

## **Table of Contents**

plus accrued and unpaid interest thereon to the applicable redemption date, if redeemed during the 12-month period beginning on January 15 of each of the years indicated below:

<b>Year</b>	<b>Percentage</b>
2016	108.438%
2017	105.625%
2018	102.813%
2019 and thereafter	100.000%

We intend to use the net proceeds of this offering to redeem all \$510 million aggregate principal amount of the 11.25% Notes, and to pay the applicable premiums and related fees and expenses. See "Use of Proceeds."

### **Guarantees**

All obligations under the 11.25% Notes are guaranteed on a senior unsecured basis by each of our domestic subsidiaries that guarantees obligations under our senior secured credit facilities.

### **Certain Covenants and Events of Default**

The indenture governing the 11.25% Notes contains a number of covenants that, among other things, restricts, subject to certain exceptions, our ability to:

- incur additional debt or issue certain preferred shares;
- pay dividends on or make other distributions in respect of our capital stock or make other restricted payments;
- make certain investments;
- sell certain assets;
- create liens on certain assets to secure debt;
- consolidate, merge, sell or otherwise dispose of all or substantially all of our assets;
- enter into certain transactions with affiliates; and
- designate our subsidiaries as unrestricted subsidiaries.

In addition, the indenture governing the 11.25% Notes imposes certain requirements as to future subsidiary guarantors. The indenture governing the 11.25% Notes also contains certain customary events of default.

## **10.625% Senior Unsecured Notes due 2021**

### **Overview**

On April 10, 2013, we issued and sold \$815 million aggregate principal amount of our 10.625% Notes. Proceeds from the offering were used to repurchase our 9.875% Notes and to pay related transaction expenses. On July 21, 2014, we redeemed \$285 million aggregate principal amount of the 10.625% Notes, leaving a remainder of \$530 million aggregate principal amount of the 10.625% Notes.

### **Interest Rate**

Interest on the 10.625% Notes is payable in cash and accrues at the rate of 10.625% per annum. Interest on the 10.625% Notes is payable semi-annually in arrears on February 15 and August 15, commencing on August 15, 2013.