

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
SAN ANTONIO DIVISION**

In re:	§	Chapter 11
	§	
CROSSROADS SYSTEMS, INC.,	§	Case No. 17-51926
	§	
Debtor.	§	
	§	

**DECLARATION OF ERIC TERRY, DEBTOR’S COUNSEL, REGARDING THE  
SOLICITATION OF VOTES AND TABULATION OF BALLOTS CAST ON THE  
PREPACKAGED PLAN OF REORGANIZATION FOR CROSSROADS SYSTEMS, INC.  
UNDER CHAPTER 11 OF THE BANKRUPTCY CODE**

Pursuant to 28 U.S.C. § 1746, I, Eric Terry, hereby submits this declaration (this “Declaration”) under penalty of perjury:

1. I am counsel for the Debtor Crossroads Systems, Inc., a corporation organized under the laws of Delaware, debtor and debtor in possession in the above-referenced chapter 11 case (collectively, the “Debtor”). I submit this Declaration with respect to the solicitation of votes and the tabulation of ballots cast on the *Prepackaged Plan of Reorganization for Crossroads Systems, Inc. Under Chapter 11 of the Bankruptcy Code (with First Technical Modifications)* [Docket No. 69] (collectively, with any further amendments and including any Plan Supplement, the “Prepackaged Plan”).<sup>1</sup>

2. Except as otherwise noted, all facts set forth herein are based on my personal knowledge.

3. The Debtor filed its Prepackaged Plan and Disclosure Statement on August 13, 2017 (the “Petition Date”). Except for Class 5 Preferred Interests, all the Classes of Claims or

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<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Prepackaged Plan.

Interests in the Prepackaged Plan are Unimpaired and therefore deemed to accept the Prepackaged Plan. Unimpaired Classes that are deemed to accept the Prepackaged Plan were not solicited.

4. On August 13, 2017, before the Chapter 11 Case was filed, I sent a cover letter with the Disclosure Statement and a ballot (the "Solicitation Package") to all Holders of Class 5 Preferred Interests. A true and correct copy of the Solicitation Package is attached hereto as **Exhibit A.**

5. The list of all Holders of Class 5 Preferred Interests is attached hereto as **Exhibit B.**

6. The deadline for returning ballots was September 4, 2017.

7. The final tabulation of votes cast by timely and properly completed ballots that I received is attached hereto as **Exhibit C.** As set forth in the tabulation, I received ballots from 11 Holders of Preferred Interests, collectively holding 2,108,017 out of 2,591,257 total outstanding shares all voting to accept the Prepackaged Plan.

8. A report of all ballots included in the final tabulation is attached hereto as **Exhibit D.**

9. Copies of all ballots are attached as **Exhibit E.**

10. No ballots were received after the voting deadline.

*[Balance of Page intentionally left blank]*

I declare under penalty of perjury under the laws of the United States that the foregoing statements are true and correct.

Dated: September 15, 2017

Crossroads Systems, Inc.

/s/ Eric Terry.

Name: Eric Terry

Counsel for the Debtor