



August 7, 2015

To: All Holders of Claims and Interests of GTL (USA), Inc.

GTL (USA), Inc. (the "Debtor"), filed for protection under chapter 11 of the United States Bankruptcy Code on February 9, 2015 in the United States Bankruptcy Court for the Eastern District of Texas, Sherman Division (the "Court"). The Debtor filed its First Amended Plan of Reorganization dated August 5, 2015 (the "Plan"). On August 6, 2015, the Court entered an order (the "Voting Order") approving on a preliminary basis the First Amended Disclosure Statement With Respect To First Amended Plan of Reorganization ("Disclosure Statement"). The Disclosure Statement provides information to assist you in deciding how to vote your ballot. If you do not have a Disclosure Statement, you may obtain a digital copy at [www.chapter11dallas.com/GTL](http://www.chapter11dallas.com/GTL), or by sending an email to [rgrant@culanemeadows.com](mailto:rgrant@culanemeadows.com).

The Debtor is pleased to deliver to you the attached ballot (the "Ballot") to be used to vote on the Plan, and a copy of the Voting Order. The Debtor is soliciting the votes of creditors whose claims are scheduled as undisputed on the Debtor's schedules, or who have filed a proof of claim in the case that has not been objected to, as well as the holders of shares of stock in the Debtor. The Plan is attached to the Disclosure Statement.

Please carefully review the Disclosure Statement and Plan and cast your Ballot, which is enclosed.

**NOTICE OF VOTING ADDRESS AND DEADLINE:**

TO BE COUNTED, YOUR BALLOT ACCEPTING OR REJECTING THE PLAN MUST BE ACTUALLY RECEIVED AT THE FOLLOWING ADDRESS NO LATER THAN 4:30 PM PREVAILING CENTRAL TIME ON **AUGUST 17, 2015:**

Richard G. Grant  
CULHANE MEADOWS, PLLC  
The Crescent, Suite 700  
100 Crescent Court  
Dallas, Texas 75201  
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The Debtor believes that the Plan provides a greater recovery to creditors than would be possible if the Debtor's assets were liquidated to pay claims. In a liquidation, the Debtor estimates that all creditors, representing a total of about \$15.5 million, would receive a pro rata share of approximately \$1.2MM.

**GTL (USA) Inc.**

5200, Tennyson Parkway, Suite 200, Plano, Texas 75024

Tel 972-464-0561. Fax 972-464-0600

[www.gtlamericas.com](http://www.gtlamericas.com)

The logo for GLOBAL Group Enterprise features the word 'GLOBAL' in a stylized font with a globe icon, followed by 'Group Enterprise' in a sans-serif font.



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However, the Plan provides that the unsecured creditors, holding claims of about \$7.2 million, will receive pro rata distributions of a pool of \$4.1 million. The pool of money is the result of a transaction with Emirates International Holding Limited LLC (“EIHL”) to fund payments to trade vendors and other unsecured creditors (the “Settlement Fund”). Under the Plan, certain creditors of the Debtor, GTL International Limited and GTL Limited (“Parent Companies”) will not receive any distribution on their claims of about \$8.5 million from the Settlement Fund. In exchange for their agreement to forgo a distribution from the Settlement Fund, the Parent Companies, and certain named officers and directors, as well as certain officers and directors of the Debtor (“Named Individuals”), will receive a complete release from the Debtor of any claims or causes of action that potentially could have been asserted against them by the Debtor. In addition, the Parent Companies and the Named Individuals will also receive a release from creditors, unless the creditor opts out of the release by checking the opt out box on the attached Ballot.

The release language is included as Article 12.5 of the Plan. The Plan also contains a provision by which creditors will be enjoined from continuing to pursue any existing or future claims or causes of action against the Debtor as well as the Parent Companies and Named Individuals. The injunction provisions are set forth in Articles 12.7 and 12.8 of the Plan.

Whether you vote for or against the Plan, you also have the right to opt out of the Release of the Parent Companies and Named Individuals by checking the Opt Out Box on the Ballot. If you choose to Opt Out of the Release, you will not be entitled to a pro rata share of the entire Settlement Fund. Instead, you will be treated in Class 3A of the Plan, which will receive approximately ten percent (10%) more than a pro rata share of the \$1.2MM liquidation value of the Debtor.

**To maximize your recovery, do not check the Opt Out Box** on the Ballot, regardless of how you vote on the Plan.

The Debtor encourages you to vote for acceptance of their Plan and to return your Ballot in sufficient time to ensure that your vote is counted.

Respectfully,  
GTL (USA), Inc.  
Urmeet Juneja, Sr. Vice President

UJ/hl  
Enclosures

**GTL (USA) Inc.**

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The logo for GLOBAL Group Enterprise, featuring the word 'GLOBAL' in blue with a globe icon, 'Group' in red, and 'Enterprise' in blue.



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