

Fleetwood Claims Process Q&A

1. Overview of the claims process

Fleetwood and its affiliate debtors each filed a voluntary petition for chapter 11 relief on March 10, 2009.

Under the United States Bankruptcy Code, as a debtor in possession, Fleetwood is legally prohibited from making payments for goods, materials and services which were received before the Chapter 11 filing date, or paying any other claim for money that arose prior to the Chapter 11 filing date, except through a Plan of Reorganization approved by the Bankruptcy Court, or as otherwise ordered by the Bankruptcy Court.

Those who believe they are owed money for something that arose prior to the March 10, 2009 filing date are potential creditors of Fleetwood. If a potential creditor believes they have a claim, they can file a "proof of claim" with the court approved "claims agent" as described below. The claim will then be considered by Fleetwood and other parties who may object to the claim if they disagree with the amount claimed or the adequacy of the proof provided.

The Bankruptcy Court will hear and rule upon any objection filed in response to a proof of claim. The claimant will receive notice of any objection and will have an opportunity to present its case to the Bankruptcy Court to justify the amount of its claim. If no objection is filed to the claim, then the claim will be allowed. However, Fleetwood and other parties in interest will have several months to object to claims.

Later this year, Fleetwood will submit a proposed Plan of Reorganization to the Bankruptcy Court for its approval, after which the Plan will be sent to creditors who are entitled to vote on its terms. The Plan will outline in detail how creditors' claims will be treated. At this time, it is impossible to say how much creditors will receive and when any payments will be paid.

2. Who should file a proof of claim form?

You may file a proof of claim if you believe you are owed money by any Fleetwood chapter 11 debtor for any reason that arose before the March 10, 2009 chapter 11 filing date, including any amount you believe you are owed by Fleetwood for goods or services delivered or provided by you before March 10, 2009.

Those who are owed money for transactions or dealings with Fleetwood on or **after** March 10 should not file a proof of claim form. Amounts owed for those goods and services will be paid in the ordinary course of Fleetwood's business or dealt with in a Plan of Reorganization as described below. Disputes over



any amount due that arose after the Chapter 11 filing date may be resolved by making a motion to the Bankruptcy Court.

3. How can I obtain a proof of claim form?

In this case, the claims process is being administered by a court approved “claims agent” – in this case Kurtzman Carson Consultants LLC (“KCC”). At a hearing that took place on July 1, 2009, the Court set a deadline of August 28, 2009 at 5:00 p.m., prevailing pacific time, for the filing of claims. Known creditors should receive by mail a proof of claim form and instructions about how to file a proof of claim. Creditors may also obtain a claim form and instructions about how to file a proof of claim at KCC’s web site: www.kccllc.net/fleetwood. Click on “Proof of Claim Form” to access a form and instructions for completing and submitting it.

4. When should I fill out the proof of claim form?

If you believe you are a creditor, you may submit a proof of claim at any time prior to the August 28, 2009 deadline (“Claims Bar Date”). Claims must be submitted prior to the Claims Bar Date to be eligible for distribution in the bankruptcy case.

If you are required to file a proof of claim and you do not send it so that it is actually received on or before the Claims Bar Date set by the Court, you will be forever barred from asserting any claim you hold or wish to assert against any of the Debtors. You also will be barred from voting to accept or reject any chapter 11 plan of reorganization for any of the Debtors.

5. Will I be notified if I need to submit a proof of claim form?

Those who Fleetwood understands to be creditors will receive notice via mail of the Claims Bar Date and instructions regarding the preparation and submission of a proof of claim.

If you already received a notice, you did so because the Debtors' records suggest that you might hold a claim against the Debtors. Examples of potential claimants include those listed on the Debtors' Schedules of Assets and Liabilities filed with the Bankruptcy Court, employees, executory contract parties, parties with whom the Debtors transacted business within the last couple of years and individuals who have asserted litigation-type claims against Fleetwood.

6. Should I file a proof of claim or interest if I own common stock or another type of equity interest in one or more of the Debtors?

You do not need to file a proof of claim or interest if you own common stock or another type of equity interest in any of the Debtors merely to preserve your rights as the owner of such equity interest, *However*, if you wish to assert a separate claim against any of the Debtors that is related to the issuance, ownership, purchase, sale or any other similar transaction involving your equity interest in any of the Debtors, you must file a proof of claim for any such damages related to such transaction. If you believe you have this kind of separate claim for damages related to any such transaction involving your interest, you must file a proof of claim on or prior to the Bar Date.

7. How can I find out if I have a claim that is listed on the Debtors' Schedules of Assets and Liabilities?

You may examine Fleetwood's Schedules by accessing them for free on KCC's website at www.kccllc.net/fleetwood.

The Debtors' Schedules may also be examined during regular business hours, upon giving advanced notice, at:

(a) Gibson, Dunn & Crutcher LLP,
3161 Michelson Drive
Irvine, California 92612, or
To schedule an appointment, contact Alma Gonzalez (949) 451-4182

(b) the Clerk of the Bankruptcy Court,
Central District of California
Riverside, California
3420 Twelfth Street, Room 125
Riverside, California 92501 or

(c) the offices of Kurtzman Carson Consultants LLC
2335 Alaska Avenue,
El Segundo, California 90245

8. Who is Kurtzman Carson Consultants?

They are the official claims and docketing agent of the bankruptcy court in the Fleetwood chapter 11 cases. They assist the court in giving notice to creditors and managing the proof of claim process.

9. What if I don't receive notification, but believe I am a creditor of Fleetwood?

Anyone who believes he or she is owed money by Fleetwood and is, therefore, a "creditor" of Fleetwood may file a claim. You may obtain a claim form at

the website maintained by the claims agent KCC that is dedicated to the Fleetwood case: www.kccllc.net/fleetwood. Click on "Proof of Claim Form" to access a form and instructions for completing and submitting it.

10. What does it mean if my claim is listed on Fleetwood's financial schedules as "contingent," "unliquidated" and/or "disputed?"

On May 11, 2009, each Fleetwood company that has filed a chapter 11 proceeding filed its required Schedules listing the claims of those that Fleetwood believes is or may be a creditor of Fleetwood. On July 2, 2009, certain Fleetwood companies filed Amended Schedules. The Schedules (including the Amended Schedules) list the amount Fleetwood believes is owed to or is claimed by the creditor based upon facts currently available to Fleetwood. Many claims may be listed as "contingent," "unliquidated," or "disputed."

- A contingent claim is a claim that may be owed by Fleetwood only under certain circumstances that may or may not occur or the amount may vary depending upon circumstances.
- An unliquidated claim is a claim for which a specific amount has not been determined.
- If Fleetwood disagrees with the validity of the claim (for example, if the claim is for defective goods) or the amount claimed, it is called disputed.

If your claim is scheduled and it is *not* identified as contingent, unliquidated or disputed, and you agree with the amount listed for your claim, you need do nothing and your claim will be "allowed" in the amount listed. Your allowed claim will be treated later this year in a plan of reorganization.

If your claim is listed as contingent, unliquidated or disputed, or if you disagree with the amount listed for your claim, then you must file a proof of claim with KCC by the Claims Bar Date or your claim will be disallowed.

You may examine Fleetwood's Schedules by accessing them for free on KCC's website at www.kccllc.net/fleetwood.

11. What if Fleetwood or someone else disagrees with the amount I list in my proof of claim form?

Fleetwood and the Official Committee of Unsecured Creditors ("Committee") will evaluate all claims filed and determine their validity and the amount claimed. If Fleetwood or the Committee disagrees with the amount you list in your proof of claim, Fleetwood and/or the Committee will file an objection to your claim with the Court and will send a copy to you. All objections will be considered and ruled upon by the Court. You will receive notice of any

hearing date and you will have an opportunity to present your case to the Court to justify the amount of your claim

12. What if I disagree with the amount Fleetwood lists for my claim in its schedules?

If your claim is listed in Fleetwood's Schedules as contingent, unliquidated or disputed, or if you disagree with the amount of your claim listed by Fleetwood in its schedules, then you must file a proof of claim with KCC by the Claims Bar Date or your claim will be disallowed.

13. What if I don't file a claim form, but I am a creditor?

If you do not agree with the amount in Fleetwood's Schedules assigned to your claim, or your claim is identified as "contingent, unliquidated or disputed" then you must file a proof of claim by the Claims Bar Date. If you do not file a proof of claim by the Claims Bar Date, your claim will not be included in the bankruptcy case and you will receive nothing on account of your claim.

14. What if I file my claim form after the Claims Bar Date (outside deadline)?

If you do not file a proof of claim by the Claims Bar Date, your claim will not be included in the bankruptcy case and you will receive nothing on account of your claim. You will also be barred from voting to accept or reject any chapter 11 plan of reorganization for any of the Debtors.

15. Who do I contact if I have a question about filling out the form?

You can find instructions for filling out the claim form at www.kccllc.net/fleetwood by clicking on "Proof of Claim Form." Page Two of the form includes instructions and definitions related to the preparation of the proof of claim form.

- Fleetwood does not handle the claims process and Fleetwood personnel, its lawyers and KCC cannot help you or advise you as to how to complete or submit your proof of claim form.
- The Bankruptcy Court cannot provide you with legal advice. Do not contact the Bankruptcy Court for assistance or advice as to how to complete the proof of claim form, your rights as a creditor or the amount of your claim.

If you have questions as to your rights as a creditor or your claim, you should contact a lawyer.

16. If my claim is "allowed," does that mean I will get paid 100% of my claim?

Fleetwood will develop a Plan of Reorganization that outlines in detail how claims will be satisfied based on the value of Fleetwood's assets as compared to the amount of the claims asserted against Fleetwood. Claims are likely to be satisfied on a pro rata (or proportional) basis. But, at this time, Fleetwood does not know what that proportion may be.

17. If my claim is "allowed," when will I get paid?

Later this year, Fleetwood will prepare and submit a Plan of Reorganization for approval by creditors and for Court approval. This Plan will outline in detail how claims will be satisfied. Distributions on account of allowed claims will take place after the Plan is approved.

18. If I made an error on my proof of claim form, how do I correct it?

You may file an amended claim that corrects any previous errors. As long as the original claim was filed before the Claims Bar Date, an amended claim that corrects errors, but that does not assert a new or different claim, is still timely if filed after the Claims Bar Date. You may file more than one amended claim if necessary. An amended claim filed after the Claims Bar Date that asserts new or different claims may be objected to by Fleetwood or the Committee as untimely.

19. Is there only one Fleetwood entity or more?

Forty five Fleetwood companies filed chapter 11 petitions. You may have claims against one or more of these companies. It is important you file any claim you may have against the proper Fleetwood company. Failing to do so may result in your claim being disallowed. The notice of Claims Bar Date will provide instructions as to how to file a proof of claim against the proper Fleetwood entity against whom you have a claim.

19. I am a current or former Employee – do I need to file a proof of claim? Does my claim entitle me to priority treatment?

The bankruptcy code provides that certain claims may be entitled to "priority" or paid ahead of other unsecured claims. For example, unpaid wages, vacation, and commissions earned within 180 days prior to the March 10 bankruptcy filing are entitled to priority up to \$10,950. Any amount owed in excess of that amount is a general unsecured claim.

Employees claims were included in the Debtors' Schedules. If you believe you have a claim and it is not scheduled OR you disagree with how the Debtors

have scheduled your claim OR your claim has been scheduled as contingent, disputed or unliquidated, then you must file a proof of claim by the bar date or your claim will be disallowed.

20. I provided warranty services on behalf of a Fleetwood company, do I need to file a claim?

If you provided warranty services on behalf of a Fleetwood company prior to the March 10, 2009 filing date but have not yet been reimbursed, you may have a claim against that Fleetwood company. It is important you file a proof of claim against the proper Fleetwood company by the bar date.

21. Where do I send my completed claim form?

All forms should be mailed to:

Fleetwood Claims Processing Center
c/o Kurtzman Carson Consultants LLC
PO Box 1070
Riverside, CA 92502-1070

Claim forms must be transmitted via U.S. mail, Fedex or other hand-delivery system. Facsimile, email and other electronic delivery methods are not acceptable. If you would like a copy of your claim returned to you as proof of receipt, please enclose an additional copy and a self-addressed postage-paid envelope.

Do *not* send your proof of claim form to Fleetwood's offices.

Do *not* send your proof of claim form to Fleetwood's lawyers.

Do *not* send your proof of claim form to the Committee or its lawyers.

Do *not* send your proof of claim form directly to the Bankruptcy Court.

20. I have already submitted a claim form to Fleetwood (or an attorney). Do I have to complete another?

Sending a claim to Fleetwood or to an attorney does not necessarily mean that claim was received by KCC and docketed, which is required for your proof of claim to be properly filed. If KCC has not received it, the original claim or another claim should be submitted.

21. Do I need to file a separate proof of claim form for each of my claims?

You should include all claims against a particular Fleetwood debtor in a single proof of claim form. If you have a claim against more than one Fleetwood debtor, you must file a separate proof of claim form against each debtor.

22. How do I fill out the Proof of Claim Form?

Please refer to the instructions on the reverse side of the proof of claim form for guidance as to how to properly fill out the proof of claim form. If you are still unable to fill out the proof of claim form or have further questions, please contact your attorney.

23. How long will Fleetwood be in chapter 11?

It is unknown at this time. Chapter 11 can be a lengthy process. The Debtors are attempting to resolve their chapter 11 cases as expeditiously as possible.

24. My attorney has all my information. Can he/she submit my proof of claim form for me?

Another person can sign and file a proof of claim on your behalf if that person is authorized under the laws of your state to sign on your behalf and can make the representations required by the form under penalty of perjury. If you are represented by an attorney, you should consult with your attorney about the process for signing the proof of claim form, including the process for authorization.

25. Will my claim be paid? If so, when will I receive my money?

Before your claim can be paid, your proof of claim form must be reviewed by the Debtors and reconciled with the Debtors' books and records. Even if it is reconciled, your claim cannot be paid by a Debtor until a plan of reorganization for the Debtor is approved by the Court.

Each of the Debtors is in the process of developing a plan of reorganization to be filed at a later date that will address the timing and payment of claims. At this time no plan has been filed by the Debtors and, therefore, it is not possible to answer when, if or how claims will be paid.

26. How much am I going to be paid?

Before your claim can be paid, your proof of claim form must be reviewed by the Debtors and reconciled with the Debtors' books and records. Even if it is reconciled, your claim cannot be paid by a Debtor until a plan of reorganization for the Debtor is approved by the Court.

Each of the Debtors is in the process of developing a plan of reorganization to be filed at a later date that will address the timing and payment of claims. At this time no plan has been filed by the Debtors and, therefore, it is not possible to answer when, if or how claims will be paid.

27. I think my notice packet is incomplete. What should be in the notice packet that I received?

All bar date notice packets should contain the following: (1) a proof of claim form with instructions on the reverse side and (2) the Claims Bar Date notice (in both English and Spanish).

28. Do I need a lawyer?

You may choose to retain a lawyer, but you do not need a lawyer to file a proof of claim. HOWEVER, you need to consult your own lawyer if you need legal advice regarding your claim.

29. How do I get a copy of the Fleetwood petitions?

Copies of the petition and other pleadings in the case may be accessed at www.kccllc.net/fleetwood or you can request a copy of the petition by contacting the Bankruptcy Court directly or by accessing the Bankruptcy Court's website.

30. How do I get removed from the mailing list?

You may request removal in writing. Please send the request to:

Fleetwood Claims Processing Center
c/o Kurtzman Carson Consultants LLC
PO Box 1070
Riverside, CA 92502-1070

31. How do I change my address?

You may request address changes in writing. Please send the request to:

Fleetwood Claims Processing Center
c/o Kurtzman Carson Consultants LLC
PO Box 1070
Riverside, CA 92502-1070