

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

SDI SOLUTIONS LLC, *et al.*,

Debtors.¹

Chapter 11

Case No. 16-10627 (CSS)

(Joint Administration Requested)

Hearing Date: April 5, 2016 at 3:00 p.m. (ET)

Obj. Deadline: March 29, 2016 at 4:00 p.m. (ET)

Related Docket No. 13

NOTICE OF HEARING ON MOTION OF THE DEBTORS AND DEBTORS IN POSSESSION PURSUANT TO SECTIONS 105(A), 363 AND 365 OF THE BANKRUPTCY CODE FOR AN ORDER (I)(A) APPROVING PROCEDURES IN CONNECTION WITH THE SALE OF SUBSTANTIALLY ALL OF THE DEBTORS' ASSETS; (B) SCHEDULING THE RELATED AUCTION AND HEARING TO CONSIDER APPROVAL OF SALE; (C) APPROVING PROCEDURES RELATED TO THE ASSUMPTION OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES; (D) APPROVING THE FORM AND MANNER OF NOTICE THEREOF; (E) APPROVING EXPENSE REIMBURSEMENT; AND (F) GRANTING RELATED RELIEF; AND (II)(A) AUTHORIZING THE SALE OF SUBSTANTIALLY ALL OF THE DEBTORS' ASSETS FREE AND CLEAR OF LIENS, CLAIMS, ENCUMBRANCES, AND OTHER INTERESTS; (B) APPROVING THE ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES RELATED THERETO; AND (C) GRANTING RELATED RELIEF

PLEASE TAKE NOTICE that on March 13, 2016, the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "Debtors") filed the *Motion of the Debtors and Debtors In Possession Pursuant to Sections 105(A), 363 and 365 of the Bankruptcy Code for an Order (I)(A) Approving Procedures in Connection with the Sale of Substantially All of the Debtors' Assets; (B) Scheduling the Related Auction and Hearing to Consider Approval of Sale; (C) Approving Procedures Related to the Assumption of Certain Executory Contracts and Unexpired Leases; (D) Approving the Form and Manner of Notice Thereof; (E) Approving Expense Reimbursement; and (F) Granting Related Relief; and (II)(A) Authorizing the Sale of Substantially All of the Debtors' Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (B) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto; and (C) Granting Related Relief* (Docket No. 13) (the "Motion").² A copy of the Motion may be obtained free of charge on the Debtors' case website: www.donlinrecano.com/sdi or by calling the following number: (212) 771-1128.

¹ The Debtors in these chapter 11 cases, together with the last four digits of each Debtor's federal tax identification number, are as follows: SDI Solutions LLC (5389); and SDI Opco Holdings, LLC (8848). The mailing address for the Debtors, solely for purposes of notices and communications, is 33 W. Monroe, Suite 400, Chicago, IL 60603.

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

PLEASE TAKE FURTHER NOTICE that a hearing (the “Hearing”) to consider only that portion of the relief requested in the Motion and described in the proposed *Order (A) Approving Procedures In Connection With The Sale Of Substantially All Of The Debtors’ Assets; (B) Scheduling The Related Auction And Hearing To Consider Approval Of Sale; (C) Approving Procedures Related To The Assumption Of Certain Executory Contracts And Unexpired Leases; (D) Approving The Form And Manner Of Notice Thereof; And (E) Granting Related Relief*, attached as Exhibit A to the Motion (the “Bidding Procedures Order”), will be held on **April 5, 2016 at 3:00 p.m. (Eastern Time)** before the Honorable Christopher S. Sontchi, United States Bankruptcy Judge for the District of Delaware, in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), 5th Floor, Courtroom 6, 824 Market Street, Wilmington, Delaware 19801. At the Hearing, the Debtors will seek entry of the Bidding Procedures Order.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the entry of the Bidding Procedures Order must be made in writing, filed with the Bankruptcy Court, 824 Market Street, Wilmington, Delaware 19801, and served so as to be received by the following parties no later than **March 29, 2016 at 4:00 p.m. (Eastern Time)**: (i) counsel to the Debtors, DLA Piper LLP (US), 1251 Avenue of the Americas, 25th Floor, New York, New York 10020-1104, Attn: Thomas R. Califano, Esq. (thomas.califano@dlapiper.com) and Daniel G. Egan, Esq. (daniel.egan@dlapiper.com); and DLA Piper LLP (US), 1201 North Market Street, Suite 2100, Wilmington, Delaware 19801, Attn: Stuart M. Brown, Esq. (stuart.brown@dlapiper.com) and Kaitlin MacKenzie Edelman, Esq. (kaitlin.edelman@dlapiper.com), (ii) counsel to the Stalking Horse Purchaser, Greenberg Traurig, LLP, 77 West Wacker Drive, Suite 3100, Chicago, Illinois 60601, Attn: Nancy A. Peterman, Esq. (PetermanN@gtlaw.com) and David Cleary (ClearyD@gtlaw.com); and Greenberg Traurig LLP, The Nemours Building, 1007 North Orange Street, Suite 1200, Wilmington, Delaware 19801, Attn: Dennis A. Meloro, Esq. (MeloroD@gtlaw.com), (iii) counsel to any official committee of unsecured creditors appointed in these cases, and (iv) the Office of the United States Trustee, 844 King Street, Suite 2207, Lockbox #35, Wilmington, Delaware, 19899-0035 (Fax: 302-573-6497) (Attn: Timothy J. Fox, Jr., Esq.).

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS TO ENTRY OF THE BIDDING PROCEDURES ORDER ARE TIMELY FILED AND RECEIVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THE BIDDING PROCEDURES ORDER MAY BE ENTERED GRANTING THE RELIEF REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR A HEARING.

Dated: March 14, 2016
Wilmington, Delaware

Respectfully submitted,

DLA PIPER LLP (US)

/s/ Stuart M. Brown

Stuart M. Brown (DE 4050)
Kaitlin M. Edelman (DE 5924)
1201 North Market Street, Suite 2100
Wilmington, Delaware 19801
Telephone: (302) 468-5700
Facsimile: (302) 394-2341
Email: stuart.brown@dlapiper.com
kaitlin.edelman@dlapiper.com

-and-

Thomas R. Califano (*pro hac vice* admission pending)
Daniel G. Egan (*pro hac vice* admission pending)
DLA Piper LLP (US)
1251 Avenue of the Americas
New York, New York 10020
Telephone: (212) 335-4500
Facsimile: (212) 335-4501
Email: thomas.califano@dlapiper.com
daniel.egan@dlapiper.com

*Proposed Counsel to Debtors and
Debtors in Possession*