

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

STARRY GROUP HOLDINGS, INC., et al.,¹

Debtors.

Chapter 11

Case No. 23-10219 (KBO)

(Jointly Administered)

SUPPLEMENTAL CERTIFICATE OF SERVICE

1. I, Heather Fellows, depose and say that I am employed by Kurtzman Carson Consultants LLC (“KCC”), the claims and noticing agent for the Debtors in the above-captioned case. I submit this Certificate in connection with the service of solicitation materials for the *Amended Joint Chapter 11 Plan of Reorganization of Starry Group Holdings, Inc. and its Debtor Affiliates Under Chapter 11 of the Bankruptcy Code* (Docket No. 272) (the “**Amended Plan**”) and the *Disclosure Statement for Amended Joint Chapter 11 Plan of Reorganization of Starry Group Holdings, Inc. and its Debtor Affiliates Under Chapter 11 of the Bankruptcy Code* (Docket No. 273) (the “**Amended Disclosure Statement**”). I am over the age of 18 and not a party to this action. Except as otherwise noted, I could and would testify to the following based upon my personal knowledge.

2. On February 22, 2023, the Court entered the *Order Authorizing Retention and Appointment of Kurtzman Carson Consultants LLC as Claims and Noticing Agent Effective as of Petition Date* (Docket No. 61).

3. On March 21, 2023, the Court entered the *Order Authorizing the Retention and Employment of Kurtzman Carson Consultants as Administrative Advisor to the Debtors, Effective as of the Petition Date* (Docket No. 178).

4. Consistent with its retention as claims and noticing agent, KCC is charged with, among other things, printing and distributing Solicitation Packages² to creditors and other interested parties pursuant to the solicitation and voting procedures within the *Order (A) Approving the Amended Disclosure Statement; (B) Establishing the Voting Record Date, Voting Deadline, and Other Dates; (C) Approving Procedures for Soliciting, Receiving, and Tabulating*

¹ The debtors in these cases, along with the last four digits of each debtor’s federal tax identification number, are: Starry Group Holdings, Inc. (9355); Starry, Inc. (9616); Connect Everyone LLC (5896); Starry Installation Corp. (7000); Starry (MA), Inc. (2010); Starry Spectrum LLC (N/A); Testco LLC (5226); Starry Spectrum Holdings LLC (9444); Widmo Holdings LLC (9208); Vibrant Composites Inc. (8431); Starry Foreign Holdings Inc. (3025); and Starry PR Inc. (1214). The debtors’ address is 38 Chauncy Street, Suite 200, Boston, Massachusetts 02111.

² Terms not otherwise defined herein shall have the same meanings ascribed to them in the Disclosure Statement Order



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Votes on the Amended Plan and for Filing Objections to the Amended Plan; (D) Approving the Manner and Forms of Notice and Other Related Documents; and (E) Granting Related Relief (Docket No. 271) (the “**Disclosure Statement Order**”) entered on March 31, 2023.

5. The Solicitation Package consists of the following materials (the “**Solicitation Package**”):
 - a. USB Flash Drive (the “**USB**”) containing the following documents:
 - i. the Amended Plan;
 - ii. the Amended Disclosure Statement; and
 - iii. the Disclosure Statement Order (without exhibits attached);
 - b. Notice of (A) Approval of Disclosure Statement, (B) Plan Confirmation Hearing and (C) Deadline to Vote on and Object to Confirmation of Plan (the “**Confirmation Hearing Notice**”) (substantially in the form attached as **Exhibit 5** to the Disclosure Statement Order);
 - c. a Cover Letter from the Debtors explaining the solicitation process and urging Holders of Claims in the Voting Classes to vote to accept the Plan (“**Cover Letter**”) (attached hereto as **Exhibit A**);
 - d. if applicable, a letter from the Committee (“**Committee Letter**”) (substantially in the form attached as **Exhibit A** to Docket No. 253)
 - e. a printed copy of the appropriate Ballot(s) and voting instructions for the voting class in which the creditor is entitled to vote:
 - i. Class 3 Ballot (Prepetition Term Loan Claims) (“**Class 3 Ballot**”) (substantially in the form attached as **Exhibit 2A** to the Disclosure Statement Order); or
 - ii. Class 4 Ballot (General Unsecured Claims) (“**Class 4 Ballot**”) (substantially in the form attached as **Exhibit 2B** to the Disclosure Statement Order);
 - f. A pre-addressed, postage pre-paid return envelope (the “**Return Envelope**”).
6. The Non-Voting Package consists of the following documents:
 - a. Either the Notice of Non-Voting Status (the “**Notice of Non-Voting Status**”) (substantially in the form attached as **Exhibit 3** to the Disclosure Statement Order); and
 - b. Confirmation Hearing Notice; or

- c. Notice to Contract and Lease Counterparties of (A) Proposed Confirmation of Chapter 11 Plan, and (B) Non-Voting Status (the “**Notice of Contract and Lease Non-Voting Status**”) (substantially in the form attached as **Exhibit 4** to the Disclosure Statement Order).

7. On April 4, 2023, links to the following documents were made available on the public access website of www.kccllc.net/starry:

- a. Amended Plan;
- b. Amended Disclosure Statement;
- c. Disclosure Statement Order; and
- d. Confirmation Hearing Notice.

8. On or before April 24, 2023, at my direction and under my supervision, employees of KCC caused the Notice of Contract and Lease Non-Voting Status to be served per postal forwarding address via First Class Mail upon the service list attached hereto as **Exhibit B**.

9. On April 24, 2023, at my direction and under my supervision, employees of KCC caused the Solicitation Package, including a Class 4 Ballot, USB, Cover Letter, Committee Letter, Confirmation Hearing Notice, and Return Envelope to be served per postal forwarding address via First Class Mail upon the service list attached hereto as **Exhibit C**.

10. On May 1, 2023, at my direction and under my supervision, employees of KCC caused the Confirmation Hearing Notice and Notice of Non-Voting Status, to be served via First Class Mail to the registered holders of Common Stock, on the service list attached hereto as **Exhibit D**.

11. On or before May 2, 2023, at my direction and under my supervision, employees of KCC caused the Notice of Contract and Lease Non-Voting Status to be served per postal forwarding address via First Class Mail upon the service list attached hereto as **Exhibit E**.

12. On or before May 4, 2023, at my direction and under my supervision, employees of KCC caused the Confirmation Hearing Notice to be served per postal forwarding address via First Class Mail upon the service list attached hereto as **Exhibit F**.

Dated: May 12, 2023

/s/ Heather Fellows
Heather Fellows
KCC
222 N Pacific Coast Highway, 3rd Floor
El Segundo, CA 90245
Tel 310.823.9000

EXHIBIT A

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

	X	
	:	
In re:	:	Chapter 11
	:	
STARRY GROUP HOLDINGS, INC., <i>et al.</i> , ¹	:	Case No. 23-10219 (KBO)
	:	
Debtors.	:	(Jointly Administered)
	:	
	X	

COVER LETTER AND RECOMMENDATION OF THE DEBTORS

To all holders of claims in Classes 3 and 4:

You are receiving this letter because you are a holder of either a Prepetition Term Loan Claim in Class 3 or a General Unsecured Claim in Class 4 (collectively, the “**Voting Classes**”). As a Holder of a claim in a Voting Class, you are entitled to vote to accept or reject the enclosed *Amended Joint Chapter 11 Plan of Reorganization of Starry Group Holdings, Inc. and its Debtor Affiliates Under Chapter 11 of the Bankruptcy Code* (as it may be amended, modified or supplemented from time to time, the “**Plan**”). ***Therefore, you should read this letter and the enclosed materials carefully and discuss them with your attorney. If you do not have an attorney you may wish to consult one.***

The Plan is being proposed by Starry Group Holdings, Inc. (“**Starry**”) and certain of its affiliates (such affiliates, together with Starry, the “**Debtors**”). As set forth in the enclosed disclosure statement (the “**Disclosure Statement**”)² and accompanying materials (collectively, the “**Solicitation Package**”), the Plan is supported by the lenders under the Debtors’ Prepetition Credit Agreement (the “**Consenting Prepetition Lenders**”), as reflected in the Restructuring Support Agreement (as defined in the Plan and attached thereto as Exhibit 1).

The Plan is the product of extensive, vigorous, arm’s-length and good-faith negotiations among the Debtors and the Consenting Prepetition Lenders. As explained in further detail in the

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² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan or Disclosure Statement, as applicable.

Disclosure Statement, the Debtors are pursuing on a parallel path basis both the Restructuring and a Sale Transaction to the extent a Successful Bidder is declared in accordance with the Bidding Procedures and a Sale Transaction is consummated. If the Sale Transaction is terminated or is no longer in full force and effect or is not consummated, or is not capable of being consummated, then the Debtors shall consummate the Restructuring in accordance with the Plan and the Restructuring Support Agreement. If the Sale Transaction is consummated, the proceeds therefrom shall be distributed in accordance with the Plan.

The Debtors believe that the implementation of the Plan is in the best interests of the Debtors and their stakeholders, including you. If the Plan is confirmed, you will likely benefit. The Debtors believe that the Plan will ensure the preservation of the Debtors' business as a going concern with the attendant preservation of jobs, as well as vendor and landlord relationships. The Debtors believe that liquidation under chapter 7 would result in smaller distributions to creditors than those provided for in the Plan because of, among other reasons, the delay resulting from the conversion of the cases and the additional administrative expenses associated with the appointment of a trustee and the trustee's retention of professionals who would be required to become familiar with the many legal and factual issues in the Debtors' chapter 11 cases. Likewise, the Debtors believe that dismissal of the chapter 11 cases would result in smaller recoveries for creditors than recoveries under the Plan because of, among other reasons, delay resulting from the dismissal of the chapter 11 cases and expenses associated with exercising remedies under non-bankruptcy law.

ACCORDINGLY, THE DEBTORS STRONGLY URGE YOU TO VOTE IN FAVOR OF THE PLAN. YOU MAY DO SO BY TIMELY SUBMITTING A BALLOT INDICATING YOUR ACCEPTANCE OF THE PLAN AS EXPLAINED IN THE VOTING INSTRUCTIONS ACCOMPANYING THE BALLOT. THE VOTING DEADLINE IS MAY 15, 2023, AT 5:00 P.M. (PREVAILING EASTERN TIME).

The materials in the Solicitation Package are intended to be self-explanatory. If you have any questions, however, please feel free to contact (a) the Debtors' Notice and Claims Agent, Kurtzman Carson Consultants LLC by: (i) visiting the Notice and Claims Agent's website at <http://www.kccllc.net/Starry>, (ii) calling (781) 575-2040 (international) or (866) 480-0830 (domestic, toll free), or (iii) sending an electronic message to StarryInfo@kccllc.com with "Starry" in the subject line; or (b) the Debtors' counsel, Latham & Watkins LLP, (i) 355 South Grand Avenue, Suite 100, Los Angeles, California 90071 (Attn: Ted A. Dillman (ted.dillman@lw.com)), Jeffrey T. Mispagel (jeffrey.mispagel@lw.com), and Nicholas J. Messana (nicholas.messana@lw.com)) and (ii) 330 North Wabash Avenue, Suite 2800, Chicago, Illinois 60611 (Attn: Jason B. Gott (jason.gott@lw.com))), and (ii) Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, Delaware 19801 (Attn: Kara Hammond Coyle (kcoyle@ycst.com)), Joseph M. Mulvihill (jmulvihill@ycst.com)), and Timothy R. Powell (tpowell@ycst.com)). *Please do not direct any inquiries to the Debtors.*

EXHIBIT B

Exhibit B**Contract Lease Counterparties****Served via First Class Mail**

CreditorName	CreditorNoticeName	Address	City	State	Zip
Ana Lo		Address on File			
David Howe		2045 Curtis St	Denver	CO	80205-2516
David Howe and Jim Howe, JR. dba National Teleprinting and CC Debt Advisors		2045 Curtis St	Denver	CO	80205-2516
Infinigy Solutions, LLC		500 Office Center Dr Ste 150	Ft Washington	PA	19034-3214
Intralinks, Inc.		622 3rd Ave Fl 10	New York	NY	10017-6708
Iotas, Inc.		1627 NW 14th Ave	Portland	OR	97209-2501
MHP Real Estate Services	A Banyan Street Capital Company	250 Park Ave Fl 19	New York	NY	10177-1999
Yaana Technologies, Inc.	Attn Contracts Dept.	835 Yakima Dr	Fremont	CA	94539-7208
Yaana Technologies, LLC		835 Yakima Dr	Fremont	CA	94539-7208
Yaana Technologies, LLC	Attn Contracts Dept.	835 Yakima Dr	Fremont	CA	94539-7208
ZenFi Networks, Inc.		3040 48th Ave	Long Is City	NY	11101-3122

EXHIBIT C

Class 4 Voting Parties
Served via First Class Mail

CreditorName	Address	City	State	Zip
Crown Castle MU LLC	8020 Katy Fwy	Houston	TX	77024-1908

EXHIBIT D

Exhibit D

Registered Holders

Served via First Class Mail

CreditorName	Address	City	State	Zip
David Spadaccini	Address on File			

EXHIBIT E

Confidential – All MDU Parties Information Redacted

EXHIBIT F

Exhibit F**Creditor Matrix****Served via First Class Mail**

CreditorName	Address1	Address2	City	State	Zip
Conde, Ric	Address on File				
Dylan Martinelli	Address on File				
Jopwell Inc	PMB 1020	2248 Broadway	New York	NY	10024-5805
Kanako Hayashi	Address on File				
Next Strategic Technologies Inc	2829 Furthermore Ln		Castle Rock	CO	80108-7854
Regus Management Group LLC	15305 Dallas Pkwy Ste 1200		Addison	TX	75001-6423