

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

In re:

ORCHIDS PAPER PRODUCTS
COMPANY, *et al.*,¹

Debtors.

Chapter 11

Case No. 19-10729 (MFW)

(Jointly Administered)

Re: Docket No. 330

**NOTICE OF BAR DATE FOR FILING OF PROOFS OF CLAIM, INCLUDING SECTION 503(b)(9)
CLAIMS GENERAL BAR DATE IS JULY 30, 2019
AT 4:00 P.M. PREVAILING EASTERN TIME**

TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST THE DEBTORS:

PLEASE TAKE NOTICE THAT ON April 1, 2019 (the “**Petition Date**”), the above-captioned debtors and debtors in possession (the “**Debtors**”) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Delaware (the “**Court**”). The Debtors have continued in possession of their property pursuant to Bankruptcy Code sections 1107(a) and 1108.

Pursuant to the order of the Court dated July 2, 2019 [Docket No. 330] (the “**Bar Date Order**”),² all creditors (each a “**Creditor**”), holding or wishing to assert unsecured or secured, priority or nonpriority claims (as defined in the Bankruptcy Code section 101(5)) against the Debtors or the Debtors’ estates arising or accruing prior to the Petition Date, including claims arising under Bankruptcy section 503(b)(9) (each a “**Claim**”), are required to file a separate, completed, and executed proof of claim (by completing the personalized proof of claim form enclosed herewith and attached to the Bar Date Order as Exhibit 3) (the “**Proof of Claim Form**”) on account of such Claim, together with accompanying documentation on or before July 30, 2019 at 4:00 p.m. prevailing Eastern time (the “**General Bar Date**”). Solely with respect to government units as defined by Bankruptcy Code section 101(27), the proofs of claim must be submitted on or before September 30, 2019 at 4:00 p.m. (the “**Governmental Bar Date**”).

Pursuant to the Bar Date Order, the filing of a Proof of Claim Form shall be deemed to satisfy the procedural requirements for the assertion of administrative priority claims under Bankruptcy Code sections 503(b)(9). All other administrative claims under Bankruptcy Code section 503(b) must be made by separate requests for payment in accordance with Bankruptcy Code section 503(a) and will not be deemed proper if made by a proof of claim. No deadline has been established for the filing of administrative other than Claims under Bankruptcy

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are Orchids Paper Products Company, a Delaware corporation (6944), Orchids Paper Products Company of South Carolina, a Delaware corporation (7198), and Orchids Lessor SC, LLC, a South Carolina limited liability company (7298). The location of the Debtors’ mailing address is 201 Summit View Drive, Suite 110, Brentwood, Tennessee 37027.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

Code section 503(b)(9). **Claims under Bankruptcy Code section 503(b)(9) must be filed by the General Bar Date.**³

It is your responsibility to determine whether your Claim is listed on the Debtors' schedules of assets and liabilities and statements of financial affairs filed in this case (collectively, the "**Schedules**"). Copies of the Debtors' Schedules can be obtained free of charge at <https://cases.primeclerk.com/orchidpaper/EPOC-Index>.

In the event that the Debtors should amend their Schedules subsequent to the date hereof, the Debtors shall give notice of such amendment to the holders of the Claims affected thereby, and such holders shall be afforded the later of the General Bar Date or twenty-one (21) days from the date on which such notice has been given to such holders (the "**Amended Schedule Bar Date**") to file Proof of Claim Forms or forever be barred from doing so.

In the event that a Claim arises with respect to the Debtors' rejection of an executory contract or unexpired lease, the holder of such Claim will be afforded the latest of (i) the General Bar Date, (ii) thirty (30) days after a claimant is served with notice of the entry of an order authorizing the rejection of such executory contract or unexpired lease, or (iii) thirty (30) days after a claimant is served with notice of the effective date of the rejection of such executory contract or unexpired lease, including pursuant to 11 U.S.C. §365(d)(4), except as otherwise set forth in any order of the Court, including but not limited to, a sale order, (the "**Rejection Claim Bar Date**") to file a Proof of Claim Form or forever be barred from doing so.

Proof of Claim Forms **ARE REQUIRED** to be filed by Creditors holding or wishing to assert Claims against the Debtors for the following types of claims that arose prior to the Petition Date:

- (a) Any Entity whose Claim is listed in the Schedules as "disputed," "contingent," or "unliquidated," or in the amount of zero, if such Entity desires to participate or share in any distribution in these Chapter 11 Cases;
- (b) Any Entity who believes its Claim is improperly classified in the Schedules or is listed in an incorrect amount, or is an obligation of a Debtor other than the Debtor whose Schedules reflect the Claim, if such Entity desires to have its Claim allowed in a classification or amount different from that set forth in the Schedules, or desires to have its Claim allowed against a Debtor other than the Debtor whose Schedules reflect the Claim; and
- (c) Any Entity whose Claim against the Debtors is not listed in the Schedules, if such Entity desires to participate or share in any distribution in these Chapter 11 Cases; and
- (d) Any Entity who believes it holds a 503(b)(9) Claim against the Debtors.

AT THIS TIME, Proof of Claim Forms **ARE NOT REQUIRED** to be filed by Creditors holding or wishing to assert Claims against the Debtors for the following types of claims (collectively, the "**Excluded Claims**"):

³ Under 11 U.S.C § 503(b)(9), claims for the value of goods received by the Debtors in the ordinary course of their business during the 20-day period prior to the Petition Date are entitled to administrative claim status.

- (a) Any Entity (i) that agrees with the nature, classification, and amount of his, her, or its Claim as set forth in the Schedules and agrees that the Claim is an obligation of the specific Debtor whose Schedules reflect the claim, and (ii) whose Claim against the Debtors is **not** listed as “disputed,” “contingent,” or “unliquidated” in the Schedules;
- (b) Any Entity that has already properly filed a proof of claim against the Debtors;
- (c) Any Entity asserting a Claim allowable under Bankruptcy Code sections 503(b) and 507(a)(2) as an administrative expense of the Chapter 11 Cases (other than any 503(b)(9) Claim);
- (d) Any Entity whose Claim against the Debtors previously has been allowed by, or paid pursuant to, an order of the Court;
- (e) Any current employee of the Debtors on account of any Claim the Court has authorized the Debtors to honor in the ordinary course of business as a wage, commission, or benefit, *provided however*, that a current employee must submit a Proof of Claim by the General Bar Date for all other Claims arising before the Petition Date, including Claims, if any, for wrongful termination, discrimination, harassment, hostile work environment, and retaliation and Claims covered by the Debtors’ workers compensation insurance;
- (f) Any present or former employee of the Debtors whose employment is or was, as applicable, subject to the terms of a collective bargaining agreement (and, with respect to benefit claims, spouses and beneficiaries of such employees) or any labor union representing such employees (collectively, “**CBA Parties**”) with respect to prepetition claims based solely on the payment of wages, salaries, employee medical benefits, or other benefits the Court has authorized the Debtors to honor in the ordinary course of business. CBA Parties need not submit Claims for such amounts unless the Debtors have provided written notice to certain CBA Parties and their unions, where applicable, that the Debtors do not intend to pay such Claims with respect to those certain CBA Parties, in which case those CBA Parties will have until the later of (i) the General Bar Date and (ii) 35 days after the date written notice to submit the proofs of claims. Notwithstanding the foregoing, employees (present and former) or the 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 before the Petition Date, *provided* that labor unions may submit a claim itemizing such grievances on behalf of their respective member;
- (g) Any holder of equity securities of, or other interests in, the Debtors solely if, and only if, such holder’s Claim relates 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 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. The Debtors reserve all rights with respect to any such Claims, including, *inter alia*, the right to assert that such Claims are subject to subordination pursuant to Bankruptcy Code section 510(b);

- (h) Current officers and directors of the Debtors who assert Claims for indemnification and/or contribution arising as a result of such officers' or directors' prepetition or postpetition services to the Debtors;
- (i) Any Debtor asserting a Claim against another Debtor;
- (j) Any non-Debtor affiliate asserting a Claim against any Debtor; and
- (k) Orchids Investment, LLC, in its capacity as the Debtors' Prepetition Secured Lender.

Should the Court fix a date in the future after the General Bar Date by which time any of the Excluded Claims must be filed, you will be so notified.

For any Proof of Claim Form to be validly and properly filed, a signed original of the completed Proof of Claim Form, together with accompanying documentation, must be submitted to the Debtors' noticing and claims agent, Prime Clerk LLC ("**Prime Clerk**"), either by mail or hand delivery or electronically using the interface available on Prime Clerk's website at <https://cases.primeclerk.com/orchidspaper/EPOC-Index> in accordance with Local Rule 3003-1(a) so that they are received no later than **4:00 p.m. prevailing Eastern time** on the applicable Bar Date.

Proof of Claim Forms delivered by mail or sent by overnight courier or hand delivery, to Prime Clerk should be addressed and sent to:

Orchids Paper Products Company Claims Processing Center
c/o Prime Clerk LLC
850 3rd Avenue, Suite 412
Brooklyn, NY 11232

Proof of Claim Forms shall be deemed filed when **actually received** by Prime Clerk (not the date of the postmark). Any Entity that files a Proof of Claim by mail, overnight courier, or hand delivery, who wishes to receive a clocked-in copy by return mail must include an additional copy of the proof of claim and a self-addressed, postage-paid envelope.

A Proof of Claim Form is enclosed with this notice and may be used to file your Claims. Additional Proof of Claim Forms are available at <http://www.uscourts.gov/forms/bankruptcy-forms/proof-claim-0>; or <https://cases.primeclerk.com/orchidspaper/EPOC-Index>.

All Proof of Claim Forms must be in English and amounts must be in U.S. Dollars.

Additionally, all Proof of Claim Forms must: (a) conform substantially to the enclosed Proof of Claim Form; (b) specify the Debtor against which the Proof of Claim is asserted; (c) set forth with specificity the legal and factual basis for the alleged Claim; (d) include supporting documentation (or, if such documentation is voluminous, a summary of such documentation) or an explanation as to why such documentation is not available; and (e) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. Any Proof of Claim asserting a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code must also: (f) include the value of the goods delivered to and received by the Debtors in the twenty (20) days prior to the Petition Date; and (g) attach any documentation identifying the particular invoices for which the 503(b)(9) claim is being asserted.

PLEASE TAKE FURTHER NOTICE THAT, EXCEPT WITH RESPECT TO CLAIMS OF THE TYPE SET FORTH IN PARAGRAPHS (A) THROUGH (E) ABOVE, ANY ENTITY WHO IS REQUIRED TO FILE A PROOF OF CLAIM BUT FAILS TO DO SO ON OR BEFORE JULY 30, 2019 SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR PURPOSES OF VOTING AND DISTRIBUTION IN THESE CHAPTER 11 CASES, ABSENT ORDER OF THE COURT TO THE CONTRARY, PROVIDED, HOWEVER, THAT A HOLDER OF A CLAIM SHALL BE ABLE TO ASSERT AND VOTE UPON ANY UNDISPUTED, NONCONTINGENT AND LIQUIDATED CLAIMS IDENTIFIED IN THE SCHEDULES ON BEHALF OF SUCH HOLDER, IN THE AMOUNT SET FORTH IN THE SCHEDULES, AND RECEIVE DISTRIBUTIONS UNDER ANY PLAN OF REORGANIZATION OR LIQUIDATION IN THESE CASES ON ACCOUNT OF SUCH SCHEDULED CLAIM.

The Debtors reserve the right to: (i) dispute, or to assert offsets or defenses against, any filed Claim or any Claim listed or reflected in the Schedules as to the nature, amount, liability, priority, classification, or otherwise, (ii) subsequently designate any scheduled Claim as disputed, contingent, or unliquidated, and (iii) otherwise amend or supplement the Schedules. Nothing contained in this notice shall preclude the Debtor from objecting to any Claim, whether scheduled or filed, on any grounds.

The Debtors' Schedules, the Bar Date Order, and other information relating to filing a proof of claim are available at the Debtors' website at <https://cases.primeclerk.com/orchidpaper/EPOC-Index>. Other information regarding the Debtors' Chapter 11 Cases is available at <https://cases.primeclerk.com/orchidpaper/>. Copies of the Schedules and other documents filed in this case also may be examined between the hours of 9:00 a.m. and 4:00 p.m., prevailing Eastern Time, Monday through Friday, at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801. The staff of the Bankruptcy Clerk's Office is prohibited by law from giving legal advice.

CREDITORS WISHING TO RELY ON THE SCHEDULES ARE RESPONSIBLE FOR DETERMINING WHETHER THEIR CLAIMS ARE ACCURATELY LISTED THEREIN.

THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM AGAINST THE DEBTORS. YOU SHOULD CONSULT WITH YOUR OWN ADVISORS TO DETERMINE WHETHER YOU HOLD A CLAIM AGAINST THE DEBTORS AND WHETHER YOU SHOULD FILE A PROOF OF CLAIM. YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST THE DEBTORS. QUESTIONS CONCERNING THIS NOTICE MAY BE DIRECTED TO THE DEBTORS' COUNSEL BELOW.

[Signature Page Follows]

Dated: July 2, 2019
Wilmington, Delaware

Respectfully submitted,

POLSINELLI PC

/s/ Shanti M. Katona

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