

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION

In re:) Chapter 11
)
TWG CAPITAL, INC.,) Case No. 12-11019-BHL-11
)
Debtor.)

**MOTION PURSUANT TO FED. R. BANKR. P. 9006(c) FOR ORDER SETTING
MOTION FOR APPROVAL OF SETTLEMENT OF CLAIMS PURSUANT TO
RULE 9019 FOR EXPEDITED HEARING ON SHORTENED NOTICE**

TWG Capital, Inc., the debtor and debtor-in-possession in the above-captioned chapter 11 case (the "Debtor"), by counsel, hereby requests (this "9006(c) Request") that the Court shorten notice and expedite hearing on the *Motion For Approval Of Settlement Of Claims Pursuant To Rule 9019* [Docket No. 123] (the "Underlying Motion"). This 9006(c) Request is made pursuant to 11 U.S.C. § 105(a), Fed. R. Bankr. P. 9006(c) and 9019 and Rule B-9006-1 of the Local Rules of the United States Bankruptcy Court for the Southern District of Indiana. In support of this 9006(c) Request, the Debtor respectfully states as follows:

1. The Underlying Motion seeks entry of an order approving (i) the settlement of certain pre-petition claims and rejection damages claims arising under the LION Trust Agreements,¹ (ii) the transfer and conveyance by the Debtor to LION Trust of the Materials as defined in the Term Sheet evidencing the terms and conditions of the proposed settlement; and (iii) the performance by the Debtor of all of its other obligations under the Term Sheet. The nature and support for the relief requested in the Underlying Motion is set forth in the Underlying Motion.

¹ All capitalized terms not otherwise defined herein shall have the meaning ascribed to such term in the Underlying Motion.

2. The relief requested in the Underlying Motion needs to be considered and granted immediately. On September 14, 2012, the Debtor filed the *Motion For Entry Of An Order (I) Approving Asset Purchase Agreement; (II) Authorizing The Sale Of Substantially All Of The Assets Of The Debtor's Estate Free And Clear Of All Liens, Claims And Encumbrances; And (III) Authorizing The Assumption And Assignment Of Leases And Contracts* (the "Sale Motion") [Docket No.14.], seeking entry of an order authorizing the sale of substantially all of the Debtor's assets. The Sale Motion is set for hearing on November 8, 2012. The Purchase Agreement (as defined in the Sale Motion) has been amended in order to facilitate a settlement between the Debtor and LION Trust, which is the subject of the Underlying Motion. The terms of the settlement, as set forth in the Underlying Motion and the Term Sheet attached thereto, are closing conditions. Accordingly, the Underlying Motion must be heard prior to the closing of the proposed sale.

3. The Federal Rules of Bankruptcy Procedure provide that the Court may shorten the notice period for "the hearing on approval of a compromise or settlement of a controversy" upon a showing of cause. Fed. R. Bankr. P. 2002(a)(3), 9006(c). 11 U.S.C. § 105(a) also authorizes the Court to "issue an order, process, or judgment that is necessary or appropriate to carry out the provisions of this title."

4. The exigent circumstances set forth herein and in the Underlying Motion justify shortening the notice period for the hearing in connection with the Underlying Motion. The expedited hearing and shortened notice requested by the Debtor is not inconsistent with any other provision of title 11 of the United States Code (the "Bankruptcy Code"). On the contrary, shortening the notice period and expediting hearing will advance the provisions of the

Bankruptcy Code by allowing the Debtor to maximize the value of its estate and to consummate the proposed sale transaction.

5. The Debtor anticipates that the sale contemplated in the Sale Motion will close approximately two weeks after entry of an order granting the relief requested in the Sale Motion. The Debtor thus requests that the Underlying Motion be set for hearing at the first date and time available on or before November 16, 2012.

6. A proposed order granting the relief requested in this 9006(c) Request is attached hereto as Exhibit A.

WHEREFORE, the Debtor respectfully requests that the Court enter an order (1) setting the Underlying Motion for hearing at the first date and time available, (2) shortening notice thereon, and (3) granting the Debtor such other and further relief as is just and proper.

Respectfully submitted,

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By: /s/ Jay Jaffe

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CERTIFICATE OF SERVICE

I hereby certify that on November 5, 2012, a copy of the foregoing pleading was filed electronically. Notice of this filing will be sent to the following parties through the Court's Electronic Case Filing System. Parties may access this filing through the Court's system.

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I further certify that on November 5, 2012, a copy of the foregoing pleading was mailed by first-class U.S. Mail, postage prepaid and properly addressed, to the following:

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