

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

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In re:	:	Chapter 11
	:	
REMINGTON OUTDOOR COMPANY, INC., <i>et</i>	:	Case No. 18-10684 (BLS)
<i>al.</i> , <sup>1</sup>	:	
	:	(Jointly Administered)
	:	
Debtors.	:	
	X	

**NOTICE OF CHAPTER 11 BANKRUPTCY CASES; NOTICE OF DEADLINES TO OBJECT TO (I) ADEQUACY OF DISCLOSURE STATEMENT AND (II) PLAN CONFIRMATION; NOTICE OF HEARING ON DISCLOSURE STATEMENT AND PLAN CONFIRMATION; AND SUMMARY OF PLAN OF REORGANIZATION**

**COMMENCEMENT OF THE CHAPTER 11 CASES**

**PLEASE TAKE NOTICE THAT** on March 25, 2018 (the “Petition Date”), Remington Outdoor Company, Inc., FGI Holding Company, LLC, FGI Operating Company, LLC, Remington Arms Company, LLC, Barnes Bullets, LLC, TMRI, Inc., RA Brands, L.L.C., FGI Finance, Inc., Remington Arms Distribution Company, LLC, Huntsville Holdings LLC, 32E Productions LLC, Great Outdoors Holdco, LLC, and Outdoor Services, LLC (each, a “Debtor,” and collectively, the “Debtors”) filed voluntary petitions 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 “Bankruptcy Court”). The Debtors’ chapter 11 cases (collectively, the “Chapter 11 Cases”) are being jointly administered under Case No. 18-10684 (BLS).

**PLEASE TAKE NOTICE THAT** this notice provides important information concerning the bankruptcy cases. You may want to consult an attorney to protect your rights. All documents and pleadings filed in the Chapter 11 Cases may be inspected at the office of the Clerk of the Bankruptcy Court for the District of Delaware (the “Clerk’s Office”) at the address listed below. In addition, most pleadings filed in the Chapter 11 Cases will be posted and may be viewed for free on the website of the Debtors’ claims and noticing agent, Prime Clerk, LLC (“Prime Clerk” or the “Claims and Noticing Agent”) at: <http://cases.primeclerk.com/remington>. Furthermore, a case information line has been established, which may be reached by phone at

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Remington Outdoor Company, Inc. (4491); FGI Holding Company, LLC (9899); FGI Operating Company, LLC (9774); Remington Arms Company, LLC (0935); Barnes Bullets, LLC (8510); TMRI, Inc. (3522); RA Brands, L.L.C. (1477); FGI Finance, Inc. (0109); Remington Arms Distribution Company, LLC (4655); Huntsville Holdings LLC (3525); 32E Productions, LLC (2381); Great Outdoors Holdco, LLC (7744); and Outdoor Services, LLC (2405). The principal offices of Debtor Remington Outdoor Company Inc., the top-level holding company, are located at 870 Remington Drive, Madison, NC 27025.

877-755-3450 or, for international callers, 347-338-6538 or by email at remington@primeclerk.com. **PLEASE NOTE: neither the staff of the Clerk's Office nor Prime Clerk can give legal advice.**

**PLEASE TAKE NOTICE THAT you may be a creditor of one of the Debtors. The filing of these Chapter 11 Cases automatically stays certain collection and other actions against the Debtors and the Debtors' property. If you attempt to collect a debt or take other action you may be penalized.**

### **SUMMARY OF PLAN OF REORGANIZATION**

**PLEASE TAKE FURTHER NOTICE** that on March 26, 2018, the Debtors filed the *Joint Prepackaged Chapter 11 Plan of Remington Outdoor Company, Inc. and Its Affiliated Debtors And Debtors in Possession* (as may be amended, supplemented, restated, or modified from time to time (together with the Plan Supplement) the "Plan")<sup>2</sup> and the accompanying Disclosure Statement (the "Disclosure Statement"), each dated as of March 22, 2018. Copies of the Plan and Disclosure Statement and related documents are available for review as follows: (i) at the Clerk's Office, 824 North Market Street, 3rd Floor Wilmington, Delaware 19801, (ii) on the Court's website: <http://www.deb.uscourts.gov> (registration and fees required), or (iii) for free on the website of the Claims and Noticing Agent at: <http://cases.primeclerk.com/remington>, by clicking on the tab for Plan and Disclosure Statement. Copies may also be obtained by calling or emailing Prime Clerk at the phone numbers and email address listed in the second paragraph of this notice. On April 18, 2018, a Plan Supplement will be filed with the Court and available at that time from the same sources set forth in this paragraph.

**PLEASE TAKE FURTHER NOTICE THAT** the Plan provides for the restructuring of certain of the Debtors' liabilities and equity interests as follows:<sup>3</sup>

- the ABL Facility Claims, in the aggregate principal amount of approximately \$114,500,000, will receive, in full and final satisfaction, settlement, release, and discharge of, and in exchange for, each such Claim, consideration equal to the amount of such Claim, in Cash, on the Effective Date, except to the extent a holder of such Claims has agreed to an alternative treatment (which may include participation in an exit asset-based lending facility);
- the Allowed Term Loan Claims, in the aggregate principal amount of approximately \$550,475,000, will be exchanged on a Pro Rata basis for (i) 82.5% of the New Common Units, (ii) to the extent such holder is an Electing Term Loan Lender, its Pro Rata Class 4 Shares of either (a) the Litigation Trust Class A Interests, or (b) any amounts allocated for distribution to the Electing Term Loan Lenders under a Litigation Settlement, and (iii) to the extent not previously paid to the Term Loan Lenders in accordance with the terms

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<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Plan.

<sup>3</sup> The description of the terms of the Plan contained in this Notice is intended for summary purposes only, and to the extent there is any conflict between the content of this Notice and the terms of the Plan, the Plan shall control.

of the Interim DIP Order, Cash in an amount equal to the approximately \$2.67 million interest payment that was due to the Term Loan Lenders on February 1, 2018;

- the Allowed Third Lien Notes Claims, in the aggregate principal amount of approximately \$226,012,000, will be exchanged on a Pro Rata basis for (i) the ROC DIP Distribution, (ii) the Third Lien Noteholder Cash Distribution, (iii) the New Warrants, and (iv) to the extent such holder is an Electing Third Lien Noteholder, its Pro Rata Class 5 Shares of either (a) the Litigation Trust Class B Interests, or (b) any amounts allocated for distribution to the Electing Third Lien Noteholders under a Litigation Settlement. To the extent not previously paid by Debtor FGI Operating Company, LLC to Debtor Remington Outdoor Company, Inc. in accordance with the terms of the Interim DIP Order, on the Effective Date, FGI Operating Company, LLC shall transfer Cash to Remington Outdoor Company, Inc. in an amount equal to \$924,375.61 for reimbursement of fees and costs previously paid by Remington Outdoor Company, Inc. between January 30, 2018 and March 16, 2018;
- certain intercompany claims among Debtors Remington Outdoor Company, Inc., FGI Operating Company, LLC and FGI Holding Company, LLC will be settled, released and waived subject to the terms of the Plan;
- the Interests in Debtor Remington Outdoor Company, Inc. will be extinguished; and
- all other Claims, including all General Unsecured Claims and all Other Secured Claims, will be paid in full or otherwise rendered Unimpaired; *provided*, that any Allowed General Unsecured Claim against Debtor Remington Outdoor Company Inc. shall be assumed by Debtor FGI Operating Company, LLC in accordance with the Plan.

<u>Class</u>	<u>Claims or Interests</u>	<u>Status</u>	<u>Voting Rights</u>	<u>Estimated Allowed Amount<sup>4</sup></u>	<u>Estimated Recovery<sup>5</sup></u>
1	Priority Non-Tax Claims	Unimpaired	Deemed to accept	\$0	100%
2	Other Secured Claims	Unimpaired	Deemed to accept	\$12,500,000	100%
3	ABL Facility Claims	Unimpaired	Deemed to accept	\$114,500,000	100%
4	Term Loan Claims	Impaired	Entitled to vote	\$550,475,000	40.3%

<sup>4</sup> Amounts listed are in approximate principal amount only and estimated as of March 22, 2018.

<sup>5</sup> The estimated recoveries set forth in this chart are estimated in relation to the approximate principal amount of Claims in each Class (not including any outstanding fees, interest, etc. to which a creditor may be entitled). The estimated recoveries set forth in this chart assume that holders of Class 5 Claims entitled to participate in the Litigation Trust will receive approximately \$5,000,000 in recoveries from the Litigation Trust Assets. In light of the inherent uncertainty around any litigation involving the Litigation Claims, however, the Debtors cannot, and do not, guarantee that any such recoveries will be realized, and the actual recoveries received by holders of Class 5 Claims from the Litigation Trust Assets could be higher or lower than the estimates used for purposes of this chart.

<u>Class</u>	<u>Claims or Interests</u>	<u>Status</u>	<u>Voting Rights</u>	<u>Estimated Allowed Amount</u> <sup>4</sup>	<u>Estimated Recovery</u> <sup>5</sup>
5	Third Lien Notes Claims	Impaired	Entitled to vote	\$226,012,000	44.6%
6	General Unsecured Claims	Unimpaired	Deemed to accept	\$163,000,000	100%
7	Intercompany Claims	Unimpaired	Deemed to accept	\$0	100%
8	Settled Intercompany Claims	Impaired	Deemed to reject	Unliquidated	0%
9	Interests in ROC	Impaired	Deemed to reject	N/A	0%
10	Intercompany Interests	Unimpaired	Deemed to accept	N/A	100%

**HEARING ON ADEQUACY OF DISCLOSURE STATEMENT  
AND CONFIRMATION OF PLAN**

**PLEASE TAKE FURTHER NOTICE** that a hearing will be held on May 2, 2018 at 1:00 p.m. (prevailing Eastern time), before the Honorable Judge Brendan L. Shannon in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), located at 824 Market Street, 6th Floor, Courtroom 1, Wilmington, DE 19801, to consider (i) the adequacy of the information contained in the Disclosure Statement and (ii) confirmation of the Plan. The hearing may be continued from time to time by indicating such adjournment in a notice filed with the Bankruptcy Court and the Plan may be further modified, if necessary, pursuant to section 1127 of the Bankruptcy Code prior to, during, or as a result of the hearing, without further notice to parties in interest, unless notice is required by the Bankruptcy Code or Bankruptcy Rules.

**PLEASE TAKE FURTHER NOTICE** that any objections to the adequacy of the Disclosure Statement or confirmation of the Plan must be filed with the Clerk of the Bankruptcy Court, located at 824 Market Street, 3rd Floor, Wilmington, DE 19801, with proof of service thereof filed in accordance with the Local Rules of the Bankruptcy Court, and be served so as to be **ACTUALLY RECEIVED** no later than 4:00 p.m. (prevailing Eastern time) on the Objection Deadline, which is April 26, 2018, by: (i) proposed co-counsel for the Debtors, (a) Milbank, Tweed, Hadley & McCloy LLP, 2029 Century Park East, 33rd Floor, Los Angeles, CA 90067, Attn: Gregory A. Bray, Thomas R. Kreller, and Haig M. Maghakian, and (b) Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th Floor, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801), Attn: Laura Davis Jones and Timothy P. Cairns; and (ii) the Office of the United States Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801, Attn: Juliet Sarkessian.

**OBJECTIONS NOT TIMELY FILED AND SERVED IN THE MANNER SET FORTH ABOVE MAY NOT BE CONSIDERED AND MAY BE DEEMED OVERRULED.**

Dated: March 28, 2018  
Wilmington, Delaware

Respectfully submitted,

**PACHULSKI STANG ZIEHL & JONES LLP**

*/s/ Laura Davis Jones*

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-and-

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*Proposed Counsel to Debtors and Debtors in Possession*