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 Counsel for the Debtors

DISTRICT OF SOUTHERN NEW YORK
 Hearing Date: August 8, 2007 at 10:00 a.m. (ET)
 Objection Deadline: July 30, 2007 at 5:00 p.m. (ET)

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**UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF NEW YORK**

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In re:)
)
) Chapter 11
 Calpine Corporation, et al.,)
)
) Case No. 05-60200 (BRL)
 Debtors.)
)
) Jointly Administered
)

NOTICE OF DEBTORS' MOTION FOR ENTRY OF AN ORDER (A) APPROVING THE ADEQUACY OF THE DEBTORS' DISCLOSURE STATEMENT; (B) APPROVING SOLICITATION AND NOTICE PROCEDURES WITH RESPECT TO CONFIRMATION OF THE DEBTORS' PROPOSED PLAN OF REORGANIZATION; (C) APPROVING THE FORM OF VARIOUS BALLOTS AND NOTICES IN CONNECTION THEREWITH; AND (D) SCHEDULING CERTAIN DATES WITH RESPECT THERETO

PLEASE TAKE NOTICE that at 10:00 a.m. (ET) on August 8, 2007, the Debtors, by their counsel, shall appear before the Honorable Judge Burton R. Lifland, at the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, Room 623, or as soon thereafter as counsel may be heard, and present the Debtors' motion for entry of an order (the "Solicitation Procedures Order"): (a) approving the adequacy of the Debtors' disclosure statement (as may be amended from time to time and including all supplements, the "Disclosure Statement"); (b) approving solicitation and notice procedures with respect to confirmation of the Debtors' proposed plan of reorganization (as may be amended from time to time and including all supplements, the "Plan"); (c) approving the forms of various ballots and notices in connection therewith; and (d) scheduling certain dates with respect thereto (the "Motion").

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PLEASE TAKE FURTHER NOTICE that copies of the Disclosure Statement, the Plan, the Motion, and related documents can be obtained by accessing the Bankruptcy Court's website at <http://www.nysb.uscourts.gov>, by accessing the Claims and Solicitation Agent's website at <http://www.kccllc.net/calpine>, by writing to Calpine Corporation, c/o Kurtzman Carson Consultants LLC,

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2335 Alaska Avenue, El Segundo, California 90245, by calling (888) 249-2792, or by emailing calpineinfo@kccllc.com.

PLEASE TAKE FURTHER NOTICE that the Motion requests the Bankruptcy Court to establish the date that is two business days after entry of the Solicitation Procedures Order as the record date for determining which creditors and shareholders are entitled to vote to accept the Plan.

PLEASE TAKE FURTHER NOTICE that the hearing on the Motion may be adjourned thereafter from time to time without further notice.

PLEASE TAKE FURTHER NOTICE that objections to the Motion, if any, must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court and shall be filed with the Bankruptcy Court electronically by registered users of the Bankruptcy Court's case filing system (the User's Manual for the Electronic Case Filing System can be found at <http://www.nysb.uscourts.gov>, the official website for the Bankruptcy Court) and, by all other parties in interest, on a 3.5 inch disk, preferably in Portable Document Format (PDF), WordPerfect or any other Windows-based word processing format (in either case, with a hard copy delivered directly to Chambers) and shall be served upon: (a) counsel to the Debtors, Kirkland and Ellis LLP, Citigroup Center, 153 East 53rd Street, New York, New York 10022, Attn.: Richard M. Cieri, Edward O. Sassower, and Kirkland & Ellis LLP, 200 East Randolph Street, Chicago, Illinois 60601, Attn.: David R. Seligman; (b) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004, Attn.: Paul Schwartzberg; (c) counsel to the Unofficial Committee of Second Lien Debt holders, Paul Weiss Rifkind Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, NY 10019-6064, Attn.: Alan W. Kornberg, Andrew N. Rosenberg, Elizabeth R. McColm; (d) counsel to the Official Committee of Unsecured Creditors, Akin Gump Strauss Hauer & Feld LLP, 590 Madison Avenue, New York, New York 10022-2524, Attn.: Michael S. Stamer, Philip C. Dublin, Alexis Freeman; (e) counsel to the Official Committee of Equity Security Holders, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004, Attn.: Brad E. Scheler, Gary Kaplan; and (f) counsel to Credit Suisse, as administrative agent under the debtor in possession financing facility, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017, Attn.: Peter V. Panteleo, Robert H. Trust, so as to be received by no later than **July 30, 2007 at 5:00 p.m. (ET)**.

PLEASE TAKE FURTHER NOTICE that objections to the Motion, if any, should state with particularity the basis and nature of the objection and should propose an insert for or modification to the Disclosure Statement that would resolve such objection.

Dated: July 2, 2007

Respectfully submitted,

Calpine Corporation