

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

MALIBU LIGHTING CORPORATION, et al.,¹
Debtors.

Chapter 11

Case No. 15-12080 (KG)

(Jointly Administered)

Ref. Docket No. 1094, 1107

ORDER (I) FIXING A DEADLINE FOR FILING REQUESTS FOR ALLOWANCE OF ADMINISTRATIVE EXPENSE CLAIMS AND (II) DESIGNATING FORM AND MANNER OF NOTICE THEREOF

Upon consideration of the Motion (the "Motion")² of the above-captioned debtors and debtors in possession (collectively, the "Debtors") requesting entry of an order, pursuant to sections 105(a), 503, 507(a)(2) of the Bankruptcy Code, Bankruptcy Rules 2002(a)(7), 3002(a), and 3003(c), and Local Rule 2002-1(e): (a) establishing a deadline for filing of requests for allowance of Administrative Expense Claims that arose during the period from the Petition Date through and including January 31, 2017, and (b) designating the form and manner of notice thereof; and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated as of February 29, 2012; and this Court having found that the venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that the Debtors have provided

¹ The Debtors, together with the last four digits of each Debtor's tax identification number, are: Malibu Lighting Corporation (0556); Outdoor Direct Corporation f/k/a The Brinkman Corporation (9246); NC Estate Corporation f/k/a National Consumer Outdoors Corporation (1153); Q-Beam Corporation (1560); Smoke 'N Pit Corporation (9951); Treasure Sensor Corporation (9938); and Stubbs Collections, Inc. (6615). The location of the Debtors' headquarters and service address is P.O. Box 5960, Frisco, TX 75035.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.



proper and adequate notice of the Motion and the relief requested therein, and that, except as otherwise ordered herein, no other or further notice is necessary; and this Court having reviewed the Motion; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED:

1. The Motion is GRANTED.
2. Except as otherwise provided herein, each Person or Entity, including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and governmental units, that holds or wishes to assert an administrative expense claim pursuant to section 503(b) of the Bankruptcy Code, other than a 503(b)(9) Claims (each, an "Administrative Expense Claim"), against the Debtors' estates, which claim arose during the period from the Petition Date through and including January 31, 2017, must file a request for allowance of such Administrative Expense Claim (a "Request for Payment"), substantially in the form attached hereto as Exhibit 1, by no later than **4:00 p.m. (PT) on March 31, 2017** (such date, the "Administrative Expense Bar Date").
3. A Request for Payment with respect to Administrative Expense Claims that arose between the Petition Date and January 31, 2017, shall be deemed timely and properly filed only if it is **actually received** by the Claims Agent no later than the Administrative Expense Bar Date via first-class mail, overnight delivery service, or hand delivery to the following address:

Malibu Lighting Corp. Claims Processing Center
c/o Kurtzman Carson Consultants LLC
2335 Alaska Ave.
El Segundo, CA 90245

4. The Debtors and the Claims Agent shall **not** be required to accept a Request for Payment sent by facsimile, telecopy, or electronic mail transmission.

5. Each Request for Payment must: (i) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) be written in English; (iii) denominate the asserted Administrative Expense Claim in lawful currency of the United States as of the Administrative Expense Bar Date; (iv) indicate the particular Debtor against which the claim is asserted; and (v) include supporting documentation (or, if such documentation is voluminous, include a summary of such documentation) or an explanation as to why such documentation is not available.

6. The establishment of the Administrative Expense Bar Date shall not have any effect on the Bar Date Order, or be deemed to have extended or otherwise affected any other deadlines for filing claims that have been established in these Cases, including, but not limited to the deadline to file 503(b)(9) Claims.

7. Notwithstanding anything to the contrary in this Order or the Motion, the following claims shall be excepted from this Order and are **not** required to be filed on or before the Administrative Expense Bar Date:

- (i) any Administrative Expense Claims that (a) have been previously paid by the Debtors in the ordinary course of business or otherwise or (b) have otherwise been satisfied;
- (ii) Administrative Expense Claims previously filed with the Claims Agent or the Court;
- (iii) Administrative Expense Claims of any professional retained and employed by the Debtors or the Committee, pursuant to sections 327, 328, 363, or 1103 of the Bankruptcy Code, including any ordinary course of business professionals retained, pursuant to an order of this Court approving the employment of ordinary course business professionals, for compensation, indemnification, or reimbursement of costs and expenses relating to

professional services performed and expenses incurred on and after the Petition Date;

- (iv) any claims by any member of the Committee for reimbursement of expenses incurred in connection with the member's service on the Committee;
- (v) any claim by a governmental unit for a tax or penalty described in section 503(b)(1)(B) and (C) of the Bankruptcy Code, as provided for in section 503(b)(1)(D) of the Bankruptcy Code;
- (vi) any claims for fees payable to the Clerk of this Court;
- (vii) any fees payable to the Office of the United States Trustee under 28 U.S.C. § 1930(a)(6) or accrued interest thereon arising under 31 U.S.C. § 3717;
- (viii) 503(b)(9) Claims; and
- (ix) Administrative Expense Claims arising after January 31, 2017.

8. Within five (5) business days after entry of this Order (the "Service Date"), the Debtors, directly or through the Claims Agent, shall serve the Request for Payment form, substantially in the form attached hereto as Exhibit 1, and the Administrative Expense Bar Date Notice, substantially in the form attached hereto as Exhibit 2, which forms are hereby approved, by first-class mail, postage prepaid, on the following parties:

- (i) the U.S. Trustee;
- (ii) counsel for the Committee;
- (iii) all persons or entities that have requested notice of the proceedings in these Cases pursuant to Bankruptcy Rule 2002;
- (iv) all persons or entities that have filed claims against the Debtors;
- (v) all parties to executory contracts and unexpired leases of the Debtors;
- (vi) all persons or entities employed by the Debtors on or after the Petition Date;
- (vii) all persons that did business with the Debtors on or after the Petition Date.

- (viii) the attorneys of record to all parties with litigation pending against any of the Debtors;
- (ix) the Internal Revenue Service, the United States Attorney's Office for the District of Delaware, all taxing authorities for the jurisdictions in which any of the Debtors currently conduct business, and all other applicable governmental units; and
- (x) all other parties in the Debtors' creditor matrix not included in the above parties listed in (i) through (ix).

9. If the Debtors determine after the Service Date that additional parties should receive the Administrative Expense Bar Date Notice, then the date by which a Request for Payment must be filed by such party or parties receiving such notice shall be the later of (i) the Administrative Expense Bar Date and (ii) thirty (30) days from the mailing date of the Administrative Expense Bar Date Notice to such additional parties.

10. The Debtors shall cause the Administrative Expense Bar Date, the Request for Payment form, and the Administrative Expense Bar Date Notice to be posted by the Service Date on the website established by the Claims Agent for the Cases (<http://www.kccllc.net/malibu>). The Committee shall cause the Administrative Expense Bar Date, the Administrative Expense Bar Date Notice, and the Request for Payment form to be posted by the Service Date on the website established by the Committee for these Cases at <http://omnimgt.com/MalibuLightingCommittee>.

11. The Court finds that notice by mail to all potential holders of Administrative Expense Claims is impracticable and therefore the Debtors shall, within seven (7) business days after the Service Date, publish the Administrative Expense Bar Date Notice, with such changes as may be required for publication, as follows: one day's publication in the national edition of *USA Today*.

12. Any person or entity purportedly holding an Administrative Expense Claim that is required to file a Request for Payment, but fails to do so properly or timely in accordance with the Administrative Expense Bar Date Order, shall not, absent further order of this Court or agreement with the Debtors and the Committee, participate in any distribution in these Chapter 11 Cases on account of such alleged Administrative Expense Claim.

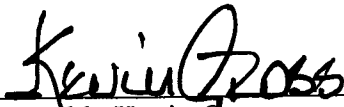
13. Entry of this Order is without prejudice to the Debtors' right to seek any other or further orders of this Court fixing a date by which holders of claims not subject to the Administrative Expense Bar Date must file or assert such claims against the Debtors.

14. Nothing in this Order shall prejudice the right of any party in interest, including the Debtors, to object to any Request for Payment or similar request or claim.

15. The Debtors and the Claims Agent are authorized and empowered to take any and all actions necessary to implement the terms of this Order.

16. This Court shall retain jurisdiction and power over any and all matters arising from or related to the implementation or interpretation of this order.

Dated: February 13, 2017
Wilmington, Delaware



Honorable Kevin Cross
United States Bankruptcy Judge

Exhibit 1

Request for Payment

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

MALIBU LIGHTING CORPORATION, et al.,¹

Debtors.

Chapter 11

Case No. 15-12080 (KG)

(Jointly Administered)

REQUEST FOR PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM

1. Name of claimant:
2. Name of specific Debtor the claim is asserted against:
3. Nature and description of the claim (you may attach a separate summary):
4. Date(s) claim arose:
5. Amount of claim:
6. Documentation supporting the claim must be attached hereto. Documentation should include both evidence of the nature of the administrative expense claim, the basis upon which such claim is entitled to administrative priority, as well as evidence of the date or dates on which the administrative expense claim arose.

Date:

Signature: _____

Name: _____

Address: _____

Phone Number: _____

Email: _____

¹ The Debtors, together with the last four digits of each Debtor's tax identification number, are: Malibu Lighting Corporation (0556); Outdoor Direct Corporation f/k/a The Brinkman Corporation (9246); NC Estate Corporation f/k/a National Consumer Outdoors Corporation (1153); Q-Beam Corporation (1560); Smoke 'N Pit Corporation (9951); Treasure Sensor Corporation (9938); and Stubbs Collections, Inc. (6615). The location of the Debtors' headquarters and service address is P.O. Box 5960, Frisco, TX 75035.

Exhibit 2

Administrative Expense Bar Date Notice

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

MALIBU LIGHTING CORPORATION, et al.,⁴

Debtors.

Chapter 11

Case No. 15-12080 (KG)

(Jointly Administered)

NOTICE OF DEADLINE FOR FILING OF ADMINISTRATIVE EXPENSE CLAIMS

PLEASE TAKE NOTICE THAT on _____, 2017, the United States Bankruptcy Court for the District of Delaware (the "Court"), having jurisdiction over the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the "Debtors") entered an order (the "Administrative Expense Bar Date Order") [Docket No. ___] establishing _____, 2017, at 4:00 p.m. (PT) (the "Administrative Expense Bar Date") as the deadline by which each Person or Entity (including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and governmental units) must file requests for the allowance of an administrative expense claim under section 503(b) of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code"), other than a claim arising under section 503(b)(9) of the Bankruptcy Code (an "Administrative Expense Claim"),⁵ against the Debtors' estates that may have arisen during the period from the Petition Date through and including January 31, 2017. Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Administrative Expense Bar Date Order.

Pursuant to the terms of the Administrative Expense Bar Date Order, and except as provided therein or herein, each Person or Entity (including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and governmental units) that holds or wishes to assert an alleged Administrative Expense Claim against the Debtors' estates that may have arisen during the period set forth in the preceding paragraph must file a request for allowance of such

⁴ The Debtors, together with the last four digits of each Debtor's tax identification number, are: Malibu Lighting Corporation (0556); Outdoor Direct Corporation f/k/a The Brinkman Corporation (9246); NC Estate Corporation f/k/a National Consumer Outdoors Corporation (1153); Q-Beam Corporation (1560); Smoke 'N Pit Corporation (9951); Treasure Sensor Corporation (9938); and Stubbs Collections, Inc. (6615). The location of the Debtors' headquarters and service address is P.O. Box 5960, Frisco, TX 75035.

⁵ The Administrative Expense Bar Date does not apply to claims arising under section 503(b)(9) of the Bankruptcy Code for the value of goods received by the Debtors in the ordinary course of business within the twenty (20) days prior to the commencement of the Cases (a "503(b)(9) Claim"). The Court previously entered an order on December 4, 2015 [Docket No. 294] setting February 8, 2016 as the deadline for all entities, other than governmental units (as defined in section 101(27) of the Bankruptcy Code), to file 503(b)(9) Claims and other prepetition claims. For the avoidance of doubt, 503(b)(9) Claims had to be filed by February 8, 2016, and nothing in the Administrative Expense Bar Date Order extends or otherwise alters that Bar Date as to 503(b)(9) Claims or any other prepetition claims.

Administrative Expense Claim (a “Request for Payment”) on or before the Administrative Expense Bar Date.

Pursuant to the terms of the Administrative Expense Bar Date Order, the Administrative Expense Bar Date DOES NOT apply to the following claims:

- (i) any Administrative Expense Claims that (a) have been previously paid by the Debtors in the ordinary course of business or otherwise or (b) have otherwise been satisfied;
- (ii) Administrative Expense Claims previously filed with the Claims Agent or the Court;
- (iii) Administrative Expense Claims of any professional retained and employed by the Debtors or the Committee, pursuant to sections 327, 328, 363, or 1103 of the Bankruptcy Code, including any ordinary course of business professionals retained, pursuant to an order of this Court approving the employment of ordinary course business professionals, for compensation, indemnification, or reimbursement of costs and expenses relating to professional services performed and expenses incurred on and after the Petition Date;
- (iv) any claims by any member of the Committee for reimbursement of expenses incurred in connection with the member’s service on the Committee;
- (v) any claim by a governmental unit for a tax or penalty described in section 503(b)(1)(B) and (C) of the Bankruptcy Code, as provided for in section 503(b)(1)(D) of the Bankruptcy Code;
- (vi) any claims for fees payable to the Clerk of this Court;
- (vii) any fees payable to the Office of the United States Trustee under 28 U.S.C. § 1930(a)(6) or accrued interest thereon arising under 31 U.S.C. § 3717;
- (viii) 503(b)(9) Claims; and
- (ix) Administrative Expense Claims arising after January 31, 2017.

A CLAIMANT SHOULD CONSULT HIS OR HER ATTORNEY IF THE CLAIMANT HAS ANY QUESTIONS, INCLUDING WHETHER SUCH CLAIMANT SHOULD FILE A REQUEST FOR PAYMENT. NEITHER THE DEBTORS’ NOR COMMITTEE’S ATTORNEYS, NOR THE CLAIMS AGENT, NOR THE CLERK OF THE COURT CAN ADVISE THE CLAIMANT WHETHER THE CLAIMANT SHOULD FILE A REQUEST FOR PAYMENT.

All original Requests for Payment with respect to Administrative Expense Claims that arose between the Petition Date and January 31, 2017 must be filed so as to be actually received

by the Claims Agent on or before the Administrative Expense Bar Date via first-class mail, overnight delivery service, or hand delivery to:

**Malibu Lighting Corp. Claims Processing Center
c/o Kurtzman Carson Consultants LLC
2335 Alaska Ave.
El Segundo, CA 90245**

Such Requests for Payment of Administrative Expense Claims will be deemed timely filed only if **actually received** by the Claims Agent on or before the Administrative Expense Bar Date. Requests for Payment of Administrative Expense Claims may **not** be delivered by facsimile, telecopy, or electronic mail transmission.

Each Request for Payment must: (i) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) be written in English; (iii) denominate the asserted Administrative Expense Claim in lawful currency of the United States as of the Administrative Expense Bar Date; (iv) indicate the particular Debtor against which the claim is asserted; and (v) include supporting documentation (or, if such documentation is voluminous, include a summary of such documentation) or an explanation as to why such documentation is not available. Documentation should include both evidence of the nature of the administrative expense claim asserted as well as evidence of the date on which the administrative expense claim arose.

ANY PARTY PURPORTEDLY HOLDING AN ADMINISTRATIVE EXPENSE CLAIM AGAINST THE DEBTORS THAT IS REQUIRED TO FILE A REQUEST FOR PAYMENT, BUT FAILS TO DO SO PROPERLY OR TIMELY IN ACCORDANCE WITH THE ADMINISTRATIVE EXPENSE BAR DATE ORDER, SHALL NOT, ABSENT FURTHER ORDER OF THE COURT OR AGREEMENT WITH THE DEBTORS AND THE COMMITTEE, PARTICIPATE IN ANY DISTRIBUTION IN THESE CASES ON ACCOUNT OF SUCH ADMINISTRATIVE EXPENSE CLAIM.

The Debtors reserve the right to dispute, or to assert offsets, counterclaims, or defenses against, any Administrative Expense Claim and nothing contained in the Administrative Expense Bar Date Order or this Notice shall preclude the Debtors or other parties in interest from objecting to any filed claim on any grounds.

THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE AN ADMINISTRATIVE EXPENSE CLAIM OR THAT THE DEBTORS OR THE COURT BELIEVE THAT YOU HAVE AN ADMINISTRATIVE EXPENSE CLAIM.

This notice is only a summary of the Administrative Expense Bar Date Order. All parties in interest should carefully review the Administrative Expense Bar Date Order itself and the Bankruptcy Code, the Federal Rules, and the Local Rules for additional information regarding the filing and treatment of Administrative Expense Claims in the Cases.

Copies of the Administrative Expense Bar Date Order may be examined by interested parties on the Court's electronic docket for the Cases, which is available at <http://www.deb.uscourts.gov> (a PACER login and password are required and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>). In addition, electronic copies of the Administrative Expense Bar Date Order may be viewed free of charge at <http://www.kccllc.net/malibu>. Copies of the Administrative Expense Bar Date Order may also be examined by interested parties between the hours of 8:00 a.m. and 4:00 p.m. (ET) at the office of the Clerk of the Court, United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware, 19801.

Dated: _____, 2017

PACHULSKI STANG ZIEHL & JONES LLP

/s/ James E. O'Neill

Jeffrey N. Pomerantz (CA Bar No. 143717)

James E. O'Neill (DE Bar No. 4042)

Joshua M. Fried (CA Bar No. 181541)

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