

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

Ref. Docket Nos. 1365, 1398, 1399, 1411 & 1413

NOTICE OF FILING OF REVISED LIQUIDATION ANALYSIS

PLEASE TAKE NOTICE that, on March 25, 2025, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Debtors’ Combined Disclosure Statement and Chapter 11 Plan of Liquidation* [Docket No. 1365] (together with all exhibits and supplements thereto and as modified or amended from time to time, the “Combined Plan and Disclosure Statement”) with the United States Bankruptcy Court for the District of Delaware (the “Court”). The Combined Plan and Disclosure Statement was subsequently amended on April 16, 2025 [Docket No. 1398] and on April 21, 2025 [Docket No. 1411] (the “Solicitation Version Combined Plan and Disclosure Statement”).² Attached to the Solicitation Version Combined Plan and Disclosure Statement as Exhibit C was a liquidation analysis (the “Liquidation Analysis”).

PLEASE TAKE FURTHER NOTICE that, on April 21, 2025, the Court entered that certain *Order (I) Approving the Combined Plan and Disclosure Statement on an Interim Basis for Solicitation Purposes Only; (II) Establishing the Deadline for Administrative Expenses Claims; (III) Establishing Solicitation and Voting Procedures; (IV) Approving the Form of Ballots and Solicitation Materials; (V) Establishing the Voting Record Date; (VI) Fixing the Date, Time, and Place for the Combined Hearing and the Deadline for Filing Objections Thereto; and (VII) Granting Related Relief* [Docket No. 1413], thereby approving the Combined Plan and Disclosure Statement on an interim basis only for purposes of soliciting votes to accept or reject the Solicitation Version Combined Plan and Disclosure Statement.

PLEASE TAKE FURTHER NOTICE that the Debtors have revised the Liquidation Analysis (the “Revised Liquidation Analysis”), which is attached hereto as **Exhibit A**.

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, PO Box 620, Delavan, IL 61734. 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 <https://www.kccllc.net/Petersen>.

² Capitalized terms used but not otherwise defined herein have the meaning given to such terms in the Solicitation Version Combined Plan and Disclosure Statement.



The Debtors reserve their rights to further amend the Revised Liquidation Analysis before, during, or after the hearing scheduled to consider final approval and confirmation of the Solicitation Version Combined Plan and Disclosure Statement scheduled on June 10, 2025 at 10:00 a.m. (ET).

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Dated: June 6, 2025
Wilmington, Delaware

Respectfully submitted,

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Possession*

Exhibit A

Revised Liquidation Analysis

Petersen Health Care		(1) Plan of Liquidation		(2) Chapter 7 Conversion		Variance	Notes and Assumptions
Liquidation Analysis		Est. Value	Recovery	Est. Value	Recovery		
Sources / Proceeds:							
Sales Price	113,282,292			113,282,292		-	
Less: Broker Fees	(2,355,855)			(2,355,855)		-	
Less: Other Fees	(25,824,027)			(25,824,027)		-	
Net Transaction Proceeds	85,102,411			85,102,411		-	
Cash (at DIP Payoff on 12/04/24)	9,109,461			9,109,461		-	
Pre-Plan A/R Collections (sale date through 06/14/25)	11,685,679			11,685,679		-	
Post-Plan A/R Collections (post 06/14/25)	3,335,442			-		(3,335,442)	- In Ch. 7, assume sale of A/R on 06/14/25.
Pre-Plan Non-A/R Collections (sale date through 06/14/25)	3,600,943			3,600,943		-	- Insurance refunds, new operator reimbursements and utility adequate protection refunds.
Post-Plan Non-A/R Collections (post 06/14/25)	83,333			-		(83,333)	- In Ch. 7, assume no new operator reimbursements.
A/R Sale (on 09/30/25, on 06/14/25 in Ch. 7 Conversion)	4,370,914			1,198,989		(3,171,924)	- In Ch. 7, assume 3% sale of 06/14/25 A/R balance.
Other Asset Recovery	1,203,945			1,203,945		-	- Plane, vehicles and non-healthcare real estate
Insider Admin Expense Settlement	1,200,000			-		(1,200,000)	- Agreement with insider not directly applicable in Ch. 7.
Causes of Action	-			TBD			
Total Sources of Cash Value	119,692,128			111,901,428		(7,790,700)	
Uses:							
Priority Administrative Expenses / Claims							
DIP Facility Payoff (paid on 12/04/24)	45,067,600			45,067,600		-	-DIP repayment plus accrued interest
Pre-Plan Operational Disbursements (sale date through 06/14/25)	9,704,922			9,704,922		-	
Post-Plan Operational Disbursements (post 06/14/25)	1,778,144			563,747		(1,214,397)	- In Ch.7, reduced collection costs from A/R sale. Reduced payroll expense.
Pre-Plan Professional Disbursements (sale date through 06/14/25)	7,398,806			7,398,806		-	
Post-Plan Professional Disbursements (post 06/14/25)	1,399,509			2,177,557		778,048	- Conversion does not include fee discount. Existing professionals replaced with trustee's.
503(b)(9) Claims	213,840			213,840		-	
Liquidating Trust Funding	400,000			-		(400,000)	- No liquidating trust in Ch. 7 conversion.
Chapter 7 Related Disbursements:							
Financial Advisor	-			500,000		500,000	- In Ch. 7, assume increased costs for new firm acclimation / catch-up.
Legal	-			750,000		750,000	- In Ch. 7, assume increased costs for new firm acclimation / catch-up.
Trustee Fees	-			300,000		300,000	
(1) Administrative Claims	65,962,821	65,962,821		66,676,472	66,676,472	713,651	
Recovery %		100.0%			100.0%	0.0%	
Proceeds Available for 1st Lien Claims		53,729,307		45,224,956		(8,504,351)	
(2) 1st Lien Claims	131,219,424	51,847,293		131,219,424	45,224,956	(6,622,338)	
Recovery %		39.5%			34.5%	-5.0%	
Proceeds Available for 2nd Lien Claims		1,882,013		-		(1,882,013)	
(3) 2nd Lien Claims	26,897,469	497,167		26,897,469	-	(497,167)	- Includes \$26.4MM GMF and \$497K SBA loan.
Recovery %		1.8%			0.0%	-1.8%	
Proceeds Available for Priority Unsecured Claims		1,384,847		-		(1,384,847)	
(4) Priority Unsecured Claims	-	-		-	-	-	- Potential State of Missouri claim.
Recovery %		N/A			N/A	N/A	
Insider GUC Settlement		5,500,000		-		(5,500,000)	- Agreement with insider not directly applicable in Ch. 7.
Proceeds Available for General Unsecured Claims		6,884,847		-		(6,884,847)	
State of Illinois Medicaid Advances	46,792,000			46,792,000		-	
Other General Unsecured Claims	75,796,809			75,796,809		-	
Deficiency Claims	50,279,021			112,891,938		62,612,917	- In the plan, Column & GMF subordinates and Wells Fargo waives their deficiency claims.
Tort Claims	TBD			TBD			
(5) General Unsecured Claims	172,867,830	6,884,847		235,480,747	-	(6,884,847)	
Recovery %		4.0%			0.0%	0.0%	
Proceeds Available for Equity Holders		-		-		-	