

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA**

	X	
In re	:	Chapter 11
	:	
WHITE STAR PETROLEUM HOLDINGS, LLC, <i>et al.</i> , ¹	:	Case No. 19-12521-JDL
	:	
Debtors.	:	Jointly Administered
	:	
	X	

**NOTICE OF DEADLINES REQUIRING FILING OF PROOFS OF CLAIM
ON OR BEFORE AUGUST 23, 2019**

**TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST ANY OF THE
DEBTOR ENTITIES LISTED ON PAGE 1 OF THIS NOTICE:**

On July 11, 2019, the United States Bankruptcy Court for the Western District of Oklahoma (the “Court”) entered an order [Doc. 267] (the “Bar Date Order”) in the chapter 11 cases of WSTR Holdings and certain of its affiliated debtors and debtors-in-possession (collectively, the “Debtors”), establishing **August 23, 2019 at 4:00 p.m., Central Time** (the “General Bar Date”) as the general deadline for each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures and trusts) to file a proof of claim against any of the Debtors listed below:

Debtor	Case Number	Last Four Digits of Debtor’s Federal Tax Identification Number
White Star Petroleum Holdings, LLC	19-12521	0575
White Star Petroleum, LLC	19-12524	0977
White Star Petroleum II, LLC	19-12525	4347
White Star Petroleum Operating, LLC	19-12522	5387
WSP Finance Corporation	19-12523	9152

The General Bar Date, the other deadlines established by the Bar Date Order, and the procedures set forth below for filing proofs of claim apply to all claims against any of the

¹ The Debtors in these chapter 11 cases, and the last four digits of their U.S. taxpayer identification numbers are: White Star Petroleum Holdings, LLC (0575) (“WSTR Holdings”), White Star Petroleum, LLC (0977) (“WSTR”), White Star Petroleum II, LLC (4347) (“WSTR II”), White Star Petroleum Operating, LLC (5387) (“WSTR Operating”) and WSP Finance Corporation (9152) (“WSP Finance” and together with WSTR Holdings, WSTR, WSTR II and WSTR Operating, the “Debtors”). The Debtors’ corporate headquarters is located at 301 N.W. 63rd Street, Suite 600, Oklahoma City, OK 73116.

Debtors that arose prior to **May 28, 2019**, the date on which the Debtors commenced these chapter 11 cases (the “Petition Date”), except for those holders of claims listed in Section 4 below that are specifically excluded from the filing requirements established by the Bar Date Order.

1. WHO MUST FILE A PROOF OF CLAIM

You **MUST** file a proof of claim to vote on a chapter 11 plan or to share in distributions from the Debtors’ bankruptcy estates if you have a claim that arose prior to the Petition Date, and it is not one of the types of claim described in Section 4 below. Claims based on acts or omissions of the Debtors that occurred before the Petition Date must be filed on or prior to the General Bar Date (or, if applicable, one of the other deadlines described below), even if such claims are not now fixed, liquidated or certain or did not mature or become fixed, liquidated or certain before the Petition Date.

The Bar Date Order establishes the following bar dates for filing proofs of claim in these chapter 11 cases (collectively, the “Bar Dates”):

- a. **General Bar Date.** Except as otherwise described in this Notice, all persons and entities that hold a claim against any of the Debtors that arose prior to the Petition Date shall file a proof of claim as described in this Notice by **August 23, 2019 at 4:00 p.m., Central Time.**
- b. **Amended Schedule Bar Date.** If any of the Debtors amends or supplements its schedules of assets and liabilities and statements of financial affairs filed in these cases (the “Schedules”), any claimant adversely affected by such amendment or supplement must file a proof of claim or make any amendments to a previously filed proof of claim on or before **4:00 p.m., Central Time, on the date that is 35 days after the mailing of the applicable amendment or supplement to the Schedules** (the “Amended Schedule Bar Date”).
- c. **Governmental Bar Date.** All governmental units (as defined in section 101(27) of the Bankruptcy Code (as defined below)) holding claims against any of the Debtors that arose or are deemed to have arisen prior to the Petition Date must file proofs of claim by **November 24, 2019 at 4:00 p.m., Central Time** (the “Governmental Bar Date”).

Section 101(5) of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”) provides that the word “claim” means: (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (b) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

2. WHAT TO FILE

The Debtors are enclosing a proof of claim form for use in these chapter 11 cases. You may also use another proof of claim form that conforms substantially to Official Bankruptcy Form No. B 410. If your claim is scheduled by the Debtors, the attached proof of claim form also sets forth: (a) the amount of your claim as scheduled by the Debtors; (b) the identity of the Debtor against which your claim is scheduled; (c) whether your claim is scheduled as disputed, contingent or unliquidated; and (d) whether your claim is scheduled as a secured claim, an unsecured priority claim, or an unsecured nonpriority claim. You will receive a different proof of claim form for each claim scheduled in your name by the Debtors. You may utilize the claim form(s) provided by the Debtors to file your claim. Additional proof of claim forms may be obtained at <http://www.kccllc.net/whitestar> or <http://www.uscourts.gov/forms/bankruptcy-forms>.

All proof of claim forms **must be signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. Each proof of claim form must be written in English and be denominated in United States currency. You should attach to your completed proof of claim form any documents on which the claim is based (or, if such documents are voluminous, attach a summary) or an explanation as to why the documents are not available.

If asserting a claim pursuant to section 503(b)(9) of the Bankruptcy Code, (a “503(b)(9) Claim”), (a) include the value of the goods delivered to and received by the Debtors in the 20 days prior to the Petition Date; (b) attach any additional documentation identifying the particular invoices for which the 503(b)(9) Claim is being asserted; (c) attach documentation of any reclamation demand made to any Debtor under section 546(c) of the Bankruptcy Code (if applicable); and (d) set forth whether any portion of the 503(b)(9) Claim was satisfied by payments made by the Debtors pursuant to any order of the Court authorizing the Debtors to pay prepetition claims.

If asserting a secured claim, include documentation satisfying Bankruptcy Rule 3001(d) and, with respect to a claim secured by a statutory lien, identifying the date the first labor or materials were furnished.

Your proof of claim form must not contain complete social security numbers or taxpayer identification numbers (only the last four digits), a complete birth date (only the year), the name of a minor (only the minor’s initials) or a financial account number (only the last four digits of such financial account).

All holders of claims against more than one Debtor must file a separate proof of claim with respect to each such Debtor. Each holder of a claim must identify on its proof of claim form the specific Debtor against which its claim is asserted. Any claim that references only the Debtors’ joint administration case number (White Star Petroleum Holdings, LLC, Case No. 19-12521) or that otherwise fails to identify a Debtor shall be deemed as filed only against Debtor WSTR Holdings. If more than one Debtor is listed on the form, the proof of claim will be treated as filed only against the first listed Debtor.

Each Debtor’s name and case number is set forth on page 1 of this Notice.

3. WHEN AND WHERE TO FILE

Each proof of claim, including supporting documentation, must be submitted by either: (i) electronically using the interface and forms available at <http://www.kccllc.net/whitestar> or (ii) by first-class mail, hand delivery or overnight courier, in each case, so as to be actually received at the following address **on or before the applicable Bar Date**:

White Star Claims Processing Center
c/o Kurtzman Carson Consultants LLC
222 North Pacific Coast Highway, Suite 300
El Segundo, CA 90245

Proofs of claim will be deemed filed only when **actually received** at the address listed above on or before the applicable Bar Date. Proofs of claim may NOT be delivered by facsimile or electronic mail transmission.

4. WHO NEED NOT FILE A PROOF OF CLAIM

You do not need to file a proof of claim on or prior to any Bar Date described in this Notice if you are:

- a. Any entity that already has filed a signed proof of claim against the applicable Debtor(s) with the Clerk of the Bankruptcy Court for the Western District of Oklahoma or with Kurtzman Carson Consultants LLC, the Debtors' claims agent, in a form substantially similar to Official Bankruptcy Form No. B 410;
- b. Any person or entity whose claim is listed on the Schedules, provided that: (i) such claim is not scheduled as "disputed," "contingent" or "unliquidated," (ii) the claimant does not disagree with the amount, nature and priority of the claim as set forth in the Schedules, and (iii) the claimant does not dispute that the claim is an obligation of the specific Debtor against which the claim is listed in the Schedules;
- c. Any person or entity whose claim has been allowed by order of the Court;
- d. Any person or entity whose claim has been paid in full by any of the Debtors;
- e. Any Debtor having a claim against another Debtor;
- f. Any person or entity whose claim arises out of or relates to the rejection of any executory contract or unexpired lease during these chapter 11 cases pursuant to section 365 of the Bankruptcy Code;
- g. Any person or entity whose claim is allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an administrative expense; *provided* that any person or entity asserting a Claim entitled to administrative expenses status under section 503(b)(9) of the Bankruptcy Code must assert such claims by filing a request for payment or a Proof of Claim on or prior to the General Bar Date; or

- h. Any person or entity whose claim is for the repayment of principal, interest and/or other applicable fees and charges (a “Debt Claim”) under or pursuant to: (i) the Revolving Credit Agreement, dated as of June 30, 2016, among WSTR as borrower, the several lenders from time to time parties thereto and MUFG Union Bank, N.A., as administrative agent and collateral agent; (ii) the Term Loan, dated May 9, 2018, with EnLink Oklahoma Gas Processing, L.P.; and (iii) the 9.00% notes due September 15, 2022, except to the extent that the claimant disagrees with the amount, nature or priority of the claim as set forth in the Schedules.

If you are a holder of an equity interest in any of the Debtors, you need not file a proof of interest with respect to the ownership of such equity interest at this time. However, if you assert a claim against any of the Debtors, including a claim relating to such equity interest or the purchase or sale of such interest, a proof of such claim must be filed on or prior to the applicable Bar Date pursuant to the procedures set forth in this Notice.

5. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE

ANY HOLDER OF A CLAIM THAT IS NOT EXEMPTED FROM THE REQUIREMENTS OF THE BAR DATE ORDER, AS SET FORTH IN SECTION 4 ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM BY THE APPLICABLE BAR DATE AS DESCRIBED IN THIS NOTICE, SHALL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM: (A) ASSERTING THE APPLICABLE CLAIM AGAINST THE DEBTORS OR THEIR ESTATES OR PROPERTY, OR (B) VOTING ON OR RECEIVING ANY DISTRIBUTION UNDER ANY PLAN OF REORGANIZATION IN THESE CHAPTER 11 CASES, EXCEPT, IN EACH CASE, TO THE EXTENT SUCH CLAIM IS IDENTIFIED IN THE SCHEDULES AS AN UNDISPUTED, NONCONTINGENT AND LIQUIDATED CLAIM HELD BY SUCH ENTITY. IN ADDITION, ANY HOLDER OF A CLAIM THAT DOES NOT IDENTIFY ITS CLAIM AS A SECURED CLAIM OR 503(B)(9) CLAIM ON ITS PROOF OF CLAIM SHALL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM ASSERTING SUCH LIEN OR PRIORITY AGAINST THE DEBTORS, THEIR ESTATES OR THEIR PROPERTY.

6. THE DEBTORS’ SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors’ Schedules. To determine if and how you are listed on the Schedules, please refer to the descriptions set forth on the enclosed proof of claim form(s) regarding the nature, amount and status of your claim(s). If you received postpetition payments from the Debtors (as authorized by the Court) on account of your claim, the information on the enclosed proof of claim form will reflect the net remaining amount of your claims. If the Debtors believe that you may hold claims against more than one Debtor, you will receive multiple proof of claim forms, each of which will reflect the nature and amount of your claim against one Debtor, as listed in the Schedules.

If you rely on the Debtors’ Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules. However, you may rely on the enclosed form, which lists your claim as scheduled, identifies the Debtor against which it is scheduled, and specifies

whether the claim is disputed, contingent or unliquidated. If you agree with the nature, amount and status of your claim as listed in the Debtors' Schedules, and if you do not dispute that your claim is only against the Debtor(s) specified by the Debtors in the Schedules, and if your claim is not described in the Schedules as "disputed," "contingent" or "unliquidated," you need not file a proof of claim. Otherwise, or if you decide to file a proof of claim, you must do so before the applicable Bar Date in accordance with the procedures set forth in this Notice.

Copies of the Debtors' Schedules, the Bar Date Order and other information and documents regarding the Debtors' chapter 11 cases are available for a fee from the Court's website at <https://ecf.nysb.uscourts.gov>. A login and password to the Court's Public Access to Court Electronic Records ("PACER") system are required to access this information and can be obtained through the PACER Service Center at www.pacer.gov.

Copies of the Schedules, the Bar Date Order and other information and documents regarding these chapter 11 cases are also available free of charge from the website of the Debtors' claims agent at <http://www.kccllc.net/whitestar>, or by written request to the Debtors' claims agent at the address listed above in Section 3 of this Notice.

A HOLDER OF A POSSIBLE CLAIM AGAINST THE DEBTORS SHOULD CONSULT AN ATTORNEY REGARDING ANY MATTERS NOT ADDRESSED BY THIS NOTICE, SUCH AS WHETHER THE HOLDER SHOULD FILE A PROOF OF CLAIM.

BY ORDER OF THE COURT

Dated: July 17, 2019
Oklahoma City, Oklahoma

/s/ John D. Dale

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