Docket #1048 Date Filed: 04/15/2025

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
HRI HOLDING CORP., *et al.*[1]	Case No. 19-12415 (MFW) (Jointly Administered)
Debtors.	**Hearing Date: May 12, 2025 at 2:00 pm (ET)** **Objection Deadline: April 29, 2025 at 4:00 pm (ET)**

PLAN ADMINISTRATOR'S MOTION (I) FOR ENTRY OF A FINAL DECREE CLOSING THE CHAPTER 11 CASES OF HRI HOLDING CORP. AND ITS AFFILIATED DEBTORS; (II) AUTHORIZING TREATMENT AND DISTRIBUTION OF RESIDUAL CASH; AND (III) GRANTING RELATED RELIEF

Saccullo Business Consulting, LLC, as plan administrator (the "Plan Administrator") in the chapter 11 cases of the above-captioned debtors (collectively, the "Debtors"), hereby submits this motion (the "Motion") for entry of a final decree and order by the United States Bankruptcy Court for the District of Delaware (the "Court"), substantially in the form attached hereto as **Exhibit A** (the "Proposed Final Decree"), (i) closing the above captioned chapter 11 cases (collectively, the "Cases"); (ii) waiving the requirement of further post-confirmation reporting for the Debtors in the Cases; (iii) granting related relief, including approving the treatment and final distribution of Residual Cash; and (iv) such other related relief as requested herein. In support of this Motion, the Plan Administrator respectfully states as follows:

[1] The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: HRI Holding Corp. (4677), Houlihan's Restaurants, Inc. (8489), HDJG Corp. (3479), Red Steer, Inc. (2214), Houlihan's of Ohio, Inc. (6410), HRI O'Fallon, Inc. (4539), Houlihan's Texas Holdings, Inc. (5485). On November 17, 2021, the Court entered a final decree closing certain of the original affiliated Debtors' Chapter 11 Cases [D.I. 883]. The Debtors' mailing address is HRI Holdings Corp., c/o Saccullo Business Consulting, LLC, 27 Crimson King Drive, Bear, Delaware 19701.

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JURISDICTION

1. The Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334, the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012, and Article XI of the Plan (as defined below). This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief requested herein are sections 105(a) and 350(a) of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code"), Rule 3022 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 3022-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules").

2. Pursuant to Local Rule 9013-1(f), the Plan Administrator consents to the entry of a final order or judgment by the Court in connection with this Motion if it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

BACKGROUND

3. On November 14, 2019 (the "Petition Date"), the Debtors commenced with this Court voluntary cases (the "Chapter 11 Cases") for relief under chapter 11 of the Bankruptcy Code. The Chapter 11 Cases have been consolidated for procedural purposes only and are being jointly administered pursuant to Bankruptcy Rule 1015(b) [D.I. 52].

4. On November 15, 2019, this Court entered an *Order Authorizing the Debtors to Employ and Retain Kurtzman Carson Consultants LLC as Claims and Noticing Agent Effective Nunc Pro Tunc to the Petition Date* [D.I. 54] (the "KCC Retention Order").

5. On November 22, 2019, an official committee of unsecured creditors (the "Committee") was appointed by the Office of the United States Trustee for the District of Delaware (the "U.S. Trustee"). No trustee or examiner has been appointed in the Chapter 11 Cases.

6. On December 21, 2019, this Court entered an order approving and authorizing the sale of substantially all of the Debtors' assets to Landry's, LLC [D.I. 322]. That transaction closed on or about December 30, 2019 [D.I. 335].

7. On November 5, 2020, the Court entered the *Findings of Fact, Conclusions of Law, and Order (I) Confirming Joint Chapter 11 Plan of HRI Holding Corp. and Its Debtor Affiliates and (II) Approving The Disclosure Statement on a Final Basis* [D.I. 816] (the "Confirmation Order"), whereby the *Joint Chapter 11 Plan of HRI Holding Corp. and Its Debtor Affiliates* [D.I. 734] (including all exhibits and supplements thereto, and as modified or amended from time to time, the "Plan") was confirmed. The Plan became effective on November 13, 2020 (the "Effective Date") [D.I. 821].

8. Pursuant to the Confirmation Order and the Plan, the Plan Administrator was appointed and under Article VII of the Plan, the Plan Administrator is authorized to, among other things (i) pursue objections to, estimate of and settlement of Claims[2], regardless of whether such Claim or Interest is listed on the Debtors' Schedules, other than Claims or Interests that are Allowed pursuant to the Plan; (ii) take all steps to calculate and effectuate distributions as contemplated under the Plan; (iii) administer and pay taxes of the Post-Effective Date Debtors, including preparing and filing tax returns; and (iv) exercise such other powers as the Plan Administrator reasonably deems to be necessary and proper to carry out the provisions of the Plan.

[2] Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Plan.

9. The Plan further provided the Plan Administrator with the power and authority to (i) supervise and liquidate the Remaining Estate Assets; (ii) monetize any Remnant Liquor Licenses, Excluded Liquor Licenses, and Identified Liquor Licenses not previously monetized prior to the Effective Date; and (iii) represent the interests of the Post-Effective Date Debtors before any taxing authority in all matters, which resulted in the return of a meaningful refund being received by the Post-Effective Date Debtors in connection with the Coronavirus Aid, Relief and Economic Security Act (known as the "CARES Act") enacted in March 2020 that allowed the carryback of net operating losses to prior tax reporting years, among other responsibilities.

10. Since his appointment, the Plan Administrator has dutifully fulfilled his role and has successfully completed the tasks required in accordance with the Confirmation Order and the Plan.

11. On November 17, 2021, the Court entered an order closing certain of the Debtors' cases [D.I. 883].[3]

12. In accordance with Article VI. Section D. of the Plan, and pursuant to IRS guidelines, in order to ensure the Post-Effective Date Debtors' compliance with all applicable tax and withholding reporting requirements, the Plan Administrator required each holder of Allowed Claims to provide a current executed IRS Form W-9 (or, if applicable for foreign creditors, one of the various iterations of IRS Form W-8) (collectively, the "Tax Forms").

[3] The closed cases are as follows: Sam Wilson's/Kansas, Inc., Darryl's of St Louis County, Inc., Darryl's of Overland Park, Inc., Algonquin Houlihan's Restaurant L.L.C., Houlihan's Restaurants of Texas, Inc., Geneva Houlihan's Restaurant, L.L.C., Hanley Station Houlihan's Restaurant LLC, JGIL Mill OP LLC, JGIL Millburn, LLC, JGIL Millburn OP, LLC, JGIL, LLC, JGIL Holding Corp., JGIL Omaha, LLC, HOP NJ NY, LLC, HOP Farmingdale LLC, HOP Cherry Hill LLC, HOP Paramus LLC, HOP Lawrenceville LLC, HOP Brick LLC, HOP Secaucus LLC, HOP Heights LLC, HOP Bayonne LLC, HOP Fairfield LLC, HOP Ramsey LLC, HOP Bridgewater LLC, HOP Parsippany LLC, HOP Westbury LLC, HOP Weehawken LLC, HOP New Brunswick LLC, HOP Holmdel LLC, HOP Woodbridge LLC, and Houlihan's of Chesterfield, Inc.

13. The Plan Administrator, through Kurtzman Carson Consultants LLC ("KCC"), sent out by mail two (2) separate requests for necessary tax documentation to holders of Allowed General Unsecured Claims (who had not previously provided such documentation), with the first mailing sent on or about December 22, 2023, which had a requested "respond by" date of March 22, 2024 (the "First Tax Form Mailing"), and a second mailing sent on or about February 19, 2024, which had a requested "respond by" date of April 22, 2024 (the "Second Tax Form Mailing" and together with the First Tax Form Mailing, the "Tax Form Request Mailings"). Both Tax Form Request Mailings clearly stated: "Please note further that under the terms and conditions of the Plan, failure to provide a current completed and executed Tax Form may eventually result in forfeiture of your right to all distributions from the Debtors." The Second Tax Form Mailing also indicated that it was the "2nd and Final Request."

14. Of the 242 mailings sent to holders of Allowed General Unsecured Claims in the First Tax Form Mailing, twenty-one (21) were returned as "undeliverable," with sixteen (16) of those holders receiving additional notice as part of the First Tax Form Mailing at secondary addresses on file in the Claims Register. After the Second Tax Form Mailing, there only were six (6) mailings returned as "undeliverable." To date, 108 holders of Allowed General Unsecured Claims have not responded to either of the Tax Form Request Mailings (the "Non-Responding GUC Holders").

15. Article VI. Section D. of the Plan expressly states that "[a]ny holder of an Allowed Claim that fails to return the requested tax form to the Plan Administrator within ninety (90) days of the request for same (or within any further time period to which the Plan Administrator may agree), shall be deemed to have forfeited their right to any current, reserved or future distribution provided under the Plan and such Allowed Claim shall be expunged without further notice or order

of the Bankruptcy Court." The Plan Administrator excluded the Non-Responding GUC Holders from computation of the pro rata distribution made pursuant to the Confirmation Order and the Plan based upon this provision of the Plan.

16. The Plan Administrator has made payments on all Allowed Secured Claims, Administrative Claims, and Priority Claims, in each case, in accordance with the terms and conditions as set forth in the Plan.

17. Beginning on or about December 12, 2024, the Plan Administrator (by and through KCC) began making a pro rata distribution to all Holders of Allowed General Unsecured Claims who provided Tax Forms, in accordance with the distribution scheme established in the Plan; and as of the date of this Motion, twenty (20) checks issued to such claimants remain outstanding and uncashed, which aggregate to approximately $55,556.92. The Plan Administrator has been working with KCC to make one final effort to reach those claimants, although there is no obligation or requirement under the Plan calling for such effort.

18. There is no assurance that the Plan Administrator's additional efforts to contact the claimants whose checks remain uncashed will be successful. Moreover, Article VI, Section C.4. of the Plan clearly states that "[a]ny Cash payment made in the form of a check shall be null and void and deemed unclaimed within the meaning of this paragraph if not cashed within ninety (90) calendar days after date of issuance thereof," which, in the case of the currently outstanding and uncashed checks occurred on March 12, 2025. Therefore, other than for any claimant with whom the Plan Administrator is able to connect subsequent to filing this Motion but before the entry of the Proposed Final Decree, the Plan Administrator believes it is in the best interest of the Post-Effective Date Debtors to treat any such amounts as Unclaimed Distributions (as defined below) under the Plan and proceed with closure of the Cases.

RELIEF REQUESTED

19. By this Motion, the Plan Administrator seeks entry of the Proposed Final Decree, substantially in the form attached hereto as Exhibit A, closing the Cases, waiving the requirement of further post-confirmation reporting for the Debtors, terminating the engagement of KCC, and approving and authorizing the treatment for Undistributed Cash (as defined below).

BASIS FOR RELIEF

A. Entry of the Proposed Final Decree

20. Section 350(a) of the Bankruptcy Code provides that "[a]fter an estate is fully administered and the court has discharged the trustee, the court shall close the case." 11 U.S.C. § 350(a). Similarly, Bankruptcy Rule 3022, which implements section 350 of the Bankruptcy Code, provides that "[a]fter an estate is fully administered in a chapter 11 reorganization case, the court, on its own motion or on motion of a party in interest, shall enter a final decree closing the case." Finally, Local Rule 3022-1(a) provides that "[u]pon written motion, a party in interest may seek the entry of a final decree at any time after the confirmed plan has been fully administered provided that all required fees due under 28 U.S.C. § 1930 have been paid." Del. Bankr. L.R. 3022-1(a).

21. The term "fully administered" is not defined in the Bankruptcy Code, the Bankruptcy Rules, or the Local Rules, however, the Advisory Committee Notes to Bankruptcy Rule 3022 (the "Advisory Committee Notes") set forth the following non-exclusive factors to be considered in determining whether a case has been fully administered:

a. whether the order confirming the plan has become final;

b. whether deposits required by the plan have been distributed;

c. whether the property proposed by the plan to be transferred has been transferred;

d. whether the debtor or its successor has assumed the business or the management of the property dealt with by the plan;

e. whether payments under the plan have commenced; and

f. whether all motions, contested matters, and adversary proceedings have been finally resolved.

22. Bankruptcy courts, including this Court, have adopted the view that "these factors are but a guide in determining whether a case has been fully administered, and not all factors need to be present before the case is closed." *In re SLI, Inc.*, No. 02-12608 (WS), 2005 WL 1668396, at *2 (Bankr. D. Del. June 24, 2005) (citing *In re Mold Makers, Inc.*, 124 B.R. 766, 768–69 (Bankr. N.D. Ill. 1990)); see also *In re Omega Optical, Inc.*, 476 B.R. 157, 167 (Bankr. E.D. Pa. 2012) (noting that bankruptcy courts have flexibility in deciding whether an estate is fully administered and may consider the factors set forth in Rule 3022 as well as other relevant factors).

23. Entry of the Proposed Final Decree is appropriate here because the Cases have been "fully administered" within the meaning of section 350(a) of the Bankruptcy Code, with all activities of the Plan Administrator substantially consummated. Of the factors set forth in the Advisory Committee Note, all but d. cited above, which is inapplicable in a liquidating case, have been satisfied: (a) the Confirmation Order was not appealed and has become final; (b) any property proposed by the Plan to be transferred was transferred on the Effective Date; (c) the Plan Administrator has assumed management of and authority over the Remaining Estate Assets; (d) to the extent there are remaining payments to be made under the Plan, such payments will be made by the Plan Administrator as soon as reasonably practicable; and (e) because of the Plan Administrator's authority to administer all remaining matters pursuant to the terms of the Plan, there is no need to resolve any further matters in the Cases.

24. In addition, all expenses arising from the administration of the Cases, including court fees, fees payable to the Office of the United States Trustee (the "U.S. Trustee"), professional

fees, and expenses, have been paid or will be paid in the amounts due as soon as reasonably practicable after they become due or are allowed, as applicable, and after the closure of the Cases.

25. The administration of assets and liabilities has occurred in accordance with the provisions of the Confirmation Order and the Plan and can be fully and fairly accounted for in the final report to be filed.

26. Accordingly, the Cases are "fully administered" within the meaning of section 350(a) of the Bankruptcy Code, and the Plan Administrator respectfully submits to the Court that there is ample justification for entry of a final decree closing the Cases, and requests that the Court enter the Proposed Final Decree.

B. Termination of Claims and Noticing Agent

27. In addition to the foregoing, the Plan Administrator also requests entry of an order terminating the claims and noticing services performed by KCC, and the underlying services agreement. Upon termination, and except as otherwise provided herein, KCC shall have no further obligations arising under the KCC Retention Order or the underlying services agreement to the Court, the Debtors, the Post-Effective Date Debtors, or any party in interest with respect to its claims agent and noticing services in the Cases.

28. Local Rule 2002-1(f)(ix) requires that within twenty-eight (28) days of entry of the Proposed Final Decree, KCC must (a) forward to the Clerk of the Court an electronic version of all imaged claims, (b) upload the creditor mailing list into CM/ECF, and (c) docket a final claims register. KCC shall also box and deliver all original claims to the Philadelphia Federal Records Center, 14470 Townsend Road, Philadelphia, Pennsylvania 19154 and docket a completed SF-135 Form indicating the accession and location numbers of the archived claims.

D. Final Report

29. Pursuant to Local Rule 3022-1, all fees required to date pursuant to 28 U.S.C. § 1930 have been paid or will be paid to the U.S. Trustee prior to the hearing on this Motion. Notwithstanding the proposed closing of the Cases, the Plan Administrator requests a waiver of the requirement under Local Rule 3022-1(c) to file a final report fourteen (14) days before the hearing on the Motion. The Plan Administrator proposes to file its final report under Local Rule 3022-1 (the "Final Report") no later than three (3) business days prior to the hearing on the Motion. The Final Report will cover only the period through the day that the Cases are actually closed.

E. Treatment of Claims and Residual Cash

30. Article VII. Section 2. of the Plan vests the Plan Administrator with "any and all powers and authority to implement the Plan" including, *inter alia*, "calculating and making distributions as contemplated under the Plan" and "exercising such other powers as may be vested in it pursuant to an order of the Bankruptcy Court, the Plan, the Confirmation Order, or as it reasonably deems to be necessary and proper to carry out the provisions of the Plan."

31. Under Article VI. Section D. of the Plan, the Debtors and the Post-Effective Date Debtors are required to "comply with all tax withholding and reporting requirements imposed on them by any Governmental Unit" and "the Plan Administrator shall be authorized to take all actions necessary or appropriate to comply with such withholding and reporting requirements," including requiring each holder of an Allowed Claim to provide a Tax Form "as a prerequisite to receiving any distribution under the Plan." Accordingly, the Plan Administrator cannot distribute any funds to Non-Responding GUC Holders without first obtaining a duly completed Tax Form.

32. The Plan Administrator has taken reasonable actions to obtain the appropriate Tax Forms from the Non-Responding GUC Holders, notifying them by mail on two separate occasions

of their obligation to supply Tax Forms and notwithstanding these efforts, the Non-Responding GUC Holders have failed to provide completed and properly executed Tax Forms to the Plan Administrator.

33. Under the terms of the Plan, failure to provide Tax Forms within ninety (90) days of the Plan Administrator's request will result in such Non-Responding GUC Holder having forfeited their right to any current, reserved or future distribution provided under the Plan (in each instance, a "Forfeited Distribution") and their Allowed Claim will be expunged without further order of the Court. Furthermore, the Plan clearly states that any such Forfeited Distribution "shall revert back to the Plan Administrator and the Post-Effective Date Debtors notwithstanding any federal, provincial or state escheat, abandonment or unclaimed property law to the contrary."

34. Similarly, Article VII. Section 3 of the Plan provides that "all distributions to holders of Allowed Claims that are unclaimed for a period of ninety (90) calendar days after the date of the first attempted distribution" (each, an "Unclaimed Distribution" and together with a Forfeited Distribution, "Undistributed Cash") shall have the claim underlying such distribution deemed satisfied and such claimant will be forever barred from asserting any such Claim against the Debtors, the Post-Effective Date Debtors, or their respective property. The Plan further provides that checks representing such Unclaimed Distributions "shall be null and void and deemed unclaimed … if not cashed within ninety (90) calendar days after date of issuance thereof."

35. In addition, the Plan provides that any undeliverable or unclaimed distributions not negotiated within the time period set forth in the Plan "shall be deemed unclaimed property under section 347(b) of the Bankruptcy Code automatically" and without need for further notice or order by the Court, with the Cash represented by such Unclaimed Distributions to "revert back to the Post-Effective Date Debtors notwithstanding any federal, state or other escheat, abandonment or

unclaimed property law to the contrary," with any entitlement of any holder of such Claim to any such distribution "extinguished and forever barred, and the Claim(s) of such holder shall be waived, discharged and forever barred without further notice or order" of the Court.

36. Although the Plan clearly states that Undistributed Cash shall "revert back" to the Post-Effective Date Debtors, the Plan is less clear regarding the path for further distribution of the Undistributed Cash, and by way of the Proposed Final Decree, the Plan Administrator respectfully requests the Court to authorize and approve the Plan Administrator's interpretation of the Plan with regard to the treatment of such Undistributed Cash under the Plan.

37. The Plan defines "Available Cash" in relevant part as "all Cash on hand held by the Debtors and Post-Effective Date Debtors on and after the Effective Date pursuant to the Pre-Effective Date Budget," with certain identified proceeds from some remnant assets expressly excluded, as the distribution of such proceeds is specifically directed under the terms of the Plan. The Plan Administrator has complied with the distribution requirements expressed in the Plan for such proceeds in connection with making the distributions under the Plan.

38. The definition of "Residual Cash" under the Plan "means any remaining Available Cash after (i) paying all pre-Effective Date fees, costs and expenses pursuant to the Pre-Effective Date Budget; (ii) funding the Professional Fee Escrow Account and the Priority Claims Reserve and (iii) funding the Administrative Agent Fee Reserve." Each of the enumerated items were either paid or funded as required under the Plan prior to the Effective Date by the Debtors.

39. Thus, after accounting for all disbursements in accordance with the Plan, Undistributed Cash, after reverting to the Post-Effective Date Debtors, becomes part of Available Cash, and subsequently Residual Cash, which is subject to any remaining fees and expenses incurred by the Post-Effective Date Debtors and the Plan Administrator in implementing the Plan.

40. Under Article IV. Section D., the Plan provides that "any … Residual Cash … shall be paid to the Administrative Agent to be applied toward the Prepetition Secured Obligations until such claims are paid in full." After allocating and distributing all disbursements in accordance with the Plan, the Prepetition Secured Obligations have not been satisfied in full, therefore the Plan directs the Plan Administrator to disburse any Residual Cash to the Administrative Agent to be applied toward the Prepetition Secured Obligations. For clarity, even after such distribution of Residual Cash, the Prepetition Secured Obligations will not be satisfied in full.

41. In the interest of the orderly and efficient administration of the Cases and for the benefit of all parties in interest, therefore, the Plan Administrator respectfully requests that the Court enter the Proposed Final Decree.

NOTICE

42. The Plan Administrator has provided notice of this Motion to: (i) the U.S. Trustee; and (ii) all parties who have filed a renewed request for notice in the Chapter 11 Cases pursuant to Local Rule 2002-1 following occurrence of the Effective Date. In light of the nature of the relief requested herein, the Plan Administrator submits that no other or further notice is necessary.

WHEREFORE, the Plan Administrator respectfully requests that the Court: (i) enter the Proposed Final Decree, substantially in the form attached hereto as Exhibit A; and (ii) grant such other and further relief as the Court may deem just and proper.

Dated: April 15, 2025
Wilmington, Delaware

GELLERT SEITZ BUSENKELL & BROWN, LLC

/s/ Amy D. Brown

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Counsel for the Plan Administrator

EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: HRI HOLDING CORP., Debtor.	Chapter 11 Case No. 19-12415 (MFW)
In re: Houlihan's Restaurants, Inc., Debtor.	Chapter 11 Case No. 19-12416 (MFW)
In re: HDJG Corp., Debtor.	Chapter 11 Case No. 19-12417 (MFW)
In re: Red Steer, Inc., Debtor.	Chapter 11 Case No. 19-12418 (MFW)
ln re Houlihan’s of Ohio, Inc., Debtor.	Chapter 11 Case No. 19-12422 (MFW)
In re: HRI O'Fallon, Inc., Debtor.	Chapter 11 Case No. 19-12423 (MFW)
In re: Houlihan’s Texas Holdings, Inc., Debtor.	Chapter 11 Case No. 19-12425 (MFW)

FINAL DECREE CLOSING THE DEBTORS' CHAPTER 11 CASES

Upon consideration of the Plan Administrator's Motion for Entry of a Final Decree Closing the Debtors' Chapter 11 Cases (the "Motion") of Saccullo Business Consulting, LLC as plan administrator of the debtors (collectively, the "Debtors") in the above-captioned chapter 11 cases (the "Chapter 11 Cases"), for entry of a final decree and order (this "Final Decree"), pursuant to sections 105(a) and 350(a) of the Bankruptcy Code, Bankruptcy Rule 3022, and Local Rule 3022-1, (i) closing the Cases; (ii) granting related relief, including approving the treatment and final distribution of Residual Cash; and (iii) such other relief as requested in the Motion; and this Court having reviewed the Motion; and this Court[1] finding good and sufficient cause for granting the relief as provided herein; and after proper notice and opportunity to respond to the Motion; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference from the United States District Court for the District of Delaware dated as of February 29, 2012,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED, as set forth herein.

2. All objections to the Motion or the relief requested therein that have not been withdrawn, waived, or settled, and all reservations of rights included therein, are overruled on the merits and denied with prejudice.

3. Pursuant to sections 1112(b) and 305(a) of the Bankruptcy Code, the Chapter 11 Cases of the Debtors are hereby dismissed.

4. Proper and adequate notice of the Motion was given, and no other or further notice is necessary.

[1] Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

5. The Allowed Claims of GUC Holders who have failed to provide Tax Forms to the Plan Administrator are expunged, and any such Forfeited Distribution hereby reverts back to the Plan Administrator and the Post Effective Date Debtors.

6. All distributions to holders of Allowed Claims that have been unclaimed are deemed satisfied.

7. All undeliverable or unclaimed distributions are deemed unclaimed property under Section 347(b) of the Bankruptcy Code and revert back to the Post-Effective Date Debtors.

8. All Residual Cash is hereby paid to the Administrative Agent to be applied toward the Prepetition Secured Obligations.

9. Entry of this Final Decree is without prejudice to the rights of the Debtors, the Plan Administrator, the U.S. Trustee, or any other party in interest to seek to reopen any of the Cases for cause pursuant to section 350(b) of the Bankruptcy Code.

10. The Plan Administrator shall not be obligated to pay quarterly fees pursuant to 28 U.S.C. § 1930(a) with respect to the Cases for any period after the date of the entry of this Order.

11. The Clerk of the Court shall enter this Final Decree on the docket of the Cases, and thereafter each such docket shall be marked as "Closed."

12. The Plan Administrator and Kurtzman Carson Consultants LLC, the Debtors' claims and noticing agent, are authorized to take all actions that may be necessary to undertake the relief granted in this Final Decree.

13. To the extent allowed by applicable law, this Court shall retain jurisdiction with respect to any matters or disputes related to the Cases, including, without limitation, any matters or disputes relating to the effect of provisions contained in the Plan and/or the Confirmation Order. and any other order of this Court entered in the Chapter 11 Cases of the Debtors.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
HRI HOLDING CORP., *et al.,*[1]	Case No. 19-12415 (MFW) (Jointly Administered)
Debtors.	**Hearing Date: May 12, 2025 at 2:00 pm (ET)** **Objection Deadline: April 29, 2025 at 4:00 pm (ET)**

NOTICE OF PLAN ADMINISTRATOR'S MOTION (I) FOR ENTRY OF A FINAL DECREE CLOSING THE CHAPTER 11 CASES OF HRI HOLDING CORP. AND ITS AFFILIATED DEBTORS; (II) AUTHORIZING TREATMENT AND DISTRIBUTION OF RESIDUAL CASH; AND (III) GRANTING RELATED RELIEF

The Plan Administrator (the "Plan Administrator") in the above-captioned proceedings of HRI Holding Corp., *et al*., by and through their undersigned counsel, has filed the attached **Plan Administrator's Motion (I) For Entry of a Final Decree Closing The Chapter 11 Cases of HRI Holding Corp. and Its Affiliated Debtors; (II) Authorizing Treatment and Distribution of Residual Cash; and (III) Granting Related Relief** (the "Motion").

Responses, if any, to the relief requested in the Motion are to be filed with the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, Wilmington, Delaware, 19801 on or before **April 29, 2025, at 4:00 p.m. (ET)**. At the same time, you must serve a copy of any response upon the following parties so as to be received no later than 4:00 p.m. on **April 29, 2025, at 4:00 p.m. (ET)**.

1. Counsel for the Plan Administrator, Gellert Seitz Busenkell & Brown, LLC, 1201 N. Orange Street, Suite 300 Wilmington, Delaware 19801 (Attn: Amy D. Brown, Esq.)

2. The Office of the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, Wilmington, Delaware 19801

3. The Office of the United States Trustee, J. Caleb Boggs Federal Building, 844 N. King Street, Room 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Jane M. Leamy)

[1] The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: HRI Holding Corp. (4677), Houlihan's Restaurants, Inc. (8489), HDJG Corp. (3479), Red Steer, Inc. (2214), Houlihan's of Ohio, Inc. (6410), HRI O'Fallon, Inc. (4539), Houlihan's Texas Holdings, Inc. (5485). On November 17, 2021, the Court entered a final decree closing certain of the original affiliated Debtors' Chapter 11 Cases [D.I. 883]. The Debtors' mailing address is HRI Holdings Corp., c/o Saccullo Business Consulting, LLC, 27 Crimson King Drive, Bear, Delaware 19701.

In addition, if you have timely filed a written response and wish to oppose the Motion, you or your attorney must attend the hearing on the Motion scheduled to be held on **May 12, 2025 at 2:00 pm (ET)** in the courtroom of the Honorable Mary F. Walrath, Judge of the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 5th Floor, Courtroom 4, Wilmington, Delaware 19801.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF DEMANDED BY THE MOTION WITHOUT FURTHER NOTICE OR HEARING.

Dated: April 15, 2025
Wilmington, DE

GELLERT SEITZ BUSENKELL & BROWN, LLC

/s/ Amy D. Brown

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