

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re

SC HEALTHCARE HOLDING, LLC *et al.*,

Debtors.¹

Chapter 11

Case No. 24-10443 (TMH)

Jointly Administered

Sale Hearing: July 10, 2024 at 10:00 a.m. (ET)

AMENDED NOTICE OF SUCCESSFUL BIDDERS AND BACK-UP BIDDER

PLEASE TAKE NOTICE that this *Amended Notice of Successful Bidders and Back-Up Bidder* serves to amend the *Notice of Successful Bidder* [Docket No. 608] serves to correct the allocations of HP Developers, LLC as the Successful Bidder for Courtyard Estates of Canton, Courtyard Estates of Sullivan, and Legacy Estates of Monmouth, and to provide notice of the Back-Up Bidder that was selected for those same facilities.

PLEASE TAKE FURTHER NOTICE that, on May 21, 2024, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered that certain *Order (I) Approving (A) Bidding Procedures and (B) Assumption and Assignment Procedures and (III) Granting Related Relief* [Docket No. 341] (the “Bid Procedures Order”),² approving certain dates, deadlines, and procedures for the potential sale of all or substantially all of the Debtors’ assets (the “Bidding Procedures”).

PLEASE TAKE FURTHER NOTICE that, pursuant to paragraph 12 of the Bid Procedures Order, on July 2, 2024, the Debtors commenced an Auction for the Assets. The Auction concluded at approximately 9:05 a.m. (prevailing Eastern Time) on July 3, 2024. The proceedings were conducted in accordance with the Bidding Procedures.

PLEASE TAKE FURTHER NOTICE that, pursuant to paragraph 15 of the Bid Procedures Order, the Debtors, in consultation with the Consultation Parties, selected four Successful Bidders after the conclusion of the Auction: (i) HP Developers, LLC was selected as the Successful Bidder for three facilities, Courtyard Estates of Canton, Courtyard Estates of Sullivan, and Legacy Estates of Monmouth with a purchase price of \$14,500,000, of which, an

¹ The last four digits of SC Healthcare Holding, LLC’s tax identification number are 2584. The mailing address for SC Healthcare Holding, LLC is c/o Petersen Health Care Management, LLC 830 West Trailcreek Dr., Peoria, IL 61614. Due to the large number of debtors in these Chapter 11 Cases, whose cases are being jointly administered, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information is available on a website of the Debtors’ claims and noticing agent at www.kcellc.net/Petersen.

² All capitalized terms used but not otherwise defined herein shall be given the meanings ascribed to them in the Bid Procedures Order or the Bidding Procedures, as applicable.



allocation of \$6,625,000 was made for Courtyard Estates of Canton, \$6,625,000 was made for Courtyard Estates of Sullivan, and \$1,250,000 was made for Legacy Estates of Monmouth; (ii) Bank of Farmington was selected as the Successful Bidder for Courtyard Estates of Farmington with a credit bid in the amount of \$2,845,277.77, plus a cash payment of \$309,806; (iii) Hickory Point Bank & Trust was selected as the Successful Bidder for Courtyard Estates of Girard with a credit bid in the amount of \$1,820,968 and a cash payment of \$209,346; and (iv) Petersen Acquisitions, LLC, as the Stalking Horse Bidder, was selected as the Successful Bidder for the remainder of the Debtors' skilled nursing facilities with a bid in the amount of \$116,160,000. The Petersen Acquisitions, LLC allocations are attached hereto as **Exhibit A**.

PLEASE TAKE FURTHER NOTICE that Vantage Senior Care, LLC was selected as the Back-Up Bidder for Courtyard Estates of Canton, Courtyard Estates of Sullivan, and Legacy Estates of Monmouth with a purchase price of \$14,750,000, of which, an allocation of \$5,000,000 was made for Courtyard Estates of Canton, \$5,000,000 was made for Courtyard Estates of Sullivan, and \$4,750,000 was made for Legacy Estates of Monmouth.

PLEASE TAKE FURTHER NOTICE that on **July 10, 2024, at 10:00 a.m. (prevailing Eastern Time)**, a hearing (the "Sale Hearing") will be held before the Honorable Thomas M. Horan, United States Bankruptcy Judge, to consider the entry of the Sale Order authorizing the Debtors and the Successful Bidders to consummate the transactions. Pursuant to the Bidding Procedures Order, and as reflected in the subsequent notices of revised dates [Docket Nos. 519, 545, 555, 562], objections to the Sale Transactions, including to conduct at the Auction and matters unique to Successful Bids and Successful Bidders, if any, must be filed by **July 3, 2024, at 5:00 p.m. (prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that the Sale Hearing (or any portion thereof) may be adjourned by the Debtors, in consultation with the Consultation Parties, from time to time without further notice other than by announcement in open court or through the filing of a notice or other document on the Court's docket.

PLEASE TAKE FURTHER NOTICE that copies of the Bidding Procedures, Bid Procedures Order, and other pleadings filed in these chapter 11 cases may be obtained free of charge by visiting the website of the solicitation agent, Kurtzman Carson Consultants, LLC, at <https://veritaglobal.net/petersen>. You may also obtain pleadings filed in these chapter 11 cases by visiting the Court's website via PACER at <http://deb.uscourts.gov>.

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Dated: July 3, 2024
Wilmington, Delaware

Respectfully submitted,

**YOUNG CONAWAY STARGATT &
TAYLOR, LLP**

/s/ Shella Borovinskaya

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*Counsel for the Debtors and Debtors in
Possession*

Exhibit A

Petersen Acquisitions, LLC Allocations

Facility	Beds	Loan Group	Allocation
Grand Total	5,788		114,000,000
Total Sector	3,108		63,241,477
Rochelle Gardens Care Center	74	No Loan (X-Caliber boot)	1,419,663
Rochelle Rehab & Health Care Center	50	No Loan (X-Caliber boot)	250,000
Nokomis Rehab & Health Care Center	92	No Loan (X-Caliber boot)	460,000
Flora Gardens Care Center	107	No Loan (X-Caliber boot)	1,605,000
Whispering Oaks Care Center	16	No Loan (X-Caliber boot)	80,000
Willow Rose Rehab & Health Care	98	No Loan (X-Caliber boot)	490,000
Polo Rehab & Health Care	81	X-Caliber	348,150
Courtyard Estates of Kewanee	35	X-Caliber	1,225,000
Courtyard Estates of Knoxville	32	X-Caliber	1,120,000
Courtyard Estates of Monmouth	51	X-Caliber	3,825,000
Marigold Rehab & Health Care Center	172	X-Caliber	3,225,410
El Paso Health Care Center	123	X-Caliber	3,690,000
Flanagan Rehab & Health Care Center	75	X-Caliber	826,209
Charleston Rehab & Health Care Center	139	X-Caliber	3,197,000
Cumberland Rehab & Health Care Center	54	X-Caliber	1,190,091
Total X-Caliber	1,199		22,951,523
Palm Terrace of Mattoon	178	Lument	2,314,000
Flora Rehab & Health Care Center	99	Lument	495,000
Mt. Vernon Health Care Center	106	Lument	530,000
White Oak Rehab & Health Care Center	65	Lument	1,495,000
Toulon Rehab & Health Care Center	136	Lument	6,528,000
Total Lument	584		11,362,000
South Elgin Rehab & Health Care Center	90	Grandbridge	4,500,000
Countryview Care Center of Macomb	62	Grandbridge	310,000
Jonesboro Rehab & Health Care Center	77	Grandbridge	1,925,000
Total Grandbridge	229		6,735,000
Courtyard Estates of Galva	32	Community State Bank	160,000
Courtyard Estates of Green Valley	40	Community State Bank	200,000
Total Community State Bank	72		360,000
Cornerstone Rehab & Health Care Center	98	Unencumbered	1,495,455
Riverview Estates	18	Unencumbered	-
Rock River Gardens	70	Unencumbered	854,545
Total Unencumbered	186		2,350,000
Courtyard Estates of Farmington	32	Bank of Farmington	1,600,000
Courtyard Estates of Herscher	42	Bank of Rantoul	1,575,000
Roseville Rehab & Health Care	99	Berkadia	1,485,000
Courtyard Estates of Girard	48	Hickory Point Bank	240,000
Betty's Garden Memory Care of Kewanee	24	No Loan (GMF 1st lien)	600,000
Prarie Rose	105	Wells Fargo	1,500,000
Newman Rehab & Health Care Center	60	No Loan (Leased)	-