

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION

- - - - -	x	
In re:	:	Chapter 11
	:	
PLASTECH ENGINEERED	:	Case No. 08-42417 (PJS)
PRODUCTS, INC., <u>et al.</u> , <sup>1</sup>	:	
	:	
Debtors.	:	Jointly Administered
	:	
- - - - -	x	Related Docket No. 2629

ORDER UNDER BANKRUPTCY CODE SECTIONS 105, 502, 1125 AND 1126, BANKRUPTCY RULES 2002, 3003, 3017, 3018, 3020 AND 9007 AND LOCAL BANKRUPTCY RULE 3017-1 (I) DETERMINING ADEQUACY OF THE DISCLOSURE STATEMENT; (II) SCHEDULING HEARING ON CONFIRMATION OF PLAN; (III) ESTABLISHING VOTING, OBJECTION AND OTHER DEADLINES WITH RESPECT TO CONFIRMATION OF PLAN; (IV) APPROVING (A) THE FORM AND MANNER OF NOTICE OF THE HEARING ON CONFIRMATION AND RELATED MATTERS (B) THE FORM OF SOLICITATION PACKAGES AND THE MANNER AND TIMING OF THE TRANSMITTAL THEREOF, (C) PROCEDURES GOVERNING THE TEMPORARY ALLOWANCE OF CLAIMS FOR VOTING PURPOSES, AND (D) PROCEDURES FOR TABULATING VOTES ON PLAN; AND (V) GRANTING CERTAIN OTHER RELIEF

Upon the motion (the "Motion")<sup>2</sup> of the Debtors for entry of an order (the "Solicitation Procedures Order") under sections 105, 502, 1125 and 1126 of title 11

---

<sup>1</sup> The Debtors are the following entities: Plastech Engineered Products, Inc., LDM Technologies, Inc., Plastech Frenchtown, Inc., Plastech Decorating Systems, Inc., Plastech Exterior Systems, Inc., Plastech Romulus, Inc., MBS Polymet, Inc., LDM Holding Canada, Inc. and LDM Holding Mexico, Inc.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

of the United States Code (the "Bankruptcy Code"), Rules 2002, 3003, 3017, 3018, 3020 and 9007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 3017-1 of the Local Rules for the United States Bankruptcy Court for the Eastern District of Michigan (the "Local Rules") (i) determining the adequacy of the Disclosure Statement (defined below), (ii) scheduling a hearing (the "Confirmation Hearing") to consider confirmation of the Plan (defined below), (iii) establishing voting, objection and other deadlines with respect to confirmation of the Plan, (iv) approving (a) the form and manner of notice of the hearing on confirmation and related matters, (b) the form of solicitation packages and the manner and timing of the transmittal thereof, (c) procedures governing the temporary allowance of claims for voting purposes and (d) procedures for tabulating votes on the Plan and (v) granting certain other relief; and the Debtors having filed with the United States Bankruptcy Court for the Eastern District of Michigan, Southern Division (the "Bankruptcy Court") the Second Amended Disclosure Statement with Respect to the Second Amended Joint Plan of Liquidation Proposed by

Plastech Engineered Products, Inc., Its Subsidiary Debtors and the Official Committee of Unsecured Creditors (Docket No. 3421) (as may be amended, the "Disclosure Statement"); and the Court having considered the Motion and determined that the relief requested therein is in the best interests of the Debtors, their estates, their creditors and other parties in interest; and the hearing (the "Disclosure Statement Hearing") to consider the Disclosure Statement having been held on October 22, 2008, at 9:30 a.m. (Eastern) with respect to the Motion and the Disclosure Statement; and it appearing that proper and adequate notice of the Motion and the Disclosure Statement Hearing has been given and that no other or further notice is necessary; and the Court having considered the evidence presented, the testimony proffered or adduced and the arguments of counsel made at the Disclosure Statement Hearing; and upon the record herein; and after due deliberation thereon; and good cause appearing therefor, it is hereby

**ORDERED, ADJUDGED AND DECREED THAT:**

1. The Motion is GRANTED.

**2. Approval of the Disclosure Statement.**

Pursuant to Bankruptcy Rule 3017(b), the Disclosure Statement is approved as containing adequate information within the meaning of section 1125 of the Bankruptcy Code.

**3. Confirmation Hearing Date.** The hearing (the "Confirmation Hearing") to consider confirmation of the Plan shall commence on December 3, 2008, at 9:30 a.m. (Eastern) (the "Confirmation Hearing Date"), or as soon thereafter as counsel can be heard, before the Honorable Phillip J. Shefferly, United States Bankruptcy Judge for the Eastern District Of Michigan Southern Division, in the United States Bankruptcy Court for the Eastern District Of Michigan Southern Division, Courtroom 1975, 211 West Fort Street, Detroit, Michigan 48226. The Debtors may continue the Confirmation Hearing by announcing such continuance in open court, in an agenda for such hearing or by filing notice of the continuance.

**4. Confirmation Hearing Notice.** The Confirmation Hearing Notice in substantially the form attached as Exhibit B to the Motion is approved.

5. **Deadline and Procedures for Filing Objections to Confirmation.** The deadline (the "Objection Deadline") for filing and serving objections to confirmation of the Plan, including objections to the proposed assumption or rejection of any unexpired lease or executory contract pursuant to the terms of the Plan, shall be November 24, 2008 at 12:00 p.m. (Eastern).

6. In order to be considered, objections, if any, to confirmation of the Plan must: (a) be in writing, (b) state the name and address of the objecting or responding party and the nature of the claim or interest of such party, (c) state with particularity the basis and nature of any objection or response and include, where appropriate, proposed language to be inserted in the Plan to resolve any such objection or response, (d) otherwise comply with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and the local rules of the Bankruptcy Court, and (e) be filed, together with proof of service, with the Bankruptcy Court, and served so as to be actually received, on or before 12:00 p.m. (Eastern) on November 24, 2008, by (i) Skadden, Arps, Slate, Meagher & Flom LLP, One Rodney Square, P.O. Box

636, Wilmington, Delaware 19899-0636, Attn: Gregg M. Galardi, Esq. (Counsel for the Debtors) and Allard & Fish, P.C., 2600 Buhl Building, 535 Griswold Street, Detroit, MI 48236, Attn: Deborah L. Fish, Esq. (Co-Counsel for the Debtors); (ii) Clark Hill PLC, 500 Woodward Avenue, Suite 3500, Detroit, Michigan 48226, Attn: Robert D. Gordon, Esq. and Joel D. Applebaum, Esq. (Counsel to the Official Committee of Unsecured Creditors); (iii) the Office of the United States Trustee, 211 West Fort Street, Suite 700, Detroit, Michigan 48226, Attn: Stephen E. Spence, Esq.; (iv) Latham & Watkins, LLP, 233 South Wacker Drive, Sears Tower, Suite 5800, Chicago, IL 60606, Attn: Richard A. Levy, Esq. (Counsel to Goldman Sachs); (v) Ropes & Gray LLP, 1211 Avenue of the Americas, New York, NY 10036, Attn: Keith H. Wofford, Esq. (Counsel to Steering Committee of First Lien Lenders); (vi) Stutman, Treister & Glatt, 1901 Avenue of the Stars, 12th Floor, Los Angeles, CA 90067, Attn: Eric D. Goldberg, Esq. (Counsel to Steering Committee of Second Lien Lenders); (vii) Dickinson Wright PLLC, 500 Woodward Avenue, Suite 4000, Detroit, MI 48226, Attn: Kristi A. Katsma, Esq. (Counsel for Chrysler, LLC); (viii) Miller,

Canfield, Paddock and Stone, P.L.C., 150 W. Jefferson Avenue, Suite 2500, Detroit, MI 48226, Attn: Jonathan S. Green, Esq. (Counsel for Ford Motor Company); (ix) Honigman Miller Schwartz and Cohn LLP, 2290 First National Building, 660 Woodward Avenue, Suite 2290, Detroit, MI 48226, Attn: Donald F. Baty, Jr., Esq. (Counsel for General Motors); (x) Dickinson Wright PLLC, 500 Woodward Avenue, Suite 4000, Detroit, MI 48226, Attn: William T. Burgess, Esq. and James A. Plemmons, Esq. (Counsel for Johnson Controls, Inc.); and (xi) The Roxbury Group, 2435 Guardian Building, 500 Griswold Street, Detroit, MI 48226, Attn: Stacy Fox, Esq. (Counsel for Ms. Julie N. Brown) (collectively, the "Notice Parties").

7. Parties in interest shall be allowed to file a reply on or before December 1, 2008, at 4:00 p.m. (Eastern) to any timely confirmation objections that may be filed, with each such reply not to exceed 15 pages.

8. **Voting Agent.** Donlin, Recano & Company, Inc. is authorized to serve as the Debtors' solicitation and noticing agent to assist the Debtors in mailing solicitation packages and notices, receiving and tabulat-

ing ballots cast on the Plan, and certifying to the Court the results of the ballot (the "Voting Agent").

9. **The Solicitation Record Date.** The solicitation record date shall be (i) June 30, 2008, for determining which non-governmental creditors and other non-governmental parties in interest (the "Non-Governmental Solicitation Record Date") and (ii) July 30, 2008 for determining which governmental unit (as defined in 11 U.S.C. § 101(27)) (the "Governmental Solicitation Record Date" and, together with the Non-Governmental Solicitation Record Date, the "Solicitation Record Date") will be sent Solicitation Packages by the proposed Mailing Deadline and provide the Debtors and the Voting Agent ample time to ensure that such persons are sent the proper Solicitation Package by such deadline.

10. **Mailing Deadline.** The initial mailing deadline (the "Mailing Deadline") shall be October 29, 2008 as the date by which the Voting Agent shall mail Solicitation Packages (as defined below) to the persons identified as creditors or holders of interests by the Solicitation Record Date.



11. **Publication Notice.** The Debtors shall publish the Confirmation Hearing Notice once on or before November 20, 2008, in the national edition of The New York Times and the Detroit Free Press, and such other regional newspapers as the Debtors deem appropriate.

12. **Voting Deadline.** To be counted, Ballots for accepting or rejecting the Plan must be received by November 21, 2008, at 5:00 p.m. (Eastern) (the "Voting Deadline") by the Voting Agent at either of the following addresses:

***If by mail:***

Donlin, Recano & Company, Inc.  
Re: Plastech Engineered Products, Inc., et al.  
P.O. Box 2034  
Murray Hill Station  
New York, NY 10156-0701  
Attn.: Voting Department  
(212) 771-1128

***If by hand delivery or overnight courier:***

Donlin, Recano & Company, Inc.  
Re: Plastech Engineered Products, Inc., et al.  
419 Park Avenue South  
Suite 1206  
New York, NY 10016  
Attn.: Voting Department  
(212) 771-1128

13. **Voting Packages.** Under the proposed Plan, creditors in Classes 1, 2 and 7 are impaired and entitled to vote to accept or reject the Plan. Thus, the Debtors shall mail or cause to be mailed by first class mail an information and voting solicitation package (the

"Voting Package") that shall contain a copy or conformed printed version of the following:

- (i) the Disclosure Statement, including a copy of the Plan as an exhibit,
- (ii) the Confirmation Hearing Notice,
- (iii) a ballot (and a pre-addressed, postage-prepaid return envelope) appropriate for the specific creditor, in substantially the forms of the proposed ballots attached to the Motion as Exhibits D-1, D-2, and D-4 (the "Ballots"),
- (iv) a copy of any order approving the Disclosure Statement and the Debtors' procedures for soliciting acceptances and rejections of the Plan (the "Solicitation Procedures Order").

14. The Court approves the Voting Package, including the Ballots, for use with respect to the solicitation of votes on the Plan.

15. Pursuant to section 105(a) of the Bankruptcy Code, the Debtors are consolidated solely with respect to creditors who hold Class 7 General Unsecured Claims for purposes of voting on the Plan.

16. To avoid duplication and reduce expenses, and except as otherwise set forth herein, (a) creditors holding unclassified claims, impaired claims deemed to have rejected the Plan, unimpaired claims and also

claims in a class that is designated as impaired and entitled to vote under the Plan shall be required to receive only the Voting Package appropriate for the impaired class; and (b) creditors who filed duplicate claims in any given class, or who have asserted guarantee or other multi-debtor claims for the same underlying liability that are classified in the same class shall be required to receive only one Solicitation Package (as defined below) and one ballot for voting their claims (with respect to those creditors entitled to receive a Voting Package) with respect to that class.

17. **Non-Voting Packages.** The Debtors shall transmit to various creditors, interest holders and other parties in interest three types of non-voting information and solicitation packages (the "Non-Voting Packages" and, together with the Voting Package, the "Solicitation Packages"). Those Non-Voting Packages shall consist of the following:

18. (a) **Non-Voting Package For Unimpaired Creditors.** Under the proposed Plan, creditors in claims in Classes 3, 4, 5 and 6 are unimpaired and conclusively presumed to have accepted the Plan. Thus, the Debtors

shall mail or cause to be mailed by first class mail to such creditors an information and voting solicitation package (the "Non-Voting Package For Unimpaired Creditors") that shall contain a copy or conformed printed version of the following:

- (i) a copy of the Notice of Non-Voting Status with Respect to Unimpaired Classes, in substantially the form attached to the Motion as Exhibit C-1;
- (ii) Summary of Joint Plan of Liquidation Proposed by Plastech Engineered Products, Inc., Its Subsidiary Debtors and the Official Committee of Unsecured Creditors (the "Plan Summary"), in substantially the form attached to the Motion as Exhibit E;
- (iii) the Confirmation Hearing Notice, and
- (iv) a copy of the Solicitation Procedures Order.

**(b) Non-Voting Packages For Rejecting Classes.** The Plan also provides that creditors and interest holders holding claims or interests in Classes 8, 9, 10 and 11 will receive no distribution under the Plan and are deemed to have rejected the Plan. Thus, the Debtors shall provide such creditors and interest holders with an information and solicitation package (the "Non-Voting

Package For Rejecting Classes") that shall contain a copy or conformed printed version of the following:

- (i) a copy of the Notice of Non-Voting Status with Respect to Impaired Classes, in substantially the form attached to the Motion as Exhibit C-2;
- (ii) the Plan Summary;
- (iii) the Confirmation Hearing Notice; and
- (iv) a copy of the Solicitation Procedures Order.

**(c) Non-Voting Package for Late-Filed Claims.** The Debtors shall provide such holders those claims filed after the Solicitation Record Date other than claims for rejection damages (collectively, the "Late-Filed Claims") with an information and solicitation package (the "Non-Voting Package For Holders Of Late-Filed Claims") that shall contain a copy or conformed printed version of the following:

- (i) a copy of the Notice of Non-Voting Status with Respect to Holders of Late-Filed Claims, in substantially the form attached to the Motion as Exhibit C-3;
- (ii) the Plan Summary;
- (iii) the Confirmation Hearing Notice; and
- (iv) a copy of the Solicitation Procedures Order.

**(d) Service of Additional Non-Voting Packages.**

Finally, the Debtors shall mail or cause to be mailed by first class mail to (i) all entities requesting notice under Bankruptcy Rule 2002 on or before October 31, 2008, (ii) the United States Trustee, (iii) the Securities and Exchange Commission, (iv) the Internal Revenue Service and (v) the United States Attorney the following (the "Non-Voting Information Package"):

- (i) the Disclosure Statement, including a copy of the Plan as an exhibit;
- (ii) the Confirmation Hearing Notice; and
- (iii) a copy of the Solicitation Procedures Order.

19. **Plan Summary.** The Court hereby approves the Plan Summary under Bankruptcy Rule 3017(d) and authorizes the Debtors to transmit the Plan Summary as opposed to the Disclosure Statement and Plan to the various creditors, interest holders and other parties in interest entitled to receive the Non-Voting Packages (except for those entitled to receive the Non-Voting Information Package).

20. The Court hereby approves the Non-Voting Packages as providing adequate notice under Bankruptcy Rule 3017(d).

**21. When No Notice or Transmittal Necessary.**

No notice or service of any kind shall be required to be made upon any person to whom the Debtors mailed a notice of the meeting of creditors under section 341 of the Bankruptcy Code or notice of the bar date and received either of such notices returned by the United States Postal Service marked "undeliverable as addressed," "moved- left no forwarding address," "forwarding order expired" or similar marking, unless the Voting Agent has been informed in writing by such person of that person's current address.

**22. Notice to Holders of Intercompany Claims.**

Pursuant to section 105(a) of the Bankruptcy Code, each Debtor shall be deemed to have received all notices required under this Order.

**23. Voting Objections.** Pursuant to Bankruptcy Rule 3018(a), the deadline for the Debtors to file and serve any objections to claims (each a "Voting Objection") to temporarily allow a claim for purposes of

voting on the Plan in a different class or different amount than is set forth in the proof of claim timely filed by the Solicitation Record Date shall be November 25, 2008 at 4:00 p.m. (Eastern) (the "Voting Objection Deadline"). The deadline for any party to file a response to the Voting Objection shall be December 1, 2008, at 4:00 p.m. (Eastern). If, and to the extent that, the Debtors and such party are unable to resolve the issues raised by the Voting Objection on or prior to the Confirmation Hearing Date, any such Voting Objection shall be heard at the Confirmation Hearing.

24. Notwithstanding the foregoing, nothing herein shall preclude or limit (i) the Debtors' or the Committee's right and/or ability to file objections to claims on any grounds that governing law permits and (ii) a claimant's right to seek relief under Bankruptcy Rule 3017.

25. **Voting Procedures.** Pursuant to sections 105(a) and 502(a) of the Bankruptcy Code, the amount of a claim used to calculate acceptance or rejection of the Plan under section 1126 of the Bankruptcy Code shall be (a) the amount of such claim or interest that has been



scheduled by the Debtors (if such claim is not scheduled (i) at zero, (ii) as unknown or (iii) as disputed, contingent or unliquidated and if such claim is not the subject of a proof of claim filed by the Solicitation Record Date), (b) the liquidated and noncontingent amount specified in a proof of claim that was filed by the Solicitation Record Date that was not objected to by the Voting Objection Deadline (if objected to in part, then the amount not subject to objection)<sup>3</sup>, (c) the amount temporarily allowed by the Court for voting purposes pursuant to Bankruptcy Rule 3018(a) or (d) the amount otherwise allowed by a final order of the Court.

26. In addition, for purposes of calculating the numerosity requirement under section 1126 of the Bankruptcy Code, any claim filed that sets forth a wholly unliquidated amount will be counted to determine whether more than one-half in number of allowed claims of such class has accepted the Plan, provided however,

---

<sup>3</sup> Notwithstanding the foregoing sentence, to the extent that any creditor entitled to vote in a given class has filed duplicate claims (meaning the claims are in the same amount, with the same classification and asserting the same basis of claim) to be voted in such class, such creditor shall be provided, to the extent possible, with only one Solicitation Package and one Ballot which shall reflect the vote of only one such claim.

that no such wholly unliquidated claim shall be counted for purposes of determining whether or not two-thirds of the allowed claim amount in such class has accepted the Plan.

27. **Votes Counted.** Subject to paragraph 28 below, any ballot that is timely received, that contains sufficient information to permit the identification of the claimant and that is cast as an acceptance or rejection of the Plan shall be counted and shall be deemed to be cases as an acceptance or rejection, as the case may be, of the Plan.

28. **Votes Not Counted.** Unless otherwise ordered by the Court after notice and a hearing, the following Ballots shall not be counted or considered for any purpose in determining whether the Plan has been accepted or rejected:

- (a) Any Ballot received after the Voting Deadline, even if postmarked before the Voting Deadline;
- (b) Any Ballot that is illegible or contains insufficient information to permit the identification of the claimant;
- (c) Any Ballot that indicates neither an acceptance nor a rejection, or indi-

cates both acceptance and rejection,  
of the Plan;

- (d) Any Ballot cast by a person or entity that does not hold a claim in a class that is entitled to vote to accept or reject the Plan;
- (e) Any unsigned Ballot or Ballot without an original signature;
- (f) Any form of Ballot other than the official form sent by the Voting Agent or a copy thereof; or
- (g) Any facsimile Ballot or Ballot transmitted by electronic means.

29. **Changing Votes.** Whenever two or more properly executed Ballots are cast voting the same claim prior to the Voting Deadline, the Ballot dated latest but received prior to the Voting Deadline shall be deemed to reflect the voter's intent and thus to supersede any prior Ballots; provided, however, that nothing herein shall affect the Debtors' right to object to the validity of such latest dated Ballot on any basis permitted by law, including under Bankruptcy Rule 3018(a), and if such objection is sustained, the first Ballot may then be counted, if otherwise in compliance with the provisions of this Order.

30. **No Vote Splitting.** Creditors who vote shall not split their vote and shall vote all of their claims within a particular class either to accept or reject the Plan. A ballot partially accepting and partially rejecting the Plan or ballots voted inconsistently shall not be counted for any purposes.

31. **Service and Notice Adequate and Sufficient.** Service of all notices and documents described herein in the time and manner set forth herein shall constitute due, adequate and sufficient notice, and no other or further notice shall be necessary.

32. **Copies and Review of Documents.** Any party in interest wishing to obtain a copy of the Disclosure Statement, the Plan or this Order may request such copies by contacting the Voting Agent, Donlin, Recano & Company, Inc., Re: Plastech Engineered Products, Inc., et al., P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701, Attn: Voting Department, or by downloading such copies from the Bankruptcy Court's website at <http://www.mieb.uscourts.gov> (PACER account is required) or from the Voting Agent's website at <http://www.donlinrecano.com>.

Signed on October 23, 2008

      /s/ Phillip J. Shefferly        
Phillip J. Shefferly  
United States Bankruptcy Judge

33.