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UNITED STATES BANKRUPTCY COURT
Northern District of California

ORIGINAL

IN RE NORTHPOINT COMMUNICATIONS
GROUP, INC.,

Case No.:01-30127-C7
CHAPTER 7
Date: December 3, 2002
Time: 11:00 a.m.
Place: 250 Montgomery St., 10th Flr.
San Francisco, California

AUS _____
CAF _____
CMP _____
COM _____
CTR _____
ECR _____
GCL _____
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MMS _____
SEC 1
OTH NONE

TO THE CREDITORS OF NORTHPOINT COMMUNICATIONS GRP,
Case No. 01-30127

NOTICE OF SPECIAL MEETING OF CREDITORS

PLEASE TAKE NOTICE THAT pursuant to Federal Rules of Bankruptcy Procedure ("Rules"), Rule 2003(f) the Office of the United States Trustee will hold a special meeting of creditors in this case, on December 3, 2002, at 11:00 a.m. at 250 Montgomery Street on the 10th floor, San Francisco, California for the purpose of conducting an election of a trustee to serve in this case.

(This notice does not apply to the creditors of the related cases, Northpoint Communications, Inc., case no. 01-30126; Northpoint Communications of Virginia, case no. 01-30125; and Northpoint International, Inc., case no. 01-30128. The creditors in these cases are not affected.)

On October 23, 2002, Chapter 7 Trustee E. Lynn Schoenmann resigned as trustee in this case (case no. 01-30127, only). Pursuant to the Bankruptcy Code ("Code"), 11 U.S.C. § 703, on October 24, 2002, the U.S. Trustee appointed Charles Sims, a Chapter 7 panel trustee regularly serving in this district, to serve as interim trustee in this case. If a different elected trustee fails to qualify under Code § § 321 and 322, Charles Sims will remain as permanent trustee in the case.

The election was called for by letter to the U.S. Trustee, dated October 29, 2002, alleging that certain entities are creditors in this case, holding at least \$130 million in "undisputed fixed" claims, and they requested that an election take place.

The procedures to be employed in the election as well as each creditor's qualification to vote are set forth in Bankruptcy Code § § 702 and 703, as well as Rules 2003 and 2006.

Creditors who wish to vote must supply documentation supporting their qualification to vote at the time the meeting commences.

Those who wish to vote by proxy or to solicit proxies must comply with Rule 2006. Those wishing to vote multiple proxies must supply the documentation required by 2006(e) at or before the time the voting commences.

Any person, to be nominated to stand for election, shall supply documentation showing eligibility to serve as trustee pursuant to the requirements of Bankruptcy Code § 321, at or before the time the election is conducted.

The U.S. Trustee's Office will record the meeting and promptly submit a report of the election, as required by Rule 2003. If the election is disputed, this office will report it as disputed. In such case, if no motion is made to the court within 10 days for resolution of the dispute, the appointed interim trustee Charles Sims shall remain as permanent trustee.

If you need any further information, call (415) 705-3333; however, this office cannot give legal advice.

Attendance at the meeting and voting are strictly voluntary, and have no effect on any creditor's legal status as a creditor or on the creditor's right to recover on its claim in this case.

DOCUMENT NUMBER-DATE

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FPSC-COMMISSION CLERK