

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MINNESOTA**

In re:

Gander Mountain Company,  
Overton's, Inc.,

Debtors.

Jointly Administered Under  
Case No. 17-30673 (MER)

Case No. 17-30673  
Case No. 17-30675

Chapter 11 Cases

---

**NOTICE OF HEARING ON CONFIRMATION OF DEBTORS' AND OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS' JOINT CHAPTER 11 PLAN OF  
LIQUIDATION DATED OCTOBER 31, 2017**

---

**PLEASE TAKE NOTICE OF THE FOLLOWING:**

**I. CHAPTER 11 CASES.**

On March 10, 2017, Gander Mountain Company and Overton's, Inc. (collectively, the "Debtors") filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Minnesota (the "Bankruptcy Court"). By order of the Bankruptcy Court, the cases are being jointly administered under Case No. 17-30673.

**II. APPROVAL OF AMENDED DISCLOSURE STATEMENT.**

On October 31, 2017, the Debtors and the Official Committee of Unsecured Creditors (the "Committee") jointly filed the Debtors' and Official Committee of Unsecured Creditors' Joint Plan of Liquidation Dated October 31, 2017 (the "Plan") [Docket No. 1359]. On December 6, 2017, the Debtors and the Committee also jointly filed the Amended Disclosure Statement in Support of Debtors' and Official Committee of Unsecured Creditors' Joint Plan of Liquidation Dated October 31, 2017 (the "Disclosure Statement") [Docket No. 1427]. By order dated December 7, 2017 (the "Amended Disclosure Statement Order") [Docket No. 1431], the Bankruptcy Court approved the adequacy of the Amended Disclosure Statement for the Plan.

**III. HEARING ON CONFIRMATION.**

A hearing to consider confirmation of the Plan (the "Confirmation Hearing") will be held on **January 25, 2018**, at **9:00 a.m.** (prevailing Central Time) in Courtroom 7 West, U.S. Courthouse, 300 South Fourth Street, Minneapolis, Minnesota.

<p><b><u>PLEASE BE ADVISED:</u></b> THE CONFIRMATION HEARING MAY BE CONTINUED FROM TIME TO TIME BY THE COURT OR THE DEBTORS <b><u>WITHOUT FURTHER NOTICE</u></b> OTHER THAN BY ANNOUNCEMENT IN OPEN COURT OR BY A NOTICE OF CONTINUANCE FILED WITH THE COURT. THE PLAN MAY BE FURTHER MODIFIED, IF NECESSARY, PRIOR TO, DURING, OR AS A RESULT OF THE CONFIRMATION HEARING, WITHOUT FURTHER NOTICE TO PARTIES IN INTEREST.</p>
--

#### IV. OBJECTIONS TO CONFIRMATION.

The deadline for filing objections to the Plan is **January 18, 2018**, at **4:00 p.m.** (prevailing Central Time) (the “Plan Objection Deadline”). All objections to the relief sought at the Confirmation Hearing must: (a) comply with Rule 3020-1 of the Local Bankruptcy Rules for the District of Minnesota (the “Local Rules”); (b) be in writing; (c) comply with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and all other case management rules and orders of this Bankruptcy Court; (d) state the name and address of the responding or objecting party and the nature and amount of the claim against or interests in the estates or property of the Debtors; (e) state with particularity the legal and factual basis for the response or objection and, if practicable, a proposed modification that would resolve the objection; and (e) be filed with the Clerk of the United States Bankruptcy Court for the District of Minnesota, together with a proof of service, so as to be actually received on or before the Plan Objection Deadline.

**ONLY THOSE RESPONSES OR OBJECTIONS THAT ARE TIMELY FILED AND SERVED WILL BE CONSIDERED BY THE BANKRUPTCY COURT. OBJECTIONS NOT TIMELY FILED AND SERVED IN THE MANNER SET FORTH ABOVE WILL NOT BE CONSIDERED AND WILL BE DEEMED OVERRULED.**

#### V. COPIES OF THE AMENDED DISCLOSURE STATEMENT AND PLAN.

Copies of the Amended Disclosure Statement, the Plan, the Confirmation Hearing Notice, and additional related materials may be obtained (a) from the Debtors’ case information website at **www.donlinrecano.com/Clients/gmc/Index**; (b) by writing to the Debtors’ balloting agent, Donlin, Recano & Company, Inc. (“Donlin Recano”) at:

Donlin, Recano & Company, Inc.  
Re: Gander Mountain Company, et al.  
P.O. Box 199043  
Blythebourne Station  
Brooklyn, NY 11219;

(c) by calling, toll free, the Debtors’ case information hotline at 1-800-591-8236; (d) by emailing Donlin Recano at [Balloting@DonlinRecano.com](mailto:Balloting@DonlinRecano.com); (e) by accessing the Bankruptcy Court’s electronic case filing system at [www.ecf.mnb.uscourts.gov](http://www.ecf.mnb.uscourts.gov) (a PACER login and password are required to access documents on the Bankruptcy Court’s website and can be obtained through the PACER Service Center at [www.pacer.psc.uscourts.gov](http://www.pacer.psc.uscourts.gov)); or (f) by requesting a copy in person from the Clerk of the Bankruptcy Court. The applicable ballots will be sent in paper form along with this Confirmation Hearing Notice to the holders of claims in classes that are entitled to vote. If you have questions regarding the procedures and requirements for voting on the Plan and/or for objecting to the Plan or if you would like a paper copy of the Amended Disclosure Statement, the Plan, or the Amended Disclosure Statement Order, you may contact Donlin Recano at the phone number listed above. If Donlin Recano receives such a request for a paper copy of the documents, Donlin Recano will send a copy by U.S. Mail to the requesting party at the Debtors’ expense.

**PLEASE NOTE: NEITHER THE STAFF AT THE CLERK’S OFFICE NOR THE STAFF AT DONLIN RECANO CAN GIVE LEGAL ADVICE.**

## **VI. ENTITLEMENT TO VOTE ON THE PLAN.**

Only holders of claims in **Class 2** and **Class 3** are entitled to vote to accept or reject the Plan. Holders of unclassified claims and holders of claims and interests in **Class 1** and **Class 4** are **not** entitled to vote on the Plan.

## **VII. VOTING DEADLINE.**

All votes to accept or reject the Plan must be actually received by Donlin Recano by no later than **4:00 p.m.** (prevailing Central Time) on **January 22, 2018** (the “Voting Deadline”). All ballots must be properly executed, completed, and delivered to Donlin Recano by (a) first class mail, (b) overnight courier, (c) personal delivery, or (d) by scanning a completed ballot and e-mailing the scanned completed ballot to Donlin Recano at GanderVote@DonlinRecano.com, so that the ballots are actually received by Donlin Recano no later than the Voting Deadline. Any failure to follow the voting instructions may disqualify your ballot and your vote.

## **VIII. ALLOWANCE OF CLAIMS FOR VOTING PURPOSES.**

A holder of a claim not entitled to vote on the Plan pursuant to the tabulation procedures more fully described in the Procedures Motion shall be permitted to vote such a claim (or to vote such a claim in an amount other than the amount set forth in the Debtors’ schedules) only if one of the following shall have occurred: (a) the claim has been estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, (b) the claim holder files with the Bankruptcy Court a motion for an order pursuant to Bankruptcy Rule 3018(a) temporarily allowing the claim in a different amount only for purposes of voting to accept to reject the Plan that is ultimately approved by the Bankruptcy Court after notice and a hearing, (c) a stipulation or other agreement is executed between the claim holder and the Debtors and the Committee resolving such objection and allowing the holder of the claim to vote its claim in an agreed upon amount, (d) a stipulation or other agreement is executed between the holder of the claim and the Debtors and the Committee temporarily allowing the holder of the claim to vote its claim in an agreed upon amount, or (e) the pending objection to the claim is voluntary withdrawn by the Debtors or overruled by the Bankruptcy Court.

## **IX. EXECUTORY CONTRACTS AND UNEXPIRED LEASES.**

Pursuant to Article VII of the Plan, and except as provided for in the Plan, the Debtors seek authority to automatically reject executory contracts and unexpired leases as of the Effective Date, pursuant to sections 365 and 1123 of the Bankruptcy Code. The treatment of executory contracts and unexpired leases is more fully described in Article VII of the Plan.

## **X. DISCOVERY.**

Unless the parties agree otherwise by written stipulation, Fed. R. Civ. P. 26(a)(1)-(3) and (f) do not apply for the Confirmation Hearing.

## **XI. BINDING NATURE OF THE PLAN.**

<p><b>IF CONFIRMED, THE PLAN SHALL BIND ALL HOLDERS OF CLAIMS AND INTERESTS TO THE MAXIMUM EXTENT PERMITTED BY APPLICABLE LAW, WHETHER OR NOT SUCH HOLDER WILL RECEIVE OR RETAIN ANY PROPERTY OR INTEREST IN PROPERTY UNDER THE PLAN, HAS FILED A PROOF OF CLAIM IN THE CHAPTER 11 CASES, OR FAILED TO VOTE TO ACCEPT OR REJECT THE PLAN OR VOTED TO REJECT THE PLAN.</b></p>
---