

In re
JPS TEXTILE GROUP, INC.
Debtor.

Chapter 11 Case No.
91 B ()

MASTER BALLOT FOR ACCEPTING OR REJECTING
THE CHAPTER 11 PLAN OF REORGANIZATION
OF
JPS TEXTILE GROUP, INC.
OLD SUBORDINATED NOTES

This Master Ballot may not be used for any purpose other than for casting votes to accept or reject the plan of reorganization (the "Plan of Reorganization") of JPS Textile Group, Inc., a Delaware corporation (the "Company"), under chapter 11 of the United States Bankruptcy Code.

This Master Ballot is to be used by brokers, proxy intermediaries or other nominees for casting votes to accept or reject the Plan of Reorganization on behalf of beneficial owners holding 15 1/4% Senior Subordinated Notes Due June 1, 1999 of the Company.

The plan referred to in this ballot can be confirmed by the court and thereby made binding on you if it is accepted by the holders of two-thirds in amount and more than one-half in number of claims in each class and the holders of two-thirds in amount of equity security interests in each class voting on the plan. In the event the requisite acceptances are not obtained, the court may nevertheless confirm the plan if the court finds that the plan accords fair and equitable treatment to the class rejecting it. To have your vote count, you must complete and return this ballot.

PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. COMPLETE, SIGN AND DATE THIS MASTER BALLOT AND RETURN IT SO THAT IT IS RECEIVED BY THE VOTING AGENT BY 5:00 P.M., NEW YORK CITY TIME, ON THURSDAY, JANUARY 31, 1991.

Item 1. **Aggregate Face Amount of Old Subordinated Notes as to Which Votes Are Cast.** The undersigned is the registered owner of \$ _____ aggregate face amount of 15 1/4% Senior Subordinated Notes Due June 1, 1999 (the "Old Subordinated Notes") of the Company, for which voting instructions have been received from beneficial owners (the "Beneficial Owners") as listed in Item 3 below.

Item 2. **Class 6 (Old Subordinated Note Claims) Vote — Aggregate Face Amount.** As instructed by the Beneficial Owners of the aggregate face amount of Old Subordinated Notes set forth in Item 1 above, the undersigned transmits the following votes of such Beneficial Owners in respect of their Old Subordinated Notes:

To Accept the Plan of Reorganization \$ _____
Aggregate face amount of
Old Subordinated Notes

To Reject the Plan of Reorganization \$ _____
Aggregate face amount of
Old Subordinated Notes

Item 3. **Class 6 (Old Subordinated Note Claims) Vote — Number of Beneficial Owners.** The undersigned certifies that the following Beneficial Owners of Old Subordinated Notes, as identified by their respective customer account numbers or the respective sequence numbers set forth below, have delivered to the undersigned Ballots casting votes (indicate the aggregate face amount for each respective account under the appropriate column):

Customer Account Number for Each Beneficial Owner of Old Subordinated Notes	FACE AMOUNT OF OLD SUBORDINATED NOTES	
	To Accept the Plan of Reorganization	To Reject the Plan of Reorganization
1.	\$ _____	\$ _____
2.	\$ _____	\$ _____
3.	\$ _____	\$ _____
4.	\$ _____	\$ _____
5.	\$ _____	\$ _____
6.	\$ _____	\$ _____
7.	\$ _____	\$ _____
8.	\$ _____	\$ _____
9.	\$ _____	\$ _____
10.	\$ _____	\$ _____

Item 4. The undersigned certifies that it has transcribed below the information, if any, provided in Item 3 of each Ballot received from a Beneficial Owner (please use additional sheets of paper if necessary):

	Customer account number for each Beneficial Owner	Registered holder or nominee of other account	Face amount of Old Subordinated Notes held and voted
1.	_____	_____	\$ _____
2.	_____	_____	\$ _____
3.	_____	_____	\$ _____
4.	_____	_____	\$ _____
5.	_____	_____	\$ _____

Item 5. The undersigned understands that if it signs this Master Ballot without indicating the face amount of Old Subordinated Notes rejecting the Plan of Reorganization, the entire aggregate face amount of Old Subordinated Notes set forth in Item 1 above will be counted as voting to accept the Plan of Reorganization.

Item 6. By signing this Master Ballot, the undersigned certifies that each Beneficial Owner of Old Subordinated Notes whose votes are being transmitted by this Master Ballot has been provided with a copy of the Disclosure Statement.

Item 7. By signing this Master Ballot, the undersigned certifies that it is the registered or record owner of the aggregate face amount of Old Subordinated Notes set forth in Item 1 and/or has full power and authority to vote to accept or reject the Plan of Reorganization. The undersigned also acknowledges that the Solicitation is subject to all the terms and conditions set forth in the Disclosure Statement.

Name of Record or Registered Holder: _____
(Print or Type)

Social Security or Federal Tax I.D. No. (If Applicable)

Signature: _____

By: _____
(If Appropriate)

Title: _____
(If Appropriate)

Address: _____
Street

City, State and Zip Code

Telephone Number: () _____

Date Completed: _____

**THIS MASTER BALLOT MUST BE RECEIVED BY THE VOTING AGENT,
HILL AND KNOWLTON, INC., BY 5:00 P.M., NEW YORK CITY TIME,
ON JANUARY 31, 1991, OR THE VOTES TRANSMITTED HEREBY WILL NOT BE COUNTED.**

INSTRUCTIONS FOR COMPLETING THE MASTER BALLOT (The Altman Group Ballot Archives)

JPS Textile Group, Inc. (the "Company") is soliciting your vote on its plan of reorganization (the "Plan of Reorganization") referred to in the Disclosure Statement dated December 21, 1990 (the "Disclosure Statement"). Please review the Disclosure Statement carefully before you vote.

The Master Ballot is *not* a letter of transmittal and may not be used for any purpose other than to cast votes to accept or reject the Plan of Reorganization. Holders should *not* surrender, at this time, certificates representing their securities, and the Company will *not* accept delivery of any such certificates surrendered together with this Master Ballot. Surrender of securities for exchange may only be made by you, and will only be accepted, pursuant to a letter of transmittal which will be furnished to you by the Company following confirmation by the U.S. Bankruptcy Court of the Plan of Reorganization.

To have the vote of your customers count, you must complete, sign and return this Master Ballot so that it is received by Hill and Knowlton, Inc. (the "Voting Agent") not later than 5:00 p.m., New York City time, on Thursday, January 31, 1991, subject to extension in the sole discretion of the Company (the "Voting Deadline"). **ANY MASTER BALLOT WHICH IS VALIDLY EXECUTED BUT WHICH DOES NOT INDICATE ACCEPTANCE OR REJECTION OF THE PLAN OF REORGANIZATION SHALL BE DEEMED AN ACCEPTANCE OF THE PLAN OF REORGANIZATION.**

To properly complete the Master Ballot take the following steps:

(a) provide appropriate information for each of the items on the Master Ballot. Please note that Item 3 requests information for each individual beneficial owner for whom you hold Old Subordinated Notes in your name (the "Beneficial Owners"). To identify such Beneficial Owners without disclosing their names, please use the customer account number assigned by you to each such Beneficial Owner or, if no such customer account number exists, please use the sequential numbers provided (making sure to retain a separate list of each Beneficial Owner and his or her assigned sequential number).

(b) vote to accept or reject the Plan of Reorganization in Item 2 for the Old Subordinated Notes held by you as the registered holder on behalf of the Beneficial Owners;

(c) sign and date your Master Ballot;

(d) if you are completing this Master Ballot on behalf of another entity, state your title with such entity, and

(e) provide your name and mailing address if different from the preprinted address on the Master Ballot or if no preprinted address appears on the Master Ballot.

The Company requests that you retain in your files the Ballots received from the Beneficial Owners.

Please contact the Voting Agent in order to arrange for delivery of the completed Master Ballot to its offices.

- You should deliver the black-bordered gray Ballot to each Beneficial Owner of Old Subordinated Notes, and take any action required to enable each such Beneficial Owner to vote its aggregate face amount of Old Subordinated Notes to accept or reject the Plan of Reorganization. With regard to any Ballots returned to you, you must either (1) forward such Ballots to the Voting Agent or (2) (a) retain such Ballots in your files and transfer the requested information from each such Ballot onto the attached Master Ballot, (b) execute the Master Ballot and (c) arrange for delivery of such Master Ballot to the Voting Agent.
- You should deliver the yellow certification form entitled "IMPORTANT TAX INFORMATION — CERTIFICATION OF HOLDERS OF 15% SENIOR SUBORDINATED NOTES DUE JUNE 1, 1999" to each Beneficial Owner in the same envelope containing the black-bordered gray Ballot. With regard to any such certification forms returned to you, (1) forward such certification forms to the Voting Agent or (2) (a) retain such certification forms in your files and transfer the requested information from each such certification form onto the enclosed Master Certification Form, (b) execute the Master Certification Form and (c) arrange for delivery of such Master Certification Form to the Voting Agent.
- If you are both the registered owner and beneficial owner of any Old Subordinated Notes and you wish to vote such Old Subordinated Notes, you may return either a Ballot or a Master Ballot and a Certification Form or a Master Certification Form.

(Sample from The Altman Group Ballot Archives)

No fees or commissions or other remuneration will be payable to any broker, dealer or other person for soliciting Ballots accepting the Plan of Reorganization. We will, however, upon request, reimburse you for customary mailing and handling expenses incurred by you in forwarding the Ballots and other enclosed materials to your clients. We will also pay all transfer taxes, if any, applicable to the transfer and exchange of your securities pursuant to and following confirmation of the Plan of Reorganization.

IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT, THE BALLOT OR THE OTHER ENCLOSED MATERIALS, PLEASE CALL THE VOTING AGENT, HILL AND KNOWLTON, INC., AT (212) 210-8850.

NOTHING CONTAINED HEREIN OR IN THE ENCLOSED DOCUMENTS SHALL CONSTITUTE YOU OR ANY OTHER PERSON THE AGENT OF THE COMPANY OR THE VOTING AGENT, OR AUTHORIZE YOU OR ANY OTHER PERSON TO USE ANY DOCUMENT OR MAKE ANY STATEMENTS ON BEHALF OF ANY OF THEM WITH RESPECT TO THE PLAN OF REORGANIZATION, EXCEPT FOR THE STATEMENTS CONTAINED IN THE DOCUMENTS ENCLOSED HEREWITH.

**MASTER CERTIFICATION FORM
JPS TEXTILE GROUP, INC.**

15 1/2% SENIOR SUBORDINATED NOTES DUE JUNE 1, 1999

Master Certification Form for use by brokers, proxy intermediaries or other nominees on behalf of beneficial owners holding 15 1/2% Senior Subordinated Notes due June 1, 1999 (the "Old Subordinated Notes"), of JPS Textile Group, Inc. (the "Company").

This Master Certification Form is delivered to you, in connection with the plan of reorganization (the "Plan of Reorganization") of the Company referred to in the Disclosure Statement dated December 21, 1990, both of which are being transmitted to you concurrently.

Please use this form to compile and provide the Company with the information contained on the form titled "IMPORTANT TAX INFORMATION - CERTIFICATION OF HOLDERS OF 15 1/2% SUBORDINATED NOTES DUE JUNE 1, 1999" provided to you by the Company. Please use one line for each such beneficial owner and transfer such information in the spaces below.

Customer Account Number (or Each Beneficial Owner of Old Subordinated Notes)	Aggregate Face Amount of Old Subordinated Notes Owned by Each Beneficial Owner	Did Not Submit Certification Form	Submitted Certification Form Certifying Entire Aggregate Face Amount of Old Subordinated Notes Held On and Since August 1, 1989	Face Amount of Old Subordinated Notes Purchased or Acquired After August 1, 1989 and Date(s) Purchased or Acquired*	
				Face Amount	Date Acquired
_____	\$ _____	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	_____
_____	\$ _____	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	_____
_____	\$ _____	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	_____
_____	\$ _____	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	_____
_____	\$ _____	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	_____
_____	\$ _____	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	_____
_____	\$ _____	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	_____

*Write lines are provided for each beneficial owner in case any beneficial owner(s) made more than one such purchase or acquisition; use additional sheets of paper if necessary.

Name of Record or Registered Holder _____
(Print or Type)

Social Security or Federal Tax I.D. No. (If Applicable) _____

Signature: _____

By: _____
(If Appropriate)

Title: _____
(If Appropriate)

Address: _____
Street

City, State and Zip Code _____

Telephone Number: () _____

Date Completed: _____

**IF YOU HAVE ANY QUESTIONS REGARDING THE COMPLETION OF THIS MASTER CERTIFICATION FORM,
PLEASE CALL THE VOTING AGENT, HILL AND KNOWLTON, INC., AT (212) 210-8850.**