

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

In re:)	Chapter 11
)	
MASONITE CORPORATION, <u>et al.</u> , ¹)	Case No. 09-10844 (PJW)
)	
Debtors.)	Jointly Administered
)	
)	

NOTICE OF DEADLINE FOR THE FILING OF PROOFS OF CLAIM

TO: ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST ANY OF THE FOLLOWING DEBTOR ENTITIES

On March 16, 2009 (the "Petition Date"), the above-captioned debtors and debtors in possession (the "Masonite Debtors") filed voluntary petitions for relief under chapter 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Court").

On [TO COME], 2009 the Court entered an order [Docket No. ____] the ("Bar Date Order") establishing certain dates by which parties holding prepetition claims against the Masonite Debtors must file proofs of claim ("Proofs of Claim") against the Masonite Debtors.

For your convenience, enclosed with this notice (this "Notice") is a Proof of Claim form, which identifies on its face the amount, nature, and classification of your claim(s), if any, listed in the Masonite Debtors' schedules of assets and liabilities filed in these cases (the "Schedules").

As used in this Notice, the term "entity" has the meaning given to it in section 101(15) of the Bankruptcy Code, and includes all persons, estates, trusts, governmental units, and the Office of the United States Trustee for the District of Delaware. In addition, the terms "persons" and "governmental units" are defined in sections 101(41) and 101(27) of the Bankruptcy Code, respectively.

¹ The Masonite Debtors, together with the last four digits of each Masonite Debtor's federal tax identification number, are: Masonite Corporation (8020); Premdor Finance LLC (4966); Eger Properties (6847); WMW, Inc. (3326); Woodlands Millwork I, Ltd. (5989); Masonite Primeboard, Inc. (5752); Masonite Corporation Foreign Holdings Ltd. (0667); Masonite Holding Company Limited (3243); Florida Made Door Co. (7960); Cutting Edge Tooling, Inc. (8818); Pintu Acquisition Company, Inc. (7932); Masonite Air LLC (N/A); Door Installation Specialist Corporation (2354); Masonite Holding Corporation (N/A); Masonite International Inc. (N/A); and Masonite International Corporation (7314). The Masonite Debtors' principal executive offices are located in Mississauga, Ontario and Tampa, Florida and the service address for all Masonite Debtors is: One N. Dale Mabry Highway, Suite 950, Tampa, Florida 33609.

As used in this Notice, the term “claim” means, as to or against any of the Masonite Debtors and in accordance with section 101(5) of the Bankruptcy Code: (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.

1. THE BAR DATES.

The Bar Date Order establishes the following bar dates for filing Proofs of Claim in these cases (the “Bar Dates”).

- (a) The Claims Bar Date. Pursuant to the Bar Date Order, except as described below, all entities holding claims against the Masonite Debtors that arose or are deemed to have arisen prior to the commencement of these cases on the Petition Date are required to file Proofs of Claim by the Claims Bar Date (i.e., by July 6, 2009, at 5:00 p.m. prevailing Eastern Time). The Claims Bar Date applies to all types of claims against the Masonite Debtors that arose prior to the Petition Date, including secured claims, unsecured priority claims, unsecured non-priority claims, and rejection damage claims for executory contracts and unexpired leases that have already been rejected by order of the Court in these chapter 11 cases.

- (b) The Governmental Bar Date. Pursuant to the Bar Date Order, all governmental units holding claims against the Masonite Debtors that arose or are deemed to have arisen prior to the commencement of these cases on the Petition Date are required to file proofs of claim by the Governmental Bar Date (i.e., by September 13, 2009, at 5:00 p.m. prevailing Eastern Time). The Governmental Bar Date applies to all governmental units holding claims against the Masonite Debtors (whether secured, unsecured priority, or unsecured non-priority) that arose prior to the Petition Date, including, without limitation, governmental units with claims against the Masonite Debtors for unpaid taxes, whether such claims arise from prepetition tax years or periods or prepetition transactions to which the Masonite Debtors were a party.

2. WHO MUST FILE A PROOF OF CLAIM.

Except as otherwise set forth herein, the following entities holding claims against the Masonite Debtors that arose (or that are deemed to have arisen) prior to the Petition Date must file Proofs of Claim on or before the Claims Bar Date, Governmental Bar Date, or any other bar date set forth in the Bar Date Order, as applicable:

- (a) any entity whose claim against a Masonite Debtor is not listed in the applicable Masonite Debtor's Schedules or is listed as contingent, unliquidated, or disputed;
- (b) any entity who desires to participate in any of these chapter 11 cases or share in any distribution in any of these chapter 11 cases; and
- (c) any entity who believes that its claim is improperly classified in the Schedules or is listed in an incorrect amount and who desires to have its claim allowed in a different classification or amount.

3. PARTIES WHO DO NOT NEED TO FILE PROOFS OF CLAIM.

Certain parties are not required to file Proofs of Claim. The Court may, however, enter one or more separate orders at a later time requiring creditors to file Proofs of Claim for some kinds of the following claims and setting related deadlines. If the Court does enter such an order, you will receive notice of it. The following entities holding claims that would otherwise be subject to the Bar Dates need not file Proofs of Claims:

- (a) any entity that already has filed a signed Proof of Claim against the applicable Masonite Debtor(s) with the Clerk of the Bankruptcy Court for the District of Delaware in a form substantially similar to Official Bankruptcy Form B10;
- (b) any entity whose claim is listed on the Schedules if (i) the claim is not scheduled as any of "disputed," "contingent," or "unliquidated;" (ii) such entity agrees with the amount, nature, and priority of the claim as set forth in the Schedules; and (iii) such entity does not dispute that its claim is an obligation only of the specific Masonite Debtor against which the claim is listed in the Schedules;
- (c) a holder of a claim that previously has been allowed by order of the Court or that is allowed pursuant to the Plan, including claims of the Masonite Debtors' prepetition secured lenders, the agent for the prepetition secured lenders, the senior subordinated noteholders, and the indenture trustee for the senior subordinated notes;
- (d) a holder of a claim that has been paid in full by any of the Masonite Debtors pursuant to the Bankruptcy Code or in accordance with an order of the Court;
- (e) a holder of a claim for which a specific deadline previously has been fixed by the Court;

- (f) any Masonite Debtor or wholly-owned affiliate having a claim against a Masonite Debtor;
- (g) a current employee or director of the Masonite Debtors, if an order of this Court authorized the Masonite Debtors to honor such claim in the ordinary course of business as a wage or benefit; provided, however, that a current employee must submit a Proof of Claim by the Claims Bar Date for all other claims arising before the Petition Date, including claims for wrongful termination, discrimination, harassment, hostile work environment, and/or retaliation;
- (h) a customer of the Masonite Debtors if the claim is for an obligation that the Masonite Debtors are authorized to pay under the Order Authorizing the Debtors to Maintain and Administer Customer Programs and Honor Prepetition Obligations Related Thereto [Docket No. 48];
- (i) any holder of a claim for which a separate deadline is fixed by this Court; and
- (j) any holder of a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration, including, without limitation, claims arising under section 503(b)(9) of the Bankruptcy Code.

4. INSTRUCTIONS FOR FILING PROOFS OF CLAIM.

The following requirements shall apply with respect to filing and preparing each Proof of Claim:

- (a) Contents. Each Proof of Claim must (i) be written in English; (ii) include a claim amount denominated in United States dollars or, if consistent with the ordinary course of business between the Masonite Debtors and the claimant, Canadian dollars; (iii) conform substantially with the Proof of Claim Form provided by the Masonite Debtors or Official Form No. 10; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant.
- (b) Original Signatures Required. Only original Proofs of Claim may be deemed acceptable for purposes of claims administration. Copies of Proofs of Claim or Proofs of Claim sent by facsimile or electronic mail will not be accepted.
- (c) Identification of the Masonite Debtor. Each Proof of Claim must clearly identify the Masonite Debtor against which a claim is asserted, including the individual Masonite Debtor's case number.

A Proof of Claim filed under the joint administration case number (No. 09-10844), or otherwise without identifying a Masonite Debtor, will be deemed as filed only against Masonite Corporation.

- (d) Claim Against Multiple Masonite Debtors. Each Proof of Claim must state a claim against only one Masonite Debtor and clearly indicate the Masonite Debtor against which the claim is asserted. To the extent more than one Masonite Debtor is listed on the Proof of Claim, such claim may be treated as if filed only against the first-listed Masonite Debtor.
- (e) Supporting Documentation. Each Proof of Claim must include supporting documentation in accordance with Bankruptcy Rules 3001(c) and 3001(d). If, however, such documentation is voluminous, upon prior written consent of the Masonite Debtors' counsel, such Proof of Claim may include a summary of such documentation or an explanation as to why such documentation is not available; provided, however, that any creditor that received such written consent shall be required to transmit such writings to the Masonite Debtors' counsel upon request no later than 10 days from the date of such request.
- (f) Timely Service. Each Proof of Claim must be filed, including supporting documentation, by U.S. Mail or other hand delivery system, so as to be actually received by KCC on or before the Claims Bar Date or the Governmental Bar Date (or, where applicable, on or before any other bar date as set forth herein or by order of the Court) at the following address:

Masonite Claims Processing
c/o Kurtzman Carson Consultants LLC
2335 Alaska Avenue
El Segundo, California 90245

**PROOFS OF CLAIM SUBMITTED BY FACSIMILE OR
ELECTRONIC MAIL WILL NOT BE ACCEPTED.**

- (g) Receipt of Service. Claimants wishing to receive acknowledgment that their Proofs of Claim were received by KCC must submit (i) a copy of the Proof of Claim Form and (ii) a self-addressed, stamped envelope (in addition to the original Proof of Claim Form sent to KCC).

5. CONSEQUENCES OF FAILING TO TIMELY FILE YOUR PROOF OF CLAIM.

Pursuant to the Bar Date Order and in accordance with Bankruptcy Rule 3003(c)(2), if you or any party or entity who is required, but fails, to file a Proof of Claim in accordance with the Bar Date order on or before the applicable Bar Date, please be advised that:

- (a) YOU WILL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST THE MASONITE DEBTORS (OR FILING A PROOF OF CLAIM WITH RESPECT THERETO);
- (b) THE MASONITE DEBTORS AND THEIR PROPERTY SHALL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO OR ARISING FROM SUCH CLAIM;
- (c) YOU WILL NOT RECEIVE ANY DISTRIBUTION IN THESE CHAPTER 11 CASES ON ACCOUNT OF THAT CLAIM; AND
- (d) YOU WILL NOT BE PERMITTED TO VOTE ON ANY PLAN OR PLANS OF REORGANIZATION FOR THE MASONITE DEBTORS ON ACCOUNT OF THESE BARRED CLAIMS OR RECEIVE FURTHER NOTICES REGARDING SUCH CLAIM.

6. AMENDMENTS TO THE MASONITE DEBTORS' SCHEDULES.

If, subsequent to the date of this Notice, a Masonite Debtor amends or supplements its Schedules to reduce the undisputed, noncontingent, and liquidated amount of a claim listed in the Schedules, to change the nature or classification of a claim against a Masonite Debtor reflected in the Schedules, or to add a new claim to the Schedules, the affected creditor is required to file a Proof of Claim or amend any previously filed Proof of Claim in respect of the amended scheduled claim on or before the later of (a) the Claims Bar Date or the Governmental Bar Date, as applicable to such claim and (b) 20 days after the date that on which the Masonite Debtors provide notice of the amendment to the Schedules (or another time period as may be fixed by the Court) as the date by which claimants holding claims affected by the amendment must file Proofs of Claim with respect to such claim (the "Amended Schedules Bar Date").

7. RESERVATION OF RIGHTS.

Nothing contained in this Notice is intended to or should be construed as a waiver of the Masonite Debtors' right 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; and (c) otherwise amend or supplement the Schedules.

8. THE MASONITE DEBTORS' SCHEDULES AND ACCESS THERETO.

You may be listed as the holder of a claim against one or more of the Masonite Debtors in the Masonite Debtors' Schedules. To determine if and how you are listed on the Schedules,

please refer to the descriptions set forth on the enclosed proof of claim forms regarding the nature, amount, and status of your claim(s). If you received postpetition payments from the Masonite Debtors (as authorized by the Court) on account of your claim, the information on the enclosed proof of claim form may reflect the net remaining amount of your claims. If the Masonite Debtors believe that you may hold claims against more than one Masonite Debtor, you will receive multiple proof of claim forms, each of which will reflect the nature and amount of your claim against one Masonite Debtor, as listed in the Schedules.

If you rely on the Masonite Debtors' Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules. However, you may rely on the enclosed form, which sets forth the amount of your claim (if any) as scheduled; identifies the Masonite Debtor against which it is scheduled; specifies whether your claim is listed in the Schedules as disputed, contingent, or unliquidated; and identifies whether your claim is scheduled as a secured, unsecured priority, or unsecured non-priority claim.

As described above, if you agree with the nature, amount, and status of your claim as listed in the Masonite Debtors' Schedules, and if you do not dispute that your claim is only against the Masonite Debtor specified by the Masonite Debtors, and if your claim is not described as "disputed," "contingent," or "unliquidated," you need not file a proof of 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.

9. ADDITIONAL INFORMATION.

Copies of the Masonite Debtors' Schedules, the Bar Date Order, and other information regarding the Masonite Debtors' chapter 11 cases are available for inspection free of charge on KCC's website at <http://www.kccllc.net/masonite>. The Schedules and other filings in the Masonite Debtors' chapter 11 cases also are available for a fee at the Court's website at <http://www.deb.uscourts.gov>. A login identification and password to the Court's Public Access to Court Electronic Records ("PACER") are required to access this information and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>. Copies of the Schedules and other documents filed in these cases also may be examined between the hours of 9:00 a.m. and 4:30 p.m., Eastern Time, Monday through Friday, at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the District of Delaware, 8234 Market Street, 3rd Floor, Wilmington, Delaware 19801.

If you require additional information regarding the filing of a proof of claim, you may contact the Masonite Debtors' claims agent, KCC, directly by writing to: Masonite Claims Processing, c/o Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245, or contact the Masonite Claims Hotline at: (888) 830-4646.

A HOLDER OF A POSSIBLE CLAIM AGAINST THE MASONITE DEBTORS SHOULD CONSULT AN ATTORNEY REGARDING ANY MATTERS NOT COVERED BY THIS NOTICE, SUCH AS WHETHER THE HOLDER SHOULD FILE A PROOF OF CLAIM.

Dated: Wilmington, Delaware
[TO COME], 2009

BY ORDER OF THE COURT

RICHARDS, LAYTON & FINGER, P.A.

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Dated: Wilmington, Delaware