

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

In re: )  
 ) Chapter 11  
PLASTIQ INC., *et al.*,<sup>1</sup> )  
 ) Case No. 23-10671 (BLS)  
Debtors. )  
 ) (Jointly Administered)  
 )  
 ) **Docket Ref. Nos. 11, 23, 38 & 79**

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**DEBTORS’ MOTION FOR ENTRY OF AN ORDER GRANTING  
LEAVE AND PERMISSION TO FILE REPLY IN SUPPORT OF  
FINAL DIP AND BIDDING PROCEDURES ORDERS**

The above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) hereby submit this motion (this “**Motion**”) for entry of an order substantially in the form attached hereto as Exhibit A (the “**Proposed Order**”), pursuant to Rule 9006(c) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and Rule 9006-1(d) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), granting the Debtors leave and permission to file their reply (the “**Reply**”) in support of the *Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to Obtain Postpetition Financing, (II) Authorizing Debtors to Use Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Claims, (IV) Granting Adequate Protection, (V) Modifying Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief* [Docket No. 11] (the “**DIP Motion**”), and the *Debtors’ Motion for Entry of (A) an Order (I) Approving Bidding Procedures in Connection with the Sale of the Debtors’ Assets and Related Bid Protections, (II) Approving Form and Manner of Notice, (III)*

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103.



*Scheduling Auction and Sale Hearing, (IV) Authorizing Procedures Governing Assumption and Assignment of Certain Contracts and Unexpired Leases, and (V) Granting Related Relief; and (B) an Order (I) Approving the Purchase Agreements, and (II) Authorizing a Sale Free and Clear of All Liens, Claims, Encumbrances, and Other Interests* [Docket No. 23] (the “**Bidding Procedures Motion**”), and in response to the objection thereto filed by the Official Committee of Unsecured Creditors (the “**Committee**”) [Docket No. 79] (the “**Objection**”). In support of this Motion, the Debtors respectfully represent as follows:

### **JURISDICTION AND VENUE**

1. The Court has jurisdiction to consider this Motion under 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated as of February 29, 2012. This is a core proceeding pursuant to 28 U.S.C. § 157(b), and, under Local Rule 9013-1(f), the Debtors consent to the entry of a final order by the Court in connection with this Motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory bases for the relief requested herein are section 105 of the Bankruptcy Code, Bankruptcy Rules 2002(a) and 9006(c)(1) and Local Rule 9006-1(c) and (e).

### **BACKGROUND**

2. On May 24, 2023 (the “**Petition Date**”), each of the Debtors commenced a voluntary case under chapter 11 of the Bankruptcy Code. These chapter 11 cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1. The Debtors continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

3. On June 7, 2023, the Office of the United States Trustee for the District of Delaware appointed the Committee pursuant to section 1102(a)(1) of the Bankruptcy Code [Docket No. 65]. No trustee or examiner has been appointed in these chapter 11 cases.

4. Additional information regarding the Debtors' business, their capital structure, and the circumstances leading to the filing of these chapter 11 cases is set forth in the *Declaration of Vladimir Kasparov in Support of Chapter 11 Petitions and First Day Pleadings* (the "**First Day Declaration**") [Docket No. 2].

### **LEAVE TO FILE THE REPLY**

5. On the Petition Date, the Debtors filed the DIP Motion and the Bidding Procedures Motion. The Court entered an order on May 25, 2023, granting the relief requested in the DIP Motion on an interim basis [Docket No. 38]. A hearing to consider the relief requested in the DIP Motion on a final basis (the "**Final DIP Order**") and the Bidding Procedures Motion, as it pertains to approval of the Bidding Procedures (as defined in the Bidding Procedures Motion) (the "**Bidding Procedures Order**", and together with the Final DIP Order, the "**Orders**"), was originally scheduled for June 15, 2023, but was adjourned to June 21, 2023 at 10:00 a.m. (ET) (the "**Hearing**") to allow the Committee additional time to get up to speed. Objections to entry of the Orders were to be filed and served on or before June 9, 2023, at 4:00 p.m. (ET) (the "**Objection Deadline**"). The Debtors agreed to extend the Objection Deadline for the Committee to June 15, 2023 at 4:00 p.m. (ET). On June 15, 2023, the Committee filed the Objection.

6. Pursuant to Local Rule 9006-1(d), "[r]eply papers . . . may be filed by 4:00 p.m. prevailing Eastern Time the day prior to the deadline for filing the agenda." Due to the holiday on Monday, June 19, 2023, the agenda for the Hearing was due on Friday, June 16, 2023 and the

Debtors' deadline to file the Reply under the Local Rules was therefore Thursday, June 15, 2023, at 4:00 p.m. (ET) (the "**Reply Deadline**").

7. Sufficient cause exists to grant the relief requested in this Motion to permit the Debtors to file the Reply after the Reply Deadline. In order to allow the Committee additional time to review the DIP Motion and Bidding Procedures Motion, and to facilitate negotiations between the parties, the Debtors adjourned the original hearing date and extended the Committee's objection deadline to the Reply Deadline. In order to prepare an adequate response that will assist the Court in consideration of the Objection, the Debtors required additional time to file the Reply. The Debtors submit that the Committee will not be prejudiced by the filing of a late Reply because the Debtors have been in continuing negotiations with the Committee regarding the Objection.

8. The Reply will assist the Court in its consideration of the Orders and the Objection by further developing the record with respect to the issues raised in the Objection.

### **CONCLUSION**

WHEREFORE, the Debtors respectfully request that the Court enter the Proposed Order, substantially in the form attached hereto as Exhibit A, granting the Debtors leave and permission to file the Reply and such other and further relief as the Court deems just and proper.

*[Remainder of page intentionally left blank]*

Dated: June 20, 2023  
Wilmington, Delaware

**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

*/s/ Joseph M. Mulvihill*

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**EXHIBIT A**

**Proposed Order**

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

In re:	)	
	)	Chapter 11
PLASTIQ INC., <i>et al.</i> , <sup>1</sup>	)	
	)	Case No. 23-10671 (BLS)
Debtors.	)	
	)	(Jointly Administered)
	)	
	)	Docket Ref. No. ____

**ORDER GRANTING DEBTORS’ MOTION FOR ENTRY OF AN ORDER GRANTING  
LEAVE AND PERMISSION TO FILE REPLY IN SUPPORT OF  
FINAL DIP AND BIDDING PROCEDURES ORDERS**

Upon consideration of the motion (the “**Motion**”)<sup>2</sup> of the above-captioned debtors and debtors in possession (the “**Debtors**”) for the entry of an order granting the Debtors leave and permission to file the Reply; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been given under the circumstances, and it appearing that no other or further notice need be provided; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

1. The Motion is GRANTED as set forth herein.
2. Pursuant to Local Rule 9006-1(d), the Debtors are granted leave and permission to file the Reply, and the Reply is deemed timely filed as a matter of record in these chapter 11 cases.
3. This Court shall retain jurisdiction over any and all matters arising from or related to the interpretation or implementation of this Order.