

IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re:

NU RIDE INC., *et al.*,¹

Reorganized Debtors.

Chapter 11

Case No. 23-10831 (MFW)

(Jointly Administered)

Re: Docket No. 1387

**CERTIFICATION OF COUNSEL REGARDING ORDER APPROVING POST-
EFFECTIVE DATE DEBTORS' AND CLAIMS OMBUDSMAN'S JOINT NINTH
(SUBSTANTIVE) OMNIBUS OBJECTION TO CLAIMS
(No Liability)**

Nu Ride Inc. and its affiliated reorganized debtors in the above-captioned proceeding (the “Post-Effective Date Debtors”) and Alan Halperin, solely in his capacity as Claims Ombudsman (the “Claims Ombudsman” and together with the Post-Effective Date Debtors, the “Movants”), by and through their respective undersigned counsel, hereby certify as follows:

1. On October 25, 2024, the Movants filed the *Post-Effective Date Debtors' and Claims Ombudsman's Joint Ninth (Substantive) Omnibus Objection to Claims (No Liability)* (the “Objection”) with the United States Bankruptcy Court for the District of Delaware (the “Court”). The notice filed with the Objection established a deadline of November 19, 2024 at 4:00 p.m. (ET) to respond to the Objection.

2. Movants received an informal response to the Objection from Roger Durre concerning his Claim 1411. Movants conveyed the support for the Objection to Claim 1411 to Mr. Durre by email but, as of the date hereof, did not receive confirmation from Mr. Durre as to whether

¹ The Reorganized Debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Reorganized Debtors' service address is: Nu Ride Inc. c/o William Gallagher, CEO, M 3 Partners, 1700 Broadway, 19th Floor, New York, NY 10019.



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he agreed that the Objection should be sustained. Accordingly, Movants are adjourning the hearing with respect to Claim 1411 to the next scheduled omnibus hearing date on December 23, 2024 at 2:00 p.m. (ET).

3. The Movants received no other formal or informal responses with respect to the Objection prior to the objection deadline.

4. On November 26, 2024, the Court held a hearing (the “Hearing”) on the Objection and requested that certain clarifications be made to the proposed form of order submitted with the Objection.

5. At the Hearing, the Court raised a question concerning whether the Plan² confirmed in these Cases preserved the right of creditors impacted by the Objection to maintain claims against the Debtors in order to preserve their ability to pursue available insurance. With respect to Claims 802, 809 and 816 (defined in the Plan as RIDE Section 510(b) Claims), which are based on the Post-Petition Securities Action, the Plan provides that Allowed RIDE Section 510(b) Claims may recover solely from available insurance and that nothing in the Plan or Confirmation Order bars the assertion of claims against the Debtors as nominal defendants in the Post-Petition Securities Action for purposes of preserving and enforcing rights to coverage under and recovery of the proceeds of the D&O Liability Insurance Policies. *See* Plan, Art. III.B.9 and VIII.D. However, as set forth in the Objection, the Post-Petition Securities Action has been dismissed such that the RIDE Section 510(b) Claims do not provide any basis for liability on the part of the Debtors or for the pursuit of recovery against the Debtors’ insurance policies. Accordingly, the Movants submit the RIDE Section 510(b) Claims should be disallowed.

² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Objection.

6. With respect to Claims 1296 and 1418 (the “Delaware Chancery Derivative Claims”), the Plan does not provide for any similar preservation of rights. Furthermore, the Delaware Chancery Derivative Action only names Debtor Lordstown Motors Corp as a nominal defendant and does not assert any claims against the Debtors. Finally, the Delaware Chancery Derivative Action is a Retained Cause of Action under the Plan, the prosecution or settlement of which is at the sole discretion to of the Debtors or the Litigation Trustee for the benefit of the Debtors’ estates and interest holders. For the foregoing reasons, the Movants submit that the Delaware Chancery Derivative Claims should be disallowed.

7. Movants have revised the proposed order approving the Objection to address the concerns raised by the Court.

8. Attached hereto as **Exhibit A** is a revised proposed order approving the Objection to (i) revise Schedule 1 to the Objection to clarify the reason for disallowance with respect to the Claims included therein, including to clarify those claims that have been satisfied post-petition, and (ii) remove Claim 1411 from Schedule 1 in light of the adjournment of the hearing with respect to that claim. Attached hereto as **Exhibit B** is a redline of the revised proposed order against the proposed order filed with the Objection.

[Remainder of page intentionally left blank]

WHEREFORE, the Movants respectfully request that the proposed order attached hereto as **Exhibit A** be entered at the Court's earliest convenience.

Dated: November 27, 2024
Wilmington, Delaware

/s/ David M. Klauder

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Respectfully submitted,

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Counsel for the Post-Effective Date Debtors

Exhibit A

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

In re:

NU RIDE INC., *et al.*,¹

Reorganized Debtors.

Chapter 11

Case No. 23-10831 (MFW)

(Jointly Administered)

Re: Docket No. 1387

**ORDER GRANTING POST-EFFECTIVE DATE DEBTORS' AND
CLAIMS OMBUDSMAN'S JOINT NINTH (SUBSTANTIVE)
OMNIBUS OBJECTION TO CLAIMS
(No Liability Claims)**

Upon the *Post-Effective Date Debtors' and Claims Ombudsman's Joint Ninth (Substantive) Omnibus Objection to Claims (No Liability Claims)* (the "Objection")², filed by Nu Ride Inc. and its affiliated reorganized debtors (the "Post-Effective Date Debtors") and Alan Halperin, solely in his capacity as Claims Ombudsman in the above-captioned cases (the "Claims Ombudsman") and together with the Post-Effective Date Debtors, the "Movants") for entry of an order disallowing and expunging in their entirety the claims set forth on **Schedule 1** hereto (each a "Disputed Claim" and collectively, the "Disputed Claims"), all as more fully set forth in the Objection; and upon the *Declaration of Alan D. Halperin Pursuant to 28 U.S.C. § 1746 and Local Rule 3007-1 in Support of the Post-Effective Date Debtors' and Claims Ombudsman's Joint Ninth (Substantive) Omnibus Objection to Claims (No Liability Claims)* (the "Halperin Declaration") filed contemporaneously with the Objection and in support thereof; and this Court having

¹ The Reorganized Debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Reorganized Debtors' service address is: Nu Ride Inc. c/o William Gallagher, CEO, M 3 Partners, 1700 Broadway, 19th Floor, New York, NY 10019.

² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Objection.

jurisdiction to consider the Objection and the relief requested therein 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; and consideration of the Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Objection having been provided, and no other or further notice being required; and the Court having considered all responses to the Objection, if any, and all such responses having been either overruled or withdrawn; and upon all proceedings had before the Court; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and

This Court having **FOUND AND DETERMINED THAT:**

A. Each holder of a Disputed Claim listed on **Schedule 1** attached hereto was properly and timely served with a copy of the Objection and all of its accompanying exhibits and notice of a hearing on the Objection and response deadline,

B. Any entity known to have an interest in the Disputed Claims subject to the Objection has been afforded reasonable opportunity to respond to, or be heard regarding, the relief requested in the Objection, and

C. The relief requested in the Objection is in the best interests of the Debtors, their estates, their creditors, and other parties in interest;

D. And after due deliberation and sufficient cause appearing therefor,

IT IS THEREFORE ORDERED THAT:

1. The Objection is **GRANTED**.
2. Any Response to the Objection not otherwise withdrawn, resolved, or adjourned is

overruled on the merits.

3. Claims 802, 809, 816, 973, 1168, 1296, and 1418, listed on **Schedule 1** attached hereto are hereby disallowed in their entirety.

4. Claims 853, 1181, 1222, 1278, 1289, 1316, 1342, 1359, 1360, 1361, 1376, 1395, 1399, 1433, and 1515 listed on **Schedule 1** attached hereto are satisfied.

5. The Objection with respect to Claim 1411 filed by Roger Durre is adjourned to the next scheduled omnibus hearing date on December 23, 2024 at 2:00 p.m. (ET).

6. The objection by the Movants to each of the Disputed Claims, as addressed in the Objection, and the schedules hereto, constitutes a separate contested matter with respect to each such claim, as contemplated by Bankruptcy Rule 9014 and Local Rule 3007-1. This Order shall be deemed a separate Order with respect to each Disputed Claim.

7. Any stay of this Order pending appeal by any holder of a Disputed Claim or any other party with an interest in such claims that are subject to this Order shall only apply to the contested matter which involves such party and shall not act to stay the applicability and/or finality of this Order with respect to other contested matters arising from the Objection or this Order.

8. Nothing in the Objection or this Order shall be construed as an allowance of any Claim.

9. Movants' rights to amend, modify, or supplement the Objection, to file additional objections to the Disputed Claims or any other claims (filed or not) which have or may be asserted against the Debtors or their estates, and to seek further reduction of any Claim, are preserved. Additionally, should one or more of the grounds of objection stated in the Objection be dismissed, the Movants' right to object on other stated grounds or any other grounds that the Movants discover during the pendency of these Chapter 11 Cases are further preserved.

10. Nothing in this Order or the Objection is intended or shall be construed as a waiver of any of the rights the Movants may have to enforce rights of setoff against the claimants.

11. The Movants, Verita, and the Clerk of this Court are authorized and directed to amend the official claims registry to reflect the disallowance of the Disputed Claims pursuant to this Order and to make other changes to the official claims registry as necessary to reflect the terms of this Order.

12. Nothing in the Objection or this Order, nor any actions or payments made by the Post-Effective Date Debtors pursuant to this Order, shall be construed as: (a) an admission as to the amount of, basis for, or validity of any Claim against the Debtors under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Movants' or any other party in interest's right to dispute any Claim; (c) a promise or requirement to pay any particular Claim; (d) an implication or admission that any particular Claim is of a type specified or defined in this Order; (e) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (f) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

13. This Order is immediately effective and enforceable.

14. This Court shall retain jurisdiction to hear and determine all matters arising from the interpretation and/or implementation of this Order.

| | Name of Claimant | Claim Number | Claim Amount | Claim Type | Reason for Disallowance |
|---|--|--------------|--|---|---|
| 1 | Bajpai, Alok Kumar | 1316 | \$0.00 \$0.00 \$34,944.28 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. Accordingly, all liability owed to claimant on account of paid time off has been satisfied. |
| 2 | Carcoustics USA | 973 | \$21,596.38 \$0.00 \$0.00 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records do not reflect any amounts owed to claimant and support provided is insufficient to verify amounts sought. |
| 3 | Dinh, Richard | 1359 | \$0.00 \$0.00 \$0.00 \$5,466.73 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. Accordingly, all liability owed to claimant on account of paid time off has been satisfied. |
| 4 | Dowell, Richard, as Lead Plaintiff Movant in the Securities Class Action | 816 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claim is based on a derivative class action lawsuit that does not assert any claims against the Debtors and has been dismissed. |
| 5 | Durre, Roger | 1411 | \$0.00 \$0.00 \$51,178.33 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. Accordingly, all liability owed to claimant on account of paid time off has been satisfied. |
| 6 | FNY Managed Accounts LLC | 1433 | \$0.00 \$0.00 \$0.00 \$466,365.23 | Administrative Priority Secured Priority General Unsecured | Claimant is an Ohio Settlement Class Member whose claim is to be satisfied by the Ohio Securities Litigation Settlement Fund. |

| | Name of Claimant | Claim Number | Claim Amount | Claim Type | Reason for Disallowance |
|----|--|--------------|--|---|---|
| 7 | Garrahan, Gregory | 1181 | \$0.00 \$0.00 \$7,338.46 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. Accordingly, all liability owed to claimant on account of paid time off has been satisfied. |
| 8 | Gatzaros, Nico, as Lead Plaintiff Movant in the Securities Class Action | 809 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claim is based on a derivative class action lawsuit that does not assert any claims against the Debtors and has been dismissed. |
| 9 | Globestar Systems Inc. | 1399 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claimant is an Ohio Settlement Class Member whose claim is to be satisfied by the Ohio Securities Litigation Settlement Fund |
| 10 | Green, Brian | 1222 | \$0.00 \$0.00 \$31,386.48 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. Accordingly, all liability owed to claimant on account of paid time off has been satisfied. |
| 11 | Jackson, Janelle, Derivatively on Behalf of the Debtor, Lordstown Motors Corp. | 1418 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claim is based on a derivative action in which Debtor Lordstown Motors Corp. is a nominal defendant and no claims are asserted against the Debtors. |
| 12 | Kwong, Benny | 1278 | \$0.00 \$0.00 \$22,166.98 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. Accordingly, all liability owed to claimant on account of paid time off has been satisfied. |

| | Name of Claimant | Claim Number | Claim Amount | Claim Type | Reason for Disallowance |
|----|---|--------------|--|---|---|
| 13 | Lee, Sung Bum | 1360 | \$0.00 \$0.00 \$4,576.92 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. Accordingly, all liability owed to claimant on account of paid time off has been satisfied. |
| 14 | Lim, Bandol as Plaintiff in the Securities Class Action | 802 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claim is based on a derivative class action lawsuit that does not assert any claims against the Debtors and has been dismissed. |
| 15 | Lomont, Ed Derivatively on Behalf of the Debtor, Lordstown Motors Corp. | 1296 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claim is based on a derivative action in which Debtor Lordstown Motors Corp. is a nominal defendant and no claims are asserted against the Debtors. |
| 16 | Nguyen, Nicholas | 853 | \$0.00 \$0.00 \$18,700.38 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. |
| 17 | Pabbathi, Ashith | 1376 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claimant is an Ohio Settlement Class Member whose claim is to be satisfied by the Ohio Securities Litigation Settlement Fund |
| 18 | Palay, David D. Jr. Individually, and Palay, Carol J Individually, and as Joint Tenants | 1515 | \$0.00 \$0.00 \$0.00 \$74,975.22 | Administrative Priority Secured Priority General Unsecured | Claimant indicates claim is subject to the Ohio Securities Litigation. Accordingly, claim is to be satisfied by the Ohio Securities Litigation Settlement Fund. |

| | Name of Claimant | Claim Number | Claim Amount | Claim Type | Reason for Disallowance |
|----|-------------------------|--------------|--|---|---|
| 19 | Platzer, Christopher | 1342 | \$0.00 \$0.00 \$15,991.90 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. |
| 20 | Sarvepalli, Sunil Kumar | 1361 | \$0.00 \$0.00 \$39,922.50 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. |
| 21 | Tavares, Daniel | 1395 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claimant is an Ohio Settlement Class Member whose claim is to be satisfied by the Ohio Securities Litigation Settlement Fund |
| 22 | Wong, Wai Man | 1298 | \$0.00 \$0.00 \$11,374.34 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. |
| 23 | Workhorse Group Inc. | 1168 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | The Debtors do not owe any royalties to Workhorse Group Inc. under the applicable License Agreement. |

Exhibit B

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

In re:

NU RIDE INC., *et al.*,¹

Reorganized Debtors.

Chapter 11

Case No. 23-10831 (MFW)

(Jointly Administered)

Re: Docket No. 1387

**ORDER GRANTING POST-EFFECTIVE DATE DEBTORS' AND
CLAIMS OMBUDSMAN'S JOINT NINTH (SUBSTANTIVE)
OMNIBUS OBJECTION TO CLAIMS
(No Liability Claims)**

Upon the *Post-Effective Date Debtors' and Claims Ombudsman's Joint Ninth (Substantive) Omnibus Objection to Claims (No Liability Claims)* (the "Objection")², filed by Nu Ride Inc. and its affiliated reorganized debtors (the "Post-Effective Date Debtors") and Alan Halperin, solely in his capacity as Claims Ombudsman in the above-captioned cases (the "Claims Ombudsman") and together with the Post-Effective Date Debtors, the "Movants") for entry of an order disallowing and expunging in their entirety the claims set forth on **Schedule 1** hereto (each a "Disputed Claim" and collectively, the "Disputed Claims"), all as more fully set forth in the Objection; and upon the *Declaration of Alan D. Halperin Pursuant to 28 U.S.C. § 1746 and Local Rule 3007-1 in Support of the Post-Effective Date Debtors' and Claims Ombudsman's Joint Ninth (Substantive) Omnibus Objection to Claims (No Liability Claims)* (the "Halperin Declaration")

¹ The Reorganized Debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Reorganized Debtors' service address is: Nu Ride Inc. c/o William Gallagher, CEO, M 3 Partners, 1700 Broadway, 19th Floor, New York, NY 10019.

² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Objection.

filed contemporaneously with the Objection and in support thereof; and this Court having jurisdiction to consider the Objection and the relief requested therein 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; and consideration of the Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Objection having been provided, and no other or further notice being required; and the Court having considered all responses to the Objection, if any, and all such responses having been either overruled or withdrawn; and upon all proceedings had before the Court; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and

This Court having **FOUND AND DETERMINED THAT:**

- A. Each holder of a Disputed Claim listed on **Schedule 1** attached hereto was properly and timely served with a copy of the Objection and all of its accompanying exhibits and notice of a hearing on the Objection and response deadline,
- B. Any entity known to have an interest in the Disputed Claims subject to the Objection has been afforded reasonable opportunity to respond to, or be heard regarding, the relief requested in the Objection, and
- C. The relief requested in the Objection is in the best interests of the Debtors, their estates, their creditors, and other parties in interest;
- D. And after due deliberation and sufficient cause appearing therefor,

IT IS THEREFORE ORDERED THAT:

- 1. The Objection is **GRANTED**.

2. Any Response to the Objection not otherwise withdrawn, resolved, or adjourned is overruled on the merits.

3. ~~The Disputed Claims~~ Claims 802, 809, 816, 973, 1168, 1296, and 1418, listed on **Schedule 1** attached hereto are hereby disallowed in their entirety.

4. Claims 853, 1181, 1222, 1278, 1289, 1316, 1342, 1359, 1360, 1361, 1376, 1395, 1399, 1433, and 1515 listed on **Schedule 1** attached hereto are satisfied.

5. The Objection with respect to Claim 1411 filed by Roger Durre is adjourned to the next scheduled omnibus hearing date on December 23, 2024 at 2:00 p.m. (ET).

~~4.6.~~ 4.6. The objection by the Movants to each of the Disputed Claims, as addressed in the Objection, and the schedules hereto, constitutes a separate contested matter with respect to each such claim, as contemplated by Bankruptcy Rule 9014 and Local Rule 3007-1. This Order shall be deemed a separate Order with respect to each Disputed Claim.

~~5.7.~~ 5.7. Any stay of this Order pending appeal by any holder of a Disputed Claim or any other party with an interest in such claims that are subject to this Order shall only apply to the contested matter which involves such party and shall not act to stay the applicability and/or finality of this Order with respect to other contested matters arising from the Objection or this Order.

~~6.8.~~ 6.8. Nothing in the Objection or this Order shall be construed as an allowance of any Claim.

~~7.9.~~ 7.9. Movants' rights to amend, modify, or supplement the Objection, to file additional objections to the Disputed Claims or any other claims (filed or not) which have or may be asserted against the Debtors or their estates, and to seek further reduction of any Claim, are preserved. Additionally, should one or more of the grounds of objection stated in the Objection be dismissed, the Movants' right to object on other stated grounds or any other grounds that the Movants discover

during the pendency of these Chapter 11 Cases are further preserved.

8.10. Nothing in this Order or the Objection is intended or shall be construed as a waiver of any of the rights the Movants may have to enforce rights of setoff against the claimants.

9.11. The Movants, Verita, and the Clerk of this Court are authorized and directed to amend the official claims registry to reflect the disallowance of the Disputed Claims pursuant to this Order and to make other changes to the official claims registry as necessary to reflect the terms of this Order.

10.12. Nothing in the Objection or this Order, nor any actions or payments made by the Post-Effective Date Debtors pursuant to this Order, shall be construed as: (a) an admission as to the amount of, basis for, or validity of any Claim against the Debtors under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Movants' or any other party in interest's right to dispute any Claim; (c) a promise or requirement to pay any particular Claim; (d) an implication or admission that any particular Claim is of a type specified or defined in this Order; (e) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (f) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

11.13. This Order is immediately effective and enforceable.

12.14. This Court shall retain jurisdiction to hear and determine all matters arising from the interpretation and/or implementation of this Order.

Dated: _____, 2024
Wilmington, Delaware

The Honorable Mary F. Walrath
United States Bankruptcy Judge

Schedule 1

| | Name of Claimant | Claim Number | Claim Amount | Claim Type | Reason for Disallowance |
|---------------|---|-----------------|---|---|---|
| 1 | Bajpai, Alok Kumar | 1316 | \$0.00 \$0.00 \$34,944.28 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. <u>Accordingly, all liability owed to claimant on account of paid time off has been satisfied.</u> |
| 2 | Carcoustics USA | 973 | \$21,596.38 \$0.00 \$0.00 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records do not reflect any amounts owed to claimant and support provided is insufficient to verify amounts sought. |
| 3 | Dinh, Richard | 1359 | \$0.00 \$0.00 \$0.00 \$5,466.73 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23-. <u>Accordingly, all liability owed to claimant on account of paid time off has been satisfied.</u> |
| 4 | Dowell, Richard, as Lead Plaintiff Movant in the Securities Class Action | 816 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claim is based on a derivative class action lawsuit that does not assert any claims against the Debtors and has been dismissed. |
| 5 | Durre, Roger | 1411 | \$0.00 \$0.00 \$51,178.33 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. |
| 65 | FNY Managed Accounts LLC | 1433 | \$0.00 \$0.00 \$0.00 \$466,365.23 | Administrative Priority Secured Priority General Unsecured | Claimant is an Ohio Settlement Class Member whose claim is to be satisfied by the Ohio Securities Litigation Settlement Fund. |
| 76 | Garrahan, Gregory | 1181 | \$0.00 \$0.00 \$7,338.46 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23-. <u>Accordingly, all liability owed to claimant on account of paid time off has been satisfied.</u> |
| 87 | Gatzaros, Nico, as Lead Plaintiff Movant in the Securities Class Action | 809 | \$0.00\$0.00\$0.00 UNLIQUIDATED | Administrative PrioritySecuredPriority General Unsecured | Claim is based on a derivative class action lawsuit that does not assert any claims against the Debtors and has been dismissed. |

| | | | | | |
|-------------|--|------|--|---|--|
| <u>98</u> | Globestar Systems Inc. | 1399 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claimant is an Ohio Settlement Class Member whose claim is to be satisfied by the Ohio Securities Litigation Settlement Fund |
| <u>409</u> | Green, Brian | 1222 | \$0.00 \$0.00 \$31,386.48 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23. <u>Accordingly, all liability owed to claimant on account of paid time off has been satisfied.</u> |
| <u>4410</u> | Jackson, Janelle, Derivatively on Behalf of the Debtor, Lordstown Motors Corp. | 1418 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claim is based on a derivative action in which Debtor Lordstown Motors Corp. is a nominal defendant and no claims are asserted against the Debtors. |
| <u>4211</u> | Kwong, Benny | 1278 | \$0.00 \$0.00 \$22,166.98 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23-. <u>Accordingly, all liability owed to claimant on account of paid time off has been satisfied.</u> |
| <u>4312</u> | Lee, Sung Bum | 1360 | \$0.00 \$0.00 \$4,576.92 \$0.00 | Administrative Priority Secured Priority General Unsecured | Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23-. <u>Accordingly, all liability owed to claimant on account of paid time off has been satisfied.</u> |
| <u>1413</u> | Lim, Bandol as Plaintiff in the Securities Class Action | 802 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claim is based on a derivative class action lawsuit that does not assert any claims against the Debtors and has been dismissed. |
| <u>4514</u> | Lomont, Ed Derivatively on Behalf of the Debtor, Lordstown Motors Corp. | 1296 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claim is based on a derivative action in which Debtor Lordstown Motors Corp. is a nominal defendant and no claims are asserted against the Debtors. |
| <u>4615</u> | Nguyen, Nicholas | 853 | \$0.00 \$0.00 \$18,700.38 \$0.00 | Administrative Priority Secured Priority General Unsecured | -Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23-. <u>Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23.</u> |

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| 4716 | Pabbathi, Ashith | 1376 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claimant is an Ohio Settlement Class Member whose claim is to be satisfied by the Ohio Securities Litigation Settlement Fund |
| 4817 | Palay, David D. Jr. Individually, and Palay, Carol J Individually, and as Joint Tenants | 1515 | \$0.00 \$0.00 \$0.00 \$74,975.22 | Administrative Priority Secured Priority General Unsecured | Claimant indicates claim is subject to the Ohio Securities Litigation. Accordingly, claim is to be satisfied by the Ohio Securities Litigation Settlement Fund. |
| 4918 | Platzer, Christopher | 1342 | \$0.00 \$0.00 \$15,991.90 \$0.00 | Administrative Priority Secured Priority General Unsecured | -Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23-. <u>Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23.</u> |
| 2019 | Sarvepalli, Sunil Kumar | 1361 | \$0.00 \$0.00 \$39,922.50 \$0.00 | Administrative Priority Secured Priority General Unsecured | -Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23-. <u>Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23.</u> |
| 2420 | Tavares, Daniel | 1395 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | Claimant is an Ohio Settlement Class Member whose claim is to be satisfied by the Ohio Securities Litigation Settlement Fund |
| 2221 | Wong, Wai Man | 1298 | \$0.00 \$0.00 \$11,374.34 \$0.00 | Administrative Priority Secured Priority General Unsecured | -Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23-. <u>Debtors' books and records demonstrate that all paid time off owed to claimant was paid via payroll direct deposit on 10/25/23.</u> |
| 2322 | Workhorse Group Inc. | 1168 | \$0.00 \$0.00 \$0.00 UNLIQUIDATED | Administrative Priority Secured Priority General Unsecured | The Debtors do not owe any royalties to Workhorse Group Inc. under the applicable License Agreement. |