

**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)

Re: Docket No. 256, 257 & 259

**ORDER (I) APPROVING THE DISCLOSURE STATEMENT;
(II) SCHEDULING A PLAN CONFIRMATION HEARING;
(III) APPROVING SOLICITATION PACKAGES AND PROCEDURES;
(IV) APPROVING THE FORM OF BALLOTS;
AND (V) GRANTING RELATED RELIEF**

Upon consideration of the motion (the “**Motion**”)² of the Debtors for the entry of an order (a) approving the *Disclosure Statement for the Debtors* dated February 27, 2020 (including all exhibits thereto and as amended, supplemented or otherwise modified from time to time, the “**Disclosure Statement**”), (b) scheduling a hearing on confirmation of the *Plan of Reorganization of the Debtors* dated February 27, 2020 (including all exhibits thereto and as amended, supplemented, or otherwise modified from time to time, the “**Plan**”); (c) approving the form of ballots for the voting classes and the form of notice to non-voting classes; and (d) approving the solicitation procedures set forth therein pursuant to sections 105, 1125, and 1126 of Title 11 of the United States Code (the “**Bankruptcy Code**”) and Rules 2002, 3016, 3017, 3018, 3020, and 9006 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rules 2002-1, 3016-1, 3017-1, 3018-2, and 3020-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”); and after due

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 meanings ascribed to them in the Motion.

deliberation and upon the Court's determination that the relief requested in the Motion is in the best interests of the Debtors, their estates, creditors, and other parties in interest; and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED**.
2. The Disclosure Statement is approved as containing adequate information within the meaning of section 1125 of the Bankruptcy Code.
3. The Confirmation Hearing Notice and the Non-Voting Notices are approved in all respects.
4. The form of Ballots is approved in all respects.
5. The date that is two (2) business days after entry of this Order is established as the Voting Record Date for the purposes of determining the creditors and equity Interest Holders entitled to receive the Solicitation Package or the Non-Voting Notices and to vote on the Plan.
6. The Solicitation Package and Non-Voting Notices shall be sent for distribution not later than **April 10, 2020**. In addition, the Debtors shall send an electronic Solicitation Package to any entity entitled to receive such notice for which the Debtors have a valid e-mail address.
7. Any Plan Supplement must be filed with this Court not later than **May 1, 2020**.
8. Ballots must be received on or before **May 8, 2020 at 4:00 p.m. (Eastern Time)** ("**Voting Deadline**") in accordance with the instructions on the Ballots, unless extended by the Debtors in writing.
9. If any claimant seeks to have a claim temporarily allowed for purposes of voting to accept or reject the Plan pursuant to Bankruptcy Rule 3018(a), such claimant is

required to file a motion (the “**Claims Estimation Motion**”) for such relief no later than **May 8, 2020**. Any such Claims Estimation Motion may be resolved by agreement between the Debtors and the movant without the requirement for further order or approval of the Court. Any objections to a Claims Estimation Motion must be filed with the Court by **May 15, 2020 at 4:00 p.m. (Eastern Time)**.

10. As to any creditor filing a Claims Estimation Motion, such creditor’s Ballots shall not be counted unless temporarily allowed by the Court for voting purposes after notice and a hearing, prior to the Confirmation Hearing.

11. Objections to the confirmation of the Plan must be in writing, must conform to the Bankruptcy Rules, must set forth the name of the objector, the nature and amount of Claims or Interests held or asserted by the objector against the Debtors, the basis for the objection and the specific grounds of the objection, and must be filed with the Bankruptcy Court, together with proof of service thereof, and served upon: (i) the Office of the United States Trustee; (ii) the Debtors; and (iii) any party that has requested notice pursuant to Bankruptcy Rule 2002 by hand delivery or in a manner as will cause such objection to be received by all such parties on or before **May 8, 2020 at 4:00 p.m. (Eastern Time)**. Any objections not filed and served as set forth above may not be considered by the Court.

12. Any party supporting the Plan may file a reply to any objection to confirmation of the Plan by **May 15, 2020**.

13. The Plan voting certification shall be filed by **May 15, 2020**.

14. The Debtors’ brief in support of the Plan shall be filed by **May 15, 2020**.

15. A hearing shall be held before this Court on **May 28, 2020 at 11:30 a.m. (Eastern Time)** or as soon thereafter as counsel can be heard, to consider confirmation of the Plan (the “**Confirmation Hearing**”) at the United States Bankruptcy Court for the

District of Delaware, before the Honorable Mary F. Walrath in the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 5th Floor, Courtroom 4, Wilmington, DE 19801

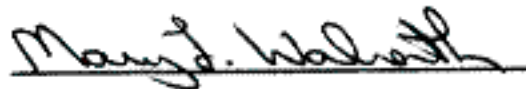
16. The Confirmation Hearing may be adjourned from time to time without further notice to creditors and other parties-in-interest by an announcement of the adjourned date at the Confirmation Hearing or any adjournment thereof or by an appropriate filing with the Court.

17. The Debtors are authorized to take or refrain from taking any action necessary or appropriate to implement the terms of and the relief granted in this Order without seeking further order of the Court.

18. The Debtors are authorized to make non-substantive changes to the Disclosure Statement, Plan, Ballots, Confirmation Hearing Notice, Non-Voting Notices, Publication Notice, and related documents without further order of the Court, including, without limitation, changes to correct typographical and grammatical errors and to make conforming changes among the Disclosure Statement, Plan, Ballots, Confirmation Hearing Notice, Non-Voting Notices, and related documents prior to their distribution.

19. This Court shall retain jurisdiction over all matters related to or arising from the Motion or the interpretation or implementation of this Order.

Dated: April 6th, 2020
Wilmington, Delaware



MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE