

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

In re: : Chapter 11  
: :  
O2DIESEL CORPORATION and : Case No. 09-12585 (KJC)  
O2DIESEL FUELS, INC., : :  
: (Jointly Administered)  
Debtors. :

**NOTICE OF: (A) DEADLINE TO FILE PROOFS OF CLAIM,  
(B) HEARING ON CONFIRMATION OF THE DEBTORS' PLAN, AND  
(C) COMPETITIVE PROCESS FOR THE SALE OF THE DEBTORS' EQUITY**

**TO: ALL PERSONS OR ENTITIES WITH CLAIMS AGAINST THE  
DEBTORS**

PLEASE TAKE NOTICE that the Bankruptcy Court for the District of Delaware (the "Court") has entered Orders in the above-captioned cases: (a) establishing **September 8, 2009** as the date by which proofs of claim must be filed, (the "Bar Date"), (b) scheduling confirmation of the Debtors' Plan, and (c) approving a competitive process for the sale of the Debtors' equity.

**A. The Bar Date**

Except as described below, the Bar Date Order requires that any claims against the Debtors be filed by submitting a proof of claim with the Clerk of the Court (the "Clerk") 824 North Market Street, 3rd Floor Wilmington, Delaware 19801, so that such proof of claim is actually received on or before the Bar Date.

Proofs of claim are deemed filed only when they are actually received by the Clerk and facsimile submissions will not be accepted. Form proofs of claim are available from the Clerk at the same address. A copy of the Proof of Claim or Interest must also be served at the time of filing upon the Debtors' counsel at the following address: Cozen O'Connor, Attn: Mark E. Felger, Esquire, 1201 North Market Street, Suite 1400, Wilmington, DE 19801.

Pursuant to the Bar Date Order, all persons or entities including, without limitations, individuals, partnerships, corporations, estates, trusts, unions (individually, a "Creditor," and collectively, the "Creditors") possessing claims against the Debtors (whether secured, priority or unsecured) that arose prior to July 21, 2009 (the "Petition Date") are required to file a proof of claim by the Bar Date, except for governmental units, which date shall be **January 18, 2010**.

The following Creditors must file a proof of claim on or before the Bar Date, unless otherwise provided herein: (a) any Creditor whose claim is listed in the Debtors' schedules of assets and liabilities (the "Schedules") as "disputed," "contingent" or "unliquidated" and who desires to participate in these Chapter 11 cases or share in any distribution; (b) any Creditor whose Claim is improperly classified in the Schedules or is listed in an incorrect amount and who desires to have its Claim allowed in a classification or amount other than what is set forth in

who desires to have its Claim allowed in a classification or amount other than what is set forth in the Schedules; (c) any Creditor asserting a Claim that is not listed in the Schedules; or (d) Claims asserted by governmental units (as defined in 11 U.S.C. § 101(27)).

The following Creditors do not need to file a proof of claim on or before the Bar Date: (a) any Creditor that (i) agrees with the nature, classification and amount of such Claim set forth in the Schedules and (ii) whose Claim against the Debtors is not listed as “disputed,” “contingent,” or “unliquidated” in the Schedules; (b) any Creditor that has already properly filed a proof of claim against the Debtors; (c) any Creditor whose Claim against the Debtors previously has been allowed by, or paid pursuant to, an order of this Court; (d) any Creditor asserting a Claim allowable under §§ 503(b) and 507(a)(1) of the Bankruptcy Code as an administrative expense of the Debtors’ Chapter 11 cases (except as provided herein); or (e) any holder of equity securities of the Debtors solely with respect to such holder's ownership interest in or possession of such equity securities.

**Any Creditor that is required to file a Proof of Claim in these Chapter 11 cases but that fails to do so in a timely manner, shall be forever barred, estopped and enjoined from: (a) asserting any Claim against the Debtors, the Debtors’ estates, or any successors in these Chapter 11 cases thereto that such Creditor has that (i) is in an amount that exceeds the amount, if any, that is set forth in the Schedules on behalf of such entity as undisputed, noncontingent, and liquidated, or (ii) is of a different nature or in a different classification (any such Claim referred to as an “Unscheduled Claim”); and (b) voting upon, or receiving distributions under, any plan or plans of reorganization in these Chapter 11 cases in respect of an Unscheduled Claim; and the Debtors and their property shall be forever discharged from any and all indebtedness or liability with respect to such Unscheduled Claim.**

#### **B. The Plan Deadlines**

A Plan was filed by the above-listed Debtors, on July 21, 2009. Pursuant to 11 U.S.C. §1125(f)(1) and Fed. R. Bankr. P. 3016(b) and 3017.1, the Court has conditionally approved the Plan as the disclosure statement in these cases.

A hearing as to the adequacy of the Plan as the disclosure statement and to consider confirmation of the Plan (the “Confirmation Hearing”) shall be heard before The Honorable Kevin J. Carey, Chief United States Bankruptcy Judge, 824 North Market Street, Courtroom 5, 5<sup>th</sup> Floor, Wilmington, Delaware 19801 on **September 15, 2009 at 10:00 a.m. (Eastern Time)**.

Copies of the Plan have been provided to: (a) the United States Trustee; (b) the Debtors’ creditors and interested persons; (c) counsel for Energenics Holdings, Pte Ltd. (“Energenics”); (d) the Securities and Exchange Commission; and (e) all parties that have requested notice in these cases. A copy is also on file with the Clerk of the United States Bankruptcy Court and may be reviewed during regular business hours.

Objections shall be in writing and filed with the Clerk and served upon the following “Notice Parties”: (a) the attorneys for the Debtors, Mark E. Felger, Esquire, Chase Manhattan Centre, 1201 North Market Street, Suite 1400, Wilmington, DE 19801, (b) counsel for

Energenics, Andrew M. Parlen, Esquire, O'Melveny & Myers LLP, 400 South Hope Street, Los Angeles, CA 90071, and (c) the Office of the United States Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801, no later than **September 8, 2009 at 4:00 p.m. (Eastern Time)** (the "Objection Deadline") and must appear at the Confirmation Hearing.

The Plan seeks approval of the assumption of the executory contracts set forth therein (the "Executory Contracts"), pursuant to §365 of the Bankruptcy Code and Bankruptcy Rule 6006. In connection with the assumption of the Executory Contracts, the Court has directed that any non-debtor party to an Executory Contracts who objects to the assumption of such Executory Contract or disputes the cure claims listed in the Plan with respect to such Executory Contract (the "Cure Claim Amounts") shall electronically file with the Clerk an objection (the "Cure Claim Objection") setting forth the grounds for objecting to the assumption of such Executory Contract and all claims and arrearages due and/or accrued against the Debtor under such Executory Contract and serve a copy of the Cure Claim Objection upon the Notice Parties listed above. so as to be actually received no later than the Objection Deadline and must appear at the Confirmation Hearing. If a non-debtor party to an Executory Contract, upon receiving this notice, does not file a timely objection with the Court to the assumption of such Executory Contract, then such non-debtor party shall have been deemed to consent to the assumption of such Executory Contract.

Any party that is required to file a Cure Claim Objection but fails to do so, shall be bound by the Cure Claim Amount and shall be forever barred from asserting any other claim(s) whatsoever against the Debtors, its estates and/or any other party.

To request copies of the Plan, contact the Debtors' attorneys listed below.

### **C. The Competitive Process**

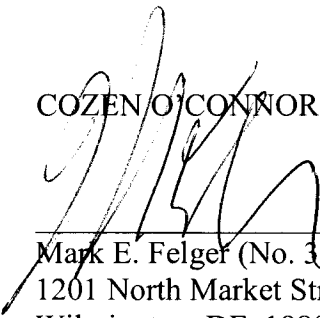
Pursuant to an Order of the Court dated August 3, 2009, approving certain procedures to be implemented in connection with the competitive process (the "Competitive Process Order") for the sale of the Debtors' equity through an "Alternative Plan," the Court has scheduled: (a) an Auction to be held on **September 11, 2009 at 10:00 a.m. (Eastern Time)** at the Philadelphia offices of Cozen O'Connor, 1900 Market Street, Philadelphia Pennsylvania, to consider any higher and better offers, if any, in accordance with the Competitive Process Order (the "Auction"); and (b) the Confirmation Hearing to consider approval of the Alternative Plan, if any.

As further set forth in the Competitive Process Order, there are certain requirements that a potential purchaser must satisfy before being considered a "Qualified Bidder" and being permitted to attend the Auction. In addition, each potential purchaser must submit its proposed bid, its Alternative Plan and other required information to the Notice Parties by the Objection Deadline. If you are interested in obtaining additional information or being considered a

Qualified Bidder, please contact the Debtors' attorneys, listed below, to request a copy of the Competitive Process Order.

Dated: August 3, 2009

COZEN O'CONNOR



---

Mark E. Felger (No. 3919)  
1201 North Market Street, Suite 1400  
Wilmington, DE 19801  
Telephone: (302) 295-2000  
Facsimile: (302) 295-2013  
Email: mfelger@cozen.com

- and -

Jerrold N. Poslusny, Jr.  
LibertyView, Suite 300  
457 Haddonfield Road  
Cherry Hill, NJ 08002  
Telephone: (856) 910-5000  
Facsimile: (877) 526-3069  
Email: jposlusny@cozen.com

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