

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

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In re	:	Chapter 11
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SWIFT ENERGY COMPANY, <i>et al.</i> , <sup>1</sup>	:	Case No. 15-12670 (MFW)
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	Hearing Date: March 30, 2016 at 10:30 a.m. (ET)
	:	Obj. Deadline: March 23, 2016 at 4:00 p.m. (ET)

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**NOTICE OF (A) DEADLINE FOR CASTING VOTES  
TO ACCEPT OR REJECT THE JOINT PLAN OF REORGANIZATION  
OF THE DEBTORS AND DEBTORS IN POSSESSION, (B) HEARING TO CONSIDER  
CONFIRMATION OF PLAN AND (C) RELATED MATTERS AND PROCEDURES**

**PLEASE TAKE NOTICE OF THE FOLLOWING:**

1. On December 31, 2015, the above-captioned debtors and debtors in possession (collectively, the "Debtors") filed: (a) the Joint Plan of Reorganization of the Debtors and Debtors in Possession (as it may be amended or modified, the "Plan") and (b) the Joint Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the Joint Plan of Reorganization of the Debtors and Debtors in Possession (as it may be amended or modified, the "Disclosure Statement"). On January 8, 2016, the Debtors filed the Debtors' Motion for An Order (I) Approving Disclosure Statement, (II) Establishing Procedures for Solicitation and Tabulation of Votes on Plan, (III) Scheduling a Hearing on Confirmation of the Plan, and (IV) Approving Certain Opt-Out Procedures For Equity Holders [D.I. 78] (the "Motion").<sup>2</sup>

2. Pursuant to an order of the Court dated February 5, 2016 [D.I. 247] (the "Disclosure Statement Order"), the Disclosure Statement and certain related procedures and materials have been approved for the solicitation of votes to accept or reject the Plan.

3. Copies of the Disclosure Statement Order, the Plan and the Disclosure Statement are available upon request to KCC at the following address or toll-free telephone numbers: Swift Energy Company, c/o Kurtzman Carson Consultants LLC, 2335 Alaska Avenue,

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<sup>1</sup> The Debtors are the following nine entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Swift Energy Company (0661); Swift Energy International, Inc. (6721); Swift Energy Group, Inc. (8150); Swift Energy USA, Inc. (8212); Swift Energy Alaska, Inc. (6493); Swift Energy Operating, LLC (2961); GASRS LLC (4381); SWENCO-Western, LLC (0449); and Swift Energy Exploration Services, Inc. (2199). The address of each of the Debtors is 17001 Northchase Drive, Suite 100, Houston, Texas 77060.

<sup>2</sup> Capitalized terms not otherwise defined in this Notice have the meanings given to them in the Plan or the Motion, as applicable.



El Segundo, CA 90245, (888) 251-2764 (domestic callers) or (310) 751-2610 (international callers); or, free of charge, on the Debtors' restructuring website at [www.kccllc.net/swiftenergy](http://www.kccllc.net/swiftenergy).

4. A hearing to consider confirmation of the Plan (the "Confirmation Hearing") will be held before the Honorable Mary F. Walrath, United States Bankruptcy Judge, in Courtroom No. 4, 5th Floor, at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801, **on March 30, 2016, at 10:30 a.m., (prevailing Eastern Time)**.

5. Pursuant to the Disclosure Statement Order, the Court approved certain procedures for the solicitation and tabulation of votes to accept or reject the Plan.

- a. Under the terms of the Plan, Classes 4 A, B, E, F (Senior Notes and Rejection Claims) are entitled to vote on the Plan.
- b. Except as provided below with respect to holders of Rejection Claims, if you are the holder of a claim against the Debtors as of February 19, 2016 (the General Record Date established by the Court in the Disclosure Statement Order) in a Class entitled to vote on the Plan (*i.e.*, Classes 4 A, B, E, F), you have received with this notice a Solicitation Package. The Solicitation Package includes, among other things, a ballot form (a "Ballot") and voting instructions appropriate for your claim, as well as copies of the Plan and the Disclosure Statement and related solicitation materials.
- c. Except as provided below with respect to holders of Rejection Claims, the deadline to return completed Ballots is **5:00 p.m., Eastern Time, on March 23, 2016** (the "General Voting Deadline"). Any failure to follow the voting instructions included with the Ballot or to return a properly completed Ballot so that it is received by the General Voting Deadline may disqualify the Ballot.
- d. The record date for Rejection Claims is March 9, 2016 (the "Rejection Claims Record Date"). For the avoidance of doubt, only holders of Rejection Claims as of the Rejection Claims Record Date will be entitled to vote to accept or reject the Plan. Holders of Rejection Claims entitled to vote will receive a Solicitation Package following the Rejection Claims Record Date.
- e. For holders of Rejection Claims entitled to vote, the deadline to return completed Ballots is **5:00 p.m., Eastern Time, on March 25, 2016** (the "Rejection Claims Voting Deadline"). Any failure to follow the voting instructions included with the Ballot or to return a properly completed Ballot so that it is received by the Rejection Claims Voting Deadline may disqualify the Ballot.

- f. YOU ARE URGED TO READ CAREFULLY ALL INSTRUCTIONS RECEIVED WITH YOUR SOLICITATION MATERIALS TO ENSURE THAT YOUR BALLOT IS PROPERLY COMPLETED AND TIMELY SUBMITTED.
- g. Under the terms of the Plan, Classes 1A-I (Priority Claims), Classes 2A, 2F-H (RBL Claims), Classes 3A-I (Other Secured Claims), Classes 5A-I (General Unsecured Claims), Classes 6A-I (Intercompany Claims), Classes 7B-I (Intercompany Stock Interests) and Class 8A (Stock Interests of Swift) are **not** entitled to vote on the Plan.
- h. If you are the holder of a claim against or interest in the Debtors in a Class not entitled to vote on the Plan or are the holder of a claim subject to the Rejection Claims Record Date, you have not received a Solicitation Package with this notice. As stated above, you may review and obtain copies of the Plan and the Disclosure Statement and other key documents in these chapter 11 cases free of charge on [www.kccllc.net/swiftenergy](http://www.kccllc.net/swiftenergy). Alternatively, copies of the Plan and the Disclosure Statement are available upon request to KCC at the following address or toll-free telephone numbers: Swift Energy Company, c/o Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, CA 90245, (888) 251-2764 (domestic callers) or (310) 751-2610 (international callers).

6. Objections, if any, to confirmation of the Plan must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the claim of such party; (c) state with particularity the basis and nature of such Objection (and, if practicable, a proposed modification to the Plan that would resolve such Objection); (d) conform to the Bankruptcy Rules, the Local Rules and any orders of the Court; and (e) be filed with the Court and served on the following parties so that they are received no later than **4:00 p.m., prevailing Eastern Time, on March 23, 2016:**

- a. counsel to the Debtors, (A) Jones Day, 2727 N. Harwood Street, Dallas, Texas 75201, Attn: Gregory M. Gordon, Esq. and (B) Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801, Attn: Daniel J. DeFranceschi, Esq. and Zachary I. Shapiro, Esq.;
- b. the Office of the United States Trustee, J. Caleb Boggs Federal Building, 844 N. King Street, Suite 2207, Lock Box 35, Wilmington, Delaware, 19801, Attn: Timothy J. Fox, Esq. and Natalie Cox, Esq.;
- c. counsel to the Noteholder Committee, (A) Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Joshua A. Sussberg, Esq. and Matthew Kapitanyan, Esq. and

(B) Klehr Harrison Harvey Branzburg LLP, 919 Market Street, Suite 1000, Wilmington, Delaware 19801, Attn: Domenic E. Pacitti, Esq.; and

- d. counsel to the Official Committee of Unsecured Creditors, (A) Akin Gump Strauss Hauer & Feld, LLP, (i) 1700 Pacific Avenue, Suite 4100, Dallas, Texas 75201, Attn: Sarah Link Schultz, Esq. and (ii) 1333 New Hampshire Avenue, N.W., Washington, DC 20036, Attn: Joanna F. Newdeck, Esq. and (B) Reed Smith LLP, 1201 Market St., Suite 1500, Wilmington, Delaware 19801, Attn: Kurt F. Gwynne, Esq. and Emily K. Devan, Esq.

7. The Confirmation Hearing may be continued from time to time without further notice other than the announcement of the adjourned date at the Confirmation Hearing or any continued hearing.

Dated: February 24, 2016  
Wilmington, Delaware

/s/ Brendan J. Schlauch  
Daniel J. DeFranceschi (DE 2732)  
Zachary I. Shapiro (DE 5103)  
Brendan J. Schlauch (DE 6115)  
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-and-

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DEBTORS IN POSSESSION