

The Depository Trust Company  
**IMPORTANT**  
Correction

**B#:** 0264  
**DATE:** July 06, 2000  
**TO:** All Participants  
**CATEGORY:** Proxy  
**FROM:** DTC Proxy Department  
**ATTENTION:** Proxy/Reorganization Manager  
**SUBJECT:** Brazos Sportswear, Inc.

<u>SECURITIES</u>	<u>CUSIP #</u>
Brazos Sportswear, Inc. Com.	106233 10 9
Brazos Sportswear, Inc. CDT Pfd. Ser. B1	106233 20 8
Brazos Sportswear, Inc. CDT Pfd. Ser B2	106233 30 7
Brazos Sportswear, Inc. CDT Pfd. Ser B3	106233 40 6

The Depository Trust Company received materials, including the attached Letter indicating that Brazos Sportswear, Inc. is soliciting acceptances by creditors of its Plan of Reorganization, dated June 15, 2000 (the "Plan"). DTC has been advised by Counsel that holders of Brazos Sportswear, Inc. (securities listed above) **have been deemed to reject the Plan \OR| are unimpaired** and their votes are not being solicited on the Plan. A hearing on confirmation of the Plan is scheduled to be held on August 3, 2000. Any written objections to confirmation of the Plan must be filed no later than July 21, 2000. Participants may obtain copies of the materials for voting on the Plan by contacting:

Donlin Recano & Co.  
(212) 481-1411

Karl Baker  
Manager

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

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In re : Jointly Administered  
BRAZOS SPORTSWEAR, INC., *et al.* : Chapter 11 Case Nos.  
Debtors. : 99-142(PJW) through 99-145(PJW)  
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**NOTICE OF (1) APPROVAL OF DISCLOSURE STATEMENTS; (2) HEARING ON CONFIRMATION OF PLAN; (3) DEADLINE AND PROCEDURES FOR FILING OBJECTIONS TO CONFIRMATION OF PLAN; (4) DEADLINE AND PROCEDURES FOR TEMPORARY ALLOWANCE OF CLAIMS FOR VOTING PURPOSES; (5) TREATMENT OF CERTAIN UNLIQUIDATED, CONTINGENT OR DISPUTED CLAIMS FOR NOTICE, VOTING AND DISTRIBUTION PURPOSES; (6) OMNIBUS OBJECTIONS TO CLAIMS FOR VOTING PURPOSES; (7) RECORD DATE; AND (8) VOTING DEADLINE FOR RECEIPT OF BALLOTS**

TO ALL CREDITORS, EQUITY SECURITY HOLDERS AND OTHER PARTIES IN INTEREST:

PLEASE TAKE NOTICE that Brazos Sportswear, Inc. ("BSI") and its subsidiaries (the "Subsidiaries"), debtors and debtors-in-possession (collectively, the "Debtors"), are soliciting acceptances of their Amended Joint Chapter 11 Plan of Brazos Sportswear, Inc. and Subsidiaries, dated June 15, 2000 (the "Plan"), from holders of impaired claims who are (or may be) receiving distributions under the Plan.

PLEASE TAKE FURTHER NOTICE that the terms of the Plan will be binding on all holders of claims against, and all present and former holders of equity security interests in, BSI and the Subsidiaries once the Plan has been confirmed by the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), and that present and former holders of equity security interests in BSI will receive NO distributions or other property under the Plan on account of their interests arising from their present or former ownership of BSI's equity securities.

PLEASE TAKE FURTHER NOTICE that the Bankruptcy Court has entered an order, dated June 15, 2000 (the "Solicitation Procedures Order"), approving the (i) disclosure statement with respect to the Plan (the "Disclosure Statement") and (ii) summary plan and disclosure statement with respect to the Plan (the "Summary Disclosure Statement," and together with the Disclosure Statement, the "Disclosure Statements") and providing, among other things, that:

1. **Confirmation Hearing Date.** The hearing to consider confirmation of the Plan (the "Confirmation Hearing"), shall commence on August 3, 2000 at 2:00 p.m. or as soon thereafter as counsel can be heard, before the Honorable Peter J. Walsh, Chief United States Bankruptcy Judge, in the United States Bankruptcy Court, Marine Midland Plaza, 824 Market Street, 6th Floor, Wilmington, Delaware 19801. The Confirmation Hearing may be continued from time to time by announcing such continuance in open court, and the Plan may be modified, if necessary, pursuant to 11 U.S.C. § 1127, prior to, during or as a result of the Confirmation Hearing, without further notice to parties in interest.

2. **Deadline for Objections to Confirmation.** July 21, 2000 at 4:00 p.m. (EDT) is fixed as the last date for filing and serving objections to confirmation of the Plan (the "Objection Deadline"). To be considered, objections, if any, to confirmation of the Plan must (a) be in writing, (b) comply with the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules, (c) set forth the name of the objector, and the nature and amount of any claim or interest asserted by the objector against the Debtors, their estates or their property, (d) state with particularity the legal and factual basis for the objection, and (e) be filed, together with proof of service, with the Bankruptcy Court and be served upon (a) counsel for the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, Four Times Square, New York, New York 10036-6522 (Attn: Carlene J. Gating, Esq.) and One Rodney Square, P.O. Box 636, Wilmington, Delaware 19899-0636 (Attn: Mark S. Chehi, Esq.), (b) counsel for the Creditors' Committee, Milbank, Tweed, Hadley & McCloy LLP, One Chase Manhattan Plaza, New York, New York 10005 (Attn: Luc A. Despina, Esq.) and Saul, Ewing, Remick & Saul LLP, 222 Delaware Avenue, Suite 1200, P.O. Box 1266, Wilmington, Delaware 19899-1266 (Attn: Norman L. Pernick, Esq.), and (c) The Office of the United States Trustee, 601 Walnut Street, Curtis Center, Suite 950-W, Philadelphia, Pennsylvania 19106 (Attn: Daniel K. Astin, Esq.), so that they are RECEIVED no later than the Objection Deadline. Objections not timely filed and served in the manner set forth above shall not be considered and shall be overruled.

3. **Temporary Allowance of Claims.** July 21, 2000 at 4:00 p.m. (EDT) is fixed as the last date and time for filing and serving motions pursuant to Fed. R. Bankr. P. 3018(a) ("Rule 3018(a) Motions") seeking temporary allowance of claims for the purpose of accepting or rejecting the Plan. Holders of unimpaired claims and holders of claims who will receive no distribution under the Plan are not entitled to vote on the Plan. If you did not receive a ballot in your Information Package, you should assume that the Debtors have tentatively concluded you are not entitled to vote to accept or reject the Plan either because (i) your claim is classified as unimpaired (and you therefore are presumed to have accepted the Plan) or (ii) your claim is classified in a class of claims or interests that will receive no distribution under the Plan (and you therefore are presumed to have rejected the Plan). If you disagree with the Debtors' classification (for voting purposes only) of your claim, and believe that you are a member of a class entitled to vote, then you must timely file and serve a Rule 3018(a) Motion in accordance with the procedures set forth in this paragraph 3. Any party timely filing and serving a Rule 3018(a) Motion shall be provided a ballot and shall be permitted to cast a provisional vote to accept or reject the Plan. If, and to the extent that, the Debtors and such party are unable

to resolve the issues raised by the Rule 3018(a) Motion prior to the Voting Deadline, then at the Confirmation Hearing the Court shall determine whether the provisional ballot is to be counted as a vote on the Plan. Rule 3018(a) Motions must be (a) filed with the Bankruptcy Court and (b) served on the persons and in the manner set forth in paragraph 2 above so that they are **RECEIVED** no later than 4:00 p.m. (EDT) on July 21, 2000. **Rule 3018(a) Motions that are not timely filed and served in the manner as set forth above shall not be considered, and the claims referred to therein shall not be counted in determining whether the Plan has been accepted or rejected.**

4. **Treatment of Certain Claims.** Any holder of a claim that (a) is scheduled in the Debtors' schedules of assets and liabilities dated March 17, 1999, or any amendment thereof (the "Schedules") as disputed, contingent or unliquidated, and is not the subject of a timely filed proof of claim, or (b) is not scheduled and is not the subject of a timely filed proof of claim, shall not be treated as a creditor with respect to such claim for purposes of (i) receiving notices regarding or distributions under the Plan, or (ii) voting on the Plan.

5. **Objection to Claims for Voting Purposes.** Any proof of claim for a claim that is classified as a Class 2 or Class 3 Claim (a) filed against the Debtors (i) in an unliquidated amount, in whole or in part, or (ii) that reflects the Class 2 or Class 3 Claim as being contingent, in whole or in part, and (b) that has not been previously objected to by the Debtors, is deemed, for voting purposes only, to have been objected to by the Debtors for that portion of such claim that is unliquidated or contingent. Unless the holder of such claim obtains an order pursuant to paragraph 3 above temporarily allowing such claim for voting purposes in an amount deemed proper by the Bankruptcy Court, any ballot cast with respect to the unliquidated or contingent portion of such claim shall not be counted in determining whether the requirement of section 1126(c) of the Bankruptcy Code has been satisfied with respect to the Plan.

6. **Record Date.** June 15, 2000 shall be the record date for determining (a) creditors and equity security holders entitled to receive Information Packages and (b) creditors entitled to vote to accept or reject the Plan.

7. **Voting Deadline.** To be counted, ballots to accept or reject the Plan must be RECEIVED by 4:00 p.m. (EDT) on July 21, 2000 (the "Voting Deadline") by the voting agent, Donlin, Recano & Co., Inc., at one of the following addresses:

By Mail:

Donlin, Recano & Co., Inc.  
P.O. Box 2034  
Murray Hill Station  
New York, New York 10156-0701  
Attn: Brazos Sportswear Ballot Tabulation

By Messenger or Overnight Courier:

Donlin, Recano & Co., Inc.  
419 Park Avenue South  
Suite 1206  
New York, New York 10016  
Attn: Brazos Sportswear Ballot Tabulation

Ballots may **NOT** be cast by facsimile transmission. **BALLOTS THAT ARE NOT RECEIVED BY THE VOTING DEADLINE WILL NOT BE COUNTED.**

8. **Information and Documents.** Any party in interest wishing to obtain information about the solicitation procedures or copies of the Disclosure Statement(s), the Plan, or any exhibits to those documents, may request such information or copies by writing the Voting Agent, Donlin, Recano & Co., Inc., 419 Park Avenue South, Suite 1206, New York, New York 10016 or telephoning the Voting Agent at (212) 481-1411. Copies of all documents filed with the Bankruptcy Court also may be obtained by writing Parcels, Inc./DDR, 200 West 9th Street, Lower Level, Wilmington, Delaware 19801 or telephoning Parcels, Inc./DDR at (302) 658-9971. All such copies shall be prepared at the expense of the requesting party unless otherwise specifically required by Fed. R. Bankr. P. 3017(d). Any party in interest wishing to review the Plan or the Disclosure Statement(s) may (a) review such documents during regular business hours (9:00 a.m. to 4:30 p.m. weekdays, except legal holidays) at the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, Wilmington, Delaware 19801, or (b) arrange to review the Plan and Disclosure Statement(s) at the offices of Skadden, Arps, Slate, Meagher & Flom LLP, Four Times Square, New York, New York 10036 or One Rodney Square, Wilmington, Delaware 19801.

Dated: Wilmington, Delaware  
June 15, 2000

BY ORDER OF THE BANKRUPTCY COURT  
/s/ Peter J. Walsh  
Chief United States Bankruptcy Judge

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