UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A Reorganization Under Chapter 11
JOHNS-MANVILLE CORPORATION, et al.,	)	Case Nos. 82 B 11656 (BRL) Through 82 B 11676 (BRL) Inclusive
Debtors.	)	

MASTER INDEX OF THE MANVILLE PERSONAL INJURY SETTLEMENT TRUST ACCOUNT OF TRUSTEES FOR THE PERIOD JANUARY 1, 2003 THROUGH DECEMBER 31, 2003 ("EIGHTEENTH ACCOUNTING")

First Section	Account of Trustees
Exhibit A	Audited Financial Statements
Exhibit B.	Claim Payments
Exhibit C.	Application for Order Approving Account of Trustees
Exhibit D.	Order Approving Account of Trustees
Exhibit E.	Affidavit of David T. Austern
Exhibit F.	Order Approving Notice of Filing
Exhibit G.	Notice of Filing
Exhibit H.	Service List

Account of Trustees

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST
ACCOUNT OF TRUSTEES
JANUARY 1, 2003 THROUGH DECEMBER 31, 2003

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Affidavit of Trustees

Exhibit A
Manville Personal Injury Settlement Trust
Audited Financial Statements
for the year ended December 31, 2003

Exhibit B
Schedule of Claims Paid from January 1, 2003 to
December 31, 2003

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
ACCOUNT OF TRUSTEES
FOR THE PERIOD JANUARY 1, 2003 THROUGH DECEMBER 31, 2003

Pursuant to N.Y. EPTL § 7-2.7, Robert A. Falise, Louis Klein, Jr., Frank J. Macchiarola and Christian E. Markey, Jr., (the "Trustees") Trustees of the Manville Personal Injury Settlement Trust (the "Trust"), or John C. Sawhill, Donald M. Blinken, Daniel Fogel, Christian E. Markey, Jr., and Francis H. Hare, Jr., the former trustees of the Trust (the "Former Trustees"), have previously filed accounts of trustees (the "Trustee Accountings") for the periods January 9, 1987 (Trust Inception) through November 28, 1988; November 29, 1988 through December 31, 1989; January 1, 1990 through December 31, 1990; January 1, 1991 through July 5, 1991; July 6, 1991 through December 31, 1991; January 1, 1992 through December 31, 1992; January 1, 1993 through December 31, 1993; January 1, 1994 through December 31, 1994; January 1, 1995 through June 30, 1995; July 1, 1995 through December 31, 1995; January 1, 1996 through December 31, 1996; January 1, 1997 through December 31, 1997; January 1, 1998 through December 31, 1998; January 1, 1999 through December 31, 1999; January 1, 2000 through December 31, 2000; January 1, 2001 through December 31, 2001 and January 1, 2002 through December 31, 2002 (collectively, the "Prior Accountings"). These Prior Accountings have been accepted and approved by the Court, thereby releasing and discharging the Trustees or the Former Trustees, as appropriate, from any further liability or responsibility respecting the matters embraced therein.

Capitalized terms used in this Account of Trustees not otherwise defined herein have the meanings set forth in the Glossary annexed to the Third Amended and Restated Supplemental Agreement dated as of February 26, 2001 between the Trust and Manville Corporation. In March 1996, the Manville Corporation changed its name to Schuller Corporation (Schuller). In May 1997, Schuller changed its name to Johns Manville Corporation (JM).

The account of trustees normally filed with the Surrogate's Court of the State of New York by express trusts has herein been modified in the same manner as for the Prior Accountings. A separate Statement of Cash Flows is included herein which reports cash inflows and outflows for the period January 1, 2003 through December 31, 2003. Exhibit B is included, which summarizes the amounts paid to claimants for the same period.

Both principal and income can be and are used to pay operating expenses of the Trust and Beneficiaries' claims without regard to source. Accordingly, the Trust has not separated principal from income herein or in Prior Accountings nor does the present account include separate statements for principal and income accounts. For example, suggested Schedule C entitled "Statement of Expenses Chargeable to Principal" has again been combined with suggested Schedule C-2, "Statement of Administration Expenses Chargeable to Income". Other like categories have also been combined. In addition, the following schedules are inapplicable and, accordingly, have been omitted:

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Schedule B - Statement of Decreases Due to Sales, Liquidations, Collections, Distribution or Uncollectibility. During the period ended December 31, 2003, there were no decreases of assets due to sales, liquidations, collections, distributions or uncollectibility.

Schedule E - Statement of New Investments, Exchanges and Stock Distributions. The Trust's remaining principal has been invested pursuant to investment criteria provided in the Plan. The resulting net investment income is reported under Schedule A-2. Schedule E is omitted because of the volume of investment transactions.

Schedule H - Computation of Commissions. No commissions were paid or are to be paid by the Trust. Trustee remuneration and expenses are reported under Schedules C and C-2.

The following Account is cross-referenced to the Manville Personal Injury Settlement Trust Audited Financial Statements for the year ended December 31, 2003 (Financial Statements) which is annexed hereto as Exhibit A. Exhibits A and B are hereby and expressly incorporated by reference into and made a part of the Account of Trustees for the period January 1, 2003 through December 31, 2003.

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STATEMENT OF CASH FLOWS

For the Year Ended December 31, 2003

CASH INFLOWS:	
Investment receipts - Schedule A	44,165,303
Other income receipts	343,457
Decrease in deposits and other assets	1,942,557
Total cash inflows	46,451,317
CASH OUTFLOWS:	
Claim payments made - Exhibit B	230,654,205
Contribution and indemnity claim payments	889,360
Total claim payments	231,543,565
Disbursements for operating expenses and income taxes	11,306,836
Net realized losses on available-for-sale securities	14,040,017
Total cash outflows	256,890,418
NET CASH OUTFLOWS	(210,439,101)
NON-CASH CHANGES:	
Net unrealized gains on available-for-sale securities	248,800,888
NET INCREASE IN CASH EQUIVALENTS AND INVESTMENTS AVAILABLE-FOR-SALE	38,361,787
CASH EQUIVALENTS AND INVESTMENTS AVAILABLE-FOR-SALE, BEGINNING OF PERIOD	1,607,492,065
CASH EQUIVALENTS AND INVESTMENTS AVAILABLE-FOR-SALE, END OF PERIOD	$ 1,645,853,852

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STATEMENT OF CHANGES IN NET CLAIMANTS' EQUITY

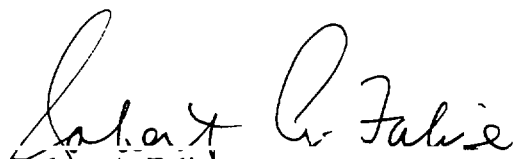
For the Year Ended December 31, 2003

Beginning Net Claimants' Equity January 1, 2003	$1,544,226,919
Investment income - Schedule A-1	44,197,714
Other Income	343,457
Net realized and unrealized net gains on available-for-sale securities	234,760,871
Total additions	279,302,042
Statement of incurred expenses - Schedules C & C-2	8,887,229
Provision for income taxes	3,486,300
Claims settled	215,957,110
Net increase in outstanding claim offers	8,664,375
Increase in lease commitment payable	4,256,306
Contribution and indemnity claims settled	889,361
Total deductions	242,140,681
Ending Net Claimants' Equity December 31, 2003	$1,581,388,280

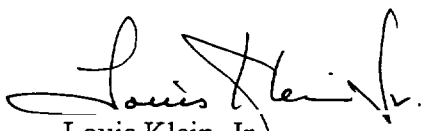
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ACCOUNT OF TRUSTEES

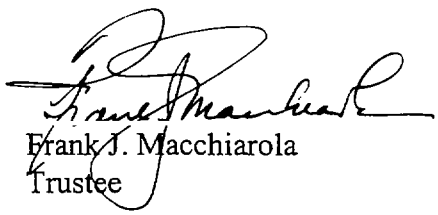
Signatures



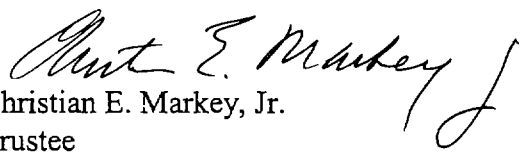
Robert A. Falise
Chairman, Managing Trustee



Louis Klein, Jr.
Trustee



Frank J. Macchiarola
Trustee



Christian E. Markey, Jr.
Trustee

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SCHEDULE A - Statement of Income Collected

All funds held in the Trust Estate (as defined in the Plan) were invested in accordance with Section 4.03 of the Trust Agreement.

Investment Income by Month
For the Year Ended December 31, 2003

	Interest/ Dividends	Mgmt. And Custody Fees	Total
31-Jan-03	$3,851,151	$(189,829)	$3,661,321
28-Feb-03	3,981,820	(178,555)	3,803,265
31-Mar-03	4,086,971	(232,561)	3,854,410
30-Apr-03	3,919,531	(241,329)	3,678,202
31-May-03	4,140,660	(244,032)	3,896,628
30-Jun-03	3,787,926	(214,104)	3,573,822
31-Jul-03	3,722,860	(214,955)	3,507,905
31-Aug-03	3,960,671	(222,627)	3,738,044
30-Sep-03	3,702,339	(216,048)	3,486,291
31-Oct-03	3,896,766	(217,029)	3,679,737
30-Nov-03	3,890,188	(217,850)	3,672,338
31-Dec-03	3,842,928	(197,179)	3,645,749
Total	46,783,810	(2,586,096)	44,197,714
Accrued Interest and Dividends	12/31/2002	6,355,059	6,355,573
Accrued Interest and Dividends	12/31/2003	6,061,921	(6,062,666)
Acc. Invest Expenses	12/31/2002		(1,071,335)
Acc. Invest Expenses	12/31/2003		746,018
Investment Receipts			$ 44,165,303

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SCHEDULES C AND C-2 - Statement of Incurred Expenses

	For the Year Ended 12/31/03
OPERATING EXPENSES:	
Salaries and employee benefits	$ 5,378,080
Office general and administrative	827,291
Travel and meetings	179,231
Board of Trustees	382,017
Professional fees	1,424,284
Computer and other electronic data processing costs	443,757
Purchase of fixed assets	252,569
TOTAL OPERATING EXPENSES	$8,887,229

Trustee Remuneration and Expenses

Trustee Fees	$382,017
Travel and Meeting costs	42,327
Total Remuneration and Expenses	$424,344

SCHEDULE C-1 - Statement of Unpaid Expenses

As of December 31, 2003, the Trust had the following liabilities representing unpaid invoices (accounts payable) and accrued professional fees that represent unpaid or estimated unbilled services which have been provided to the Trust:

Accounts Payable and Other Liabilities	$2,500,533
Accrued Professional and Investment Expenses	928,557
Total Unpaid Expenses	$3,429,090

SCHEDULES D AND D-1 - Statement of Other Distributions

For the year ended December 31, 2003, the Trust made 87,471 claim payments for $230,654,205 and settled 85,608 claims for a total of $215,957,110. These claimants reside in all fifty states, the District of Columbia, Puerto Rico, the Virgin Islands, and several foreign countries. The number of claimants residing in each jurisdiction and the amount paid per jurisdiction is listed on Exhibit B of this accounting. Upon written request, the Trust will make available a list of the claimants by state/country but without the amount paid to each claimant. In addition to the above distributions, during the year ended December 31, 2003 the Trust paid $889,360 to claimants for contribution and indemnity claims.

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SCHEDULES F AND F-1 - Statement of Assets on Hand

The Statement of Net Claimants' Equity in the Financial Statements includes all Trust assets on an accrual basis of accounting as described in Footnote 2 of the Notes to Financial Statements. At December 31, 2003 the Trust has recorded all of its investment securities at market value.

	December 31, 2003	
Cash Equivalents and Non-JM Investments	Cost	Market
Restricted [1]		
Cash equivalents	$ 4,816,526	$ 4,816,526
U.S. government obligations	7,577,826	7,481,525
Equities U.S.	38,639,895	50,515,342
Corporate and other debt	8,423,471	8,541,621
Total	$59,457,718	$71,355,014
Unrestricted		
Cash equivalents	$ 48,958,178	$ 48,958,178
U.S. government obligations	260,999,093	262,752,451
Corporate and other debt	286,183,997	291,486,181
Equities – U.S.	872,269,116	877,605,600
Equities – International	91,127,959	93,696,428
Total	$1,559,538,343	$1,574,498,838

[1] $43 million of the marketable securities secure the Trust's indemnity obligations to Former Trustees, Trustees, officers, employees and other representatives of the Trust. The investment earnings on these securities accrue to the benefit of the Trust. An additional $28.4 million has been segregated as a condition of a tax agreement between the Trust and JM as described in Footnote 7 of the Notes to Financial Statements.

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The Trust has the following other assets as of December 31, 2003: receivables, deposits and other assets and fixed assets described in the Notes to Financial Statements.

	December 31, 2003
Accrued Interest and Dividend Receivable	
Interest receivable	$4,692,569
Dividends receivable	1,370,097
Total	$6,062,666
Deposits and Other Assets	$2,407,299

Principally prepaid federal income taxes

Fixed Assets

As described in Note 2(e) of the Notes to Financial Statements, the costs of non-income producing assets which will be exhausted during the life of the Trust, and are not available for satisfying claims, are expensed as incurred. The cumulative balance of all fixed assets purchased, net of disposals, through December 31, 2003 is as follows:

Furniture and Equipment	$ 952,347
Computer Hardware and Software	1,961,739
e-Claims Software Development	2,361,065
Leasehold Improvements	72,965
Total Fixed Assets	$5,348,116

SCHEDULE I - Statement of Pertinent Facts

Operating Leases

In April 2003, the CRMC executed an early termination of its old lease and a new 10-year lease through September 2013 for its offices in Falls Church, Virginia. CRMC may terminate the new lease at the end of the seventh lease year upon proper notification and payment of certain unamortized leasing costs. The lease was executed with CRMC conditioned upon the Trust's guarantee of future lease payments.

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AFFIDAVIT OF TRUSTEES

STATE OF)
) ss.
COUNTY OF)

Robert A. Falise, being duly sworn says: That the foregoing Account of Trustees, insofar as it relates to the year ended December 31, 2003, contains according to the best of my knowledge and belief a true statement of all the receipts and disbursements of the Trustees on account of the Trust Estate and of all monies or other property belonging to the Trust Estate which have come into the hands of the Trustees or been received by any other person by order or authority of the Trustees for their use and that I do not know of any error or omission in the account to the prejudice of any creditor of, or person interested in, the Trust Estate.

Robert A. Falise
Managing Trustee

Sworn to before me this 23rd
day of March 2004

Notary Public

MICHAEL FARINO
Notary Public, State of New York
No. 01FA5088982
Qualified in New York County
Commission Expires December 1, 2005

My Commission Expires:

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AFFIDAVIT OF TRUSTEES

STATE OF)
) ss.
COUNTY OF)

Louis Klein, Jr., being duly sworn says: That the foregoing Account of Trustees, insofar as it relates to the year ended December 31, 2003, contains according to the best of my knowledge and belief a true statement of all the receipts and disbursements of the Trustees on account of the Trust Estate and of all monies or other property belonging to the Trust Estate which have come into the hands of the Trustees or been received by any other person by order or authority of the Trustees for their use and that I do not know of any error or omission in the account to the prejudice of any creditor of, or person interested in, the Trust Estate.

Louis Klein, Jr.
Trustee

Sworn to before me this 23rd
day of March . 2004

Notary Public

MICHAEL FARINO
Notary Public, State of New York
No. 01FA5088982
Qualified in New York County
Commission Expires December 1, 2005

My Commission Expires:

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AFFIDAVIT OF TRUSTEES

STATE OF)
) ss.
COUNTY OF)

Frank J. Macchiarola, being duly sworn says: That the foregoing Account of Trustees, insofar as it relates to the year ended December 31, 2003, contains according to the best of my knowledge and belief a true statement of all the receipts and disbursements of the Trustees on account of the Trust Estate and of all monies or other property belonging to the Trust Estate which have come into the hands of the Trustees or been received by any other person by order or authority of the Trustees for their use and that I do not know of any error or omission in the account to the prejudice of any creditor of, or person interested in, the Trust Estate.

Frank J. Macchiarola
Trustee

Sworn to before me this 23rd
day of March, 2004

Notary Public

MICHAEL FARINO
Notary Public, State of New York
No. 01FA5088982
Qualified in New York County
Commission Expires December 1, 2005

My Commission Expires:

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AFFIDAVIT OF TRUSTEES

STATE OF)
) ss.
COUNTY OF)

Christian E. Markey, Jr., being duly sworn says: That the foregoing Account of Trustees, insofar as it relates to the year ended December 31, 2003, contains according to the best of my knowledge and belief a true statement of all the receipts and disbursements of the Trustees on account of the Trust Estate and of all monies or other property belonging to the Trust Estate which have come into the hands of the Trustees or been received by any other person by order or authority of the Trustees for their use and that I do not know of any error or omission in the account to the prejudice of any creditor of, or person interested in, the Trust Estate.

Christian E. Markey, Jr.
Trustee

Sworn to before me this 23rd
day of March, 2004

Notary Public

MICHAEL FARINO
Notary Public, State of New York
No. 01FA5088982
Qualified in New York County
Commission Expires December 1, 2005

My Commission Expires:

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2003 Audited Financial Statements (Exhibit A)

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ASSURANCE AND ADVISORY
BUSINESS SERVICES

MANVILLE PERSONAL INJURY SETTLEMENT TRUST

Special-Purpose Consolidated Financial Statements

As of December 31, 2003 and 2002 with Report of Independent Auditors

ERNST & YOUNG

ERNST & YOUNG LLP

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ERNST & YOUNG

Ernst & Young LLP
8484 Westpark Drive
McLean, VA 22102

Phone: (703) 747-1000
www.ey.com

Report of Independent Auditors

To the Trustees of
Manville Personal Injury Settlement Trust

We have audited the accompanying special-purpose consolidated statements of net claimants' equity of Manville Personal Injury Settlement Trust (the Trust, organized in the state of New York) as of December 31, 2003 and 2002, and the related statements of changes in net claimants' equity and cash flows for the years then ended. These special-purpose consolidated financial statements and the exhibits referred to below are the responsibility of the Trust's management. Our responsibility is to express an opinion on these special-purpose consolidated financial statements and exhibits based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the special-purpose consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the special-purpose consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As described in Note 2, these special-purpose consolidated financial statements were prepared on a special-purpose basis of accounting and are not intended to be a presentation in conformity with accounting principles generally accepted in the United States. The special-purpose basis of accounting has been used in order to communicate the amount of equity presently available to current and future claimants.

In our opinion, the accompanying special-purpose consolidated financial statements of Manville Personal Injury Settlement Trust as of and for the years ended December 31, 2003 and 2002, are fairly presented, in all material respects, on the basis of accounting described in Note 2.

Our audits were made for the purpose of forming an opinion on the special-purpose consolidated financial statements taken as a whole. The supplementary schedules at Exhibits I, II, and III are presented for purposes of additional analysis and are not a required part of the special-purpose consolidated financial statements. This information has been subjected to the auditing procedures applied in our audits of the special-purpose consolidated financial statements and, in our opinion, is fairly stated in all material respects in relation to the special-purpose consolidated financial statements taken as a whole.

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This report is intended solely for the information and use of the management of the Trust, the Trustees, the beneficiaries of the Trust, and the United States Bankruptcy Court for the Southern District of New York and is not intended to be and should not be used by anyone other than these specified parties. This restriction is not intended to limit the distribution of this report which, upon filing with the United States Bankruptcy Court for the Southern District of New York, is a matter of public record.

Ernst & Young LLP

January 30, 2004

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST
CONSOLIDATED STATEMENTS OF NET CLAIMANTS' EQUITY
AS OF DECEMBER 31, 2003 AND 2002

	2003	2002
ASSETS:		
Cash equivalents and investments (Note 2)		
Available-for-sale		
Restricted (Note 7)	$71,355,014	$64,705,645
Unrestricted	1,574,498,838	1,542,786,420
Total cash equivalents and investments	1,645,853,852	1,607,492,065
Accrued interest and dividend receivables	6,062,666	6,355,575
Deposits and other assets	2,407,299	4,349,856
Total assets	1,654,323,817	1,618,197,496
LIABILITIES:		
Accrued expenses	3,429,090	2,687,715
Unpaid claims (Notes 3, 5 and Exh. III)		
Settled, not paid - Pre-Class Action		613,073
Outstanding Offers - Post Class Action	58,240,374	49,576,000
Settled, not paid - Post Class Action	6,343,653	20,427,675
Lease commitments payable (Note 4)	4,922,420	666,114
Total liabilities	72,935,537	73,970,577
NET CLAIMANTS' EQUITY (Note 5)	$1,581,388,280	$1,544,226,919

The accompanying notes are an integral part of these consolidated statements.

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST
CONSOLIDATED STATEMENTS OF CHANGES IN NET CLAIMANTS' EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2003 AND 2002

	2003	2002
NET CLAIMANTS' EQUITY, BEGINNING OF PERIOD	$1,544,226,919	$1,924,901,736
ADDITIONS TO NET CLAIMANTS' EQUITY:		
Investment income (Exhibit I)	44,521,936	57,076,066
Decrease in lease commitments payable (Note 4)		617,232
Net realized and unrealized gains on available-for-sale securities	234,760,871	
Total additions	279,282,807	57,693,298
DEDUCTIONS FROM NET CLAIMANTS' EQUITY:		
Operating expenses (Exhibit II)	8,867,995	8,223,826
Provision for income taxes (Exhibit II)	3,486,300	3,358,828
Claims settled	215,957,110	200,146,876
Contribution and indemnity claims settled	889,361	1,015,208
Increase in lease commitments payable (Note 4)	4,256,306	
Net increase in outstanding claim offers	8,664,374	5,082,382
Net realized and unrealized losses on available-for-sale securities		220,540,995
Total deductions	242,121,446	438,368,115
NET CLAIMANTS' EQUITY, END OF PERIOD	$1,581,388,280	$1,544,226,919

The accompanying notes are an integral part of these consolidated statements.

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2003 AND 2002

	2003	2002
CASH INFLOWS:		
Investment income receipts	44,508,760	60,461,327
Decrease in deposits and other assets	1,942,557	
Total cash inflows	46,451,317	60,461,327
CASH OUTFLOWS:		
Claim payments made	230,654,205	180,120,901
Contribution and indemnity claim payments	889,360	1,017,426
Total cash claim payments	231,543,565	181,138,327
Increase in deposits and other assets		4,155,237
Net realized losses on available-for-sale securities	14,040,017	25,420,360
Disbursements for Trust operating expenses and income taxes	11,306,836	10,964,199
Total cash outflows	256,890,418	221,678,123
NET CASH (OUTFLOWS)	(210,439,101)	(161,216,796)
NON-CASH CHANGES:		
Net unrealized gains (losses) on available-for-sale securities	248,800,888	(195,120,636)
NET (DECREASE) IN CASH EQUIVALENTS AND INVESTMENTS AVAILABLE-FOR-SALE	38,361,787	(356,337,432)
CASH EQUIVALENTS AND INVESTMENTS AVAILABLE-FOR-SALE, BEGINNING OF PERIOD	1,607,492,065	1,963,829,497
CASH EQUIVALENTS AND INVESTMENTS AVAILABLE-FOR-SALE, END OF PERIOD	$1,645,853,852	$1,607,492,065

The accompanying notes are an integral part of these consolidated statements.

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2003 AND 2002

(1) DESCRIPTION OF THE TRUST

The Manville Personal Injury Settlement Trust (the Trust), organized pursuant to the laws of the state of New York with its office in Katonah, New York, was established pursuant to the Manville Corporation (Manville or JM) Second Amended and Restated Plan of Reorganization (the Plan). The Trust was formed to assume Manville's liabilities resulting from pending and potential litigation involving (i) individuals exposed to asbestos who have manifested asbestos-related diseases or conditions, (ii) individuals exposed to asbestos who have not yet manifested asbestos-related diseases or conditions and (iii) third-party asbestos-related claims against Manville for indemnification or contribution. Upon consummation of the Plan, the Trust assumed liability for existing and future asbestos health claims. The Trust's initial funding is described below under "Funding of the Trust." The Trust's funding is dedicated solely to the settlement of asbestos health claims and the related costs thereto, as defined in the Plan. The Trust was consummated on November 28, 1988.

In December 1998, the Trust formed a wholly-owned corporation, the Claims Resolution Management Corporation (CRMC), to provide the Trust with claim processing and settlement services. Prior to January 1, 1999, the Trust provided its own claim processing and settlement services. CRMC began operations on January 1, 1999 in Fairfax, Virginia. The accounts of the Trust and CRMC have been consolidated for financial reporting purposes. All significant transactions between the Trust and CRMC have been eliminated in consolidation.

The Trust was initially funded with cash, Manville securities and insurance settlement proceeds. Since consummation, the Trust has converted the Manville securities to cash and currently holds no Manville securities.

(2) SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Presentation

The Trust's financial statements are prepared using special-purpose accounting methods that differ from accounting principles generally accepted in the United States. The special-purpose accounting methods were adopted in order to communicate to the beneficiaries of the Trust the amount of equity available for payment of current and future claims. These special-purpose accounting methods are as follows:

(1) The financial statements are prepared using the accrual basis of accounting.

(2) The funding received from JM and its liability insurers was recorded directly to net claimants' equity. These funds do not represent income of the Trust. Settlement offers for asbestos health claims are reported as deductions in net claimants' equity and do not represent expenses of the Trust.

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(3) Costs of non-income producing assets, which will be exhausted during the life of the Trust and are not available for satisfying claims, are expensed as they are incurred. These costs include acquisition costs of computer hardware, software, software development, office furniture and leasehold improvements.

(4) Future fixed liabilities and contractual obligations entered into by the Trust are recorded directly against net claimants' equity. Accordingly, the future minimum rental commitments outstanding at period end for non-cancelable operating leases, net of any sublease agreements, have been recorded as deductions to net claimants' equity.

(5) The liability for unpaid claims reflected in the statements of net claimants' equity represents settled but unpaid claims and outstanding settlement offers. Post-Class Action complaint claims' liability is recorded once a settlement offer is made to the claimant (Note 3) at the amount equal to the expected pro rata payment. No liability is recorded for future claim filings and filed claims on which no settlement offer has been made. Net claimants' equity represents funding available to pay present and future claims on which no fixed liability has been recorded.

(6) Available-for-sale securities are recorded at market. All interest and dividend income on available-for-sale securities, net of investment expenses are included in investment income on the statements of changes in net claimants' equity. Realized and unrealized gains and losses on available-for-sale securities are recorded as separate components on the statements of changes in net claimants' equity.

Realized gains/losses on available-for-sale securities are recorded based on the security's original cost. At the time a security is sold, all previously recorded unrealized gains/losses are reversed and recorded net, as a component of other unrealized gains/losses in the accompanying statements of changes in net claimants' equity.

The preparation of financial statements in conformity with the special-purpose accounting methods described above requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions to net claimants' equity during the reporting period. Actual results could differ from those estimates. The most significant estimates with regard to these financial statements relate to unpaid claims, as discussed in Notes 3 and 5.

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(b) Cash Equivalents and Investments

At December 31, 2003 and 2002, the Trust has recorded all its investment securities at market value, as follows:

	2003		2002	
	Cost	Market	Cost	Market
Restricted				
Cash equivalents	$4,816,526	$ 4,816,526	$4,177,712	$4,177,712
U.S. Govt. obligations	7,577,826	7,481,525	9,770,957	10,052,071
Corporate and other debt	8,423,471	8,541,621	5,936,066	6,148,503
Equities – U.S.	38,639,895	50,515,342	47,428,513	44,327,359
Total	$59,457,718	$71,355,014	$67,313,248	$64,705,645

	2003		2002	
	Cost	Market	Cost	Market
Unrestricted				
Cash equivalents	$48,958,178	$48,958,178	$192,500,241	$192,500,241
U.S. Govt. obligations	260,999,093	262,752,451	225,069,408	234,467,302
Corporate and other debt	286,183,997	291,486,181	304,059,046	313,776,539
Equities – U.S.	872,269,116	877,605,600	870,836,342	659,835,277
Equities – International	91,127,959	93,696,428	97,850,278	72,951,061
Total	$1,559,538,343	$1,574,498,838	$1,690,315,315	$1,542,786,420

The maturities of the Trust's available-for-sale securities at market value (excluding cash equivalents and equities) are as follows:

	Less Than 1 Year	After 1 Year Through 5 Years	After 5 Years Through 10 Years	After 10 Years
U.S. govt. obligations	$29,115,774	$ 87,950,638	$ 48,940,939	$ 104,226,625
Corporate and other debt	21,285,933	157,076,843	62,258,413	59,406,613
Total	$50,401,707	$ 245,027,481	$111,199,352	$ 163,633,238

The Trust invests in two types of derivative financial instruments. Equity index futures are used as strategic substitutions to cost effectively replicate the underlying index of its domestic equity investment fund. At December 31, 2003, the fair value of these instruments was approximately $6.8 million and was included in investments available-for-sale on the statement of net claimants' equity. Foreign currency forwards are utilized for both currency translation purposes and to economically hedge against the currency risk inherent in foreign equity issues and are generally for periods up to 90 days. At December 31, 2003, the Trust held at market value approximately $137.9 million in sell currency forward contracts offset by approximately $139.9 million in buy currency forward contracts. The unrealized loss on these outstanding currency forward contracts of approximately $2.0 million is principally offset by corresponding unrealized gain due to currency exchange on the underlying securities being hedged. These amounts are recorded in the statement of net claimants' equity at December 31, 2003.

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(c) **Fixed Assets**

The cost of non-income producing assets that will be exhausted during the life of the Trust and are not available for satisfying claims are expensed as incurred. Since inception, the cost of fixed assets expensed, net of disposals, include:

Acquisition of furniture and equipment	$ 952,347
Acquisition of computer hardware and software	1,961,739
Computer software development (e-Claims)	2,361,065
Leasehold improvements	72,965
Total	$5,348,116

These items have not been recorded as assets, but rather as direct deductions to net claimants' equity in the accompanying consolidated financial statements. The cost of fixed assets, net of proceeds on disposals that were expensed during the years ended December 31, 2003 and 2002 was approximately $252,569 and $285,000, respectively.

Depreciation expense related to asset acquisitions using accounting principles generally accepted in the United States would have been approximately $1,118,200 and $501,300 for the years ended December 31, 2003 and 2002, respectively.

(3) UNPAID CLAIMS

The Trust distinguishes between claims that were resolved prior to the filing of the class action complaint on November 19, 1990, and claims resolved after the filing of that complaint. Claims resolved prior to the complaint (Pre-Class Action Claims) were resolved under various payment plans, all of which called for 100% payment of the full liquidated amount without interest over some period of time. However, between July 1990 and February 1995, payments on all claims except qualified exigent health and hardship claims were stayed by the courts. By court order on July 22, 1993 (which became final on January 11, 1994), a plan submitted by the Trust was approved to immediately pay, subject to claimant approval, a discounted amount on Pre-Class Action Claims, in full satisfaction of these claims. The discount amount taken, based on the claimants who accepted the Trust's discounted offer, was approximately $135 million.

The unpaid liability for the Post-Class Action claims represents outstanding offers made in First-in, First-out (FIFO) order to claimants eligible for settlement after November 19, 1990. Under the TDP (Note 5), claimants receive an initial pro rata payment equal to a percentage of the liquidated value of their claim. The Trust remains liable for the unpaid portion of the liquidated amount only to the extent that assets are available after paying all claimants the established pro rata share of their claims. The Trust makes these offers electronically for law firms that file their claims electronically (e-filers), or in the form of a check made payable to the claimant and/or claimant's counsel for claimants that file their proof of claim with paper. E-filers may accept their offers electronically and the Trust records a settled, but unpaid claim at the time of acceptance. Paper filers may accept their offer by depositing the check. An unpaid claim liability is recorded once an offer is made. The unpaid claim liability remains on the Trust's books until accepted or expiration of the offer after 360 days. Expired offers may be reinstated if the claimant accepts the original offer. As of December 31, 2003 and 2002, there were approximately $13.7 million and $20.5 million, respectively, of expired offers eligible to be reinstated.

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(4) COMMITMENTS AND CONTINGENCIES

Operating Leases

In April 2003, the CRMC executed an early termination of its old lease and a new 10-year lease through September 2013 for its offices in Falls Church, Virginia. CRMC may terminate the new lease at the end of the seventh lease year upon proper notification and payment of certain unamortized leasing costs. The lease was executed with CRMC conditioned upon the Trust's guarantee of future lease payments.

Future minimum rental commitments under this operating lease, as of December 31, 2003, are as follows:

Calendar Year	Amount
2004	403,303
2005	468,605
2006	480,275
2007	492,301
2008	504,638
2009	517,198
2010	530,115
2011	543,388
2012	557,017
2013	425,580
	$4.922.420

This obligation has been recorded as a liability in the accompanying financial statements.

(5) NET CLAIMANTS' EQUITY

A class action complaint was filed on behalf of all Trust beneficiaries on November 19, 1990, seeking to restructure the methods by which the Trust administers and pays claims. On July 25, 1994, the parties signed a Stipulation of Settlement that included a revised Trust Distribution Process (the TDP). The TDP prescribes certain procedures for distributing the Trust's limited assets, including pro rata payments and initial determination of claim value based on scheduled diseases and values. The Court approved the settlement in an order dated January 19, 1995. Though six appeals were filed with the Court of Appeals. no stay was granted and the Trust implemented the TDP payment procedures effective February 21, 1995. On February 21, 1996, the Court of Appeals affirmed the decision.

Prior to the commencement of the class action in 1990, the Trust filed a motion for a determination that its assets constitute a "limited fund" for purposes of Federal Rules of Civil Procedure 23(b)(1)(B). The Courts adopted the findings of the Special Master that the Trust is a "limited fund". In part, the limited fund finding concludes that there is a substantial probability that estimated future assets of the Trust are and will be insufficient to pay in full all claims that have been and will be asserted against the Trust.

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The TDP contains certain procedures for the distribution of the Trust's limited assets. Under the TDP, the Trust forecasts its anticipated annual sources and uses of cash until the last projected future claim has been paid. A pro rata payment percentage is calculated such that the Trust will have no remaining assets or liabilities after the last future claimant receives his/her pro rata share.

Prior to the implementation of the TDP, the Trust conducted its own research and monitored studies prepared by the Courts' appointee regarding the valuation of Trust assets and liabilities. Based on this valuation, the TDP provided for an initial 10% payment of the liquidated value of then current and estimated future claims (pro rata payment percentage). As required by the TDP, the Trust has periodically reviewed the values of its projected assets and liabilities to determine whether a revised pro rata payment percentage should be applied. The most recent estimate began in 2000 and was concluded in September of 2001. Following its review and consultation with the Selected Counsel for the Beneficiaries (SCB), the Legal Representative of Future Claimants (Legal Representative) and Special Advisor to the Trust (Special Advisor), the Trust proposed to the SCB and Future Representative that the pro rata payment percentage be reduced from 10% to 5%, beginning generally with claims filed after October of 2000. The SCB and Legal Representative consented to the Trust's request that, pending a final resolution of this issue and without prejudice to their rights to dispute the issue in binding arbitration, the Trust may make offers and pay claims based upon a 5% pro rata payment percentage.

During the second and third quarters of 2002, the SCB and Legal Representative and the Trust met to discuss amending the TDP. As a result of these meetings, in late August 2002, the parties agreed to TDP amendments that are now contained in what is called the "2002 TDP". The 2002 TDP principally changes the categorization criteria and scheduled values for the scheduled diseases. Until October 10, 2003, claimants could file claims pursuant to the original TDP ("1995 TDP") provided that (i) the claim was filed prior to October 10, 2003 and (ii) the claimant's date of diagnosis was prior to September 1, 2002. Otherwise, claims must be filed pursuant to the 2002 TDP. Pending receipt of sufficient claim filing information to revise the estimate of the pro rata percentage, the Trust, SCB and Legal Representative agreed that the Trust will continue to pay 5% pro rata payment on the liquidated value of resolved 1995 TDP and 2002 TDP claims.

Thereafter, the Trust will continue to periodically update its estimate of the pro rata payment percentage based on updated assumptions regarding its future assets and liabilities and, if appropriate, propose additional changes in the pro rata payment percentage. Management of the Trust believes that adequate information upon which to reasonable update such assumptions is not yet available and estimates that the next revision to the pro rata percentage will be completed sometime in 2004.

(6) EMPLOYEE BENEFIT PLANS

The Trust established a tax-deferred employee savings plan under Section 401(k) of the Internal Revenue Code, with an effective date of January 1, 1988. The plan allows employees to defer a percentage of their salaries within limits set by the Internal Revenue Code with the Trust matching contributions by employees of up to 6% of their salaries. The total employer contributions and expenses under the plan were approximately $202,600 and $192,500 for the years ended December 31, 2003 and 2002, respectively.

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(7) RESTRICTED CASH EQUIVALENTS AND INVESTMENTS

In order to avoid the high costs of director and officer liability insurance the Trust ceased purchasing such insurance in 1991 and with the approval of the United States Bankruptcy Court for the Southern District of New York, the Trust established a segregated security fund of $30 million and, with the additional approval of the United States District Court for the Southern and Eastern Districts of New York, an escrow fund of $3 million from the assets of the Trust, which are devoted exclusively to securing the obligations of the Trust to indemnify the former and current Trustees and officers, employees, agents and representatives of the Trust. In addition, a $15 million escrow and security fund was established to secure the obligations of the Trust to exclusively indemnify the current Trustees, whose access to the other security funds is subordinated to the former Trustees. Upon the final order in the Class Action litigation (Note 3), the $15 million escrow and security fund was reduced by $5 million. Pursuant to Section 5.07 of the Plan, Trustees are entitled to a lien on the segregated security and escrow funds to secure the payment of any amounts payable to them through such indemnification. Accordingly, in total, $43 million has been transferred from the Trust's bank accounts to separate bank escrow accounts and pledge and security agreements have been executed perfecting those interests. The investment earnings on these escrow accounts accrue to the benefit of the Trust.

As a condition of the tax agreement between JM and the Trust discussed in Note 8 below, the Trust was required to transfer $30 million in cash to an escrow account to secure the payment of its future income tax obligations post settlement of the transaction. The escrow account balance may be increased or decreased over time. As of December 31, 2003, securities with a market value of $28.4 million were held by an escrow agent in accordance with the agreement. These funds have been reported as restricted investments.

(8) INCOME TAXES

For Federal income tax purposes, JM had elected for the qualified assets of the Trust to be taxed as a Designated Settlement Fund (DSF). Income and expenses associated with the DSF are taxed in accordance with Section 468B of the Internal Revenue Code, which obligates JM to pay for any federal income tax liability imposed upon the DSF. In addition, pursuant to an agreement between JM and the Trust, JM is obligated to pay for any income tax liability of the Trust. In a separate agreement between the Trust and JM, JM paid the Trust $90 million to settle JM's obligation to the Trust. In return, the Trust terminated JM's contractual liability for income taxes of the DSF and agreed to indemnify JM in respect for all future income taxes of the Trust. The statutory income tax rate for the DSF is 15%.

The Trust accounts for income taxes in accordance with the Statement of Financial Accounting Standards (SFAS) No. 109, "Accounting for Income Taxes." SFAS No. 109 requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the book and tax basis of assets and liabilities. As of December 31, 2003 and 2002, the Trust has recorded a net deferred tax asset of $297,500 and $81,000, representing temporary differences primarily due to expensing asset acquisitions for financial reporting purposes, accrued vacation and deferred compensation. The deferred asset is included in other assets in the accompanying consolidated statement of net claimants' equity.

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(9) PROOF OF CLAIM FORMS FILED

Proof of claim forms have been filed with the Trust as follows:

	As of 12/31/03	As of 12/31/02
Claims filed	692,566	591,299
Withdrawn (1)	(25,432)	
Expired offers (2)	(5,052)	(37,767)
Active claims	662,082	553,532
Settled claims	(596,533)	(510,925)
Claims currently eligible for settlement	65,549	42,607

(1) Principally claims that have received a denial notification and the claim has been in an expired status for more than two years. These claims must be refiled to receive a new offer.

(2) Claims that received a Trust offer or denial, but failed to respond within the specified response period, usually 360 days. As of December 31, 2003 and 2002, approximately 4,900 and 7,200 respectively, of the claims with expired offers are still eligible to accept their original offer with a payment value of $13.7 million and $20.5 million, respectively. The claims may be reactivated upon written request by the claimant and be eligible for a new offer at the end of the FIFO queue.

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST

The following exhibits are provided in accordance with Article 3.02 (d)(iii) of the Manville Personal Injury Settlement Trust Agreement.

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EXHIBIT I

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
CONSOLIDATED INVESTMENT INCOME
FOR THE YEARS ENDED DECEMBER 31, 2003 AND 2002

	2003	2002
INVESTMENT INCOME		
Interest	$ 30,525,821	$ 43,777,630
Dividends	16,601,445	15,754,832
Total investment income	47,127,266	59,532,462
Investment expenses	(2,605,330)	(2,456,396)
TOTAL	$44,521,936	$57,076,066

The accompanying notes are an integral part of this exhibit.

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EXHIBIT II

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
CONSOLIDATED OPERATING EXPENSES
FOR THE YEARS ENDED DECEMBER 31, 2003 AND 2002

	2003	2002
OPERATING EXPENSES:		
Personnel costs	$5,378,080	$4,125,790
Office general and administrative	808,057	1,246,049
Travel and meetings	179,231	210,601
Board of Trustees	382,017	642,109
Professional fees	1,424,284	1,305,006
Net fixed asset purchases	252,569	284,655
Computer and other EDP costs	443,757	409,616
TOTAL OPERATING EXPENSES	8,867,995	8,223,826
Income tax provision	3,486,300	3,358,828
TOTAL	$12,354,295	$11,582,654

The accompanying notes are an integral part of this exhibit.

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST
SCHEDULE OF LIQUIDATED CLAIMS
SINCE CONSUMMATION (NOVEMBER 28, 1988)
THROUGH DECEMBER 31, 2003

	Number	Amount	Average Payment Amount
Trust Liquidated Claims			
Pre-Class Action Complaint November 19, 1990 and Before-			
Full Liquidated Claim Value	27,589	$1,187,852,399	
Present Value Discount (1)		(135,306,535)	
Net Settlements	27,589	1,052,545,864	
Payments	(27,589)	(1,052,545,864)	$38,151
Unpaid Balance	0	$0	
Post-Class Action Complaint After November 19, 1990-			
Offers Made at Full Liquidated Amount	592,951	$26,530,121,884	
Reduction in Claim Value (2)		(24,383,878,571)	
Net Offer Amount	592,951	2,146,243,313	
Offers Accepted	(568,944)	(2,088,002,939)	$3,670
Offers Accepted, Not Paid	3,204	6,343,653	
Unpaid Balance	27,211	64,584,027	
Total Trust Liquidated Claims	596,533	3,140,548,803	$5,265
Manville Liquidated Claims Paid (3)	158	$24,946,620	
Co-Defendant Liquidated Claims (4)			
Settlement Claim Value		$97,931,534	
Investment Receipts (5)		2,624,732	
Payments		(100,556,266)	
Unpaid Balance		$0	

(1) The unpaid liability for Pre-Class Action Complaint claims has been reduced based upon a plar approved by the Courts in January, 1994 which requires the Trust to offer to pay a discounte amount in full satisfaction of the unpaid claim amount

(2) Under the TDP, Post Class Action Complaint claims have been reported at a pro rata percentage of their liquidated value

(3) Manville Liquidated Claims refers to Liquidated AH Claims (as defined in the Plan) which the Trust has paid pursuant to an order of the United States Bankruptcy Court for the Southern Distric of New York dated January 27, 1987

(4) Number of personal injury claimants not identifiable

(5) Investment receipts of separate investment escrow account established for the sub-class beneficianes per the Stipulation of Settlement, net of income taxes

The accompanying notes are an integral part of this exhibit

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST
SCHEDULE OF LIQUIDATED CLAIMS
FOR THE YEAR ENDED DECEMBER 31, 2003

	Number	Amount	Average Payment Amount
Trust Liquidated Claims			
Pre-Class Action Complaint November 19, 1990 and Before			
Payable as of December 31, 2002	26	$613,073	
Withdrawn	(20)	($403,273)	
Paid (1)	(6)	(209,800)	
Payable as of December 31, 2003	0	$0	
Post-Class Action Complaint After November 19, 1990- (2)			
Offers Outstanding as of December 31, 2002	17,579	$49,576,000	
Net Offers Made (3)	92,056	225,024,757	
Offers Accepted/Paid	(85,628)	(216,360,383)	$2,527
Offers Outstanding as of December 31, 2003	24,007	$58,240,374	
Offers Accepted, Not Paid as of December 31, 2003	3,204	6,343,653	
Payable as of December 31, 2003	27,211	$64,584,027	
Total Trust Liquidated Claims	85,608	$216,763,656	$2,532
Co-Defendant Liquidated Claims			
Payable as of December 31, 2002		$0	
Settled		889,360	
Paid		(889,360)	
Payable as of December 31, 2003		$0	

(1) During the period the dollar amount of paid claims includes fully and partially paid claims. The number of paid claims represents only fully paid claims

(2) Under the TDP, Post Class Action Complaint claims have been reported at 10% or 5% of their liquidated value.

(3) Represents payment offers made during the period net of rejected and expired offers.

The accompanying notes are an integral part of this exhibit.

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Claim Payments
(Exhibit B)

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST
CLAIM PAYMENT BY STATE/COUNTRY
CLAIMS PAID JANUARY 1 THROUGH DECEMBER 31, 2003

State/Country		# of Payments	Total Payments
USA	Alabama	5,695	$ 12,600,225
	Alaska	38	163,250
	Arizona	252	1,311,550
	Arkansas	2,879	5,913,950
	California	2,661	9,692,743
	Colorado	264	997,850
	Connecticut	299	1,066,552
	Delaware	232	734,762
	District of Columbia	28	116,700
	Florida	4,848	13,286,070
	Georgia	2,520	6,052,625
	Hawaii	93	252,900
	Idaho	80	324,000
	Illinois	1,380	4,643,275
	Indiana	639	2,287,250
	Iowa	120	636,900
	Kansas	364	1,112,950
	Kentucky	685	1,775,513
	Louisiana	4,425	9,229,338
	Maine	145	609,804
	Maryland	1,106	3,778,650
	Massachusettes	915	3,141,765
	Michigan	3,568	9,061,250
	Minnesota	654	2,105,950
	Mississippi	7,876	15,111,501
	Missouri	819	2,327,950
	Montana	197	547,821
	Nebraska	93	426,000
	Nevada	152	514,700
	New Hampshire	73	321,050
	New Jersey	1,255	3,729,842
	New Mexico	135	424,050
	New York	2,832	7,527,200
	North Carolina	1,147	3,662,075
	North Dakota	110	301,800
	Ohio	7,483	19,928,350
	Oklahoma	257	1,054,175
	Oregon	385	1,393,700
	Pennsylvania	2,618	7,220,963
	Puerto Rico	199	549,588
	Rhode Island	161	522,150
	South Carolina	2,966	6,967,743
	South Dakota	27	124,950

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST
CLAIM PAYMENT BY STATE/COUNTRY
CLAIMS PAID JANUARY 1 THROUGH DECEMBER 31, 2003

State/Country	# of Payments	Total Payments
Tennessee	497	1,733,500
Texas	17,169	37,471,876
Utah	170	650,650
Vermont	25	74,300
Virgin Islands	4	6,200
Virginia	1,902	5,996,051
Washington	798	3,010,750
West Virginia	1,654	3,922,950
Wisconsin	341	1,682,900
Wyoming	41	157,800
Total	85,276	$ 218,258,407
Non-US	2,195	12,766,968
Less Settlements Reversed and Amounts Returned in 2003		(371,170)
Grand Total Claim Payments	87,471	$ 230,654,205

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Application For Order Approving Account of Trustees (Exhibit C)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	) In Proceedings For A) Reorganization Under
JOHNS-MANVILLE CORPORATION, et al.,	) Chapter 11)
Debtors.	) Case Nos. 82 B 11656 (BRL)) Through 82 B 11676 (BRL)) Inclusive

APPLICATION FOR ORDER APPROVING
ACCOUNT OF TRUSTEES AND FINANCIAL STATEMENTS
OF MANVILLE PERSONAL INJURY SETTLEMENT TRUST
FOR THE PERIOD JANUARY 1, 2003 THROUGH DECEMBER 31, 2003

TO: THE HONORABLE BURTON R. LIFLAND
UNITED STATES BANKRUPTCY JUDGE

Robert A. Falise, Louis Klein, Jr., Frank J. Macchiarola, and Christian E. Markey, Jr., Trustees of the Manville Personal Injury Settlement Trust (the "Trustees") and the Manville Personal Injury Settlement Trust (the "Trust"), by their counsel, respectfully represent:

1. On August 26, 1982, Johns-Manville Corporation and the other Debtors herein ("Manville") filed voluntary petitions for reorganization under Chapter 11 of the Bankruptcy Code.

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2. By order dated December 22, 1986 (the "Confirmation Order"), Manville's Second Amended and Restated Plan of Reorganization, as modified (the "Plan"), was confirmed.

3. Exhibit A to the Plan is a Glossary of defined terms used in the Plan, Exhibits and Annexes. Capitalized terms used in this Application and the within Account not otherwise defined herein have the meanings set forth in the Glossary.

4. The Confirmation Order became a Final Order on October 28, 1988. Pursuant to the Plan, November 28, 1988 was the Consummation Date.

5. John C. Sawhill, Donald M. Blinken, Francis H. Hare, Jr., Christian E. Markey, Jr., and Daniel Fogel, or Gladys Fogel as executrix for the Estate of Daniel Fogel, former trustees of the Trust (the "Former Trustees") have previously filed accounts for the periods January 9, 1987 (Inception) through November 28, 1988; November 29, 1988 through December 31, 1989; January 1, 1990 through December 31, 1990; and January 1, 1991 through July 5, 1991. The Former Trustees and the Trustees have previously filed an account for the period (partially as to the Trustees) July 6, 1991 through December 31, 1991. The Trustees have also filed an account for the period January 1, 1992 through December 31, 1992, as well for the periods of January 1, 1993 through

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December 31, 1993, January 1, 1994 through December 31, 1994, January 1, 1995 through June 30, 1995, July 1, 1995 through December 31, 1995, January 1, 1996 through December 31, 1996, January 1, 1997 through December 31, 1977, January 1, 1998 through December 31, 1998, January 1, 1999 through December 31, 1999, January 1, 2000 through December 31, 2000, January 1, 2001 through December 31, 2001, and January 2, 2002 through December 31, 2002. All of these accounts have been approved by the Court.

6. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 1334(b) and 157(a) and the July 10, 1984 Referral Order of the Southern District of New York (Ward, Acting C.J.); 11 U.S.C. § 1142(b); the Plan, §§ 10.1.G. and L. and Order Confirming Debtors' Second Amended and Restated Plan, December 22, 1986, pp. 23-25; and the Manville Personal Injury Settlement Trust Agreement, § 6.14. See also Order Further Amplifying Order Authorizing the Interim Establishment of the Manville Personal Injury Settlement Trust Pending Consummation of the Debtors' Plan of Reorganization, (Bankr. S.D.N.Y., Lifland, C.B.J.), March 18, 1988.

7. Pursuant to the foregoing, the Trustees are filing herewith their Account of Trustees and Financial Statements for the period January 1, 2003 through December 31, 2003.

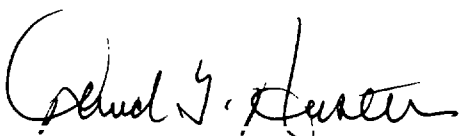
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WHEREFORE, the Trust and the Trustees respectfully request that, pursuant to the foregoing, the Court enter the annexed Order judicially settling, approving and allowing the Account and Financial Statements and discharging the Trustees and for such further and different relief as the Court may deem just and proper.

Respectfully submitted,

Manville Personal Injury
Settlement Trust

Dated: March 5, 2004
Fall Church, Virginia

By 

David T. Austern
General Counsel
3110 Fairview Park Dr.
Suite 200
P.O. Box 12003
Falls Church, Virginia 22042
DTA: 7301

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Order Approving Account of Trustees (EXHIBIT D)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A
	)	Reorganization Under
JOHNS-MANVILLE CORPORATION, et al.,	)	Chapter 11
	)	Case Nos. 82 B 11656 (BRL)
Debtors.	)	Through 82 B 11676 (BRL)
	)	Inclusive

ORDER APPROVING ACCOUNT OF TRUSTEES AND FINANCIAL STATEMENTS OF MANVILLE PERSONAL INJURY SETTLEMENT TRUST FOR THE PERIOD JANUARY 1, 2003 THROUGH DECEMBER 31, 2003

Upon the Application dated March 5, 2004 of Robert A. Falise, Louis Klein, Jr., Frank J. Macchiarola and Christian E. Markey, Jr., Trustees of the Manville Personal Injury Settlement Trust, (the "Trustees") and the Manville Personal Injury Settlement Trust (the "Trust"), by their counsel, for Order Approving Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for the Period January 1, 2003 through December 31, 2003 (the "Application"), and the Account of Trustees and Financial Statements of the Trust for the Period January 1, 2003 through December 31, 2003 (the "Account"),

IT APPEARING THAT, proper notice of the Application and Account and hearing thereon was given as set forth in the Order of this Court dated March 11, 2004, as evidenced by the certificate of service and affidavit of publication filed herein,

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AND IT FURTHER APPEARING THAT, a hearing on the Application and Account was held by this Court on the 21st day of April, 2004,

AND after due deliberation and sufficient cause appearing therefor, it is

NOW, on motion of counsel for the Trust and Trustees, it is hereby

ORDERED, that the Application is, in all respects, hereby granted; and it is further

ORDERED, that the Account be and the same hereby is judicially settled, approved and allowed as filed; and it is further

ORDERED, that the Trustees be and each of them is hereby released and discharged from any and all liability or responsibility as to all matters embraced in the Account, Application or in this Order.

Date: New York, New York
, 2004

Burton R. Lifland
United States Bankruptcy Court

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Affidavit of David T. Austern (EXHIBIT E)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A
	)	Reorganization Under
JOHNS-MANVILLE CORPORATION, et al.,	)	Chapter 11
	)	Case Nos. 82 B 11656 (BRL)
Debtors.	)	Through 82 B 11676 (BRL)
	)	Inclusive

AFFIDAVIT OF DAVID T. AUSTERN IN SUPPORT OF PROPOSED ORDER APPROVING NOTICE OF FILING AND SERVICE LIST FOR ACCOUNT OF THE TRUSTEES AND FINANCIAL STATEMENTS OF THE MANVILLE PERSONAL INJURY SETTLEMENT TRUST FOR THE PERIOD JANUARY 1, 2003 THROUGH DECEMBER 31, 2003 AND APPLICATION FOR APPROVAL THEREFOR

Fairfax, Virginia)
: ss
)

DAVID T. AUSTERN, being duly sworn, deposes and says:

1. I am a member of the Bars of the states of New York, Indiana and the District of Columbia as well as various federal courts including the United States Supreme Court. I am General Counsel of the Manville Personal Injury Settlement Trust (the "Trust"). I submit this affidavit in support of the proposed Order Approving Notice of Filing and Service List for the Account of the Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for the Period January 1, 2003 through December 31, 2003 and Application for Approval therefor.

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2. Robert A. Falise, Louis Klein, Jr., Frank J. Macchiarola and Christian E. Markey, Jr., Trustees of the Trust (the "Trustees"), have caused to be prepared the annexed Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for the period January 1, 2003 through December 31, 2003 (the "Account"). The Account is being filed with the Court together with the Application for Approval of Account (the "Application"), and proposed Order Approving Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust (the "Proposed Order"). These documents, together with all exhibits, total over 90 pages.

3. As stated in Schedule G to the Account, the beneficiaries of the Trust are the holders of Allowed AH Claims and Other Asbestos Obligations (including Co-Defendants included within such categories) as defined in the Manville Plan of Reorganization. As of December 31, 2003, approximately 693,000 claims had been filed with the Trust, and approximately 596,500 claims had been settled and paid in full or are partially paid. Of the remaining approximately 96,500 claims which were received but unsettled as of December 31, 2003, 25,500 have been withdrawn, 5,000 have expired offers, and approximately 66,000 are unsettled. Approximately 1,400 claims were filed pro se by claimants or their personal representatives and the remaining

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personal injury claimants were represented by approximately 500 law firms.

4. The Trustees wish to adopt a reasonable method of giving notice of the Account to all known Trust beneficiaries as well as to Selected Counsel for the Beneficiaries, the Legal Representative and other interested parties. However, the expense of individual service by mail on the 66,000 present, unsettled claimants would be exorbitant.

5. Accordingly, the Trustees seek to provide notice directly to pro se claimants and to the attorneys for those claimants represented by counsel. The Trustees therefore seek this Court's approval to mail the attached form of Notice of Filing to all attorneys representing claimants with pending claims, to all pro se claimants or their personal representatives, as described in Paragraph 3, and to all attorneys representing codefendant and distributor claimants. The Trustees also propose that the Notice of Filing be published in U.S.A. Today.

6. The Trustees further propose that complete copies of the Application, the Account and Proposed Order be mailed only to the attorneys for Selected Counsel for the Beneficiaries, the Legal Representative, Johns Manville Corporation and its attorneys, the United States Trustee and to those individuals appointed by the United States District Courts for the Eastern and Southern

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Districts of New York in connection with a class action filed against the Trustees on November 19, 1990 on behalf of all Trust beneficiaries.

7. Complete copies of these documents will be on file with the Trust and will be sent to any person requesting them from the office of the General Counsel.

8. To the best of my knowledge and belief, based upon my review of the records of the Trust, the attached Service List includes the names of all pro se claimants or their personal representatives having claims presently pending with the Trust, the names of all law firms for personal injury claimants, and codefendants and distributors having such pending claims or who have indicated that they may assert claims against the Trust.

9. No previous application for this relief has been made.

David T. Austern
General Counsel

Sworn to before me this
5th day of March, 2004.

Notary Public

My commission expires on: 3/31/06

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Order Approving Notice of Filing (EXHIBIT F)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A Reorganization Under Chapter 11
JOHNS-MANVILLE CORPORATION, et al.,	)	Case Nos. 82 B 11656 (BRL) Through 82 B 11676 (BRL) Inclusive
Debtors.	)	

ORDER APPROVING NOTICE OF FILING AND SERVICE LIST FOR ACCOUNT OF TRUSTEES AND FINANCIAL STATEMENTS OF THE MANVILLE PERSONAL INJURY SETTLEMENT TRUST FOR THE PERIOD JANUARY 1, 2003 THROUGH DECEMBER 31, 2003 AND APPLICATION FOR APPROVAL THEREFOR

Upon the annexed affidavit of David T. Austern, and sufficient cause appearing therefor,

NOW, on motion of counsel to the Manville Personal Injury Settlement Trust (the "Trust") and Robert A. Falise, Louis Klein, Jr., Frank J. Macchiarola and Christian E. Markey, Jr., Trustees of the Trust, (the "Trustees"), it is hereby

ORDERED, that a copy of this Order, the supporting Affidavit of David T. Austern, the attached Notice of Filing (the "Notice of Filing") of the Application for Order Approving Account of Trustees and Financial Statements of Manville Personal Injury Settlement Trust for the Period January 1, 2003 through December 31, 2003 (the "Application"), the attached Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for the period January 1, 2003 through

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December 31, 2003 (the "Account") and the attached proposed Order approving the Account and discharging the Trustees from any liability as to all matters embraced in the Account (the "Proposed Order") shall be served by first class mail, postage prepaid, on or before March 19, 2004 upon the following:

Caplin & Drysdale, Chartered
Attorneys for Selected Counsel
for the Beneficiaries
399 Park Avenue, 27th Fl.
New York, New York 10022
Attn: Elihu Inselbuch, Esq.

Johns Manville Corporation
P.O. Box 5108
717 17th Street, 12th Floor
Denver, Colorado 80202
Attn: Dion Persson, Esq.

Davis, Polk & Wardwell
Attorneys for Johns Manville Corporation
450 Lexington Avenue
New York, New York 10017
Attn: L. Gordon Harriss, Esq.

Shea & Gardner
1800 Massachusetts Avenue, N.W.
Suite 1800
Washington, D.C. 20036
Attn: John Aldock, Esq.

Debevoise & Plimpton
919 Third Avenue
New York, New York 10022
Attn: Roger Podesta, Esq.

Paul, Weiss, Rifkind, Wharton
& Garrison
1285 Avenue of the Americas
New York, New York 10019-6064
Attn: Leslie Gordon Fagen, Esq.

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Office of the United States Trustee
Deirdre A. Martini, Esq.
33 Whitehall St., 21st Fl.
New York, New York 10004

John H. Faricy, Jr., Esq.
Faricy & Roen, P.A.
Metropolitan Centre, Ste. 2320
333 So. Seventh Street
Minneapolis, Minnesota 55402

Lani A. Adler, Esq.
Becker, Glynn, Melamed & Muffly LLP
299 Park Ave., 16th Fl.
New York, New York 10171

Mark A. Peterson, Esq.
Legal Analysis Systems
970 Calle Arroyo
Thousand Oaks, California 91360

Perry Weitz, Esq.
Weitz & Luxenberg, P.C.
180 Maiden Lane
New York, New York 10038

Francis J. Lawall, Esq.
Pepper Hamilton, LLP
3000 Two Logan Square
Eighteenth & Arch Streets
Philadelphia, Pennsylvania 19103

Gardner Duvall, Esq.
Whiteford, Taylor & Preston, LLP
Seven Saint Paul St.
Baltimore, Maryland 21202

and it is further

ORDERED, that a copy of the Notice of Filing shall be served by first class mail, postage prepaid, on or before March 19, 2004 upon the persons listed on the Service List annexed

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hereto, namely, those persons and entities who have claims pending with the Trust, consisting of pro se claimants or their personal representatives and attorneys for personal injury claimants, codefendants and distributors, and it is further

ORDERED, that a copy of the Notice of Filing shall be published once in USA Today on or before April 1, 2004; and it is further

ORDERED, that service and publication as set forth in the three preceding ordered paragraphs shall be deemed good and sufficient notice of this Order, the Application, the Hearing (as hereinafter defined) and all proceedings to be held therein to all persons and entities deemed by the Court to be entitled to notice thereof; and it is further

ORDERED, that pursuant to the Notice of Filing all persons interested in complete copies of the Application, the Account, and Proposed Order may inspect such copies in the Clerk of the Court's Office in Room 614 of the United States Bankruptcy Court, Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408 or may request copies in writing from the following address:

Claims Resolution Management Corporation
P.O. Box 12003
Falls Church, Virginia 22042
Attn: Marylou Sales

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and it is further

ORDERED, that objections, if any, to the Application, Account, and proposed Order shall be made in writing, shall state with particularity the grounds therefor, and shall be filed with the Court, and served upon and received by the Trust, as follows:

David T. Austern
General Counsel
Manville Personal Injury
Settlement Trust
3110 Fairview Park Dr., Ste. 200
P.O. Box 12003
Falls Church, Virginia 22042

on or before the 16th day of April, 2004; and it is further

ORDERED, that a hearing (the "Hearing") shall be held on the Application, Account, and Proposed Order and objections thereto, if any, before the undersigned in Room 623 of the United States Bankruptcy Court, Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, on the 21st day of April, 2004, at 10 O'clock in the morning of said day.

Dated: New York, New York
March 11, 2004

/s/Burton R. Lifland
Hon. Burton R. Lifland
United States Bankruptcy Court

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Notice of Filing
(EXHIBIT G)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A Reorganization Under Chapter 11
JOHNS-MANVILLE CORPORATION, et al.,	)	
Debtors.	)	Case Nos. 82 B 11656 (BRL) Through 82 B 11676 (BRL) Inclusive

NOTICE OF FILING

TO: All persons and entities interested in the Manville Personal Injury Settlement Trust, including all holders and potential holders of claims for death, personal injuries or personal damages caused or allegedly caused, directly or indirectly, by exposure to asbestos and arising or allegedly arising, directly or indirectly, from acts or omissions prior to October 28, 1988 of one or more of Manville Corporation and certain affiliated corporations.

PLEASE TAKE NOTICE that the Manville Personal Injury Settlement Trust (the "Trust") and Robert A. Falise, Louis Klein, Jr., Frank J. Macchiarola, and Christian E. Markey, Jr., Trustees of the Trust (the "Trustees") have filed with this Court an Application for Order Approving the Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust ("Application") for the Period January 1, 2003 through December 31, 2003. Copies of the Application, Account of the Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for such period ("Account"), and a proposed order approving the Account and discharging the Trustees from all liability as to all matters embraced in the Account of Trustees and Financial Statements ("Proposed Order") are available on the Trust's website (www.mantrust.org) or may be requested from the General Counsel for the Trust (Attn: Marylou Sales) at the Falls Church, Virginia address indicated below.

Persons wishing to receive the names, listed by state, of the over 87,000 Trust Beneficiaries paid during the period covered by the accounting (which does not include the amounts paid to such Beneficiaries), should request this information from the Trust at the address listed below.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Account, the Application and the proposed Order shall be made in writing, shall state with particularity the grounds therefor, and shall be filed with the Court, Burton R. Lifland, United States Bankruptcy Judge, and served upon and received by the undersigned counsel for the Trust and the Trustees on or before the 16th day of April, 2004. A hearing on the Application, Account, and Proposed Order and objections thereto, if any, shall be held before the Court in Room 623 of the United States Bankruptcy Court, Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, on the 21st day of April, 2004 at 10 o' clock in the morning of said day.

Manville Personal Injury Settlement Trust

Dated: Falls Church, Virginia
March 19, 2004

By: /s/ David T. Austern
David T. Austern, General Counsel
3110 Fairview Park Dr., Ste. 200
P.O. Box 12003
Falls Church, Virginia 22042
(703) 204-9300