

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>IN RE:</b>	§	
	§	
<b>RAAM GLOBAL ENERGY COMPANY, <i>et al.</i></b>	§	<b>CASE NO. 15-35615</b>
	§	
	§	<b>(Chapter 11)</b>
<b>DEBTORS.</b>	§	
	§	<b>JOINTLY ADMINISTERED</b>

**NOTICE OF CONFIRMATION HEARING**

On December 22, 2015, the Court entered its *Order (I) Approving Disclosure Statement and the Form and Manner of Service Related Thereto; (II) Setting Dates for the Objection Deadline and Hearing Relating to Confirmation of the Plan; and (III) Authorizing Related Relief* (the “Order”). Among other things, the Order approved the *Second Amended Disclosure Statement for the Debtors’ Second Amended Joint Plan of Liquidation Pursuant to Chapter 11 of the Bankruptcy Code* (the “Disclosure Statement”) filed by the above-referenced debtors and debtors in possession (the “Debtors”) in the above-captioned cases (the “Cases”). In the Order, the Bankruptcy Court found that the Disclosure Statement contains adequate information within the meaning of Bankruptcy Code § 1125. You are being provided this Notice with respect to the *Debtors’ Second Amended Joint Plan of Liquidation Pursuant to Chapter 11 of the Bankruptcy Code* (the “Plan”).

**Plan Summary**

The following is an overview of the treatment to be afforded to each class of Claims or Equity Interests as provided under the Plan. It is provided for convenience only and is specifically qualified by the Plan itself.

Class	Designation	Status	Voting	Treatment of Allowed Claims or Equity Interests
Class 1	Other Priority Claims	Unimpaired	Deemed to accept	Paid in full, except if Holder agrees in writing to alternative treatment.
Class 2	First Lien Credit Agreement Claims	Impaired	Entitled to vote	Each creditor to receive its <i>pro rata</i> share of: (A) if Highbridge (and/or its Affiliates) is the purchaser of the Debtors’ assets, the consideration provided in the Purchase Agreement, plus payment to satisfy the claims from the Liquidating Trust Assets (excluding funds

<b>Class</b>	<b>Designation</b>	<b>Status</b>	<b>Voting</b>	<b>Treatment of Allowed Claims or Equity Interests</b>
				held in Sale Escrow) and the payment of its share of Litigation Recoveries; or (B) if an alternate Purchaser, payment in full in Cash from the Sale Proceeds.
Class 3A	Senior Secured Notes Claims	Impaired	Entitled to vote	<i>Pro rata</i> share of payment in Cash of the Excess Sale Proceeds, if any.
Class 3B	Senior Secured Notes Deficiency Claims	Impaired	Entitled to vote	<i>Pro rata</i> share of payment in Cash from the Liquidating Trust Assets, to be shared on a <i>pro rata</i> basis with Holders of Class 5, Class 6, and Class 7 claims not otherwise satisfied under the Plan.
Class 4	Other Secured Claims	Unimpaired	Deemed to accept	Reinstated, paid in full, or secured by adequate collateral.
Class 5	Ace Claims	Impaired	Entitled to vote	Each Holder of an Allowed Ace Claim shall receive: (A) the Ace Settlement Distribution, in Cash, plus (B) any additional amounts recovered from the Liquidating Trust Assets, to be shared on a <i>pro rata</i> basis with Holders of Class 3B, Class 6, and Class 7 claims not otherwise satisfied under the Plan.

<b>Class</b>	<b>Designation</b>	<b>Status</b>	<b>Voting</b>	<b>Treatment of Allowed Claims or Equity Interests</b>
Class 6	General Unsecured Trade Claims	Impaired	Entitled to vote	<i>Pro rata</i> share of: (A) the General Unsecured Trade Claims Settlement Distribution, in Cash, plus (B) any additional amounts recovered from the Liquidating Trust Assets, to be shared on a <i>pro rata</i> basis with Holders of Class 3B, Class 5, and Class 7 claims not otherwise satisfied under the Plan.
Class 7	General Unsecured Non-Trade Claims	Impaired	Entitled to vote	<i>Pro rata</i> share of any amounts recovered from the Liquidating Trust Assets, to be shared on a <i>pro rata</i> basis with Holders of Class 3B, Class 5, and Class 6 claims not otherwise satisfied under the Plan.
Class 8	Intercompany Claims	Impaired	Deemed to reject	No distribution under the Plan
Class 9	Equity Interests in RAAM	Impaired	Deemed to reject	No distribution under the Plan
Class 10	Equity Interests in RAAM Debtor Subsidiaries	Impaired	Deemed to reject	No distribution under the Plan

### **Liquidating Plan**

The Plan is a liquidating plan in which all of the assets of the Debtors will be (i) transferred to a purchaser pursuant to a sale process approved by the Bankruptcy Court, (ii) assigned, in part, to a liquidating trust to be administered for trust beneficiaries and/or (iii) otherwise abandoned. The Debtors will not conduct any business after the effective date of the Plan.

### **Executory Contracts and Unexpired Leases**

As of the Plan's effective date, the Debtors will assume or assume and assign only those executory contracts and unexpired leases (i) specifically identified by the Debtors on a schedule to be filed with the Bankruptcy Court as part of the Plan Supplement no later than 10 days prior to the hearing on the confirmation of the Plan (or such later date as may be approved by the Bankruptcy

Court) or (ii) specifically identified as executory contracts or unexpired leases that a purchaser of the Debtors' assets requires the Debtors assume and assign to it as part of the sale transaction. All executory contracts and unexpired leases not specifically assumed, or assumed and assigned, shall be rejected. As to executory contracts and unexpired leases to be assumed, assumed and assigned, or rejected, as applicable, pursuant to the Plan, the confirmation order will constitute an order of the Bankruptcy Court under Bankruptcy Code § 365 approving the contract and lease assumptions, assumption and assignment or rejections of such contracts and leases.

#### **Relevant Deadlines**

The Court has set **January 14, 2016 at 2:00 p.m. (Central Time)** as the date and time for hearing on confirmation of the Plan and to consider any objections to the Plan. The confirmation hearing will be held at the **United States Bankruptcy Court, Southern District of Texas, Houston Division, Courtroom 404, 515 Rusk Street, Houston, Texas**. The hearing may be adjourned from time to time without further notice other than an announcement of the adjourned date(s) at the hearing, and, thereafter, at any adjourned hearing(s). In addition, the Plan may be modified without further notice prior to or as a result of the confirmation hearing, and, thereafter, as otherwise provided in the Bankruptcy Code.

Any objection to confirmation of the Plan must be filed on the docket of the Cases on or before **January 12, 2016**. **UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE WITH THIS NOTICE, IT MAY NOT BE CONSIDERED BY THE COURT.**

To the extent that you hold an impaired claim and have the opportunity to vote on the Plan, the Court has fixed **January 12, 2016** as the deadline for the receipt of Ballots evidencing the votes accepting or rejecting the Plan.

You may obtain copies of pleadings filed in the Cases without charge at the website maintained by the Debtors' claims and noticing agent, [www.bmcgroup.com/RAAMGlobal](http://www.bmcgroup.com/RAAMGlobal).

Dated: December 23, 2015

Respectfully submitted,

**VINSON & ELKINS LLP**

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