

EXHIBIT "D"

Proposed Order

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:)	
)	Chapter 11
)	
GULF PACKAGING, INC.,)	Case No. 15-15249 (PSH)
)	
Debtor.)	

ORDER (i) SCHEDULING COMBINED HEARING ON DISCLOSURE STATEMENT AND CONFIRMATION OF CHAPTER 11 PLAN, (ii) CONDITIONALLY APPROVING DISCLOSURE STATEMENT, (iii) APPROVING SOLICITATION PROCEDURES, (iv) APPROVING FORMS OF BALLOT AND NOTICE OF COMBINED HEARING, (v) SCHEDULING CERTAIN DATES IN CONNECTION WITH CONFIRMATION AND (vi) GRANTING RELATED RELIEF

Upon the *Motion for Order (i) Scheduling Combined Hearing on Disclosure Statement and Confirmation of Chapter 11 Plan, (ii) Conditionally Approving Disclosure Statement, (iii) Approving Solicitation Procedures, (iv) Approving Forms of Ballot and Notice of Combined Hearing, (v) Scheduling Certain Dates in Connection with Confirmation, and (vi) Granting Related Relief* (the "Motion") [Docket No. --] filed by the above-captioned debtor and debtor in possession (the "Debtor," "GPI" or the "Company"); and the Court having jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157(a) and 1334; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A); and venue before this Court being proper pursuant to 28 U.S.C. § 1408 and 1409; and the Court being satisfied that the relief requested in the Motion is appropriate and is in the best interests of the Debtor and its estate; and it appearing that sufficient notice of the Motion and the Combined Hearing has been given, and that no other or further notice is required; and upon all of the proceedings had before the Court; and after due deliberation and good cause appearing therefor, it is hereby

ORDERED that the Motion is GRANTED, as set forth below:

Approval and Scheduling of Pertinent Dates

1. The Disclosure Statement is hereby conditionally approved, pending the Combined Hearing (defined below), as containing adequate information pursuant to section 1125(a) and (b) of the Bankruptcy Code.

2. Combining the hearing on final approval of the Disclosure Statement and confirmation of the Plan is appropriate because the Combined Hearing will minimize estate expenses and will expedite the confirmation process.

3. A hearing to consider final approval of the Disclosure Statement and confirmation of the Plan (the “Combined Hearing”) shall commence on December 3, 2015, at 11:00 a.m. prevailing Central Time. The Combined Hearing may be adjourned from time to time without any notice other than an announcement made in open court or at any adjourned hearing thereon.

4. October 30, 2015 is hereby established as the Record Date for voting.

5. Solicitation Packages shall be mailed on or before November 9, 2015 (the “Mailing Date”).

6. November 20, 2015 at 5:00 p.m. prevailing Central Time is hereby established as the deadline to file motions (if any) pursuant to Bankruptcy Rule 3018(a).

7. November 23, 2015 at 5:00 p.m. prevailing Central Time is hereby established as the Voting Deadline.

8. November 27, 2015 at 5:00 p.m. prevailing Central Time (the “Objection Deadline”) is fixed as the last day for filing written objections to the confirmation of the Plan (including any supporting brief or memorandum) and for serving same, by first class mail, to the parties listed on the Limited Service List established in this chapter 11 case, and by hand delivery or e-mail to the parties at the following addresses **so as to be actually received on or before the Objection Deadline**: (i) counsel to the Debtor, Gray Reed & McGraw, P.C., 1601 Elm Street, Suite 4600, Dallas, Texas

75201, Attn: Jason S. Brookner (jbrookner@grayreed.com) and Frank Gecker LLP, 325 N. LaSalle Street, Suite 625, Chicago, Illinois 60654, Attn: Jeremy Kleinman (jkleinman@fgllp.com); (ii) Counsel to the Committee, Freeborn & Peters LLP, 311 S. Wacker Drive, Suite 3000, Chicago, Illinois 60606, Attn: Shelly DeRousse (sderousse@freeborn.com) and Richard S. Lauter (rlauter@freeborn.com); (iii) Counsel to FCC, Goldberg Kohn, Ltd., 55 East Monroe Street, Suite 3300, Chicago, Illinois 60603, Attn: Dimitri G. Karcazes (dimitri.karcazes@goldbergkohn.com) and Zarine L. Alam (zarine.alam@goldbergkohn.com) and (iv) the Office of the United States Trustee, 219 S. Dearborn Street, Room 873, Chicago, Illinois 60604, Attn: Katy Gleason (kathryn.m.gleason@usdoj.gov). Any objection to confirmation of the Plan must be in writing and (a) must state the name and address of the objecting party and the amount and nature of its Claim or Equity Interest; (b) must state with particularity the nature of the objection; and (c) include any supporting brief or memorandum of law. Any confirmation objection not timely filed and served as set forth herein may be waived and may not be considered by the Court.

9. Any reply to any objection(s) to confirmation must be filed and served on any objecting parties on or before December 2, 2015 at 5:00 p.m. prevailing Central Time (the “Reply Deadline”).

Approval of Form of Notices, Ballots and Contents of Solicitation Packages

10. Notice of the Combined Hearing was appropriate and satisfied the requirements of Bankruptcy Rules 2002(b), (d) and 3017(a).

11. The form of Combined Hearing Notice attached as Exhibit “A” to the Motion, and incorporated herein by reference, is hereby approved.

12. The forms of Ballot attached as Exhibits “C” and “D” to the Motion, and incorporated herein by reference, are hereby approved.

13. The form and manner of notice approved in this Order is adequate, appropriate, and satisfies the requirements of the Bankruptcy Code, Bankruptcy Rules, and the Local Rules and Orders of this Court.

14. On or prior to the Mailing Date, the Debtor (through the Tabulation Agent) shall distribute, or cause to be distributed, to all entities entitled to vote to accept or reject the Plan, Solicitation Packages containing the following materials: (i) the Disclosure Statement and Plan (with all exhibits and schedules thereto); (ii) a copy of this Order; (iii) the Combined Hearing Notice; (iv) a Ballot; and (v) one or more transmission letters recommending acceptance of the Plan. The Tabulation Agent is authorized to distribute the items listed in numbers (i), (ii) and (iii) above in CD-ROM format; the items listed in numbers (iv) and (v) shall be distributed in paper format

15. The Solicitation and Tabulation Procedures described in the Motion comply with the Bankruptcy Code, the Bankruptcy Rules and the Local Rules, and are hereby approved.

Miscellaneous

16. Prior to mailing, the proponents of the Plan may make (i) final, non-substantive edits, and (ii) any revisions announced on the record at the hearing on November 3, 2015, to the Disclosure Statement, the Plan, and all notices to be served, with such revisions to be filed with the Court and which shall be deemed approved by this Order without further notice or hearing.

17. This Court shall retain jurisdiction to hear and consider all matter arising from the interpretation or implementation of this Order.

Dated: November __, 2015
Chicago, Illinois

UNITED STATES BANKRUPTCY JUDGE