



**U.S. Department of Justice**

*Office of the United States Trustee  
440 Martin Luther King, Jr. Boulevard  
Suite 302  
Macon, Georgia 31201  
(478) 752-3544  
(478) 752-3549 fax*

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[DATE]

RE: Chapter 11 Case No.

Dear Creditor:

The above named debtor filed for reorganization under Chapter 11 of the Bankruptcy Code and has identified you as one of the debtor's twenty (20) largest creditors. The Bankruptcy Code authorizes the United States Trustee to appoint a committee of unsecured creditors to participate in the case and represent the overall interest of all unsecured creditors. Members of the committee are generally selected from the list of twenty largest unsecured creditors. Accordingly, if you are willing to serve, we would like to consider your appointment to the official committee of unsecured creditors.

The United States Trustee urges you to take this opportunity to serve on the creditors' committee. Under the Bankruptcy Code, a creditors' committee has the right to demand that the debtor consult with the committee prior to making major decisions or changes, to request the appointment of a trustee or examiner, to participate in the formation of a plan of reorganization, and, in some cases, to propose its own plan of reorganization. If appropriate, the committee may request that the Bankruptcy Court convert a chapter 11 case to one under chapter 7, at which time the debtor's operations would cease and its assets would be liquidated. If, however, a sufficient number of creditors do not elect to serve on the committee, these rights may go unexercised.

An official committee of creditors is authorized by the Bankruptcy Code, subject to court approval, to select and employ an attorney and other necessary professionals. Fees of professionals employed by the committee with court approval may be paid from available assets, if any, of the bankruptcy estate. Further, actual expenses of committee members may be reimbursed from available estate assets.

As soon as possible after appointment, the committee should meet either in person or by telephone conference, organize and select a chairperson. The Notice of Appointment will provide the names and contact information of the members of the Committee.

Please complete the enclosed solicitation and return it to the Office of the United States Trustee within five (5) days from the date of this letter. You may also FAX your response to the office of the United States Trustee at the FAX number listed above. If sufficient responses are received, a committee will be appointed and we will notify the members of the committee under separate cover of their appointment.

Thank you for your assistance, and we hope that you will choose to participate in the reorganization process.

Sincerely,

\_\_\_\_\_,  
Legal Assistant for  
\_\_\_\_\_, AUST

# OFFICIAL COMMITTEE OF UNSECURED CREDITORS

## INFORMATION SHEET

**Purpose of Unsecured Creditors' Committees.** To increase participation in the chapter 11 proceeding, section 1102 of the Bankruptcy Code requires that the United States Trustee appoint a committee of unsecured creditors (the "Committee") as soon as practicable after the order for relief has been entered. The Committee ordinarily consists of the persons, willing to serve, who hold the seven (7) largest unsecured claims of the kinds represented on such committee, but can include less or additional unsecured creditors. There must be at least three (3) unsecured creditors willing to serve in order to form a Committee. The debtor has filed a list indicating that your claim may be among the largest unsecured claims against the debtor, and for that reason, you may be eligible to serve on the Committee.

**Powers and Duties of Unsecured Creditors' Committees.** Members of the Committee are fiduciaries who represent all unsecured creditors as a group without regard to the types of claims which individual unsecured creditors hold against the debtor. Section 1103 of the Bankruptcy Code provides that the Committee may consult with the debtor, investigate the debtor and its business operations and participate in the formulation of a plan of reorganization. The Committee may also perform such other services as are in the interests of the unsecured creditors which it represents. Moreover, Federal Rule of Bankruptcy Procedure 2019, as amended, requires each member of an official committee to file a verified statement disclosing its name, its address, and the nature and amount of each "disclosable economic interest"<sup>1</sup> held in relation to the debtor on the date the committee was formed. Rule 2019 also requires the committee to file a verified supplemental statement updating the earlier information (if information previously disclosed has materially changed) when taking a position before the court or soliciting votes on a plan.

**Employment of Professionals.** Section 1103 of the Bankruptcy Code provides that the Committee may, subject to the bankruptcy court's approval, employ one or more attorneys, accountants, or other professionals to represent or perform services for the Committee. The decision to employ particular professionals should occur at a scheduled meeting of the Committee where a majority of the Committee is present. All professionals retained by the Committee may be compensated from assets of the debtor's estate pursuant to section 330 of the Bankruptcy Code. Applications for the payment of professional fees may be monitored by the Office of the United States Trustee and are subject to the Court's approval. However, the Committee should carefully review all applications and not rely on the Court or the United States Trustee to discover and object to unreasonable or unnecessary professional fees or costs.

**Other Matters.** The Committee should elect a chairperson and may adopt bylaws. As a party in interest, the Committee may be heard on any issue in the bankruptcy proceeding. Federal Bankruptcy Rule 2002(i) requires that the Committee (or its authorized agent) receive all notices concerning motions and hearings in the bankruptcy proceeding.

**In the event you are appointed to an official committee of creditors, the United States Trustee may require periodic certifications of your claims while the bankruptcy case is pending. Creditors wishing to serve as fiduciaries on any official committee are advised that they may not purchase, sell or otherwise trade in or transfer claims against the Debtor while they are committee members absent an order of the Court. By submitting the enclosed Questionnaire and accepting membership on an official committee of creditors, you agree to this prohibition. The United States Trustee reserves the right to take appropriate action, including removing a creditor from any committee, if the information provided in the Questionnaire is inaccurate, if the foregoing prohibition is violated, or for any other reason the United States Trustee believes is proper in the exercise of his or her discretion. You are hereby notified that the United States Trustee may share this information with the Securities and Exchange Commission if appropriate.**

Should you have any additional questions concerning the Committee or your membership on the Committee, please contact the Office of the United States Trustee.

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<sup>1</sup> "Disclosable economic interest" means any claim, interest, pledge, lien, option, participation, derivative instrument, or any other right or derivative right granting the holder an economic interest that is affected by the value, acquisition, or disposition of a claim or interest.

**QUESTIONNAIRE FOR OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

**THIS FORM MUST BE RETURNED WITHIN FIVE DAYS TO:**

**OFFICE OF THE UNITED STATES TRUSTEE  
440 MARTIN LUTHER KING, JR. BOULEVARD, SUITE 302  
MACON, GEORGIA 31201-7910  
(478) 752-3544 FAX (478) 752-3549**

In re: Chapter 11 Case No.  
Chapter 11 Filed on:

**PLEASE TYPE OR PRINT CLEARLY**

       **YES, I am willing to serve on a Committee of Unsecured Creditors in the above case.**  
       **NO, I am not willing to serve on a Committee of Unsecured Creditors in the above case.**

**A. Creditor's Name and Contact Information:**

Creditor Name: \_\_\_\_\_ Phone: \_\_\_\_\_  
Representative Name: \_\_\_\_\_ Fax: \_\_\_\_\_  
Representative Title: \_\_\_\_\_ E-mail: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_  
\_\_\_\_\_

**B. Counsel, if any, for Creditor and Contact Information:**

Name: \_\_\_\_\_ Phone: \_\_\_\_\_  
Address: \_\_\_\_\_ Fax: E-  
\_\_\_\_\_ mail: \_\_\_\_\_

**C. Have you been contacted by a professional person(s) (i.e. attorney, accountant or financial advisor) regarding the formation of a creditors' committee in this case?        YES        NO** If yes, provide contact information: \_\_\_\_\_  
\_\_\_\_\_

**D. Amount of Unsecured Claim: \$ \_\_\_\_\_**

**E. If your claim is against more than one debtor, list all debtors:** \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**F. Describe the nature of your claim(s), i.e., whether arising from goods or services provided; loans made; litigation; etc., including whether any portion is secured. If secured, please describe the collateral securing the claim. If any portion of the claim(s) arises from litigation, please state the nature of the claim, the case number and jurisdiction (if applicable) and the status.**  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**G. Amount of Unsecured Claim entitled to 11 U.S.C. § 503(b) treatment as an administrative expense: \_\_\_\_\_**

**Note: This Questionnaire is not a proof of claim. Returning this form does not constitute the filing of a proof of claim pursuant to 11 U.S.C. § 501. Proof of claim forms must be filed with the Clerk of the Bankruptcy Court.**

H. Would your schedule permit you to actively participate on the Committee by attending weekly meetings (either by telephone or in person)?  YES  NO

**Representations:**

1. Are you, or the company you represent, an insider of the debtor or in any way "affiliated" with the debtor within the meaning of Section 101(2) of the Bankruptcy Code, or a shareholder of, or related to, the debtor?

YES  NO If yes, explain: \_\_\_\_\_

If a shareholder, state the number of shares: \_\_\_\_\_

2. Do you, or the company you represent, engage in a business which directly or indirectly competes with any of the businesses of the debtor?  YES  NO

3. Have you ever been or are you now an officer, director, agent, representative or employee of the debtor?

YES  NO Does your claim arise from this relationship?  YES  NO

4. State when you acquired the claim, the amount paid and the face amount of the claim: \_\_\_\_\_

5. Have you or your attorney entered into a settlement agreement with the debtor regarding resolution of your claim?

YES  NO

6. Do you have a claim against any entity affiliated with the debtor?

YES  NO If yes, state the name of the entity and the nature and amount of the claim(s): \_\_\_\_\_

7. Do you or any affiliated entities have any other claims against, or debt or equity securities of, the debtor?

YES  NO

8. Do you or any affiliated entities have any financial arrangement that may affect the value of your claim(s) against or interest(s) in the debtor (e.g., personal guarantees, credit insurance, etc.)?

YES  NO

9. If you have given a proxy to a third party either to represent you at the creditors' committee formation meeting, or in connection with your claim, please attach a copy of the written proxy. If a professional person has arranged for someone to hold a proxy on your behalf, please identify that individual:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

If you have additional information in response to the above questions, please include it here:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Note: This Questionnaire is not a proof of claim. Returning this form does not constitute the filing of a proof of claim pursuant to 11 U.S.C. § 501. Proof of claim forms must be filed with the Clerk of the Bankruptcy Court.

**Creditors wishing to serve as fiduciaries on an official committee are advised that they may not purchase, sell or otherwise trade in or transfer claims against the debtor while they are committee members absent an order of the court on application of the creditor.**

Please be advised that once a committee is formed, the United States Trustee will file a notice of appointment in the court record that contains contact information for any creditor appointed, including the creditor's name and address, and, *for a commercial business creditor*, a telephone number and e-mail address.

**Privacy Act Statement.** 11 U.S.C. §1102 authorizes the collection of this information. The information will be used by the United States Trustee to determine your qualifications for appointment to the Committee. Disclosure of this information may be given to a bankruptcy trustee or examiner when the information is needed to perform the trustee's or examiner's duties, or to the appropriate federal, state, local, regulatory, tribal, or foreign law enforcement agency when the information indicates a violation or potential violation of law. Other disclosures may be made for routine purposes. For a discussion of the types of routine disclosures that may be made, you may consult the Executive Office for United States Trustee's Notices in the Federal Register, "Systems of Records Notice", UST-001, "Bankruptcy Case Files and Associated Records." *See* 71 Fed. Reg. 59,818 et seq. (Oct. 11, 2006). A copy of the notice may be obtained at the following link: [http://www.justice.gov/ust/eo/rules\\_regulations/index.htm](http://www.justice.gov/ust/eo/rules_regulations/index.htm). Your disclosure of information is voluntary; however, failure to provide the requested information may result in the rejection of your application to be appointed to the Committee.

I hereby certify that, to the best of my knowledge and belief, the answers to this Questionnaire are true and correct. By executing this Questionnaire, I also agree to the restrictions and conditions set forth in the preceding paragraphs and in the Official Committee of Unsecured Creditors Information Sheet, and I agree to provide the periodic certifications upon the request of the United States Trustee.

SIGNATURE: \_\_\_\_\_ DATE: \_\_\_\_\_  
PRINT NAME: \_\_\_\_\_ TITLE/POSITION: \_\_\_\_\_

**Note: This Questionnaire is not a proof of claim. Returning this form does not constitute the filing of a proof of claim pursuant to 11 U.S.C. § 501. Proof of claim forms must be filed with the Clerk of the Bankruptcy Court.**