

KEY ELEMENTS OF A VOTING PROCEDURES ORDER

Below is an outline of key elements to be included in a voting procedures order.

- 1. Approving the Proposed Disclosure Statement**
 - a. Statement that the Disclosure Statement contains adequate information.

- 2. Approving Form and Manner of Solicitation Packages (or alternatively, Approving Solicitation Packages and Procedures for Distribution Thereof)**
 - a. State the classes that do not receive a ballot
 - b. State what is in the solicitation package
 - i. Disclosure Statement
 - ii. Plan of Reorganization
 - iii. Ballots
 - iv. Return envelope
 - v. Court approval of Disclosure Statement
 - vi. Date of Confirmation Hearing
 - vii. Deadline for filing objections (optional)
 - viii. Voting Procedures Order (optional)
 - c. Publication of the Confirmation Hearing Notice
 - d. How to treat undeliverable solicitation packages
 - e. Letter from the Debtor/Creditors Committee/Other Party (optional)

- 3. Approving Form and Manner of Notice of the Confirmation Hearing (or alternatively, Approving Hearing Date to Consider Confirmation Under Chapter 11 of the Bankruptcy Code)**
 - a. Date of Confirmation Hearing
 - b. Objection procedures
 - c. Address where objections should be mailed to
 - d. Objection deadline

- 4. Fixing a Voting Record Date**
 - a. State the voting record date

- 5. Approving the Forms of Ballots (and the Master Ballot)**
 - a. Statement that the ballots are adequate or appropriate
 - b. The name of the balloting agent
 - c. Statement that instructions for the ballot are sufficient

6. Approving Voting Deadline

- a. Statement of the voting deadline, including time of day and reference to time zone.
- b. Note that ballots to be returned to a bank or broker must be returned in sufficient time for the bank or broker to submit its master ballot to the balloting agent by the voting deadline.
- c. Description of acceptable and unacceptable manner for delivery and acceptance of ballots
- d. Ballots must be properly executed.

7. Approving Procedures for Vote Tabulation (Establishment of Procedures for Voting on the Plan)

- a. Statement that the voting procedures are fair and equitable
- b. How objections to claims are handled
- c. How to challenge a claim objection
- d. Deadline for serving objections
- e. Voting
 - i. Last vote received counts
 - ii. Full amount of claim is voted
 - iii. Separate ballots for each class
 - iv. Votes may not be split
 - v. Late votes do not count, unless allowed by debtor
 - vi. No faxes or electronic transmission accepted
 - vii. Statement that the voting period allows for an informed decision to be made
- f. Ballots must be retained for one year past the Effective Date
- g. The amount voted is the amount held on the record date

8. Establishing Procedures and Deadline for Filing Objections to the Plan

- a. Date of the Confirmation Hearing
- b. Deadline for objections to the Plan of Reorganization
- c. Parties to be served any objections
- d. Deadline for publication of Confirmation Hearing Notice

9. Granting Related Relief

- a. Statement that actions may be taken without getting further orders from the Court