

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In re:	)	Chapter 11
)	
OTB HOLDING LLC, <i>et al.</i> , ¹	)	Case No. 25-52415 (SMS)
)	
	)	(Jointly Administered)
Debtors.)	
	)	Related Docket Nos. 493 and 494

DEBTORS' MOTION FOR ENTRY OF AN ORDER (I) APPROVING THE DISCLOSURE STATEMENT ON AN INTERIM BASIS; (II) SETTING A COMBINED HEARING ON FINAL APPROVAL OF THE DISCLOSURE STATEMENT AND PLAN CONFIRMATION; (III) APPROVING PROCEDURES FOR THE SOLICITATION AND TABULATION OF VOTES TO ACCEPT OR REJECT THE DEBTORS' CHAPTER 11 PLAN; AND (IV) APPROVING RELATED NOTICE AND OBJECTION PROCEDURES

The above captioned debtors and debtors in possession (collectively, the “Debtors”) file the *Debtors' Motion for Entry of an Order (I) Approving the Disclosure Statement on an Interim Basis; (II) Setting a Combined Hearing on Final Approval of the Disclosure Statement and Plan Confirmation; (III) Approving Procedures for the Solicitation and Tabulation of Votes to Accept or Reject the Debtors' Chapter 11 Plan; and (IV) Approving Related Notice and Objection Procedures* (the “Motion”). In support of this Motion, the Debtors respectfully represent as follows:

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: OTB Holding LLC (3213), OTB Acquisition LLC (8500), OTB Acquisition of New Jersey LLC (1506), OTB Acquisition of Howard County LLC (9865), Mt. Laurel Restaurant Operations LLC (5100), OTB Acquisition of Kansas LLC (9014), OTB Acquisition of Baltimore County, LLC (6963). OTB Holding LLC's service address is One Buckhead Plaza, 3060 Peachtree Road, NW, Atlanta, GA 30305.



JURISDICTION AND VENUE

1. This Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

2. The statutory predicates for the relief requested herein are sections 105, 365, 502, 1125, 1126 and 1128 of title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the “Bankruptcy Code”) and Rules 2002, 3016, 3017, 3018 and 3020 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rules 3018-1, 9013-1, and 9013-2 of the Local Rules of Practice for the United States Bankruptcy Court for the Northern District of Georgia (the “Local Rules”), and the *Second Amended and Restated General Order 26-2019, Procedures for Complex Chapter 11 Cases*, dated February 6, 2023 (the “Complex Case Procedures”).

BACKGROUND

3. On March 4, 2025 (the “Petition Date”), each of the Debtors filed a voluntary petition with the Court under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Northern District of Georgia, Atlanta Division (the “Court”). The Debtors have continued in possession of their properties and have continued to operate and manage their business as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The cases are being jointly administered pursuant to Bankruptcy Rule 1015(b).

4. On March 17, 2025, the Office of the United States Trustee for the Northern District of Georgia (the “U.S. Trustee”) appointed an official committee of unsecured creditors in these Chapter 11 Cases [Docket No. 111] (the “Committee”). No request has been made for the appointment of a trustee or examiner.

5. The factual background relating to the Debtors' commencement of these cases is set forth in detail in the *Declaration of Jonathan M. Tibus in Support of Chapter 11 Petitions and First Day Pleadings* [Docket No. 18] (the "First Day Declaration") which was filed on or about the Petition Date and incorporated herein by reference.

6. On May 16, 2025, the Court entered its *Order (A) Approving the Sale of Substantially All of the Debtors' Assets Free and Clear of Liens and Liabilities, (B) Authorizing the Debtors to Assume and Assign Executory Contracts and Unexpired Leases in Connection with the Sale, and (C) Granting Related Relief* [Docket No. 403] (the "Sale Order") which, among other things, approved the sale of substantially all of the Debtors assets pursuant to the Second Amended and Restated Asset Purchase Agreement (the "APA"), attached as Exhibit A in the *Notice of Filing of Prevailing Bidder APA* [Docket No. 350], free and clear of Liens, Claims, and interests, except for any Permitted Liens, Assumed Liabilities (each as defined in the APA), or as otherwise provided under the Sale Order. On May 30, 2025, the Debtors closed the Sale (as defined in the Sale Order) pursuant to the APA.

7. On July 1, 2025, the Debtors filed the *Debtors' Joint Chapter 11 Plan as of July 1, 2025* (as may be amended, the "Plan") and the *Disclosure Statement with Respect to the Joint Chapter 11 Plan Dated as of July 1, 2025* (as may be amended, the "Disclosure Statement"). The Plan provides for, among other things, the distribution of the proceeds from the Sale in accordance with the Plan.²

8. The Plan is proposed by the Debtors with the support of the Committee.

² Terms used by not defined herein shall have the meaning ascribed thereto in the Plan.

RELIEF REQUESTED

9. By this Motion, to facilitate consideration of the Disclosure Statement and the Plan, the Debtors seek the entry of an order (the “Approval Order”):

- (a) approving the proposed Disclosure Statement on an interim basis as containing “adequate information” for the purposes of section 1125 of the Bankruptcy Code;
- (b) approving procedures for: (i) soliciting, receiving, and tabulating votes to accept or reject the Plan; (ii) voting to accept or reject the Plan; and (iii) filing objections to the Plan;
- (c) approving the form ballots (collectively, the “Ballots”) for allowed claims in the Voting Class (as defined herein) attached to the Approval Order as Exhibit 2;
- (d) approving the form of the notice of non-voting status to Holders of unimpaired and impaired Claims and Interests in Class 1, Class 2, Class 3 and Class 5, as applicable, substantially in the form annexed to the proposed Approval Order as Exhibit 1 (the “Notice of Non-Voting Status”);
- (e) establishing July 22, 2025 as the Voting Record Date;
- (f) approving the Solicitation Packages (as defined herein) as being in compliance with Bankruptcy Rules 3017(d) and 2002(b);
- (g) approving the form and manner of notice of the final hearing on approval of the Disclosure Statement and confirmation of the Plan (the “Combined Hearing”), substantially in the form attached to the Proposed Order as Exhibit 3 (the “Combined Hearing Notice”); and
- (h) establishing the following dates and deadlines, subject to modification as necessary:

Event	Date / Deadline
Voting Record Date	July 22, 2025
Solicitation Deadline	July 30, 2025
Plan Supplement Deadline	August 15, 2025
Deadline to File Form of Confirmation Order	August 15, 2025
Rule 3018 Motion Deadline	August 15, 2025 at 4:00 p.m. (prevailing Eastern Time)
Voting Deadline	August 21, 2025 at 4:00 p.m. (prevailing Eastern Time)
Disclosure Statement and Confirmation Objection Deadline	August 22, 2025 at 4:00 p.m. (prevailing Eastern Time)
Deadline to File Balloting Report	August 26, 2025 at 4:00 p.m. (prevailing Eastern Time)
Deadline to File (i) Consolidated Reply to Objections and Brief in Support of Confirmation, (ii) Responses to Rule 3018 Motions, and Proposed Form of Confirmation Order	August 27, 2025 at 4:00 p.m. (prevailing Eastern Time)
Combined Hearing	August 29, 2025

APPLICABILITY OF COMPLEX CASE PROCEDURES AND PROVISIONS TO BE HIGHLIGHTED

10. The Debtors submit that Section I.2 of the Complex Case Procedures are applicable here because, among other things, (i) substantially all of the Debtors' assets were liquidated pursuant to sales under section 363 of the Bankruptcy Code; (ii) the Plan proposes to comply with section 1129(a)(9) (See Plan, § 3.02); (iii) the Plan does not seek non-consensual releases with respect to claims creditors may hold against non-Debtor parties; and (iv) the combined assets to be distributed under the Plan are estimated to be worth less than \$25 million, excluding causes of action.

11. Additionally, in accordance with Section I.2.b.ii of the Complex Case Procedures, the Debtors highlight the following provision of the Plan:

- **Section 1146 Exemption.** Section 12.13 of the Plan provides for an exemption under 1146(a) of the Bankruptcy Code for any transfers of property pursuant to the Plan.

BASIS FOR RELIEF

I. Interim Approval of the Disclosure Statement

12. Section 1125 of the Bankruptcy Code requires that a disclosure statement be approved by the court as containing “adequate information” prior to a debtor’s solicitation of acceptances or rejections of a plan. *See* 11 U.S.C. § 1125(b). “Adequate information” is defined in the Bankruptcy Code as:

[I]nformation of a kind, and in sufficient detail, as far as is reasonably practicable in light of the nature and history of the debtor and the condition of the debtor’s books and records, including a discussion of the potential material Federal tax consequences of the plan to the debtor, any successor to the debtor, and a hypothetical investor typical of the holders of claims or interests in the case, that would enable such a hypothetical investor of the relevant class to make an informed judgment about the plan, . . . [I]n determining whether a disclosure statement provides adequate information, the court shall consider the complexity of the case, the benefit of additional information to creditors and other parties in interest, and the cost of providing additional information.

13. *Id.* § 1125(a)(1). Thus, the disclosures must provide information that is “reasonably practicable” to permit an “informed judgment” by creditors and interest holders entitled to vote on the debtor’s plan of reorganization. *In re New Power Corp.*, 438 F.3d 1113, 1118 (11th Cir. 2006); *see also Century Glove, Inc. v. First Am. Bank of N.Y.*, 860 F.2d 94, 100 (3d Cir. 1988) (“[Section] 1125 seeks to guarantee a minimum amount of information to the

creditor asked for its vote”); *Cadle Co. II, Inc. v. PC Liquidation Corp. (In re PC Liquidation Corp.)*, 383 B.R. 856, 865–66 (E.D.N.Y. 2008). The essential requirement of a disclosure statement is that it clearly and succinctly informs the average creditor what it is going to get, when it is going to get it, and what contingencies exist to receiving its distribution. *In re Commonwealth Group-Mocksville Partners, LP*, No. 12-34319, 2013 WL 1728056, at *3 (Bankr. E.D. Tenn. Apr. 22, 2013) (quoting *In re Ferretti*, 128 B.R. 16, 19 (Bankr. D. N.H. 1991)).

14. Courts have broad discretion in determining whether a disclosure statement contains “adequate information,” employing a flexible approach based on the unique facts and circumstances of each case. *See* 11 U.S.C. § 1125(a)(1) (“‘[A]dequate information’ means information of a kind, and in sufficient detail, as far as is reasonably practicable in light of the nature and history of the debtor and the condition of the debtor’s books and records.”); *see also*, e.g., *In re Ionosphere Clubs, Inc.*, 179 B.R. 24, 29 (S.D.N.Y. 1995) (“The determination of what is adequate information is subjective and made on a case by case basis. This determination is largely within the discretion of the bankruptcy court.”) (internal citation omitted); *In re Nw. Recreational Activities, Inc.*, 8 B.R. 10, 11 (Bankr. N.D. Ga. 1980) (“The quality of the Disclosure Statement which will qualify as ‘adequate information’ will vary with the circumstances. The kind and form of information is left to the judicial discretion of the court on a case by case basis.”); *In re Brandon Mill Farms, Ltd.*, 37 B.R. 190, 191–92 (Bankr. N.D. Ga. 1984) (“Beyond the statutory guidelines described in the definition of ‘adequate information,’ the decision to approve or reject a disclosure statement is within the discretion of the Bankruptcy Court.”).

15. Moreover, courts should abstain from requiring a plan proponent to overburden a disclosure statement with information significant and meaningful to parties other than the creditors entitled to vote for or against confirmation of the Plan (*e.g.*, lawyers) which “may result ultimately in reducing the disclosure statement to an overlong incomprehensible, ineffective collection of words to those whose interests are to be served by disclosure.” *In re The Stanley Hotel, Inc.*, 13 B.R. 926, 933–34 (Bankr. D. Colo. 1981). In its inquiry, the Court is also not required to consider specialized issues that a particular party may wish to raise with respect to a plan, nor does it require that the disclosure statement satisfy the “adequate information” standard in relation to all parties in interest or that a debtor explain why its plan is superior to other, hypothetical plans. *See* 11 U.S.C. § 1125(a)(1) (“[A]dequate information need not include such information about any other possible or proposed plan...”). In brief, a disclosure statement “is not intended to be the primary focus of litigation in a contested Chapter 11 proceeding”. *In re Waterville Timeshare Group*, 67 B.R. 412, 413 (Bankr. N.H. 1986).

16. Employing a flexible approach to approval of disclosure statements, courts have identified several categories of information which, based on the facts of a particular case, should typically be included in a disclosure statement. *See, e.g., In re Metrocraft Pub. Serv., Inc.*, 39 B.R. 567, 568 (Bankr. N.D. Ga. 1984) (listing 19 factors that the court considered relevant in evaluating the adequacy of a disclosure statement). Relevant factors for evaluating the adequacy of a disclosure statement may include:

- (a) the events which led to the filing of a bankruptcy petition;
- (b) a description of the available assets and their value;
- (c) the anticipated future of the company;

- (d) the source of information stated in the disclosure statement;
- (e) a disclaimer;
- (f) the present condition of the debtor while in Chapter 11;
- (g) the scheduled claims;
- (h) the estimated return to creditors under a Chapter 7 liquidation;
- (i) the accounting method utilized to produce financial information and the name of the accountants responsible for such information;
- (j) the future management of the debtor;
- (k) the Chapter 11 plan or a summary thereof;
- (l) the estimated administrative expenses, including attorneys' and accountants' fees;
- (m) the collectability of accounts receivable;
- (n) financial information, data, valuations or projections relevant to the creditors' decision to accept or reject the Chapter 11 plan;
- (o) information relevant to the risks posed to creditors under the plan;
- (p) the actual or projected realizable value from recovery of preferential or otherwise avoidable transfers;
- (q) litigation likely to arise in a non-bankruptcy context;
- (r) tax attributes of the debtor; and
- (s) the relationship of the debtor with affiliates.

See Id; see also, e.g., In re Scioto Valley Mortgage Co., 88 B.R. 168, 170–71 (Bankr. S.D. Ohio 1988). Importantly, disclosure of every factor is not necessary in every case. *See id.*

17. This Court and other courts have regularly approved disclosure statements on an interim basis and set combined hearings on that disclosure statement's final approval and plan confirmation. *See Order and Notice In re Astroturf, LLC*, Case No. 16-41504-PWB (Bankr. N.D.Ga. Jun. 28, 2016) (Docket No. 371), *In re Lusk*, Case No. 14-41115-MGD (Bankr. N.D.Ga. Oct. 13, 2015) (Docket No. 131); *see also Order Granting Trustee's Emergency Motion* (Docket No. 512), *In re Falcon Air Express, Inc.*, Case No. 06-11877-BKC-AJC (Bankr. S.D. Fla. Feb. 5, 2007); *Order Scheduling Concurrent Hearings on Approval of the Disclosure Statement and Confirmation of the Second Amended Joint Plan of Reorganization* (Docket No. 538), *In re Luminent*, Case No. 08-21389 (Bankr. D. Md. May 15, 2009); *Order Regarding Plan and Disclosure Statement* (Docket No. 144), *In re Cypresswood Land Partners, I*, Case No. 07-32437-H4 11 (Bankr. S.D. Tex. Sep. 26, 2008); *see also In re Gulf Coast Oil Corp.*, 404 B.R. 407, 425 (Bankr. S.D. Tex. 2009) ("Section 1125(f) authorizes combined plans and disclosure statement [hearings] in small business cases and § 105(d) authorizes the court to combine them in other cases.").

18. Here, the Disclosure Statement contains "adequate information" within the meaning of section 1125 of the Bankruptcy Code and, accordingly, should be approved by the Court. Specifically, the Disclosure Statement contains descriptions and summaries of, among other things: (a) the business, corporate structure, and capital structure of the Debtors; (b) events leading up to the Chapter 11 Cases and significant events that have occurred therein, including the sales of the Debtors' assets; (c) estimates of the projected amount of Allowed Claims in each Class and the projected recoveries to be received by Holders of Allowed Claims; (d) treatment of administrative, priority, and non-priority claims; (e) the terms of the Plan, including a chart

describing the treatment of each Class; (f) the injunctions, releases, and exculpations provided by the Plan; (g) the feasibility of the Plan and a liquidation analysis under a hypothetical chapter 7 case; (h) risk factors that may affect the Plan; and (i) appropriate disclaimers regarding the Court's approval of information only as contained in the Disclosure Statement and Plan.

19. Accordingly, the Debtors submit that the Disclosure Statement contains "adequate information" within the meaning of section 1125 of the Bankruptcy Code and request that the Court approve the Disclosure Statement on an interim basis and enter the Disclosure Statement Order, substantially in the form attached hereto as Exhibit A.

II. Combined Hearing and Deadline for Objections

20. Section 1128(a) of the Bankruptcy Code provides that "[a]fter notice, the court shall hold a hearing on confirmation of a plan." 11 U.S.C. § 1128(a). Bankruptcy Rule 3017(c) provides that "[a]t the time or before the disclosure statement is approved, the court . . . may set a date for a confirmation hearing." Fed. R. Bankr. P. 3017(c). Additionally, Bankruptcy Rule 2002(b) requires at least 28 days' notice by mail to all creditors and indenture trustees of the time fixed for filing objections and the hearing to consider confirmation of a chapter 11 plan. *See* Fed. R. Bankr. P. 2002(b). Finally, section 105(d) of the Bankruptcy Code explicitly provides that the Court "shall hold such status conferences as are necessary to further the expeditious and economical resolution of the case" and "may issue an order at any such conference prescribing such limitations and conditions as the court deems appropriate to ensure that the case is handled expeditiously and economically, including an order that . . . provides that the hearing on approval of the disclosure statement may be combined with the hearing on confirmation of the plan." 11 U.S.C. § 105(d)(2)(B)(vi).

21. Combined Hearing Date. In accordance with section 1128(a) of the Bankruptcy Code, Bankruptcy Rules 2002 and 3017, and the Complex Case Procedures, the Debtors request that the Court set **August 29, 2025**, or such other time convenient for the Court, as the date and time for the Combined Hearing.³ The Debtors also request that the Court order that the Combined Hearing may be continued from time to time by announcing such continuance in open court or otherwise, without further notice to parties-in-interest.

22. The Debtors further request that the Court direct that objections to final approval of the Disclosure Statement or confirmation of the Plan, if any, (i) be made in writing; (ii) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules; (iii) state the name and address of the objecting party and the nature and amount of any claim or interest asserted by such party against the Debtors, their estates, or their property; (iv) state with particularity the legal and factual bases and nature of any objection to the Disclosure Statement or Plan; (v) be filed with the Court and served on: (a) the Debtors, c/o OTB Holding LLC, One Buckhead Plaza, 3060 Peachtree Road, NW, Atlanta, GA 30305 (Attn: Jonathan Tibus); (b) counsel for the Debtors, King & Spalding LLP, 1180 Peachtree Street NE, Atlanta, Georgia 30309 (Attn: Jeffrey R. Dutson and Brooke Bean); (c) the Office of the U.S. Trustee, 362 Richard B. Russell Building, 75 Ted Turner Drive, SW, Atlanta Georgia 30303 (Attn: David S. Weidenbaum); and (d) counsel to the Committee appointed in the Debtors' cases, Eversheds Sutherland (US) LLP, 999 Peachtree Street, NE, Suite 2300, Atlanta, GA 30309, (Attn: Todd C. Meyers, Erin E. Broderick, Nathaniel DeLoatch) (collectively, the "Notice Parties"), so as to be **actually received** no later than **August 22, 2025, at 4:00 p.m. (prevailing Eastern Time)** (the

³ The Debtors propose this date subject to the Court's availability.

“Disclosure Statement and Confirmation Objection Deadline”), which is seven (7) days before the date of the proposed Combined Hearing and twenty-three (23) days from the proposed Solicitation Deadline. The Debtors propose that the deadline to file a consolidated reply to any such objections be **August 27, 2025, at 4:00 p.m. (prevailing Eastern Time)**.

III. The Solicitation Procedures Should Be Approved

A. Establishment of a Voting Record Date

23. Bankruptcy Rule 3017(d) provides that, for the purposes of soliciting votes in connection with confirmation of a plan of liquidation, “creditors and equity security holders include record holders of stock, bonds, debentures, notes, and other securities on the date the order approving the disclosure statement is entered-or another date fixed by the court for cause after notice and a hearing.” Fed. R. Bankr. P. 3017(d) (internal quotations omitted). Bankruptcy Rule 3018(a) contains a similar provision regarding determination of the record date for voting purposes.

24. The Debtors request that the Court set July 22, 2025 as the record date (the “Voting Record Date”) for determining (a) creditors who are entitled to vote to accept or reject the Plan; and (b) in the case of nonvoting classes, the creditors and interest holders who are entitled to receive non-voting materials.

B. Notices to Nonvoting Classes

25. Holders of Claims and Interests in Class 1, Class 2, Class 3 and Class 5 are not entitled to vote for or against the Plan. Holders of Claims in Class 1, Class 2 and Class 3 are designated under the Plan as unimpaired and, therefore, are conclusively presumed to accept the Plan. *See* 11 U.S.C. § 1126(f). Holders of Class 5 Interests will not receive or retain any property

on account of such Interests under the Plan and, thus, are conclusively presumed to reject the Plan. *See* 11 U.S.C. § 1126(g).

26. Bankruptcy Rule 3017(d)(3) provides, in relevant part, as follows:

If the court orders that the disclosure statement and plan (or the plan summary) not be mailed to an unimpaired class, a notice that the class has been designated as unimpaired must be mailed to the class members. The notice must show:

(A) the name and address of the person from whom the plan (or summary) and the disclosure statement may be obtained at the plan proponent's expense;

(B) the time to file an objection to the plan's confirmation; and

(C) the date of the confirmation hearing.

Fed. R. Bankr. P. 3017(d)(3). Accordingly, the Debtors propose to send to Holders of unimpaired and impaired Claims and Interests in Class 1, Class 2, Class 3 and Class 5, as applicable, the Notice of Non-Voting Status, which informs such Holders that their Claims are unimpaired or impaired, as applicable, and sets forth the manner in which they may obtain a copy of the Plan and Disclosure Statement at no charge.

27. The Debtors submit that such notice satisfies the requirements of the Bankruptcy Code and Bankruptcy Rules.

C. Approval of Solicitation Packages

28. Bankruptcy Rule 3017(d) sets forth the materials that must be provided to holders of Claims and Interests entitled to vote for the purpose of soliciting their votes and providing adequate notice of the hearing to confirm a chapter 11 plan. Specifically, Bankruptcy Rule 3017(d) provides, in relevant part, that:

After the disclosure statement has been approved, the court must order the debtor in possession, the trustee, the plan proponent, or the clerk to mail the following items to creditors and equity security holders and, in a Chapter 11 case, to send a copy of each to the United States trustee:

- a. the court-approved disclosure statement;
- b. the plan or a court-approved summary of it;
- c. a notice of the time to file acceptances and rejections of the plan; and
- d. any other information as the court orders--including any opinion approving the disclosure statement or a court-approved summary of the opinion.

In addition, notice of the time to file an objection to a plan's confirmation and the date of the hearing on confirmation must be mailed to creditors and equity security holders in accordance with Rule 2002(b). A ballot that conforms to Form 314 must also be mailed to creditors and equity security holders who are entitled to vote on the plan.

29. Contingent upon the Court's interim approval of the Disclosure Statement, the Debtors propose to distribute or cause to be distributed solicitation packages (the "Solicitation Packages") to all Holders of Claims in Class 4 (the "Voting Class"), including: (a) all persons or entities identified in the Debtors' Schedules as holding liquidated, noncontingent and undisputed Claims in an amount greater than zero dollars, excluding scheduled claims that have been paid in full or superseded by filed proofs of claim; (b) all parties having timely filed proofs of claim, as reflected in the official claims register maintained by Kurtzman Carson Consultants, LLC dba Verita Global (the "Voting Agent") (i) in an amount greater than zero dollars and (ii) that have not been disallowed or expunged prior to the Voting Record Date; (c) the assignee of a transferred and assigned claim (whether a filed or scheduled claim) whose transfer and assignment has been properly noted on the Court's docket and is effective pursuant to Bankruptcy Rule 3001(e) as of the close of business on the Voting Record Date and whose claims have not been disallowed or expunged prior to the Voting Record Date; and (d) any other known Holders of Claims as of the Voting Record Date. The Debtors expect to complete distribution of the Solicitation Packages within seven (7) days after entry of the order approving

the Disclosure Statement on an interim basis (the “Solicitation Date”) but no later than July 30, 2025 (the “Solicitation Deadline”).

30. Each Solicitation Package shall include copies of: (a) a cover letter describing the contents of the Solicitation Package; (b) the Approval Order (without exhibits); (c) the Combined Hearing Notice; (d) an appropriate form of Ballot together with a pre-addressed, postage prepaid return envelope addressed to OTB Holding Ballot Processing, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245; (e) a letter from the Committee urging Holders to vote in favor of the Plan substantially in the form attached to the Approval Order as **Exhibit 4**; (f) the Disclosure Statement (together with the Plan annexed thereto and all other appendices); and (g) such other materials as the Court may direct. The Debtors submit that the Solicitation Packages comply with Bankruptcy Rule 3017(d) and should be approved.⁴

31. The Debtors request permission, at their discretion, to provide the Disclosure Statement and Plan and the Approval Order (without exhibits) to Holders of Claims entitled to vote on the Plan in electronic medium (*e.g.*, flash drive or hyperlink to the relevant document as provided by the Complex Case Procedures). The Ballots and the Combined Hearing Notice will be distributed on paper, and the Debtors propose that Holders of Claims or Interests in the Voting Class be permitted (but not required) to submit their Ballots to the Voting Agent electronically pursuant to the instructions set forth on each Ballot; provided, however, that the Combined Hearing Notice shall be served to former employees via electronic mail only (to the extent available). The Debtors further propose that they will provide, at their expense, paper copies of

⁴ All Solicitation Package materials (excluding the Ballot) will be available for review online at: <https://veritaglobal.net/ontheborder>.

any electronically distributed documents upon request of any party-in-interest to the Voting Agent.

D. Approval of Form Ballots

32. Bankruptcy Rule 3017(d) requires the Debtors to mail a form of ballot that substantially conforms to Official Form No. 314 only to “creditors and equity security holders who are entitled to vote on the plan.” Fed. R. Bankr. P. 3017(d). The Debtors propose to distribute to creditors in the Voting Class the Plan Ballots in the form attached to the proposed Approval Order as Exhibit 2. The Ballots are based on Official Form No. 314, but have been modified to address the particular terms of the Plan. Class 1, Class 2 and Class 3 are unimpaired and, therefore, conclusively presumed to accept the Plan in accordance with section 1126(f). Holders of Class 5 Interests will neither receive nor retain any property under the Plan on account of such Interests. Accordingly, Class 5 Interests are deemed to reject the Plan pursuant to section 1126(g). Therefore, the Debtors do not propose any Ballots for Holders of Claims or Interests in these Classes.

E. Voting Deadline

33. Bankruptcy Rule 3017(c) provides that, “[a]t the time or before the disclosure statement is approved, the court: (1) must set a deadline for holders of claims and interests to accept or reject the plan; and (2) may set a date for a confirmation hearing.” Fed. R. Bankr. P. 3017(c). The Debtors anticipate commencing the Plan solicitation period by mailing Ballots and other approved solicitation materials no later than the Solicitation Date. The Debtors propose that, to be counted as votes to accept or reject the Plan, all Ballots must be properly executed, completed and delivered to the Voting Agent: (i) by mail in the return envelope provided with

each Ballot, (ii) by overnight courier, (iii) by personal delivery, or (iv) by electronic submission pursuant to the instructions set forth on each Ballot, so that, in each case, all Ballots are received by the Voting Agent no later than **August 21, 2025 at 4:00 p.m. (prevailing Eastern time)** (the “**Voting Deadline**”). No Ballots may be submitted by facsimile or electronic mail and any Ballots submitted by facsimile or electronic mail will not be accepted or counted.

IV. The Tabulation Procedures Should Be Approved

34. Section 1126(c) provides:

A class of claims has accepted a plan if such plan has been accepted by creditors, other than any entity designated under subsection (e) of [section 1126], that hold at least two-thirds in amount and more than one-half in number of the allowed claims of such class held by creditors, other than any entity designated under subsection (e) of [section 1126], that have accepted or rejected such plan.

11 U.S.C. § 1126(c). Similarly, section 1126(d) provides:

A class of interests has accepted a plan if such plan has been accepted by holders of such interests, other than any entity designated under subsection (e) of [section 1126], that hold at least two-thirds in amount of the allowed interests of such class held by holders of such interests, other than any entity designated under subsection (e) of [section 1126], that have accepted or rejected such plan.

11 U.S.C. § 1126(d). Further, Bankruptcy Rule 3018(a)(4) provides that the “court may, after notice and hearing, temporarily allow a claim or interest in an amount that the court considers proper for voting to accept or reject a plan.” Fed. R. Bankr. P. 3018(a).

35. The Debtors propose that each Holder of a Claim within a Class of Claims entitled to vote to accept or reject the Plan be entitled to vote the amount of such Claim as set forth in the Schedules (as may be amended from time to time) unless: (a) such Holder has timely filed a proof of claim, in which event such Holder would be entitled to vote the amount of such Claim as set forth in such proof of claim; or (b) the Debtors have satisfied such Claim in

accordance with orders of the Court, in which event such Holder would be entitled to vote only the amount of such Claim that had not been satisfied (if any). The foregoing general procedure will be subject to the following exceptions:

- a. if a Claim is deemed “Allowed” under the Plan or an order of the Court, such Claim is Allowed for voting purposes in the deemed “Allowed” amount set forth in the Plan or the Court’s order;
- b. if a Claim for which a proof of claim has been timely filed is wholly contingent, unliquidated or disputed (as determined by the Debtors after a reasonable review of the Claim and its supporting documentation), the Debtors propose that such Claim be temporarily Allowed for voting purposes only, and not for purposes of allowance or distribution, at \$1.00, and the Ballot mailed to the Holder of such Claim shall be marked as voting at \$1.00;
- c. if a Claim is partially liquidated and partially unliquidated, the Debtors propose that the Claim be Allowed for voting purposes only in the liquidated amount;
- d. if a Claim has been estimated or otherwise Allowed for voting purposes by order of the Court, such Claim is temporarily Allowed in the amount so estimated or Allowed by the Court for voting purposes only, and not for purposes of allowance or distribution;
- e. if a Claim is listed in the Schedules as contingent, unliquidated or disputed and a proof of claim was not (a) filed by the applicable bar date for the filing of proofs of claim established by the Court or (b) deemed timely filed by an order of the Court prior to the Voting Deadline, then, unless the Debtors have consented in writing, the Debtors propose that such Claim be disallowed for voting purposes and for purposes of allowance and distribution pursuant to Bankruptcy Rule 3003(c);
- f. if the Debtors have filed an objection to a claim before the Voting Deadline, the Debtors propose that such Claim be disallowed for voting purposes only and not for purposes of allowance or distribution, except to the extent and in the manner as may be set forth in such objection;
- g. if a Claim has been amended by a later timely filed proof of claim, only the later filed amending Claim will be entitled to vote, regardless of whether the Debtors have objected to such earlier filed Claim; and

- h. notwithstanding anything to the contrary contained herein, any creditor who has filed or purchased duplicate Claims (whether against the same or multiple Debtors) that are classified under the Plan in the same Class, shall be provided with only one Solicitation Package and one Ballot for voting a single Claim in such Class, regardless of whether the Debtors have objected to such duplicate Claims.

36. The Debtors believe that the foregoing proposed tabulation procedures provide for a fair and equitable voting process. If any creditor seeks to challenge the allowance of its Claim for voting purposes in accordance with the above procedures, the Debtors request that the Court direct such creditor to serve on counsel for the Debtors and file with the Court a motion for an order pursuant to Bankruptcy Rule 3018(a) temporarily allowing such Claim in a different amount for purposes of voting to accept or reject the Plan no later than **August 15, 2025 at 4:00 p.m. (prevailing Eastern time)**. The Debtors further propose, in accordance with Bankruptcy Rule 3018(a), that as to any creditor filing such a motion, such creditor's Ballot should not be counted unless temporarily allowed by the Court for voting purposes, after notice and a hearing. If and to the extent that the Debtors and such party are unable to resolve the issues raised by the Rule 3018 Motion prior to the Voting Deadline established by the Bankruptcy Court, then at the Combined Hearing the Bankruptcy Court will determine whether the provisional Ballot should be counted as a vote on the Plan.

37. The Debtors request that (a) whenever a creditor casts more than one Ballot voting the same Claim(s) before the Voting Deadline, the last properly completed Ballot received before the Voting Deadline be deemed to reflect the voter's intent and, thus, to supersede any prior Ballots and (b) creditors with multiple Claims within a particular Class must vote all of their Claims within such Class either to accept or reject the Plan and may not split their votes, and thus neither (i) any Ballot that partially rejects and partially accepts the Plan nor (ii) any

Ballot filed by a creditor with multiple Claims within a Class who votes inconsistently will be counted.

38. The Debtors further propose that, without further order of the Court, the following Ballots not be counted or considered for any purpose in determining whether the Plan has been accepted or rejected: (a) any Ballot that is properly completed, executed and timely returned to the Voting Agent, but does not indicate an acceptance or rejection of the Plan or that indicates both an acceptance and rejection of the Plan; (b) any Ballot actually received by the Voting Agent after the Voting Deadline, unless the Debtors shall have granted in writing an extension of the Voting Deadline with respect to such Ballot; (c) any Ballot that is illegible or contains insufficient information to permit the identification of the claimant; (d) any Ballot cast by a person or entity that does not hold a Claim in a Class that is entitled to vote to accept or reject the Plan; (e) any Ballot cast for a Claim scheduled as unliquidated, contingent or disputed for which no proof of claim was timely filed; (f) unless expressly authorized by the Debtors, any unsigned or non-originally signed Ballot; (g) any Ballot sent directly to any of the Debtors, their agents (other than the Voting Agent) or the Debtors' financial or legal advisors or to any party other than the Voting Agent; (h) any Ballot cast for a Claim that has been disallowed (for voting purposes or otherwise); and (i) unless expressly authorized by the Debtors, any Ballot transmitted to the Voting Agent by facsimile or electronic means.

39. Subject to any contrary order of the Court, (i) the Debtors reserve the right to reject any and all Ballots the acceptance of which, in the opinion of the Debtors, would not be in accordance with the provisions of the Bankruptcy Code or the Bankruptcy Rules, and (ii) the Debtors may waive any defects or irregularities as to any particular Ballot at any time, either

before or after the Voting Deadline; *provided, however*, that any such waivers shall be documented in the tabulation report filed by the Voting Agent with the Bankruptcy Court.

40. None of the Debtors, the Voting Agent or any other person or entity will be under any duty to provide notification of defects or irregularities with respect to delivered Ballots, nor will any of them incur any liability for failure to provide such notification. Rather, the Voting Agent may disregard, with no further notice, defective ballots described above.

41. Upon completion of the balloting, the Voting Agent will generate a report (the “Balloting Report”) certifying the amount and number of Allowed Claims of Class 4 accepting or rejecting the Plan. The Debtors propose filing the Balloting Report with the Court on or before **August 26, 2025, at 4:00 p.m. (prevailing Eastern Time)**, which is three (3) days prior to the proposed Combined Hearing.

V. The Combined Hearing Notice and Objection Procedures Should Be Approved

42. Section 1128 provides that “[a]fter notice, the court shall hold a hearing on confirmation of a plan” and that “a party in interest may object to confirmation of a plan.” 11 U.S.C. § 1128.

43. Bankruptcy Rule 3017(c) provides: “[a]t the time or before the disclosure statement is approved, the court: (1) must set a deadline for holders of claims and interests to accept or reject the plan; and (2) may set a date for a confirmation hearing.” Fed. R. Bankr. P. 3017(c).

44. The Debtors request that the Court schedule the Combined Hearing to commence on such date as is convenient to the Court; provided that, in accordance with Complex Case

Procedure I such date shall be at least thirty-five (35) days following entry of the Approval Order.

A. Notice Procedures

45. Bankruptcy Rule 2002(b) and (d) and Complex Case Procedure I(2)(c) requires not less than twenty-eight (28) days' notice to all creditors and equity security holders of the time fixed for filing objections and the hearing to consider confirmation of a chapter 11 plan. In accordance with Bankruptcy Rules 2002 and 3017(d), the Complex Case Procedures and this Court's orders, the Debtors propose to provide to all creditors and equity security holders a copy of the Combined Hearing Notice in the form annexed to the proposed Approval Order as Exhibit 3, setting forth: (a) the date of approval of the Disclosure Statement; (b) the Voting Record Date; (c) the Voting Deadline; (d) the time fixed for filing objections to confirmation of the Plan; and (e) the time, date and place for the Combined Hearing.⁵

46. Bankruptcy Rule 2002(l) permits the Court to "order notice by publication if notice by mail is impracticable or if it is desirable to supplement the notice." Fed. R. Bankr. P. 2002(1). In addition to mailing the Combined Hearing Notice, the Debtors will publish the Combined Hearing Notice electronically on the Debtors' case website: <https://veritaglobal.net/ontheborder>; provided, however, that the Debtors will serve the Combined Hearing Notice on former employees via electronic mail (to the extent available). The Debtors believe that publication of the Combined Hearing Notice will provide sufficient notice of the approval of the Disclosure Statement, the Voting Record Date, the Voting Deadline, the time fixed for filing objections to confirmation of the Plan, and the time, date and place of the

⁵ As to the Holders of Claims in the Voting Class, the Confirmation Hearing Notice shall be transmitted as part of each such Holder's Solicitation Package.

Combined Hearing to persons who do not otherwise receive notice by mail as provided for in the Approval Order.

47. The Debtors anticipate that some notices of the hearing on the Disclosure Statement (the “Disclosure Statement Hearing Notices”) may be returned by the United States Postal Service as undeliverable. The Debtors believe that it would be costly and wasteful to distribute further notices, Solicitation Packages and/or Notices of Non-Voting Status to the same addresses to which undeliverable Disclosure Statement Hearing Notices were distributed. Therefore, the Debtors seek to be excused, without any further order of the Court, from distributing further notices, Solicitation Packages and/or Notice of Non-Voting Status to those entities listed at such addresses unless the Debtors are provided with accurate addresses for such entities prior to the Voting Record Date.

48. The Debtors anticipate that some of the Solicitation Packages or other solicitation-related notices described herein may be returned by the United States Postal Service as undeliverable. The Debtors request that they not be required to re-mail undeliverable Solicitation Packages or other undeliverable solicitation-related notices that were returned marked “undeliverable” or “moved – no forwarding address” or for similar reason, unless the Debtors have been informed in writing by such person of that person’s new address.

49. The Debtors submit that the foregoing procedures will provide adequate notice of the Combined Hearing and, accordingly, request that the Court approve such notice as adequate.

B. Procedures for the Filing of Objections to Confirmation of the Plan

50. Pursuant to Bankruptcy Rule 3020(b)(1), objections to confirmation of a plan must be filed and served “within the time set by the court.” Fed. R. Bank. P. 3020(b)(1). The

Combined Hearing Notice provides, and the Debtors request that the Court direct that, objections to confirmation of the Plan or proposed modifications to the Plan, if any, must: (a) be in writing; (b) conform to the Bankruptcy Rules, the Local Rules and Complex Case Procedures; (c) state the name and address of the objecting party and the amount and nature of the Claim or Interest of such party; (d) state with particularity the basis and nature of any objection to the Plan; and (e) be served on the parties listed in the Combined Hearing Notice so as to be actually received no later than the Disclosure Statement and Confirmation Objection Deadline.

51. The Debtors further request leave to file a consolidated reply to any objection to the Plan or final approval of the Disclosure Statement filed by no later than **August 27, 2025 at 4:00 p.m. (prevailing Eastern Time)**.

52. The proposed timing for filing and service of objections and proposed modifications, if any, will afford the Court, the Debtors and other parties in interest sufficient time to consider the objections and proposed modifications prior to the Combined Hearing.

NOTICE

53. Notice of this Motion has been provided to the parties on the Limited Service List. In light of the nature of the relief requested, the Debtors submit that no further notice is necessary.

NO PRIOR REQUEST

54. No prior request for the relief requested herein has been made to this Court or any other court in connection with the Chapter 11 Cases.

CONCLUSION

WHEREFORE, based upon the foregoing, the Debtors respectfully request that the Court enter the Approval Order, substantially in the form of **Exhibit A** attached hereto, (i) approving the Disclosure Statement on an interim basis, (ii) setting a combined hearing on final approval of the Disclosure Statement and Plan Confirmation; (iii) approving the solicitation procedures for the solicitation and tabulation of votes to accept or reject, (iv) approving related notice and objection procedures, and (v) granting such other and further relief as is just and proper.

[Remainder of Page Intentionally Blank]

Date: July 1, 2025
Atlanta, GA

KING & SPALDING LLP

/s/ Jeffrey R. Dutson

Jeffrey R. Dutson

Georgia Bar No. 637106

Brooke L. Bean

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Counsel for the Debtors in Possession

EXHIBIT A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re:	)	Chapter 11
)	
OTB HOLDING LLC, <i>et al.</i> , ¹	)	Case No. 25-52415 (SMS)
)	
	)	(Jointly Administered)
Debtors.)	
)	

**ORDER (I) APPROVING THE DISCLOSURE STATEMENT ON AN INTERIM BASIS;
(II) SETTING A COMBINED HEARING ON FINAL APPROVAL OF THE
DISCLOSURE STATEMENT AND PLAN CONFIRMATION; (III) APPROVING
PROCEDURES FOR THE SOLICITATION AND TABULATION OF VOTES TO
ACCEPT OR REJECT THE DEBTORS' CHAPTER 11 PLAN; AND (IV) APPROVING
RELATED NOTICE AND OBJECTION PROCEDURES**

This matter is before the Court on the *Debtors' Motion for Entry of an Order (I) Approving the Disclosure Statement on an Interim Basis; (II) Setting a Combined Hearing on Final Approval of the Disclosure Statement and Plan Confirmation; (III) Approving Procedures*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: OTB Holding LLC (3213), OTB Acquisition LLC (8500), OTB Acquisition of New Jersey LLC (1506), OTB Acquisition of Howard County LLC (9865), Mt. Laurel Restaurant Operations LLC (5100), OTB Acquisition of Kansas LLC (9014), OTB Acquisition of Baltimore County, LLC (6963). OTB Holding LLC's service address is One Buckhead Plaza, 3060 Peachtree Road, NW, Atlanta, GA 30305.

for the Solicitation and Tabulation of Votes to Accept or Reject the Debtors' Chapter 11 Plan; and (IV) Approving Related Notice and Objection Procedures [Docket No. [•]] (the "Motion") of the above captioned debtors and debtors in possession (collectively, the "Debtors"). All capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

Upon the Motion of the Debtors, it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, and other parties in interest; the Court having jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334; consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; the Debtors having filed with the Court the Disclosure Statement and the Plan; the Disclosure Statement Hearing Notice having been served on the Debtors' creditors; the Court having reviewed the Disclosure Statement, the Motion, the papers in support thereof and the responses thereto, if any; and upon such documents and the record established at the Disclosure Statement hearing, the Court having found and determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein and that the relief requested in the Motion is in the best interests of the Debtors, their estates and creditors; and after due deliberation and sufficient cause appearing therefore;

IT IS HEREBY FOUND THAT:

A. The Disclosure Statement Hearing Notices were properly served upon the Debtors' creditors and equity security holders in accordance with the Complex Case Procedures.

B. The Disclosure Statement filed in the Chapter 11 Cases as Docket No. 494 (as the same may have been amended and/or revised from time to time, including in connection with the Disclosure Statement hearing) contains “adequate information” within the meaning of section 1125 of title 11 of the Bankruptcy Code; *provided, however*, that the Court shall consider final approval of the Disclosure Statement at the Combined Hearing and all objections to final approval of the Disclosure Statement are preserved. Any objection to final approval of the Disclosure Statement will be considered *de novo* at the Combined Hearing. Interim approval of the Disclosure Statement does not prejudice or impair the rights of any Person or Entity, and expressly preserves the right of any Person or Entity to object based on the lack of “adequate information”, subject to the rights of the Debtors to dispute such objection, if any.

C. The form of notice of non-voting status (“Notice of Non-Voting Status”) to be sent to Holders of Claims and Interests in Class 1, Class 2, Class 3, and Class 5, substantially in the form annexed hereto as **Exhibit 1**, complies with Bankruptcy Rule 3017, and adequately addresses the particular needs of the Chapter 11 Cases.

D. The forms of the Ballots annexed hereto as **Exhibit 2** are substantially consistent with Official Form No. 314, adequately address the particular needs of the Chapter 11 Cases, and are appropriate for the Claims in Class 4 entitled to vote to accept or reject the Plan.

E. The Ballots require the furnishing of sufficient information to assure that duplicate Ballots are not submitted and tabulated and that Ballots reflect the votes of creditors.

F. Ballots need not be provided to the Holders of Claims in Class 1, Class 2 and Class 3 because the Plan provides that such Classes are unimpaired and, therefore, deemed to accept the Plan.

G. Ballots need not be provided to the Holders of Interests in Class 5 because the Plan provides that such Holders will not receive or retain any property under the Plan on account of such Interests and, therefore, are deemed to reject the Plan on account of such Interests.

H. The period set forth below during which the Debtors may solicit acceptances to the Plan is a reasonable and adequate period of time for creditors to make an informed decision to accept or reject the Plan.

I. The procedures for the solicitation and tabulation of votes to accept or reject the Plan (as more fully set forth in the Motion and below) provide for a fair and equitable voting process and are consistent with section 1126 of the Bankruptcy Code.

J. The Combined Hearing Notice substantially in the form annexed hereto as **Exhibit 3**, set forth the procedures below for providing notice to all creditors and equity security holders of the time, date and place of the Combined Hearing, and the contents of the Solicitation Packages comply with rules 2002 and 3017 of the Bankruptcy Rules and constitute sufficient notice to all interested parties.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED** as set forth herein.
2. Pursuant to Section 105 of the Bankruptcy Code, the Disclosure Statement filed by the Debtors on July 1, 2025 (Docket No. 494) with respect to the Plan is approved on an interim basis, subject to final approval at the Combined Hearing.
3. Any objections to the adequacy of the information contained in the Disclosure Statement are expressly reserved for consideration at the Combined Hearing. Any objections to:
(a) the voting procedures to be utilized; (b) the forms of notices to be provided to creditors and

interest holders; or (c) the forms of Ballots to be provided to creditors and interest holders that are entitled to vote on the Plan shall not be considered at the time of the Combined Hearing.

4. As set forth and described further in this Order, the following dates and deadlines are approved:

Event	Date / Deadline
Voting Record Date	July 22, 2025
Solicitation Deadline	July 30, 2025
Plan Supplement Deadline	August 15 2025
Deadline to File Form of Confirmation Order	August 15, 2025
Rule 3018 Motion Deadline	August 15, 2025 at 4:00 p.m. (prevailing Eastern Time)
Voting Deadline	August 21 2025 at 4:00 p.m. (prevailing Eastern Time)
Disclosure Statement and Confirmation Objection Deadline	August 22, 2025 at 4:00 p.m. (prevailing Eastern Time)
Deadline to File Balloting Report	August 26, 2025 at 4:00 p.m. (prevailing Eastern Time)
Deadline to File (i) Consolidated Reply to Objections and Brief in Support of Confirmation, (ii) Responses to Rule 3018 Motions, and Proposed Form of Confirmation Order	August 27, 2025 at 4:00 p.m. (prevailing Eastern Time)
Combined Hearing	August 29, 2025

5. **July 22, 2025** is established as the Voting Record Date for purposes of this Order and determining the creditors who are entitled to vote for or against the Plan.

6. The Debtors are directed to distribute or cause to be distributed Solicitation Packages to all Holders of Claims in Class 4 (the “Voting Class”), including: (a) all persons or entities identified in the Debtors’ Schedules as holding liquidated, noncontingent and undisputed Claims in an amount greater than zero dollars, excluding scheduled Claims that have been paid

in full or superseded by filed proofs of claim, (b) all parties having timely filed proofs of claim, as reflected in the official claims register maintained by Kurtzman Carson Consultants, LLC dba Verita Global (the “Voting Agent”) (i) in an amount greater than zero and (ii) that have not been disallowed or expunged prior to the Voting Record Date, (c) the assignee of a transferred and assigned Claim (whether a filed or scheduled Claim) whose transfer and assignment has been properly noted on the Court’s docket and is effective pursuant to Bankruptcy Rule 3001(e) as of the close of business on the Voting Record Date and whose claims have not been disallowed or expunged prior to the Voting Record Date, and (d) any other known Holders of Claims as of the Voting Record Date.

7. The Solicitation Packages shall contain copies of: (a) a cover letter describing the contents of the Solicitation Package; (b) the Approval Order (without exhibits); (c) the Combined Hearing Notice; (d) an appropriate form of Ballot together with a pre-addressed, postage prepaid return envelope addressed to OTB Holding Ballot Processing, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245; (e) a letter from the Committee urging Holders to vote in favor of the Plan substantially in the form attached hereto as **Exhibit 4**; and (f) the Disclosure Statement (together with the Plan annexed thereto and all other appendices).

8. The contents of the Solicitation Packages comply with Bankruptcy Rules 2002 and 3017 and constitute sufficient notice to all parties-in-interest, including, without limitation, the Holders of Claims and Interests in the Debtors. The Debtors, at their discretion, may provide the Disclosure Statement and Plan and this Order (without exhibits) to holders of Claims entitled to vote on the Plan in electronic medium (e.g., flash drive or hyperlink to the relevant document

as provided by the Complex Case Procedures. Holders of Claims or Interests in the Voting Class may (but are not required to) submit their Ballots to the Voting Agent electronically pursuant to the instructions set forth on each Ballot. The Debtors will provide, at their expense, paper copies of any electronically distributed documents upon request of any party-in-interest to the Voting Agent. The Ballots and the Combined Hearing Notice shall be distributed on paper; provided, however, that the Debtors shall serve the Combined Hearing Notice on former employees via electronic mail (to the extent available).

9. The form of Notice of Non-Voting Status, substantially in the form annexed hereto as **Exhibit 1** is approved and shall be distributed to Holders, as of the Voting Record Date, of: (a) unimpaired Claims in Class 1, Class 2 and Class 3 which Classes are deemed to accept the Plan, and (b) Interests in Class 5, which is deemed to reject the Plan.

10. The Combined Hearing Notice substantially in the form annexed hereto as **Exhibit 3** is approved and (together with a copy of this Order without exhibits) shall be transmitted to all creditors and equity security holders of the Debtors (except as otherwise ordered by this Court); provided, however, that the Debtors shall serve the Combined Hearing Notice on former employees via electronic mail (to the extent available).

11. With respect to addresses from which Disclosure Statement Hearing Notices were returned as undeliverable by the United States Postal Service: (a) the Debtors are excused from distributing Solicitation Packages and/or Notices of Non-Voting Status to those entities listed at such addresses unless the Debtors are provided with accurate addresses for such entities prior to the Voting Record Date; and (b) failure to distribute Solicitation Packages to such entities will

not constitute inadequate notice of the Combined Hearing, the Voting Deadline (as defined below) or violation of Bankruptcy Rule 3017(d).

12. The Debtors need not re-mail undelivered Solicitation Packages or other undeliverable solicitation-related notices that were returned marked “undeliverable” or “moved – no forwarding address” or for similar reason, unless the Debtors have been informed in writing by such person of that person’s new address.

13. Except as otherwise provided herein, to be counted as a vote to accept or reject the Plan, each Ballot must be properly executed, completed and the original thereof delivered to the Voting Agent so as to be actually received by the Voting Agent no later than **4:00 p.m. (prevailing Eastern time) on August 21, 2025** (the “Voting Deadline”).

14. Solely for purposes of voting to accept or reject the Plan, not for the purposes of the allowance of or distribution on account of a Claim, and without prejudice to the rights of the Debtors in any other context, each Claim within a Class of Claims entitled to vote to accept or reject the Plan shall be entitled to vote the amount of such Claim as set forth in the Schedules (as may be amended from time to time) unless such Holder has timely filed a proof of claim, in which event such Holder would be entitled to vote the amount of such Claim as set forth in such proof of claim:

- a. if a Claim is deemed “Allowed” under the Plan or an order of the Court, such Claim shall be Allowed for voting purposes in the deemed “Allowed” amount set forth in the Plan or the Court’s order;
- b. if a Claim for which a proof of claim has been timely filed is contingent, unliquidated or disputed (as determined by the Debtors after a reasonable review of the Claim and its supporting documentation), such Claim shall be temporarily allowed for voting purposes only, and not for purposes of allowance or distribution, at \$1.00, and the Ballot mailed to the Holder of such Claim shall be marked as voting at \$1.00;

- c. if a Claim is partially liquidated and partially unliquidated, the Claim shall be Allowed for voting purposes only in the liquidated amount;
- d. if a Claim has been estimated or otherwise Allowed for voting purposes by order of the Court, such Claim shall be temporarily Allowed in the amount so estimated or Allowed by the Court for voting purposes only, and not for purposes of allowance or distribution;
- e. if a Claim is listed in the Schedules as contingent, unliquidated or disputed and a proof of claim was not (i) filed by the applicable bar date for the filing of proofs of claim established by the Court or (ii) deemed timely filed by an order of the Court prior to the Voting Deadline, then, unless the Debtors have consented in writing to Allow such Claim for voting purposes, such Claim shall be disallowed for voting purposes and for purposes of allowance and distribution pursuant to Bankruptcy Rule 3003(c);
- f. if the Debtors have filed an objection to a Claim before the Voting Deadline, such Claim shall be temporarily disallowed for voting purposes only and not for purposes of allowance or distribution, except to the extent and in the manner as may be set forth in such objection;
- g. if a Claim has been amended by a later timely filed proof of claim, only the later filed amending Claim will be entitled to vote, regardless of whether the Debtors have objected to such earlier filed Claim; and
- h. notwithstanding anything to the contrary contained herein, any creditor who has filed or purchased duplicate Claims (whether against the same or multiple Debtors) that are classified under the Plan in the same Class, shall be provided with only one Solicitation Package and one Ballot for voting a single Claim in such Class, regardless of whether the Debtors have objected to such duplicate Claims.

15. If any claimant seeks to challenge the allowance of its Claim for voting purposes in accordance with the above procedures, such claimant is directed to serve on counsel for Debtors and file with the Court no later than **4:00 p.m. (Eastern time) on August 15, 2025**, a motion for an order pursuant to Bankruptcy Rule 3018(a) temporarily allowing such Claim in a different amount for purposes of voting to accept or reject the Plan.

16. As to any creditor filing a motion pursuant to Bankruptcy Rule 3018(a), such creditor's Ballot shall not be counted unless temporarily Allowed by the Court for voting purposes after notice and a hearing.

17. If a creditor casts more than one Ballot voting the same claim(s) before the Voting Deadline, the last Ballot received before the Voting Deadline is deemed to reflect the voter's intent and, thus, to supersede any prior Ballots.

18. Creditors with multiple Claims within a particular Class must vote all of their Claims within a particular Class under the Plan either to accept or reject the Plan and may not split their votes, and thus neither (i) any Ballot that partially rejects and partially accepts the Plan nor (ii) any Ballot filed by a creditor with multiple Claims within a Class who votes inconsistently will be counted.

19. Any Ballot that is properly completed, executed and timely returned to the Voting Agent but does not indicate an acceptance or rejection of the Plan or indicates both an acceptance and a rejection of the Plan, shall not be counted.

20. Any Ballot actually received by the Voting Agent after the Voting Deadline shall not be counted unless the Debtors granted an extension of the Voting Deadline with respect to such Ballot.

21. Any Ballot that is illegible or contains insufficient information to permit the identification of the claimant shall not be counted.

22. Any Ballot cast by a person or entity that does not hold a Claim in a Class that is entitled to vote to accept or reject the Plan shall not be counted.

23. Any Ballot cast for a Claim identified as unliquidated, contingent or disputed and for which no proof of claim was timely filed shall not be counted.

24. Any unsigned Ballot or non-originally signed Ballot shall not be counted.

25. Any Ballot sent directly to any of the Debtors, their agents (other than the Voting Agent), or the Debtors' financial or legal advisors or to any party other than the Voting Agent shall not be counted.

26. Any Ballot cast for a Claim that has been disallowed (for voting purposes or otherwise) shall not be counted.

27. Any Ballot transmitted to the Voting Agent by facsimile or other electronic means shall not be counted.

28. The Debtors may reject any and all Ballots the acceptance of which, in the opinion of the Debtors, would not be in accordance with the provisions of the Bankruptcy Code or the Bankruptcy Rules. The Debtors may also waive any defects or irregularities as to any particular Ballot at any time, either before or after the Voting Deadline; *provided, however*, that any such waivers shall be documented in the Balloting Report filed by the Voting Agent with the Bankruptcy Court.

29. None of the Debtors, the Voting Agent or any other person or entity shall be under any duty to provide notification of defects or irregularities with respect to delivered Ballots, nor shall the Debtors, the Voting Agent or any other person or entity incur any liability for failure to provide such notification.

30. The Voting Agent may disregard any and all defective ballots with no further notice to any other person or entity.

31. The Combined Hearing will be held at _____ : _____ **.m. (prevailing Eastern time) on** _____ **, 2025**; *provided, however*, that the Combined Hearing may be adjourned from time to time by the Court or the Debtors without further notice to parties other than an announcement in Court at the Combined Hearing or any adjourned Combined Hearing.

32. The Debtors shall publish the Combined Hearing Notice electronically on the Debtors' case website (<https://veritaglobal.net/ontheborder>).

33. Objections to confirmation of the Plan, proposed modifications to the Plan or final approval of the Disclosure Statement, if any, must: (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules; (c) state the name and address of the objecting party and the amount and nature of the Claim or Interest of such party; (d) state with particularity the basis and nature of any objection to the Plan; and (e) be filed, together with proof of service, with the Court electronically and served on the parties listed in the Combined Hearing Notice, on or before **4:00 p.m. (prevailing Eastern time) on August 22, 2025**.

34. Objections to confirmation of the Plan not timely filed and served in the manner set forth above may not be considered and may be overruled.

35. No later than **August 26, 2025 at 4:00 p.m. (prevailing Eastern Time)**, the Debtors shall file the Balloting Report.

36. No later than **August 27, 2025 at 4:00 p.m. (prevailing Eastern Time)**, the Debtors shall file any consolidated reply to any objections to the Plan or final approval of the Disclosure Statement.

37. The Debtors shall file any Plan Supplement (as defined in the Plan) on or before **August 15, 2025**, and shall post any such Plan Supplement on the Debtors case website (<https://veritaglobal.net/ontheborder>).

38. The Debtors shall file a proposed form of Confirmation Order by **August 15, 2025**, and shall post such form of Confirmation Order on the Debtors case website (<https://veritaglobal.net/ontheborder>).

39. The Debtors are authorized to take or refrain from taking any action and expending such funds necessary or appropriate to implement the terms of and the relief granted in this Order without seeking further order of the Court.

40. The Debtors are authorized to make nonsubstantive changes to the Disclosure Statement, Plan, Ballots, the Combined Hearing Notice, any other notice related to the Plan or Disclosure Statement and all exhibits and appendices to any of the foregoing without further order of the Court, including, without limitation, changes to correct typographical and grammatical errors and to make conforming changes among the Disclosure Statement, the Plan and any other materials in the Solicitation Package prior to their distribution.

41. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a), the Bankruptcy Local Rules for the Northern District of Georgia and the Complex Case Procedures are satisfied by such notice.

42. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

43. Counsel for the Debtors, through Kurtzman Carson Consultants, LLC d/b/a Verita Global, as claims and noticing agent (“Verita”), shall, within three (3) days of the entry of this Order, cause a copy of this Order to be served by electronic mail or first class mail, as applicable, on all parties served with the Motion, and Verita shall file promptly thereafter a certificate of service confirming such service.

[END OF ORDER]

Prepared and presented by:

/s/ Jeffrey R. Dutson

Jeffrey R. Dutson

Georgia Bar No. 637106

Brooke L. Bean

Georgia Bar No. 764552

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Counsel for the Debtors in Possession

EXHIBIT 1

NOTICE OF NON-VOTING STATUS

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re:	)	Chapter 11
)	
OTB HOLDING LLC, <i>et al.</i> , ¹	)	Case No. 25-52415 (SMS)
)	
	)	(Jointly Administered)
Debtors.)	
)	

**NOTICE OF NON-VOTING STATUS UNDER THE DEBTORS' JOINT CHAPTER 11
PLAN DATED AS OF JULY 1, 2025**

1. On March 4, 2025 (the “Petition Date”), the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).

2. On [•], 2025, the United States Bankruptcy Court for the Northern District of Georgia, Atlanta Division (the “Bankruptcy Court”) entered the Order *(I) Approving the Disclosure Statement on an Interim Basis; (II) Setting a Combined Hearing on Final Approval of the Disclosure Statement and Plan Confirmation; (III) Approving Procedures for the Solicitation and Tabulation of Votes to Accept or Reject the Debtors’ Chapter 11 Plan; and (IV) Approving Related Notice and Objection Procedures* (Docket No. [•], the “Approval Order”).

3. Among other things, the Approval Order: (a) approved the Disclosure Statement with Respect to the Joint Chapter 11 Plan Dated as of July 1, 2025 (Docket No. 494, the “Disclosure Statement”) on an interim basis; (b) established certain procedures (collectively, the “Solicitation Procedures”) for the solicitation and tabulation of votes to accept or reject the Joint Chapter 11 Plan Dated as July 1, 2025 (Docket No. 493, the “Plan”); (c) approved the contents of the proposed solicitation packages to be distributed to the Debtors’ stakeholders who are entitled to vote to accept or reject the Plan (collectively, the “Solicitation Packages”); (d) approved the forms of notice to be sent to certain stakeholders who are not entitled to vote to accept or reject the Plan; and (e) approved other notice and objection procedures in connection with the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: OTB Holding LLC (3213), OTB Acquisition LLC (8500), OTB Acquisition of New Jersey LLC (1506), OTB Acquisition of Howard County LLC (9865), Mt. Laurel Restaurant Operations LLC (5100), OTB Acquisition of Kansas LLC (9014), OTB Acquisition of Baltimore County, LLC (6963). OTB Holding LLC’s service address is One Buckhead Plaza, 3060 Peachtree Road, NW, Atlanta, GA 30305.

combined hearing to approve the Disclosure Statement on a final basis and confirm the Plan (the “Combined Hearing”).²

4. Pursuant to Rule 3017(d) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and the Approval Order, the Debtors: (a) are required to provide Solicitation Packages to all creditors entitled to vote to accept or reject the Plan; and (b) are not required to provide Solicitation Packages to holders of claims or interests in classes under the Plan that are conclusively presumed to either accept or reject the Plan (collectively, the “Non-Voting Classes”).

5. The Non-Voting Classes, and their proposed treatment under the Plan, are set forth immediately below:

Class 1: Miscellaneous Secured Claims are not impaired under the Plan and will be satisfied in full. Holders of Claims in Class 1 are conclusively presumed to have accepted the Plan and are not entitled to vote to accept or reject the Plan on account of such Claims.

Class 2: Secured Lender Claims are not impaired under the Plan and will be satisfied in full. Holders of Claims in Class 2 are conclusively presumed to have accepted the Plan and are not entitled to vote to accept or reject the Plan on account of such Claims.

Class 3: Other Priority Claims are not impaired under the Plan and will be satisfied in full. Holders of Claims in Class 3 are conclusively presumed to have accepted the Plan and are not entitled to vote to accept or reject the Plan on account of such Claims.

Class 5: Interests in the Debtors are impaired under the Plan. Under the Plan, holders of Class 5 Interests do not receive or retain any property on account of such interests. Holders of Class 5 Interests are conclusively presumed to reject the Plan and are not entitled to vote to accept or reject the Plan.

6. **YOU HAVE BEEN IDENTIFIED AS THE HOLDER OF A CLAIM OR INTEREST IN A NON-VOTING CLASS UNDER THE PLAN AND THEREFORE ARE NOT ENTITLED TO VOTE TO ACCEPT OR REJECT THE PLAN ON ACCOUNT OF SUCH CLAIM OR INTEREST.** Accordingly, pursuant to the Approval Order, you are receiving this Notice in lieu of a Solicitation Package containing, among other things, copies of the Disclosure Statement and the Plan. Should you wish to obtain a copy of either the Disclosure Statement or the Plan, copies of both documents (including any exhibits and appendices thereto) are available at no charge via the internet at: <https://veritaglobal.net/ontheborder>. Copies of the Disclosure Statement and the Plan (excluding any publicly-filed exhibits and appendices thereto)

² Terms used by not defined herein shall have the meaning ascribed thereto in the Plan.

are also available upon a written request made to the Debtors at OTB Holding Ballot Processing, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245.

7. If you wish to challenge the Debtors' classification of your Claim, you must file a motion, pursuant to Bankruptcy Rule 3018(a) (a "Rule 3018(a) Motion"), for an order temporarily allowing your Claim in a different classification or amount for purposes of voting to accept or reject the Plan and serve such motion on the Debtors **so that it is received by August 15, 2025 at 4:00 p.m. (prevailing Eastern Time)**. In accordance with Bankruptcy Rule 3018, as to any creditor filing a Rule 3018 Motion, such creditor's Ballot will not be counted unless temporarily allowed by the Bankruptcy Court for voting purposes, after notice and a hearing on or prior to **August 21, 2025 at 4:00 p.m. (prevailing Eastern Time)** (i.e., the last date fixed for creditors to vote to accept or reject the Plan). Rule 3018(a) Motions that are not timely filed and served in the manner as set forth above will not be considered.

8. The Combined Hearing will be held before Judge Sage M. Sigler at the United States Bankruptcy Court for the Northern District of Georgia, Richard B. Russell Federal Building and United States Courthouse, 75 Ted Turner Drive, SW, Atlanta, Georgia 30303, on **[•], 2025 at __:__ .m., Eastern Time**. The Combined Hearing may be continued from time to time without further notice other than the announcement of the adjourned date at the Combined Hearing or any continued hearing.

9. Objections, if any, to the confirmation of the Plan must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the claim or interest of such party; (c) state with particularity the basis and nature of any objection; and (d) be filed with the Bankruptcy Court at the address set forth in the preceding paragraph and served on the following parties by no later than **4:00 p.m. Eastern Time, on August 22, 2025**:

- the Debtors, c/o OTB Holding LLC, One Buckhead Plaza, 3060 Peachtree Road, NW, Atlanta, GA 30305 (Attn: Jonathan Tibus);
- counsel for the Debtors, King & Spalding LLP, 1180 Peachtree Street NE, Atlanta, Georgia 30309 (Attn: Jeffrey R. Dutson and Brooke Bean);
- the Office of the U.S. Trustee, 362 Richard B. Russell Building, 75 Ted Turner Drive, SW, Atlanta Georgia 30303 (Attn: David S. Weidenbaum); and
- counsel to the Committee appointed in the Debtors' cases, Eversheds Sutherland (US) LLP, 999 Peachtree Street, NE, Suite 2300, Atlanta, GA 30309, (Attn: Todd C. Meyers, Erin E. Broderick, Nathaniel DeLoatch.

10. If you would like to obtain a copy of the Disclosure Statement, Plan, the Plan Supplement, or related documents, you should contact Kurtzman Carson Consultants d/b/a Verita (the "Voting Agent") by (a) writing via first class mail to OTB Holding Ballot Processing, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245, (b) clicking

the “Submit an Inquiry” option at <https://www.veritaglobal.net/ontheborder/inquiry>, or (c) calling the Debtors’ restructuring hotline at (888) 647-1744 (U.S./Canada) or (310) 751-2628 (International). You may also obtain copies of any pleadings filed in these Chapter 11 Cases (a) for a fee via PACER at: <http://www.ganb.uscourts.gov> or (b) at no charge from the Voting Agent by accessing the Debtors’ restructuring website at <https://www.veritaglobal.net/ontheborder>.

Date: [•], 2025
Atlanta, GA

By Order of the Court,

KING & SPALDING LLP

Jeffrey R. Dutson

Georgia Bar No. 637106

Brooke L. Bean

Georgia Bar No. 764552

Alice Kyung Won Song

Georgia Bar No. 692753

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Email: asong@kslaw.com

Counsel for the Debtors in Possession

EXHIBIT 2

**FORM OF BALLOT
Class 4 General Unsecured Claims**

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re:	)	Chapter 11
)	
OTB HOLDING LLC, <i>et al.</i> , ¹	)	Case No. 25-52415 (SMS)
)	
	)	(Jointly Administered)
Debtors.)	
_____)	

**BALLOT FOR ACCEPTING OR REJECTING THE DEBTORS' JOINT CHAPTER 11
PLAN AS OF JULY 1, 2025**

CLASS 4 – GENERAL UNSECURED CLAIMS

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY *BEFORE* COMPLETING THIS BALLOT.**

**IN ORDER FOR YOUR VOTE TO BE COUNTED, THIS BALLOT MUST BE
COMPLETED, EXECUTED, AND RETURNED SO AS TO BE ACTUALLY RECEIVED
BY THE VOTING AGENT BY AUGUST 21, 2025, AT 4:00 P.M., PREVAILING
EASTERN TIME (THE "VOTING DEADLINE") IN ACCORDANCE WITH THE
PLAN.**

**YOU SHOULD REVIEW THE DISCLOSURE STATEMENT AND THE PLAN
BEFORE YOU VOTE. YOU MAY WISH TO SEEK LEGAL ADVICE CONCERNING
THE PLAN AND YOUR CLASSIFICATION AND TREATMENT UNDER THE PLAN.
YOUR CLAIM HAS BEEN PLACED IN CLASS 4 UNDER THE PLAN. IF YOU
HOLD CLAIMS IN MORE THAN ONE CLASS, YOU WILL RECEIVE A BALLOT
FOR EACH CLASS IN WHICH YOU ARE ENTITLED TO VOTE.**

**IF THE PLAN IS CONFIRMED BY THE BANKRUPTCY COURT, IT WILL BE
BINDING ON YOU WHETHER OR NOT YOU VOTE.**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: OTB Holding LLC (3213), OTB Acquisition LLC (8500), OTB Acquisition of New Jersey LLC (1506), OTB Acquisition of Howard County LLC (9865), Mt. Laurel Restaurant Operations LLC (5100), OTB Acquisition of Kansas LLC (9014), OTB Acquisition of Baltimore County, LLC (6963). OTB Holding LLC's service address is One Buckhead Plaza, 3060 Peachtree Road, NW, Atlanta, GA 30305.

PLEASE SUBMIT YOUR BALLOT BY ONE OF THE TWO FOLLOWING METHODS:

By regular mail, overnight mail, or hand delivery at:

OTB Holding Ballot Processing
c/o KCC dba Verita
222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245

OR

By electronic, online submission:

The Voting Agent will accept Ballots if properly completed through the online Portal. To submit your E-Ballot, please visit <https://www.veritaglobal.net/OnTheBorder> (the “Ballot Portal”) and follow the instructions to submit your E-Ballot.

In order to submit your E-Ballot through the Ballot Portal, you must use the Unique E-Ballot ID# assigned to your claim.

UNIQUE E-BALLOT ID: _____

UNIQUE E-BALLOT PIN: _____

The Voting Agent’s Ballot Portal is the sole manner in which E-Ballots will be accepted via electronic or online transmission. E-Ballots submitted by facsimile, email, or other means of electronic transmission will not be counted.

PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE YOUR ACCEPTANCE OR REJECTION OF THE PLAN.

THE DEBTORS RECOMMEND THAT YOU ACCEPT THE PLAN BY CHECKING THE “TO ACCEPT THE PLAN” BOX IN ITEM 2.

Item 1. Amount and Type of Claim

The undersigned hereby certifies that as of the Voting Record Date, the undersigned was the Holder of a Class 4 Claim in the following aggregate unpaid amount: \$_____.

Item 2. Class 4 – General Unsecured Claims

The Holder of the Claim(s) set forth in Item 1, votes (please check one):

☐ To **ACCEPT** the Plan ☐ To **REJECT** the Plan

Item 3. Certifications.

By signing this Ballot, the undersigned certifies to the Bankruptcy Court and the Debtors that:

- (a) as of the Voting Record Date, either: the Person or Entity is the Holder (or authorized signatory for a Holder) of the Claims in the Voting Class as set forth in Item 1;
- (b) the Person or Entity (or in the case of an authorized signatory, the Holder) has reviewed a copy of the Disclosure Statement, the Plan, and the remainder of the Solicitation Package and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth herein;
- (c) the Person or Entity has not relied on any statement made or other information received from any person with respect to the Plan other than the information contained in the Solicitation Package or other publicly available materials;
- (d) no other Ballots with respect to the amount of the Claim identified in Item 1 has been cast or, if any other Ballots have been cast with respect to such Claim, then any such earlier Ballots are hereby revoked;
- (e) the Person or Entity understands and acknowledges that if multiple Ballots are submitted voting the Claim set forth in Item 1, only the last properly completed Ballot voting the Claim and received by the Voting Agent before the Voting Deadline shall be deemed to reflect the voter's intent and thus to supersede and revoke any prior Ballots received by the Voting Agent; and
- (f) the Person or Entity understands and acknowledges that all authority conferred or agreed to be conferred pursuant to this Ballot, and every obligation of the Holder hereunder, shall be binding upon the transferees, successors, assigns, heirs, executors, administrators, and legal

representatives of the Holder and shall not be affected by, and shall survive, the death or incapacity of the Holder.

(Print or Type)	
Name of Holder:	_____
Signature:	_____
Name of Signatory:	_____
	(If other than Holder)
Title:	_____
Address:	_____

Telephone:	_____
Email:	_____
Date Completed:	_____

IF THE VOTING AGENT DOES NOT ACTUALLY RECEIVE THIS BALLOT ON OR BEFORE AUGUST 21, 2025, AT 4:00 P.M., PREVAILING EASTERN TIME, AND IF THE VOTING DEADLINE IS NOT EXTENDED, YOUR VOTE TRANSMITTED BY THIS BALLOT MAY BE COUNTED TOWARD CONFIRMATION OF THE PLAN ONLY IN THE DISCRETION OF THE DEBTORS.

EXHIBIT 3

COMBINED HEARING NOTICE

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re:	)	Chapter 11
)	
OTB HOLDING LLC, <i>et al.</i> , ¹	)	Case No. 25-52415 (SMS)
)	
	)	(Jointly Administered)
Debtors.)	
)	

NOTICE OF (A) ENTRY OF ORDER APPROVING DISCLOSURE STATEMENT ON INTERIM BASIS AND APPROVING SOLICITATION PROCEDURES; (B) DEADLINE FOR CASTING VOTES TO ACCEPT OR REJECT CHAPTER 11 PLAN; (C) HEARING TO CONSIDER FINAL APPROVAL OF DISCLOSURE STATEMENT AND CONFIRMATION OF CHAPTER 11 PLAN AND (D) RELATED MATTERS

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. Pursuant to an order dated [•], 2025 (Docket No. [•], the “Approval Order”), the United States Bankruptcy Court for the Northern District of Georgia, Atlanta Division (the “Court”) has (a) approved the *Disclosure Statement With Respect to the Joint Chapter 11 Plan Dated as of July 1, 2025* (the “Disclosure Statement”) filed by the above-captioned debtors and debtors in possession (the “Debtors”) on an interim basis and (b) authorized the Debtors to solicit votes to accept or reject the Debtors’ *Joint Chapter 11 Plan Dated as of July 1, 2025* (as may be amended, the “Plan”).²

2. The Approval Order establishes July 22, 2025 as the Voting Record Date for determining the holders of prepetition claims entitled to vote to accept or reject the Plan and establishes **4:00 p.m. (prevailing Eastern time) on August 21, 2025** as the Voting Deadline for submission of ballots to accept or reject the Plan (the “Ballots”). Holders of claims entitled to vote to accept or reject the Plan will receive the following materials: (a) this Notice, (b) a copy of the Approval Order (without exhibits) to which this Notice corresponds, (c) the Disclosure Statement, (d) the Plan, and (e) one or more Ballots (and return envelopes) to be used in voting

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: OTB Holding LLC (3213), OTB Acquisition LLC (8500), OTB Acquisition of New Jersey LLC (1506), OTB Acquisition of Howard County LLC (9865), Mt. Laurel Restaurant Operations LLC (5100), OTB Acquisition of Kansas LLC (9014), OTB Acquisition of Baltimore County, LLC (6963). OTB Holding LLC’s service address is One Buckhead Plaza, 3060 Peachtree Road, NW, Atlanta, GA 30305.

² Terms used by not defined herein shall have the meaning ascribed thereto in the Plan

to accept or reject the Plan (collectively, the “Solicitation Package”). Failure to follow the instructions set forth in the Ballot may disqualify that Ballot and the vote represented thereby.

3. Holders of (a) unimpaired claims and (b) claims or interests that will receive no distribution under the Plan are not entitled to vote on the Plan and, therefore, will receive a notice of non-voting status rather than a Ballot. If you are not entitled to vote to accept or reject the Plan but believe that you should be entitled to vote to accept or reject the Plan, then you must serve on the Notice Parties (defined below) and file with the Bankruptcy Court a motion for an order pursuant to Bankruptcy Rule 3018(a) (a “Rule 3018(a) Motion”) temporarily allowing such claim in a different amount for purposes of voting to accept or reject the Plan by **August 15, 2025 at 4:00 p.m. (prevailing Eastern Time)**. The Ballot of any creditor filing a Rule 3018(a) Motion shall not be counted unless temporarily allowed by the Bankruptcy Court for voting purposes, after notice and a hearing.

4. A hearing to consider confirmation of the Plan (the “Combined Hearing”) will be held before Judge Sage M. Sigler at the United States Bankruptcy Court for the Northern District of Georgia, Richard B. Russell Federal Building and United States Courthouse, 75 Ted Turner Drive, SW, Atlanta, Georgia 30303 on [__ __], 2025 at __:__.m., prevailing Eastern Time. The Combined Hearing may be continued from time to time without further notice other than the announcement of the adjourned date at the Combined Hearing or any continued hearing.

5. Objections, if any, to the confirmation of the Plan or final approval of the Disclosure Statement must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the Claim or Interest of such party; (c) state with particularity the basis and nature of any objection; and (d) be served on the following parties (the “Notice Parties”) so as to be actually received no later than **4:00 p.m. (prevailing Eastern time) on August 22, 2025** (the “Disclosure Statement and Confirmation Objection Deadline”): (i) the Debtors, c/o OTB Holding LLC, One Buckhead Plaza, 3060 Peachtree Road, NW, Atlanta, GA 30305 (Attn: Jonathan Tibus); (ii) counsel for the Debtors, King & Spalding LLP, 1180 Peachtree Street NE, Atlanta, Georgia 30309 (Attn: Jeffrey R. Dutson and Brooke Bean); (iii) the Office of the U.S. Trustee, 362 Richard B. Russell Building, 75 Ted Turner Drive, SW, Atlanta Georgia 30303 (Attn: David S. Weidenbaum); and (iv) counsel to the Committee appointed in the Debtors’ cases, Eversheds Sutherland (US) LLP, 999 Peachtree Street, NE, Suite 2300, Atlanta, GA 30309, (Attn: Todd C. Meyers, Erin E. Broderick, Nathaniel DeLoatch).

6. All executory contracts and unexpired leases of the Debtors shall be deemed rejected by the Debtors as of the effective date of the Plan, except for any executory contract or unexpired lease that: (a) has previously been assumed, assumed and assigned, or rejected pursuant to an order of the Bankruptcy Court on or prior to confirmation of the Plan or (b) is the subject of a pending motion to assume, assume and assign, or reject as of confirmation of the Plan.

7. **THIS CHAPTER 11 PLAN CONTAINS CERTAIN RELEASE, INJUNCTION AND EXCULPATION PROVISIONS. THESE PROVISIONS ARE SET**

FORTH IN THE CHAPTER 11 PLAN AND DESCRIBED IN THE DISCLOSURE STATEMENT.

8. Requests for copies of the Disclosure Statement and the Plan (excluding certain voluminous exhibits thereto) by parties in interest may be made in writing to OTB Holding Ballot Processing, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245. In addition, any party may view and download the Plan, the Disclosure Statement and related exhibits (as they are filed) without charge at <https://veritaglobal.net/ontheborder>. If you have any questions regarding this Notice, please call the Voting Agent at (888) 647-1744 (U.S./Canada) or (310) 751-2628 (International).

UNLESS AN OBJECTION IS TIMELY FILED AND SERVED AS PROVIDED HEREIN, IT MAY NOT BE CONSIDERED AT THE HEARING.

Date: [•], 2025
Atlanta, GA

By Order of the Court,

KING & SPALDING LLP
Jeffrey R. Dutson
Georgia Bar No. 637106
Brooke L. Bean
Georgia Bar No. 764552
Alice Kyung Won Song
Georgia Bar No. 692753
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Email: bbean@kslaw.com
Email: asong@kslaw.com

Counsel for the Debtors in Possession

EXHIBIT 4

**LETTER OF OFFICIAL COMMITTEE OF UNSECURED CREDITORS IN SUPPORT
OF THE PLAN**

[To Come]