

**THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
OF TK HOLDINGS INC., ET AL.**

February 3, 2018

Re: Letter from Key Safety Systems

Dear Sir or Madam:

On June 25, 2017, TK Holdings Inc. and certain of its subsidiaries and affiliates (collectively, the “Debtors”) filed for bankruptcy protection in the United States Bankruptcy Court for the District of Delaware. The Debtors are currently seeking confirmation of the *Third Amended Joint Chapter 11 Plan of Reorganization of TK Holdings Inc. and its Affiliated Debtors* [Docket No. 1629] (and as it may be amended, the “Plan”).¹ The Official Committee of Unsecured Creditors (the “Committee”) was appointed in the Debtors’ bankruptcy cases to represent the interests of the Debtors’ unsecured creditors such as you. In connection with the Plan, the Debtors are proposing to sell substantially all of their assets to Key Safety (defined below) as part of the Global Transaction. The Committee is supportive of the Plan, as it will be amended to reflect certain changes, and the Global Transaction, which preserves the going-concern value of the Debtors’ businesses, as well as the existing business relationships of many of the Debtors’ vendors.

In connection with the confirmation of the Plan, the Debtors are seeking to assume certain executory contracts and unexpired leases (collectively, the “Contracts”) and to assign them to Joyson KSS Auto Safety S.A. or one of its wholly owned subsidiaries (collectively, “Key Safety”). ***You are receiving this letter because you have been identified as a counterparty to one or more of the Contracts.***

You should have received a letter from Key Safety dated January 31, 2018 (the “Key Safety Letter”), which outlines the terms upon which Key Safety has agreed to assume your Contract(s). If your Contract(s) is assumed, all overdue amounts thereunder will be paid by Key Safety (or the Debtors) within 30 days of the Effective Date of the Plan and any ordinary course payables will be paid in accordance with your payment terms. If, however, you fail to execute and return the Key Safety Letter, your Contract(s) may be rejected, which means that whatever amounts were due thereunder as of the date of the Debtors’ bankruptcy filing (June 25, 2017) will be treated as general unsecured claims and may receive the distribution provided for Class 6 Claims under the Plan.

The Committee recommends that you complete, sign and e-mail a fully executed copy of the Key Safety Letter in accordance with the instructions provided therein by no later than February 12, 2018.

Should you have any questions or if you did not receive the Key Safety Letter, please contact counsel for the Committee, Milbank, Tweed, Hadley & McCloy, LLP at 212-530-5000 (Dennis F. Dunne, Abhilash M. Raval, Andrew M. Leblanc, Tyson Lomazow and Mary Doheny).

Respectfully,

The Official Committee of Unsecured Creditors
of TK Holdings Inc., et al.

¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Plan, a copy of which you should have received in the mail.