

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
SOUTHEASTERN DIVISION**

In re:

NORANDA ALUMINUM, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 16-____(____)

(Joint Administration Requested)

Hearing Date & Time:
February 9, 2016 at 2:00 p.m.
(prevailing Central Time)

Hearing Location:
St. Louis Courtroom 5 North

**NOTICE OF FILING OF CHAPTER 11 PETITIONS, FIRST
DAY MOTIONS, AND PROPOSED HEARING ON FIRST DAY MOTIONS**

PLEASE TAKE NOTICE that on February 8, 2016 (the “Petition Date”), Noranda Aluminum, Inc. and its affiliated debtors and debtors in possession (each a “Debtor” and, collectively, the “Debtors”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) with the United States Bankruptcy Court for the Eastern District of Missouri (the “Court”) commencing the above-captioned chapter 11 cases.

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number and state of incorporation, are: Noranda Aluminum, Inc. (Del.; 5285), Gramercy Alumina Holdings Inc. (Del.; 1941), Gramercy Alumina Holdings II, Inc. (Del.; 2806), NHB Capital, LLC (Del.; 0777), Noranda Alumina LLC (Del.; 4769), Noranda Aluminum Acquisition Corp. (Del.; 8458), Noranda Aluminum Holding Corp. (Del.; 8550), Noranda Bauxite Ltd. (Jamaica), Noranda Bauxite Holdings Ltd. (St. Lucia), Noranda Intermediate Holding Corp. (Del.; 3238) and Norandal USA, Inc. (Del.; 6477). The address of the Debtors’ corporate headquarters is 801 Crescent Centre Drive, Suite 600, Franklin, Tennessee 37067.

PLEASE TAKE FURTHER NOTICE that, together with the chapter 11 petitions, the Debtors also requested an expedited hearing before the Court (the “First Day Hearing”) to consider certain motions (collectively, the “First Day Motions”) filed on the Petition Date and listed on the Proposed First Day Agenda attached hereto as Exhibit A.

PLEASE TAKE FURTHER NOTICE that the Court has scheduled the First Day Hearing to commence on **February 9, 2016 at 2:00 p.m. (prevailing Central Time)** in Courtroom 5 North of the Thomas F. Eagleton United States Courthouse, 111 South Tenth Street, St. Louis, Missouri. Interested parties who wish to appear telephonically may request dial-in information from the Courtroom Deputy, Wynne Abernathy, at (314) 244-4806, Wynne_Abernathy@moeb.uscourts.gov.

PLEASE TAKE FURTHER NOTICE that a copy of each of the First Day Motions may be obtained: (i) by accessing the Court’s website at <https://ecf.moeb.uscourts.gov> through an account obtained from the Pacer Service Center at 1-800-676-6856 or www.pacer.gov or (ii) free of charge, by accessing the Debtors’ case information website at <https://cases.primeclerk.com/noranda>.

PLEASE TAKE FURTHER NOTICE that your rights may be affected. You should read the First Day Motions carefully and discuss them with your attorney, if you have one in the chapter 11 cases. (If you do not have an attorney, you may wish to consult one).

PLEASE TAKE FURTHER NOTICE that if you do not want the Court to grant the relief requested in the First Day Motions, or if you want the Court to consider your views on the First Day Motions, then you or your attorney must attend the First Day Hearing.

If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the First Day Motions and may enter orders granting the relief requested in the First Day Motions.

Dated: February 8, 2016
St. Louis, Missouri

Respectfully submitted,
CARMODY MACDONALD P.C.

/s/ Christopher J. Lawhorn
Christopher J. Lawhorn, #45713MO
Angela L. Drumm, #57678MO
Colin M. Luoma, #65000MO
120 S. Central Avenue, Suite 1800
St. Louis, Missouri 63105
Telephone: (314) 854-8600
Facsimile: (314) 854-8660
cjl@carmodymacdonald.com
ald@carmodymacdonald.com
cml@carmodymacdonald.com

*Proposed Local Counsel to the Debtors and
Debtors in Possession*

- and -

PAUL, WEISS, RIFKIND, WHARTON &
GARRISON LLP
Alan W. Kornberg
Elizabeth McColm
Alexander Woolverton
Michael M. Turkel
1285 Avenue of the Americas
New York, New York 10019
Telephone: (212) 373-3000
Facsimile: (212) 757-3990
akornberg@paulweiss.com
emccolm@paulweiss.com
awoolverton@paulweiss.com
mturkel@paulweiss.com

*Proposed Counsel to the Debtors and
Debtors in Possession*

Exhibit A

Proposed Agenda

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
SOUTHEASTERN DIVISION

In re:

NORANDA ALUMINUM, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 16-____(____)

(Joint Administration Requested)

Hearing Date & Time:

February 9, 2016 at 2:00 p.m.
(prevailing Central Time)

Hearing Location:

St. Louis Courtroom 5 North

**PROPOSED FIRST DAY AGENDA FOR HEARING
ON FEBRUARY 9, 2016 AT 2:00 P.M. (PREVAILING CENTRAL TIME)**

Location of Hearing: United States Bankruptcy Court for the Eastern District of Missouri, Thomas F. Eagleton U.S. Courthouse, before the Honorable Barry S. Schermer, **Courtroom 5 North**, 111 South 10th Street, St. Louis, MO 63102

In support of the following relief requested at the First-Day Hearing, the Debtors rely on the Declaration of Dale W. Boyles in Support of Chapter 11 Petitions and First Day Relief [ECF No. 5].

I. Administrative Motions

1. Expedited First Day Hearing. Debtors' Motion for an Order Pursuant to Local Rules 9004(C) and 9013-2(A) Setting an Expedited Hearing on "First-Day Motions" and Related Relief [ECF No. 4]

Status: This matter is going forward.

2. Joint Administration. Debtors' Motion for an Order Pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015 Authorizing Joint Administration [ECF No. 3]

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number and state of incorporation, are: Noranda Aluminum, Inc. (Del.; 5285), Gramercy Alumina Holdings Inc. (Del.; 1941), Gramercy Alumina Holdings II, Inc. (Del.; 2806), NHB Capital, LLC (Del.; 0777), Noranda Alumina LLC (Del.; 4769), Noranda Aluminum Acquisition Corp. (Del.; 8458), Noranda Aluminum Holding Corp. (Del.; 8550), Noranda Bauxite Ltd. (Jamaica), Noranda Bauxite Holdings Ltd. (St. Lucia), Noranda Intermediate Holding Corp. (Del.; 3238) and Norandal USA, Inc. (Del.; 6477). The address of the Debtors' corporate headquarters is 801 Crescent Centre Drive, Suite 600, Franklin, Tennessee 37067.

Status: This matter is going forward.

3. Waiver and Extension Motion. Debtors' Motion for an Order Pursuant to Sections 105, 341 and 521 of the Bankruptcy Code, Bankruptcy Rules 1007(c), 2002 and 2003(a) and Local Rule 1007-6(A) (I) Extending the Time to File Schedules of Assets and Liabilities, Schedules of Executory Contracts and Unexpired Leases and Statements of Financial Affairs; (II) Extending the Time to Schedule the Meeting of Creditors; (III) Waiving the Requirements to File Equity Lists and Provide Notice to Equity Security Holders; and (IV) Authorizing the Debtors to File a Consolidated List of the Debtors' Thirty (30) Largest Unsecured Creditors [**ECF No. 6**]

Status: This matter is going forward.

4. Creditor Matrix Motion. Debtors' Motion for an Order Pursuant to Section 107 of the Bankruptcy Code, Bankruptcy Rule 9018 and Local Rules 1007-7 and 1009 (I) Authorizing the Debtors to File a Redacted Creditor Matrix and Redacted Amended Creditor Matrices and (II) Deeming the Procedures to Satisfy Local Rules 1007-7 and 1009 [**ECF No. 7**]

Status: This matter is going forward.

5. Postpetition Goods Motion. Debtors' Motion for an Order Pursuant to Sections 363(c), 503(b), 507(a)(2) and 546(h) of the Bankruptcy Code for an Order (I) Granting Administrative Expense Status to Obligations from the Postpetition Delivery of Goods Ordered Prepetition; (II) Authorizing the Debtors to Pay Such Obligations; (III) Authorizing the Debtors to Return Goods; and (IV) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers [**ECF No. 8**]

Status: This matter is going forward.

6. Automatic Stay Motion. Debtors' Motion for an Order Confirming the Protections of Sections 105, 362, 365 and 525 of the Bankruptcy Code and Approving Procedures to Address Violations of the Bankruptcy Code [**ECF No. 9**]

Status: This matter is going forward.

7. Reclamation Procedures. Debtors' Motion for an Order Pursuant to Sections 105 and 503(b)(9) of the Bankruptcy Code for an Order Establishing Procedures to Resolve Claims Arising under Section 503(b)(9) of the Bankruptcy Code [**ECF No. 10**]

Status: This matter is going forward.

8. Trading Motion. Debtors' Motion for an Order Pursuant to Sections 105, 362 and 541 of the Bankruptcy Code and Bankruptcy Rules 3002 and 9014

Establishing Notification and Hearing Procedures for Transfers of, or
Claims of Worthlessness with Respect to, Equity Securities [ECF No. 11]

Status: This matter is going forward.

II. Operational Motions

9. Insurance Motion. Debtors' Motion for an Order Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code, Bankruptcy Rules 6003 and 6004 and Local Rule 2015-3(B) Authorizing (I) the Debtors (A) to Continue Existing Insurance Policies and Related Agreements and (B) to Honor Certain Prepetition Obligations in Respect Thereof; and (II) Financial Institutions to Honor and Process Related Checks and Transfers [ECF No. 12]

Status: This matter is going forward.

10. Taxes Motion. Debtors' Motion for an Order Pursuant to Sections 105(a), 363(b), 507(a)(8), and 541 of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004 Authorizing (I) Payment of Certain Prepetition Taxes and Fees and (II) Authorizing Financial Institutions to Process and Cash Related Checks and Transfers [ECF No. 13]

Status: This matter is going forward.

11. Utilities Motion. Debtors' Motion for an Order Pursuant to Sections 105(a) and 366(b) of the Bankruptcy Code (I) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Utility Services; (II) Deeming Utility Companies Adequately Assured of Future Performance; and (III) Establishing Procedures for Determining Adequate Assurance of Payment [ECF No. 14]

Status: This matter is going forward.

12. Wages and Benefits Motion. Debtors' Motion for an Order Pursuant to Sections 105(a), 363 and 507(a) of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004 (I) Authorizing, But Not Directing, the Debtors to Pay Certain Prepetition Wages, Compensation, and Employee Benefits and Continue Payment of Wages, Compensation, and Employee Benefits in the Ordinary Course of Business; and (II) Authorizing Applicable Banks and Other Financial Institutions to Process and Pay All Checks Presented for Payment and to Honor All Funds Transfer Requests Made by the Debtors Related Thereto [ECF No. 15]

Status: This matter is going forward.

13. Customer Programs Motion. Debtors' Motion for an Order Pursuant to Sections 105(a), 363, 1107(a) and 1108 of the Bankruptcy Code and

Bankruptcy Rules 6003 and 6004 Authorizing the Debtors to Honor Certain Prepetition Customer Obligations and to Continue Prepetition Customer Programs and Practices in the Ordinary Course of Business [ECF No. 16]

Status: This matter is going forward.

14. Critical Vendors Motion. Debtors' Motion for an Order Pursuant to Sections 105, 363, 503(b)(9) and 507(a)(2) of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004 (I) Authorizing the Debtors to Pay Prepetition Claims of Certain Critical Vendors and (II) Directing Financial Institutions to Honor and Process Related Checks and Transfers [ECF No. 17]

Status: This matter is going forward.

15. Foreign Creditors Motion. Debtors' Motion for an Order Pursuant to Sections 105, 363 and 506(b) of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004 for an Order (I) Authorizing the Debtors to Pay Prepetition Claims of Certain Foreign Creditors; (II) Authorizing the Ordinary Course Payment of Foreign Expenses; and (III) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers [ECF No. 18]

Status: This matter is going forward.

16. Possessory Lien Claimants Motion. Debtors' Motion for an Order Pursuant to Sections 105(a), 361, 363(b), 503(b)(9) and 507(a)(2) of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004 (I) Authorizing Debtors to Pay (A) Certain Possessory Lien Claims, (B) Certain Common Carrier Charges and (C) Any Related Administrative Fees, and (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers [ECF No. 19]

Status: This matter is going forward.

17. Cash Management Motion. Debtors' Motion for an Order Pursuant to Sections 105(a), 345(b), 363(c) and 503(b)(1) of the Bankruptcy Code and Bankruptcy Rule 6004 (I) Approving Continued Use of the Debtors' Existing Cash Management System; (II) Authorizing Use of Existing Bank Accounts and Business Forms; (III) Waiving Requirements of Section 345(b) of the Bankruptcy Code; and (IV) Granting Administrative Expense Status to Postpetition Intercompany Claims [ECF No. 20]

Status: This matter is going forward.

III. Financing Motions

18. DIP Fee Letter Seal Motion. Debtors' Motion For An Order Pursuant To Sections 105(a) and 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018 (I) Authorizing the Debtors to File Under Seal the DIP Fee Letter And (II) Limiting Notice Thereof [ECF No. TBD]

Status: This matter is going forward.

19. Cash Collateral & DIP Financing Motion. Debtors' Motion for Entry of Interim and Final Orders to (I) Authorize Debtors in Possession to Obtain Post-Petition Financing Pursuant to 11 U.S.C. §§ 105, 362, 363, and 364; (II) Grant Liens and Superpriority Claims to Post-Petition Lenders Pursuant to 11 U.S.C. §§ 364 and 507; (III) Provide Adequate Protection to Pre-Petition Credit Parties; (IV) Modify Automatic Stay Pursuant to 11 U.S.C. §§ 361, 362, 363, 364, and 507; (V) Schedule Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (c) and Local Rule 4001-2; and (VI) Granting Related Relief [ECF No. TBD]

Related Documents:

- A. Declaration of James H. Baird in Support of Debtors' Motion for Entry of Interim and Final Orders to (I) Authorize Debtors in Possession to Obtain Post-Petition Financing Pursuant to 11 U.S.C. §§ 105, 362, 363, and 364; (II) Grant Liens and Superpriority Claims to Post-Petition Lenders Pursuant to 11 U.S.C. §§ 364 and 507; (III) Provide Adequate Protection to Pre-Petition Credit Parties; (IV) Modify Automatic Stay Pursuant to 11 U.S.C. §§ 361, 362, 363, 364, and 507; (V) Schedule Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (c) and Bankruptcy Rule 4001-2; and (VI) Granting Related Relief [ECF No. TBD]

Status: This matter is going forward.

IV. Professional Retention Application

20. Prime Clerk Retention Application. Debtors' Application for an Order Pursuant to 28 U.S.C. § 156(c), Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 2002(f) Authorizing and Approving the Appointment of Prime Clerk LLC as Notice, Claims and Solicitation Agent Effective *Nunc Pro Tunc* to the Petition Date [ECF No. 21]

Status: This matter is going forward.

V. Other Matters

21. Case Management. Debtors' Motion for an Order Pursuant to Section 105(a) of the Bankruptcy Code, 28 U.S.C. § 1404, Bankruptcy Rules 1014(a)(1), 1015(c) and Local Rule 9004(C) (I) Transferring Divisions and

(II) Establishing Certain Notice, Case Management and Administrative
Procedures [ECF No. 22]

Status: This matter is going forward.

Dated: February 8, 2016
St. Louis, Missouri

CARMODY MACDONALD P.C.

/s/Christopher J. Lawhorn

Christopher J. Lawhorn, #45713MO
Angela L. Drumm, #57678MO
Colin M. Luoma, #65000MO
120 S. Central Avenue, Suite 1800
St. Louis, Missouri 63105
Telephone: (314) 854-8600
Facsimile: (314) 854-8660
cjl@carmodymacdonald.com
ald@carmodymacdonald.com
cml@carmodymacdonald.com

*Proposed Local Counsel to the Debtors and
Debtors in Possession*

- and -

PAUL, WEISS, RIFKIND, WHARTON &
GARRISON LLP
Alan W. Kornberg
Elizabeth R. McColm
Alexander Woolverton
Michael M. Turkel
1285 Avenue of the Americas
New York, New York 10019
Telephone: (212) 373-3000
Facsimile: (212) 757-3990
akornberg@paulweiss.com
emccolm@paulweiss.com
awoolverton@paulweiss.com
mturkel@paulweiss.com

*Proposed Counsel to the Debtors and
Debtors in Possession*