

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

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In re: : Chapter 11

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CELADON GROUP, INC., *et al.*,¹ : Case No. 19-12606 (KBO)

:

Debtors. : (Jointly Administered)

:

: **Related D.I.: 681**

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**NOTICE OF DEADLINE FOR FILING PROOFS OF CLAIM,
INCLUDING 503(b)(9) CLAIMS**

PLEASE TAKE NOTICE, on December 8, 2019 (the “Petition Date”), Celadon Group, Inc. and its affiliated debtors (collectively, the “Debtors”) in the above-captioned chapter 11 cases each filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).

PLEASE TAKE FURTHER NOTICE that, on [_____, 2020], the United States Bankruptcy Court for the District of Delaware (the “Court”) entered an order (the “Bar Date Order”) establishing:

- (a) **General Bar Date: April 30, 2020 at 4:00 p.m. (ET)** as the “General Bar Date” and deadline for all persons or entities, other than Governmental Units (as defined in section 101(27) of the Bankruptcy Code), to file proofs of claim (each, a “Proof of Claim”) based on claims against any Debtor that arose prior to the Petition Date, including claims for the value of goods sold to any Debtor in the ordinary course of business and received by such Debtor within twenty (20) days before the Petition Date (each, a “503(b)(9) Claim”) that remain unpaid;
- (b) **Governmental Bar Date: June 5, 2020 at 4:00 p.m. (ET)** as the “Governmental Bar Date” and deadline for all Governmental Units to file Proofs of Claim against

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celadon Group, Inc. (1050); A R Management Services, Inc. (3604); Bee Line, Inc. (5403); Celadon Canadian Holdings, Limited (2539); Celadon E-Commerce, Inc. (2711); Celadon International Corporation (5246); Celadon Logistics Services, Inc. (0834); Celadon Mexicana, S.A. de C.V. (6NL7); Celadon Realty, LLC (2559); Celadon Trucking Services, Inc. (6138); Distribution, Inc. (0488); Eagle Logistics Services Inc. (7667); Hyndman Transport Limited (3249); Jaguar Logistics, S.A. de C.V. (66D1); Leasing Servicios, S.A. de C.V. (9MUA); Osborn Transportation, Inc. (7467); Quality Companies LLC (4073); Quality Equipment Leasing, LLC (2403); Quality Insurance LLC (7248); Servicios Corporativos Jaguar, S.C. (78CA); Servicios de Transportación Jaguar, S.A. de C.V. (5R68); Stinger Logistics, Inc. (3860); Strategic Leasing, Inc. (7534); Taylor Express, Inc. (9779); and Vorbas, LLC (8936). The corporate headquarters and the mailing address for the Debtors listed above is 9503 East 33rd Street, One Celadon Drive, Indianapolis, IN 46235.

the Debtors based on claims against any Debtor that arose prior to the Petition Date that remain unpaid;

- (c) **Rejection Damages Claims Bar Date:** the Rejection Damages Claims Bar Date shall be the later of (i) the General Bar Date or the Governmental Bar Date, as applicable; (ii) 4:00 p.m. (ET) on the date that is thirty (30) days after entry of an order approving the rejection of an executory contract or unexpired lease (a “Rejection Order”); or (iii) any other date that the Court may fix in the applicable Rejection Order.
- (d) **Amended Schedules Bar Date:** If the Debtors amend or supplement their Schedules, the affected creditor, if it chooses, shall file a proof of claim, or amend a previously filed proof of claim, on or before the later of (i) the General Bar Date or Governmental Bar Date, as applicable, and (ii) 4:00 p.m. (ET) on the date that is thirty (30) days from the date the Debtors filed and served notice of the amendment or supplement.

You should consult an attorney if you have any questions, including whether to file a Proof of Claim or Administrative Claim Request. If you have any questions with respect to this notice, you may contact the Debtors’ claims and noticing agent, Kurtzman Carson Consultants LLC (“KCC”) at (866) 927-7078 (toll-free) or (310) 751-2651 (international) or visit KCC’s website at <https://www.kccllc.net/Celadon>. KCC is not permitted to provide legal advice.

I. WHO MUST FILE A PROOF OF CLAIM

You **MUST** file a Proof of Claim if you have a claim that arose prior to the Petition Date, and it is not a claim described in Section II below. Acts or omissions of the Debtors that arose prior to the Petition Date may give rise to claims against the Debtors that must be filed by the applicable Bar Dates, notwithstanding that such claims may not have matured or become fixed or liquidated as of the Petition Date.

Pursuant to section 101(5) of the Bankruptcy Code and as used herein, the word “claim” means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

Proofs of Claim will be deemed timely filed **only if** they are actually received by KCC on or before the applicable Bar Date. Proofs of Claim submitted by facsimile or e-mail **will not be accepted**.

II. WHO DOES NOT NEED TO FILE A PROOF OF CLAIM

- (a) Any person or entity that has already properly filed a Proof of Claim against a Debtor with KCC or the Clerk of the United States Bankruptcy Court for the District of Delaware, in a form substantially similar to Official Form 410;
- (b) Any person or entity whose claim is listed on a Debtor's Schedule D or E/F, and (i) the claim is not described as "disputed," "contingent," or "unliquidated," (ii) such person or entity agrees with the amount, nature, and priority of the claim set forth in the Debtor's Schedules, and (iii) such person or entity agrees that the claim is an obligation of the specific Debtor that listed the claim in its Schedules;
- (c) Any person or entity whose claim has been allowed by an order of the Court entered on or before the applicable Bar Date;
- (d) Any person or entity whose claim has been paid or otherwise satisfied in full by the Debtors or any other party prior to the applicable Bar Date;
- (e) Any holder of a claim for which the Court has already fixed a specific deadline to file a Proof of Claim;
- (f) Any holder of an equity interest in any Debtor with respect to the ownership of such equity interest; *provided, however*, that any holder of an equity interest wishing to assert a claim against any Debtor other than with respect to ownership of such equity interest, including, but not limited to, a claim relating to the purchase or sale of such interest or rescission under section 510 of the Bankruptcy Code, must submit a proof of claim on or before the applicable Bar Date pursuant to the procedures set forth herein;
- (g) Any Affiliate (as defined in section 101(2) of the Bankruptcy Code) of the Debtors that is a creditor for its claims against any other Debtor; and
- (h) The DIP Agent on account of claims and obligations arising under the DIP Financing, as such terms are defined in the *Final Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 503, and 507 (I) Authorizing the Debtors to Obtain Senior Secured Superpriority Postpetition Financing; (II) Granting (A) Liens and Superpriority Administrative Expense Claims and (B) Adequate Protection to Certain Prepetition Lenders; (III) Authorizing Use of Cash Collateral; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief*[D.I. 230].²

² For the avoidance of doubt, pursuant to section 5.28 of the Final DIP Order, none of the Prepetition Secured Parties shall be required to file proofs of claim in any of these chapter 11 cases. Notwithstanding the foregoing, any Prepetition Agent (on behalf of itself and the Prepetition Lenders) is authorized, but not required, to file a master proof of claim for any claims of any of the Prepetition Secured Parties arising from the Prepetition Loan Documents or in respect of the Prepetition Obligations.

You should not file a Proof of Claim if you do not have a claim against any of the Debtors. The fact that you have received this Bar Date Notice does not mean that you have a claim or that the Debtors or the Bankruptcy Court believes that you have a claim.

III. HOW TO FILE A PROOF OF CLAIM

Enclosed herewith an exhibit is a Proof of Claim Form, in a form substantially similar to Official Form 410.³

- (a) Proofs of Claim must conform substantially to the Proof of Claim Form;
- (b) All Proofs of Claim must be actually received on or before the applicable Bar Date associated with such claim by the Debtors' Court-approved claims and noticing agent in these Chapter 11 Cases, Kurtzman Carson Consultants LLC ("KCC"). All Proofs of Claim must be filed electronically at <https://epoc.kccllc.net/Celadon>, or sent to KCC by US Mail or other hand delivery system, addressed to: **Celadon Group Claims Processing Center c/o KCC, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245**;
- (c) Proofs of Claim will be deemed timely filed only if they are actually received by KCC on or before the applicable Bar Date. Proofs of Claim submitted by facsimile or e-mail will *not* be accepted;
- (d) Proofs of Claim must: (i) be in writing and signed by the claimant, or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) include supporting documentation or, if voluminous, a summary of the supporting documents and an explanation as to why documentation is not available and where the such supporting documentation may be obtain; (iii) be in the English language; and (iv) be denominated in United States currency (USD);
- (e) In addition to the foregoing, 503(b)(9) Claims must also: (i) include the value of the goods delivered to and received by the applicable Debtor within twenty (20) days prior to the Petition Date; (ii) attach any documentation identifying the particular invoice(s) corresponding to the asserted 503(b)(9) Claim and delivery address; and (iii) attach documentation evidencing the delivery of the goods delivered to and received by the applicable Debtor within twenty (20) days prior to the Petition Date;
- (f) Each Proof of Claim must specify, by name, the Debtor against which the claim is asserted, and, if the holder asserts a claim against more than one Debtor, a separate Proof of Claim must be filed against each such Debtor; and

³ Additional Proof of Claim Forms are available at <https://www.kccllc.net/Celadon>.

- (g) Any person or entity that files a Proof of Claim by mail and wishes to receive a date-stamped copy by return mail should include an additional copy of the Proof of Claim and a self-addressed, postage-paid envelope.

IV. CONSEQUENCES FOR FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE

Except as described in Section II above, as applicable, any holder of a claim against any Debtor who received notice of the Bar Dates (whether such notice was actually or constructively received) and is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order and this Bar Date Notice on or before the applicable Bar Date, (a) may be forever barred, estopped, and enjoined from asserting such claim against any Debtor, and such Debtor and its property may upon confirmation of a chapter 11 plan with respect thereto, be forever discharged from all indebtedness and liability with respect to such claim, and (b) may not receive or be entitled to receive any payment or distribution of property from the Debtors or their successors or assigns with respect to such claim.

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V. THE DEBTORS' SCHEDULES AND ACCESS THERETO

You may be listed in the Debtors' Schedules. Copies of the Debtors' Schedules are available free of charge on KCC's website: <https://www.kccllc.net/Celadon>.

Dated: March __, 2020
Wilmington, Delaware

Respectfully submitted,

DLA PIPER LLP (US)

/s/ DRAFT

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