

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

In re:

CASA SYSTEMS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-10695 (KBO)

(Jointly Administered)

Ref. Docket No. 316 & 394

NOTICE OF FILING OF THIRD PLAN SUPPLEMENT

PLEASE TAKE NOTICE that, on April 26, 2024, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered an Order [Docket No. 222] (the “Solicitation Procedures Order”), (a) conditionally approving the *Second Amended Disclosure Statement for the Joint Plan of Liquidation Casa Systems, Inc. and its Debtor Affiliates* [Docket No. 333] (as modified, amended, or supplemented from time to time, the “Disclosure Statement”) as containing “adequate information” pursuant to section 1125 of the Bankruptcy Code; (b) authorizing the above-captioned debtors and debtors in possession (collectively, the “Debtors”) to solicit acceptances for the *Second Amended Joint Plan of Liquidation Casa Systems, Inc. and its Debtor Affiliates* [Docket No. 302] (as modified, amended, or supplemented from time to time, the “Plan”);² (c) approving the solicitation materials and documents to be included in the solicitation packages (the “Solicitation Packages”); and (d) approving the procedures for soliciting, receiving, and tabulating votes on the Plan and for filing objections to the Plan.

PLEASE TAKE FURTHER NOTICE that on May 10, 2024, the Debtors filed the *Notice of Filing of Plan Supplement* [Docket No. 316] (the “First Plan Supplement”) in support of the Plan.

PLEASE TAKE FURTHER NOTICE that on June 3, 2024, the Debtors filed the *Notice of Filing of Second Plan Supplement* [Docket No. 394] (the “Second Plan Supplement”) in support of the Plan.

PLEASE TAKE FURTHER NOTICE that on June 3, 2024, the Debtors filed the *Third Amended Joint Plan of Liquidation of Casa Systems, Inc. and Its Debtor Affiliates* [Docket No. 399].

¹ The Debtors in these chapter 11 cases, together with the last four digits of the Debtors’ federal tax identification number, are Casa Systems, Inc. (8867), Casa Systems Securities Corporation (1151), and Casa Properties LLC (6767). The Debtors’ service address is 100 Old River Road, Andover, MA 01810.

² Capitalized terms used but not otherwise defined herein shall have the same meaning as set forth in the Plan, Disclosure Statement, or the *Debtors’ Motion for Entry of an Order (I) Scheduling a Combined Disclosure Statement and Plan Confirmation Hearing; (II) Conditionally Approving the Disclosure Statement, (III) Establishing a Plan and Disclosure Statement Objection Deadline and Related Procedures; (IV) Approving the Solicitation Procedures; (V) Approving the Combined Notice; and (VI) Granting Related Relief* [Docket No. 23], as applicable.

PLEASE TAKE FURTHER NOTICE that as contemplated by the Plan and the Solicitation Procedures Order, the Debtors hereby file this third plan supplement (this “Third Plan Supplement,” and together with the First Plan Supplement and the Second Plan Supplement, the “Plan Supplements”). The Debtors shall have the right to amend the documents contained in, and exhibits to, the Plan Supplements through the Effective Date and such documents and exhibits remain subject to the review of the Ad Hoc Group, whose consent rights under the RSA are expressly reserved. This Third Plan Supplement contains the following documents (each as defined in the Plan):

Exhibit	Plan Supplement Document
A	Identity and Compensation of the Plan Administrator
A-1	Redline to Previously Filed Identity and Compensation of the Plan Administrator
B	Identity and Compensation of the Preserved Actions Administrator
C	Identities of the Members of the Oversight Committee
D	Identity of Known Insiders Employed or Retained by the Plan Administrator
D-1	Redline to Previously Filed Identity of Known Insiders Employed or Retained by the Plan Administrator

PLEASE TAKE FURTHER NOTICE that if you would like to obtain a copy of the Disclosure Statement, the Plan, or related documents, free of charge, you should contact the voting and solicitation agent retained by the Debtors in these chapter 11 cases, Epiq Corporate Restructuring, LLC, (“Epiq” or “Voting Agent”) by (a) writing to Casa Systems, Inc. Ballot Processing Center, c/o Epiq Corporate Restructuring, LLC, 10300 SW Allen Blvd., Beaverton, OR 97005; (b) calling (877) 477-4039 (toll-free within the United States or Canada) or #1 971-606-5260 (if outside the United States or Canada); (c) emailing casasystems@epiqglobal.com and referencing “Casa Systems” in the subject line); or (d) visiting the Debtors’ restructuring website at <https://dm.epiq11.com/casasystems>. You may also obtain copies of any pleadings filed in these chapter 11 cases for a fee via PACER at: <https://www.deb.uscourts.gov/>.

ARTICLE IX OF THE PLAN CONTAINS RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS, AND **SECTION IX.C. CONTAINS A THIRD PARTY RELEASE**. **THUS, YOU ARE ADVISED TO REVIEW AND CONSIDER THE PLAN CAREFULLY BECAUSE YOUR RIGHTS MIGHT BE AFFECTED THEREUNDER.**

THIS NOTICE IS BEING SENT TO YOU FOR INFORMATIONAL PURPOSES ONLY. IF YOU HAVE QUESTIONS WITH RESPECT TO YOUR RIGHTS UNDER THE PLAN OR ABOUT ANYTHING STATED HEREIN OR IF YOU WOULD LIKE TO OBTAIN ADDITIONAL INFORMATION, CONTACT THE VOTING AGENT.

Dated: June 4, 2024
Wilmington, Delaware

/s/ Timothy R. Powell

**YOUNG CONAWAY STARGATT &
TAYLOR, LLP**

Joseph Barry (Del. Bar No. 4221)
Joseph M. Mulvihill (Del. Bar No. 6061)
Timothy R. Powell (Del. Bar No. 6894)
1000 North King Street
Rodney Square
Wilmington, Delaware 19801
Telephone: (302) 571-6600
Facsimile: (302) 571-1253
Email: jbarry@ycst.com
jmulvihill@ycst.com
tpowell@ycst.com

*Co-Counsel to the Debtors and Debtors in
Possession*

SIDLEY AUSTIN LLP

Stephen E. Hessler (admitted *pro hac vice*)
Patrick Venter (admitted *pro hac vice*)
Margaret R. Alden (admitted *pro hac vice*)
787 Seventh Avenue
New York, New York 10019
Telephone: (212) 839-5300
Facsimile: (212) 839-5599
Email: shessler@sidley.com
pventer@sidley.com
malden@sidley.com

Ryan L. Fink (admitted *pro hac vice*)
One South Dearborn
Chicago, Illinois 60603
Telephone: (312) 853-7000
Facsimile: (312) 853-7036
Email: ryan.fink@sidley.com

Julia Philips Roth (admitted *pro hac vice*)
1999 Avenue of the Stars
Los Angeles, California 90067
Telephone: (310) 595-9500
Facsimile: (310) 595-9501
Email: julia.roth@sidley.com

*Counsel to the Debtors and Debtors in
Possession*

Exhibit A

Identity and Compensation of the Plan Administrator¹

The Plan Administrator shall be Gary Broadbent. The compensation for the Plan Administrator will be as set forth below:

- \$45,000 payable upon execution and effectiveness of the Plan and Preserved Actions Administrator Agreement.
- \$45,000 per month for the first twelve months, commencing in June 2024.
- \$30,000 per month from June 2025 thereafter, until such time as Mr. Broadbent no longer serves as the Plan Administrator.

¹ Capitalized terms used but not defined herein have the meanings assigned to them in the *Third Amended Joint Plan of Liquidation of Casa Systems, Inc. and Its Debtor Affiliates* [Docket No. 399] (as may be amended, modified, or supplemented, the “Plan”).

Exhibit A-1

Redline to Previously Filed Identity and Compensation of the Plan Administrator

Exhibit A

Identity and Compensation of the Plan Administrator¹

~~As of the date of filing this Plan Supplement, the Debtors have commenced a process to identify the Plan Administrator and determine compensation, pursuant to Article IV.M of the Plan. Prior to the date of the Combined Hearing, the Debtors intend to modify this Plan Supplement to disclose the identity and compensation of the Plan Administrator in accordance with the Plan and section 1129(a)(5) of the Bankruptcy Code.~~

The Plan Administrator shall be Gary Broadbent. The compensation for the Plan Administrator will be as set forth below:

- \$45,000 payable upon execution and effectiveness of the Plan and Preserved Actions Administrators Agreement.
- \$45,000 per month for the first twelve months, commencing in June 2024.
- \$30,000 per month from June 2025 thereafter, until such time as Mr. Broadbent no longer serves as the Plan Administrator.

¹ Capitalized terms used but not defined herein have the meanings assigned to them in the Third Amended Joint Plan of Liquidation of Casa Systems, Inc. and its Debtor Affiliates [Docket No. ~~207~~399] (as may be amended, modified, or supplemented, the “Plan”).

Exhibit B

Identity and Compensation of the Preserved Actions Administrator¹

The Preserved Actions Administrator shall be David Dunn. The compensation for the Preserved Actions Administrator will be two percent (2.0%) of the gross proceeds of any Preserved Actions.

¹ Capitalized terms used but not defined herein have the meanings assigned to them in the *Third Amended Joint Plan of Liquidation of Casa Systems, Inc. and Its Debtor Affiliates* [Docket No. 399] (as may be amended, modified, or supplemented, the “Plan”).

Exhibit C

Identities of the Members of the Oversight Committee¹

The members of the Oversight Committee shall be as follows:

1. Dennis Losik (on behalf of Avnet, Inc.);
2. Daniel E. Hopkins (on behalf of Illinois Valley Cellular, LLC);
3. Jonathan Putman (on behalf of T-Mobile US Inc.); and
4. Caroline Reichert.

¹ Capitalized terms used but not defined herein have the meanings assigned to them in the *Third Amended Joint Plan of Liquidation of Casa Systems, Inc. and Its Debtor Affiliates* [Docket No. 399] (as may be amended, modified, or supplemented, the “Plan”).

Exhibit D

Identity of Known Insiders Employed or Retained by the Plan Administrator

1. Michael Glickman
2. Edward Durkin
3. Timothy Rodenberger
4. Colin Kincaid
5. Carmen Pombeiro
6. Billy Sugianto
7. Philip Paro
8. Sophie Xie

Exhibit D-1

**Redline to Previously Filed Identity of
Known Insiders Employed or Retained by the Plan Administrator**

Exhibit C

Identity of Known Insiders Employed or Retained by the Plan Administrator¹

The insiders, as defined in the Bankruptcy Code, that may be employed or retained by the Plan Administrator are as set forth below:

1. Michael Glickman;
2. Edward Durkin;
3. Timothy Rodenberger;
4. Colin Kincaid;
5. Carmen Pombeiro;
6. Billy Sugianto;
7. Philip Paro; and
8. Sophie Xie.

~~To be named as part of a subsequent Plan Supplement filing.~~

¹ Capitalized terms used but not defined herein have the meanings assigned to them in the *Third Amended Joint Plan of Liquidation of Casa Systems, Inc. and its Debtor Affiliates* [Docket No. 399] (as may be amended, modified, or supplemented, the “Plan”).