



U.S. Department of Justice

Office of the United States Trustee

362 Richard Russell Building Tel: (404) 331-4437
75 Ted Turner Drive, S.W. Fax: (404) 730-3534
Atlanta, Georgia 30303

May 23, 2017

In re: Commonwealth of Puerto Rico
Case No. 17-BK-3283-LTS (Title III)

To: Unsecured creditors who may be eligible to serve on the committee of unsecured creditors

The Commonwealth of Puerto Rico filed a voluntary petition for relief pursuant to PROMESA section 304(a). The United States Trustee is in the process of soliciting membership for a Committee of Unsecured Creditors ("Committee"). You are among the creditors who may be eligible to serve on the Committee. The United States Trustee urges you to consider serving on the Committee. The Committee represents the interests, and acts on behalf, of all unsecured creditors.

If you wish to be considered for membership on the Committee, complete and return the attached Questionnaire so that it is received no later than **noon (AST/EDT) on June 5, 2017**. To return your completed and signed form, you must either: (1) submit a digital copy by email to ustp.region21.at.prcommittees@usdoj.gov; or (2) submit the original by fax or mail to the above number or address. Timely return of the Questionnaire does not guarantee appointment to the Committee, but only that you will be considered. If you do not wish to serve on the Committee, you do not need to return the form.

The United States Trustee will hold a meeting at a time and location to be determined. Notice of the time and location will be posted on the following websites: <https://www.justice.gov/ust-regions-r21/region-21-district-puerto-rico> and www.primeclerk.com. The purpose of the meeting will be for the United States Trustee to obtain, if necessary, additional information that might be helpful in forming the Committee. This meeting will not be a general information session about the PROMESA cases.

Attendance at the meeting is not mandatory. You need not attend the meeting if your completed Questionnaire provides all information sought by the United States Trustee, including your contact information, to enable the United States Trustee to communicate with you prior to the meeting. Also, you need not attend the meeting to be considered for membership on the Committee. Please note on your Questionnaire whether you or your individual representative intend to attend the meeting. If you send an individual to represent you at the meeting, that representative must present your written proxy authorizing him or her to act on your behalf.

Guy G. Gebhardt
Acting United States Trustee for Region 21



PLEASE TYPE OR PRINT CLEARLY AND ANSWER ALL QUESTIONS. THE UNITED STATES TRUSTEE MAY NOT CONSIDER INCOMPLETE QUESTIONNAIRES.

A. Creditor's name, contact information, and address:

Telephone _____ E-mail _____

B. Counsel (if any) for creditor, contact information, and address:

Telephone _____ E-mail _____

C. If you have been contacted by a professional person(s) (e.g., attorney, accountant, or financial advisor) regarding the formation of this committee, please provide that individual's name, contact information, and address:

D. _____ owes me \$ _____
[name of debtor] [amount of **unsecured** claim (U.S. \$)]

E. Describe the nature of your claim(s), *i.e.*, whether arising from goods or services provided; loans made; litigation; etc., including whether any portion of the claim is secured. If secured, please describe the collateral securing the claim. If any portion of the claim(s) arises from litigation, please state the nature of the claim, the case number and jurisdiction (if applicable); and the status.

F. Amount of unsecured claim entitled to 11 U.S.C. § 503(b) treatment as an administrative expense:

G. If any portion of your claim is for a pension, a retiree health benefit, or any other benefit arising from prior employment by the debtor(s) please explain:

H. Would your schedule permit you to actively participate on the committee by attending weekly meetings, either by telephone or in person? ☐ YES ☐ NO

I. If you are an “insider” of the debtor(s) (e.g., a related or affiliated entity; a manager, elected official or current employee), please explain:

J. If you assigned all or any part of your claim to any person or entity or purchased the claim from another person or entity, please provide the name, contact information, and address of that person or entity:

K. Do you or any affiliated entities have any other claims against, or debt securities of, the debtors?
___ YES ___ NO

L. Do you or any affiliated entities have any financial arrangements with any third party or parties that may affect the value of your claim(s) against the debtor(s) (e.g., personal guarantees, credit insurance, etc.) ? ___ YES ___ NO

Please attach a written statement and any documentation to explain or supplement any responses to paragraphs G, K and L.

Creditors wishing to serve as fiduciaries on an official committee are advised that they may not purchase, sell or otherwise trade in or transfer claims against the debtors while they are committee members absent an order of the Court on application of the creditor.

Please be advised that once a Committee is formed, the United States Trustee will file a notice of appointment in the Court record that contains contact information for any creditor appointed, including the creditor's name, address, and telephone number.

I hereby certify that, to the best of my knowledge and belief, the answers to this Questionnaire are true and correct.

Signature: _____

Print Name: _____

Date: _____

Privacy Act Statement. 11 U.S.C. § 1102 authorizes the collection of this information. The information will be used by the United States Trustee to determine your qualifications for appointment to the Committee. Disclosure of this information may be made to appropriate law enforcement agencies when the information indicates a violation or potential violation of law. Other disclosures may be made for routine purposes. For a discussion of the types of routine disclosures that may be made, you may consult the Executive Office for United States Trustee's systems of records notice, UST-001, "Bankruptcy Case Files and Associated Records." See 71 Fed. Reg. 59,818 et seq. (Oct. 11, 2006). A copy of the notice may be obtained at the following link:

http://www.justice.gov/ust/eo/rules_regulations/index.htm. Your disclosure of information is voluntary; however, failure to provide the requested information may result in the rejection of your application to be appointed to the Committee of Retired Employees.

RETURN COMPLETED QUESTIONNAIRE ON OR BEFORE noon (AST/EDT) on June 5, 2017 by email at ustp.region21.at.prcommittees@usdoj.gov, by facsimile at (404) 730-3534, or by mail at 75 Ted Turner Drive, SW, Room 362, Atlanta, GA 30303 **ONLY IF YOU WISH TO SERVE.**

**WHAT IS INVOLVED IN BEING A
PROMESA CREDITORS' COMMITTEE MEMBER?**

Q: How do I know if I am eligible to be on the Committee?

A: To be eligible, you must hold an unsecured claim against a debtor, and you must generally not be a governmental unit or an equity security holder.

You are not automatically precluded from being on the Committee if you have a secured claim in addition to your unsecured claim. The same is true if your claim is disputed by the debtors (although, certain limitations may be imposed on your participation in Committee activities concerning that dispute).

Q: Do I have to be located in or near Puerto Rico to participate?

A: No. It is possible to attend Committee meetings via a telephone, or to arrange to have written materials mailed to you.

Q: What type of time commitment is involved?

A: It depends on the case. Some cases involve numerous business transactions and Court proceedings which should be reviewed by the Committee, while other cases entail much less.

Q: How can I be an effective Committee member if I am not knowledgeable about restructuring laws and procedures?

A: The Puerto Rico Oversight, Management and Economic Stability Act (PROMESA) allows the Committee, with Court authorization, to hire attorneys to represent it. The attorneys can advise the Committee with respect to the law, prepare legal documents, make Court appearances, and negotiate with the Financial Oversight and Management Board. The Committee may also be authorized to hire an accountant to assist it. Representation by a competent professional offers the best opportunity for effective participation in the restructuring process. Meanwhile, you have much to offer: your knowledge of the debtors' financial affairs and transactions and your understanding of the position and interests of the unsecured creditors.

Q: Who pays for the Committee's professionals?

A: The Committee has the right to retain professionals to help perform its functions, such as attorneys, accountants, financial advisors, appraisers, etc. There are no out-of-pocket costs to the members of the Committees for this representation. The fees of all professionals retained by the Committee (but not the members' personal attorneys) are paid by the debtors.

Q: Will I be compensated for the time I spend and the expenses I incur in performing duties for the Committee?

A: You will not be compensated for your time. However, under certain circumstances, you may be entitled to reimbursement for necessary expenses incurred in the performance of the duties of the Committee.

Q: What powers does the Committee have?

A: The Committee may make recommendations to the Financial Oversight and Management Board concerning the administration of the PROMESA restructuring cases. The Committee also has investigatory powers: it may, upon motion, examine witnesses or compel the production of documents to ascertain the operations and financial condition of the debtors. Its primary power, however, is to have a stronger voice than an individual creditor, while actively participating in the negotiation of a plan for the adjustment of the debtors' financial obligations. Under PROMESA, a creditor may not propose its own plan. Only the Financial Oversight and Management Board may propose a plan.

Q: What duties does the Committee have?

A: The Committee has a fiduciary duty to the class of unsecured creditors it represents. That fiduciary duty encompasses both the duty of loyalty and the duty to exercise due care. Therefore, the Committee, and each member of the Committee, must avoid being in the position of having a conflict of interest with the class of unsecured creditors. Committee members must avoid the furthering of self-interest (i.e., self-dealing) at the expense of the other unsecured creditors. They have the duty to keep confidential the information learned as a result of being a member of the Committee. They also have the duty to exercise at least that degree of care that a reasonably prudent person would devote toward his own affairs under similar circumstances.

Q: How can I get on the Committee?

A: Complete the enclosed Questionnaire and return it to the Office of the United States Trustee by email at ustp.region21.at.prcommittees@usdoj.gov by facsimile at (404) 730-3534, or by mail at 75 Ted Turner Drive, SW, Room 362, Atlanta, GA 30303. We will review the form to determine your eligibility. We may choose to meet with and/or interview prospective Committee members. We will notify you of any such meeting or interviews. We will form a Committee if at least three eligible creditors have accepted. If you are chosen to be on the Committee, we will notify you, and furnish you with the names, addresses and telephone numbers of the other Committee members.

Q: Once I am on the Committee, what do I do next?

A: We suggest that you contact the other members and arrange a telephone or in-person meeting, or ask that we convene a meeting for you. At the meeting, elect a chairperson, share information regarding the debtors, and discuss the possibility of interviewing and hiring a restructuring attorney. Keep in mind that the selection of an attorney must take place at a scheduled meeting at which the majority of committee members are present. Once selected by the committee, a competent restructuring attorney will know how to obtain the necessary Court approval. The Committee should also establish a schedule for future meetings, if possible.

Numerous publications are available in law libraries regarding Creditors' Committees. However, it is highly recommended that you retain competent restructuring counsel in addition to engaging in self-education.