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KRONISH LIEB WEINER & HELLMAN LLP  
1114 Avenue of the Americas  
New York, NY 10036  
(212) 479-6000  
Lawrence C. Gottlieb (LG 2565)  
Richard S. Kanowitz (RK 0677)

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Counsel for Metromedia Fiber Network, Inc., et al.  
Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:  
METROMEDIA FIBER NETWORK, INC., et al.,  
Debtors.

Chapter 11  
Case Nos.  
02-22736 (ASH) through  
02-22742 (ASH); 02-22744 (ASH)  
through 02-22746 (ASH); 02-22749  
(ASH); 02-22751 (ASH) through 02-  
22754 (ASH)  
(Jointly Administered)

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**NOTICE OF (I) APPROVAL OF DISCLOSURE STATEMENT; (II) ESTABLISHMENT OF RECORD DATE; (III) HEARING FOR CONFIRMATION OF THE PLAN AND PROCEDURES FOR OBJECTING TO CONFIRMATION OF THE PLAN; AND (IV) PROCEDURES AND DEADLINE FOR VOTING ON THE PLAN**

PLEASE TAKE NOTICE that:

1. **Approval of Disclosure Statement.** By order dated July 2, 2003 (the "Order"), the United States Bankruptcy Court for the Southern District of New York approved the Disclosure Statement and Summary of Plan Distributions for Holders of Claims and Equity Interests With Respect to the Second Amended Plan of Reorganization of Metromedia Fiber Network, Inc. et al. (as may be amended, the "Disclosure Statement"), filed by Metromedia Fiber Network, Inc., and certain of its direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the "Debtors"), and directed the Debtors to solicit votes with regard to the approval or rejection of the Second Amended Plan of Reorganization of Metromedia Fiber Network, Inc., et al. (as may be amended, the "Plan"), dated July 1, 2003, annexed as an exhibit thereto.

2. **Confirmation Hearing.** A hearing (the "Hearing") to consider the confirmation of the Plan will be held at 11:00 a.m. Eastern Daylight Time, on **August 21, 2003**, before the Honorable Adlai S. Hardin, Jr., United States Bankruptcy Judge, in Room 521 of the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601 (the "Court"). The Confirmation Hearing may be continued from time to time without further notice other than the announcement by the Debtors of the adjourned date(s) at the Confirmation Hearing or any continued hearing, and the Plan may be modified, if necessary, prior to, during, or as a result of the Confirmation Hearing, without further notice to interested parties.

3. **Record Date for Voting Purposes.** Only creditors who hold claims on **July 2, 2003** are entitled to vote on the Plan.

4. **Voting Deadline.** All votes to accept or reject the Plan must be received by 4:00 p.m. Eastern Daylight Time on **August 8, 2003**. Any failure to follow the voting instructions included with the Ballot may disqualify your Ballot and your vote.

5. **Parties in Interest Not Entitled to Vote.** The following creditors and shareholders are not entitled to vote on the Plan: (i) holders of unimpaired claims, (ii) holders of claims or interests who will receive no distribution at all under the Plan, and (iii) holders of claims that are the subject of filed objections. Such holders will receive a Notice of Non-Voting Status rather than a Ballot in their Solicitation Packages. If you have timely filed a proof of claim and disagree with the Debtors' classification of, or objection to, your claim and believe that you should be entitled to vote on the Plan, then you must serve on the Debtors and file with the Court a motion for an order pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure (a "Rule 3018(a) Motion")

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temporarily allowing such claim in a different amount or in a different class for purposes of voting to accept or reject the Plan. All Rule 3018(a) Motions must be filed on or before the tenth (10<sup>th</sup>) day after the later of (i) service of the Confirmation Hearing Notice and (ii) service of notice of an objection, if any, to such claim. In accordance with Bankruptcy Rule 3018, as to any creditor filing a Rule 3018(a) Motion, such creditor's Ballot will not be counted unless temporarily allowed by the Court for voting purposes, after notice and a hearing, which hearing shall be held no later than August 8, 2003. Creditors may contact Bankruptcy Services LLC at (646) 282-2500 to receive a Ballot for any claim for which a proof of claim and a Rule 3018(a) Motion have been timely filed. Rule 3018(a) Motions that are not timely filed and served in the manner as set forth above shall not be considered.

6. **Objections to Confirmation.** Objections, if any, to the confirmation of the Plan must (i) be in writing, (ii) state the name and address of the objecting party and the nature of the claim or interest of such party, (iii) state with particularity the basis and nature of any objection or proposed modification, and (iv) be filed, together with proof of service, with the Court and served so that they are received no later than 4:00 p.m., Eastern Daylight Time, on **August 8, 2003** by (a) the Clerk of the Court, 300 Quarropas Street, White Plains, New York 10601; (b) Kronish Lieb Weiner & Hellman LLP, Attorneys for the Debtors, 1114 Avenue of the Americas, New York, New York 10036, Attention: Lawrence C. Gottlieb and Richard S. Kanowitz; (c) The United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004, Attention: Paul Schwartzberg; (d) Chadbourne & Parke LLP, Attorneys for the Creditors' Committee, 30 Rockefeller Plaza, New York, New York 10112, Attention: David LeMay. The Debtors may serve replies to such objections and proposed modifications by no later than **August 19, 2003**.

7. **Parties Who Will Not be Treated as Creditors.** Any holder of a claim that (i) is scheduled in the Debtors' schedules of assets and liabilities, statements of financial affairs and schedules of executory contracts and unexpired leases at zero, or in an unknown amount, or as disputed, contingent, or unliquidated, and is not the subject of a timely filed proof of claim or a proof of claim deemed timely filed with the Court pursuant to either the Bankruptcy Code or any order of the Bankruptcy Court or otherwise deemed timely filed under applicable law, or (ii) is not scheduled and is not the subject of a timely filed proof of claim or a proof of claim deemed timely filed with the Court pursuant to either the Bankruptcy Code or any order of the Court or otherwise deemed timely filed under applicable law, shall not be treated as a creditor with respect to such claim for purposes of (a) receiving notices regarding, or distributions under, the Plan, or (b) voting on the Plan.

8. **Additional Information.** Any party in interest wishing to obtain (i) information about the solicitation procedures or (ii) copies of the Disclosure Statement or the Plan, should telephone the Debtors' voting agent, Bankruptcy Services LLC at (646) 282-2500, or (b) may view such documents by accessing the Court's Electronic Case Filing System which can be found at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov) the official website for the Bankruptcy Court.

**The Plan contains an injunction which prevents, among other things, any holder of any claim or equity interest or any other party in interest in the Debtors' chapter 11 cases from directly or indirectly commencing or continuing, in any manner, any action or other proceeding of any kind against the Debtors, Reorganized MFN<sup>1</sup>, enforcing judgments relating to such claims or interests, asserting rights of setoff or subrogation, or interfering in any way with the Plan or any schemes of arrangement. In addition, except as provided in the Plan, Reorganized MFN and the Debtors directly or indirectly acquired by Reorganized MFN will not have any liability for any claim or equity interest in the Debtors that arose prior to the effective date of the Plan.**

DATED: July 2, 2003  
New York, New York

KRONISH LIEB WEINER & HELLMAN LLP  
1114 Avenue of the Americas  
New York, NY 10036  
(212) 479-6000  
Counsel for Metromedia Fiber Network, Inc., et al.  
Debtors and Debtors in Possession

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<sup>1</sup> Capitalized terms used herein and not otherwise defined herein shall have the meanings set forth in the Disclosure Statement.