

United States Bankruptcy Court District of Delaware		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): <b>Pliant Corporation</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): <b>See Attachment A</b>		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): <b>43-2107725</b>		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): <b>1475 Woodfield Road, Suite 700 Schaumburg, Illinois</b> <div style="text-align: right;">ZIP CODE <b>60173</b></div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP CODE</div>
County of Residence or of the Principal Place of Business: <b>Cook County, Illinois</b>		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>
Location of Principal Assets of Business Debtor (if different from street address above): <div style="text-align: right;">ZIP CODE</div>		
<b>Type of Debtor</b> (Form of Organization) (Check one box.)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (if debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Check one box.)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other  <hr/> <b>Tax-Exempt Entity</b> (Check box, if applicable.)  <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box.)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <hr/> <b>Nature of Debts</b> (Check one box.)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
<b>Filing Fee</b> (Check one box.)  <input checked="" type="checkbox"/> Full Filing Fee attached.  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).  Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.  Check all applicable boxes: <input checked="" type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
<b>Statistical/Administrative Information</b>  <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		<b>THIS SPACE IS FOR COURT USE ONLY</b>
<b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input checked="" type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000		
<b>Estimated Assets (including intercompany accounts)</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
<b>Estimated Liabilities (including intercompany accounts, excluding contingent guaranty obligations)</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input checked="" type="checkbox"/> More than \$1 billion		

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): <b>Pliant Corporation</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)</b>			
Location Where Filed: <b>District of Delaware</b>	Case Number: <b>06-10001 (MFW) Joint Admin</b>	Date Filed: <b>01/03/2006</b>	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)</b>			
Name of Debtor: <b>See Attachment B</b>	Case Number: <b>Not Yet Assigned</b>	Date Filed:	
District: <b>District of Delaware</b>	Relationship: <b>Affiliate</b>	Judge: <b>Not Yet Assigned</b>	
<p style="text-align: center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>		<p style="text-align: center;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>	
<b>Exhibit C</b>			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No. The Debtor is not aware of what is meant by the phrase "imminent and identifiable harm" as used in this form. The Debtor does not believe it owns or possesses property that poses or is alleged to pose a threat of such harm.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____			
(Name of landlord that obtained judgment)			
_____			
(Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

**Voluntary Petition**  
*(This page must be completed and filed in every case.)*

Name of Debtor(s):  
**Pliant Corporation**

**Signatures**

**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X \_\_\_\_\_  
Signature of Debtor

X \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (if not represented by attorney)

\_\_\_\_\_  
Date

**Signature of Attorney\***

X \_\_\_\_\_  
Signature of Attorney for Debtor(s)

**Larry J. Nyhan**      **Robert S. Brady**  
Printed Name of Attorney for Debtor(s)      **Edmon L. Morton**  
**Sidley Austin LLP**      **Young Conaway**

Firm Name  
Address: **1 South Dearborn St. The Brandywine Bldg.**  
**Chicago, IL 60603**      **1000 West St., 17th Fl.**  
**Wilmington, DE 19801**

Telephone Number  
**312-853-7000**      **302-571-6600**

Date  
**February 11, 2009**      **February 11, 2009**

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X \_\_\_\_\_  
Signature of Authorized Individual

**Stephen T. Auburn**  
Printed Name of Authorized Individual  
**Vice President**

Title of Authorized Individual  
**February 11, 2009**

\_\_\_\_\_  
Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X \_\_\_\_\_  
(Signature of Foreign Representative)

\_\_\_\_\_  
(Printed Name of Foreign Representative)

\_\_\_\_\_  
Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

X \_\_\_\_\_

\_\_\_\_\_  
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.*

## ATTACHMENT A TO VOLUNTARY PETITION

The list below provides all Other Names used by the Debtor in the last 8 years (including married, maiden, and trade names). For the avoidance of doubt, these entities are not debtors under these chapter 11 cases.

Huntsman Packaging Corporation  
Huntsman United Films Corporation  
Huntsman Deerfield Films Corporation  
Huntsman Bulk Packaging Corporation  
Huntsman Edison Films Corporation  
Edison Plastics International, Inc.  
Pliant Solutions Corporation  
Pliant Investment, Inc.  
Roll-O-Sheets

The following names are used by real property taxing authorities:

Co-Ex Plastics, Inc.  
Deefield Plastics, Inc.  
Poly-Pac, Inc.  
Huntsman Film Products Corp.  
Huntsman Design Products Corp.  
Huntsman Packaging Products

## ATTACHMENT B TO VOLUNTARY PETITION

Pending Bankruptcy Cases Filed by Affiliates of the Debtor:

On February 11, 2009, each of the affiliated entities listed below, including the Debtor in this chapter 11 case (collectively, the "Debtors"), filed a petition in this Court for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code"). Pliant Corporation is the direct or indirect parent corporation of each of the other Debtors. Contemporaneously with the filing of their voluntary petitions, the Debtors filed a motion requesting that the Court consolidate their chapter 11 cases for administrative purposes only.

The Debtors are the following entities:

Pliant Corporation  
Pliant Corporation International  
Pliant Film Products of Mexico, Inc.  
Pliant Packaging of Canada, LLC  
Alliant Company LLC  
Uniplast Holdings, Inc.  
Uniplast U.S., Inc.  
Uniplast Industries Co.  
Pliant Corporation of Canada Ltd.

[If debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

# UNITED STATES BANKRUPTCY COURT

District of Delaware

In re PLIANT CORPORATION, ) Case No. \_\_\_\_\_  
 Debtor )  
 )  
 ) Chapter 11

## EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 000-52325.

2. The following financial data is the latest available information and refers to the debtor's condition on September 30, 2008.\*

- a. Total assets \$ 688,611,000.00
- b. Total debts (including debts listed in 2.c., below)<sup>†</sup> \$ 1,032,631,000.00
- c. Debt securities held by more than 500 holders: None
- d. Number of shares of preferred stock

Debtor has 334,894 shares outstanding of its Series AA Redeemable Preferred Stock (approximately 17 shareholders, actual and street name holders). Debtor also has 8,000 shares outstanding of its Series M Redeemable Preferred Stock (10 shareholders).

e. Number of shares of common stock

Debtor has 97,348 shares outstanding of its Common Stock (approximately 336 shareholders).

\* The assets and debts reported as of September 30, 2008 are provided on a consolidated basis for the Debtor and its direct and indirect subsidiaries.

<sup>†</sup> This amount includes total liabilities as set forth in Pliant Corporation's quarterly report on form 10-Q for the quarterly period ended September 30, 2008.

3. Brief description of debtor's business:

Pliant Corporation is one of North America's leading manufacturers of value-added films and flexible packaging for food, personal care, medical, agricultural, and industrial applications.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

JPMorgan Partners (BHCA) L.P./Southwest Industrial Films LLC/Southwest Industrial Films II LLC/Flexible Films LLC/Flexible Films II LLC/Chase Equity Associates; New York Life Capital Partners L.P.

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

PLIANT CORPORATION, et al.,<sup>1</sup>

Debtors.

Chapter 11

Case No. 09-\_\_\_\_\_

Joint Administration Requested

**CONSOLIDATED LIST OF CREDITORS HOLDING  
LARGEST 30 UNSECURED CLAIMS**

The above-captioned debtors and debtors-in-possession (each a “Debtor” and collectively, the “Debtors”) filed a voluntary petition in this Court for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (the “Bankruptcy Code”). This list of creditors holding the thirty (30) largest unsecured claims (the “Top 30 List”) has been prepared, on a consolidated basis, from the Debtors’ books and records as of February 10, 2009.

The Top 30 List was prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtors’ chapter 11 cases. The Top 30 List does not include: (1) persons who come within the definition of an “insider” set forth in section 101(31) of the Bankruptcy Code; or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the thirty (30) largest unsecured claims.

The information presented in the Top 30 List shall not constitute an admission by, nor is it binding on, the Debtors. The information presented herein, including, without limitation (a) the failure of the Debtors to list any claim as contingent, unliquidated, disputed or subject to a setoff or (b) the listing of any claim as unsecured, does not constitute an admission by the Debtors that the secured lenders listed hold any deficiency claims, nor does it constitute a waiver of the Debtors’ rights to contest the validity, priority, nature, characterization and/or amount of any claim.

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<sup>1</sup> The Debtors are: Pliant Corporation (Tax ID No. XX-XXX7725), Pliant Corporation International (Tax ID No. XX-XXX3075), Uniplast Holdings, Inc. (Tax ID No. XX-XXX9589), Pliant Film Products of Mexico, Inc. (Tax ID No. XX-XXX0805), Pliant Packaging of Canada, LLC (Tax ID No. XX-XXX0929), Alliant Company LLC (Tax ID No. XX-XXX6811), Uniplast U.S., Inc. (Tax ID No. XX-XXX9066), Uniplast Industries Co. (N/A), and Pliant Corporation of Canada Ltd. (N/A). The mailing address for Pliant Corporation is 1475 Woodfield Road, Suite 700, Schaumburg, IL 60173.



**CONSOLIDATED LIST OF THIRTY (30) LARGEST UNSECURED CREDITORS**

	(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number and fax number of employee, agent or department of creditor familiar with claim	(3) Nature of claim (trade debt, bank loan, government, contract, etc.)	(4) Indicate if claim is contingent, disputed, or subject to setoff	(5) Amount of claim (if secured also state value of security)
1	THE BANK OF NEW YORK TRUST COMPANY, N.A. Indenture Trustee 2 North LaSalle Street, Suite 1020 Chicago, IL 60602	Corporate Trust Department F: 312-827-8542	Note Debt		\$24,000,000.00
2	THE DOW CHEMICAL COMPANY 2030 Dow Center Midland, MI 48674	David Phillips P: 847-550-9085 F: 847-550-9086	Trade Debt		\$8,000,000.00
3	NOVA CHEMICAL U.S. Operating Center 1550 Coraopolis Heights Road Moon Township, PA 15108	Ilona Webb P: 412-490-4724 F: 412-490-4554	Trade Debt		\$5,300,000.00
4	AMPACET CORPORATION 660 White Plains Rd. Tarrytown, NY 10591-5130	George Spagnoli P: 914-332-7315 F: 914-631-7197	Trade Debt		\$3,664,107.00
5	TOTAL PETROCHEMICALS 15710 John F. Kennedy Blvd. Houston, TX 77032	Mike Johnson P: 713-483-5739 F: 713-483-5759	Trade Debt		\$2,621,332.00
6	SHINTECH INC. 3 Greenway Plaza, Suite 1150 Houston, TX 77046	Peggy Cloud P: 979-233-7861 x215 F: 979-233-5781	Trade Debt		\$1,600,000.00
7	BLUECROSS BLUESHIELD OF ILLINOIS 1020 West 31st Street Downers Grove, IL 60515	Ken Kolanowski P: 630-824-5536 F: 312-552-1539	Insurance		\$1,400,000.00
8	ARKEMA 2000 Market Street Philadelphia, PA 19103-3222	Israel Perez P: 215-419-5312 F: 215-419-5400	Trade Debt		\$650,000.00
9	WINDMOELLER & HOELSCHER 23 New England Way Lincoln, RI 02865	Andrew Wheeler P: 401-333-2770 F: 401-333-6491	Trade Debt		\$540,927.11

	(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number and fax number of employee, agent or department of creditor familiar with claim	(3) Nature of claim (trade debt, bank loan, government, contract, etc.)	(4) Indicate if claim is contingent, disputed, or subject to setoff	(5) Amount of claim (if secured also state value of security)
10	CENTRAL TRANSPORT P.O. Box 7007 High Point, NC 27264	Larry Minutillo P: 312-593-5341 F: 630-236-1313	Freight		\$539,824.00
11	DOW CHEMICAL CANADA INC. Prentiss Site P.O. Box 5501 Red Deer, Alberta T4N 6N1 Canada	David Phillips P: 847-550-9085 F: 847-550-9086	Trade Debt		\$515,000.00
12	SIEGWERK USA 3535 SW 56th Street Des Moines, IA 50321	Troy Weyer P: 570-708-1780 F: 570-708-0310	Trade Debt		\$480,530.00
13	PHENIX MARKETING GROUP 9450 Concord Church Road Lewisville, NC 27023	P: 336-251-1100 F: 336-251-1129	Trade Debt		\$420,457.00
14	AMPACET CORPORATION CANADA 660 White Plains Rd. Tarrytown, NY 10591- 5130	George Spagnoli P: 914-332-7315 F: 914-631-7197	Trade Debt		\$333,351.00
15	SONOCO FLEXIBLE PACKAGING 92118 Collection Center Drive Chicago, IL 60693	P: 800-377-2693 F: 843-339-6155	Trade Debt		\$320,000.00
16	SUN CHEMICAL CORP. 35 Waterview Boulevard Parsippany, NJ 07054- 1285	David O'Connor P: 708-236-3518 F: 708-562-0580	Trade Debt		\$304,935.00
17	FLINT GROUP 1128 Lexington Ave Rochester, NY 14606	Jeff Alexander P: 585-458-1223 F: 585-458-7569 F: 610-524-1798	Trade Debt		\$300,000.00

	(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number and fax number of employee, agent or department of creditor familiar with claim	(3) Nature of claim (trade debt, bank loan, government, contract, etc.)	(4) Indicate if claim is contingent, disputed, or subject to setoff	(5) Amount of claim (if secured also state value of security)
18	DUPONT COMPANY 4417 Lancaster Ave Wilmington, DE 19805	Bruce Tobiansky P: 302-992-4589 F: 240-250-0895	Trade Debt		\$300,000.00
19	UNIVAR P.O. BOX 849027 10889 Bekay St. Dallas, TX 75284	Albert Bernhardt P: 716-874-1601 x5305 F: 716-874-3607 F: 214-340-9113 (TX)	Trade Debt		\$282,681.00
20	CAVALRY LOGISTICS 808 Airpark Center Drive: Suite 808 Nashville, TN 37217	Bob King P: 615-478-8305 F: 615-324-0590	Freight		\$281,022.00
21	WILLIAM ALLEN P.O. Box 2817 North Canton, OH 44720	William Allen P: 330-494-3433 F: 330-494-5497	Broker		\$241,982.00
22	MACCHI S.P.A. 21040 Venegono Inferiore Via Papa Paolo VI, 5 Varese - ITALY	P: 39-0331-827-717 F: 39-0031-827-750	Trade Debt		\$231,000.00
23	BASF USA 1111 Bagby Street: Suite 2600 Houston, TX 77002	Simon Hoang P: 973-245-7495 F: 973-448-5336 F: 604-515-9464	Trade Debt		\$211,090.00
24	LANDSTAR RANGER PO Box 8500-54293 Philadelphia, PA 19178	Jim Dolan P: 815-332-1875 F: 208-330-6732	Freight		\$202,492.00
25	KELLY SERVICES P.O. Box 820405 Philadelphia, PA 19182	Carol Pearson P: 248-273-4501 F: 248-273-2510	Contract		\$195,751.00

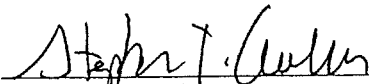
	(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number and fax number of employee, agent or department of creditor familiar with claim	(3) Nature of claim (trade debt, bank loan, government, contract, etc.)	(4) Indicate if claim is contingent, disputed, or subject to setoff	(5) Amount of claim (if secured also state value of security)
26	MSA 1577 Hagys Ford Road Narberth, PA 19072	Jon Weiswasser P: 610-909-7594 F: 610-667-4193	Broker		\$189,488.00
27	DLS Inc. 2007 74 <sup>th</sup> Street NW Bradenton, FL 34209	Dennis Sutton P: 941-761-8293 F: 941-702-5603	Broker		\$189,430.00
28	SMURFIT STONE CONTAINER 3800 Tag Road Chattanooga, TN 37416	Victor Zodda P: 423-892-7711 x 113 F: 423-894-6619	Trade Debt		\$187,426.00
29	ALLIED MARKETING 200 Fairway Drive: Suite 210 Vernon Hills, IL 60061	Richard Hahn P: 847-634-7642 F: 847-634-8357	Trade Debt		\$183,795.00
30	MIP-CO P.O. Box 12097 Palm Desert, CA 92255-2097	Hank Monohan P: 760-779-9401 F: 760-773-0744	Broker		\$179,707.00

**DECLARATION REGARDING THE CONSOLIDATED LIST  
OF CREDITORS HOLDING THIRTY LARGEST  
UNSECURED CLAIMS AGAINST THE DEBTORS**

I, Stephen T. Auburn, am an authorized officer of Pliant Corporation, direct or indirect parent corporation to each of the Debtors in these chapter 11 cases, and in such capacity am familiar with the financial affairs of each of the Debtors. I declare under penalty of perjury that I have read and reviewed the foregoing Consolidated List of Creditors Holding the Thirty Largest Unsecured Claims Against the Debtors and that the information included therein is true and correct to the best of my knowledge, information and belief.

Dated: February 11, 2009.

PLIANT CORPORATION

  
\_\_\_\_\_  
Stephen T. Auburn  
Vice President

**CERTIFICATE OF RESOLUTIONS ADOPTED BY BOARD  
OF DIRECTORS OF PLIANT CORPORATION**

I, Stephen T. Auburn, Secretary of Pliant Corporation, a Delaware corporation (the "Company") hereby certify for and on behalf of the Company that the following resolutions (the "Resolutions") were duly adopted by all of the members of the Board of Directors of the Company at a special telephonic meeting held on February 9, 2009 in accordance with section 141(i) of the General Corporation Law of the State of Delaware, as amended, and that said resolutions have not been modified or rescinded, and are still in full force and effect on the date hereof:

RESOLVED, that in the judgment of the Board of Directors of the Company, it is desirable and in the best interests of the Company, its creditors, stockholders, employees, and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code");

RESOLVED, that any individual duly appointed by the Board of Directors as the Chief Executive Officer, Interim Chief Executive Officer, Chief Operating Officer, Chief Financial Officer, President, Executive Vice President, Senior Vice President, Vice President, General Counsel, Secretary, Assistant Secretary, Treasurer or Assistant Treasurer (each, an "Authorized Officer" and together, the "Authorized Officers") are, and each of them is, hereby authorized and empowered on behalf of, and in the name of, the Company to execute and verify or certify a petition under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") at such time as said Authorized Officer executing the same shall determine and in such form or forms as such Authorized Officer may approve;

RESOLVED, that the law firm of Sidley Austin LLP, One South Dearborn, Chicago, Illinois 60603, be, and hereby is, retained and employed as attorneys for the Company in connection with the prosecution of the Company's case under chapter 11 of the Bankruptcy Code;

RESOLVED, that the law firm of Young Conaway Stargatt & Taylor, LLP, The Brandywine Building, 1000 West Street, 17th Floor, Wilmington, Delaware, 19801, be, and hereby is, retained and employed as Delaware attorneys for the Company in connection with the prosecution of the Company's case under chapter 11 of the Bankruptcy Code;

RESOLVED, that the financial advisory firm of Jefferies & Company, Inc., 520 Madison Avenue, 12th Floor, New York, New York 10022, be and hereby is, retained and employed as financial and investment consultants for the Company in connection with the prosecution of the Company's case under chapter 11 of the Bankruptcy Code;

RESOLVED, that the firm of Epiq Bankruptcy Solutions, LLC, 757 Third Avenue, 3rd Floor, New York, New York 10017, be and hereby is, retained and employed as claims, noticing, and balloting agents for the Company in connection with the prosecution of the Company's case under chapter 11 of the Bankruptcy Code;

RESOLVED, that each of the Authorized Officers be, and each of them hereby is, authorized to execute and file any and all petitions, schedules, motions, lists, applications, pleadings, and other papers, and to take any and all further actions which the Authorized Officers or the Company's legal counsel may deem necessary or appropriate to file the voluntary petition for relief under chapter 11 of the Bankruptcy Code, and to take and perform any and all further acts and deeds which they deem necessary, proper or desirable in connection with the chapter 11 case, with a view to the successful prosecution of such case including, without limitation, seeking authority to use cash collateral, guarantee or borrow amounts under any post-petition financing facility for itself or its affiliates, including without limitation that certain Secured Super Priority Debtor-in-Possession Multiple Draw Term Loan Agreement to be entered into by the Company, certain subsidiaries of the Company, the lenders from time to time party thereto (the "DIP Lenders"), and The Bank of New York Mellon, as administrative agent (the "DIP Loan Agreement"), and grant liens, guarantees, pledges, mortgages and/or other security therefor and file financing statements, mortgages, intellectual property security agreements and other documents related thereto;

RESOLVED, that each of the Authorized Officers be, and each of them hereby is, authorized to (i) borrow amounts under any post-petition financing facility for itself or its affiliates, including without limitation under the DIP Loan Agreement, and grant liens, guarantees, pledges, mortgages and/or other security therefor, (ii) execute and deliver any loan documents, security agreements, pledge agreements, guarantees, mortgages, control agreements, notes, certificates, notices and all other agreements, instruments and other documents, including without limitation the DIP Loan Agreement, required or requested by the creditors thereunder, including without limitation the DIP Lenders, and (iii) file financing statements, mortgages, intellectual property security agreements and other documents related to any of the above (collectively the items described in clauses (i) – (iii), the "DIP Financing Arrangements");

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized to employ and retain legal counsel, financial advisors, accountants and other professionals, to advise the Company in connection with its case under chapter 11 of the Bankruptcy Code, including without limitation in connection with the DIP Financing Arrangements;

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed on behalf of the Company to take such actions to make, sign, execute, acknowledge and deliver (and record in the relevant office of the secretary of state or the county clerk, if necessary) any and all such agreements listed above (including exhibits thereto), including any and all affidavits, orders, directions, certificates, requests, receipts, financing statements, or other instruments as may reasonably be required to give effect to these Resolutions, and to execute and deliver such agreements (including exhibits thereto) and related documents, and to fully perform the terms and provisions thereof;

RESOLVED, that the Authorized Officers, be, and each of them hereby is, authorized on behalf of, and in the name of, the Company to execute any and all plans of reorganization under chapter 11 of the Bankruptcy Code, including any and all modifications, supplements, and amendments thereto, and to cause the same to be filed in the Bankruptcy Court at such time as said Authorized Officer executing the same shall determine;

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and directed on behalf of the Company to take such actions and to make, sign, execute, acknowledge and deliver all such additional documents, agreements and certificates as may be reasonably required to give effect to the consummation of the transactions contemplated by these Resolutions, including without limitation the DIP Financing Arrangements, and any chapter 11 plan of reorganization, and to execute and deliver such documents, agreements and certificates, and to fully perform the terms and provisions thereof; and

RESOLVED, that to the extent that any of the actions authorized by any of these Resolutions have been taken by the Authorized Officers of the Company on its behalf, such actions are hereby ratified and confirmed in their entirety.

[Signature page follows]



9<sup>th</sup> IN WITNESS WHEREOF, the undersigned has executed this written certificate as of the  
    day of February, 2009.

PLIANT CORPORATION

By: Stephen T. Auburn  
Name: Stephen T. Auburn  
Title: Secretary

*[Signature page to Pliant Corporation Secretary's Certificate]*

**LIST OF EQUITY SECURITY HOLDERS OF  
PLIANT CORPORATION**

In accordance with Rules 1007(a)(1) and 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the Debtor submits the following information:

**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
<b>COMMON STOCK</b>		
SOUTHWEST INDUSTRIAL FILMS LLC	F/K/A CHASE DOMESTIC INVESTMENTS C/O ESANA BLANK CCMP CAPITAL ADVISORS LLC 245 PARK AVE FL 16 NEW YORK NY 10167-2402	20,145
FLEXIBLE FILMS LLC	C/O ESANA BLANK CCMP CAPITAL ADVISORS LLC 245 PARK AVE FL 16 NEW YORK NY 10167-2402	14,699
J P MORGAN PARTNERS BHCA LP	C/O ESANA BLANK CCMP CAPITAL ADVISORS LLC 245 PARK AVE FL 16 NEW YORK NY 10167-2402	9,422
HARBINGER CAPITAL PARTNERS	555 MADISON AVENUE 16TH FLOOR NEW YORK NY 10022-3319	6,966
NEW YORK LIFE CAPITAL PARTNERS LP	C/O STEVE BENEVENTO 51 MADISON AVENUE SUITE 3009 NEW YORK NY 10010-1603	6,377
KING STREET CAPITAL LTD	65 EAST 55TH STREET 30TH FL NEW YORK NY 10022-3358	4,630
UBS WILLOW FUND LLC	C/O PNC BANK 8800 TINICUM BLVD F6-F266-02-2 ATTN LEORA JONES PHILADELPHIA PA 19153-3111	3,937
NORTHWESTERN MUTUAL LIFE INSURANCE COMPANY	C/O DAVE BARRAS 720 EAST WISCONSIN AVENUE MILWAUKEE WI 53202-4703	3,540
WACHOVIA CAPITAL PARTNERS LLC	F/K/A FIRST UNION CAPITAL PARTNER RC/O ROBERT CALTON III 301 SOUTH COLLEGE STREET CHARLOTTE NC 28288-0001	3,159
SOUTHWEST INDUSTRIAL FILMS LLC	C/O ESANA BLANK CCMP CAPITAL ADVISORS LLC 245 PARK AVE FL 16 NEW YORK NY 10167-2402	2,552

**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
KING STREET CAPITAL LP	65 EAST 55TH STREET 30TH FLR NEW YORK NY 10022-3358	2,253
POWHATTAN & CO	C/O BANK NEW YORK ONE WALL STREET NEW YORK CITY NY 10005-2500	2,041
FLEXIBLE FILMS II LLC	C/O ESANA BLANK CCMP CAPITAL ADVISORS LLC 245 PARK AVE FL 16 NEW YORK NY 10167-2402	1,945
PERRY ACQUISITION PARTNERS-2 LP	ATT LARRY PALERMO 767 FIFTH AVENUE-19TH FLOOR NEW YORK NY 10153-0023	1,793
LEHMAN BROTHERS INTERNATIONAL	EUROPE 70 HUDSON STREET 7TH FLOOR REORG DEPT JERSEY CITY NJ 07302-4585	1,497
SOUTHWEST INDUSTRIAL FILMS II LLC	C/O ESANA BLANK CCMP CAPITAL ADVISORS LLC 245 PARK AVE FL 16 NEW YORK NY 10167-2402	1,324
PERRY ACQUISITION PARTNERS-3 LP	ATT LARRY PALERMO 767 FIFTH AVENUE-19TH FLOOR NEW YORK NY 10153-0023	1,036
M GARDINER & CO	C/O JPMORGAN CHASE BANK NA 14201 DALLAS PARKWAY CORP REORG 12TH FLOOR ATTN MANDATORY ACTIONS DALLAS TX 75254-2916	686
WELLS FARGO BANK NA FBO	SPECIAL VALUE OPPORTUNITIES FUND LLC ATTN CORPORATE REORG 733 MARQUETTE AVENUE SOUTH MINNEAPOLIS MN 55402-2309	515
IBS TURNAROUND FUND QP LP	1 INTERNATIONAL PLACE STE 2401 BOSTON MA 02110-2633	486
SOUTHLAKE & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	472
UNEXCHANGED HOLDERS PLIANT 13C/O SENIOR SUB NOTES DUE 2010	C/O BANK NEW YORK ATTN REORGANIZATION DEPT 101 BARCLAY STREET NEW YORK NY 10286-0001	463

**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
SPECIAL VALUE CONTINUATION PARTNERS LP	C/O WELLS FARGO BANK MN NA 9062 OLD ANNAPOLIS ROAD COLOMBIA MD 21045-1951	422
HARE & CO	C/O BANK NEW YORK PO BOX 11203 NEW YORK NY 10286-1203	388
FREEDOM COLLATERALIZED	HOLDINGS 2000 CDO CORP HEARST TOWER 26TH FLOOR 214 TYRON STREET CHARLOTTE NC 28202	375
LONGSAIL & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	351
FOUR M CAPITAL INC	ATTN DENNIS MEHIEL 115 E STEVENS AVENUE VALHALLA NY 10595-1252	281
GOLDMAN SACHS & CO	30 HUDSON ST JERSEY CITY NJ 07302-4699	260
BNY CAPITAL MARKETS INC	ATTN ALVIN DEGUZMAN 103 EISENHOWER PARKWAY ROSELAND NJ 07068-1031	249
TOWKEEL & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	243
TFINN & CO FBO	YIELD STRATEGIES FUND I LP C/O CAMDEN ASSET MANAGEMENT LP 2049 CENTURY PARK EAST SUITE 330 LOS ANGELES CA 90067-3105	224
WELLS FARGO BANK N A FBO	SPECIAL VALUE EXPANSION FUND LLC ATTN CORPORATE REORG 733 MARQUETTE AVENUE SOUTH MINNEAPOLIS MN 55402-2309	217
BANSCO & CO	40 KING STREET WEST SCOTIA PLAZA 32RD FLOOR RE-ORG DEPT TORONTO ONTARIO CANADA M5H 1H1	211
FREEDOM COLLATERALIZED	HOLDING 1999 CDO CORP HEARST TOWER 26TH FLOOR 214 TYRON STREET CHARLOTTE NC 28202	187
US BANK NA FBO	BEA CBO 2 COLLATERAL ACCOUNT 155 N RIVERCENTER DR SUITE 302 MILWAUKEE WI 53212-3958	187

**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
MASSACHUSETTS PENSION RESERVES	INVESTMENT TRUST C/O MELLON SECURITIES TRUST CO 120 BROADWAY NEW YORK NY 10271-0002	180
TFINN & CO FBO	REDBOURN PARTNERS LTD C/O CAMDEN ASSET MANAGEMENT LP 2049 CENTURY PARK EAST SUITE 330 LOS ANGELES CA 90067-3105	171
IBS TURNAROUND FUND LP	1 INTERNATIONAL PLACE STE 2401 BOSTON MA 02110	164
HARE & CO	C/O BANK NEW YORK P O BOX 11203 NEW YORK NY 10286-1203	160
DEUTSCHE BANK SECURITIES INC	CORPORATE ACTIONS DEPARTMENT ATTN DAVID LAI-26TH FLOOR 1251 AVE AMERICAS NEW YORK NY 10020	137
HARBINGER CAPITAL PARTNERS MASTER	FUND I LTD C/O PERSHING LLC 1 PERSHING PLZ JERSEY CITY NJ 07399-0001	126
YIELD STRATEGIES FUND I LP	C/O CAMDEN ASSET MANAGEMENT LP 2049 CENTURY PARK EAST SUITE 330 LOS ANGELES CA 90067-3105	112
IBS OPPORTUNITY FUND	BVI LTD 1 INTERNATIONAL PLACE STE 2401 BOSTON MA 02110-2633	107
BABSON CAPITAL MANAGEMENT LLC	ATTN MARGO MOODY 1500 MAIN STREET SUITE 800 SPRINGFIELD MA 01115-1000	94
GRACIE CREDIT OPPORTUNITIES MASTER FUND LP	C/O MORGAN STANLEY ATTN ANTHONY HALAT ONE NEW YORK PL 7TH FL NEW YORK NY 10004-1901	94
PENSION RESERVES INVESTMENT	84 STATE STREET SUITE 250 BOSTON MA 02109-2237	85
UNEXCHANGED HOLDERS PLIANT DTC WARRANTS	C/O BANK NEW YORK ATTN REORGANIZATION DEPT 101 BARCLAY STREET NEW YORK NY 10286-0001	81
UPPERPIER & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	78

**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
CHASE EQUITY ASSOCIATES JPM	JP MORGAN PARTNERS LLC ATTN JPMP CUSTODY 1221 AVENUE AMERICAS 40TH FLOOR NEW YORK NY 10020-1001	75
ALLA PASTERNAK	1028 SPRING MILL ROAD VILLANOVA PA 19085-2139	71
LEHMAN BROTHERS INC	ATTN REORG DEPT 70 HUDSON ST 7TH FL JERSEY CITY NJ 07302-4585	67
BROWN BROTHERS HARRIMAN & CO	ATTN WILLIAM PINAMONTI 140 BROADWAY NEW YORK NY 10005-1108	64
TRIAGE CAPITAL MANAGEMENT	401 CITY AVENUE SUITE 526 BALA CYNWYD PA 19004-1125	58
NTC & CO. FBO	HOWARD LEPPLA IRA 050053065617 717 17TH ST 2200 DENVER CO 80202-3326	56
YIELD STRATEGIES FUND II LP	C/O CAMDEN ASSET MANAGEMENT LP 2049 CENTURY PARK EAST SUITE 330 LOS ANGELES CA 90067-3105	56
ARMORY MASTER FUND	KAYA FLAMBOYAN 9 WILLEMSTAD CURACAO NETHERLANDS ANTILLES	55
CAPEWAY CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	52
C DANIEL ROBERTS	BOX 6368 AUSTIN TX 78762-6368	47
FIRSTMATE & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	45
JACK E KNOTT	73 BRINKER ROAD BARRINGTON HILLS IL 60010-5132	45
JPMORGAN SECURITIES INC	FBO A/C 915217080 ATTN SHERRY EATON OPS4-3 CORP ACTIONS 500 STANTON CHRISTIANA RD NEWARK DE 19713-2105	45
TRINITY UNIVERSAL INSURANCE	C/O UNITRIN INC 1 EAST WACKER DRIVE CHICAGO IL 60601-1802	38
STORMS & CO	333 WEST 34TH STREET ATTN BONDEE BRYAN NEW YORK NY 10001-2402	34

**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
HARBINGER CAPITAL PARTNERS MASTER FUND I LTD	ONE RIVERCHASE PARKWAY SOUTH BIRMINGHAM AL 35244-2008	32
BRIDGERPLACTE & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	30
FIRST UNION CAPITAL PARTNERS 2001 LLC	301 SOUTH COLLEGE STREET CHARLOTTE NC 28288-0001	30
MICHAEL L DETENBER	4350 BROWNSBORO RD STE 110 LOUISVILLE KY 40207-1681	30
ANDREA PEPPI SEMMEL TR JUL 2 98 ANDREA PEPPI SEMMEL LIVING TRUST	58 PLESANT BAY RD HARWICH MA 02645-1313	28
PETER M MORTON TR UA DTD 03/15/1999 PETER M MORTON TRUST	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	28
BEAR STEARNS SECURITIES CORP	ATTN REORGANIZATION DEPT ONE METROTECH CENTER NORTH 4TH FL CASHIERS BROOKLYN NY 11201	25
GAUGE & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	24
DELAWARE CHARTER G & T TR IRA	MICHAEL A WARD DTD 3/24/2004 400 ERROL DR SPICEWOOD TX 78669-2026	23
KANE & CO	C/O JPMORGAN CHASE BANK NA ATT MANDATORY ACTIONS 14201 DALLAS PARKWAY DALLAS TX 75254-2916	23
SPECIAL VALUE ABSOLUTE RETURN FUND LLC	C/O WELLS FARGO BANK MN NA 9062 OLD ANNAPOLIS RD COLOMBIA MD 21045-1951	23
IBS TURNAROUND FUND QP LP	1 INTERNATIONAL PLACE STE 2401 BOSTON MA 02110-2633	22
BALDWIN PLACE CDO LTD	BANK NEW YORK 1 WALL STREET 6TH FLOOR NEW YORK NY 10005-2500	20

**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
ML VAR SER HIGH CURRENT INCOME FD	BANK NEW YORK 1 WALL STREET 6TH FLOOR NEW YORK NY 10005-2500	20
TOWVESSEL & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	20
AVENUE SPCL SIT FUND II LP	CITIGROUP 333 WEST 34TH STREET 3RD NEW YORK NY 10001-2402	19
BROWSTONE INVESTMENT GROUP	655 3RD AVE 23RD FL NEW YORK NY 10017-9105	19
IMPERIAL CAPITAL LLC	C/O PERSHING LLC 1 PERSHING PLAZA 7TH FLOOR CORP ACTIONS DEPT JERSEY CITY NJ 07399-0001	19
IFTCO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	18
RIGHT & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	18
GREG E GARD	1339 RED PINE DR EAU CLAIRE WI 54701-8373	17
IBS OPPORTUNITY FUND	BVI LTD 1 INTERNATIONAL PLACE STE 2401 BOSTON MA 02110-2633	17
KANE & CO	CHASE MANHATTAN BANK N A BOX 2045 NEW YORK NY 10081-0001	17
DAVID L KING	12 FERNWOOD LN BRECHIN ONTARIO L0K 1B0 CANADA	16
LEHMAN BROTHERS INC	REORGANIZATION DEPT 70 HUDSON ST 7TH FL JERSEY CITY NJ 07302-4585	15
NYC RETIREMENT SYSTEMS	BANK NEW YORK 1 WALL STREET 6TH FLOOR NEW YORK NY 10005-2500	15
US BANK TR FBO	STANFIELD COLLATERAL ACCT 1555 N RIVER CENTER DR STE 302 PHYSICAL PROCESSING MILWAUKEE WI 53212-3958	15



**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
US BANK TR FBO	STAN RMF COLLATERAL ACCT 1555 N RIVER CENTER DR STE 302 PHYSICAL PROCESSING MILWAUKEE WI 53212-3958	15
WHITECAP & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	15
1281457 ONTARIO INC	2123 ABBEY ROAD ORILLIA ONTARIO L3V 6H2 CANADA	14
CUDD & CO	JP MORGAN CHASE BANK N A BOX 35308 NEWARK NJ 07101	14
ING LIFE INSURANCE & ANNUITY CO	BANK NY 1 WALL STREET 6TH FLOOR NEW YORK NY 10005-2500	14
PENSON FINANCIAL SERVICES	1700 PACIFIC AVE STE 1400 DALLAS TX 75201-4609	14
PERRY PRINCIPALS HOLDINGS LLC	ATTN LARRY PALERMO 767 FIFTH AVENUE-19TH FLOOR NEW YORK NY 10153-0023	14
STANLEY B BIKULEGE	102 ANTIGUA WAY GREER SC 29650-4422	14
ROBERT J MALTARICH	7509 LAKEDGE COURT HUDSON OH 44236-1871	13
ALLSTATE LIFE INSURANCE COMPANY	BANK NEW YORK 3075 SANDERS RD NORTHBROOK IL 60062-7127	12
BNY MELLON AS EXCHANGE AGENT FOR PLIANT CORPORATION OLD	REORGANIZATION DEPT NEWPORT OFFICE CENTER VII 480 WASHINGTON BLVD 27TH FL JERSEY CITY NJ 07310-2053	12
EDWARD A LAPEKAS	1740 NORTHSHORE DRIVE PO BOX 400 WALLOON LAKE MI 49796-0400	12
RAYMOND JAMES & ASSOC IN CUST	FBO STANLEY BIKULEGE IRA 880 CARILLON PKWY SAINT PETERSBURG FL 33716-1102	12
SEINE & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	12
SWANBIRD & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	12

**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
TCW LEV INC TRUST CO WEST	BANK NEW YORK 1 WALL STREET 6TH FL NEW YORK NY 10005-2500	12
TEJAS SECURITIES	8226 BEE CAVES ROAD AUSTIN TX 78746-4909	12
MORGAN STANLEY CUST FBO	DOUGLAS BENGSTON BENGTON IRA 2707 ROYAL ST JAMES COURT ST CHARLES IL 60174	11
BANK NY	1 WALL STREET 6TH FLOOR NEW YORK NY 10005-2500	10
JAMES B UNDERWOOD	172 GLADIOLA ST SPRING BRANCH TX 78070-5259	10
LARRY E SHEPLER	1940 BIRKDALE DR UNIONTOWN OH 44685-8812	10
US BANK TR FBO	BEA CBO 1998-2 LTD COLLATERAL ACC C1555 N RIVER CENTER DR SUITE 302 MILWAUKEE WI 53212-3958	10
ATLANTIC PACIFIC MANAGEMENT	599 WEST PUTNAM AVENUE GREENWICH CT 06830-6005	9
CONNECTICUT GENERAL LIFE INSURANCE COMPANY	900 COTTAGE GROVE RD HARTFORD CT 06152-0001	9
RBC CAPITAL MARKETS CORP.	510 MARQUETTE AVE S MAILSTOP MO 9 MINNEAPOLIS MN 55402	9
GEORGE DAOUDIAN & KAREN DAOUDIAN COMMUNITY PROPERTY	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	9
ROBERT SHORT & LINDA SHORT JT TEN	SUITE 580 390 UNION BLVD LAKEWOOD CO 80228-1557	9
ROFINTEC CAPITAL LTD	C/O PERSHING 1 PERSHING PLAZA 7TH FL ATTN ISABELLA GUZMAN JERSEY CITY NJ 07399-0001	9
SEABOARD FUND LIMITED	ATTN KELLY DOUGHERTY BEAUFORT CO 4 QUEEN STREET CHARLESTON SC 29401-2111	9

**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
SOFTWARE PLUS INC	ATTN FRANK P DIASSI 25B HANOVER ROAD FLORHAM PARK NJ 07932-1401	9
JORGE SANCHEZ FERNANDEZ & FINELIA ROSA DE SANCHEZ JT TEN	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	8
RINGOBELL & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	8
TCW LEV INC TRUST CO WEST	BANK NEW YORK 1 WALL STREET 6TH FLOOR NEW YORK NY 10005-2500	8
U S BANK TR FBO	TCW LEVERAGED INCOME TRUST DATED JAN 97 1555 N RIVER CENTER DR SUITE 302 PHYSICAL PROCESSING MILWAUKEE WI 53212-3958	8
ARTHUR BRUSKIN & PAMELA HOLBROOK JT TEN	6 WOODSTONE CT HUNTINGTON NY 11746-4556	7
BARRY ZEMEL TR MONEY PURCHASE PENSION PLAN & TRUST UA FEB 1 89	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	7
BNY MELLON AS EXCHANGE AGENT FOR PLIANT CORPORATION A PFD	REORGANIZATION DEPT NEWPORT OFFICE CENTER VII 480 WASHINGTON BLVD 27TH FL JERSEY CITY NJ 07310-2053	7
E TRADE CLEARING LLC	ATTN KEVIN PRINCE 1981 MARCUS AVENUE 1ST FLOOR LAKE SUCCESS NY 11042	7
KANE & CO	JP MORGAN CHASE BANK NA BOX 2045 NEW YORK NY 10081-0001	7
MARATHON SPECIAL OPPORTUNITY MASTER FUND LTD	C/O MARATHON ASSET MANAGEMENT 461 5TH AVE 10TH FLR NEW YORK NY 10017-6234	7
RAYMOND JAMES & ASSOCIATES INC	880 CARILLON PKWY ST PETERSBURG FL 33716-1100	7

**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
ROBERT A SANDEL	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	7
RUTH D ROBERTS	C/O DAN ROBERTS BOX 6368 AUSTIN TX 78762-6368	7
GERTRUDE MENDELSON TR UA DTD 1/28/1993 GERTRUDE MENDELSON IRREVOCABLE TRUST	58 PLEASANT BAY RD HARWICH MA 02645-1313	6
ANNA LE BLANC	9201 SHORE RD APT D303 BROOKLYN NY 11209-6558	5
AST HIGH YIELD PIMCO PD22	C/O PNC BANK 8800 TINICUM BLVD F6-F266-02-2 ATTN REORG PHILADELPHIA PA 19153-3111	5
BRUCE GREENBLATT	BOX 50232 PALO ALTO CA 94303-0232	5
FIRST CLEARING CORP CUST FBO	GEORGE H LEVINE IRA 6374 KERRY HILL CT AGOURA HILLS CA 91301-4115	5
FIRST CLEARING LLC	PO BOX 6570 GLEN ALLEN VA 23058-6570	5
FRED A CATALANO	4332 BRONTE PL SARASOTA FL 34241-6109	5
HAIM HERZOG TR UA DTD 01/01/1992	INTERNET PRODUCTS DEFINED PENSION PLAN & TRUST 1048 IRVINE AVE NEWPORT BCH CA 92660-4602	5
JAPAN TTEE SERVICES BANK LTD	ATTN VAULT 140 BROADWAY NEW YORK NY 10005-1108	5
KIM DEVOE	2825 ROCK PORT CV GRAPEVINE TX 76051-2639	5
KYLE E ROSSLER	820 OAK MANOR COURT PLEASANTON CA 94566-9508	5
LEON A GREENBLATT III	2350 N LINCOLN PARK WEST 2S CHICAGO IL 60614-3415	5
M LORRAINE HALL TR	M LORRAINE HALL LIVING TRUST 153 SCOTT ROAD FRANKLIN VT 05457-9425	5
RAMSEY FRENCH	1319 13TH WAY WEST PALM BEACH FL 33407-6659	5

**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
RENATE PAMIR CARE	NIMET GUNDOGAN MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	5
SIDEFIN & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	5
TCW LEV INC TRUST CO WEST	BANK NEW YORK 1 WALL STREET 6TH FLOOR NEW YORK NY 10005-2500	5
WALEELIGHT & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	5
ASSOCIATED ELECTRIC & GAS INSURANCE SERVICES LTD	40 AEGIS INSURANCE SERVICES INC 10 EXCHANGE PLACE JERSEY CITY NJ 07302-3918	4
CREDIT SUISSE HIGH INCOME FUND	466 LEXINGTON AVE NEW YORK NY 10017-3140	4
FREDY STENG	9 SYLVAN DRIVE WILBRAHAM MA 01095-2735	4
HOWARD E LEPPLA & MARY A LEPPLA JT TEN	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	4
MORGAN STANLEY-HIGH YIELD BONDS	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	4
SCS ALLIANCE GENEVA	BANQUE SCS ALLIANCE GENEVE 8 SWITZERLAND 01211	4
TCW HIGH YD BD FD TRUST COMPANY WEST	C/O BANK NEW YORK A/C NAME INV BANK & TRUST CO ONE WALL STREET 3RD FLOOR NEW YORK NY 10005-2500	4
TCW HIGH YIELD LP	C/O MELLON TRUST NEW ENGLAND NA TRUST COMPANY WEST 11100 SANTA MONICA BLVD SUITE 2000 LOS ANGELES CA 90025-3335	4

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NAME	ADDRESS	NO. OF SHARES
TCW HIGH YIELD TRUST	C/O MELLON TRUST NEW ENGLAND NA TRUST COMPANY WEST 11100 SANTA MONICA BLVD SUITE 2000 LOS ANGELES CA 90025-3335	4
BOB REECE	C/O PERSHING 1 PERSHING PLAZA 7TH FLOOR ATTN ISABELLA GUZMAN JERSEY CITY NJ 07399-0001	3
BONNIE J JOHNSON	3283 TWIN PEAKS DR LAYTON UT 84040-4418	3
CARGOLAMP & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	3
DAVE DEVOE	BOX 92757 SOUTHLAKE TX 76092-0757	3
DPFRS-HSBC	BANK NEW YORK 1 WALL STREET 6TH FLOOR NEW YORK NY 10005-2500	3
ETRADE CUST FBO	SCOTT M HUNTSMAN IRA 1929 ROCKLIN DR SANDY UT 84092-4047	3
FRED WAMPNAR	4N109 RALPH WALDO EMERSON LANE ST CHARLES IL 60175	3
GRAIN & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	3
HULLVIEW & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	3
IRA GAINES TR PARADISE WIRE & CABLE DEFINED BEN PENSION PLAN DTD 1/1/1992	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	3
JACK L BEDELL TR UA JAN 1 27	JACK L BEDELL TRUST 6532 MISSION RIDGE TRAVERSE CITY MI 49686-6123	3
MARILYN BLIDEN TR MARILYN BLIDEN TRUST DEC 10 01 FBO MARILYN LEBER BLIDEN	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	3

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NAME	ADDRESS	NO. OF SHARES
MARILYN F DAVIS TR UA DTD 09/20/92 DAVIS FAMILY LIVING TRUST	ISABELLA GUZMAN 1 PERSHING PLAZA 7TH FL JERSEY CITY NJ 07399-0001	3
MAUDIE Y WELLER TOD S PUTZIER	SUBJECT TO STA TOD RULES C/O MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	3
ROBERT A GORMLEY	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	3
STATE BOARD ADM FLORIDA	C/O MELON TRUST NEW ENGLAND 525 WILLIAM PENN PLACE ROOM 3418 PITTSBURGH PA 15259-0001	3
STEVE GERSTEIN	2829 CHIEF WILLIAM DR 5 FAIRBANKS AK 99709-4871	3
ALLSTATE INSURANCE COMPANY	BANK NEW YORK 3075 SANDERS RD NORTHBROOK IL 60062-7127	2
BEAR STEARNS SEC CORP CUST	JOHN A SCHROEDER IRA ONE METROTECH CENTER NORTH 4TH FLR CASHIERS BROOKLYN NY 11201	2
BLUEWATER & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	2
BNY CAPITAL MARKETS INC	C/O PERSHING LLC 1 PERSHING PLAZA 7TH FLOOR CORP ACTION DEPT JERSEY CITY NJ 07399-0001	2
BNY MELLON AS EXCHANGE AGENT FOR PLIANT CORP WARRANTS	REORGANIZATION DEPT NEWPORT OFFICE CENTER VII 480 WASHINGTON BLVD 27TH FL JERSEY CITY NJ 07310-2053	2
BOOTH & CO FBO HOUSTON POLICE OFFICERS PENSION SYSTEM	BOX 2303 CHICAGO IL 60690-2303	2
CENTRAL STS GOLDMAN	C/O MELLON TRUST NEW ENGLAND NA TRUST COMPANY WEST 11100 SANTA MONICA BLVD, SUITE 2000 LOS ANGELES CA 90025-3335	2

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NAME	ADDRESS	NO. OF SHARES
CHANDLER A DEYO & SHEILA M DEYO JT WROS	389 JUSTINA DR OCEANSIDE CA 92057-8419	2
CREDIT SUISSE FIRST BOSTON EMPLOYEE PENSION	466 LEXINGTON AVE NEW YORK NY 10017-3140	2
DANA ROBIN SEMMEL	ANDREA PEPPI SEMMEL 58 PLEASANT BAY RD HARWICH MA 02645-1313	2
DON J DENNIS & MARGARET M DENNIS TR UA DTD 8/23/1996	8002 NE HIGHWAY 99 STE B VANCOUVER WA 98665-8875	2
DONALD R SINGER	1414 PASQUALITO DR SAN MARINO CA 91108-2337	2
E TRADE CUST FBO DONALD DIBICCARI IRA	4210 BAIR AVE FRUITLAND PARK FL 34731-5616	2
ELEANOR R SEARES TR /A DTD 11/20 ELEANOR R SEARES	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
ELENA KUSHELEVA	83 DOGWOOD LN STATEN ISLAND NY 10305-2812	2
FIRST CLEARING CORP CUST FBO ERNEST C HOECHNER IRA	22 IMPERIAL DRIVE S BURLINGTON VT 05403-7825	2
GEORGE E CUPPY TR UA DTD 10/6/1992 GEORGE E CUPPY TRUST	1209 SE 147TH AVENUE VANCOUVER WA 98683-8313	2
GSAM ASSEY	BANK NEW YORK 1 WALL STREET 6TH FLOOR NEW YORK NY 10005-2500	2
HAROLD A BRIGODE & BARBARA D BRIGODE JT TEN	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
JAVIER ESPINOSA & JULIA DE ESPINOSA JT TEN	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
JEFFERIES & CO INC	HARBORSIDE FINANCIAL CENTER PLAZA 3 SUITE 705 JERSEY CITY NJ 07311-0469	2



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NAME	ADDRESS	NO. OF SHARES
JEFFERSON PILOT FINANCIAL INSURANCE CO	C/O BANK NEW YORK 1 WALL STREET 6TH FLOOR NEW YORK NY 10286-0001	2
JEFFRIES & CO	BANK NEW YORK 1 WALL STREET 6TH FLOOR NEW YORK NY 10005-2500	2
JOHN D BAKER	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
JOHN R FARRELL & BEULAH M FARRELL JT TEN	319 E 4TH STREET LARIMORE ND 58251-4126	2
JOSEPH MCGOWAN	805 E WESTMINSTER LAKE FOREST IL 60045-2234	2
K LOUISE JOLLY TR 6/19/1992 K LOUISE JOLLY TRUST	10570 SW CENTURY OAK DR TIGARD OR 97224-4649	2
LIFE INSURANCE COMPANY NORTH	AMERICA 1601 CHESTNUT STREET PHILADELPHIA PA 19192-0003	2
LISA M DICKINSON TR UA DTD 4/6/1992 MAE K DICKINSON REVOCABLE TRUST	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
LISA M DICKINSON TR UA OCT 21 03 LISA MELANIE DICKINSON TRUST	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
LYNNE CORSI TR UA APR 29 03 LYNNE E CORSI TRUST	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
MARIAN F SCHENDAL	9856 SW KABLE ST TIGARD OR 97224-4679	2
MAYBAR DURTS & RAPHAEL N DURST JT WROS	200 E 94TH ST APT 502 NEW YORK NY 10128-3906	2

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NAME	ADDRESS	NO. OF SHARES
MICHAEL STEPHEN BRUNO	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
MORGAN STANLEY DW INC CUST ROBERT D HILL IRA STD/ROLLOVER U/A DTD 01/13/82	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
MORGAN STANLEY DW INC CUST JULIAN B HOLT IRA ROLLOVER UA DTD 07/31/98	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
MORGAN STANLEY DW INC CUST ROBERT LYND IRA ROLLOVER DTD 04/04/03	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
MORGAN STANLEY DW INC CUST JOHN U ROSENFELD IRA STD ROLLOVER RUA DTD 6/24/1997	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
MORGAN STANLEY DW INC CUST BILLIE J SAYRE IRA ROLLOVER U/A DTD 8/18/94	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
NANCY CALL DOWEY TR UA DTD 6/1/9 NANCY CALL DOWEY TRUST	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
PERSHING LLC CUST	JOHN SELLERS ISABELLA GUZMAN 1 PERSHING PLAZA 7TH FL JERSEY CITY NJ 07399-0001	2
PETER KOBYLIVKER	920 LEROSE COURT MARIETTA GA 30068-4232	2
R LEON POPE	PO BOX 50309 AUSTIN TX 78763-0309	2
RAY C KRAUSE & JANE C KRAUSE JT TEN	2674 HEATH LN DULUTH GA 30096-3620	2
RBC DAIN RAUSCHER CUST IRA	RONALD HACKENBERG 2766 SE BYBEE BLVD PORTLAND OR 97202-8734	2
RBC DAIN RAUSCHER CUST IRA	DELBERT KESTER ROTH 587 WEBSTER ROAD GOLDENDALE WA 98620-2336	2

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NAME	ADDRESS	NO. OF SHARES
RICHARD M SINCHAK & CAROL J SINCHAK JT WROS	6758 SHIMMERING MOON LANE COLORADO SPRINGS CO 80923-9223	2
ROBERT C FREY & JOSEPH M FREY JT TEN	BOX 13044 DES MOINES IA 50310-0044	2
ROBERT PINELLI & BARBARA PINELLI JT TEN	135 SURF DRIVE MASHPEE MA 02649-3733	2
SALOMON SERRUYA BENAIM	GLADYS VICTORIA MORA 1700 W24TH ST SUNSET ISLAND 3 MIAMI BEACH FL 33140-4529	2
SOUTHSTAR FOUNDATION	BOX 6-5956 EL DORADO PANAMA CITY PANAMA REP	2
SP HIGH YIELD PIMCO PD32	C/O PNC BANK 8800 TINICUM BLVD F6-F266-02-2 ATTN REORG PHILADELPHIA PA 19153-3111	2
STANLEY D POWELL	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
STEVE APPLEBAUM	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
STUART M GLASSER	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
TEJAS SEC DRP INC 401K PLAN & TRUST	UA DTD 03/24/2004 FBO MICHAEL A WARD 400 ERROL DR SPICEWOOD TX 78669-2026	2
WILLIAM A LEHMAN	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	2
AGNES M HUNTER TR	UA DTD 7/2/90 HUNTER FAMILY JOINT TRUST BOX 27 COLTON OR 97017-0027	1

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NAME	ADDRESS	NO. OF SHARES
ALLIANCE BERNSTEIN HIGH YIELD FUND	C/O BANK NEW YORK ONE WALL STREET 6TH FLOOR NEW YORK NY 10005-2500	1
ANNETTE MOORE & LEAH MOORE-RUTKOWSKI JT TEN	7310 ASHFORD PLACE APT 803 DELRAY BEACH FL 33446-2969	1
ARTHUR UNFRIED & ALICE UNFRIED JT TEN	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
BANK AMERICA INVESTMENT	MANAGEMENT AGENT JUPITER FUND LLC UNDER AGT DTD 10/11/2000 BOX 830780 DALLAS TX 75283-0780	1
BARBARA ABRAMS	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
BARBARA J HAMILTON	17434 CANTLAY ST VAN NUYS CA 91406-2400	1
BERNARD J SHAFFMAN TR	DTD 5/19/1999 BERNARD JUNX SHAFFMAN TRUST 4020 GALT OCEAN DR APT 501 FT LAUDERDALE FL 33308-6527	1
BREEZE CORPORATION	6 COHEN CT ALAMEDA CA 94501-6412	1
BRUCE F HORACEK SEP IRA	5697 FAIRWOOD DR NW ACWORTH GA 30101-4681	1
CALVIN G NEGUS & PAULA J NEGUS & GREGORY D NEGUS TR	9/1/1992 SUGEN TRUST 11900 N 34TH AVE OMAHA NE 68112-1145	1
CANALBLUFF & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	1
CANALCRAFT & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	1
CHARLES A BEESLEY & JOYCE A BEESLEY JT TEN	BOX 400 ST MICHAELS MD 21663-0400	1
CHARLES LUNING & CAROL ANN LUNING JT TEN	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1

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NAME	ADDRESS	NO. OF SHARES
CHARLES SCHWAB & CO INC CUST IRA	ALAN JOSEPH MORRIS CONTRIBUTOR 215 FREMONT ST FL 8 SAN FRANCISCO CA 94105-2328	1
CHARLES SCHWAB & CO INC IRA CUST	BERNARD KAMENIR CONTRIBUTOR 215 FREMONT ST FL 8 SAN FRANCISCO CA 94105-2328	1
CREDIT SUISSE ASSET MANAGEMENT	INCOME FUND BROWN BROS HARRIMAN & CO ATT NY VAULT PAUL ORLANDO 140 BROADWAY NEW YORK NY 10005-1108	1
DALE E BENNETT	CHESHIRE CT SAN ANTONIO TX 78218	1
DENISE C WELLS	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
DIANE S DRUMELER	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
DONALD B ANDERSON TR UA JUN 1 00 DONALD B ANDERSON TRUST	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
DONALD DIBICCARI & MAUREEN G DIBICCARI JT WROS	4210 BAIR AVE FRUITLAND PARK FL 34731-5616	1
EGGER & CO	JPMORGAN CHASE BANK NA BOX 35308 NEWARK NJ 07101	1
FBW INC CUST VINOGRAD KENNETH	KENNETH VINOGRAD IRA 6210 REDWING ROAD BETHESDA MD 20817-5916	1
FCC CUST PAMELA S DOYLE IRA ROLLOVER	720 W PALM AIRE DRIVE POMPANO BEACH FL 33069-5550	1
FCC CUST EMMA JEAN KLIMKE IRA	2120 SUN CLIFFS ST LAS VEGAS NV 89134-5553	1
FCC CUST VIOLET M SMITH ROTH IRA	5812 IPSWICH ROAD BETHESDA MD 20814-1808	1

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NAME	ADDRESS	NO. OF SHARES
FCC CUST JOHN F TROTTER IRA	2118 SPRINGHOUSE CIRCLE STONE MTN GA 30087-6756	1
FIRST CLEARING CORP CUST FBO WARREN A SMITH IRA ROLLOVER	5812 IPSWICH ROAD BETHESDA MD 20814-1808	1
FIRST CLEARING CORP CUST FBO WILLIAM THOMPSON IRA	1803 SW 54TH ST CAPE CORAL FL 33914-7612	1
FREDERIC C RIPLEY III	ERIC C RIPLEY CREST ROAD EAST ROLLING HILLS CA 90274	1
FREDERICK VANBASTALAER	5275 STUDY RD CENTERVILLE IN 47330-9506	1
GOLDMAN SACHS	C/O PERSHING LLC 1 PERSHING PLAZA CORP ACTIONS DEPT 7TH FLOOR JERSEY CITY NJ 07399-0001	1
GUINNESS HARP LLC	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
GULLSHIP & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	1
HELLER PARTNERSHIP LLC	ATTENTION MARTIN HELLER AUTO SPA CAR WASH & DETAILING CTR MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
HULLSHELL & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	1
JACK W LAMONT CHARLES SCHWAB & CO INC CUST IRA ROLLOVER	JACK W LAMONT 215 FREMONT ST FL 8 SAN FRANCISCO CA 94105-2328	1
JAMES DEVON PERKINS & BRENT DEVON PERKINS JT TEN	9710 RHODE ISLAND AVE COLLEGE PARK MD 20740-1515	1
JAMES G PLOUFFE TR DTD 3/9/95	JAMES G PLOUFFE TRUST BOX 358 SAINT IGNACE MI 49781-0358	1

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NAME	ADDRESS	NO. OF SHARES
JANICE SCHLOSSBERG	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
JEFFREY G LERMAN	ATTORNEY AT LAW MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
JEFFRIES & CO	BANK NEW YORK 1 WALL STREET 6TH FLOOR NEW YORK NY 10005-2500	1
JIBROPE & CO	C/O DEPOSITORY TRUST COMPANY 55 WATER ST NEW YORK NY 10041-0004	1
JOHN EDWARD DODSON & CHERYL L DODSON JT TEN	1631 HUGO CIRCLE SILVER SPRING MD 20906-5922	1
JOHN SELLERS	C/O PERSHING 1 PERSHING PLAZA 7TH FLOOR ATTN ISABELLA GUZMAN JERSEY CITY NJ 07399-0001	1
JOHN ZACCAGNINI	CGM IRA CUST 12 MARINE TERRACE LAKE HOPATCONG NJ 07849-1335	1
JUDY BECKER CUST GERTRUDE MERKEL	UNDER NY UNIF TRAN MIN ACT MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
JUDY BECKER TOD GERTRUDE MERKEL	SUBJECT TO STA TOD RULES MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
KELLY CHITTENDEN	BOX 92757 SOUTHLAKE TX 76092-0757	1
KENNETH P MORRISON	TOD JOHN K MORRISON 817 WINDEMERE CT CONWAY SC 29526-9071	1

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NAME	ADDRESS	NO. OF SHARES
LANYUEN B LOUIE & MIRIAM C LOUIE TR AUG 3 00 LOUIE AB LIVING TRUST	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
LEONARD P YINGST & ELSA YINGST JT TEN	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
M TYSON & T S TYSON TR UA DTD 9/10/2003 MARJORIE S TYSON FAMILY TRUST	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MARGARET M ALLSUP & HENRIETTA E WINFIELD JT TEN	2707 ADAMS MILL RD APT 506 WASHINGTON DC 20009-2117	1
MARTHA CASTRO ROMO & JUAN G SANDOVAL JT TEN	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MARY F NEELEY & MICHAEL W NEELEY JT TEN	2180 GOTHIC COURT WALDORF MD 20602-2226	1
MELVIN E HUMPHREYS	50 HUMPHREYS AVENUE PENNSVILLE NJ 08070-1116	1
MERRILL LYNCH PIERCE FENNER & SMI	CUST FBO MIKE STEINSNYDER IRA 1055 N STAGECOACH LANE FALLBROOK CA 92028-1737	1
MICHAEL BLUMENTHAL	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MICHAEL GREEN	9102 MATADOR COURT CLINTON MD 20735-2478	1
MILLCENT FRANKLIN WISE TR UA DTD 3/30/1986	MILLCENT FRANKLIN WISE TRUST MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1



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NAME	ADDRESS	NO. OF SHARES
MORGAN STANLEY DW INC CUST ROBERT D ABEL IRA ROLLOVER UA DTD 01/22/99	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MORGAN STANLEY DW INC CUST FRED JOHN BERKELBAUGH IRA STD ROLLOVER DTD 02/04/00	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MORGAN STANLEY DW INC CUST CALVIN CARTER IRA STANDARD U/A DTD 06/14/94	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MORGAN STANLEY DW INC CUST PETER T DAPUZZO IRA ROLLOVER U/A DTD 04/16/04	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MORGAN STANLEY DW INC CUST NANCY M ECK IRA STD SPOUSAL UA DTD 07/13/99	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MORGAN STANLEY DW INC CUST CAROL GOODMAN IRA STANDARD UA DTD 4/16/04	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MORGAN STANLEY DW INC CUST LOIS KELLY IRA STD SPOUSAL UA DTD 1/26/1987	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MORGAN STANLEY DW INC CUST THOMAS MURPHY IRA STANDARD UA DTD 06/24/03	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MORGAN STANLEY DW INC CUST RICHARD E PETERSON IRA ROLLOVER UA DTD 7/16/1998	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1

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NAME	ADDRESS	NO. OF SHARES
MORGAN STANLEY DW INC CUST HOWARD C PIGOTT IRA ROLLOVER UA DTD 09/22/97	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MORGAN STANLEY DW INC CUST JOHN R PRESCOTT IRA STANDARD UA DTD 04/15/04	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MORGAN STANLEY DW INC CUST NORMA RUNDBAKEN IRA STANDARD UA DTD 07/19/02	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MORGAN STANLEY DW INC CUST LUANN SCHRADER IRA ROLLOVER DATED 07/20/93	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MORGAN STANLEY DW INC CUST ADELINE D TIEMANN IRA ROLLOVER UA DTD 3/22/02	MORGAN STANLEY 230 PLAZA 3 4 FL HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
MORRIS HAKIM	CGM IRA ROLLOVER CUST 2 TIMOTHY LANE EAST BRUNSWICK NJ 08816-4560	1
NANCY ANN GREENWELL TOD LESLIE B	GREENWELL SUBJECT TO STA TOD RULE MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
PERSHING IRA FBO	JOHN KULANDER ISABELLA GUZMAN 1 PERSHING PLAZA 7TH FL JERSEY CITY NJ 07307 07307	1
PERSHING LLC	P O BOX 2050 JERSEY CITY NJ 07303-2050	1
PRISCILLA S HOECHNER TR	UA DTD 07/01/1997 ERNEST C HOECHNER TRUST 22 IMPERIAL DRIVE S BURLINGTON VT 05403-7825	1
RAYMOND PAHLER	6740 GREEN VALLEY CIRCLE AUBREY TX 76227-4049	1

**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
RBC DAIN RAUSCHER CUST	KAREN HACKENBERG & KSM APPRAISAL SERVICE SEP IRA 2766 SE BYBEE BLVD PORTLAND OR 97202-8734	1
RBC DAIN RAUSCHER CUST IRA	SHEILA EVANS ROTH 10248 NW WILSHIRE LANE PORTLAND OR 97229-8150	1
ROBERT J SALZER	622 BRIMHALL ST SAINT PAUL MN 55116-1511	1
ROBERT T ANDERSON JR TR	UA DTD 06/12/2003 ROBERT T ANDERSON JR FAMILY TRUST 480 CABRILLO ST COSTA MESA CA 92627-3163	1
RONALD MITCHELL & GINGER MITCHELL	TR GG MITCHELL ACCOUNTANCY CORP DEFINED BENEFIT PLAN C/O PERSHING 1 PERSHING PLAZA 7TH FLOOR ATTN ISABELLA GUZMAN JERSEY CITY NJ 07399-0001	1
RUTH BARON	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
SHEILA M EVANS	10248 NW WILSHIRE LANE PORTLAND OR 97229-8150	1
STEVE SMITH TR	SEAPORT LLC PROFIT SHARING PLAN 360 MADISON AVE 22ND FL NEW YORK NY 10017-7111	1
STUART C OTTE	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
THOMAS AMATO & FLORENCE AMATO JT TEN	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
THOMAS L HOLZINGER	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1
THOMAS WALTER	MORGAN STANLEY 230 PLAZA 3 4TH FLOOR HARBORSIDE FINANCIAL CENTER JERSEY CITY NJ 07311	1

**LIST OF EQUITY SECURITY HOLDERS OF PLIANT CORPORATION**

NAME	ADDRESS	NO. OF SHARES
TOM CORRELL & BARBARA CORRELL JT TEN	1004 GUAVA ISLE FT LAUDERDALE FL 33315-1348	1
U S BANK CUST FBO	PUBLIC SCHOOL RET-HSBC 1555 N RIVER CENTER DR SUITE 302 PHYSICAL PROCESSING MILWAUKEE WI 53212-3958	1
UBS CAY BOND FUND	BROWN BROTHERS HARRIMAN & CO ATTN VAULT ATTN PAUL ORLANDO 140 BROADWAY NEW YORK NY 10005-1108	1
VALERIE VAN ANTWERP	4624 143RD AVENUE HOLLAND MI 49423-9522	1
VINCE VOLA	25 WENDY DR LINWOOD NJ 08221-1503	1
WELLS FARGO BANK N A FBO	OSERS-HSBC INVESTMENTS ATTN CORPORATE REORG 733 MARQUETTE AVENUE SOUTH MAC N9 MINNEAPOLIS MN 55402-2309	1
WILLIAM M FISH	325 LAKESIDE BLVD HAMILTON NJ 08610-1523	1
<b><u>TOTAL COMMON STOCK ISSUED &amp; OUTSTANDING</u></b>		<b>97,348</b>

**SERIES AA REDEEMABLE PREFERRED STOCK**

NAME	ADDRESS	NO. OF SHARES
MORGAN STANLEY CUST FBO	DOUGLAS BENGSTON BENGTSON IRA 2707 ROYAL ST JAMES COURT ST CHARLES IL 60174	26
STANLEY B BIKULEGE	102 ANTIGUA WAY GREER SC 29650-4422	11
CEDE & CO	PO BOX 20 BOWLING GREEN STATION NEW YORK NY 10274	280,238
FLEXIBLE FILMS LLC	C/O ESANA BLANK CCMP CAPITAL ADVISORS LLC 245 PARK AVE FL 16 NEW YORK NY 10167-2402	36,998
FLEXIBLE FILMS II LLC	C/O ESANA BLANK CCMP CAPITAL ADVISORS LLC 245 PARK AVE FL 16 NEW YORK NY 10167-2402	4,896
GREG E GARD	1339 RED PINE DR EAU CLAIRE WI 54701-8373	17
BONNIE J JOHNSON	3283 TWIN PEAKS DR LAYTON UT 84040-4418	5
BERNARD KAMENIR	1964 GARLAND AVE AKRON OH 44313-5410	8
DAVID L KING	12 FERNWOOD LN BRECHIN ONTARIO L0K 1B0 CANADA	6
JACK E KNOTT	73 BRINKER ROAD BARRINGTON HILLS IL 60010-5132	114
ROBERT J MALTARICH	7509 LAKEDGE COURT HUDSON OH 44236-1871	16
JOSEPH MCGOWAN	805 E WESTMINSTER LAKE FOREST IL 60045-2234	5
NEW YORK LIFE CAPITAL PARTNERS LP	C/O STEVE BENEVENTO 51 MADISON AVENUE SUITE 3009 NEW YORK NY 10010-1603	12,499
BNY MELLON AS EXCHANGE AGENT FOR PLIANT CORPORATION A PFD	REORGANIZATION DEPT NEWPORT OFFICE CENTER VII 480 WASHINGTON BLVD 27TH FL JERSEY CITY NJ 07310-2053	18
KYLE E ROSSLER	820 OAK MANOR COURT PLEASANTON CA 94566-9508	13
LARRY E SHEPLER	1940 BIRKDALE DR UNIONTOWN OH 44685-8812	19

**SERIES AA REDEEMABLE PREFERRED STOCK**

NAME	ADDRESS	NO. OF SHARES
FRED WAMPNAR	4N109 RALPH WALDO EMERSON LANE ST CHARLES IL 60175	5
<b><u>TOTAL SERIES AA REDEEMABLE PREFERRED STOCK ISSUED &amp; OUTSTANDING</u></b>		<b>334,894</b>

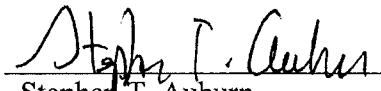
**SERIES M REDEEMABLE PREFERRED STOCK**

NAME	ADDRESS	NO. OF SHARES
JOSEPH J. KWEDERIS	P.O. BOX 59750 SCHAUMBURG, IL 60173	315
STEPHEN T. AUBURN	1119 LAKE STREET EVANSTON, IL 60201	225
JAMES L. KABOSKI	1108 NORTH SHORE COURT BARRINGTON, IL 60010	225
JAMES M. KINGSLEY	10 W. HONEYSUCKLE ROAD LAKE FOREST, IL 60045	445
KENNETH J. SWANSON	113 BIRKDALE WILLIAMSBURG, VA 23188	445
FRED D. WAMPNAR	4N019 RALPH WALDO EMERSON LANE ST. CHARLES, IL 60175	225
ROBERT DAVID COREY	62 AZALEA DRIVE, APT. #114 SCHAUMBURG, IL 60173	780
GREG E. GARD	1339 RED PINE DRIVE EAU CLAIRE, WI 54701	115
ROBERT J. MALTARICH	7509 LAKEDGE COURT HUDSON, OH 44236	225
HAROLD C. BEVIS	1185 ACORN TRAIL LAKE FOREST, IL 60045	5,000
<b><u>TOTAL SERIES M REDEEMABLE PREFERRED STOCK ISSUED &amp; OUTSTANDING</u></b>		<b>8,000</b>

**DECLARATION REGARDING  
LIST OF EQUITY SECURITY HOLDERS**

I, Stephen T. Auburn, am an authorized officer of Pliant Corporation, the debtor in this case (the "Debtor"), and in such capacity, am familiar with the financial affairs of the Debtor. I declare under penalty of perjury that the foregoing List of Equity Security Holders of the Debtor is true and correct to the best of my knowledge, information, and belief.

Dated: February 11, 2009.

  
Stephen T. Auburn  
Vice President