

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

**In re:**

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

Debtors.

**Case No. 16-10083-399**

**Chapter 11**

**Jointly Administered**

**Hearing Date & Time:**  
April 12, 2016 at 1:00 p.m.  
(prevailing Central Time)

**Hearing Location:**  
St. Louis Courtroom 5 North

**NOTICE OF DEBTORS' MOTION FOR AN ORDER (A) ESTABLISHING BAR DATES FOR FILING PREPETITION PROOFS OF CLAIM; (B) APPROVING THE FORM AND MANNER OF NOTICE THEREOF; AND (C) GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE that this motion is scheduled for hearing on **April 12, 2016 at 1:00 p.m. (prevailing Central Time)**, before the Honorable Barry S. Schermer in Bankruptcy Courtroom 5 North, in the Thomas F. Eagleton U.S. Courthouse, 111 South Tenth Street, St. Louis, Missouri 63102.

**WARNING: Any response or objection to this motion must be filed with this court by April 5, 2016. A copy shall be promptly served upon the undersigned. Failure to file a timely response may result in the Court granting the relief requested prior to the hearing date.**

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Dated: March 29, 2016  
St. Louis, Missouri

Respectfully submitted,  
CARMODY MACDONALD P.C.

*/s/ Christopher J. Lawhorn*

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**CERTIFICATE OF SERVICE**

The undersigned certifies that a true and correct copy of the above and foregoing was filed with the Court via CM/ECF on this 29<sup>th</sup> day of March, 2016, and service shall be made by Prime Clerk to counsel of record and parties as required in the Case Management Order dated 2/12/2016.

/s/ Christopher J. Lawhorn

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Noranda Aluminum, Inc. and its affiliated debtors and debtors in possession in the above-captioned cases (each a "Debtor" and, collectively, the "Debtors"), hereby move this Court for entry of an order (the "Bar Date Order"),<sup>1</sup> pursuant to sections 501, 502 and 1111(a) of title 11 of the United States Code (the "Bankruptcy Code") and Rules 2002 and 3003(c)(3) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), Rule 3003 of the Local Rules of Bankruptcy Procedure for the Eastern District of Missouri (the "Local Rules"): (i) setting the final date and time for filing prepetition proofs of claim in these chapter 11 cases (as further defined herein, the "Bar Dates"); (ii) establishing procedures for filing proofs of claim; (iii) approving the form and manner of notice of the

<sup>1</sup> A copy of the proposed Bar Date Order will be provided to the Notice Parties (as defined below) and made available on the Debtors' case information website at <https://cases.primeclerk.com/noranda> (the "Case Website").

Bar Dates; and (iv) granting related relief. In support of this motion (the “Motion”), the Debtors respectfully state as follows:

**JURISDICTION**

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper before this court pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. §157(b).

2. The statutory predicates for the relief requested herein are sections 501, 502 and 1111(a) of the Bankruptcy Code, Bankruptcy Rules 2002 and 3003(c)(3) and Local Rule 3003.

**BACKGROUND**

3. On February 8, 2016 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code thereby commencing the instant cases (the “Chapter 11 Cases”). The Debtors continue to manage and operate their businesses as debtors in possession under sections 1107 and 1108 of the Bankruptcy Code. These cases are jointly administered pursuant to Bankruptcy Rule 1015(b).

4. On February 12, 2016, this Court authorized the retention and employment of Prime Clerk LLC (“Prime Clerk”) as notice, claims and solicitation agent to the Debtors.

5. On February 19, 2016, the United States Trustee appointed the Official Committee of Unsecured Creditors (the “Committee”). No trustee or examiner has been appointed in these Chapter 11 Cases.

6. Information regarding the Debtors’ businesses, their capital and debt structure, and the events leading to the filing of the Chapter 11 Cases is contained the Declaration of Dale

W. Boyles in Support of Chapter 11 Petitions and First Day Relief (the “First Day Declaration”).<sup>2</sup>

**RELIEF REQUESTED**

7. By this Motion, the Debtors seek entry of the Bar Date Order: (a)(i) establishing June 3, 2016 at 5:00 p.m. (prevailing Central Time) (the “General Bar Date”) as the final date and time for each entity (including, without limitation, individuals, partnerships, corporations, joint ventures, and trusts), other than any governmental units, to file a proof of claim on account of a prepetition claim, including, for the avoidance of doubt, prepetition secured claims or priority claims against any of the Debtors; (ii) establishing the General Bar Date as the final date and time for filing proofs of claim on account of claims under section 503(b)(9) of the Bankruptcy Code (such claims, “503(b)(9) Claims”) and section 501(d) of the Bankruptcy Code; (iii) establishing August 30, 2016 at 5:00 p.m. (prevailing Central Time) as the bar date for all governmental units to file proofs of claim in these Chapter 11 Cases (the “Government Bar Date”); and (iv) establishing certain other deadlines for filing proofs of claim arising from or related to amendments to the Schedules (as defined below), and damages for rejection of unexpired leases or executory contracts; (b) establishing procedures for filing proofs of claim; (c) approving the form and manner of notice of the Bar Dates (as further defined herein); and (d) granting related relief. Establishing the Bar Dates as proposed in this Motion will enable the Debtors to obtain complete and accurate information regarding the nature, validity, and scope of prepetition claims.

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<sup>2</sup> The First Day Declaration appears at Docket No. 5.

### **THE BAR DATES**

8. Bankruptcy Rule 3003(c)(2) provides that any creditor who asserts a claim<sup>3</sup> against any of the Debtors that arose prior to the Petition Date and whose claim is not listed on the Debtors' schedules of assets and liabilities and/or schedules of executory contracts and unexpired leases (collectively, the "Schedules")<sup>4</sup> or whose claim is listed on the Schedules as disputed, contingent, or unliquidated, must file a proof of claim. Bankruptcy Rule 3003(c)(3) provides that the Court shall fix the time within which proofs of claim must be filed in a chapter 11 case.

#### A. General Bar Date

9. The Bar Date Order provides that each person or entity asserting a claim (a "Claim"), including 503(b)(9) Claims, must file a separate proof of claim ("Proof of Claim") that complies with Official Bankruptcy Form B410, substantially in the form attached hereto as Exhibit 1 (the "Proof of Claim Form"), or with Bankruptcy Form B410<sup>5</sup> so as to be actually received on or before the General Bar Date. All persons or entities described in the preceding sentence, including creditors, as defined in section 101(10) of the Bankruptcy Code, are referred to herein as a "Claimant" or "Claimants." A Proof of Claim will be deemed timely filed only if it is actually received by Prime Clerk on or before the General Bar Date

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<sup>3</sup> All terms used but not defined in this Motion have the meanings given to them by the Bankruptcy Code. In particular, as used herein: (a) "claim" has the meaning given in section 101(5) of the Bankruptcy Code; (b) "entity" has the meaning given in section 101(15) of the Bankruptcy Code; (c) "governmental unit" has the meaning given in section 101(27) of the Bankruptcy Code; and (d) "person" has the meaning given in section 101(41) of the Bankruptcy Code.

<sup>4</sup> The Debtors filed their Schedules on March 28, 2016.

<sup>5</sup> Official Form B410 is available at <http://www.uscourts.gov/forms/bankruptcy-forms/proof-claim-0>.

B. Government Bar Date

10. Section 502(b)(9) of the Bankruptcy Code provides that governmental units (as defined in section 101(27) of the Bankruptcy Code) shall have 180 days after the Petition Date, or such later time as the Bankruptcy Rules may provide, to file Proofs of Claim. The Government Bar Date would apply to all governmental units holding Claims (whether 503(b)(9) Claims, secured Claims, unsecured priority Claims, or unsecured non-priority Claims or otherwise) that arose prior to the Petition Date, including, without limitation, to governmental units with Claims for unpaid taxes, whether such Claims arise from prepetition tax periods or prepetition transactions to which the Debtors were a party. The Bar Date Order provides that each governmental unit must file a separate Proof of Claim substantially in the Proof of Claim Form attached hereto in Exhibit 1. A Proof of Claim filed by a governmental unit will be deemed timely filed only if it is actually received by Prime Clerk on or before the Government Bar Date.

C. Rejection Bar Date

11. The Debtors anticipate that certain entities may assert Claims arising from the Debtors' rejection of executory contracts and unexpired leases pursuant to section 365 of the Bankruptcy Code. Any person or entity that asserts a Claim arising from the Debtors' rejection of an executory contract or unexpired lease (each, a "Rejection Damages Claim") must file a Proof of Claim on account of such Rejection Damages Claim on or before the later of (a) the General Bar Date and (b) thirty (30) days after the effective date of such rejection established by the order authorizing such rejection (the "Rejection Bar Date"), unless otherwise provided in such Court order authorizing rejection of the applicable executory contract or unexpired lease. The Bar Date Order shall provide that each person or entity asserting a Rejection Damages

Claim must file a separate Proof of Claim substantially in the Proof of Claim Form attached hereto in Exhibit 1. A Proof of Claim asserting a Rejection Damages Claim will be deemed timely filed only if it is actually received by Prime Clerk on or before the Rejection Bar Date.

D. Amended Schedules Bar Date

12. The Debtors reserve the right to: (a) dispute, or assert offsets or defenses against, any filed Claim or any Claim listed or reflected in the Schedules as to nature, amount, liability, classification or otherwise; (b) subsequently designate any Claim listed in the Schedules as disputed, contingent or unliquidated; and (c) otherwise amend or supplement the Schedules. If the Debtors amend or supplement the Schedules after the Schedule Service Date (as defined below), any affected Creditor may file a Proof of Claim substantially in the Proof of Claim Form attached hereto as Exhibit 1 or amend any previously filed Proof of Claim in respect of the amended scheduled Claim in accordance with the procedures described herein. The Debtors will provide notice of any amendment to the Schedules to the persons or entities affected thereby, and such persons or entities must file Proofs of Claim, if necessary, before the later of (a) the General Bar Date (or the Government Bar Date for governmental units); and (b) thirty (30) days from the date notice is given regarding any amendment, modification or supplement of or to the Schedules (the "Amended Schedules Bar Date" and, together with the General Bar Date, Government Bar Date, and Rejection Bar Date, the "Bar Dates," and each a "Bar Date"). Any Proof of Claim based on amendments to the Schedules will be deemed timely filed only if it is actually received by Prime Clerk on or before the Amended Schedules Bar Date.

**PERSONS REQUIRED TO FILE PROOFS OF CLAIM**

13. Except as set forth in the following paragraph, all persons or entities holding Claims, including 503(b)(9) Claims, must file Proofs of Claim on or prior to the applicable Bar

Date. Claims based on acts or omissions of the Debtors that occurred prior to the Petition Date must be filed on or prior to the applicable Bar Date, 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.

14. Notwithstanding the foregoing, the Debtors propose that the following persons or entities whose Claims would otherwise be subject to a Bar Date need not file a Proof of Claim:

- a. any person or entity that has already filed a properly supported and executed Proof of Claim against the applicable Debtor(s) with either Prime Clerk or the Clerk of the Court for the United States Bankruptcy Court for the Eastern District of Missouri in a form substantially similar to the Proof of Claim Form;
- b. any person or entity (i) whose Claim is listed in the Schedules or any amendments thereto, and (ii) whose Claim is not described therein as “disputed,” “contingent,” or “unliquidated,” and (iii) who does not dispute the amount or characterization of its Claim (including that the Claim is an obligation of the specific Debtor against which the Claim is scheduled) as set forth in the Schedules;
- c. professionals retained by the Debtors, the Committee or any other committee appointed in these Chapter 11 Cases pursuant to orders of this Court who assert administrative Claims for fees and expenses subject to the Court’s approval pursuant to sections 330, 331 and 503(b) of the Bankruptcy Code;
- d. any person or entity that holds or asserts a Claim pursuant to sections 503(b) and 507(a)(2) of the Bankruptcy Code as an administrative expense other than 503(b)(9) Claims;
- e. any person or entity that holds a claim for which specific deadlines other than the Bar Dates have been fixed by an order of the Court entered on or prior to the applicable Bar Date;
- f. current officers, directors, and employees of the Debtors who may hold contingent and unliquidated Claims for indemnification, contribution, or reimbursement arising as a result of such officers’, directors’, or employees’ prepetition or postpetition services to the Debtors; provided, that any officer, director or employee covered by this provision who wishes to assert Claims, other than contingent and unliquidated Claims for indemnification, contribution or reimbursement, must file Proofs of Claim

on account of such Claims on or before the General Bar Date unless another exception in this paragraph applies;

- g. any person or entity that holds a claim under (i) that certain ABL Credit Agreement dated as of February 29, 2012 (as at any time amended or supplemented, the “Pre-Petition ABL Loan Agreement”, and together with the related transaction documents, the “Pre-Petition ABL Loan Documents”) by and among the domestic Debtors (other than NHB Capital, LLC), as borrowers or guarantors, certain financial institutions in their capacity as lenders party thereto and Bank of America, N.A. in its capacity as administrative and collateral agent (the “Pre-Petition ABL Agent”) or (ii) that certain Credit Agreement dated as of February 29, 2012 (as at any time heretofore amended, modified, restated or supplemented, the “Pre-Petition Term Loan Agreement”, and together with the related transaction documents, the “Pre-Petition Term Loan Documents”) by and among Noranda Aluminum Acquisition Corp., as borrower, the guarantors party thereto, certain financial institutions in their capacity as lenders party thereto and Cortland Capital Market Services LLC, in its separate capacities as administrative agent and collateral agent (the “Pre-Petition Term Agent”), the claims for which, in the absence of the filing of a Proof of Claim, shall be governed by the Pre-Petition ABL Loan Documents and Pre-Petition Term Loan Documents, as applicable, and the Final DIP Order.<sup>6</sup> Notwithstanding the preceding sentence, if the Pre-Petition ABL Agent and/or Pre-Petition Term Agent so elects, each of the Pre-Petition ABL Agent and Pre-Petition Term Agent shall be authorized and empowered (but not required) to (i) file (and amend and/or supplement as it sees fit) a Proof of Claim and/or aggregate Proof of Claim in each Chapter 11 Case or Successor Case on behalf of Pre-Petition ABL Credit Parties and Pre-Petition Term Credit Parties, respectively, on account of its respective claims against the Debtors, (ii) file (and amend and/or supplement as it sees fit) a single Proof of Claim in the case of *In re Noranda Aluminum, Inc.*, Case No. 16-10083-399, in which such case such Proof of Claim will be deemed to have been filed against each of the Debtors (a “Master Proof of Claim”), and (iii) collect and receive any monies or other property payable or distributable on account of any such claims and to share such payments or property with Pre-Petition ABL Credit Parties and Pre-Petition Term Credit Parties, as the case may be, in accordance with their respective Pre-Petition Loan Documents, the Final DIP Order and the Intercreditor Agreement. Upon the filing of a Master Proof of Claim, each Pre-Petition Credit Party on

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<sup>6</sup> Capitalized terms used in this paragraph, but not otherwise defined in the Motion, shall have the meanings ascribed to them in the *Final Order Granting Debtors’ Motion to (i) Authorize Debtors in Possession to Obtain Post-Petition Financing Pursuant to 11 U.S.C. §§ 105, 362, 363, 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, and (v) Grant Related Relief* [Docket No. 392] (the “Final DIP Order”).

whose behalf such Master Proof of Claim was filed shall be deemed to have filed a Proof of Claim in the amount set forth opposite its name therein in respect of its claims against any Debtor under the applicable Pre-Petition Loan Documents, and the claim of each Pre-Petition Credit Party (and each of its respective successors and assigns) named in such Master Proof of Claim shall be treated as if each such entity had filed a separate Proof of Claim in each Chapter 11 Case. Neither the Pre-Petition ABL Agent nor Pre-Petition Term Agent shall be required to amend a proof of claim or a Master Proof of Claim filed by it to reflect a change in the holder of a claim set forth therein or a reallocation among such holders of the claims asserted therein and resulting from the transfer of all or any portion of such claims. Nothing herein or in the Bar Date Order shall modify or be deemed to amend the provisions of paragraph 26 of the Final DIP Order;

- h. any DIP Credit Party with respect to any of the obligations under the DIP Financing Documents, all of which shall be due and payable in accordance with the DIP Loan Agreements and the other DIP Financing Documents applicable thereto;
- i. any person or entity that holds or asserts a claim that is limited exclusively to the repayment of principal, interest and/or other applicable fees and charges (a “Debt Claim”) owed under any bond or note issued by the Debtors pursuant to an indenture (a “Debt Instrument”); provided, however, that: (i) an indenture trustee under a Debt Instrument (each, an “Indenture Trustee”) shall file one Proof of Claim, on or before the General Bar Date, with respect to all of the amounts owed under each of the Debt Instruments and such Proof of Claim shall be deemed to be asserted by the indenture trustee against every Debtor that is liable for the Debt Claim so long as the Proof of Claim sets forth in reasonable detail the basis and amount of the claim asserted against each Debtor, and (ii) any holder of a Debt Claim wishing to assert a claim, other than a Debt Claim, arising out of or relating to a Debt Instrument must file a Proof of Claim on or before the General Bar Date, unless another exception in this paragraph applies;
- j. any present or former employee of the Debtors, solely with respect to any claim based on the payment of an obligation arising in the ordinary course of business and previously authorized to be paid by the *Order Pursuant to Sections 105(a), 363 and 507(a) of the Bankruptcy Code (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 and Directing 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 to the Foregoing* entered on February 9, 2016 [ECF No. 78]; provided, however,

that if the Debtors provide written notice to any current employee stating that the Debtors do not intend to pay such claim, such employee shall have until the later of (i) the General Bar Date and (ii) thirty days from the date of service of such written notice, to file a proof of claim in respect of such claim; provided further, that a current employee must submit a Proof of Claim by the General Bar Date for any other claim arising before the Petition Date, including claims, if any, related to wrongful termination, discrimination, harassment, a hostile work environment or retaliation; provided further, that notwithstanding the foregoing, either employees (present or former) or their labor unions must submit claims relating to grievances prior to the General Bar Date to the extent the grounds for such grievances arose on or prior to the Petition Date, provided, that labor unions may submit a claim itemizing such grievances on behalf of their respective members;

- k. any Debtor asserting a Claim against any other Debtor;
- l. any entity whose Claim asserts a right to payment or performance solely against a non-Debtor affiliate of a Debtor;
- m. any person or entity whose Claim has already been paid in full by a Debtor in accordance with the Bankruptcy Code or in accordance within an order of the Court;
- n. any wholly-owned, direct or indirect non-debtor subsidiary or affiliate of any Debtor asserting a Claim against any Debtor;
- o. any person or entity whose Claim has been allowed by an order of the Court entered on or before the applicable Bar Date; and
- p. any holder of an interest based on equity securities of a Debtor solely with respect to such holder's ownership interest in or possession of such equity securities; provided, however, that any such holders who wish to assert a Claim against any of the Debtors based on transactions in the Debtors' securities, including, but not limited to, Claims for damages or rescission based on the purchase or sale of such securities must file a Proof of Claim on or prior to the General Bar Date; provided, further, that the Debtors reserve all rights with respect to any such Claim including, *inter alia*, to assert that such Claims are subject to subordination pursuant to section 510(b) of the Bankruptcy Code.

15. As set forth in the Bar Date Order, any person or entity exempt from filing a Proof of Claim under the preceding paragraph must still properly and timely file a Proof of

Claim for any Claim that does not fall within the exemptions provided in the preceding paragraph.

16. The Debtors are not at this time seeking to set a deadline for the filing of proofs of equity interest. The Debtors may move the Court to establish a deadline for filing such proofs of interest in the future.

#### **EFFECT OF FAILURE TO FILE PROOF OF CLAIM**

17. Pursuant to Bankruptcy Rule 3003(c)(2), any person or entity that is required to file a Proof of Claim in these Chapter 11 Cases pursuant to the Bankruptcy Code, the Bankruptcy Rules, or the Bar Date Order with respect to a particular Claim against any Debtor or Debtors, but that fails to do so properly by the applicable Bar Date, shall be forever barred, estopped, and enjoined from: (a) asserting such Claim against the Debtors and their estates (or filing a Proof of Claim with respect thereto), and the Debtors and their properties and estates shall be forever discharged from any and all indebtedness or liability with respect to such Claim, and (b) voting upon, or receiving distributions under, any chapter 11 plan in these Chapter 11 Cases or otherwise in respect of or on account of such Claim, and such person or entity shall not be treated as a creditor with respect to such Claim for any purpose in these Chapter 11 Cases.

#### **PROPOSED PROCEDURES FOR PROVIDING NOTICE OF THE BAR DATES AND OF PROCEDURES FOR FILING PROOFS OF CLAIM**

##### **A. Notice by Prime Clerk with Respect to Parties on the Schedules**

18. No later than five (5) business days following entry of the Bar Date Order (the “Service Date”), Prime Clerk will provide notice and instructions regarding the Bar Date, substantially in the form attached hereto as Exhibit 2 (the “Bar Date Notice”), by mailing a copy of the Bar Date Notice, together with a Proof of Claim Form, by first-class mail to all known persons and entities that, based upon the Debtors’ books and records, are listed in the Debtors’

creditor matrix transmitted to the clerk of the court (such matrix, the “Chapter 11 Creditor Matrix”).

19. For holders of potential Claims listed in the Schedules, the Proof of Claim Form mailed to such entities will indicate how the Debtors have scheduled the creditor’s Claim in the Schedules, including (a) the identity of the Debtor against which the entity’s Claim is scheduled; (b) the amount of the scheduled Claim, if any; (c) whether the Claim is listed as disputed, contingent, or unliquidated; and (d) whether the Claim is listed as a secured, unsecured priority, or unsecured non-priority Claim. For holders of potential Claims that are listed in the Schedules of more than one of the Debtors, such creditor will receive a separate Proof of Claim Form related to each such Debtor.

20. In addition to all parties listed on the Debtors’ Chapter 11 Creditor Matrix, Prime Clerk will provide notice in the manner described in paragraph 18 upon all additional parties receiving notice in these Chapter 11 Cases, including without limitation: (a) the Office of the United States Trustee for the Eastern District of Missouri, (b) counsel to the Committee; (c) all parties that have requested notice of the proceedings in this case pursuant to Bankruptcy Rule 2002 as of the date of the Bar Date Order; (d) all parties that have filed Proofs of Claim in this case as of the date of the Bar Date Order; (e) the Securities and Exchange Commission; (f) all known governmental units (including taxing authorities, environmental agencies and all secretaries of state) for the jurisdictions in which the Debtors, or any of them, maintain or conduct business and (g) beneficial owners of the Debtors’ public securities (provided that the Debtors shall serve such parties only with the Bar Date Notice and not a Proof of Claim Form).

21. The Debtors also request that the Court approve Prime Clerk serving the Bar Date Notice and Proof of Claim Form via email on all parties that have consented to, or are otherwise

ordered to receive, notice in these Chapter 11 Cases via email pursuant to the Court's *Order Pursuant to Section 105(a) of the Bankruptcy Code, 28 U.S.C. § 1404, Bankruptcy Rule 1015(c) and Local Rule 9004(C) (I) Denying Transfer of Divisions and (II) Establishing Certain Notice, Case Management and Administrative Procedures* [ECF No. 123] (the "Case Management Order").

B. Notice by Publication

22. Given the size and scope of the Debtors' businesses, including the Debtors' operations in Jamaica, the Debtors have determined that it would be in the best interest of their estates to give notice by publication to certain creditors, including: (i) those creditors to whom no other notice was sent and who are unknown or not reasonably ascertainable by the Debtors, (ii) known creditors with addresses unknown by the Debtors and (iii) potential creditors with claims unknown by the Debtors.

23. Pursuant to Bankruptcy Rule 2002(l), the Debtors seek authority to publish notice of the Bar Dates in substantially the form attached hereto as Exhibit 3 (the "Publication Notice") to be published in the following local, Jamaican and national publications: *St. Louis Post Dispatch*, a St. Louis, Missouri newspaper; *Carroll County News-Leader*, a Huntingdon, Tennessee newspaper; *Williamson Herald*, a Franklin, Tennessee newspaper; *Weekly Record*, a New Madrid, Missouri newspaper; *Salisbury Post*, a Salisbury, North Carolina newspaper; *Newport Independent*, a Newport, Arkansas newspaper; *News-Examiner*, a Gramercy, Louisiana newspaper; and *The Daily Gleaner* and *The Jamaica Observer*, each a Jamaican newspaper; *Wall Street Journal* (national edition) and *USA Today* (national edition) as soon as practicable after entry of the proposed Bar Date Order. In the Debtors' judgment, these publications are likely to reach the widest possible audience of creditors who may not otherwise have notice of these

Chapter 11 Cases. Additionally, the Debtors will post a copy of the Publication Notice and the Proof of Claim Form on the Debtors' Case Information Website (located at <https://cases.primeclerk.com/noranda>). The Publication Notice includes a telephone number that creditors can call to obtain copies of the Proof of Claim Form and information concerning the procedures for filing proofs of claim. The Debtors respectfully request that the Court approve the Publication Notice and find that the Debtors' proposed procedures regarding the Publication Notice shall be deemed good, adequate and sufficient notice of the Bar Dates.

C. Notice Generally

24. The Debtors have requested that the Court establish June 3, 2016 as the General Bar Date to ensure that potential Claimants receive approximately forty-five (45) days' notice to file Proofs of Claim in these Chapter 11 Cases, which notice exceeds the minimum twenty-one (21) day notice period provided by Bankruptcy Rule 2002(a) (or thirty (30) day notice period for creditors with a foreign address).

25. Under the proposed procedures, all Claimants listed on the Chapter 11 Creditor Matrix will receive a copy of the Bar Date Notice and Proof of Claim Form, except for beneficial owners of the Debtors' public securities, who shall receive the Bar Date Notice only. The Bar Date Notice and the Publication Notice will: (a) set forth the Bar Dates; (b) advise creditors under what circumstances they must file a Proof of Claim Form under Bankruptcy Rule 3003(c)(3) or an order of this Court, as applicable; (c) alert creditors to the consequences of failing to timely file a Proof of Claim Form, as set forth in Bankruptcy Rule 3003(c)(2) or an order of this Court, as applicable; (d) set forth the addresses to which Proof of Claim Forms must be sent for filing; and (e) describe the process for electronically filing Proof of Claim Forms with Prime Clerk. The Debtors submit that the Bar Date Notice and the Publication Notice will

provide creditors with sufficient information to file properly prepared and executed Proofs of Claim in a timely manner.

**PROOF OF CLAIM FILING REQUIREMENTS**

26. Pursuant to the proposed Bar Date Order, each person or entity (including, without limitation, each individual, partnership, joint venture, corporation, estate, trust and Governmental Unit) that asserts a claim against any Debtor that arose prior to the Petition Date (including, without limitation, claims entitled to priority under section 503(b)(9) of the Bankruptcy Code) must file a Proof of Claim Form, either (i) electronically using the interface available on Prime Clerk's website at <https://cases.primeclerk.com/noranda/EPOC-Index> or (ii) by U.S. Mail, overnight courier or other hand-delivery system, which Proof of Claim must include an original signature, to the following address: Noranda Aluminum, Inc. Claims Processing Center, c/o Prime Clerk, LLC., 830 Third Avenue, 3rd Floor, New York, New York 10022 (the "Noranda Claims Processing Center"). The Debtors request that the Bar Date Order provide that (i) proofs of claim sent by facsimile, telecopy or email will not be accepted and (ii) proofs of claim are deemed timely filed only if such claims are actually received at the Noranda Claims Processing Center in hard copy form or via the web interface on or prior to 5:00 p.m. (prevailing Central Time) on the applicable Bar Date.

27. Except as specifically provided herein and in the Bar Date Order, in addition to the instructions provided on the Proof of Claim Form, each Proof of Claim filed in these Chapter 11 Cases must: (a) be signed (which may be satisfied by electronic signature through the electronic claims filing system described above); (b) be written in the English language; (c) be denominated in lawful currency of the United States; provided that Claims in foreign currency must state the amounts claimed in such foreign currency and must also convert each such amount to United States dollars as of February 8, 2016; (d) conform substantially to the Proof of Claim

Form or Official Form B410; (e) specify the Debtor against which the Proof of Claim Form is filed as well as the bankruptcy case number for the alleged Claim; and (f) include supporting documentation or an explanation as to why such documentation is not available.

28. The Debtors further request that the Court order any parties asserting 503(b)(9) Claims to attach all documents supporting such Claim to the Proof of Claim Form and include a statement setting forth with specificity: (i) the value of the goods the Claimant contends the Debtors received within twenty (20) days before the Petition Date; (ii) documentation, including invoices, receipts, purchase orders, bills of lading, and the like, identifying the particular goods for which the claim is being asserted; (iii) documentation regarding which Debtor the goods were shipped to, to the extent the Claimant has knowledge, the date the goods were received by such Debtor, and the alleged value of such goods; and (iv) a statement indicating (A) whether the value of such goods listed in the Proof of Claim Form represents a combination of services and goods, (B) the percentage of value related to services and related to goods, and (C) whether the Claimant has been paid on account of any other claim against any Debtor regarding the goods underlying its Proof of Claim Form.

**CLAIMS AGAINST MULTIPLE DEBTORS;  
FAILURE TO IDENTIFY A DEBTOR**

29. All entities asserting Claims against more than one Debtor must file a separate Proof of Claim with respect to each such Debtor and identify on each Proof of Claim the particular Debtor against which their Claim is asserted. Requiring parties to identify the correct Debtor against which a Claim is asserted will expedite the Debtors' review of Proofs of Claim in these cases, will avoid the need for the Debtors move to reclassify claims filed (or treated by the Debtors as filed) against the wrong Debtor, and will not unduly burden Claimants. If more than one Debtor is listed on a Proof of Claim, then the Debtors will treat such Claim as if it is filed

only against the first listed Debtor. Finally, the Debtors propose that any Proof of Claim filed under the joint administration case number (*In re Noranda Aluminum, Inc., et al.*, Case No. 16-10083-399) or without otherwise identifying a Debtor be deemed as filed only against Noranda Aluminum, Inc. Notwithstanding the foregoing, the failure of any entity to file its Proof of Claim against the correct Debtor shall not constitute cause to expunge the Proof of Claim. Rather, the Debtors may seek to reclassify the Proof of Claim so that the claim is asserted against the proper Debtor on notice to the affected Claimant. However, notwithstanding anything in this paragraph to the contrary, the Debtors propose that any Indenture Trustee may file one Proof of Claim with respect to all of the amounts owed under each of the Debt Instruments, and such Proof of Claim will be deemed to be asserted by the Indenture Trustee against every Debtor that is liable for the Debt Claim so long as the Proof of Claim sets forth in reasonable detail the basis and amount of the claim asserted against each Debtor.

#### **BASIS FOR RELIEF**

A. *The Proposed Bar Dates Satisfy the Requirements under the Bankruptcy Code and Bankruptcy Rules and Should be Approved*

30. Bankruptcy Rule 3003(c) generally governs the filing of proofs of claim in a chapter 11 case pursuant to section 501 of the Bankruptcy Code and provides in relevant part: “[t]he court shall fix and for cause shown may extend the time within which proofs of claim or interest may be filed.” Fed. R. Bankr. P. 3003(c)(3). Moreover, Bankruptcy Rule 3003(c)(2) provides that any creditor who has a claim against the Debtors that arose prior to the Petition Date, and whose claim is not scheduled in the Schedules, or whose claim is listed on the Schedules as disputed, contingent or unliquidated, must file a Proof of Claim. Bankruptcy Rule 2002(a)(7) requires the Debtors to provide at least 21 days’ notice by mail of the time fixed for filing proofs of claim pursuant to Bankruptcy Rule 3003(c). The Debtors must provide creditors

with a foreign address at least 30 days' notice by mail of the time fixed for filing a proof of claim. Fed. R. Bankr. P. 2002(p)(2). Section 502(b)(9) of the Bankruptcy Code provides that governmental units shall have a minimum of 180 days after the entry of the order for relief to file proofs of claim.

31. The Bar Dates are necessary and appropriate to allow the Debtors to proceed with the administration of these Chapter 11 Cases. The Debtors are requesting herein that the General Bar Date be set for approximately forty-five (45) days after the entry of the proposed Bar Date Order and the Governmental Bar Date be set for more than 180 days after the entry for the order of relief, in compliance with the Bankruptcy Code and the Bankruptcy Rules. Moreover, the procedures described herein and set forth in the Bar Date Order provide creditors with ample notice and opportunity to file proofs of claim, while allowing these Chapter 11 Cases to move forward quickly with a minimum of administrative expense and delay. Notice of the General Bar Date pursuant to the procedures will exceed the twenty-one days' notice required by Bankruptcy Rule 2002(a)(7) and the thirty days' notice requirement of Bankruptcy Rule 2002(p)(2) by several weeks. Accordingly, the Debtors request that the Court approve the establishment of the Bar Dates.

B. *The Proposed Notice Procedures are Reasonable and Adequate*

32. The Debtors want to ensure that interested parties in these cases receive appropriate notice of the Bar Dates. To determine the adequacy of notice given to a creditor, bankruptcy law distinguishes between "known" and "unknown" creditors. See *Chemetron Corp. v. Jones (In re Chemetron Corp.)*, 72 F.3d 341, 346 (3d Cir. 1995); *Alderwoods Grp., Inc. v. Garcia*, 682 F.3d 958, 972 (11th Cir. 2012).

33. Known creditors generally must be provided with actual written notice of a debtor's bankruptcy filing and deadlines to file Claims. *Chemetron*, 72 F.3d at 346. Notification by publication will generally suffice for unknown creditors. *Id.*; *Alderwoods*, 682 F.3d at 972 (“In the bankruptcy context, a bar-date notice, published to unknown creditors, suffices to bring creditors within the power of the bankruptcy court administering the estate.”). A known creditor is one whose identity is either known or is reasonably ascertainable by the debtor. *Chemetron*, 72 F.3d at 346. An unknown creditor is one whose “interests are either conjectural or future or, although they could be discovered upon investigation, do not in due course of business come to knowledge [of the debtor].” *Id.* (quoting *Mullane v. Central Hanover Bank & Trust Co.*, 339 U.S. 306, 317 (1950)).

34. The Debtors submit that the proposed notice procedures respecting the Bar Dates more than satisfy the standards for notice set forth in applicable authorities. The Debtors have identified those persons and entities that are known to the Debtors to hold Claims against one or more of the Debtors, or are likely to be holders of Claims against one or more of the Debtors. In compiling their notice lists, the Debtors were over-inclusive to ensure the widest possible reach of actual notice.

35. With respect to potential unknown creditors and known creditors with an address unknown to the Debtors, the Publication Notice is tailored to provide notice of the Bar Dates on an extensive basis throughout the United States and in Jamaica. The Debtors believe that such Publication Notice suffices to provide any Claimants unknown to the Debtors with adequate notice of the Bar Dates. In addition, the Debtors believe that the Publication Notice contemplated by this Motion constitutes good and sufficient notice to unknown creditors.

36. Accordingly, the Debtors submit that the procedures set forth in this Motion and the Bar Date Order are adequate to ensure due and proper notice to all known and unknown parties that may have Claims against the Debtors and their estates and comply with the Bankruptcy Code, Bankruptcy Rules, and due process.

### **RESERVATION OF RIGHTS**

37. Nothing contained herein or in the Bar Date Order, the Bar Date Notice, or the Publication Notice is intended or should be construed as a waiver of any of the Debtors' rights, including, without limitation, any rights to: (a) dispute, or assert offsets or defenses against, any filed Claim or any Claim that may be listed or reflected in the Schedules as to the nature, amount, liability, or classification thereof; or (b) subsequently designate any scheduled Claim as disputed, contingent or unliquidated. In addition, nothing contained herein or in the Bar Date Order, the Bar Date Notice, or the Publication Notice is intended to be an admission of the validity of any Claim, or any of them, or an approval, assumption, or rejection of any agreement, contract or lease under section 365 of the Bankruptcy Code.

### **NOTICE**

38. The Debtors have provided notice of this Motion to (a) the Core Parties and (b) any Non-ECF Parties (as those terms are defined in the Case Management Order) (collectively, the "Notice Parties"). All parties who have requested electronic notice of filings in these cases through the Court's ECF system will automatically receive notice of this motion through the ECF system no later than the day after its filing with the Court. A copy of this Motion and the proposed Bar Date Order will also be made available on the Case Website. The Motion and the proposed Bar Date Order are subject to review by the Clerk of the Bankruptcy Court. The proposed Bar Date Order may be modified or withdrawn at any time without further notice,

including in consultation with the Clerk of the Bankruptcy Court. If any significant modifications are made to the proposed Bar Date Order, the amended proposed Bar Date Order will be made available on the Debtors' Case Website, and no further notice will be provided. In light of the relief requested, the Debtors submit that no further notice is necessary.

*[Remainder of page intentionally left blank.]*

Dated: March 29, 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  
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*Local Counsel to the Debtors and  
Debtors in Possession*

- and -

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*Counsel to the Debtors and  
Debtors in Possession*

**EXHIBIT 1**

**PROOF OF CLAIM FORM**

**Fill in this information to identify the case (Select only one Debtor per claim form):**

- |   |  |
|---|--|
| <input type="checkbox"/> Noranda Aluminum, Inc.<br>(Case No. 16-10083)                    | <input type="checkbox"/> Gramercy Alumina Holdings Inc.<br>(Case No. 16-40744)     |
| <input type="checkbox"/> Noranda Aluminum Holding Corporation<br>(Case No. 16-40739)      | <input type="checkbox"/> Gramercy Alumina Holdings II, Inc.<br>(Case No. 16-40745) |
| <input type="checkbox"/> Noranda Aluminum Acquisition Corporation<br>(Case No. 16-40740)  | <input type="checkbox"/> Noranda Alumina LLC<br>(Case No. 16-40746)                |
| <input type="checkbox"/> NHB Capital, LLC<br>(Case No. 16-40741)                          | <input type="checkbox"/> Noranda Bauxite Holdings Ltd.<br>(Case No. 16-40747)      |
| <input type="checkbox"/> Noranda Intermediate Holding Corporation<br>(Case No. 16-40742)) | <input type="checkbox"/> Noranda Bauxite Limited<br>(Case No. 16-40748)            |
| <input type="checkbox"/> Norandal USA, Inc.<br>(Case No. 16-40743)                        |  |

**Official Form 410**

**Proof of Claim**

12/15

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

**Part 1: Identify the Claim**

**1. Who is the current creditor?**

Name of the current creditor (the person or entity to be paid for this claim) \_\_\_\_\_  
 Other names the creditor used with the debtor \_\_\_\_\_

**2. Has this claim been acquired from someone else?**

No  
 Yes. From whom? \_\_\_\_\_

**3. Where should notices and payments to the creditor be sent?**

**Where should notices to the creditor be sent?**

**Where should payments to the creditor be sent? (if different)**

Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)

Name \_\_\_\_\_  
 Number Street \_\_\_\_\_  
 City State ZIP Code \_\_\_\_\_  
 Contact phone \_\_\_\_\_  
 Contact email \_\_\_\_\_

Name \_\_\_\_\_  
 Number Street \_\_\_\_\_  
 City State ZIP Code \_\_\_\_\_  
 Contact phone \_\_\_\_\_  
 Contact email \_\_\_\_\_

**4. Does this claim amend one already filed?**

No  
 Yes. Claim number on court claims registry (if known) \_\_\_\_\_

Filed on \_\_\_\_\_  
 MM / DD / YYYY

**5. Do you know if anyone else has filed a proof of claim for this claim?**

No  
 Yes. Who made the earlier filing? \_\_\_\_\_

Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor?  No  
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: \_\_\_\_\_

7. How much is the claim? \$\_\_\_\_\_. Does this amount include interest or other charges?  
 No  
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.  
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).  
Limit disclosing information that is entitled to privacy, such as health care information.

9. Is all or part of the claim secured?  No  
 Yes. The claim is secured by a lien on property.

**Nature of property:**  
 Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.  
 Motor vehicle  
 Other. Describe: \_\_\_\_\_

**Basis for perfection:** \_\_\_\_\_  
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

**Value of property:** \$\_\_\_\_\_

**Amount of the claim that is secured:** \$\_\_\_\_\_

**Amount of the claim that is unsecured:** \$\_\_\_\_\_ (The sum of the secured and unsecured amounts should match the amount in line 7.)

**Amount necessary to cure any default as of the date of the petition:** \$\_\_\_\_\_

**Annual Interest Rate** (when case was filed) \_\_\_\_\_ %  
 Fixed  
 Variable

10. Is this claim based on a lease?  No  
 Yes. Amount necessary to cure any default as of the date of the petition. \$\_\_\_\_\_

11. Is this claim subject to a right of setoff?  No  
 Yes. Identify the property: \_\_\_\_\_

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

No

Yes. Check one:

<input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).	Amount entitled to priority \$ _____
<input type="checkbox"/> Up to \$2,775* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).	\$ _____
<input type="checkbox"/> Wages, salaries, or commissions (up to \$12,475*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).	\$ _____
<input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).	\$ _____
<input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).	\$ _____
<input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)( ) that applies.	\$ _____

\* Amounts are subject to adjustment on 4/01/16 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9)?

No

Yes. Indicate the amount of your claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim. \$ \_\_\_\_\_

**Part 3:** Sign Below

**The person completing this proof of claim must sign and date it. FRBP 9011(b).**

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.**

Check the appropriate box:

- I am the creditor.
- I am the creditor's attorney or authorized agent.
- I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.
- I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date \_\_\_\_\_ (mm/dd/yyyy)

\_\_\_\_\_  
Signature  
**Print the name of the person who is completing and signing this claim:**

Name \_\_\_\_\_  
First name Middle name Last name

Title \_\_\_\_\_

Company \_\_\_\_\_  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address \_\_\_\_\_  
Number Street

City State ZIP Code

Contact phone \_\_\_\_\_ Email \_\_\_\_\_

## Official Form 410

# Instructions for Proof of Claim

United States Bankruptcy Court

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These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.  
18 U.S.C. §§ 152, 157 and 3571.

### How to fill out this form

- Fill in all of the information about the claim as of the date the case was filed.
- Fill in the caption at the top of the form.
- If the claim has been acquired from someone else, then state the identity of the last party who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.
- Attach any supporting documents to this form.  
Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *redaction* on the next page.)  
Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called “Bankruptcy Rule”) 3001(c) and (d).
- Do not attach original documents because attachments may be destroyed after scanning.
- If the claim is based on delivering health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.

- A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, individual’s tax identification number, or financial account number, and only the year of any person’s date of birth. See Bankruptcy Rule 9037.
- For a minor child, fill in only the child’s initials and the full name and address of the child’s parent or guardian. For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

### Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, either enclose a stamped self-addressed envelope and a copy of this form. You may view a list of filed claims in this case by visiting the Claims and Noticing Agent’s website at <https://cases.primeclerk.com/noranda>.

### Understand the terms used in this form

**Administrative expense:** Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing the bankruptcy estate.  
11 U.S.C. § 503.

**Claim:** A creditor’s right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy.  
11 U.S.C. §101 (5). A claim may be secured or unsecured.

**Claim Pursuant to 11 U.S.C. §503(b)(9):** A claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of the Debtor's business. Attach documentation supporting such claim.

**Creditor:** A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. §101 (10).

**Debtor:** A person, corporation, or other entity who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. § 101 (13).

**Evidence of perfection:** Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

**Information that is entitled to privacy:** A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

**Priority claim:** A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. §507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

**Proof of claim:** A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

**Redaction of information:** Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

**Secured claim under 11 U.S.C. §506(a):** A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of 1325(a).

Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment may be a lien.

**Setoff:** Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

**Unsecured claim:** A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

### Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

### Please send completed Proof(s) of Claim to:

Noranda Aluminum, Inc. Claims Processing Center  
c/o Prime Clerk LLC  
830 3rd Avenue, 3rd Floor  
New York, NY 10022

**Do not file these instructions with your form**

**EXHIBIT 2**

**BAR DATE NOTICE**

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
SOUTHEASTERN DIVISION

In re:

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

Case No. 16-10083-399

Chapter 11

Jointly Administered

**NOTICE OF DEADLINE FOR FILING OF PROOFS OF CLAIM, INCLUDING  
CLAIMS ASSERTED UNDER SECTION 503(b)(9) OF THE BANKRUPTCY CODE  
(BAR DATE IS JUNE 3, 2016, AT 5:00 P.M. (PREVAILING CENTRAL TIME))**

**YOU ARE RECEIVING THIS NOTICE BECAUSE YOU MAY HAVE A CLAIM  
AGAINST THE DEBTORS IN THE ABOVE-CAPTIONED CASES. YOU SHOULD  
READ THIS NOTICE CAREFULLY AND DISCUSS IT WITH YOUR ATTORNEY. IF  
YOU DO NOT HAVE AN ATTORNEY, YOU MAY WISH TO CONSULT ONE.**

TO: ALL POTENTIAL HOLDERS OF CLAIMS AGAINST THE DEBTORS

Please take notice that on February 8, 2016 (the "Petition Date"), the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors") filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code (the "Chapter 11 Cases") with the United States Bankruptcy Court for the Eastern District of Missouri (the "Court").

Please take further notice that on \_\_\_\_\_, 2016, the Court entered an order (the "Bar Date Order") establishing **June 3, 2016, at 5:00 p.m. (Prevailing Central Time)** (the "General Bar Date") as the last date and time for each person or entity to file a Proof of Claim in the Chapter 11 Cases (the "Proof of Claim" or "Proofs of Claim," as applicable); provided that, solely with respect to a governmental unit, the last date and time for such governmental unit to file a Proof of Claim in the Chapter 11 Cases is **August 30, 2016, at 5:00 p.m. (Prevailing Central Time)** (the "Government Bar Date"). For your convenience, except with respect to beneficial owners of the Debtors' public securities, enclosed with this Notice is a Proof of Claim form (the "Proof of Claim Form").

Please take further notice that the Bar Date Order and the procedures set forth therein and herein for the filing of Proofs of Claim apply to all Claims (the holder of any such Claim, a "Claimant") that arose, or are deemed to have arisen, prior to the Petition Date, regardless of their character or nature, whether secured or unsecured, priority or non-priority, liquidated or unliquidated, fixed or contingent, including, without limitation, Claims entitled to administrative priority status under section 503(b)(9) of the Bankruptcy Code, no matter how remote or contingent.

As used in this Notice, the term “creditor” has the meaning given to it in section 101(10) of the Bankruptcy Code, and includes all persons, entities, estates, trusts, governmental units and the United States Trustee. In addition, the terms “persons,” “entities” and “governmental units” are defined in sections 101(41), 101(15) and 101(27) of the Bankruptcy Code, respectively.

As used in this Notice, the term “Claim” or “Claim” has the meaning given to it in section 101(5) of the Bankruptcy Code, and includes as to or against any one or more of the Debtors: (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.

**Individual Debtor Information.** The last four digits of each Debtor’s federal tax identification number are set forth below. The Debtors’ mailing address is 801 Crescent Centre Drive, Suite 600, Franklin, Tennessee 37067.

<b>Entity Name</b>	<b>Case Number</b>	<b>Tax Identification #</b>
Noranda Aluminum, Inc.	16-10083	5285
Noranda Aluminum Holding Corp.	16-40739	8550
Noranda Aluminum Acquisition Corporation	16-40740	8458
NHB Capital, LLC	16-40741	0777
Noranda Intermediate Holding Corp.	16-40742	3238
Norandal USA, Inc.	16-40743	6477
Gramercy Alumina Holdings Inc.	16-40744	1941
Gramercy Alumina Holdings II, Inc.	16-40745	2806
Noranda Alumina, LLC	16-40746	4769
Noranda Bauxite Holdings Ltd.	16-40747	n/a
Noranda Bauxite Ltd.	16-40748	n/a

**A. PROOFS OF CLAIM AND MANNER OF FILING**

Except as otherwise provided herein, any person or entity that has or seeks to assert a Claim which arose, or is deemed to have arisen, prior to the Petition Date, including, without limitation, a Claim under section 503(b)(9) of the Bankruptcy Code, **MUST FILE A PROOF OF CLAIM ON OR BEFORE THE APPLICABLE BAR DATE** in order to potentially share in the Debtors’ estates. Under the Bar Date Order, the filing of an original, written Proof of Claim Form, or the electronic submission of a Proof of Claim Form shall be deemed to satisfy the procedural requirements for the assertion of administrative priority Claims under section 503(b)(9) of the Bankruptcy Code. All other administrative Claims under section 503(b) of the Bankruptcy Code must be made by separate requests for payment in accordance with section 503(a) of the Bankruptcy Code and shall not be deemed proper if made by Proof of Claim. No deadline has yet been established for the filing of administrative Claims other than Claims under section 503(b)(9) of the Bankruptcy Code. **Claims under section 503(b)(9) of the Bankruptcy Code must be filed by the General Bar Date.** Acts or omissions of the Debtors that occurred

or arose before the Petition Date may give rise to Claims that must be filed by the applicable Bar Date, notwithstanding that such Claims may not have matured, are contingent or have not become fixed or liquidated prior to or as of the Petition Date.

**THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTORS BELIEVE THAT YOU HAVE A CLAIM. A CLAIMANT SHOULD CONSULT AN ATTORNEY IF THE CLAIMANT HAS ANY QUESTIONS, INCLUDING WHETHER SUCH CLAIMANT SHOULD FILE A PROOF OF CLAIM.**

**i. Claims for Which No Proof of Claim Is Required to be Filed**

Notwithstanding the above, holders of the following Claims are not required to file a Proof of Claim on or before the applicable Bar Date solely with respect to such Claim:

- a. any person or entity that has already filed a properly supported and executed Proof of Claim against the applicable Debtor(s) with either Prime Clerk or the Clerk of the Court for the United States Bankruptcy Court for the Eastern District of Missouri in a form substantially similar to the Proof of Claim Form;
- b. any person or entity (i) whose Claim is listed in the Debtors' schedules of assets and liabilities and/or schedules of executory contracts and unexpired leases (collectively, the "Schedules")<sup>1</sup> or any amendments thereto, and (ii) whose Claim is not described therein as "disputed," "contingent," or "unliquidated," and (iii) who does not dispute the amount or characterization of its Claim (including that the Claim is an obligation of the specific Debtor against which the Claim is scheduled) as set forth in the Schedules;
- c. professionals retained by the Debtors, the Committee or any other committee appointed in these Chapter 11 Cases pursuant to orders of this Court who assert administrative Claims for fees and expenses subject to the Court's approval pursuant to sections 330, 331 and 503(b) of the Bankruptcy Code;
- d. any person or entity that holds or asserts a Claim pursuant to sections 503(b) and 507(a)(2) of the Bankruptcy Code as an administrative expense other than 503(b)(9) Claims;
- e. any person or entity that holds a claim for which specific deadlines other than the Bar Dates have been fixed by an order of the Court entered on or prior to the applicable Bar Date;

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<sup>1</sup> The Debtors filed their Schedules on March 28, 2016.

- f. current officers, directors, and employees of the Debtors who may hold contingent and unliquidated Claims for indemnification, contribution, or reimbursement arising as a result of such officers', directors', or employees' prepetition or postpetition services to the Debtors; provided, that any officer, director or employee covered by this provision who wishes to assert Claims, other than contingent and unliquidated Claims for indemnification, contribution or reimbursement, must file Proofs of Claim on account of such Claims on or before the General Bar Date unless another exception in this paragraph applies;
- g. any person or entity that holds a claim under (i) that certain ABL Credit Agreement dated as of February 29, 2012 (as at any time amended or supplemented, the "Pre-Petition ABL Loan Agreement"), and together with the related transaction documents, the "Pre-Petition ABL Loan Documents") by and among the domestic Debtors (other than NHB Capital, LLC), as borrowers or guarantors, certain financial institutions in their capacity as lenders party thereto and Bank of America, N.A. in its capacity as administrative and collateral agent (the "Pre-Petition ABL Agent") or (ii) that certain Credit Agreement dated as of February 29, 2012 (as at any time heretofore amended, modified, restated or supplemented, the "Pre-Petition Term Loan Agreement"), and together with the related transaction documents, the "Pre-Petition Term Loan Documents") by and among Noranda Aluminum Acquisition Corp., as borrower, the guarantors party thereto, certain financial institutions in their capacity as lenders party thereto and Cortland Capital Market Services LLC, in its separate capacities as administrative agent and collateral agent (the "Pre-Petition Term Agent"), the claims for which, in the absence of the filing of a Proof of Claim, shall be governed by the Pre-Petition ABL Loan Documents and Pre-Petition Term Loan Documents, as applicable, and the Final DIP Order.<sup>2</sup> Notwithstanding the preceding sentence, if the Pre-Petition ABL Agent and/or Pre-Petition Term Agent so elects, each of the Pre-Petition ABL Agent and Pre-Petition Term Agent shall be authorized and empowered (but not required) to (i) file (and amend and/or supplement as it sees fit) a Proof of Claim and/or aggregate Proof of Claim in each Chapter 11 Case or Successor Case on behalf of Pre-Petition ABL Credit Parties and Pre-Petition Term Credit Parties, respectively, on account of its respective claims against the Debtors, (ii) file (and amend and/or supplement as it sees fit) a single Proof of Claim in the case of *In re Noranda Aluminum, Inc.*, Case No. 16-10083-399, in which such case such Proof of Claim will be deemed to have been filed

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<sup>2</sup> Capitalized terms used in this paragraph, but not otherwise defined herein, shall have the meanings ascribed to them in the *Final Order Granting Debtors' Motion to (i) Authorize Debtors in Possession to Obtain Post-Petition Financing Pursuant to 11 U.S.C. §§ 105, 362, 363, 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, and (v) Grant Related Relief* [Docket No. 392] (the "Final DIP Order").

against each of the Debtors (a “Master Proof of Claim”), and (iii) collect and receive any monies or other property payable or distributable on account of any such claims and to share such payments or property with Pre-Petition ABL Credit Parties and Pre-Petition Term Credit Parties, as the case may be, in accordance with their respective Pre-Petition Loan Documents, the Final DIP Order and the Intercreditor Agreement. Upon the filing of a Master Proof of Claim, each Pre-Petition Credit Party on whose behalf such Master Proof of Claim was filed shall be deemed to have filed a Proof of Claim in the amount set forth opposite its name therein in respect of its claims against any Debtor under the applicable Pre-Petition Loan Documents, and the claim of each Pre-Petition Credit Party (and each of its respective successors and assigns) named in such Master Proof of Claim shall be treated as if each such entity had filed a separate Proof of Claim in each Chapter 11 Case. Neither the Pre-Petition ABL Agent nor Pre-Petition Term Agent shall be required to amend a proof of claim or a Master Proof of Claim filed by it to reflect a change in the holder of a claim set forth therein or a reallocation among such holders of the claims asserted therein and resulting from the transfer of all or any portion of such claims. Nothing herein or in the Bar Date Order shall modify or be deemed to amend the provisions of paragraph 26 of the Final DIP Order;

- h. any DIP Credit Party with respect to any of the obligations under the DIP Financing Documents, all of which shall be due and payable in accordance with the DIP Loan Agreements and the other DIP Financing Documents applicable thereto;
- i. any person or entity that holds or asserts a claim that is limited exclusively to the repayment of principal, interest and/or other applicable fees and charges (a “Debt Claim”) owed under any bond or note issued by the Debtors pursuant to an indenture (a “Debt Instrument”); provided, however, that: (i) an indenture trustee under a Debt Instrument (each, an “Indenture Trustee”) shall file one Proof of Claim, on or before the General Bar Date, with respect to all of the amounts owed under each of the Debt Instruments and such Proof of Claim shall be deemed to be asserted by the indenture trustee against every Debtor that is liable for the Debt Claim so long as the Proof of Claim sets forth in reasonable detail the basis and amount of the claim asserted against each Debtor, and (ii) any holder of a Debt Claim wishing to assert a claim, other than a Debt Claim, arising out of or relating to a Debt Instrument must file a Proof of Claim on or before the General Bar Date, unless another exception in this paragraph applies;
- j. any present or former employee of the Debtors, solely with respect to any claim based on the payment of an obligation arising in the ordinary course of business and previously authorized to be paid by the *Order Pursuant to Sections 105(a), 363 and 507(a) of the Bankruptcy Code (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 and Directing 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 to the Foregoing* entered on February 9, 2016 [ECF No. 78]; provided, however, that if the Debtors provide written notice to any current employee stating that the Debtors do not intend to pay such claim, such employee shall have until the later of (i) the General Bar Date and (ii) thirty days from the date of service of such written notice, to file a proof of claim in respect of such claim; provided further, that a current employee must submit a Proof of Claim by the General Bar Date for any other claim arising before the Petition Date, including claims, if any, related to wrongful termination, discrimination, harassment, a hostile work environment or retaliation; provided further, that notwithstanding the foregoing, either employees (present or former) or their labor unions must submit claims relating to grievances prior to the General Bar Date to the extent the grounds for such grievances arose on or prior to the Petition Date, provided, that labor unions may submit a claim itemizing such grievances on behalf of their respective members;

- k. any Debtor asserting a Claim against any other Debtor;
- l. any entity whose Claim asserts a right to payment or performance solely against a non-Debtor affiliate of a Debtor;
- m. any person or entity whose Claim has already been paid in full by a Debtor in accordance with the Bankruptcy Code or in accordance within an order of the Court;
- n. any wholly-owned, direct or indirect non-debtor subsidiary or affiliate of any Debtor asserting a Claim against any Debtor;
- o. any person or entity whose Claim has been allowed by an order of the Court entered on or before the applicable Bar Date; and
- p. any holder of an interest based on equity securities of a Debtor solely with respect to such holder's ownership interest in or possession of such equity securities; provided, however, that any such holders who wish to assert a Claim against any of the Debtors based on transactions in the Debtors' securities, including, but not limited to, Claims for damages or rescission based on the purchase or sale of such securities must file a Proof of Claim on or prior to the General Bar Date; provided, further, that the Debtors reserve all rights with respect to any such Claim including, *inter alia*, to

assert that such Claims are subject to subordination pursuant to section 510(b) of the Bankruptcy Code.<sup>3</sup>

**Please take notice that any Claimant exempted from filing a Proof of Claim pursuant to the preceding paragraph must still properly and timely file a Proof of Claim for any other Claim that does not fall within the exemptions provided by the preceding paragraph.**

**ii. Claims Arising from Rejected Executory Contracts or Unexpired Leases**

Any person or entity that holds a Claim that arises from the rejection of an executory contract or unexpired lease must file a Proof of Claim based on such rejection by the later of (a) the General Bar Date or (b) 5:00 p.m. (Prevailing Central Time) on the date that is thirty (30) days from the date that the Debtors provide written notice of the rejection date to the affected creditor (unless the order authorizing such rejection provides otherwise) (the "Rejection Bar Date").

**iii. Amendment to the Schedules**

If the Debtors amend their Schedules, then the Bar Date for those creditors affected by any such amendment shall be the later of (a) the General Bar Date or (b) 5:00 p.m. (Prevailing Central Time) on the date that is thirty (30) days from the date that the Debtors provide written notice to the affected creditor that the Schedules have been amended (the "Amended Schedules Bar Date") and, together with the General Bar Date, Government Bar Date, and Rejection Bar Date, the "Bar Dates," and each a "Bar Date").

**B. WHEN AND WHERE TO FILE PROOFS OF CLAIM**

All Claimants must submit (by overnight mail, courier service, hand delivery, regular mail or in person) an original, written Proof of Claim that substantially conforms to the Proof of Claim Form so as to be **actually received** by Prime Clerk LLC ("Prime Clerk"), the Debtors' Claims and notice agent, by no later than 5:00 p.m. (Prevailing Central Time) on or before the applicable Bar Date at the following address:

Noranda Aluminum, Inc. Claims Processing Center  
c/o Prime Clerk LLC  
830 Third Avenue, 3<sup>rd</sup> Floor  
New York, NY 10022

Alternatively, Claimants may submit a Proof of Claim electronically through the electronic Claims filing system available at <https://cases.primeclerk.com/noranda/EPOC-Index>. Proofs of Claim will be deemed timely filed only if actually received by Prime Clerk on or before the applicable Bar Date. Proofs of Claim may not be delivered by facsimile, telecopy, or electronic mail transmission. Any facsimile, telecopy, or electronic mail submissions will not be accepted and will not be deemed filed until a Proof of Claim is submitted to Prime Clerk by overnight

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<sup>3</sup> The Debtors reserve the right to seek establishment of a bar date for the filing of proofs of interest at a later date.

mail, courier service, hand delivery, regular mail or in person or through the electronic filing system described above. Claimants wishing to receive acknowledgment that their original, written Proofs of Claim were received by Prime Clerk must submit (i) a copy of the Proof of Claim and (ii) a self-addressed, stamped envelope (in addition to the original Proof of Claim sent to Prime Clerk).

### **C. CONTENTS OF A PROOF OF CLAIM**

As noted above, the Debtors are enclosing a Proof of Claim Form for use in these Chapter 11 Cases, or you may use another Proof of Claim form that substantially conforms to Official Bankruptcy Form No. B410. The Proof of Claim Form is available free of charge on Prime Clerk's website at <https://cases.primeclerk.com/noranda>.

If your Claim listed in the Debtors' Schedules, the Proof of Claim Form sent to you will indicate how the Debtors have scheduled your Claim in the Schedules, including (a) the identity of the Debtor against which your Claim is scheduled; (b) the amount of the scheduled Claim, if any; (c) whether the Claim is listed as disputed, contingent, or unliquidated; and (d) whether the Claim is listed as a secured, unsecured priority, or unsecured non-priority Claim. You will receive a different Proof of Claim form for each Claim scheduled in your name by the Debtors. For holders of potential Claims that are listed in the Schedules of more than one of the Debtors, such creditor will receive a separate Proof of Claim Form related to each such Debtor.

To be valid, your Proof of Claim **MUST**: (a) be signed by the Claimant (which may be satisfied by electronic signature through the electronic Claims filing system described above); (b) be written in the English language; (c) be denominated in lawful currency of the United States; provided that Claims in foreign currency must state the amounts claimed in such foreign currency and must also convert each such amount to United States dollars as of February 8, 2016; (d) conform substantially to the Proof of Claim Form or Official Form B410; (e) specify the Debtor against which the Proof of Claim is filed as well as the bankruptcy case number corresponding to such Debtor; (f) set forth with specificity the legal and factual basis for the alleged Claim; and (g) include supporting documentation or an explanation as to why such documentation is not available. **You should redact any sensitive information from your supporting documentation prior to filing your Proof of Claim.**

All Claimants asserting Claims against more than one Debtor must file a separate Proof of Claim with respect to each such Debtor and identify on each Proof of Claim the particular Debtor against which their Claim is asserted. If more than one Debtor is listed on a Proof of Claim, then the Debtors shall treat such Claim as filed only against the first listed Debtor. Any Proof of Claim filed under the joint administration case number (*Noranda Aluminum, Inc., et al*, Case No. 16-10083) or without otherwise identifying a Debtor shall be deemed as filed only against Noranda Aluminum, Inc. Notwithstanding the foregoing, the failure of any entity to file its Proof of Claim against the correct Debtor shall not constitute cause to expunge the Proof of Claim. Rather, the Debtors may seek to reclassify the Proof of Claim so that the claim is asserted against the proper Debtor on notice to the affected claimant. However, notwithstanding anything in this paragraph to the contrary, any Indenture Trustee may file one Proof of Claim with respect to all of the amounts owed under each of the Debt Instruments, and such Proof of Claim shall be

deemed to be asserted by the Indenture Trustee against every Debtor that is liable for the Debt Claim so long as the Proof of Claim sets forth in reasonable detail the basis and amount of the claim asserted against each Debtor.

**If you are filing a Claim under section 503(b)(9) of the Bankruptcy Code, you must indicate in Box 13 of the Proof of Claim Form the amount of the Claim that arises under section 503(b)(9) of the Bankruptcy Code. For each Claim under section 503(b)(9) of the Bankruptcy Code, you must attach all documents supporting such Claim to the Proof of Claim Form and include a statement setting forth with specificity: (i) the value of the goods the Claimant contends the Debtors received within twenty (20) days before the Petition Date; (ii) documentation, including invoices, receipts, purchase orders, bills of lading, and the like, identifying the particular goods for which the claim is being asserted; (iii) documentation regarding which Debtor the goods were shipped to, to the extent the Claimant has knowledge, the date the goods were received by such Debtor, and the alleged value of such goods; and (iv) a statement indicating (A) whether the value of such goods listed in the Proof of Claim Form represents a combination of services and goods, (B) the percentage of value related to services and related to goods, and (C) whether the Claimant has been paid on account of any other claim against any Debtor regarding the goods underlying its Proof of Claim Form.**

#### **D. CONSEQUENCES FOR FAILURE TO FILE A PROOF OF CLAIM**

Any Claimant that is required to file a Proof of Claim in these Chapter 11 Cases pursuant to the Bankruptcy Code, the Bankruptcy Rules or the Bar Date Order with respect to a particular Claim, but that fails to do so properly by the applicable Bar Date, shall be forever barred, estopped, and enjoined from: (a) asserting such Claim against the Debtors and their estates (or filing a Proof of Claim with respect thereto), and the Debtors and their properties and estates shall be forever discharged from any and all indebtedness or liability with respect to such Claim and (b) voting upon, or receiving distributions under, any chapter plan in these Chapter 11 Cases or otherwise in respect of or on account of such Claim, and such person or entity shall not be treated as a creditor with respect to such Claim for any purpose in these Chapter 11 Cases.

#### **E. CONTINGENT CLAIMS**

Acts or omissions of or by the Debtors that occurred, or that are deemed to have occurred, prior to the Petition Date, including, without limitation, acts or omissions related to any indemnity agreement, guarantee, services provided to or rendered by the Debtors, or goods provided to or by the Debtors, may give rise to Claims against the Debtors and their estates notwithstanding the fact that such Claims (or any injuries on which they may be based) may be contingent or may not have matured or become fixed or liquidated prior to the Petition Date. Therefore, any person or entity that holds a Claim or potential Claim against the Debtors and their estates, no matter how remote, contingent, or unliquidated, **MUST** file a Proof of Claim on or before the applicable Bar Date.

**F. THE SCHEDULES**

You may be listed as the holder of a Claim in the Schedules. The Schedules are available free of charge on Prime Clerk's website at <https://cases.primeclerk.com/noranda>. If you rely on the Schedules, it is your responsibility to determine that your Claim is accurately listed in the Schedules. As described above, if (a) you agree with the nature, amount and status of your Claim as listed in the Schedules and (b) your Claim is NOT described as "disputed," "contingent," or "unliquidated," then you are not required to file a Proof of Claim in these Chapter 11 Cases with respect to such 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 and the Bar Date Order.

**G. RESERVATION OF RIGHTS**

Nothing contained in this Notice or the Bar Date Order is intended or should be construed as a waiver of any of the Debtors' rights, including without limitation, their rights to: (a) dispute, or assert offsets or defenses against, any filed Claim or any Claim listed or reflected in the Schedules as to the nature, amount, liability or classification thereof; (b) subsequently designate any scheduled Claim as disputed, contingent or unliquidated; or (c) otherwise amend or supplement the Schedules. In addition, nothing contained herein is intended or should be construed as an admission of the validity of any Claim or an approval, assumption or rejection of any agreement, contract or lease under section 365 of the Bankruptcy Code. All such rights and remedies are reserved.

**H. ADDITIONAL INFORMATION**

The Proof of Claim Form, the Bar Date Order, and all other pleadings filed in the Chapter 11 Cases are available free of charge on Prime Clerk's website at <https://cases.primeclerk.com/noranda>. If you have questions concerning the filing or processing of Claims, you may contact the Debtors' Claims agent, Prime Clerk, by emailing [norandainfo@primeclerk.com](mailto:norandainfo@primeclerk.com), by phone at (855) 410-7360 or, if calling from outside the United States or Canada, at (646) 795-6965.

**EXHIBIT 3**

**PUBLICATION NOTICE**

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
SOUTHEASTERN DIVISION

In re:

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

Case No. 16-10083-399

Chapter 11

Jointly Administered

**NOTICE OF DEADLINE FOR FILING OF PROOFS OF CLAIM, INCLUDING  
CLAIMS ASSERTED UNDER SECTION 503(b)(9) OF THE BANKRUPTCY CODE  
(BAR DATE IS JUNE 3, 2016, AT 5:00 P.M. (PREVAILING CENTRAL TIME))**

On February 8, 2016, Noranda Aluminum, Inc. and its affiliated debtors and debtors-in-possession (each a “Debtor” and, collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the U.S. Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”). The Debtors, their respective chapter 11 case numbers (collectively, the “Chapter 11 Cases”), and the last four digits of their respective federal tax identification numbers 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.

On [\_\_\_\_\_], 2016, the United States Bankruptcy Court for the Eastern District of Missouri (the “Court”) entered an order [Docket No. \_\_\_\_] (the “Bar Date Order”) establishing certain deadlines for the filing of Proofs of Claim in the Chapter 11 Cases. Pursuant to the Bar Date Order, each person or entity (including, without limitation, each individual, partnership, joint venture, corporation, estate, and trust) that holds or seeks to assert a Claim (as defined in section 101(5) of the Bankruptcy Code) that arose, or is deemed to have arisen, prior to the Petition Date (including, without limitation, Claims entitled to administrative priority status under section 503(b)(9) of the Bankruptcy Code), no matter how remote or contingent such right to payment or equitable remedy may be (with certain limited exceptions as set forth in the Bar Date Order), **MUST FILE A PROOF OF CLAIM** on or before **5:00 p.m. (Prevailing Central Time), on June 3, 2016** (the “General Bar Date”), by sending an original Proof of Claim form to Noranda Aluminum, Inc. Claims Processing Center, c/o Prime Clerk LLC, 830 Third Avenue, 3rd Floor, New York, NY 10022, or by completing the online Proof of Claim form available at <https://cases.primeclerk.com/noranda/EPOC-Index>, so that it is **actually received** on or before the General Bar Date; provided that, solely with respect to governmental units (as defined in section 101(27) of the Bankruptcy Code), the deadline for such governmental units to file a Proof

of Claim is **August 30, 2016, at 5:00 p.m. (Prevailing Central Time)** (the “Government Bar Date” and, together with the General Bar Date and all other deadlines for filing Proofs of Claim set forth in the Bar Date Order, the “Bar Dates,” and each a “Bar Date”). Proofs of Claim must be sent by overnight mail, courier service, hand delivery, regular mail or in person, or completed electronically through Prime Clerk’s website. Proofs of Claim sent by facsimile, telecopy or electronic mail will **not** be accepted and will **not** be considered properly or timely filed for any purpose in these Chapter 11 Cases.

**ANY PERSON OR ENTITY THAT IS REQUIRED TO FILE A PROOF OF CLAIM IN THESE CHAPTER 11 CASES WITH RESPECT TO A PARTICULAR CLAIM AGAINST THE DEBTORS, BUT THAT FAILS TO DO SO PROPERLY BY THE APPLICABLE BAR DATE, SHALL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM: (A) ASSERTING SUCH CLAIM AGAINST THE DEBTORS AND THEIR ESTATES (OR FILING A PROOF OF CLAIM WITH RESPECT THERETO), AND THE DEBTORS AND THEIR PROPERTIES AND ESTATES SHALL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO SUCH CLAIM; AND (B) VOTING UPON, OR RECEIVING DISTRIBUTIONS UNDER, ANY CHAPTER 11 PLAN IN THESE CHAPTER 11 CASES OR OTHERWISE IN RESPECT OF OR ON ACCOUNT OF SUCH CLAIM, AND SUCH PERSON OR ENTITY SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR ANY PURPOSE IN THESE CHAPTER 11 CASES.**

A copy of the Bar Date Order and the Court-approved Proof of Claim form may be obtained by contacting the Debtors’ Claims agent, in writing, at Prime Clerk, 830 Third Avenue, 3rd Floor, New York, NY 10022 or online at <https://cases.primeclerk.com/noranda>. The Bar Date Order can also be viewed on the Court’s website at <http://www.moeb.uscourts.gov>. A login and password to the Court’s Public Access to Electronic Court Records (“PACER”) are required to access <http://www.moeb.uscourts.gov> and can be obtained through the PACER Service Center at [www.pacer.psc.uscourts.gov](http://www.pacer.psc.uscourts.gov). If you have questions concerning the filing or processing of Claims, you may contact the Debtors’ Claims agent, Prime Clerk, by emailing [norandainfo@primeclerk.com](mailto:norandainfo@primeclerk.com), by phone at (855) 410-7360 or, if calling from outside the United States or Canada, at (646) 795-6965.

Dated: \_\_\_\_\_, 2016  
St. Louis, Missouri

BY THE ORDER OF THE COURT  
THE HONORABLE BARRY S. SCHERMER