

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

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In re:	:	Chapter 11
	:	
COLT HOLDING COMPANY LLC, <i>et al.</i> , <sup>1</sup>	:	Case No. 15-11296 ( )
	:	
Debtors.	:	Joint Administration Requested
	:	
	x	

**DEBTORS' MOTION FOR ENTRY OF AN ORDER AUTHORIZING  
THE DEBTORS TO FILE A CONSOLIDATED LIST OF CREDITORS INSTEAD  
OF SUBMITTING A SEPARATE MAILING MATRIX FOR EACH DEBTOR**

Colt Holding Company LLC and its affiliated debtors and debtors in possession (collectively, the “**Debtors**”) respectfully request entry of an order authorizing the Debtors to file a consolidated list of creditors instead of submitting a separate mailing matrix for each Debtor. In support of this motion, the Debtors rely upon and incorporate by reference *Keith A. Maib’s Declaration in Support of the Debtors’ Chapter 11 Petitions and First Day Pleadings* (the “**Maib Declaration**”), filed concurrently with this motion.<sup>2</sup> In further support of the motion, the Debtors, by and through their undersigned counsel, respectfully represent:

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are Colt Holding Company LLC (0094); Colt Security LLC (4276); Colt Defense LLC (1950); Colt Finance Corp. (7687); New Colt Holding Corp. (6913); Colt’s Manufacturing Company LLC (9139); Colt Defense Technical Services LLC (8809); Colt Canada Corporation (5534); Colt International Coöperatief U.A. (6822); and CDH II Holdco Inc. (1782). The address of the Debtors’ corporate headquarters is: 547 New Park Avenue, West Hartford, Connecticut 06110.

<sup>2</sup> Capitalized terms used but not defined in this motion have the meanings used in the Maib Declaration.

## JURISDICTION AND VENUE

1. This Court has jurisdiction to consider this motion pursuant to 28 U.S.C. §§ 157 and 1334 and venue is proper under 28 U.S.C. §§ 1408 and 1409. This is a core proceeding under 28 U.S.C. § 157(b).<sup>3</sup>

## BACKGROUND

2. On June 14, 2015 (the “**Petition Date**”), each of the Debtors filed a voluntary petition with this Court for relief under chapter 11 of the Bankruptcy Code. The Debtors continue to manage and operate their businesses as debtors in possession under sections 1107(a) and 1108 of the Bankruptcy Code.

3. The Debtors are one of the world’s oldest and most renowned designers, developers, and manufacturers of firearms for military, law enforcement, personal defense, and recreational purposes. The Debtors’ end customers encompass every segment of the worldwide firearms market, including U.S., Canadian, and foreign military forces, global law enforcement and security agencies, consumers seeking personal protection, the hunting and sporting community, and collectors. Headquartered in West Hartford, Connecticut, the Debtors operate manufacturing facilities in West Hartford and Kitchener, Ontario, Canada. For the year ended December 31, 2014, the Debtors’ revenue was approximately \$190.8 million.

4. Additional information on the Debtors’ businesses and capital structure, as well as a description of the reasons for filing these cases and the Debtors’ goals for these cases, is set forth in the Maib Declaration.

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<sup>3</sup> Pursuant to rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), the Debtors hereby expressly confirm their consent to the entry of a final order by this Court in connection with this motion if it is later determined that this Court, absent consent of the parties, cannot enter final orders or judgments in connection therewith consistent with Article III of the United States Constitution.

**RELIEF REQUESTED**

5. By this motion, pursuant to sections 105(a) and 521 of the Bankruptcy Code, Bankruptcy Rule 1007, and Local Rules 1001-1(c), 1007-2(a), and 2002-1(f)(v), the Debtors respectfully request entry of an order, substantially in the form attached as Exhibit A, authorizing the Debtors to file a consolidated list of creditors instead of submitting a separate mailing matrix for each Debtor.

**BASIS FOR RELIEF REQUESTED**

6. Local Rule 2002-1(f)(v) requires each debtor, or its duly retained agent, in jointly administered cases to maintain a separate creditor mailing matrix. Pursuant to Local Rule 1001-1(c), the Court may modify the application of the Local Rules “in the interest of justice.”

7. The Debtors should be permitted to maintain a single consolidated list of creditors instead of filing a separate creditor matrix for each Debtor. Requiring the Debtors to segregate and convert their computerized records to a Debtor-specific creditor matrix format would be unnecessarily burdensome and result in duplicate mailings. Moreover, Courts in this District have granted relief similar to the relief requested in in this motion in several other cases.<sup>4</sup>

**NOTICE**

8. The Debtors will provide notice of this motion by facsimile, e-mail, overnight delivery, or hand delivery to: (i) the Office of the United States Trustee for the District of Delaware; (ii) the holders of the 30 largest unsecured claims against the Debtors on a consolidated basis; (iii) Cortland Capital Market Services LLC, as Prepetition Senior Loan Agent; (iv) counsel to the Prepetition Senior Loan Agent; (v) Wilmington Savings Fund Society,

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<sup>4</sup> See, e.g., *In re Frederick's of Hollywood, Inc.*, Case No. 15-10836 (KG) (Bankr. D. Del. Apr. 21, 2015) (D.I. 49); *In re ProNerve Holdings, LLC*, Case No. 15-10373 (KJC) (Bankr. D. Del. Feb. 26, 2015) (D.I. 31); *In re Endeavour Operating Corporation*, Case No. 14-12308 (KJC) (Bankr. D. Del. Oct. 15, 2014) (D.I. 54); *In re AWI Delaware, Inc.*, Case No. 14-12092 (KJC) (Bankr. D. Del. Sept. 10, 2014) (D.I. 46); *In re Entegra Power Group LLC*, Case No. 14-11859 (PJW) (Bankr. D. Del. Aug. 6, 2014) (D.I. 44).

FSB, as Term Loan Agent; (vi) counsel to the Term Loan Agent; (vii) Wilmington Trust FSB, as Senior Notes Indenture Trustee; (viii) counsel to the Senior Notes Indenture Trustee; (ix) the DIP Term Loan Lender and Prepetition Term Loan Lender; (x) counsel to the DIP Term Loan Lender and Prepetition Term Loan Lender; (xi) the DIP Senior Loan Lenders and Prepetition Senior Loan Lenders; (xii) counsel to the DIP Senior Loan Lenders and Prepetition Senior Loan Lenders; (xiii) the Internal Revenue Service and Canada Revenue Agency; (xiv) the Securities and Exchange Commission; (xv) the Pension Benefit Guaranty Corporation; and (xvi) any local, state, provincial, or federal agencies that regulate the Debtors' businesses. Following the hearing, a copy of this motion and any order entered with respect to it will be served on the foregoing parties and all parties having filed requests for notice in these chapter 11 cases. A copy of the motion is also available on the Debtors' case website at <http://www.kccllc.net/coltdefense>.

9. As this motion is seeking "first day" relief, notice of this motion and any order entered hereon will be served on all parties required by Local Rule 9013-1(m). Due to the urgency of the relief requested, the Debtors submit that no other or further notice is necessary.

**NO PRIOR MOTION**

10. The Debtors have not made any prior motion for the relief sought in this motion to this Court or any other.

The Debtors respectfully request entry of an order granting the relief requested in its entirety and any other relief as is just and proper.

Dated: June 15, 2015  
Wilmington, Delaware



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*Proposed Attorneys for the  
Debtors and Debtors in Possession*

**Exhibit A**

**Proposed Order**

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

	x	
In re:	:	Chapter 11
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COLT HOLDING COMPANY LLC, <i>et al.</i> , <sup>1</sup>	:	Case No. 15-11296 ( )
	:	
Debtors.	:	Joint Administration Requested
	:	
	x	

**ORDER AUTHORIZING THE DEBTORS TO FILE A  
CONSOLIDATED LIST OF CREDITORS INSTEAD OF SUBMITTING  
A SEPARATE MAILING MATRIX FOR EACH DEBTOR**

Upon the motion (the “**Motion**”)<sup>2</sup> of the Debtors for entry of an order (this “**Order**”) authorizing the Debtors to file a consolidated list of creditors instead of submitting a separate mailing matrix for each Debtor, all as more fully set forth in the Motion; and due and sufficient notice of the Motion having been provided under the particular circumstances, and it appearing that no other or further notice need be provided; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and that this Court may enter a final order consistent with Article III of the United States Constitution; and venue being proper before this Court under 28 U.S.C. §§ 1408 and 1409; and a hearing having been held to consider the relief requested in the Motion (the “**Hearing**”); and upon the Maib Declaration, the record of the

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are Colt Holding Company LLC (0094); Colt Security LLC (4276); Colt Defense LLC (1950); Colt Finance Corp. (7687); New Colt Holding Corp. (6913); Colt’s Manufacturing Company LLC (9139); Colt Defense Technical Services LLC (8809); Colt Canada Corporation (5534); Colt International Coöperatief U.A. (6822); and CDH II Holdco Inc. (1782). The address of the Debtors’ corporate headquarters is: 547 New Park Avenue, West Hartford, Connecticut 06110.

<sup>2</sup> Capitalized terms used but not defined in this Order have the meanings used in the Motion.

Hearing, and all of the proceedings before the Court; and the Court having found and determined that the relief requested in the Motion is in the best interests of the Debtors, their estates and creditors, and any parties in interest; and that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and after due deliberation thereon and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The requirement in Local Rule 2002-1(f)(v) that a separate mailing matrix be submitted for each Debtor is permanently waived, and the Debtors are authorized to submit a consolidated list of creditors.
3. The Debtors shall cause such list to be made available in readable electronic format (or in non-electronic format at such requesting party's sole cost and expense) upon reasonable request by parties in interest.
4. The terms and conditions of this Order are immediately effective and enforceable upon its entry.
5. The Debtors are authorized and empowered to take all actions necessary or appropriate to implement the relief granted in this Order.
6. This Court shall retain jurisdiction over all matters arising from or related to the implementation or interpretation of this Order.

Dated: \_\_\_\_\_, 2015  
Wilmington, Delaware

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United States Bankruptcy Judge