

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

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 In re: : Chapter 11
 :
 COLT HOLDING COMPANY LLC, *et al.*,¹ : Case No. 15-11296 (LSS)
 :
 Debtors. : Jointly Administered
 :
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**NOTICE OF (I) HEARING TO CONSIDER CONFIRMATION OF DEBTORS’
SECOND AMENDED JOINT PLAN OF REORGANIZATION UNDER CHAPTER 11
OF THE BANKRUPTCY CODE AND (II) DEADLINE FOR THE FILING OF
REQUESTS FOR PAYMENT OF ADMINISTRATIVE EXPENSE CLAIMS**

PLEASE TAKE NOTICE that on November 10, 2015, the above-captioned debtors (the “**Debtors**”) filed (i) the *Debtors’ Second Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code* [D.I. 675] (as may be amended, modified, and/or supplemented, the “**Plan**”) and (ii) the *Disclosure Statement for Debtors’ Second Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code* [D.I. 678, 688] (as may be amended, modified, and/or supplemented, the “**Disclosure Statement**”). On November 10, 2015, the Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”) entered an order [D.I. 682] (the “**Disclosure Statement Order**”) that, among other things, approved the Disclosure Statement as containing “adequate information,” and authorized the Debtors to begin soliciting votes in respect of the Plan in accordance with the terms of the Disclosure Statement Order.

PLEASE TAKE FURTHER NOTICE that the Plan provides for the following classification and treatment of Claims and Equity Interests:

Class	Description	Impaired	Voting Status
1	Priority Non-Tax Claims	No	Deemed to Accept
2	Term Loan Claims	Yes	Entitled to Vote
3	Other Secured Claims	No	Deemed to Accept
4-A	Senior Notes Claims (Participating Holders)	Yes	Entitled to Vote
4-B	Senior Notes Claims (Nonparticipating Holders)	Yes	Entitled to Vote

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are Colt Holding Company LLC (0094); Colt Security LLC (4276); Colt Defense LLC (1950); Colt Finance Corp. (7687); New Colt Holding Corp. (6913); Colt’s Manufacturing Company LLC (9139); Colt Defense Technical Services LLC (8809); Colt Canada Corporation (5534); Colt International Coöperatief U.A. (6822); and CDH II Holdco Inc. (1782). The address of the Debtors’ corporate headquarters is: 547 New Park Avenue, West Hartford, Connecticut 06110.



Class	Description	Impaired	Voting Status
5	Trade Claims	No	Deemed to Accept
6	General Unsecured Claims	Yes	Entitled to Vote
7	Intercompany Claims	No	Deemed to Accept
8	Equity Interests in Debtor Subsidiaries	No	Deemed to Accept
9	Equity Interests in Parent	Yes	Deemed to Reject

PLEASE TAKE FURTHER NOTICE THAT SECTION 10 OF THE PLAN CONTAINS RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS, AND **SECTION 10.4(b) OF THE PLAN CONTAINS A THIRD-PARTY RELEASE.** **THUS, YOU ARE ADVISED TO REVIEW AND CONSIDER THE PLAN CAREFULLY BECAUSE YOUR RIGHTS MIGHT BE AFFECTED THEREUNDER.**

PLEASE TAKE FURTHER NOTICE of the following key dates and deadlines in respect of confirmation of the Plan:

Key Dates and Deadlines in Respect of Confirmation	
Event	Deadline (all times Eastern Standard Time)
Voting Record Date for Class 2 Term Loan Claims and Class 6 General Unsecured Claims	November 20, 2015
Deadline to Serve Assumption and Cure Notice	November 29, 2015
Plan Supplement Filing (Third Lien Exit Facility, Fourth Lien Note Documents, and Offering Procedures)	November 29, 2015
3018 Motion Deadline	November 30, 2015 at 4:00 p.m.
Plan Supplement Filing (Remainder of Documents)	December 2, 2015
3018 Objection Deadline	December 7, 2015 at 4:00 p.m.
Voting Record Date for Class 4-A and Class 4-B Senior Notes Claims	December 7, 2015
Voting Deadline	December 7, 2015 at 4:00 p.m.
Deadline to Object to Confirmation	December 9, 2015 at 4:00 p.m.
Administrative Expense Claim Bar Date	December 9, 2015 at 4:00 p.m.
Confirmation Hearing	December 16, 2015 at 9:00 a.m.

PLEASE TAKE FURTHER NOTICE that (i) the Bankruptcy Court will hold a hearing to consider confirmation of the Plan (the “**Confirmation Hearing**”) on **December 16, 2015 at 9:00 a.m. (Eastern Standard Time)** before the Honorable Laurie Selber Silverstein at the Bankruptcy Court, 824 N. Market Street, 6th Floor, Courtroom 2, Wilmington, Delaware 19801 and (ii) the deadline for filing objections to confirmation of the Plan is **December 9, 2015 at**

4:00 p.m. (Eastern Standard Time) (the “**Objection Deadline**”). The Confirmation Hearing may be continued from time to time without further notice other than the announcement by the Debtors of the adjourned date(s) at the Confirmation Hearing or any continued hearing or as indicated in any notice of agenda of matters scheduled for hearing filed with the Bankruptcy Court.

PLEASE TAKE FURTHER NOTICE that any objection to confirmation of the Plan must be filed with the Bankruptcy Court and served upon (i) co-counsel to the Debtors, O’Melveny & Myers LLP, Times Square Tower, Seven Times Square, New York, New York 10036 (Attn: John J. Rapisardi, Esq., Peter Friedman, Esq., and Joseph Zujkowski, Esq.), +1 (212) 326-2061 (facsimile), and Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: Mark D. Collins, Esq. and Jason M. Madron, Esq.), +1 (302) 651-7701 (facsimile); (ii) co-counsel to the DIP Senior Loan Lenders, Brown Rudnick LLP, Seven Times Square, New York, New York 10036 (Attn: Robert J. Stark, Esq.), +1 (212) 209-4801 (facsimile), and One Financial Center, Boston, Massachusetts 02111 (Attn: Steven Levine, Esq.), +1 (617) 856-8201 (facsimile), and Ashby & Geddes LLP, 500 Delaware Avenue, No. 8, Wilmington, Delaware 19801 (Attn: William P. Bowden, Esq.), +1 (302) 654-2067 (facsimile); (iii) co-counsel to the DIP Term Loan Lender and Prepetition Term Loan Lender, Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, New York 10019 (Attn: John Longmire, Esq.), +1 (212) 728-8111 (facsimile), and Morris, Nichols, Arsht & Tunnell LLP, 1201 North Market Street, 16th Floor, Wilmington, Delaware 19899 (Attn: Robert Dehney, Esq.), +1 (302) 658-3989 (facsimile); (iv) co-counsel to the Creditors’ Committee, Kilpatrick Townsend & Stockton LLP, 1100 Peachtree Street NE, Suite 2800, Atlanta, Georgia 30309 (Attn: Todd Meyers, Esq.), +1 (404) 541-3307 (facsimile), and The Grace Building, 1114 Avenue of the Americas, New York, New York 10036 (Attn: David Posner, Esq. and Shane Ramsey, Esq.), +1 (212) 658-9523 (facsimile), and Klehr Harrison Harvey Branzburg LLP, 919 Market Street, Suite 1000, Wilmington, Delaware 19801 (Attn: Domenic Pacitti, Esq.), +1 (302) 426-9193 (facsimile); (v) the Office of the United States Trustee for the District of Delaware, J. Caleb Boggs Federal Building, 844 North King Street, Suite 2207, Wilmington, Delaware 19801 (Attn: Tiara N.A. Patton, Esq.), +1 (302) 573-6497 (facsimile); (vi) the IRS, (vii) the United States Department of Justice, and (viii) any persons who have filed a request for notice in the above-captioned chapter 11 cases, by no later than the Objection Deadline.

PLEASE TAKE FURTHER NOTICE that each person or entity that holds or asserts any right to payment constituting a cost or expense of administration of any of the chapter 11 cases described in sections 503(b) or 1129(a)(4) of the Bankruptcy Code and entitled to priority under sections 507(a)(2) or 507(b) of the Bankruptcy Code against any of the Debtors (an “**Administrative Expense Claim**”), other than (i) a Claim covered by Section 2.3 or Section 2.4 of the Plan, (ii) a liability incurred and payable in the ordinary course of business by a Debtor (and not past due), or (iii) an Administrative Expense Claim that has been allowed on or before the Administrative Expense Claim Bar Date, shall file with this Court (at the U.S. Bankruptcy Court for the District of Delaware, 824 N. Market St., 3rd Fl., Wilmington, Delaware 19801) and serve on co-counsel to the Debtors (at O’Melveny & Myers LLP, Times Square Tower, Seven Times Square, New York, New York 10036 (Attn: John J. Rapisardi, Esq. and Peter Friedman, Esq.), and Richards, Layton & Finger, P.A., One Rodney Square, 920 N. King St., Wilmington, Delaware 19801 (Attn: Mark D. Collins, Esq. and Jason M. Madron, Esq.)) a request for payment of such Administrative Expense Claim so that it is received no later than **4:00 p.m. (Eastern Standard Time) on December 9, 2015** (the “**Administrative Expense Claim Bar**”).

Date”). Holders required to file and serve, who fail to file and serve, a request for payment of Administrative Expense Claims by 4:00 p.m. (Eastern Standard Time) on December 9, 2015, shall be forever barred, estopped, and enjoined from asserting such Administrative Expense Claims against the Debtors and their property and such Administrative Expense Claims shall be deemed discharged as of the Effective Date of the Plan.

PLEASE TAKE FURTHER NOTICE that you may review copies of the Plan, the Plan Supplement (to be filed in part on November 29, 2015, with the remainder on December 2, 2015), the Disclosure Statement, and the Disclosure Statement Order by (a) accessing the website of the Debtors’ claims and balloting agent, Kurtzman Carson Consultants (the “**Balloting Agent**”), at <https://www.kccllc.net/coltdefense>, where such documents will be posted and can be reviewed free of charge, or (b) contacting the Balloting Agent by telephone for U.S. callers at +1 (888) 251-3076 (toll free) and for international callers at +1 (310) 751-2617 (caller paid) and requesting copies of such documents, which will then be mailed to you free of charge.

Dated: November 11, 2015
Wilmington, Delaware

/s/ Jason M. Madron

RICHARDS, LAYTON & FINGER, P.A.

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- and -

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*Attorneys for the Debtors
and Debtors in Possession*