

# The Depository Trust Company

# **IMPORTANT**

**B#:** 1342

**DATE:** January 26, 2001

**TO:** All Participants

**CATEGORY:** Reorganization

**FROM:** DTC Proxy Department

**ATTENTION:** Proxy/Reorganization Manager

**SUBJECT:** Thermatrix, Inc.  
Common  
883550 10 5

The Depository Trust Company received materials, including the attached Order indicating that Thermatrix, Inc. is soliciting acceptances by creditors of its Second Amended Plan of Reorganization, dated December 20, 2000 (the "Plan"). DTC has been advised by Counsel that holders of Thermatrix, Inc., Common **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 February 13, 2001. Any written objections to confirmation of the Plan must be filed no later than February 5, 2001. Participants may obtain copies of the materials for voting on the Plan by contacting:

Theresa M. Castelli  
Of McDermott, Will & Emery  
At: (310) 551-9374

Karl Baker

Manager

Attachments

1 DAVID GOULD (SBN 37947)  
2 RODGER M. LANDAU (SBN 151456)  
3 MITCHELL E. RISHE (SBN 193503)  
4 **McDERMOTT, WILL & EMERY**  
5 2049 Century Park East, 34th Floor  
6 Los Angeles, CA 90067-3208  
7 Telephone: 310-551-9374  
8 Facsimile: 310-277-4730  
9 Attorneys for Debtors and Debtors in Possession,  
10 Thermatrix Inc., Wahlco, Inc., Wahlco Engineered  
11 Products, Inc., Wahlco Environmental Systems, Inc.  
12 and The Bachmann Companies, Inc.

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15 **UNITED STATES BANKRUPTCY COURT**  
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17 **CENTRAL DISTRICT OF CALIFORNIA**  
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19 **SANTA ANA DIVISION**

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11 In re  
12 THERMATRIX INC.,  
13 Debtor

Bk. No. SA 99-22776-JR  
(Jointly Administered with Case Nos. SA 99-  
22772, 22773, 22775, 22778)  
Chapter 11

**ORDER APPROVING DISCLOSURE  
STATEMENT AND FIXING OF DATES**

**Disclosure Statement Hearing**

Date: December 20, 2000  
Time: 9:30 a.m.  
Ctrm: 5A  
411 West Fourth Street  
Santa Ana, California

**Plan Confirmation Hearing**

Date: February 13, 2001  
Time: 10:00 a.m.  
Ctrm: 5A  
411 West Fourth Street  
Santa Ana, California

1 Thermatrix Inc., Wahlco, Inc., Wahlco Engineered Products, Inc. and the Official  
2 Committee of Creditors Holding Unsecured Claims' (the "Proponents") Disclosure Statement  
3 Describing the Proponents Chapter 11 Plan Of Reorganization (the "Disclosure Statement"),  
4 came on for hearing before the Honorable John E. Ryan, United States Bankruptcy Judge, on  
5 December 20, 2000 at 9:30 a.m. in the above-entitled Court. David Gould of McDermott, Will &  
6 Emery appeared on behalf of the Debtors. Nanette Sanders of Snell & Wilmer, L.L.P. appeared  
7 on behalf of the Official Committee of Creditors Holding Unsecured Claims. Michael Hauser  
8 appeared on behalf of the United States Trustee. Other appearances were as noted on the record.

9 It having been determined after notice and hearing that the Second Amended  
10 Disclosure Statement as revised pursuant to the Court's directions contains adequate information,  
11 it is

12 ORDERED THAT:

- 13 1. The Second Amended Disclosure Statement (the "Disclosure  
14 Statement") is approved;
- 15 2. The Proponents are authorized to serve the Disclosure Statement  
16 Describing the Proponents' Second Amended Plan of Reorganization, the Proponents' Second  
17 Amended Plan of Reorganization (the "Plan") and ballots to vote on the Plan along with a  
18 copy of this order on creditors, interest holders and other parties in interest.
- 19 3. On or before January 8, 2001, copies of the Disclosure Statement, the  
20 Plan and ballots for accepting or rejecting the Plan, a copy of this order and the Official  
21 Committee of Creditors Holding Unsecured Claims' Solicitation Letter shall be transmitted by  
22 first class mail to all creditors, interest holders, interested parties and the United States  
23 Trustee.
- 24 4. Ballots accepting or rejecting the Plan must be returned to the address  
25 specified in the ballot so that they are actually received no later than 5:00 p.m., PST, February 5,  
26 2001. Ballots received after that time and date shall not be counted.
- 27 5. Objections to the confirmation of the Plan must be filed with the Court and  
28 served upon the following no later than February 5, 2001:

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David Gould, Esq.  
McDermott, Will & Emery  
2049 Century Park East, 34th Floor  
Los Angeles, California 90067

Nanette Sanders, Esq.  
Snell & Wilmer LLP  
1920 Main Street, Suite 1200  
Irvine, California 92614

United States Trustee  
Attn: Michael Hauser, Esq.  
411 West Fourth Street, Suite 9041  
Santa Ana, California 92701

Objections not so filed and served shall be deemed waived.

6. The Proponents shall file and serve their confirmation memorandum no later than February 9, 2001.

7. The hearing on confirmation of the Plan will take place on February 13, 2001, at 10:00 a.m., in the Courtroom of the Honorable John E. Ryan, United States Bankruptcy Court, Courtroom 5-A, 411 W. Fourth Street, Santa Ana, California 92701.

DATED: \_\_\_\_\_ /s/  
JOHN E. RYAN  
UNITED STATES BANKRUPTCY JUDGE

PRESENTED BY:  
**McDERMOTT, WILL & EMERY**

By: \_\_\_\_\_ /s/  
DAVID GOULD  
Attorneys for Debtors and  
Debtors in Possession

1 APPROVED AS TO FORM AND CONTENT:

2 **SNELL & WILMER, L.L.P.**

3  
4 By:                   /s/                    
5 **NANETTE D. SANDERS**  
6 **Attorneys for the Official Committee of**  
7 **Creditors Holding Unsecured Claims**

8  
9 **OFFICE OF THE U. S. TRUSTEE**

10  
11 By:                   /s/                    
12 **MICHAEL HAUSER**

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