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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	: Chapter 11
	: :
DACCO Transmission Parts (NY), Inc., <u>et al.</u> , <sup>1</sup>	: Case No. 16-13245 (MKV)
	: :
Debtors.	: (Jointly Administered)
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**NOTICE OF HEARING ON CERTAIN FILED MOTIONS AND ORDERS**

**PLEASE TAKE NOTICE** that on November 20, 2016 (the “**Petition Date**”), the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) with the United States Bankruptcy Court for the Southern District of New York (the “**Court**”).

**PLEASE TAKE FURTHER NOTICE** that, on November 22, 2016, the Court held a hearing on various forms of “first day” relief requested by the Debtors and on November 23, 2016, entered the following interim orders (the “**Interim First Day Orders**”):

<sup>1</sup> The Debtors in these chapter 11 cases include, among others, Transtar Holding Company. A full list of the Debtors in these chapter 11 cases and the last four digits of each Debtor’s taxpayer identification number is attached as Schedule I to the Declaration of Joseph Santangelo in Support of Chapter 11 Petitions and First Day Pleadings [Docket No. 3] and at <http://cases.primeclerk.com/transtar>. The Debtors’ executive headquarters are located at 7350 Young Drive, Walton Hills, OH 44146.

- Interim Order: (I) Authorizing Debtors to Pay (A) Prepetition Employee Wages, Salaries and Other Compensation, (B) Prepetition Employee Business Expenses and (C) Other Miscellaneous Employee Expenses and Employee Benefits; and (II) Granting Related Relief [Docket No. 30];
- Interim Order Authorizing Debtors to Continue Honoring Certain Prepetition Insurance Premium Finance Agreements [Docket No. 32];
- Interim Order Authorizing Debtors to Honor Certain Prepetition Obligations to Customers and to Continue Customer Programs [Docket No. 33];
- Interim Order Pursuant to Sections 105(a), 363(b), 503(b) and 507(a) of the Bankruptcy Code Authorizing Debtors to Pay Prepetition Claims of Critical Vendors, Foreign Vendors and Suppliers of Goods Entitled to Administrative Priority [Docket No. 41];
- Amended Interim Order Authorizing Payment of Sales, Use and Other Taxes and Regulatory Fees [Docket No. 37];
- Amended Interim Order Authorizing Payment of Prepetition Common Carrier, Warehouse, Freight Forwarder, Mechanic's Lien and Related Obligations [Docket No. 38];
- Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363(B), 363(C)(2), 364(C)(1), 364(C)(2), 364(C)(3), 364(D)(1), 364(E) and 507: (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Use Cash Collateral; (II) Granting Adequate Protection to the Prepetition Secured Parties; and (III) Scheduling a Final Hearing [Docket No. 39] (the "**DIP Order**"); and
- Interim Order Authorizing: (A) Continued Use of the Debtors' Cash Management System and Procedures; (B) Maintenance and Continued Use of Existing Bank Accounts; (C) Modification of Certain U.S. Trustee Operating Guidelines Relating to Bank Accounts; and (D) Continuation of Intercompany Transactions and Accordance of Administrative Expense Status to Intercompany Claims [Docket No. 40].

**PLEASE TAKE FURTHER NOTICE** that, on November 20, 2016, the Debtors also filed the following motion (the "**Second Day Motion**"):

- Debtors' Motion for Order: (I) Prohibiting Utility Companies from Altering or Discontinuing Services; (II) Providing Utility Companies with Adequate Assurance of Payment; and (III) Establishing Procedures for Resolving Requests for Additional Assurance of Payment [Docket No. 5].

**PLEASE TAKE FURTHER NOTICE** that a hearing (the “**Hearing**”) to consider entry of (i) orders granting the relief provided in the Interim First Day Orders on a final basis (such orders, the “**Final First Day Orders**”) and (ii) an order granting the Second Day Motion (the “**Second Day Order**”) has been scheduled for **December 20, 2016 at 10:00 a.m. (prevailing Eastern Time)** before the Honorable Mary Kay Vyskocil, United States Bankruptcy Judge, in Courtroom 501 at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004.

**PLEASE TAKE FURTHER NOTICE** that responses or objections, if any, to entry of the Final First Day Orders, except for entry of the DIP Order on a final basis, or the Second Day Order must be made in writing, state with particularity the grounds therefor, conform to the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”), be filed with the Court (with a hard-copy delivered to the Judge’s Chambers), and be served upon: (i) counsel to the United States Trustee for Region 2, 201 Varick Street, Suite 1006, New York, NY 10014 (Attn: Andrea B. Schwartz, Esq.); (ii) Transtar Holding Company, 7350 Young Drive, Walton Hills, OH 44146 (Attn: Joseph Santangelo); (iii) proposed counsel to the Debtors, Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019 (Attn: Rachel C. Strickland, Esq. and Christopher S. Koenig, Esq.); (iv) counsel to the administrative agent under the Debtors’ postpetition financing agreement, Chapman & Cutler LLP, 1270 Avenue of the Americas, New York, NY 10020 (Attn: Steven Wilamowsky, Esq.); and (v) counsel to the administrative agent under the Debtors’ first lien credit agreement, Paul Hastings LLP, 200 Park Avenue, New York, NY 10166 (Attn: Randal D. Palach, Esq. and Andrew V. Tenzer, Esq.), **so as to be actually received on or before 4:00 p.m. (prevailing Eastern Time) on December 6, 2016.**

**PLEASE TAKE FURTHER NOTICE**, that responses or objections, if any, to entry of the DIP Order on a final basis, must be made in writing, state with particularity the grounds therefor, conform to the Bankruptcy Rules and the Local Rules, be filed with the Court (with a hard copy delivered to the Judge’s Chambers), and be served upon: (i) proposed counsel to the Debtors, Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019 (Attn: Rachel C. Strickland, Esq. and Leonard Klingbaum, Esq.); (ii) counsel to the administrative agent under the Debtors’ postpetition financing agreement, Chapman & Cutler LLP, 1270 Avenue of the Americas, New York, NY 10020 (Attn: Steven Wilamowsky, Esq.) and Chapman & Cutler LLP, 111 West Monroe Street, Chicago, IL 60603 (Attn: Aaron M. Krieger, Esq.); (iii) counsel to the United States Trustee for Region 2, 201 Varick Street, Suite 1006, New York, NY 10014 (Attn: Andrea B. Schwartz, Esq.); (iv) counsel to the administrative agent under the Debtors’ first lien credit agreement, Paul Hastings LLP, 200 Park Avenue, New York, NY 10166 (Attn: Randal D. Palach, Esq. and Andrew V. Tenzer, Esq.); (v) counsel to the administrative agent under the Debtors’ second lien credit agreement, Latham & Watkins LLP, 330 North Wabash Avenue, Suite 2800, Chicago, IL 60611 (Attn: Richard A. Levy, Esq. and Matthew L. Warren, Esq.); (vi) proposed counsel to the Official Committee of Unsecured Creditors, if such has been appointed; and (vii) all parties who have filed a notice of appearance in these cases prior to such date of service, **so as to be actually received on or before 4:00 p.m. (prevailing Eastern Time) on December 6, 2016.**

**PLEASE TAKE FURTHER NOTICE** that if you wish to be heard with respect to any of the foregoing matters, you must attend the Hearing. The Hearing may be adjourned from time to time in open court.

**PLEASE TAKE FURTHER NOTICE** that if you would like to receive copies of any of the motions or applications set forth above, (a) you may access such documents online from either the Bankruptcy Court's electronic case filing system located at [ww.nysb.uscourts.gov](http://ww.nysb.uscourts.gov) or the website of the Debtors' claims agent at <http://cases.primeclerk.com/transtar>, or (b) you may contact James H. Burbage, Esq. at Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, New York 10019, via e-mail at [jburbage@willkie.com](mailto:jburbage@willkie.com) or by telephone at (212) 728-8000.

Dated: November 23, 2016  
New York, New York

WILLKIE FARR & GALLAGHER LLP  
*Proposed Counsel for the Debtors and  
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