IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
A-BEST PRODUCTS COMPANY, INC.,	)	Case No. 02-12734 (JKF)
	)	
Debtor.		

ANNUAL REPORT AND ACCOUNT OF THE A-BEST ASBESTOS SETTLEMENT TRUST FOR THE YEAR ENDED DECEMBER 31, 2012

I. INTRODUCTION

The A-Best Asbestos Settlement Trust (the "Trust"), created pursuant to the First Amended Joint Plan of Reorganization under Chapter 11 of the United States Bankruptcy Code for A-Best Products Company, Inc. (the "Plan of Reorganization"), through its Trustee, Robert A. Marcis, hereby files this Annual Report and Account of the A-Best Asbestos Settlement Trust. (the "Annual Report and Account")

The purpose of this Annual Report and Account is to fulfill the reporting requirements of the A-Best Asbestos Settlement Trust Agreement dated as of November 2, 2004 (the "Trust Agreement") and to report to the Court the actions taken on behalf of the Trust for the year ending on December 31, 2012 (the "Reporting Period"). These materials provide the basis for the Court's discharge of the Trustee from liability as required by the Trust Agreement and as requested in the Application for an Order Approving the Annual Report and Account of the A-Best Asbestos Settlement Trust.

Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/1

The annual reporting requirements are set forth in Article 2.2(b) of the Trust Agreement. Pursuant to the Trust Agreement and pursuant to this Court's order entered on February 1, 2006,[1] the Annual Report and Account shall consist of (1) a summary of claims; (2) financial statements for the Trust; and (3) a summary of trustee compensation.

In accordance with the above, this Annual Report and Account begins by providing the Court a general background of the Trust. The report then provides a summary of claims disposed of during the Reporting Period, as well as a summary of the financial position of the Trust. Last, this report summarizes the significant decisions made by the Trustee during the Reporting Period.

II. BACKGROUND

On September 20, 2002, A-Best Products Company, Inc. filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code with this Court. On May 25, 2004, this Court entered an order confirming the Plan of Reorganization. On June 7, 2004, the United States District Court for the District of Delaware adopted this Court's confirmation order. Pursuant to the Plan of Reorganization, the Trust was created in order to assume the liabilities of the Debtor arising from or relating to Asbestos Claims (as that term is defined in the Plan of Reorganization) and to use the Trust's assets and income to pay holders of Asbestos Claims in accordance with the Trust Agreement and in such a way that all holders of similar Asbestos Claims are treated in a substantially equivalent manner and to otherwise comply with the requirements for a trust set forth in section 524(g)(2)(B)(i) of the Bankruptcy Code.

[1] On February 3, 2006, this Court entered an Order Regarding Annual Reports and Accounts of the Trustee of the A-Best Asbestos Settlement Trust. This Order sets out the procedures for handling the Annual Report and Account.

A-Best Asbestos Trust Annual Reports, 2012 annual report
ACL Doc 14169 · Page 2 of 19
Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/2

1. Trustee

The trustee of the Trust is Robert A. Marcis. Trustee Marcis began his service to the Trust on November 2, 2004.

2. Trust Distribution Procedures

The Trust processes Asbestos Claims pursuant to the A-Best Products Company, Inc. First Amended Asbestos Personal Injury Settlement Trust Distribution Procedures.

3. Claims Processing

As previously reported, Verus Claims Service LLC ("Verus") was retained by the Trust in December 2007 to provide claims processing services following the termination of Connecticut Valley Claim Service Company's claims processing operations. During the Reporting Period, Verus continued to accept claims for processing and received and reviewed signed releases on offers approved by Connecticut Valley Claim Service Company.

III. ANNUAL REPORT AND ACCOUNT

1. Summary of Claims

During the Reporting Period, 8,898 asbestos personal injury claims were filed with the Trust. Of those 8,898 claims, 1,616 were approved for payment, and no claims were rejected. At the close of the Reporting Period, 1,459 approved claims had been paid for a total of $859,786.

As required by Article 2.2(b)(ii) of the Trust Agreement, a summary of the claims activity for 2012 is attached as Exhibit A.

A-Best Asbestos Trust Annual Reports, 2012 annual report
ACL Doc 14169 · Page 3 of 19
Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/3

2. Financial Information

Attached hereto as Exhibit B is a copy of the audited financial statements with Independent Auditor's Report for the Trust for the year ending December 31, 2012, as required by Article 2.2(b)(i) of the Trust Agreement. The financial statements were audited by Radachi and Company, Certified Public Accountants located in Elyria, Ohio. They have provided an opinion as to the fairness of the financial statements' presentation and of their conformity with generally accepted accounting principles. The auditor's opinion expressly provides that it is intended for the use of this Court.

As reported in footnotes 2 and 3 of the audited financial statements, the Trust's assets are invested in securities and bonds and an annuity contract with Aviva Life Insurance Company. Such investments are in compliance with Section 3.2 of the Trust Agreement.

3. Trustee Compensation

As disclosed in the audited financial statements at Exhibit B, the compensation paid to the Trustee in the Reporting Period was $76,100.

A-Best Asbestos Trust Annual Reports, 2012 annual report
ACL Doc 14169 · Page 4 of 19
Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/4

Dated: April 29, 2013

Respectfully submitted:

MORRIS JAMES LLP

/s/ Carl N. Kunz, III
Carl N. Kunz III, (DE Bar No. 3201)
500 Delaware Avenue, Suite 1500
P.O. Box 2306
Wilmington, Delaware 19801
Tel: (302) 888-6800
Fax: (302) 571-1750
ckunz@morrisjames.com

and

Kevin E. Irwin
One East Fourth Street
Suite 1400
Cincinnati, Ohio 45202
Tel: (513) 579-6400
Fax: (513) 579-6457
Attorneys for A-Best Asbestos Settlement Trust

OF COUNSEL

KEATING MUETHING & KLEKAMP PLL
One East Fourth Street
Suite 1400
Cincinnati, Ohio 45202
(513) 579-6400

4890961.1

A-Best Asbestos Trust Annual Reports, 2012 annual report
ACL Doc 14169 · Page 5 of 19
Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/5

EXHIBIT A

Summary of the Claims Activity for 2012

A-Best Asbestos Trust Annual Reports, 2012 annual report
ACL Doc 14169 · Page 7 of 19

A-Best Asbestos Settlement Trust
Report of Asbestos Personal Injury Claim Activity and Disposition
From January 1, 2012 through December 31, 2012

	Number of Claims Filed	Number of Claims Qualified for Payment	Number of Claims Rejected	Liquidated Value of Qualified Claims	Number of Approved Claims Paid	Amount Paid on Approved Claims
Non-Malignant (Level I)	3,242	1,219	-	$ 1,340,900	1,090	$ 208,626
Other Cancer (Level II)	190	72	-	$ 201,600	65	$ 31,668
Lung Cancer (Level III)	2,805	267	-	$ 1,815,600	241	$ 285,151
Mesothelioma (Level IV)	936	58	-	$ 1,769,000	63	$ 334,341
Disease Not Specified	1,725	-	-	$ -	-	$ -
Grand Total:	8,898	1,616	-	$ 5,127,100	1,459	$ 859,786

Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/7

EXHIBIT B

Audited Financial Statements with Independent Auditor's Report for the Trust

Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/8

A-BEST ASBESTOS SETTLEMENT TRUST

FINANCIAL STATEMENTS – MODIFIED CASH BASIS

DECEMBER 31, 2012

RADACHI AND COMPANY
Certified Public Accountants and Business Consultants

900 EAST BROAD STREET, SUITE A, ELYRIA, OHIO 44035 • (440) 365-3115 • FAX: (440) 365-4668

Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/9

A-BEST ASBESTOS SETTLEMENT TRUST

TABLE OF CONTENTS

December 31, 2012

INDEPENDENT AUDITOR'S REPORT 1 - 2

FINANCIAL STATEMENTS – MODIFIED CASH BASIS

Statement of Net Claimants' Equity 3

Statement of Changes in Net Claimants' Equity 4

Statement of Cash Flows 5

Notes to Financial Statements 6 - 9

Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/10

RADACHI AND COMPANY
Certified Public Accountants and Business Consultants

900 East Broad Street, Suite A
Elyria, Ohio 44035
Telephone (440) 365-3115 • Fax (440) 365-4668

INDEPENDENT AUDITOR'S REPORT

To the Trustee
of A-Best Asbestos Settlement Trust
Bay Village, Ohio

We have audited the accompanying financial statements of A-Best Asbestos Settlement Trust (a Delaware Trust), which comprise the statement of net claimants' equity - modified cash basis as of December 31, 2012, and the related statements of changes in net claimants' equity and cash flows – modified cash basis for the year then ended, and the related notes to the financial statements.

Trustee's Responsibility for the Financial Statements

The trustee is responsible for the preparation and fair presentation of these financial statements in accordance with the modified cash basis of accounting. The trustee is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the trust's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the trust's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by the trustee, as well as evaluating the overall presentation of the financial statements.

MEMBER OF THE AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/11

To the Trustee
of A-Best Asbestos Settlement Trust
Bay Village, Ohio

Auditor's Responsibility (Continued)

A third party administrator processes the settlement claims of the trust. We did not audit the settlement claims paid through the third party administrator. The effect on the financial statements of not applying audit procedures to the claim settlements is not determinable.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

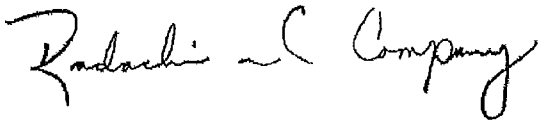
In our opinion, except for the effects of the procedures used by the third party administrator in processing settlement claims as described in a preceding paragraph, the modified cash basis financial statements referred to above present fairly, in all material respects, the net claimants' equity of A-Best Asbestos Settlement Trust as of December 31, 2012, changes in net claimants' equity and cash flows for the year then ended on the basis of accounting described in Note 1.

Basis of Accounting

We draw attention to Note 1D of the financial statements, which describes the basis of accounting. As described in Note 1D to the financial statements, the financial statements are prepared by the A-Best Asbestos Settlement Trust on the modified cash basis to meet the financial reporting requirements of the United States Bankruptcy Court for District of Delaware, which is a basis of accounting other than accounting principles generally accepted in the United States of America, to meet the requirements of the United States Bankruptcy Court for District of Delaware. Our opinion is not modified with respect to this matter.

Restriction on Use

This report is intended solely for the information and use of the Trustee and for filing with the United States Bankruptcy Court for the District of Delaware and should not be used by anyone other than those specified parties. This restriction is not intended to limit distribution of this report, which, upon filing with the United States Bankruptcy Court for the District of Delaware, is a matter of public record.



April 26, 2013

MEMBER OF THE AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/12

A-BEST ASBESTOS SETTLEMENT TRUST

STATEMENT OF NET CLAIMANTS' EQUITY - MODIFIED CASH BASIS

December 31, 2012

ASSETS

CURRENT ASSETS:	
Cash	$ 10,272
Current portion of annuity	98,414
Investments (Note 2)	11,315,117
Total current assets	11,423,803
NON-CURRENT ASSETS:	
Annuity, at cost (Note 3)	1,673,014
Less: Current portion	98,414
	1,574,600
PROPERTY AND EQUIPMENT, AT COST: (Note 1)	
Computer equipment	3,728
Less: Accumulated depreciation	3,728
	0
	$ 12,998,403
NET CLAIMANTS' EQUITY	$ 12,998,403

The accompanying notes are an integral part of the financial statements.
See Independent Auditor's Report.

A-Best Asbestos Trust Annual Reports, 2012 annual report
ACL Doc 14169 · Page 13 of 19
Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/13

A-BEST ASBESTOS SETTLEMENT TRUST

STATEMENT OF CHANGES IN NET CLAIMANTS' EQUITY - MODIFIED CASH BASIS

Year Ended December 31, 2012

ADDITIONS:	
Settlement proceeds	$ 2,050,669
Interest income	74,878
Interest income - tax exempt	205,100
Dividend income	259,628
Unrealized gain on marketable securities	341,933
	2,932,208
EXPENSES:	
Claims processing fees	81,035
Depreciation expense	164
Insurance expense	19,335
Legal fees	40,119
Meals and entertainment	104
Office expenses	641
Professional fees	15,330
Taxes	27,192
Travel	785
Trustee fees	76,100
Utilities expense	1,062
Settlement claims paid	859,786
Realized loss on marketable securities	18,726
	1,140,379
CHANGE IN NET CLAIMANTS' EQUITY	1,791,829
BEGINNING NET CLAIMANTS' EQUITY	11,206,574
ENDING NET CLAIMANTS' EQUITY	$ 12,998,403

The accompanying notes are an integral part of the financial statements.
See Independent Auditor's Report.

A-Best Asbestos Trust Annual Reports, 2012 annual report
ACL Doc 14169 · Page 14 of 19
Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/14

A-BEST ASBESTOS SETTLEMENT TRUST

STATEMENT OF CASH FLOWS - MODIFIED CASH BASIS

Year Ended December 31, 2012

CASH INFLOWS:	
Settlement proceeds	$ 2,050,669
Investment income	539,606
Annuity proceeds	98,414
Total cash inflows	2,688,689
CASH OUTFLOWS:	
Claims processing fees	81,035
Income taxes paid	27,192
Legal and professional fees	55,449
Operating expenses	21,927
Purchase of investments, net	1,580,140
Settlements paid	859,786
Trustee fees paid	76,100
Total cash outflows	2,701,629
NET DECREASE IN CASH	(12,940)
CASH - Beginning of year	23,212
CASH - End of year	$ 10,272
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:	
Cash paid during the year for income taxes	$ 27,192
Cash paid during the year for interest	$ 8

The accompanying notes are an integral part of the financial statements.
See Independent Auditor's Report.

A-Best Asbestos Trust Annual Reports, 2012 annual report
ACL Doc 14169 · Page 15 of 19
Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/15

A-BEST ASBESTOS SETTLEMENT TRUST

NOTES TO FINANCIAL STATEMENTS – MODIFIED CASH BASIS

December 31, 2012

Note 1. Summary of Significant Accounting Policies:

A. Business Activity:

The A-Best Asbestos Settlement Trust (the "Trust") formed on behalf of A-Best Products Company, Incorporated (the "Debtor"), operates as an independent trust with "qualified settlement funds" to pay asbestos claims. The Trust was organized in the United States Bankruptcy Court for the District of Delaware under Section 468B of the Internal Revenue Code Treasury Regulations.

The purpose of the Trust is to assume the asbestos liabilities of the Debtor, its successor in interest and their affiliates, arising from or relating to asbestos claims, and to use the Trust's assets and income to pay holders of those asbestos claims in accordance with the Trust Agreement and in such a way that all holders of similar asbestos claims, both current and future, are treated in a substantially equivalent manner and to otherwise comply in all respects with the requirements of the Trust set forth in Section 524(g)(2)(B)(i) of the Bankruptcy Code.

The Trust's assets consist primarily of cash and cash equivalents and investment securities, which, with the earnings on such investments, are intended to be totally consumed by the allowance and payment of claims and operation of the Trust. Settlement proceeds consist of payments from insurance company settlements. The Trustee is fiduciary to the beneficiaries of the Trust and is responsible for administering the Trust and the Trust's assets in accordance with the Trust Agreement and the Plan.

A third party administrator reviews claim forms and determines legitimate claims based on criteria established by the Bankruptcy Court of the District of Delaware. The accepted claims are submitted by the third party administrator to the Trustee for payment by the Trust.

B. Property and Equipment:

These assets are stated at cost and depreciated using the straight-line and modified accelerated cost recovery methods over the estimated useful lives of the various assets.

Depreciation for the year ended December 31, 2012 was $164.

A-Best Asbestos Trust Annual Reports, 2012 annual report Published by AsbestosClaims.Law
ACL Doc 14169 · Page 16 of 19 asbestosclaims.law/library/14169/16

A-BEST ASBESTOS SETTLEMENT TRUST

NOTES TO FINANCIAL STATEMENTS – MODIFIED CASH BASIS

December 31, 2012

Note 1. Summary of Significant Accounting Policies (Continued):

C. Cash and Cash Equivalents:

The general purpose financial statements consider all highly-liquid investments with an initial maturity of three months or less to be cash equivalents.

The Trust maintains cash balances at a bank and brokerage firm. The account at the bank is insured by the Federal Deposit Insurance Corporation up to $250,000 and is insured up to $100,000 for the cash in the brokerage account.

D. Basis of Accounting:

The Trust's financial statements are prepared on a modified cash basis which does not include the Trust's estimated claims liability and presents activities on a cash basis. The modified cash basis of accounting has been used to better communicate to the beneficiaries of the Trust the funds available to satisfy current and future claims as well as operational costs of the Trust.

E. Net Claimants' Equity:

The Trust, under the adopted modified cash basis accounting convention, does not record the liability for future claims expected to be filed over the life of the Trust. The Net Claimants' Equity is available for (i) the payments of allowed Asbestos Claims and (ii) operational expenses of the Trust.

A-Best Asbestos Trust Annual Reports, 2012 annual report
ACL Doc 14169 · Page 17 of 19
Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/17

A-BEST ASBESTOS SETTLEMENT TRUST

NOTES TO FINANCIAL STATEMENTS – MODIFIED CASH BASIS

December 31, 2012

Note 1. Summary of Significant Accounting Policies (Continued):

F. Termination:

The Trust shall automatically terminate on the date ninety (90) days after the first to occur of the following events:

- the Trustee in his or her discretion decides to terminate the Trust because (A) it is deemed unlikely that new asbestos claims will be filed against the Trust and (B) to the extent possible based upon the funds available through the Plan, all asbestos claims duly filed with the Trust have been allowed and paid to the extent provided in this Trust Agreement and the Trust Distribution Procedures (TDP) or disallowed by a Final Order and twelve (12) consecutive months have elapsed during which no new asbestos claim has been filed with the Trust; if the Trustee has procured and has in place irrevocable insurance policies and has established claims handling agreements and other necessary arrangements with suitable third parties adequate to discharge all expected remaining obligations and expenses of the Trust in a manner consistent with this Trust Agreement and the TDP, then the date on which the Bankruptcy Court enters an order approving such insurance and other arrangements and such order becomes a Final Order; or

- to the extent that any rule against perpetuities shall be deemed applicable to the Trust, twenty-one (21) years less ninety-one (91) days pass after the death of the last survivor of all of the descendants of the late Joseph P. Kennedy, Sr., father of the late President John F. Kennedy, living on the date hereof.

Note 2. Investments:

The Trust's investments are made up of available-for-sale securities and bonds. The Trust Agreement specifies rating and diversification requirements for investments. The Trust's investments are carried at estimated fair value on quoted market prices. Changes in fair value, unrealized gains and losses on investments, are recorded as increases or reductions to net claimants' equity. Realized gains and losses on investments in securities are calculated based on the specific identification method.

A-Best Asbestos Trust Annual Reports, 2012 annual report
ACL Doc 14169 · Page 18 of 19
Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/18

A-BEST ASBESTOS SETTLEMENT TRUST

NOTES TO FINANCIAL STATEMENTS – MODIFIED CASH BASIS

December 31, 2012

Note 2. Investments (Continued):

There are two investments that are over the limit of 5% of the aggregate value of the Trust estate as required by the Trust agreement. One investment is 17% and the other investment is 22% of the aggregate value of the Trust estate based on their estimated market values based on quoted market prices at December 31, 2012.

Note 3. Annuity:

The Trust's annuity investment is made up of a single premium immediate annuity contract with Aviva Life Insurance Company. A single premium of $2,263,500 was paid in January 2007 with an annuity of $168,000, which includes principal and interest, to be received annually through November of 2029 with an interest rate of 5.11%. The annuity is carried at cost.

Note 4. Subsequent Events:

In preparing these financial statements, the Trust has evaluated events and transactions for potential recognition or disclosure through April 26, 2013, the date the financial statements were issued.

A-Best Asbestos Trust Annual Reports, 2012 annual report
ACL Doc 14169 · Page 19 of 19
Published by AsbestosClaims.Law
asbestosclaims.law/library/14169/19