

**INSTRUCTIONS AND PROCEDURAL GUIDANCE
FOR CHAPTER 11 CONFIRMATION AND
REQUIREMENTS UNDER SECTION 1129(a)**

(1) In order to enable the court to adequately and efficiently rule on whether or not to confirm a chapter 11 plan, the following procedural steps must be followed by the proponent of a plan:

(a) The following items are required by the court at least seven (7) days prior to the confirmation hearing:

- (1) a statement regarding compliance with the requirements of §1129(a);
- (2) a list of the outstanding pre-petition tax claims, other priority claims and expenses of administration;
- (3) a list of acceptances and rejections; and
- (4) a computation of acceptances and rejections.

[Note: If a case has more than 100 potential voting parties, contact the clerk of the bankruptcy court regarding the time for filing items (3) and (4) above]

(2) The following explanatory directions and exhibits are intended as guidance towards compliance with the aforementioned procedure:

(a) Statement of Requirements of §1129(a)

This document must state how the proponent of the plan will show during the confirmation hearing that the plan complies with each of the requirements of §1129. All calculations and projections must be a part of this statement.

(b) Declaration of Outstanding Pre-Petition Unsecured Tax Claims, Outstanding Involuntary Gap Expenses, Other Priority Claims, and Expenses of Administration

A sample format is shown in Exhibit 1. Counsel for the proponent of the plan, should contact the various creditors shown on the list for accurate figures concerning expenses, fees, commissions etc., before filing the list. An amended declaration must be filed at the confirmation hearing if any amendment occurs during the week prior to the hearing.

(c) List of Acceptances and Rejections

The list of acceptances and rejections must show the total dollar amount and total number of acceptances and rejections for each class and only those creditors or interest holders

filing an acceptance or rejection are to be shown on the list. A sample format is shown in Exhibit 2.

All acceptances and rejections filed with the court are recorded and docketed, but the only votes which will be counted are those by creditors and interest holders of impaired classes. Acceptances and rejections received by attorneys should be marked with the class number or claim number and should be filed with the court as soon as possible. They should never be returned to the creditor or interest holder because of alleged defects.

(d) Computation of Acceptances and Rejections

The computation of acceptances and rejections must accompany the list of acceptances and rejections. A sample format is shown in Exhibit 3. If the box marked “unimpaired” is checked, there is no need to complete the balance of the form for the particular class of creditors.

EXHIBIT 1

OUTSTANDING PRE-PETITION UNSECURED TAX CLAIMS, OUTSTANDING
INVOLUNTARY GAP EXPENSES, OTHER PRIORITY CLAIMS, AND EXPENSES OF
ADMINISTRATION

ADMINISTRATIVE EXPENSES:

Clerk, U.S. Bankruptcy Court	\$ _____
Attorney for Debtor	\$ _____
Attorney for Creditors' Committee	\$ _____
Accountant	\$ _____
Other Professionals (identify)	\$ _____
<u>Total:</u>	\$ _____

PRIORITY CREDITORS:

Wage Claims	\$ _____
Employee Benefit Claims	\$ _____
Layaway Claims	\$ _____
<u>Total:</u>	\$ _____

PRE-PETITION TAX CREDITORS:

Pre-Petition Tax Claims	\$ _____
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CASH PAYMENTS DUE ON EFFECTIVE DATE:

Class ____	\$ _____
Class ____	\$ _____
Class ____	\$ _____
<u>Total:</u>	\$ _____

CLASS _____

COMPUTATION OF ACCEPTANCES AND REJECTIONS

[NOTE: A separate form must be prepared for each class of claims]

The following figures are based on acceptances and rejections received from creditors.

CLASS OF CLAIMS:

- Impaired*
- Unimpaired (deemed to have accepted)

*If the impaired box has been checked, please fill out the remainder of the form

Total amount of acceptances:** \$ _____

Total amount of rejections:** \$ _____

Total amount of acceptances and rejections: \$ _____

Percentage of amount of acceptances: _____ %

(total amount of acceptances divided by the total amount of acceptances and rejections)

Number of creditors filing acceptances:** _____

Number of creditors filing rejections:** _____

Total number of acceptances and rejections: _____

Percentage of creditors filing acceptances: _____ %

(total number of acceptances divided by the total number of acceptances and rejections)

**Exclude "insiders" (as defined in 11 U.S.C. § 101(31)) and claims that are contingent, unliquidated and/or disputed if the creditor has not filed a proof of claim)