

Hearing Date: June 19, 2014 at 10:00 a.m. (prevailing Eastern time)
Objection Deadline: June 12, 2014 at 4:00 p.m. (prevailing Eastern time)

Matthew A. Feldman
Rachel C. Strickland
Jennifer J. Hardy
WILLKIE FARR & GALLAGHER LLP
787 Seventh Avenue
New York, New York 10019
Telephone: (212) 728-8000
Facsimile: (212) 728-8111

*Proposed Counsel for the Debtors and
Debtors in Possession*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re : Chapter 11
: :
MPM Silicones, LLC, et al.,¹ : Case No. 14-22503 (RDD)
: :
Debtors. : (Jointly Administered)
-----X

**NOTICE OF HEARING TO APPROVE
DISCLOSURE STATEMENT AND GRANT RELATED RELIEF**

TO: ALL HOLDERS OF POTENTIAL CLAIMS AGAINST AND INTERESTS IN THE
ABOVE-CAPTIONED CASES:

PLEASE TAKE NOTICE that, on May 12, 2014, the above-captioned debtors and debtors in possession (the “**Debtors**”) filed with the Bankruptcy Court: (a) the Joint Chapter 11 Plan of Reorganization for Momentive Performance Materials Inc. and Its Affiliated Debtors [Docket No. 172] (as may be amended, modified and/or supplemented from time to time, the “**Plan**”); and (b) the related disclosure statement, dated May 12, 2014 [Docket No. 173] (as may be amended, modified and/or supplemented from time to time, the “**Disclosure Statement**”).

¹ The last four digits of the taxpayer identification numbers of the Debtors follow in parentheses: (i) Juniper Bond Holdings I LLC (9631); (ii) Juniper Bond Holdings II LLC (9692); (iii) Juniper Bond Holdings III LLC (9765); (iv) Juniper Bond Holdings IV LLC (9836); (v) Momentive Performance Materials China SPV Inc. (8469); (vi) Momentive Performance Materials Holdings Inc. (8246); (vii) Momentive Performance Materials Inc. (8297); (viii) Momentive Performance Materials Quartz, Inc. (9929); (ix) Momentive Performance Materials South America Inc. (4895); (x) Momentive Performance Materials USA Inc. (8388); (xi) Momentive Performance Materials Worldwide Inc. (8357); and (xii) MPM Silicones, LLC (5481). The Debtors’ executive headquarters are located at 260 Hudson River Road, Waterford, NY 12188.



PLEASE TAKE FURTHER NOTICE that:

1. A hearing (the “**Disclosure Statement Hearing**”) shall be held before the Honorable Robert D. Drain of the United States Bankruptcy Court for the Southern District of New York on **June 19, 2014 at 10:00 a.m. (prevailing Eastern time)**, or as soon thereafter as counsel may be heard, in Courtroom 118 at the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601, to consider the entry of an order, among other things:

- (a) approving the Disclosure Statement;
- (b) establishing the date of the hearing on confirmation of the Plan (the “**Confirmation Hearing**”);
- (c) establishing procedures for the solicitation and tabulation of votes to accept or reject the Plan, including (i) approving the form and manner of the solicitation packages to be sent to parties in interest in these cases, (ii) approving the form and manner of notice of the Confirmation Hearing, (iii) establishing a voting record date and approving procedures for distributing solicitation packages, (iv) approving the forms of ballots, (v) establishing the deadline for the receipt of ballots, and (vi) approving procedures for tabulating acceptances and rejections of the Plan;
- (d) establishing the deadline and procedures for filing objections to confirmation of the Plan; and
- (e) granting related relief.

2. The Disclosure Statement and the Plan are on file with the Clerk of the Bankruptcy Court, and copies of the same may be obtained by parties in interest free of charge on the dedicated webpage related to these cases of the Debtors’ claims and balloting agent, Kurtzman Carson Consultants LLC (<http://kccllc.net/mpm>). Copies of the Disclosure Statement and Plan are also available for inspection during regular business hours at the Office of the Clerk of the Bankruptcy Court, 300 Quarropas Street, White Plains, New York 10601. In addition, copies of the Disclosure Statement and Plan may be viewed on the Internet at the Bankruptcy Court’s website (<http://www.nysb.uscourts.gov>) by following the directions for accessing the ECF system on such website.

3. Objections, if any, to the approval of the Disclosure Statement or any of the other relief sought by the Debtors shall: (a) be made in writing; (b) state with particularity the grounds therefor (and, if an objection is to the adequacy of the information contained in the Disclosure Statement, include proposed language that the objecting party would request to be included in the Disclosure Statement in proposed resolution of such objection); (c) be filed with the Bankruptcy Court (with a copy to the Judge’s chambers); and (d) be served upon: (i) Momentive Performance Materials Inc., 260 Hudson River Road, Waterford, NY 12188 (Attn.: Douglas A. Johns, Esq.); (ii) counsel for the Debtors, Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019 (Attn: Matthew A. Feldman, Esq. and Jennifer J. Hardy,

Esq.); (iii) the Office of the United States Trustee, 201 Varick Street, Suite 1006, New York, NY 10014 (Attn: Brian S. Matsumoto, Esq. and Richard W. Fox, Esq.); (iv) counsel to the administrative agent under the Debtors' postpetition secured credit agreement, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, NY 10017 (Attn: Steven M. Fuhrman, Esq. and Nicholas Baker, Esq.); (v) counsel to General Electric Capital Corporation, Bingham McCutchen LLP, One Federal Street, Boston, MA 02110 (Attn: Stephen M. Miklus, Esq. and Julia Frost-Davies, Esq.); (vi) counsel to the Ad Hoc Committee of Second Lien Noteholders, Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, NY 10005 (Attn: Dennis F. Dunne, Esq. and Samuel A. Khalil, Esq.); (vii) counsel to Apollo Global Management, LLC and certain affiliated funds, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036 (Attn: Ira S. Dizengoff, Esq. and Philip C. Dublin, Esq.); (viii) counsel to Momentive Performance Materials Holdings LLC, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of Americas, New York, NY 10019 (Attn: Alan W. Kornberg, Esq. and Elizabeth R. McColm, Esq.); and (ix) counsel to the official committee of unsecured creditors, Klee, Tuchin, Bogdanoff & Stern LLP, 1999 Avenue of the Stars, Los Angeles, CA 90067 (Attn: Lee R. Bogdanoff, Esq. and Whitman L. Holt, Esq.), so as to be received no later than **4:00 p.m. (prevailing Eastern Time) on June 12, 2014** (the "**Objection Deadline**").

4. IF ANY OBJECTION TO THE DISCLOSURE STATEMENT IS NOT FILED AND SERVED AS PROVIDED HEREIN, THE OBJECTING PARTY MAY BE BARRED FROM ASSERTING SUCH OBJECTION AND MAY NOT BE HEARD AT THE DISCLOSURE STATEMENT HEARING. IF NO RESPONSES OR OBJECTIONS ARE RECEIVED BY THE OBJECTION DEADLINE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE OR A HEARING.

5. Notwithstanding the foregoing, potential objectors to the adequacy of the information contained in the Disclosure Statement are encouraged, but not required, to contact Jennifer J. Hardy, Esq. and Andrew S. Mordkoff, Esq. of Willkie Farr & Gallagher LLP, counsel to the Debtors, at (212) 728-8000, prior to the submission of an objection, to permit possible consensual resolution of any concerns that will otherwise be raised in an objection.

6. The Disclosure Statement Hearing may be adjourned by the Debtors from time to time without further notice to creditors or parties in interest other than by an announcement in the Bankruptcy Court of such adjournment on the date scheduled for the Disclosure Statement Hearing or at a later hearing.

Dated: New York, New York
May 12, 2014

WILLKIE FARR & GALLAGHER LLP
*Proposed Counsel for the Debtors and
Debtors in Possession*

By: /s/ Matthew A. Feldman
Matthew A. Feldman
Rachel C. Strickland
Jennifer J. Hardy

787 Seventh Avenue
New York, New York 10019
Telephone: (212) 728-8000
Facsimile: (212) 728-8111