory No. 2.

INTERROGATORY NO. 5

Did you or any predecessor/related entity operate or maintain any facility within a 50 mile radius of Bellwood, Illinois, at which asbestos or asbestos-containing materials/products were applied, installed, used, designed, manufactured, or from which asbestos or asbestos-containing materials/products were sold, distributed, relabeled for sale or distribution, purchased or acquired? If your Answer is "yes," as to each such location please identify:

(a) the specific address or location of each such facility;

(b) the purpose for which the facility was operated or maintained or the nature of the business conducted at each facility; and

(c) the dates during which you or any predecessor/related entity operated or maintained each facility.

ANSWER TO INTERROGATORY NO. 5:

The facilities within a fifty mile radius of Bellwood producing or selling various automotive friction products some of which may have contained chrysotile asbestos include:

Borg & Beck Division
6558 South Menard Avenue
Chicago, IL 60638
(1928-1986)

Spring Brummer Division
700 25th Avenue
Bellwood, IL 60104-1998
(1950 -1983)

Frankfort Plant
300 S. Maple Street
Chicago, IL
(1970 -1983)

Automotive Parts Division
11045 Gage Avenue
Franklin Park, IL
(1965-1981)
and
1130 S. Canal Street and 6 North Michigan Ave
Chicago, IL
(1965)

INTERROGATORY NO. 6

For each facility identified in your Answer to Interrogatory No. 5, identify all officers, employees or agents (corporate level or plant level) employed by you or any predecessor/related entity from 1920 to date in a management or upper-level supervisory position (including upper-level assistants or associates) having responsibility in the following areas, and identify the dates which each person served in the following capacities:

(a) occupational health or safety;

(b) construction health or safety;

(c) compliance with federal, state, or local safety regulations (including but not limited to OSHA);

(d) compliance with federal, state, or local environmental regulations;

(e) compliance with federal, state, or local health regulations (including but not limited to OSHA);

(f) industrial hygiene;

(g) insurance or risk management;

(h) worker's compensation; medical director,

(i) physician, nurse, health technician;

(j) personnel/human resources;

(k) the manufacture, sale, distribution, purchase, possession, application, installation, or use of asbestos (including raw asbestos) or asbestos-containing products/materials;

(l) purchasing of supplies, tools, equipment; and

(m) the design, or preparation of manufacturing specifications for asbestos-containing products/materials.

ANSWER TO INTERROGATORY NO. 6:

Borg-Warner objects to this Interrogatory as overly broad and burdensome, dealing with extensive and varied operations covering a broad period of time.

INTERROGATORY NO. 7

For each facility identified in your Answer to Interrogatory No. 5, identify all documents related to the health and safety concerning the use of asbestos (including raw asbestos) or asbestos-containing products/materials, including but not limited to correspondence, documents, memoranda, and contracts.

ANSWER TO INTERROGATORY NO. 7:

Borg-Warner objects to this Interrogatory as overly broad, burdensome, irrelevant, unlimited in scope and time, and seeking information not reasonably calculated to lead to the discovery of admissible evidence. By way of further objection, the materials with which our employees were working and the conditions under which they worked were different from those which a customer or end-user encountered.

INTERROGATORY NO. 8

In your Answer to Plaintiff's Interrogatory No. 32, you stated that you retained firms to perform consultations with respect to industrial hygiene. With respect to that Answer, please identify:

(a) the name and address of each consulting firm;

(b) the facilities at which each consulting service identified in (a) was utilized;

(c) each date on which each consulting firm identified in (a) performed the service at each facility identified in (b);

(d) the purpose for which you retained each consulting firm identified in (a); and

(e) all documents related to the areas of inquiry made in this Interrogatory.

ANSWER TO INTERROGATORY NO. 8:

Borg-Warner objects to this Interrogatory as overly broad and unlimited in time. Further, the materials with which our employees were working and the conditions under which they worked were different from those which a customer or end-user encountered. Without waiving its objections, Answering Defendant responds that services by the firms identified in its responses to Interrogatory No. 32 took place at the following locations: (i) Clutch Systems Division, Chicago, IL 60638; (ii) Borg & Beck Division, 6700 18 ½ Mile Road, Sterling Heights, MI; (iii) Spring Division, 700 South 25th Avenue, Bellwood, IL 60104. Testing occurred on many different occasions from 1958 through 1988. The dates are too numerous to here identify or list. There exist some responsive materials which can and will be made available if agreement can be reached on a reasonable limitation of scope and time.

IN RE: ALL MADISON COUNTY, ILLINOIS ASBESTOS LITIGATION FILED BY THE O'BRIEN LAW FIRM

VERIFICATION OF WILLIAM C. CLINE

STATE OF MICHIGAN)
)
COUNTY OF OAKLAND)

I, William C. Cline, am an authorized officer or agent of BorgWarner Inc., and am authorized to make this Verification for and on behalf of the successor to Borg-Warner Corporation, a party to this action; the matters stated in Defendant, Borg-Warner Corporation's **Responses to Plaintiffs' Second Interrogatories** are not all within my personal knowledge, but the facts stated therein have been assembled by authorized corporate employees and legal counsel, and I am informed and believe that the facts stated therein are true.

This Verification was executed on January 31, 2006 at Auburn Hills, Michigan.

William C. Cline
Vice President of BorgWarner Inc.

SUBSCRIBED AND SWORN TO before me, the undersigned Notary Public on this 31st day of January, 2006.

Suzanne Marquardt, Notary Public

SUZANNE M. MARQUARDT
NOTARY PUBLIC OAKLAND CO., MI
MY COMMISSION EXPIRES Jan 17, 2007

IN THE CIRCUIT COURT
THIRD JUDICIAL CIRCUIT
MADISON COUNTY, ILLINOIS

IN RE: ALL MADISON COUNTY ASBESTOS LITIGATION FILED BY THE O'BRIEN LAW FIRM

BORG-WARNER CORPORATION BY ITS SUCCESSOR IN INTEREST RESPONSES TO PLAINTIFF'S SECOND REQUEST FOR PRODUCTION OF DOCUMENTS

Borg-Warner Corporation (hereinafter referred to as "Borg-Warner") does not currently exist, nor is its successor engaged in the manufacture or sale of asbestos-containing automotive products. A good faith effort has been made to responsively address plaintiffs' discovery to which objections have not otherwise been filed. For this reason, BorgWarner Inc., an entity familiar with the prior automotive operations of Borg-Warner Corporation, has assisted in the preparation of responses to this discovery on behalf of the Defendant, relying upon information collected from various sources, including information recently identified. Defendant's exploration of its prior operations is continuing and these responses amend and supersede any previously filed responses to discovery in this and any other jurisdiction. Defendant does not purport to have adopted or applied any definitions set forth at the outset of or at other places in plaintiffs' discovery nor has it assumed the improper, unproved and hypothetical facts or accepted the terminology or substance of plaintiffs' claims incorporated in, implied or alluded to within this discovery.

In an effort to expand its previous responses to discovery of Borg-Warner's United States automotive operations these answers address the manufacture and sale of Borg-Warner clutch materials for automatic transmissions.

General Objections

1. Borg-Warner objects to Plaintiffs' Discovery on the grounds that it is overly broad, unduly burdensome, seeks information which is not relevant to Plaintiffs' cause of action, and seeks information which is not reasonably calculated to lead to the discovery of admissible evidence. Without waiving this objection, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

2. Borg-Warner objects to Plaintiffs' Discovery to the extent that said Discovery seeks information protected by either the attorney-client privilege or the work-product doctrine. Without waiving these objections, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

3. Borg-Warner objects to Plaintiffs' Discovery to the extent that it seeks information that is not within the custody or control of Borg-Warner, is otherwise within the public domain, or is otherwise equally or more available to Plaintiffs than to Borg-Warner. Without waiving this objection, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

4. Borg-Warner objects to Plaintiffs' Discovery to the extent that it asserts and/or assumes unproven conclusions as established facts. Without waiving this objection, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

5. Borg-Warner objects to Plaintiffs' Discovery to the extent that it assumes the truth of the allegations which are in dispute in this litigation and/or makes incorrect and/or untrue assertions, and/or assumes unproven conclusions as established facts. Without waiving this objection, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

6. Borg-Warner objects to Plaintiffs' Discovery to the extent it seeks information regarding Borg-Warner's sales of any asbestos-containing products to any entities other than those specifically identified as being in the chain of distribution of products to which Plaintiffs allegedly were exposed, or to any employers or job sites other than any employers or job locations that Plaintiffs specifically identified as employers and job locations at which Plaintiffs allegedly were exposed to asbestos-containing products. Without waiving this objection, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

7. Borg-Warner objects to Plaintiffs' Discovery to the extent it requires Borg-Warner to identify any product either sold or manufactured by Borg-Warner which may have contained asbestos or components containing asbestos when: Plaintiffs have failed and/or refused to specifically identify any product either sold or manufactured by Borg-Warner to which Plaintiffs claim exposure; Plaintiffs have failed or refused to identify any locations and/or job sites at which Plaintiffs claim exposure to any products sold or manufactured by Borg-Warner; or Plaintiffs have failed or refused to identify any time periods during which Plaintiffs

claim exposure to any products sold or manufactured by Borg-Warner. Without waiving this objection, and subject to any additional objections herein, Borg-Warner provides its Answers herein.

8. Borg-Warner objects to Plaintiffs' Discovery to the extent that it seeks to require it to provide information other than that which may be obtained through a reasonably diligent search of its records.

9. The responses made herein are made without in any way waiving or intending to waive, but on the contrary intending to reserve and reserving: (1) the right to object on the grounds of competency, privilege, relevancy and materiality, or any other proper ground, to the use of any such information, for any purpose, in whole or in part, in any subsequent step or proceeding in this action or any other action; (2) the right to object on any and all grounds at any time, to any other discovery procedure involving or relating to the subject matter of Plaintiffs' Discovery; and (3) the right to supplement these answers should additional information be discovered.

Notwithstanding and without waiving these objections, Borg-Warner hereby responds to Plaintiffs' Discovery as follows:

REQUESTS TO PRODUCE

REQUEST NO. 1:

All documents relied upon in answering, identified in, or otherwise related to your Answers to Interrogatory No. 2.

ANSWER TO REQUEST NO. 1:

Borg-Warner objects to this Request as irrelevant, overly broad, burdensome, harassing and unlimited in scope and time. Without waiving its objections, Answering Defendant responds that there exist some responsive materials relating to the friction paper supplied by Mead Paper Company which can and will be made available if agreement can be reached on a reasonable limitation of relevancy, scope and time.

REQUEST NO. 2:

All documents relied upon in answering, identified in, or otherwise related to your Answers to Interrogatory No. 3.

ANSWER TO REQUEST NO. 2:

See response to Request No. 1.

REQUEST NO. 3:

All documents relied upon in answering, identified in, or otherwise related to your Answers to Interrogatory No. 4 including, but not limited to, all correspondence by or between you (and any predecessor/related entity) and Mead Paper Company concerning asbestos-containing materials or products.

ANSWER TO REQUEST NO. 3:

See response to Request No. 1.

REQUEST NO. 4:

All documents relied upon in answering, identified in, or otherwise related to your Answers to Interrogatory No. 7 including, but not limited to, all documents related to the health and safety concerning the use of asbestos (including raw asbestos) or asbestos-containing products/materials.

ANSWER TO REQUEST NO. 4:

See response to Interrogatory No. 7.

REQUEST NO. 5:

All documents relied upon in answering, identified in, or otherwise related to your Answers to Interrogatory No. 8 including, but not limited to, all reports of each consulting firm as it relates to dust, silica, or asbestos.

ANSWER TO REQUEST NO. 5:

See response to Interrogatory No. 8.

IN RE: ALL MADISON COUNTY ASBESTOS LITIGATION FILED BY THE O'BRIEN LAW FIRM

VERIFICATION OF WILLIAM C. CLINE

STATE OF MICHIGAN)
)
COUNTY OF OAKLAND)

I, William C. Cline, am an authorized officer or agent of BorgWarner Inc., and am authorized to make this Verification for and on behalf of the successor to Borg-Warner Corporation, a party to this action; the matters stated in Defendant, Borg-Warner Corporation's **Responses to Plaintiffs' Second Request for Production of Documents** are not all within my personal knowledge, but the facts stated therein have been assembled by authorized corporate employees and legal counsel, and I am informed and believe that the facts stated therein are true.

This Verification was executed on January 17, 2006 at Auburn Hills, Michigan.

William C. Cline
Vice President of BorgWarner Inc.

SUBSCRIBED AND SWORN TO before me, the undersigned Notary Public on this 17th day of January, 2006.

Suzanne Marquardt, Notary Public

[redacted]