

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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<i>In re:</i>	:	Chapter 11
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GULFMARK OFFSHORE, INC.,	:	Case No. 17-11125 (KG)
	:	
	:	Hearing: August 1, 2017 at 1:00 p.m.
Debtor.	:	Obj. Deadline: July 26, 2017 at 5:00 p.m.
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NOTICE OF (I) APPROVAL OF DISCLOSURE STATEMENT, (II) ESTABLISHMENT OF VOTING RECORD DATE, (III) HEARING ON CONFIRMATION OF THE PROPOSED PLAN, (IV) PROCEDURES FOR OBJECTING TO THE CONFIRMATION OF THE PROPOSED PLAN, AND (V) PROCEDURES AND DEADLINE FOR VOTING ON THE PROPOSED PLAN

TO ALL PARTIES IN INTEREST IN GULFMARK OFFSHORE, INC.’S CHAPTER 11 CASE:

PLEASE TAKE NOTICE THAT:

1. Approval of Disclosure Statement. On June 26, 2017 the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”) held a hearing (the “**Disclosure Statement Hearing**”) at which it approved the *Disclosure Statement for Amended Chapter 11 Plan of GulfMark Offshore, Inc.*, filed June 26, 2017 (as may be further amended, “**Disclosure Statement**”)¹ in GulfMark Offshore, Inc.’s chapter 11 case (the “**Debtor**”), and thereafter entered an order (the “**Order**”) with respect thereto. The Order, among other things, authorizes the Debtor to solicit votes to accept or reject the *Amended Chapter 11 Plan of GulfMark Offshore, Inc.*, filed on June 26, 2017 (as may be amended, the “**Proposed Plan**”).

2. Confirmation Hearing. A hearing to consider confirmation of the Proposed Plan (the “**Confirmation Hearing**”) has been scheduled for **Tuesday, August 1, 2017 at 1:00 p.m. (prevailing Eastern Time)**, before the Honorable Kevin Gross, United States Bankruptcy Judge, on the 6th Floor, courtroom 3 of the Bankruptcy Court. The Confirmation Hearing may be adjourned or continued from time to time by the Bankruptcy Court or the Debtor without further notice other than adjournments announced in open court or as indicated in any notice of agenda of matters scheduled for hearing filed by the Debtor with the Bankruptcy Court. The Proposed Plan may be modified, if necessary, prior to, during, or as a result of the Confirmation Hearing.

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Disclosure Statement or the Proposed Plan, as applicable.

3. ***Voting Record Date.*** The following holders of Claims against the Debtor as of **Monday, June 26, 2017** (the “**Voting Record Date**”) are entitled to vote on the Proposed Plan:

Class	Description
Class 5	Unsecured Notes Claims

4. ***Voting Deadline.*** All votes to accept or reject the Proposed Plan must be **actually received** by the Debtor’s voting and tabulation agent, Prime Clerk LLC, at GulfMark Ballot Processing, c/o Prime Clerk LLC, 830 Third Avenue, 3rd Floor, New York, NY 10022, by no later than **Wednesday, July 26, 2017 at 5:00 p.m. (prevailing Eastern Time)** (the “**Voting Deadline**”). Any failure to follow the voting instructions included with your Ballot may disqualify your Ballot and your vote.

5. ***Parties in Interest Not Entitled to Vote.*** Holders of Unimpaired Claims and Interests in classes deemed to accept the Proposed Plan are not entitled to vote and will not receive a Ballot. In addition, holders of impaired Claims and Interests in classes deemed to reject the Proposed Plan are not entitled to vote and will not receive a Ballot. Such holders will instead receive a Notice of Non-Voting Status. If you disagree with the amount set forth by the Debtor for your Claim in the Schedules or if you have filed a proof of claim and disagree with either (a) the Debtor’s objection to your Claim and believe that you should be entitled to vote on the Proposed Plan or (b) the Debtor’s classification or request for estimation of your Claim and believe that you should be entitled to vote on the Proposed Plan in a different amount or class, then you must serve on the parties identified in paragraph 8 below and file with the Bankruptcy Court a motion (a “**Rule 3018(a) Motion**”) for an order pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) temporarily allowing your Claim in a different amount or in a different class for purposes of voting to accept or reject the Proposed Plan. All Rule 3018(a) Motions must be filed on or before **Friday, July 21, 2017 at 4:00 p.m.** Rule 3018(a) Motions that are not timely filed and served in the manner set forth above shall not be considered. As to any creditor filing a Rule 3018(a) Motion, such creditor’s Ballot will be counted as provided in the Order except as may be otherwise ordered by the Bankruptcy Court. Creditors may contact Prime Clerk in writing at GulfMark Ballot Processing, c/o Prime Clerk LLC, 830 Third Avenue, 3rd Floor, New York, NY 10022, or by telephone at 844-822-9230 (Toll-Free) or 347-338-6503 (if calling from outside the US or Canada) to receive an appropriate Ballot for any Claim for which a Proof of Claim has been timely filed and a Rule 3018(a) Motion has been granted.

6. ***Objections to Confirmation.*** The deadline to object or respond to confirmation of the Proposed Plan is **Wednesday, July 26, 2017, 2017 at 5:00 p.m. (prevailing Eastern Time)** (the “**Plan Objection Deadline**”).

7. Objections and responses, if any, to confirmation of the Proposed Plan, must: (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules; (c) set forth the name of the objecting party and the nature and amount of Claims or Interests held or asserted by the objecting party against the Debtor’s estate or property; and (d) provide the basis for the objection and the specific grounds therefor.

8. Registered users of the Bankruptcy Court's case filing system must electronically file their objections and responses. All other parties in interest must file their objections and responses in writing with the United States Bankruptcy Court Clerk's Office, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801 to the attention of the chambers of the Honorable Kevin Gross, United States Bankruptcy Judge.

Any objections or responses must be served so that they are **actually received** by the following parties no later than the Plan Objection Deadline:

Debtor

GulfMark Offshore, Inc.
842 West Sam Houston Parkway North
Suite 400
Houston, TX 77024
Attn: Cindy Muller, General Counsel &
Corporate Secretary
Telephone: 713-963-9522
Email: cindy.muller@gulfmark.com

Office of the U.S. Trustee

Office of the U.S. Trustee for
the District of Delaware
844 King Street
Suite 2207, Lockbox 35
Wilmington, Delaware 19801
Attn: Mark Kenney
Telephone: 302-573-6491
Email: mark.kenney@usdoj.gov

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Co-Counsel to the Debtor

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Counsel to the Ad Hoc Noteholder Group

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28 Liberty Street
New York, NY 10005-1413
Attn: Dennis Dunne and Evan Fleck
Telephone: 212-530-5000
Email: efleck@milbank.com
ddunne@milbank.com

Counsel to the DNB Agent

Hughes Hubbard & Reed LLP
One Battery Park Plaza
New York, NY 10004-1482
Attn: Christopher K. Kiplok
Anson B. Frelinghuysen
Telephone: 212-837-6000
Email: chris.kiplok@hugheshubbard.com
anson.frelinghuysen@hugheshubbar
d.com

9. IF ANY OBJECTION TO CONFIRMATION OF THE PROPOSED PLAN IS NOT FILED AND SERVED STRICTLY AS PRESCRIBED HEREIN, THE OBJECTING PARTY MAY BE BARRED FROM OBJECTING TO CONFIRMATION OF THE PROPOSED PLAN AND MAY NOT BE HEARD AT THE CONFIRMATION HEARING.

10. *Additional Information.* Any party in interest wishing to obtain information about the solicitation procedures or copies of the Disclosure Statement or the Proposed Plan should contact the Debtor's voting and tabulation agent, Prime Clerk LLC in writing at 830 Third Avenue, 3rd Floor, New York, NY 10022, or by telephone at 844-822-9230 (Toll-Free) or 347-338-6503 (if calling from outside the US or Canada). Interested parties may also review the Disclosure Statement and the Proposed Plan free of charge at <https://cases.primeclerk.com/gulfmark>. In addition, the Disclosure Statement and Plan are on file with the Bankruptcy Court and may be reviewed for a fee by accessing the Bankruptcy Court's website: www.deb.uscourts.gov. Note that a PACER password and login are needed to access documents on the Bankruptcy Court's website. A PACER password can be obtained at: www.pacer.psc.uscourts.gov. Copies of the Disclosure Statement and Proposed Plan may also be examined by interested parties during normal business hours at the office of the Clerk of the Bankruptcy Court.

**NOTICE REGARDING CERTAIN RELEASE,
EXCULPATION AND INJUNCTION PROVISIONS IN THE PROPOSED PLAN**

11. Releases under Section 10.7(b). Please be advised that under the Proposed Plan, the following holders are deemed to have granted the releases of Claims or Interests contained in Section 10.7(b) of the Proposed Plan:

- (i) the holders of all Claims and Interests who vote to accept this Proposed Plan,**
- (ii) holders of Claims or Interests that are Unimpaired under this Proposed Plan,**
- (iii) holders of Claims or Interests whose vote to accept or reject this Proposed Plan was solicited but who did not vote either to accept or to reject the Plan and did not opt out of granting the releases set forth herein,**
- (iv) holders of Claims or Interests who voted to reject this Proposed Plan but did not opt out of granting the releases set forth herein, and**
- (v) the Consenting Noteholders**

in each case, from any and all claims, interests, obligations, suits, judgments, damages, demands, debts, rights, Causes of Action, losses, remedies, and liabilities whatsoever, including any derivative claims, asserted or assertable on behalf of the Debtor, whether known or unknown, foreseen or unforeseen, existing or hereafter arising, in law, equity, or otherwise, that such holders or their affiliates would have been legally entitled to assert in their own right (whether individually or collectively) or on behalf of the holder of any Claim or Interest or other entity, based on or relating to, or in any manner arising from, in whole or in part, the Debtor, the Chapter 11 Case, the purchase, sale, or rescission of the purchase or sale of any security of the

Debtor or the Reorganized Debtor, the subject matter of, or the transactions or events giving rise to, any Claim or Interest that is treated in the Proposed Plan, the business or contractual arrangements between the Debtor and any Released Party, the restructuring of any Claim or Interest before or during the Chapter 11 Case, the Restructuring Transactions, the negotiation, formulation, or preparation of the Disclosure Statement, the Intercompany DIP Loan Facility Agreement, the Restructuring Support Agreement, the Backstop Commitment Agreement, the Exit Facility Agreement, and the Proposed Plan and related agreements, instruments, and other documents (including the Plan Documents), the solicitation of votes with respect to the Proposed Plan, the implementation of the Rights Offerings, or any other act or omission, transaction, agreement, event, or other occurrence, other than claims or Causes of Action arising out of or related to any act or omission of a Released Party that is a criminal act or constitutes intentional fraud, gross negligence or willful misconduct.

Except as is set forth in the Proposed Plan, election to withhold consent to the releases contained within Section 10.7(b) of the Proposed Plan is at the holders' option.

PLEASE BE ADVISED THAT IF YOUR CLAIM IS UNIMPAIRED UNDER THE PROPOSED PLAN, YOU WILL BE DEEMED TO HAVE GRANTED THE RELEASES CONTAINED IN SECTION 10.7(b) OF THE PROPOSED PLAN UNLESS YOU FILE AN OBJECTION AS DESCRIBED IN PARAGRAPHS 6-8 HEREOF.

12. The Plan also contains other release, discharge, and injunction provisions that may affect your rights against the debtor.

YOU ARE ADVISED TO CAREFULLY REVIEW AND CONSIDER THE PLAN, INCLUDING THE DISCHARGE, INJUNCTION, RELEASE, AND EXCULPATION PROVISIONS, AS YOUR RIGHTS MAY BE AFFECTED.

Dated: June 27, 2017
Wilmington, Delaware

/s/ Zachary I. Shapiro

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