

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

MAC ACQUISITION LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 17-12224 (MFW)

(Jointly Administered)

Conf. Hearing Date: Feb. 7, 2018 at 11:30 a.m. (ET)

Conf. Hearing Obj. Deadline: Jan. 31, 2018 at 4:00 p.m. (ET)

**NOTICE OF (I) APPROVAL OF DISCLOSURE STATEMENT,
(II) DEADLINE FOR VOTING ON THE PLAN, (III) HEARING TO
CONSIDER CONFIRMATION OF THE PLAN, AND (IV) DEADLINE FOR
FILING OBJECTIONS TO CONFIRMATION OF THE PLAN**

PLEASE TAKE NOTICE OF THE FOLLOWING:

APPROVAL OF DISCLOSURE STATEMENT

1. By Order dated December 15, 2017 (the “Disclosure Statement Order”) [Docket No. 304], the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) approved the *Disclosure Statement for Debtors’ Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code*, dated December 14, 2017 [Docket No. 301] (including all exhibits thereto and as amended, modified, or supplemented from time to time, the “Disclosure Statement”) as containing adequate information within the meaning of section 1125 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), and authorized the Debtors to solicit votes to accept or reject the *Debtors’ Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code*, dated December 14, 2017 (including all exhibits thereto and amended, modified, or supplemented from time to time, the “Plan”) [Docket No. 300], annexed as Exhibit A to the Disclosure Statement. Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Plan or the Disclosure Statement Order, as applicable.

RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS CONTAINED IN PLAN

2. **PLEASE TAKE FURTHER NOTICE THAT ARTICLE IX OF THE PLAN CONTAINS CERTAIN RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, WHICH ARE SET FORTH BELOW. YOU ARE ADVISED TO CAREFULLY REVIEW AND CONSIDER THE PLAN, INCLUDING THE RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, AS YOUR RIGHTS MAY BE AFFECTED.**

3. For the purposes of the Plan sections excerpted below, “Released Parties” is defined to mean: (a) each Debtor, (b) the DIP Lenders and the DIP Agent, (c) the Exit Facility Agent and Lenders, (d) BOC, (e) Riesen Funding, (f) RedRock Partners, LLC, and (g) with respect to each of the foregoing entities identified in subsections (a) through (f), such Person’s current and former equity holders, including shareholders, partnership interest holders, and limited liability company unit holders, affiliates, partners, subsidiaries, members, officers, directors, managers serving on a board of managers, principals, employees, agents, managed funds, advisors, attorneys, accountants, investment banks, consultants, representatives, and other professionals, but solely in the foregoing capacities, together with their respective predecessors, successors, and assigns.

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Mac Acquisition LLC (6362); Mac Parent LLC (6715); Mac Holding LLC (6682); Mac Acquisition of New Jersey LLC (1121); Mac Acquisition of Kansas LLC (3910); Mac Acquisition of Anne Arundel County LLC (6571); Mac Acquisition of Frederick County LLC (6881); Mac Acquisition of Baltimore County LLC (6865); and Macaroni Grill Services LLC (5963). The headquarters for the above-captioned Debtors is located at 1855 Blake St., Ste. 200, Denver, CO 80202.

4. For the purposes of the Plan sections excerpted below, “Exculpated Party” is defined to mean: (a) the Debtors; (b) the Creditors’ Committee; (c) each member of the Creditors’ Committee in its capacity as such; (d) the DIP Agent and DIP Lenders; (e) the Exit Facility Agent and Lenders; (f) with respect to each of the foregoing entities, such entities’ successors, assigns, subsidiaries, managed accounts and funds; and (g) with respect to each of the foregoing entities in (a) through (e), such entity’s current and former officers and directors, principals, equity holders, members, partners, managers, employees, subcontractors, agents, advisory board members, financial advisors, attorneys, accountants, investment bankers, consultants, representatives, management companies, fund advisors (and employees thereof), and other Professionals, and such entity’s respective heirs, executors, estates, servants, and nominees, in each case in their capacity as such.

5. Article IX.E and IX.F of the Plan contains the following releases:

Releases by the Debtors of Certain Parties. TO THE MAXIMUM EXTENT PERMITTED BY APPLICABLE LAW, PURSUANT TO SECTION 1123(B)(3) OF THE BANKRUPTCY CODE, FOR GOOD AND VALUABLE CONSIDERATION, INCLUDING THE ACTIONS OF THE RELEASED PARTIES TO FACILITATE THE REORGANIZATION OF THE DEBTORS AND THE IMPLEMENTATION OF THE RESTRUCTURING CONTEMPLATED BY THE PLAN, EFFECTIVE AS OF THE EFFECTIVE DATE, EACH DEBTOR, IN ITS INDIVIDUAL CAPACITY AND AS A DEBTOR IN POSSESSION FOR ITSELF AND ON BEHALF OF ITS ESTATE, AND ANY PERSON CLAIMING THROUGH, ON BEHALF OF, OR FOR THE BENEFIT OF EACH DEBTOR AND ITS ESTATE, SHALL RELEASE AND DISCHARGE AND BE DEEMED TO HAVE CONCLUSIVELY, ABSOLUTELY, UNCONDITIONALLY, IRREVOCABLY, AND FOREVER RELEASED AND DISCHARGED ALL RELEASED PARTIES FOR AND FROM ANY AND ALL CLAIMS OR CAUSES OF ACTION EXISTING AS OF THE EFFECTIVE DATE OR THEREAFTER WHETHER KNOWN OR UNKNOWN, FORESEEN OR UNFORESEEN, ARISING FROM OR RELATED TO ANY ACTIONS, TRANSACTIONS, EVENTS OR OMISSIONS OCCURRING ON OR BEFORE THE EFFECTIVE DATE RELATING TO THE DEBTORS, THE CHAPTER 11 CASES, THE DIP FACILITY, OR THE CREDIT AGREEMENT; PROVIDED, HOWEVER, THE FOREGOING RELEASE SHALL NOT APPLY TO ANY POST-EFFECTIVE DATE OBLIGATIONS ARISING UNDER THE PLAN OR ANY DOCUMENT, INSTRUMENT OR AGREEMENT (INCLUDING THOSE SET FORTH IN THE PLAN SUPPLEMENT AND THE EXIT FACILITY) EXECUTED TO IMPLEMENT THE PLAN. THE REORGANIZED DEBTORS SHALL BE BOUND, TO THE SAME EXTENT THAT THE DEBTORS ARE BOUND, BY THE RELEASES AND DISCHARGES SET FORTH ABOVE.

Releases by Non-Debtors. EXCEPT WHERE A HOLDER OF A CLAIM OR EQUITY INTEREST HAS AFFIRMATIVELY OPTED-OUT OF GRANTING THE RELEASES SET FORTH IN THIS ARTICLE IX.F. EITHER (i) BY TIMELY ELECTING NOT TO GRANT THIS RELEASE IN ITS BALLOT; (ii) BY TIMELY ELECTING NOT TO GRANT THIS RELEASE BY RETURNING THE OPT-OUT ELECTION CONTAINED IN THE NOTICE TO NON-VOTING HOLDERS; OR (iii) BY FILING AN OBJECTION WITH THE BANKRUPTCY COURT TO THIS RELEASE BY THE INITIAL DEADLINE TO OBJECT TO THE PLAN SET FORTH IN THE CONFIRMATION ORDER, TO THE MAXIMUM EXTENT PERMITTED BY APPLICABLE LAW, FOR GOOD AND VALUABLE CONSIDERATION, INCLUDING THE ACTIONS OF THE RELEASED PARTIES TO FACILITATE THE REORGANIZATION OF THE DEBTORS AND THE IMPLEMENTATION OF THE RESTRUCTURING CONTEMPLATED BY THE PLAN, ON THE EFFECTIVE DATE, EACH PERSON WHO DIRECTLY OR INDIRECTLY, HAS HELD, HOLDS, OR MAY HOLD ANY CLAIM AGAINST THE DEBTORS OR INTEREST IN THE DEBTORS SHALL RELEASE AND DISCHARGE AND BE DEEMED TO HAVE CONCLUSIVELY, ABSOLUTELY, UNCONDITIONALLY, IRREVOCABLY, AND FOREVER RELEASED AND DISCHARGED ALL RELEASED PARTIES FOR AND FROM ANY AND ALL CLAIMS OR CAUSES OF ACTION EXISTING AS OF THE EFFECTIVE DATE OR THEREAFTER WHETHER KNOWN OR UNKNOWN, FORESEEN OR UNFORESEEN, ARISING FROM OR RELATED TO ANY ACTIONS, TRANSACTIONS, EVENTS OR OMISSIONS OCCURRING ON OR BEFORE THE EFFECTIVE DATE RELATING TO THE DEBTORS, THE CHAPTER 11 CASES OR THE OBLIGATIONS UNDER THE DIP FACILITY AND THE CREDIT AGREEMENT; PROVIDED, HOWEVER, THE FOREGOING RELEASE SHALL NOT APPLY TO (A) THE OBLIGATIONS OF THE BOC NON-DEBTOR GUARANTORS UNDER THE BOC NON-DEBTOR GUARANTEES OR (B) POST-EFFECTIVE DATE OBLIGATIONS ARISING UNDER THE PLAN OR ANY DOCUMENT, INSTRUMENT OR AGREEMENT (INCLUDING THOSE SET FORTH IN THE PLAN SUPPLEMENT AND THE EXIT FACILITY) EXECUTED TO IMPLEMENT THE PLAN.

6. Article IX.G of the Plan contains the following exculpation provisions:

EXCEPT AS OTHERWISE SPECIFICALLY PROVIDED IN THIS PLAN, THE PLAN SUPPLEMENT OR RELATED DOCUMENTS, NO EXCULPATED PARTY SHALL HAVE OR INCUR ANY LIABILITY TO ANY ENTITY FOR ANY PREPETITION OR POSTPETITION ACT TAKEN OR OMITTED TO BE TAKEN IN CONNECTION WITH, OR RELATED TO, OR ARISING OUT OF THE CHAPTER 11 CASES, THE FILING OF THE CHAPTER 11 CASES, THE FORMULATION, PREPARATION, NEGOTIATION, DISSEMINATION, FILING, IMPLEMENTATION, ADMINISTRATION, CONFIRMATION, OR CONSUMMATION OF THIS PLAN, THE DISCLOSURE STATEMENT, THE EXHIBITS TO THIS PLAN AND THE DISCLOSURE STATEMENT, THE PLAN SUPPLEMENT DOCUMENTS, ANY EMPLOYEE BENEFIT PLAN, INSTRUMENT, RELEASE OR OTHER AGREEMENT OR DOCUMENT CREATED, MODIFIED, AMENDED OR ENTERED INTO IN CONNECTION WITH THIS PLAN, EXCEPT FOR THEIR WILLFUL MISCONDUCT OR GROSS NEGLIGENCE AS DETERMINED BY A FINAL ORDER AND EXCEPT WITH RESPECT TO OBLIGATIONS ARISING UNDER CONFIDENTIALITY AGREEMENTS, JOINT INTEREST AGREEMENTS, OR PROTECTIVE ORDERS, IF ANY, ENTERED DURING THE CHAPTER 11 CASES; PROVIDED, HOWEVER, THAT EACH EXCULPATED PARTY SHALL BE ENTITLED TO RELY UPON THE ADVICE OF COUNSEL WITH RESPECT TO THEIR DUTIES AND RESPONSIBILITIES PURSUANT TO, OR IN CONNECTION WITH, THE ABOVE REFERENCED DOCUMENTS, ACTIONS, OR INACTIONS.

7. Article IX.H of the Plan contains the following injunctive provisions:

THE SATISFACTION, RELEASE, AND DISCHARGE PURSUANT TO THIS ARTICLE IX SHALL ACT AS A PERMANENT INJUNCTION AGAINST ANY ENTITY COMMENCING OR CONTINUING ANY ACTION, EMPLOYMENT OF PROCESS, OR ACT TO COLLECT, OFFSET OR RECOVER ANY CLAIM, INTEREST, OR CAUSE OF ACTION SATISFIED, RELEASED, OR DISCHARGED UNDER THIS PLAN TO THE FULLEST EXTENT AUTHORIZED OR PROVIDED BY THE BANKRUPTCY CODE, INCLUDING TO THE EXTENT PROVIDED FOR OR AUTHORIZED BY SECTIONS 524 OR 1141 OF THE BANKRUPTCY CODE.

WITHOUT LIMITING THE FOREGOING, FROM AND AFTER THE EFFECTIVE DATE, ALL ENTITIES THAT HAVE HELD, HOLD, OR MAY HOLD CLAIMS AND INTERESTS THAT HAVE BEEN RELEASED OR DISCHARGED PURSUANT TO THIS ARTICLE IX, OR ARE SUBJECT TO EXCULPATION PURSUANT TO THIS ARTICLE IX, SHALL BE PERMANENTLY ENJOINED FROM TAKING ANY OF THE FOLLOWING ACTIONS AGAINST, AS APPLICABLE, THE DEBTORS, THE REORGANIZED DEBTORS, THE RELEASED PARTIES, OR THE EXCULPATED PARTIES: (A) COMMENCING OR CONTINUING IN ANY MANNER ANY SUIT, ACTION OR OTHER PROCEEDING, ON ACCOUNT OF OR RESPECTING ANY SUCH CLAIMS OR INTERESTS; (B) ENFORCING, ATTACHING, COLLECTING, OR RECOVERING BY ANY MANNER OR MEANS ANY JUDGMENT, AWARD, DECREE, OR ORDER AGAINST SUCH ENTITIES ON ACCOUNT OF OR IN CONNECTION WITH OR WITH RESPECT TO ANY SUCH CLAIMS OR INTERESTS; (C) CREATING, PERFECTING, OR ENFORCING ANY ENCUMBRANCE OF ANY KIND AGAINST SUCH ENTITIES OR THE PROPERTY OR ESTATES OF SUCH ENTITIES ON ACCOUNT OF OR IN CONNECTION WITH OR WITH RESPECT TO ANY SUCH CLAIMS OR INTERESTS; AND (D) COMMENCING OR CONTINUING IN ANY MANNER ANY ACTION OR OTHER PROCEEDING OF ANY KIND ON ACCOUNT OF OR IN CONNECTION WITH OR WITH RESPECT TO ANY SUCH CLAIMS OR INTERESTS RELEASED, EXCULPATED, OR SETTLED PURSUANT TO THE PLAN.

SUMMARY OF PLAN TREATMENT OF CLAIMS AND INTERESTS

8. In accordance with section 1123(a)(1) of the Bankruptcy Code, DIP Facility Claims, Administrative Claims, Professional Fee Claims, and Priority Tax Claims, as described below, have not been classified. The following table classifies the Claims against and Interests in the Debtors into separate Classes and summarizes the treatment of each Class under the Plan. Only Class 3 (BOC Claims), Class 4 (Riesen Funding Claims) and Class 5 (General Unsecured Claims) are entitled to vote on the Plan based on the provisions of the Bankruptcy Code. Finally, the table indicates the estimated recovery for each Class that is set forth in the Disclosure Statement. The summaries in this table are qualified in their entirety by the description and the treatment of such Claims and Interests in the Plan and the Disclosure Statement. **As described in Article VIII of the Disclosure Statement, the Debtors' businesses are subject to a number of risks, and the Debtors face a number of other risks related to, among other things, the commencement of the Chapter 11 Cases. The uncertainties and risks related to the Reorganized Debtors make it difficult to determine a precise value of the Reorganized Debtors and distributions under the Plan. The recoveries and**

estimates described in the following table represent the Debtors' best estimates given the information available on the date of the Disclosure Statement. All statements herein relating to the amount of Claims and Interests are only estimates based on information known to the Debtors as of the date of the Disclosure Statement, and the final amounts of Allowed Claims may vary significantly from these estimates. Except as specifically noted therein, the Plan does not provide for payment of postpetition interest with respect to Allowed Claims.

Class	Designation	Impaired	Treatment of Allowed Claims and Interests	Entitled to Vote	Estimated Claim Amounts	Estimated Recoveries
1	Other Priority Claims	No	Except to the extent that a holder of an Allowed Other Priority Claim agrees to a less favorable treatment, in full and final satisfaction, settlement, release, and discharge of and in exchange for each Allowed Other Priority Claim, each such holder shall be paid, to the extent such Claim has not already been paid during the Chapter 11 Cases, in full in Cash in the ordinary course of business by the Debtors or the Reorganized Debtors, as applicable, on or as soon as reasonably practicable after the latest of (i) the Effective Date, (ii) the date on which such Other Priority Claim against the Debtor becomes Allowed, or (iii) such other date as may be ordered by the Court	No (conclusively presumed to accept)	\$0	100%
2	Other Secured Claims	No	Except to the extent that a holder of an Allowed Other Secured Claim agrees to a less favorable treatment, in full and final satisfaction, settlement, release, and discharge of and in exchange for each Allowed Other Secured Claim, each such holder shall be reinstated, or, at the option of the Debtors or the Reorganized Debtors with the consent of the Supporting Parties and the DIP Agent, each holder of an Allowed Other Secured Claim shall receive, either (i) Cash in the full amount of such Allowed Other Secured Claim, including any postpetition interest Allowed pursuant to section 506(b) of the Bankruptcy Code, (ii) the net proceeds of the sale or disposition of the collateral securing such Allowed Other Secured Claim to the extent of the value of the holder's secured interest in such collateral, (iii) the collateral securing such Allowed Other Secured Claim, or (iv) such other Distribution as necessary to satisfy the requirements of section 1124 of the Bankruptcy Code on account of such Allowed Other Secured Claim.	No (conclusively presumed to accept)	\$350,000	100%
3	BOC Claims	Yes	On the Effective Date except to the extent that BOC agrees to less favorable treatment, in full and final satisfaction, settlement, release, and discharge of and in exchange for the BOC Claims, each holder of a BOC Claim shall receive its Pro Rata share of: <ul style="list-style-type: none"> a. on the Effective Date payment of \$3,500,000 in cash; b. payment of \$41,666.67 each month for twenty-four (24) months from and after the Effective Date to be applied to the reduction of the principal portion of the Allowed BOC Claims; c. payment of interest only at the rate of 5.00% per annum on the remaining balance owing to BOC on account of the Allowed BOC Claims after receipt of the payments pursuant to (a) and (b), above, each month for twenty-four 	Yes	\$13.93 million	100%

Class	Designation	Impaired	Treatment of Allowed Claims and Interests	Entitled to Vote	Estimated Claim Amounts	Estimated Recoveries
			<p>(24) months from and after the Effective Date;</p> <p>d. payment of the remaining portion of the Allowed BOC Claims representing principal and any other unpaid interest, fees and charges relating thereto that are part of the Allowed BOC Claims in full in Cash on the first day of the twenty-fourth month after the Effective Date;</p> <p>e. payment of the fees and expenses provided for in Article X.B.6 of the Plan;</p> <p>f. the reinstatement of any letters of credit that remain issued and outstanding as of the Effective Date on the same terms as the BOC Credit Documents or such other terms agreed to by BOC and the Debtors;</p> <p>g. the Liens granted under the BOC Credit Documents shall remain in place to secure payment of the foregoing items (a) through (f) and shall automatically terminate upon the indefeasible payment of all such obligations.</p> <p>The payments and treatment of the BOC Claims set forth above shall be subject to terms and conditions set forth in BOC Post-Effective Date Documents the form of which shall be reasonably acceptable to the Debtors, BOC, and Raven and included in the Plan Supplement.</p>			
4	Riesen Funding Claim	Yes	On the Effective Date, or as soon thereafter as reasonably practicable, in full and final satisfaction, settlement, release, and discharge of and in exchange for such Claim, each holder of a Riesen Funding Claim shall receive a Pro Rata share of the Equity Interests in the Reorganized Mac Parent. The New Equity Interests will be subject to dilution if the warrants to acquire 5% of the Equity Interests in Reorganized Mac Parent granted under the Exit Facility are exercised, with such Equity Interests having the rights and terms specified in the Exit Facility Documents.	Yes	\$5.13 million	Unknown
5	General Unsecured Claims	Yes	On the Effective Date, or as soon thereafter as reasonably practicable, except to the extent that a holder of an Allowed General Unsecured Claim agrees to less favorable treatment, in full and final satisfaction, settlement, release, and discharge of and in exchange for such Claim, each holder of an Allowed General Unsecured Claim shall receive: <p>a. If Class 5 votes in favor of the Plan, its Pro Rata share of the General Unsecured Claim Cash Pool; or</p> <p>b. If Class 5 rejects the Plan, no distribution on account of its Allowed General Unsecured Claim.</p>	Yes	\$23 million	0–2%
6	Intercompany Claims	No	Intercompany Claims shall be reinstated, cancelled or compromised as determined by the Debtors.	No (conclusively presumed to accept)	\$23.1 million	0–100%
7	Subordinated Claims	Yes	The holders of Subordinated Claims, if any, shall neither receive Distributions nor retain any property under the Plan for or on account of such Subordinated Claims.	No (deemed to reject)	\$0	0%

Class	Designation	Impaired	Treatment of Allowed Claims and Interests	Entitled to Vote	Estimated Claim Amounts	Estimated Recoveries
8	Existing Equity Interests	Yes	Existing Equity Interests shall be discharged, cancelled, released, and extinguished as of the Effective Date and holders of Existing Equity Interests shall neither receive any Distributions nor retain any property under the Plan for or on account of such Equity Interests.	No (deemed to reject)	N/A	0%
9	Intercompany Interests	No	Intercompany Interests shall be cancelled or reinstated, as determined by the Debtors.	No (conclusively presumed to accept)	N/A	100%

The recoveries set forth above are estimates and are contingent upon approval of the Plan as proposed.

CONFIRMATION HEARING

9. On **February 7, 2018 at 11:30 a.m. (prevailing Eastern Time)**, or as soon thereafter as counsel may be heard, a hearing (the “Confirmation Hearing”) will be held before the Honorable Mary F. Walrath, in the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 5th Floor, Courtroom No. 4, Wilmington, DE 19801 to consider confirmation of the Plan, as the same may be amended, modified, or supplemented from time to time, and for such other and further relief as may be just. The Confirmation Hearing may be adjourned from time to time without further notice to creditors or other parties in interest, other than by an announcement of such an adjournment in open court at the Confirmation Hearing or any adjournment thereof or the filing of a notice or hearing agenda providing for the adjournment on the docket of the Chapter 11 Cases with the Bankruptcy Court. The Plan may be modified in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Plan, and other applicable law, without further notice, prior to or as a result of the Confirmation Hearing.

DEADLINE FOR OBJECTIONS TO CONFIRMATION OF THE PLAN

10. Objections, if any, to confirmation of the Plan, including any supporting memoranda, must be in writing, filed with the Clerk of the Bankruptcy Court, 3rd Floor, 824 N. Market Street, Wilmington, DE 19801 together with proof of service, and shall: (x) be made in writing; (y) state with particularity the legal and factual ground therefor, and, unless impracticable, propose modification to the Plan that would resolve such objection; (z) conform to the Bankruptcy Rules and Local Rules; and (d) be served by hand delivery or in a manner as will cause such objection to be **received** on or before **January 31, 2018 at 4:00 p.m. (prevailing Eastern Time)** by: (a) counsel for the Debtors, Gibson, Dunn & Crutcher LLP, 333 South Grand Avenue, Los Angeles, California 90071, Attn: Jeffrey C. Krause, Esq.; (b) co-counsel for the Debtors, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 N. King Street, Wilmington, Delaware 19801, Attn: Michael R. Nestor, Esq.; (c) counsel for the DIP Agent LLC, Winston & Strawn LLP, 200 Park Avenue, New York, New York 10166, Attn: Carey Schreiber, Esq. and Winston & Strawn LLP, 333 South Grand Avenue, Los Angeles, California 90071, Attn: Justin Rawlins, Esq. and Eric Sagerman, Esq.; (d) counsel for Bank of Colorado, Markus Williams Young & Zimmermann LLC, 1700 Lincoln, Suite 4550, Denver, CO 80203, Attn: James Markus, Esq.; and Shaw Fishman Glantz & Towbin LLC, 300 Delaware Avenue, Suite 1370, Wilmington, Delaware 19801, Attn: Johnna Darby and Tom Horan; (e) counsel for Riesen Funding LLC, Ball, Santin & McLeran, 2999 N. 44th Street, Suite 500, Phoenix, AZ 85018, Attn: James B. Ball, Esq.; (f) proposed counsel for the Creditors’ Committee, Kelley Drye & Warren LLP, 101 Park Avenue, New York, New York 10178, Attn: Jason R. Adams, Esq.; and Bayard, P.A., 600 North King Street, Suite 400, Wilmington, Delaware 19899, Attn: Justin R. Alberto, Esq.; and (g) the Office of the United States Trustee for the District of Delaware, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Jane M. Leamy, Esq. Any objections not filed and served as set forth above will not be considered by the Bankruptcy Court and shall be overruled and deemed waived.

11. Copies of the Disclosure Statement Order, the Plan, and the Disclosure Statement may be obtained online at the website of the Debtors’ claims agent, Donlin, Recano & Company, Inc., at <https://www.donlinrecano.com/mg>, or by request to Donlin Recano at the following addresses and telephone number: Donlin, Recano & Company, Inc. Re: Mac Acquisition LLC, et al. P.O. Box 199043 Blythebourne Station Brooklyn, NY 11219, Toll Free Tel: 212-771-1128, mginfo@donlinrecano.com. Copies of the Disclosure Statement Order, the Plan, and the Disclosure Statement are also available for inspection on the Bankruptcy Court’s

website at <http://ecf.deb.uscourts.gov>. A login and password to the Bankruptcy Court's Public Access to Electronic Court Records ("PACER") website are required to access this information and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>.

12. General information, including frequently asked questions regarding the Chapter 11 Cases and the Debtors' restructuring, are available at the Debtors' case website, <https://www.donlinrecano.com/mg>. Creditors may also contact the Debtors' restructuring information center managed by Donlin Recano Toll Free at 877-739-9988 or by email at mginfo@donlinrecano.com if they have questions about the Chapter 11 Cases. Please note, however, that neither Donlin Recano nor the staff of the Bankruptcy Court can provide you with legal advice regarding the Debtors and the Chapter 11 Cases.

Dated: Wilmington, Delaware
December 28, 2017

/s/ Ryan M. Bartley

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