

United States Bankruptcy Court  
Southern District of Indiana

In re:  
TWG Capital, Inc.  
Debtor

Case No. 12-11019-BHL  
Chapter 11

**CERTIFICATE OF NOTICE**

District/off: 0756-1

User: bwest  
Form ID: pdfOrder

Page 1 of 2  
Total Noticed: 2

Date Rcvd: Sep 20, 2012

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Sep 22, 2012.

db +TWG Capital, Inc., 7434 Shadeland Station Way, Ste 500, Indianapolis, IN 46256-3925  
aty +Peter S. Partee, Sr., Hunton & Williams LLP, 200 Park Avenue - 53rd Floor,  
New York, NY 10166-0091

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.  
NONE. TOTAL: 0

\*\*\*\*\* BYPASSED RECIPIENTS \*\*\*\*\*

NONE. TOTAL: 0

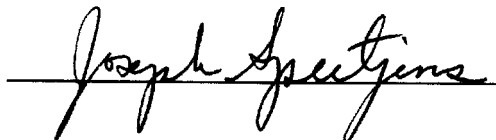
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Sep 22, 2012

Signature:



District/off: 0756-1

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Page 2 of 2  
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on September 20, 2012 at the address(es) listed below:

Beth Kramer on behalf of U.S. Trustee U.S. Trustee beth.kramer@usdoj.gov  
Jay Jaffe on behalf of Debtor TWG Capital, Inc. jay.jaffe@faegrebd.com,  
sarah.herendeen@faegrebd.com  
Kayla D. Britton on behalf of Debtor TWG Capital, Inc. kayla.britton@faegrebd.com,  
becky.turner@faegrebd.com;sarah.herendeen@faegrebd.com  
U.S. Trustee ustpreion10.in.ecf@usdoj.gov  
Wendy W Ponader on behalf of Debtor TWG Capital, Inc. wendy.ponader@faegrebd.com,  
sarah.herendeen@faegrebd.com

TOTAL: 5



*Basil H. Lorch III*

**Basil H. Lorch III**  
**United States Bankruptcy Judge**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF INDIANA  
INDIANAPOLIS DIVISION

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

**ORDER ON FIRST DAY MOTION OF DEBTOR FOR ENTRY OF AN ORDER (A) AUTHORIZING, BUT NOT REQUIRING, PAYMENT OF CERTAIN PRE-PETITION (i) WAGES, SALARIES, AND OTHER COMPENSATION, (ii) EMPLOYEE MEDICAL AND SIMILAR BENEFITS, (iii) REIMBURSABLE EMPLOYEE EXPENSES, AND (B) AUTHORIZING AND DIRECTING APPLICABLE BANKS AND OTHER FINANCIAL INSTITUTIONS TO RECEIVE, PROCESS, AND HONOR AND PAY ALL CHECKS PRESENTED FOR PAYMENT AND TO HONOR ALL ELECTRONIC PAYMENT REQUESTS MADE BY THE DEBTOR RELATED TO THE FOREGOING**

This matter is before the Court on the *First Day Motion of Debtor for Entry of an Order (A) Authorizing, But Not Requiring, Payment of Certain Pre-Petition (i) Wages, Salaries, and Other Compensation, (ii) Employee Medical and Similar Benefits, (iii) Reimbursable Employee Expenses, and (B) Authorizing and Directing Applicable Banks and Other Financial Institutions to Receive, Process, and Honor and Pay All Checks Presented for Payment and to Honor All Electronic Payment Requests Made by the Debtor Related to the Foregoing* (the

"Employee Obligations Motion") filed by TWG Capital, Inc. (the "Debtor"), the debtor and debtor in possession in the above-captioned Chapter 11 case, seeking entry of an order (a) authorizing but not directing the Debtor to honor obligations to current employees and pay (i) wages, salaries, and other compensation in an amount not to exceed the priority claim cap established in 11 U.S.C. § 507(a)(4), (ii) employee medical and similar benefits in an amount not to exceed the priority claim cap established in 11 U.S.C. § 507(a)(5), (iii) reimbursable employee expenses, within the directive of 11 U.S.C. § 1129(a)(9)(B); and (b) authorizing and directing applicable banks and other financial institutions to receive, process, honor and pay all checks presented for payment and to honor all electronic payment requests made by the Debtor relating to the foregoing. At the hearing on the Employee Obligations Motion, counsel for the Debtor indicated that the relief requested in the Employee Obligations Motion as to the Unpaid Compensation and the Reimbursable Employee Expenses is limited to the amounts set forth in Schedule I attached hereto.

The Court, having reviewed the Employee Obligations Motion, and after due deliberation and a hearing, finds that (i) it has jurisdiction over the matters raised in the Employee Obligations Motion pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157; (iii) the relief requested is in the best interests of the Debtor, its estate, its creditors, and other parties in interest; (iv) proper and adequate notice of the Employee Obligations Motion and the hearing thereon has been given and no other or further notice is necessary; and (v) good and sufficient cause exists for the granting of the relief as set forth herein. Accordingly,

IT IS HEREBY ORDERED that:

1. The Employee Obligations Motion is GRANTED;

2. The Debtor is authorized but not directed to pay or otherwise honor the Employee Obligations,<sup>1</sup> including without limitation, (i) continuing the Employee Benefit Programs, (ii) paying the Unpaid Compensation to Employees and Temporary Personnel in an amount not to exceed the priority claim cap under 11 U.S.C. § 507(a)(4) and in the amounts set forth in Schedule I hereto, (iii) honoring the liabilities to its Employees that arose under its vacation or paid holiday policies or practices prior to the Petition Date, (iv) forwarding the Employee Deductions to appropriate third parties, (v) paying the Reimbursable Employee Expenses up to the amount set forth in Schedule I hereto, (vi) paying amounts owing related to the Employee Benefits to the extent such amounts do not to exceed the priority claim cap under 11 U.S.C. § 507(a)(5), and (vii) paying all amounts related to workers' compensation claims that arose prior to the Petition Date, all in accordance with the Debtor's stated policies and in the Debtor's ordinary course of business; and

3. In accordance with this Order and any other order of this Court, each of the banks and financial institutions at which the Debtor maintains its accounts relating to the payment of the Employee Obligations is authorized and directed to honor checks presented for payment, and to honor all funds transfer requests made by the Debtor related thereto, to the extent that sufficient funds are on deposit in such accounts.

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meaning ascribed to such terms in the Employee Obligations Motion.

**Schedule 1**

**Unpaid Compensation (by Employee)**

\$664.44  
\$468.65  
\$2,777.78  
\$2,777.78  
\$1,261.29  
\$1,051.46  
**Total: \$9,001.40**

**Reimbursable Employee Expenses (by Employee)**

\$0.00  
\$0.00  
\$0.00  
\$350.00  
\$0.00  
\$0.00  
**Total: \$350.00**