

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re: : Chapter 11  
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CELADON GROUP, INC., *et al.*,<sup>1</sup> : Case No. 19-12606 (KBO)  
:  
Debtors. : (Jointly Administered)  
:  
: **Related D.I.: 681 & 792**  
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**ORDER (I) ESTABLISHING DEADLINES FOR FILING PROOFS OF CLAIM,  
INCLUDING SECTION 503(b)(9) CLAIMS, (II) APPROVING THE FORM AND  
MANNER OF NOTICE THEREOF, AND (III)  
GRANTING RELATED RELIEF**

This matter coming before the Court upon the *Motion of the Debtors for Entry of an Order (I) Establishing Deadlines for Filing Proofs of Claim, Including Section 503(b)(9) Claims, (II) Approving the Form and Manner of Notice Thereof, and (III) Granting Related Relief* (the "Motion"),<sup>2</sup> for entry of an order (i) establishing deadlines for filing proofs of claim, including section 503(b)(9) claims, (ii) approving the form and manner of notice thereof, and (iii) granting related relief; all as further described in the Motion; and upon the record of these chapter 11 cases;

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Celadon Group, Inc. (1050); A R Management Services, Inc. (3604); Bee Line, Inc. (5403); Celadon Canadian Holdings, Limited (2539); Celadon E-Commerce, Inc. (2711); Celadon International Corporation (5246); Celadon Logistics Services, Inc. (0834); Celadon Mexicana, S.A. de C.V. (6NL7); Celadon Realty, LLC (2559); Celadon Trucking Services, Inc. (6138); Distribution, Inc. (0488); Eagle Logistics Services Inc. (7667); Hyndman Transport Limited (3249); Jaguar Logistics, S.A. de C.V. (66D1); Leasing Servicios, S.A. de C.V. (9MUA); Osborn Transportation, Inc. (7467); Quality Companies LLC (4073); Quality Equipment Leasing, LLC (2403); Quality Insurance LLC (7248); Servicios Corporativos Jaguar, S.C. (78CA); Servicios de Transportación Jaguar, S.A. de C.V. (5R68); Stinger Logistics, Inc. (3860); Strategic Leasing, Inc. (7534); Taylor Express, Inc. (9779); and Vorbas, LLC (8936). The corporate headquarters and the mailing address for the Debtors listed above is 9503 East 33rd Street, One Celadon Drive, Indianapolis, IN 46235.

<sup>2</sup> Capitalized terms used but not otherwise defined in this Order shall have the meanings ascribed to them in the Motion.



and this Court having found that (i) this Court has jurisdiction over the Debtors, their estates, property of their estates and to consider the Motion and the relief requested therein under 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012, (ii) this Court may enter a final order consistent with Article III of the United States Constitution, (iii) this is a core proceeding under 28 U.S.C. § 157(b)(2)(A), (iv) venue of the Motion in this district is proper under 28 U.S.C. §§1408 and 1409, and (v) no further or other notice of the Motion is required under the circumstances; and this Court having reviewed the Motion and having heard the statements in support of the relief requested in the Motion at a hearing before this Court (the “Hearing”); and having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted in this Order; and this Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors’ estates, their creditors and other parties in interest; and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED as set forth in this Order.
2. General Bar Date: **April 30, 2020 at 4:00 p.m. (ET)** shall be the General Bar Date, by which all persons and entities, including holders of 503(b)(9) Claims, but excluding Governmental Units, must file Proofs of Claim.
3. Governmental Bar Date: **June 5, 2020 at 4:00 p.m. (ET)** shall be the Governmental Bar Date by which all Governmental Units shall file Proofs of Claim.
4. Rejection Damages Claims Bar Date: the Rejection Damages Claims Bar Date shall be the later of (i) the General Bar Date or the Governmental Bar Date, as applicable; (ii) 4:00 p.m. (ET) on the date that is thirty (30) days after entry of an order approving the rejection of

an executory contract or unexpired lease (a “Rejection Order”); or (iii) any other date that the Court may fix in the applicable Rejection Order.

5. Amended Schedules Bar Date: If the Debtors amend or supplement their Schedules, the affected creditor, if it chooses, shall file a proof of claim, or amend a previously filed proof of claim, on or before the later of (i) the General Bar Date or Governmental Bar Date, as applicable, and (ii) 4:00 p.m. (ET) on the date that is thirty (30) days from the date the Debtors filed and served notice of the amendment or supplement.

6. The Bar Date Notice, substantially in the form attached in this Order as Exhibit 1, is APPROVED.

7. The Publication Notice, substantially in the form attached to this Order as Exhibit 2, is APPROVED.

8. The Proof of Claim Form, substantially in the form attached to this Order as Exhibit 3, is APPROVED.

9. The following procedures for filing Proofs of Claim are hereby approved and adopted in these chapter 11 cases:

- (a) Proofs of Claim must conform substantially to the Proof of Claim Form;
- (b) All Proofs of Claim must be actually received on or before the applicable Bar Date associated with such claim by the Debtors’ Court-approved claims and noticing agent in these Chapter 11 Cases, Kurtzman Carson Consultants LLC (“KCC”). All Proofs of Claim must be filed electronically at <https://epoc.kccllc.net/Celadon>, or sent to KCC by US Mail or other hand delivery system, addressed to: **Celadon Group Claims Processing Center c/o KCC, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245**;
- (c) Proofs of Claim will be deemed timely filed only if they are actually received by KCC on or before the applicable Bar Date. Proofs of Claim submitted by facsimile or e-mail will *not* be accepted;
- (d) Proofs of Claim must: (i) be in writing and signed by the claimant, or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) include supporting

documentation or, if voluminous, a summary of the supporting documents and an explanation as to why documentation is not available and where the such supporting documentation may be obtain; (iii) be in the English language; and (iv) be denominated in United States currency (USD);

- (e) In addition to the foregoing, 503(b)(9) Claims must also: (i) include the value of the goods delivered to and received by the applicable Debtor within twenty (20) days prior to the Petition Date; (ii) attach any documentation identifying the particular invoice(s) corresponding to the asserted 503(b)(9) Claim and delivery address; and (iii) attach documentation evidencing the delivery of the goods delivered to and received by the applicable Debtor within twenty (20) days prior to the Petition Date;
- (f) Each Proof of Claim must specify, by name, the Debtor against which the claim is asserted, and, if the holder asserts a claim against more than one Debtor, a separate Proof of Claim must be filed against each such Debtor; and
- (g) Any person or entity that files a Proof of Claim by mail and wishes to receive a date-stamped copy by return mail should include an additional copy of the Proof of Claim and a self-addressed, postage-paid envelope.

10. The following persons and entities are *not* required to file a Proof of Claim in accordance with the procedures set forth in this Order:

- (a) Any person or entity that has already properly filed a Proof of Claim against a Debtor with KCC or the Clerk of the United States Bankruptcy Court for the District of Delaware, in a form substantially similar to Official Form 410;
- (b) Any person or entity whose claim is listed on a Debtor's Schedule D or E/F, and (i) the claim is not described as "disputed," "contingent," or "unliquidated," (ii) such person or entity agrees with the amount, nature, and priority of the claim set forth in the Debtor's Schedules, and (iii) such person or entity agrees that the claim is an obligation of the specific Debtor that listed the claim in its Schedules;
- (c) Any person or entity whose claim has been allowed by an order of the Court entered on or before the applicable Bar Date;
- (d) Any person or entity whose claim has been paid or otherwise satisfied in full by the Debtors or any other party prior to the applicable Bar Date;
- (e) Any holder of a claim for which the Court has already fixed a specific deadline to file a Proof of Claim;
- (f) Any holder of an equity interest in any Debtor with respect to the ownership of such equity interest; *provided, however*, that any holder of an equity interest wishing to

assert a claim against any Debtor other than with respect to ownership of such equity interest, including, but not limited to, a claim relating to the purchase or sale of such interest or rescission under section 510 of the Bankruptcy Code, must submit a proof of claim on or before the applicable Bar Date pursuant to the procedures set forth herein;

- (g) Any Affiliate (as defined in section 101(2) of the Bankruptcy Code) of the Debtors that is a creditor for its claims against any other Debtor; and
- (h) The DIP Agent on account of claims and obligations arising under the DIP Financing, as such terms are defined in the *Final Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 503, and 507 (I) Authorizing the Debtors to Obtain Senior Secured Superpriority Postpetition Financing; (II) Granting (A) Liens and Superpriority Administrative Expense Claims and (B) Adequate Protection to Certain Prepetition Lenders; (III) Authorizing Use of Cash Collateral; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief* [D.I. 230] (the "Final DIP Order").<sup>3</sup>

11. Supplemental Mailings and Publication. After the initial mailing of the Bar Date Notice, the Debtors are authorized to may make supplemental mailings of notices, including in the event that (a) notices are returned by the post office with forwarding addresses, (b) certain parties acting on behalf of claimants decline to pass along notices to claimants and instead return their names and addresses to the Debtors for direct mailing, and (c) additional potential holders of claims or creditors' contact information become known. If applicable, the Debtors shall make such supplemental mailings of the Bar Date Notice in these and similar circumstances at any time up to twenty-one (21) days in advance of the applicable Bar Date, with any such mailings being deemed timely and the Bar Date being applicable to such holders of claims.

12. The Debtors shall publish the Publication Notice in the national edition of the Wall Street Journal, New York Times, USA Today, or another national newspaper with similar

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<sup>3</sup> For the avoidance of doubt, pursuant to section 5.28 of the Final DIP Order, none of the Prepetition Secured Parties shall be required to file proofs of claim in any of these chapter 11 cases. Notwithstanding the foregoing, any Prepetition Agent (on behalf of itself and the Prepetition Lenders) is authorized, but not required, to file a master proof of claim for any claims of any of the Prepetition Secured Parties arising from the Prepetition Loan Documents or in respect of the Prepetition Obligations.

readership and circulation, (ii) once in a local publication in Indianapolis, and (iii) once in a national newspaper in Canada. The Publication Notice shall be deemed to provide effective notice of the applicable Bar Dates to all creditors, including (a) any creditors who are unknown or not reasonably ascertainable by the Debtors, (b) known creditors with addresses that are unknown to the Debtors or are no longer accurate and/or updated, and (c) potential creditors with claims against the Debtors.

13. **Any holder of a claim against any Debtor who receives notice of the applicable Bar Date (whether such notice was actually or constructively received), and is required, but fails to file a Proof of Claim in accordance with this Order on or before the applicable Bar Date (a) may be forever barred, estopped, and enjoined from asserting such claim against any Debtor (or filing a Proof of Claim with respect thereto), and such Debtor and its property may, upon confirmation of a chapter 11 plan with respect thereto, be forever discharged from all indebtedness and liability with respect to such claim and (b) may not receive or be entitled to receive any payment or distribution of property from the Debtors or their successors or assigns with respect to such claim.**

14. Within five (5) business days after entry of this Order, the Debtors shall cause service of the Bar Date Notice, substantially in the form attached to this Order as **Exhibit 1**, by first class U.S. mail, postage prepaid, by email, or by facsimile, in accordance with Local Rule 2002-1(c), along with a copy of the Proof of Claim Form on the following parties:

- (a) All parties that have requested notice in these chapter 11 cases;
- (b) All persons or entities that have previously filed Proofs of Claim;
- (c) All known or suspected holders of claims against any Debtor as of the Petition Date, including all persons or entities listed in the Schedules or that have previously filed a Proof of Claim;

- (d) All parties to executory contracts and unexpired leases of the Debtors;
- (e) All parties in litigation with the Debtors;
- (f) All applicable Governmental Units, including the Internal Revenue Service, the U.S. Attorney for the District of Delaware, the Securities and Exchange Commission, and the Office of the Attorney General in all states in which the Debtors operate, own, or lease property, and/or file tax returns.

15. The Debtors shall mail the Bar Date Notice to each of the foregoing party's last known address included in the Debtors' books and records.

16. Nothing in this Order shall prejudice the right of any Debtor or any other party in interest to dispute, or to assert offsets or defenses to, any claim reflected in the Debtors' Schedules as to amount, liability, characterization, or otherwise, and to subsequently designate any claim as disputed, contingent, or unliquidated.

17. The ACE Companies and the Chubb Companies: Notwithstanding anything to the contrary in this Bar Date Order, any provision of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, any order of this Court, any proof of claim form or notice of the bar date, (a) ACE American Insurance Company, on its own behalf and on behalf of all of its U.S.-based affiliates and successors (collectively, the "ACE Companies"),<sup>4</sup> may file a single consolidated proof of claim (the "ACE Proof of Claim") in the chapter 11 case of Celadon Group, Inc., Case No. 19-12606 (the "Lead Case"), which shall be deemed filed by each of the ACE Companies not only in the Lead Case, but also in the chapter 11 case of each of the Debtors; (b) Federal Insurance Company, on its own behalf and on behalf of all of its U.S.-based affiliates and successors

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<sup>4</sup> As used herein, the ACE Companies shall refer to only those entities related to ACE American Insurance Company prior to January 14, 2016 (the date on which the ACE Companies completed an acquisition of the Chubb group of companies).

(collectively, the “Chubb Companies”),<sup>5</sup> may file a single consolidated proof of claim (the “Chubb Proof of Claim”) and, collectively with the ACE Proof of Claim, the “Consolidated Claims”) in the Lead Case, which shall be deemed filed by each of the Chubb Companies not only in the Lead Case, but also in the chapter 11 case of each of the Debtors; and (c) as the documents supporting the Consolidated Claims are voluminous and contain confidential information, the documents supporting the Consolidated Claims will not need to be filed with the Consolidated Claims, provided, however, that the documents supporting the Consolidated Claims will be provided to the Debtors and the Committee upon request. Nothing contained in this paragraph shall be construed as a waiver or modification of any rights, claims or defenses, including, without limitation, the right of the ACE Companies or the Chubb Companies to (a) assert joint and several liability against some or all of the Debtors, (b) modify the Debtor(s) against which the Consolidated Claims are asserted, or (c) amend the amount or nature of the Consolidated Claims; provided, however, that the Consolidated Claims shall not be disallowed, reduced or expunged solely on the basis that the Consolidated Claims are filed (i) only in the Lead Case and only against Celadon Group, Inc. (instead of in the bankruptcy cases of each or any of the other Debtors), and/or (ii) only by either ACE American Insurance Company or Federal Insurance Company (instead of by each of the ACE Companies and the Chubb Companies).

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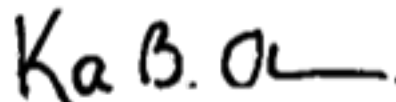
<sup>5</sup> As used herein, the Chubb Companies shall refer to only those entities related to Federal Insurance Company prior to January 14, 2016 (the date on which the ACE American Insurance Company and its affiliates completed an acquisition of the Chubb Companies).



18. The Debtors are authorized to take such steps and perform such acts as may be necessary or appropriate to implement and effectuate the terms of this Order.

19. This Court shall retain jurisdiction over any and all matters arising from the interpretation or implementation of this Order.

**Dated: March 30th, 2020**  
**Wilmington, Delaware**

Handwritten signature of Karen B. Owens in black ink.

**KAREN B. OWENS**  
**UNITED STATES BANKRUPTCY JUDGE**

**EXHIBIT 1**

**(Bar Date Note)**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re: : Chapter 11
  
:
  
CELADON GROUP, INC., *et al.*,<sup>1</sup> : Case No. 19-12606 (KBO)
  
:
  
Debtors. : (Jointly Administered)
  
:
  
: **Related D.I.: 681**
  
-----X

**NOTICE OF DEADLINE FOR FILING PROOFS OF CLAIM,  
INCLUDING 503(b)(9) CLAIMS**

**PLEASE TAKE NOTICE**, on December 8, 2019 (the “Petition Date”), Celadon Group, Inc. and its affiliated debtors (collectively, the “Debtors”) in the above-captioned chapter 11 cases each filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).

**PLEASE TAKE FURTHER NOTICE** that, on [\_\_\_\_\_, 2020], the United States Bankruptcy Court for the District of Delaware (the “Court”) entered an order (the “Bar Date Order”) establishing:

- (a) **General Bar Date: April 30, 2020 at 4:00 p.m. (ET)** as the “General Bar Date” and deadline for all persons or entities, other than Governmental Units (as defined in section 101(27) of the Bankruptcy Code), to file proofs of claim (each, a “Proof of Claim”) based on claims against any Debtor that arose prior to the Petition Date, including claims for the value of goods sold to any Debtor in the ordinary course of business and received by such Debtor within twenty (20) days before the Petition Date (each, a “503(b)(9) Claim”) that remain unpaid;
- (b) **Governmental Bar Date: June 5, 2020 at 4:00 p.m. (ET)** as the “Governmental Bar Date” and deadline for all Governmental Units to file Proofs of Claim against

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celadon Group, Inc. (1050); A R Management Services, Inc. (3604); Bee Line, Inc. (5403); Celadon Canadian Holdings, Limited (2539); Celadon E-Commerce, Inc. (2711); Celadon International Corporation (5246); Celadon Logistics Services, Inc. (0834); Celadon Mexicana, S.A. de C.V. (6NL7); Celadon Realty, LLC (2559); Celadon Trucking Services, Inc. (6138); Distribution, Inc. (0488); Eagle Logistics Services Inc. (7667); Hyndman Transport Limited (3249); Jaguar Logistics, S.A. de C.V. (66D1); Leasing Servicios, S.A. de C.V. (9MUA); Osborn Transportation, Inc. (7467); Quality Companies LLC (4073); Quality Equipment Leasing, LLC (2403); Quality Insurance LLC (7248); Servicios Corporativos Jaguar, S.C. (78CA); Servicios de Transportación Jaguar, S.A. de C.V. (5R68); Stinger Logistics, Inc. (3860); Strategic Leasing, Inc. (7534); Taylor Express, Inc. (9779); and Vorbas, LLC (8936). The corporate headquarters and the mailing address for the Debtors listed above is 9503 East 33rd Street, One Celadon Drive, Indianapolis, IN 46235.

the Debtors based on claims against any Debtor that arose prior to the Petition Date that remain unpaid;

- (c) **Rejection Damages Claims Bar Date:** the Rejection Damages Claims Bar Date shall be the later of (i) the General Bar Date or the Governmental Bar Date, as applicable; (ii) 4:00 p.m. (ET) on the date that is thirty (30) days after entry of an order approving the rejection of an executory contract or unexpired lease (a “Rejection Order”); or (iii) any other date that the Court may fix in the applicable Rejection Order.
- (d) **Amended Schedules Bar Date:** If the Debtors amend or supplement their Schedules, the affected creditor, if it chooses, shall file a proof of claim, or amend a previously filed proof of claim, on or before the later of (i) the General Bar Date or Governmental Bar Date, as applicable, and (ii) 4:00 p.m. (ET) on the date that is thirty (30) days from the date the Debtors filed and served notice of the amendment or supplement.

**You should consult an attorney if you have any questions, including whether to file a Proof of Claim or Administrative Claim Request. If you have any questions with respect to this notice, you may contact the Debtors’ claims and noticing agent, Kurtzman Carson Consultants LLC (“KCC”) at (866) 927-7078 (toll-free) or (310) 751-2651 (international) or visit KCC’s website at <https://www.kccllc.net/Celadon>. KCC is not permitted to provide legal advice.**

## **I. WHO MUST FILE A PROOF OF CLAIM**

You **MUST** file a Proof of Claim if you have a claim that arose prior to the Petition Date, and it is not a claim described in Section II below. Acts or omissions of the Debtors that arose prior to the Petition Date may give rise to claims against the Debtors that must be filed by the applicable Bar Dates, notwithstanding that such claims may not have matured or become fixed or liquidated as of the Petition Date.

Pursuant to section 101(5) of the Bankruptcy Code and as used herein, the word “claim” means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

Proofs of Claim will be deemed timely filed **only if** they are actually received by KCC on or before the applicable Bar Date. Proofs of Claim submitted by facsimile or e-mail **will not be accepted**.

## II. WHO DOES NOT NEED TO FILE A PROOF OF CLAIM

- (a) Any person or entity that has already properly filed a Proof of Claim against a Debtor with KCC or the Clerk of the United States Bankruptcy Court for the District of Delaware, in a form substantially similar to Official Form 410;
- (b) Any person or entity whose claim is listed on a Debtor's Schedule D or E/F, and (i) the claim is not described as "disputed," "contingent," or "unliquidated," (ii) such person or entity agrees with the amount, nature, and priority of the claim set forth in the Debtor's Schedules, and (iii) such person or entity agrees that the claim is an obligation of the specific Debtor that listed the claim in its Schedules;
- (c) Any person or entity whose claim has been allowed by an order of the Court entered on or before the applicable Bar Date;
- (d) Any person or entity whose claim has been paid or otherwise satisfied in full by the Debtors or any other party prior to the applicable Bar Date;
- (e) Any holder of a claim for which the Court has already fixed a specific deadline to file a Proof of Claim;
- (f) Any holder of an equity interest in any Debtor with respect to the ownership of such equity interest; *provided, however*, that any holder of an equity interest wishing to assert a claim against any Debtor other than with respect to ownership of such equity interest, including, but not limited to, a claim relating to the purchase or sale of such interest or rescission under section 510 of the Bankruptcy Code, must submit a proof of claim on or before the applicable Bar Date pursuant to the procedures set forth herein;
- (g) Any Affiliate (as defined in section 101(2) of the Bankruptcy Code) of the Debtors that is a creditor for its claims against any other Debtor; and
- (h) The DIP Agent on account of claims and obligations arising under the DIP Financing, as such terms are defined in the *Final Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 503, and 507 (I) Authorizing the Debtors to Obtain Senior Secured Superpriority Postpetition Financing; (II) Granting (A) Liens and Superpriority Administrative Expense Claims and (B) Adequate Protection to Certain Prepetition Lenders; (III) Authorizing Use of Cash Collateral; (IV) Modifying the Automatic Stay; and (V) Granting Related Relief*[D.I. 230].<sup>2</sup>

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<sup>2</sup> For the avoidance of doubt, pursuant to section 5.28 of the Final DIP Order, none of the Prepetition Secured Parties shall be required to file proofs of claim in any of these chapter 11 cases. Notwithstanding the foregoing, any Prepetition Agent (on behalf of itself and the Prepetition Lenders) is authorized, but not required, to file a master proof of claim for any claims of any of the Prepetition Secured Parties arising from the Prepetition Loan Documents or in respect of the Prepetition Obligations.

**You should not file a Proof of Claim if you do not have a claim against any of the Debtors. The fact that you have received this Bar Date Notice does not mean that you have a claim or that the Debtors or the Bankruptcy Court believes that you have a claim.**

### III. HOW TO FILE A PROOF OF CLAIM

Enclosed herewith an exhibit is a Proof of Claim Form, in a form substantially similar to Official Form 410.<sup>3</sup>

- (a) Proofs of Claim must conform substantially to the Proof of Claim Form;
- (b) All Proofs of Claim must be actually received on or before the applicable Bar Date associated with such claim by the Debtors' Court-approved claims and noticing agent in these Chapter 11 Cases, Kurtzman Carson Consultants LLC ("KCC"). All Proofs of Claim must be filed electronically at <https://epoc.kccllc.net/Celadon>, or sent to KCC by US Mail or other hand delivery system, addressed to: **Celadon Group Claims Processing Center c/o KCC, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245**;
- (c) Proofs of Claim will be deemed timely filed only if they are actually received by KCC on or before the applicable Bar Date. Proofs of Claim submitted by facsimile or e-mail will *not* be accepted;
- (d) Proofs of Claim must: (i) be in writing and signed by the claimant, or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) include supporting documentation or, if voluminous, a summary of the supporting documents and an explanation as to why documentation is not available and where the such supporting documentation may be obtain; (iii) be in the English language; and (iv) be denominated in United States currency (USD);
- (e) In addition to the foregoing, 503(b)(9) Claims must also: (i) include the value of the goods delivered to and received by the applicable Debtor within twenty (20) days prior to the Petition Date; (ii) attach any documentation identifying the particular invoice(s) corresponding to the asserted 503(b)(9) Claim and delivery address; and (iii) attach documentation evidencing the delivery of the goods delivered to and received by the applicable Debtor within twenty (20) days prior to the Petition Date;
- (f) Each Proof of Claim must specify, by name, the Debtor against which the claim is asserted, and, if the holder asserts a claim against more than one Debtor, a separate Proof of Claim must be filed against each such Debtor; and

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<sup>3</sup> Additional Proof of Claim Forms are available at <https://www.kccllc.net/Celadon>.

- (g) Any person or entity that files a Proof of Claim by mail and wishes to receive a date-stamped copy by return mail should include an additional copy of the Proof of Claim and a self-addressed, postage-paid envelope.

**IV. CONSEQUENCES FOR FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE**

**Except as described in Section II above, as applicable, any holder of a claim against any Debtor who received notice of the Bar Dates (whether such notice was actually or constructively received) and is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order and this Bar Date Notice on or before the applicable Bar Date, (a) may be forever barred, estopped, and enjoined from asserting such claim against any Debtor, and such Debtor and its property may upon confirmation of a chapter 11 plan with respect thereto, be forever discharged from all indebtedness and liability with respect to such claim, and (b) may not receive or be entitled to receive any payment or distribution of property from the Debtors or their successors or assigns with respect to such claim.**

*[Remainder of Page Intentionally Left Blank]*

**V. THE DEBTORS' SCHEDULES AND ACCESS THERETO**

You may be listed in the Debtors' Schedules. Copies of the Debtors' Schedules are available free of charge on KCC's website: <https://www.kccllc.net/Celadon>.

Dated: March \_\_, 2020  
Wilmington, Delaware

Respectfully submitted,

**DLA PIPER LLP (US)**

/s/ DRAFT

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-and-

Richard A. Chesley (admitted *pro hac vice*)  
Jamila Justine Willis (admitted *pro hac vice*)  
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[jamila.willis@us.dlapiper.com](mailto:jamila.willis@us.dlapiper.com)

*Counsel to the Debtors*



**EXHIBIT 2**

**(Publication Notice)**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re: : Chapter 11
  
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CELADON GROUP, INC., *et al.*,<sup>1</sup> : Case No. 19-12606 (KBO)
  
:
  
Debtors. : (Jointly Administered)
  
:
  
: **Related D.I.: 681**
  
-----X

**NOTICE OF DEADLINE FOR FILING PROOFS OF CLAIM,  
INCLUDING 503(b)(9) CLAIMS**

**PLEASE TAKE NOTICE**, on December 8, 2019 (the “Petition Date”), Celadon Group, Inc. and its affiliated debtors (collectively, the “Debtors”) in the above-captioned chapter 11 cases each filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).

**PLEASE TAKE FURTHER NOTICE** that, on [\_\_\_\_\_, 2020], the United States Bankruptcy Court for the District of Delaware (the “Court”) entered an order (the “Bar Date Order”) establishing:

- (a) **General Bar Date: April 30, 2020 at 4:00 p.m. (ET)** as the “General Bar Date” and deadline for all persons or entities, other than Governmental Units (as defined in section 101(27) of the Bankruptcy Code), to file proofs of claim (each, a “Proof of Claim”) based on claims against any Debtor that arose prior to the Petition Date, including claims for the value of goods sold to any Debtor in the ordinary course of business and received by such Debtor within twenty (20) days before the Petition Date (each, a “503(b)(9) Claim”) that remain unpaid;
- (b) **Governmental Bar Date: June 5, 2020 at 4:00 p.m. (ET)** as the “Governmental Bar Date” and deadline for all Governmental Units to file Proofs of Claim against

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celadon Group, Inc. (1050); A R Management Services, Inc. (3604); Bee Line, Inc. (5403); Celadon Canadian Holdings, Limited (2539); Celadon E-Commerce, Inc. (2711); Celadon International Corporation (5246); Celadon Logistics Services, Inc. (0834); Celadon Mexicana, S.A. de C.V. (6NL7); Celadon Realty, LLC (2559); Celadon Trucking Services, Inc. (6138); Distribution, Inc. (0488); Eagle Logistics Services Inc. (7667); Hyndman Transport Limited (3249); Jaguar Logistics, S.A. de C.V. (66D1); Leasing Servicios, S.A. de C.V. (9MUA); Osborn Transportation, Inc. (7467); Quality Companies LLC (4073); Quality Equipment Leasing, LLC (2403); Quality Insurance LLC (7248); Servicios Corporativos Jaguar, S.C. (78CA); Servicios de Transportación Jaguar, S.A. de C.V. (5R68); Stinger Logistics, Inc. (3860); Strategic Leasing, Inc. (7534); Taylor Express, Inc. (9779); and Vorbas, LLC (8936). The corporate headquarters and the mailing address for the Debtors listed above is 9503 East 33rd Street, One Celadon Drive, Indianapolis, IN 46235.

the Debtors based on claims against any Debtor that arose prior to the Petition Date that remain unpaid;

- (c) **Rejection Damages Claims Bar Date:** the Rejection Damages Claims Bar Date shall be the later of (i) the General Bar Date or the Governmental Bar Date, as applicable; (ii) 4:00 p.m. (ET) on the date that is thirty (30) days after entry of an order approving the rejection of an executory contract or unexpired lease (a “Rejection Order”); or (iii) any other date that the Court may fix in the applicable Rejection Order.
- (d) **Amended Schedules Bar Date:** If the Debtors amend or supplement their Schedules, the affected creditor, if it chooses, shall file a proof of claim, or amend a previously filed proof of claim, on or before the later of (i) the General Bar Date or Governmental Bar Date, as applicable, and (ii) 4:00 p.m. (ET) on the date that is thirty (30) days from the date the Debtors filed and served notice of the amendment or supplement.

**You should consult an attorney if you have any questions, including whether to file a Proof of Claim or Administrative Claim Request. If you have any questions with respect to this notice, you may contact the Debtors’ claims and noticing agent, Kurtzman Carson Consultants LLC (“KCC”) at (866) 927-7078 (toll-free) or (310) 751-2651 (international) or visit KCC’s website at <https://www.kccllc.net/Celadon>. KCC is not permitted to provide legal advice.**

**EXHIBIT 3**

**(Proof of Claim Form)**

United States Bankruptcy Court for the District of Delaware

Indicate Debtor against which you assert a claim by checking the appropriate box below. **(Check only one Debtor per claim form.)**

- |   |  |   |
|---|--|---|
| <input type="checkbox"/> Celadon Group, Inc. (Case No. 19-12606)                | <input type="checkbox"/> Distribution, Inc. (Case No. 19-12616)                  | <input type="checkbox"/> Servicios de Transportación Jaguar, S.A. de C.V. (Case No. 19-12626)             |
| <input type="checkbox"/> A R Management Services, Inc. (Case No. 19-12607)      | <input type="checkbox"/> Eagle Logistics Services Inc. (Case No. 19-12617)       | <input type="checkbox"/> Stinger Logistics, Inc. (Case No. 19-12627)                                      |
| <input type="checkbox"/> Bee Line, Inc. (Case No. 19-12608)                     | <input type="checkbox"/> Hyndman Transport Limited (Case No. 19-12618)           | <input type="checkbox"/> Strategic Leasing, Inc. (Case No. 19-12628)                                      |
| <input type="checkbox"/> Celadon Canadian Holdings, Limited (Case No. 19-12609) | <input type="checkbox"/> Jaguar Logistics, S.A. de C.V. (Case No. 19-12619)      | <input type="checkbox"/> Taylor Express, Inc. (Case No. 19-12629)   |
| <input type="checkbox"/> Celadon E-Commerce, Inc. (Case No. 19-12610)           | <input type="checkbox"/> Leasing Servicios, S.A. de C.V. (Case No. 19-12620)     | <input type="checkbox"/> Transportation Insurance Services Risk Retention Group, Inc. (Case No. 19-12630) |
| <input type="checkbox"/> Celadon International Corporation (Case No. 19-12611)  | <input type="checkbox"/> Osborn Transportation, Inc. (Case No. 19-12621)         | <input type="checkbox"/> Vorbas, LLC (Case No. 19-12631)  |
| <input type="checkbox"/> Celadon Logistics Services, Inc. (Case No. 19-12612)   | <input type="checkbox"/> Quality Companies LLC (Case No. 19-12622)               |   |
| <input type="checkbox"/> Celadon Mexicana, S.A. de C.V. (Case No. 19-12613)     | <input type="checkbox"/> Quality Equipment Leasing, LLC (Case No. 19-12623)      |   |
| <input type="checkbox"/> Celadon Realty, LLC (Case No. 19-12614)                | <input type="checkbox"/> Quality Insurance LLC (Case No. 19-12624)               |   |
| <input type="checkbox"/> Celadon Trucking Services, Inc. (Case No. 19-12615)    | <input type="checkbox"/> Servicios Corporativos Jaguar, S.C. (Case No. 19-12625) |   |

# Official Form 410 Proof of Claim

04/19

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed.

## Part 1: Identify the Claim

1. Who is the current creditor?	_____ Name of the current creditor (the person or entity to be paid for this claim)	
	Other names the creditor used with the debtor _____	
2. Has this claim been acquired from someone else?	<input type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent?	Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)
	Name _____ Number Street _____ City State ZIP Code _____ Country _____ Contact phone _____ Contact email _____	Name _____ Number Street _____ City State ZIP Code _____ Country _____ Contact phone _____ Contact email _____
	Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____	
4. Does this claim amend one already filed?	<input type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY	
5. Do you know if anyone else has filed a proof of claim for this claim?	<input type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	

**Part 2: Give Information About the Claim as of the Date the Case Was Filed**

6. Do you have any number you use to identify the debtor?  No  
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: \_\_\_\_ \_\_\_\_ \_\_\_\_ \_\_\_\_

7. How much is the claim? \$ \_\_\_\_\_. Does this amount include interest or other charges?  
 No  
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.  
 Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).  
 Limit disclosing information that is entitled to privacy, such as health care information.  
 \_\_\_\_\_

9. Is all or part of the claim secured?  No  
 Yes. The claim is secured by a lien on property.  
**Nature of property:**  
 Real estate: If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.  
 Motor vehicle  
 Other. Describe: \_\_\_\_\_  
**Basis for perfection:** \_\_\_\_\_  
 Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)  
**Value of property:** \$ \_\_\_\_\_  
**Amount of the claim that is secured:** \$ \_\_\_\_\_  
**Amount of the claim that is unsecured:** \$ \_\_\_\_\_ (The sum of the secured and unsecured amount should match the amount in line 7.)  
**Amount necessary to cure any default as of the date of the petition:** \$ \_\_\_\_\_  
**Annual Interest Rate** (when case was filed) \_\_\_\_\_%  
 Fixed  
 Variable

10. Is this claim based on a lease?  No  
 Yes. Amount necessary to cure any default as of the date of the petition. \$ \_\_\_\_\_

11. Is this claim subject to a right of setoff?  No  
 Yes. Identify the property: \_\_\_\_\_

**12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?**

No

Yes. Check all that apply:

**Amount entitled to priority**

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). \$ \_\_\_\_\_

Up to \$3,025\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7). \$ \_\_\_\_\_

Wages, salaries, or commissions (up to \$13,650\*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4). \$ \_\_\_\_\_

Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8). \$ \_\_\_\_\_

Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5). \$ \_\_\_\_\_

Other. Specify subsection of 11 U.S.C. § 507(a)(\_\_\_\_) that applies. \$ \_\_\_\_\_

\* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.

**Part 3: Sign Below**

**The person completing this proof of claim must sign and date it. FRBP 9011(b).**

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.**

Check the appropriate box:

- I am the creditor.
- I am the creditor's attorney or authorized agent.
- I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.
- I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date \_\_\_\_\_  
MM / DD / YYYY

\_\_\_\_\_  
Signature

**Print the name of the person who is completing and signing this claim:**

Name \_\_\_\_\_  
First name Middle name Last name

Title \_\_\_\_\_

Company \_\_\_\_\_  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address \_\_\_\_\_  
Number Street

City State ZIP Code Country

Contact phone \_\_\_\_\_ Email \_\_\_\_\_

## Official Form 410

**Instructions for Proof of Claim**

United States Bankruptcy Court

04/19

These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.  
18 U.S.C. §§ 152, 157 and 3571

**PLEASE SEND COMPLETED PROOF(S) OF CLAIM TO:**

Celadon Group Claims Processing Center  
c/o KCC  
222 N. Pacific Coast Hwy., Ste. 300  
El Segundo, CA 90245

Alternatively, your claim can be filed electronically on KCC's website at <https://epoc.kccllc.net/Celadon>

**How to fill out this form**

- **Fill in all of the information about the claim as of the date the case was filed.**
  
- **Fill in the caption at the top of the form**
  
- **If the claim has been acquired from someone else, then state the identity of the last party** who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.
  
- **Attach any supporting documents to this form.**  
Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *redaction* on the next page.)  
  
Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called "Bankruptcy Rule") 3001(c) and (d).
  
- **Do not attach original documents because attachments may be destroyed after scanning.**
  
- **If the claim is based on delivery health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.**

- **A Proof of Claim form and any attached documents must show only the last 4 digits of any social security number, individual's tax identification number, or financial account number, and only the year of any person's date of birth.** See Bankruptcy Rule 9037.
  
- **For a minor child, fill in only the child's initials and the full name and address of the child's parent or guardian.**  
For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

**Confirmation that the claim has been filed**

To receive confirmation that the claim has been filed, either enclose a stamped self-addressed envelope and a copy of this form or you may view a list of filed claims in this case by visiting the Claims and Noticing and Agent's website at <http://www.kccllc.net/Celadon>

**Understand the terms used in this form**

**Administrative expense:** Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing that bankruptcy estate.  
11 U.S.C. § 503

**Claim:** A creditor's right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy. 11 U.S.C. § 101 (5). A claim may be secured or unsecured.



**Creditor:** A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. §101 (10).

**Debtor:** A person, corporation, or other entity to who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. §101 (13).

**Evidence of perfection:** Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

**Information that is entitled to privacy:** A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

**Priority claim:** A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. §507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

**Proof of claim:** A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

**Redaction of information:** Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

**Secured claim under 11 U.S.C. §506(a):** A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of 1325(a).

Examples of liens on property include a mortgage on real estate a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In states, a court judgment may be a lien.

**Setoff:** Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

**Uniform claim identifier:** An optional 24-character identifier that some creditors use to facilitate electronic payment.

**Unsecured claim:** A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

### Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

**Do not file these instructions with your form.**