

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

In re

VIOLIN MEMORY, INC.,¹

Debtor.

Chapter 11

Case No. 16-12782 (LSS)

Related D.I. 283

**AMENDED NOTICE OF ENTRY OF ORDER ESTABLISHING
BAR DATES FOR FILING PROOFS OF CLAIM**

**THIS AMENDED NOTICE IS FILED TO CORRECTLY IDENTIFY,
THE BAR DATE (AS DEFINED BELOW) AS MARCH 21, 2017 AT 5:00 P.M. (ET)**

PLEASE TAKE NOTICE THAT:

The United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”) has entered an order (the “**Bar Date Order**”) [D.I. 283] establishing bar dates for filing proofs of claim in *In re Violin Memory, Inc.* (Case No. 16-12782 (LSS)).

1. BAR DATES

- A. BAR DATE.** The Bankruptcy Court has established **March 21, 2017 at 5:00 p.m. (ET)** (the “**Bar Date**”) as the deadline for all persons and entities holding or asserting claims (as defined in section 101(5) of the Bankruptcy Code) against the above-captioned Debtor to file such proof of claim. You must submit any proof of claim so that it is actually received at the address below on or prior to the Bar Date.
- B. GOVERNMENTAL UNIT BAR DATE.** Pursuant to the Bar Date Order, the Bankruptcy Court established **June 12, 2017 at 5:00 p.m. (ET)** (the “**Governmental Bar Date**”) as the deadline for all governmental units (as defined in section 101(27) of the Bankruptcy Code) in the above-captioned case to file such claims. You must submit any proof of claim so that it is actually received at the address below on or prior to the Governmental Bar Date.
- C. AMENDED SCHEDULES BAR DATE.** All parties asserting claims against the Debtor’s estate that are affected by an amendment to the

¹ The Debtor’s tax identification number is 20-3940944 and its business address is 4555 Great America Parkway, Suite #510, Santa Clara, CA 95054.

Schedules are required to file proofs of claim by the later of (i) the Bar Date or (ii) 11:59 p.m. (Eastern Time) on the date that is twenty-one (21) days after service of a notice on such affected claimant of the amendment to the Schedules.

D. REJECTION DAMAGES BAR DATE. All parties asserting claims against the Debtor's estate arising from the Debtor's rejection of an executory contract or unexpired lease must file a proof of claim by the later of (i) the Bar Date, (ii) twenty-one (21) days after entry of any order authorizing the rejection of an executory contract or unexpired lease, or (iii) the date set forth in an order authorizing rejection of an executory contract or unexpired lease.

2. WHO MUST FILE

Claim and Interest Holders. If you have a **claim** that arose or is deemed to have arisen prior to December 14, 2016, you **MUST** file a proof of claim by the Bar Date to share in distributions from the estate and vote on any plan, unless one of the exceptions described in Section 5 below applies.

A "**claim**" is: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (b) a 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.

3. WHAT TO FILE

Proof of Claim Form. If you are the holder of a claim against the Debtor, you should receive a proof of claim form (the "**Proof of Claim Form**") with this notice. The Proof of Claim Form is customized to specify the amount of your claims, as scheduled by the Debtor. If you disagree with the information provided on the customized Proof of Claim Form, you should follow the directions to assert the amount and classification of the claim that you believe you hold against or in the Debtor's estate.

If you have not received a customized Proof of Claim Form, to assert your claim you may complete the Proof of Claim Form attached to the Bar Date Order or download a proof of claim form from <http://www.uscourts.gov/forms/bankruptcy-forms> or from the claims agent website maintained by the Debtor's claims agent (the "**Claims Agent**") at <https://cases.primeclerk.com/VMEM/EPOC-Index>. You must use a proof of claim form that conforms substantially to Official Bankruptcy Form B 410.

4. **WHEN AND WHERE TO FILE**

Pursuant to the terms of the Bar Date Order, and except as otherwise provided herein, each person or entity desiring to file a proof of claim must send the Proof of Claim Form consistent with this Notice, to the Claims Agent **by electronic submission at <https://cases.primeclerk.com/VMEM/EPOC-Index>, or by first-class mail, messenger, or overnight courier, to:**

**Violin Memory, Inc. Claims Processing Center
c/o Prime Clerk LLC
830 Third Avenue, 3rd Floor
New York, NY 10022**

You should not file a Proof of Claim Form if you do not have a claim against the Debtor. The fact that you received this Notice does not necessarily mean that you have a claim against the Debtor.

Proof of Claim Forms will be deemed timely filed only if *actually received* by the Claims Agent on or before the applicable Bar Date.

5. **WHO IS NOT REQUIRED TO FILE**

The following persons or entities **are not** required to file proofs of claim:

- i. Any person or entity whose claim is listed on the schedules and (a) whose claim is not described thereon as disputed, contingent, or unliquidated; (b) who does **not** dispute the amount or priority of the claim set forth in the schedules, and (c) who does **not** dispute that the claim is an obligation of the Debtor;
- ii. Any person or entity whose claim has been paid in full, including, but not limited to any claim of an employee of the Debtor for ordinary course wages or benefits to the extent already paid;
- iii. Any person or entity that holds an interest in the Debtor, which interest is based exclusively upon ownership of common or preferred stock, membership interest, partnership interest, or warrants or rights to purchase, sell, or subscribe to such a security or interest; ***provided, however,*** that interest holders that wish to assert claims (as opposed to ownership interest) against the Debtor that arise out of or relate to the ownership or purchase of an interest, including claims arising out of or relating to the sale issuance or distribution of the interest, must file Proofs of Claim on or before the Bar Date, unless another exception identified herein applies;
- iv. Any holder of a claim allowable under Sections 503(b) or 507(a) of the Bankruptcy Code as an administrative expense of this chapter 11 case,

with the exception of the 20-day Administrative Claims, which are subject to the Bar Date;

- v. Any person or entity who holds a claim that has been allowed by an order of this Court entered on or before the applicable bar date;
- vi. Any holder of a claim for which a separate deadline is fixed by this Court;
- vii. Any holder of a claim who has already properly filed a Proof of Claim with the Clerk of this Court or the Claims Agent against the Debtor, either electronically through the Claim's Agent's website, or using a claim form which substantially conforms to Official Form B 410; and
- viii. Any holder of a claim on account of the Violin Memory, Inc. 4.25% Convertible Senior Notes due 2019 (the "Notes"); *provided, however*, that the indenture trustee for the Notes shall file one master Proof of Claim with respect to all amounts owed under the Notes and the indenture governing the Notes.

6. CONSEQUENCES OF FAILURE TO FILE

Any entity that is required, but fails, to file a proof of claim in accordance with the Bar Date Order on or before the applicable bar date shall be precluded from voting on any plan filed in this chapter 11 case and/or receiving distributions from the Debtor on account of such claims in this chapter 11 case.

7. ACCESS TO THE SCHEDULES AND THE BAR DATE ORDER

Copies of the Schedules and the Bar Date Order can be viewed and downloaded free of charge on the Claims Agent's website at <https://cases.primeclerk.com/VMEM>. Copies of the Schedules and the Bar Date Order are also available for inspection during regular business hours at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 Market Street, Wilmington, Delaware 19801. In addition, copies of the Debtor's Schedules and the Bar Date Order may be viewed on the Internet at the Bankruptcy Court's website (<http://www.deb.uscourts.gov/>) (by following the directions for accessing the ECF system on such website). Finally, copies of these documents may be obtained by contacting in writing counsel for the Debtor, Scott D. Cousins, Esq., Bayard, P.A., 222 Delaware Avenue, Suite 900, Wilmington, Delaware 19801, scousins@bayardlaw.com, Facsimile (302) 658-6395.

8. CONTACT

Questions concerning submitting proofs of claim and requests for Proof of Claim Forms should be directed to the Claims Agent at (855) 934-8766 or at <https://cases.primeclerk.com/VMEM/Home-SubmitInquiry>. You should consult

your own attorney for assistance regarding any other inquiries, such as questions concerning the completion or filing of a proof of claim.

Dated: March 6, 2017
Wilmington, Delaware

BAYARD, P.A.

/s/ Gregory J. Flasser
Scott D. Cousins (No. 3079)
Justin R. Alberto (No. 5126)
Gregory J. Flasser (No. 6154)
BAYARD, P.A.
222 Delaware Avenue, Suite 900
Wilmington, Delaware 19801
Phone: (302) 655-5000
Email: scousins@bayardlaw.com
jalberto@bayardlaw.com
gflasser@bayardlaw.com

- and -

Deryck A. Palmer (admitted *pro hac vice*)
David S. Forsh (admitted *pro hac vice*)
PILLSBURY WINTHROP SHAW PITTMAN LLP
1540 Broadway
New York, New York 10036-4039
Telephone: (212) 858-1000
Email: deryck.palmer@pillsburylaw.com
david.forsh@pillsburylaw.com

- and -

Cecily A. Dumas (admitted *pro hac vice*)
PILLSBURY WINTHROP SHAW PITTMAN LLP
Four Embarcadero Center, 22nd Floor
San Francisco, California 94111-5998
Telephone: (415) 983-1000
Email: cecily.dumas@pillsburylaw.com

Counsel for the Debtor and Debtor-in-Possession