

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

In re:

STARION ENERGY, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 18-12608 (MFW)

(Jointly Administered)

**NOTICE OF (I) UNIMPAIRED NON-VOTING STATUS AND APPROVAL OF
DISCLOSURE STATEMENT; (II) HEARING TO CONSIDER CONFIRMATION OF
THE PLAN, (III) DEADLINE FOR FILING OBJECTIONS
TO CONFIRMATION OF THE PLAN, AND (IV) BAR DATE FOR FILING
ADMINISTRATIVE CLAIMS ESTABLISHED BY THE PLAN**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On November 14, 2018, (the “**Petition Date**”), the Debtors filed with this Court voluntary petitions for relief under chapter 11 of the Bankruptcy Code. Article II of the Disclosure Statement provides a detailed description of the background on the Debtors and the bankruptcy case.

THE PLAN AND DISCLOSURE STATEMENT

2. On February 28, 2020, the Debtors filed *Debtors’ Plan of Reorganization* [Docket No. 256] and the *Disclosure Statement for Debtor’s Plan of Reorganization* [Docket No. 257] (including all exhibits thereto and as amended, supplemented or otherwise modified from time to time, respectively, the “**Plan**” and “**Disclosure Statement**”).²

APPROVAL OF DISCLOSURE STATEMENT

3. On April 6, 2020, the Bankruptcy Court entered an order (a) approving the adequacy of the Disclosure Statement (b) establishing procedures for solicitation and tabulation of votes to accept or reject the Plan, and (c) fixing the date, time, and place for a confirmation hearing on the Plan [Docket No. 290].

DISCLOSURE STATEMENT AND PLAN CONFIRMATION HEARING

4. On **May 28, 2020 at 11:30 a.m. (Eastern Time)**, or as soon thereafter as counsel may be heard, a hearing will be held before the Honorable Mary F. Walrath in the United States

¹ The Debtors and the last four digits of their respective tax identification numbers are: Starion Energy Inc. (0943); Starion Energy NY Inc. (4319); Starion Energy PA Inc. (1201). The Debtors’ corporate headquarters is located at, and the mailing address for each Debtors is, 751 Straits Turnpike, Suite 2000, Middlebury CT 06762, Attn: Alexandria Isaac, Esq.

² Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Plan.

Bankruptcy Court for the District of Delaware, 824 North Market Street, 5th Floor, Courtroom 4, Wilmington, DE 19801 to consider confirmation of the Plan, as the same may be amended or modified (the “**Confirmation Hearing**”).

5. The Confirmation Hearing may be adjourned from time to time, without further notice. 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.

NON-VOTING STATUS

6. You are receiving this Notice because under the terms of the Plan, either: (a) your Claim(s) are not classified under the Plan pursuant to section 1123(a)(1) of the Bankruptcy Code and therefore you are not entitled to vote on the Plan; or (b) you are a holder of a Claim which is defined in the Plan as being in a class receiving an estimated one hundred percent (100%) recovery under the Plan, and therefore deemed to have accepted the Plan pursuant to section 1126(f) of the Bankruptcy Code, and are not entitled to vote to accept or reject the Plan. Accordingly, this notice is being mailed to you for your information only.³

7. If, notwithstanding this notice of your non-voting status, you believe that you may have a Claim against the Debtors that entitles you to vote on the Plan, you should immediately request the appropriate Ballot by contacting the Voting Agent.

COPIES OF THE PLAN AND DISCLOSURE STATEMENT

8. The Debtors **will not** provide you with copies of the Plan and/or Disclosure Statement. If you wish to receive copies of the Plan and/or Disclosure Statement, they will be provided, as quickly as practicable, upon request to the Voting Agent, either by writing to Donlin, Recano & Company, Inc., Re: Starion Energy Inc., *et al.*, P.O. Box 199043, Blythebourne Station, Brooklyn, NY 11219, or by telephone at (877) 611-8038. Copies of the Plan and Disclosure Statement are also on file with the Clerk of the Bankruptcy Court for the District of Delaware, and may be reviewed during the regular hours of the Bankruptcy Court or online through the Bankruptcy Court’s internet website at <http://www.deb.uscourts.gov>.

RELEASES

9. Article X of the Plan contains the release provision set forth below:

Releases. ON THE EFFECTIVE DATE, SUBJECT TO THE LAST CLAUSE OF THIS PARAGRAPH, THE RELEASEES⁴ SHALL BE DEEMED TO HAVE RELEASED AND DISCHARGED, AND SHALL HAVE RELEASED AND DISCHARGED, EACH OTHER OF AND FROM ANY CLAIM OR CAUSE OF ACTION, WHETHER KNOWN OR UNKNOWN, ASSERTED OR NOT

³ Receipt of this document is not intended to be an admission as to the allowability of any claim. The Debtors reserve the right to object to the Allowed nature of any claim.

⁴ “**Releasees**” mean the Debtors and their affiliates, officers, directors, managers, shareholders, Subordinating Parties, attorneys and advisors.

ASSERTED, SCHEDULED OR NOT SCHEDULED, WHETHER ARISING UNDER THE BANKRUPTCY CODE OR OTHER APPLICABLE LAW, AND WHETHER ARISING FROM OR RELATED TO ACTS OR OMISSIONS OCCURRING ON OR BEFORE THE EFFECTIVE DATE, AND EACH RELEASEE COVENANTS NOT TO SUE ANY OTHER RELEASEE WITH RESPECT TO THE CLAIMS RELEASED HEREIN; PROVIDED, HOWEVER, NO RELEASEE SHALL BE RELEASED AND DISCHARGED FROM OBLIGATIONS UNDER THE PLAN; PROVIDED, FURTHER, HOWEVER, THAT NOTHING CONTAINED HEREIN SHALL BE DEEMED A RELEASE OF ANY VIOLATIONS OF STATE AND/OR FEDERAL CRIMINAL STATUTES AND NOTHING HEREIN SHALL RELEASE CLAIMS FOR GROSS NEGLIGENCE OR WILLFUL MISCONDUCT OF THE DEBTORS, THEIR OFFICERS AND DIRECTORS, THEIR SHAREHOLDERS, AND THEIR ATTORNEYS.

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, be filed with the Clerk of the Court, United States Bankruptcy Court, District of Delaware, 824 North Market Street, Wilmington, DE 19801, together with proof of service **on or before May 8, 2020 at 4:00 p.m. (Eastern Time)** (the “**Objection Deadline**”), and shall (a) state the name and address of the objecting party and the amount of its claim or the nature of its interest in the Debtors’ chapter 11 cases; (b) state with particularity the provision or provisions of the Plan objected to and for any objection asserted, the legal and factual basis for such objections; and (c) be served on the following parties: (i) the Office of the United States Trustee; (ii) the Debtors; and (iii) any party that has requested notice pursuant to Bankruptcy Rule 2002.

The Debtors reserve the right to object to all claims submitted as well as the classification of the claim. For avoidance of doubt, receipt of this document does not constitute an admission as to the allowability of any claim and/or classification of any claim.

Dated: April 7, 2020
Wilmington, Delaware

GELLERT SCALI BUSENKELL & BROWN, LLC

/s/ Ronald S. Gellert

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