

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

In re

Sticky's Holdings LLC, *et al.*,

Debtors.¹

Chapter 11

Case No. 24-10856 (JKS)

Jointly Administered

RE: D.I. 247

**CERTIFICATE OF COUNSEL SUBMITTING
PROPOSED ORDER (I) SCHEDULING A HEARING ON
PLAN CONFIRMATION AND DEADLINES RELATED
THERE TO; (II) APPROVING THE SOLICITATION, NOTICE
AND TABULATION PROCEDURES AND THE FORMS
RELATED THERETO; AND (III) GRANTING RELATED RELIEF**

I, John W. Weiss, of Pashman Stein Walder Hayden, P.C., counsel to the above-captioned debtors and debtors in possession, (the "Debtors"), hereby certify as follows:

1. On April 25, 2024 (the "Petition Date"), the Debtors commenced a voluntary case under chapter 11 of the Bankruptcy Code as debtors defined in Bankruptcy Code section 1182(1) and the Debtors elected to proceed under Subchapter V of chapter 11 of the Bankruptcy Code pursuant to the Small Business Debtor Reorganization Act, as amended.

2. On April 26, 2024, Ms. Natasha Songonuga of Archer & Greiner, P.C. was appointed as the Subchapter V Trustee (the "Subchapter V Trustee"). No other trustee, examiner, or official committee has been appointed in this case. The Debtors are operating their businesses as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number are as follows: Sticky's Holdings LLC (3586); Sticky Fingers LLC (3212); Sticky Fingers II LLC (7125); Sticky Fingers III LLC (3914); Sticky Fingers IV LLC (9412); Sticky Fingers V LLC (1465); Sticky Fingers VI LLC (0578); Sticky's BK I LLC (0423); Sticky's NJ I LLC (5162); Sticky Fingers VII LLC (1491); Sticky's NJ II LLC (6642); Sticky Fingers IX LLC (5036); Sticky's NJ III LLC (7036); Sticky Fingers VIII LLC (0080); Sticky NJ IV LLC (6341); Sticky's WC I LLC (0427); Sticky's Franchise LLC (5232); Sticky's PA GK I LLC (7496); Stickys Corporate LLC (5719); and Sticky's IP LLC (4569). The Debtors' mailing address is 21 Maiden Lane, New York, NY 10038.



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3. On July 24, 2024, the Debtors filed the *Subchapter V Debtors' Plan of Reorganization* [D.I. 247] (as may be further modified, amended, and/or supplemented from time to time, the "Plan") with the United States Bankruptcy Court for the District of Delaware (the "Court").

4. The Debtors, in consultation with the Office of the United States Trustee and the Subchapter V Trustee, have prepared a proposed form of order establishing a schedule with respect to confirmation of the Plan (the "Confirmation Scheduling Order"), attached hereto as **Exhibit A**.

5. None of the aforementioned parties, through their counsel, objects to entry of the Confirmation Scheduling Order. Accordingly, the Debtors respectfully request that the Court enter the Confirmation Scheduling Order, attached hereto as **Exhibit A**, at the earliest convenience of the Court.

Dated: July 25, 2024
Wilmington, Delaware

PASHMAN STEIN WALDER HAYDEN, P.C.

/s/ John W. Weiss

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*Counsel to the Debtors and
Debtors in Possession*

EXHIBIT A

Confirmation Scheduling Order

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

In re

Sticky's Holdings LLC, *et al.*,

Debtors.¹

Chapter 11

Case No. 24-10856 (JKS)

Jointly Administered

Re. D.I. 247

**ORDER (I) SCHEDULING A HEARING ON
PLAN CONFIRMATION AND DEADLINES RELATED
THERE TO; (II) APPROVING THE SOLICITATION, NOTICE
AND TABULATION PROCEDURES AND THE FORMS
RELATED THERETO; AND (III) GRANTING RELATED RELIEF**

Upon the *Certificate of Counsel Submitting Proposed Order (I) Scheduling a Hearing on Plan Confirmation and Deadlines Related Thereto; (II) Approving the Solicitation, Notice and Tabulation Procedures and the Forms Related Thereto; and (III) Granting Related Relief*; and based on the record in this Chapter 11 Case; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated as of February 29, 2012; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and the Court may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested is in the best interests of the Debtors'

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estates, their creditors and other parties in interest; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY FOUND THAT:

A. The Debtors have all necessary authority to propose and prosecute the Chapter 11 Plan of Reorganization of Sticky's Holdings LLC and its debtor affiliates (the "Plan") [D.I. 247].²

B. The period, set forth below, during which the Debtors may solicit the Plan is a reasonable and adequate period of time under the circumstances for creditors entitled to vote to make an informed decision to accept or request the Plan, including to make an informed decision to object to the Plan.

C. The notice substantially in the form attached hereto as **Exhibit A** (the "Confirmation Hearing Notice") and the procedures set forth below of providing such notice to known creditors and interest holders of the time, date and place of the hearing to consider confirmation for the Plan (the "Confirmation Hearing"), and the contents of the Confirmation Hearing Notice comply with the Bankruptcy Rules 2002 and 3017 and constitute sufficient notice to all interest parties.

D. The notice substantially in the form attached hereto as **Exhibit B** (the "Non-Voting Status Notice and Opt-Out Form," and together with the Confirmation Hearing Notice, the "Notices") and the procedures set forth below for providing such notice to Holders of Claims and Equity Interests in Classes 1, 2, and 4 that are deemed to accept the Plan, of their non-voting status and the content of the Non-Voting Status Notice and Opt-Out Form, complies with the requirements of the Bankruptcy Code and is appropriate for the non-voting Classes or Equity Interests.

² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Plan.

E. The procedures for solicitation and tabulation of votes to accept or reject the Plan (the “Solicitation Procedures”) as set forth herein and in the accompanying exhibits provide for a fair and equitable process and are consistent with the Bankruptcy Code section 1126. The form of ballots attached hereto as **Exhibit C** (the “Ballots”) is sufficiently consistent with Official Form No. 314, adequately addresses the particular needs of these Chapter 11 Cases, and is appropriate for the class of Claims entitled to vote on the Plan (the “Voting Class”) to vote to accept or reject the Plan.

NOW THEREFOR, IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The schedule for confirmation of the Plan (the “Confirmation Schedule”) is approved in its entirety as follows:

Proposed Timetable	
Event	Date
Plan Filing	July 24, 2024
Record Date	July 24, 2024
Solicitation Completed	July 31, 2024
Plan Supplement Filed	August 21, 2024
Confirmation Objection Deadline	August 28, 2024 at 5:00 p.m. (ET)
Voting Deadline	August 28, 2024 at 5:00 p.m. (ET)
Voting Report Filed	September 11, 2024
Reply Deadline	September 12, 2024 at 4:00 p.m. (ET)
Confirmation Hearing	September 19, 2024 at 11:00 a.m. (ET)

2. The Confirmation Hearing is scheduled for September 19, 2024, at 11:00 a.m. (ET). The deadline to file objections to the confirmation of the Plan is August 28, 2024, at 5:00 p.m. (ET) (the “Objection Deadline”). The Confirmation Hearing may be continued from time to time

by the Court or the Debtors without further notice other than adjournments in open court or by notice filed on the docket.

3. The deadline for the Debtors to file a voting report in respect of the Plan (the “Voting Report”) is September 11, 2024. The Voting Report shall, among other things, (a) describe generally every Ballot received by the Debtors in accordance with the Solicitation Procedures that did not conform to the applicable voting instructions and/or that contains any form of irregularity, including, but not limited to, those Ballots that are late (specifying whether the Debtors granted an extension of time for such Ballots to be filed), illegible, unidentifiable, lacking signature, lacking necessary information or damages; (b) specify any Ballots that were not counted because the voting party filed multiple Ballots; and (c) specify any Ballots that were withdrawn; and that were excluded from the final vote tabulation.

4. The deadline for the Debtors (and other parties in support of the Plan) to file a brief in support of confirmation of the Plan and/or a reply to any objections to the confirmation of the Plan is September 12, 2024.

5. Objections to the confirmation of the Plan, if any, must:

- a. be in writing;
- b. conform to the Bankruptcy Rules and Local Rules;
- c. state the name and address of the objecting party and the amount and nature of the Claim or Equity Interest of such entity;
- d. state with particularity the basis and nature of any objection to the Plan and, if practicable, a proposed modification to the Plan that would resolve such objection; and
- e. be filed with the Court and served on the following parties: (a) counsel for the Debtor, Pashman Stein Walder Hayden, P.C., 824 North Market Street, Suite 800, Wilmington, Delaware, 19801-1242, Attn: John W. Weiss (jweiss@pashmanstein.com), Joseph C. Barsalona II (jbarsalona@pashmanstein.com), Richard Solow (rsolow@pashmanstein.com),

and Katherine R. Beilin (kbeilin@pashmanstein.com); (b) the Subchapter V Trustee, Archer & Greiner, P.C., 300 Delaware Avenue, Suite 1100, Wilmington, Delaware, 19801, Attn: Natasha Songonuga (Nsongonuga@archerlaw.com); and (c) the U.S. Trustee, Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 1980F1, Attn: Joseph F. Cudia, (Joseph.Cudia@usdoj.gov) and Jonathan W. Lipshie (Jon.Lipshie@usdoj.gov) with proof of service of such objection filed when and as required under the Local Rules of the Bankruptcy Court.

6. The Confirmation Hearing Notice, in substantially the form attached hereto as **Exhibit A**, complies with the requirements of Bankruptcy Rules 2002(b), 2002(d) and 3017(d) (as modified herein) and is approved in all respects. The Confirmation Hearing Notice shall be served upon the Debtors' creditor matrix within three (3) business days of entry of this Order. The Confirmation Hearing Notice shall be served by first class mail to the known creditors and interest holders and in cases where the Debtors do not have a physical address for the creditors and interest holders, such holder may be served by email.

7. The Plan shall be served upon the Debtors' creditors and interest holders within three (3) business days of entry of this Order. The Plan shall be served by first class mail to the Debtors' known creditors and interest holders and in cases where the Debtors do not have a physical address for the creditors and interest holders, such holder may be served by email.

8. The Non-Voting Status Notice and Opt-Out Form substantially in the form attached hereto as **Exhibit B** is hereby approved in all respects. The Non-Voting Status Notice and Opt-Out Form shall be served by first class mail (or email where physical address is unknown) upon all holders of Claim(s) or Equity Interest(s), who are not entitled to vote in respect of the plan (the "Non-Voting Class"), within three (3) business days of the entry of this Order. To the extent a holder of a non-voting Claim or Equity Interest wishes to opt-out of the third-party releases set forth in section 6.11 the Plan, such Non-Voting Status Notice and Opt-Out Form must be submitted by August 28, 2024 at 5:00 p.m., which is the Voting Deadline (defined below).

9. The Debtors shall distribute to holders of Claims or Equity Interests in the Voting Class the Ballot based on Official Form No. 314, modified to address the particular circumstances of this Chapter 11 Case and to include certain additional information that the Debtors believe to be relevant and appropriate for the Voting Class to vote to accept or reject the Plan. The form of Ballot attached hereto as **Exhibit C** is hereby approved.

10. The deadline to submit Ballots to accept or reject the Plan shall be August 28, 2024 at 5:00 p.m. (ET) (the “Voting Deadline”).

11. Ballots shall be transmitted by first class mail (or email where physical addresses are unknown) within three (3) business days of the entry of this Order, to the record holders of Claims in the Voting Class. All holders of Equity Interests will not be provided with a Ballot because such holders are unimpaired and presumed to accept the Plan under Bankruptcy Code section 1126(f). Such non-voting holders will receive a copy of the Confirmation Hearing Notice and the Non-Voting Status Notice and Opt-Out Form.

12. The Debtors’ administrative advisor, Kurtzman Carson Consultants, LLC dba Verita Global, shall assist Debtors in, among other things, (a) mailing the Confirmation Hearing Notice, (b) mailing the Non-Voting Status Notice and Opt-Out Form and/or Ballots, as appropriate, (c) responding to inquiries from Holders of Claims and Equity Interests with respect to the Plan, the Ballots and matters related thereto, including, without limitation, the procedures for objecting to the Plan, and (d) if necessary, contacting Holders of Claims and Equity Interests regarding the Plan and Ballots, as appropriate.

13. The procedures set forth below and in the Ballot for effectively casting a Ballot are hereby approved in their entirety. In order to cast a Ballot, parties must fully complete and execute the Ballot and return it by e-ballot via the online portal set forth in the Ballot or by first class mail,

over-night courier, or hand-delivery to the Debtors at the address set forth in the Ballot, on or before the Voting Deadline.

14. Ballots otherwise sent by facsimile, telecopy, or any electronic means other than expressly provided in these Solicitation Procedures will not be accepted.

15. Only properly completed, executed and timely submitted Ballots will be accepted by the Debtors.

16. The following Ballots shall not be counted in tabulating votes cast to accept or reject the Plan: (a) any Ballot that is illegible or contains insufficient information to permit the identification of the holder of the Claim; (b) any Ballot submitted by a party that does not hold a Claim or Equity Interest in a Class that is entitled to vote; (c) any unsigned Ballot; and (d) any Ballot not marked to either accept or reject the Plan, as applicable.

17. Any Ballot cast by a Holder of a Claim who timely files a Proof of Claim in respect of a (i) contingent Claim in a wholly-unliquidated or unknown amount (based on a reasonable review by the Debtors and/or the Claims, Noticing, and Solicitation Agent) that is not the subject of a pending objection will count for satisfying the numerosity requirement of section 1126(c) of the Bankruptcy Code, and will count in the amount of \$1.00 solely for the purposes of satisfying the dollar amount provisions of section 1126(c) of the Bankruptcy Code, and (ii) a partially liquidated and partially unliquidated Claim, which Claim will be allowed for voting purposes only in the liquidated amount.

18. The record date for determining which holders of Claims and Equity Interests are to be served as set forth herein shall be July 24, 2024 (the “Record Date”).

19. In the event of a material amendment or supplement to the Solicitation Procedures and related documents, the Debtors shall provide three (3) days' notice of such change to the Subchapter V Trustee and the U.S. Trustee.

20. The Debtors are authorized to make non-substantive changes to the Plan, Solicitation Procedures, Notices, Ballot and related pleadings without further order of the Court, including without limitation, changes to correct typographical and grammatical errors and to make conforming changes among the foregoing documents before their distribution.

21. The Debtors are hereby authorized to take any action necessary or appropriate to implement the terms of, and the relief granted in, this Order without seeking further order of the Court.

22. The terms and conditions of this Order shall be immediately effective and enforceable upon entry of this order.

23. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this order.

EXHIBIT A

Confirmation Hearing Notice

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

In re

Sticky's Holdings LLC, *et al.*,

Debtors.¹

Chapter 11

Case No. 24-10856 (JKS)

Jointly Administered

Obj. Deadline: Aug. 28, 2024 at 5:00 p.m. ET

Hearing Date: Sept. 19, 2024 at 11:00 a.m. ET

**NOTICE OF HEARING TO CONSIDER CONFIRMATION
OF THE PLAN AND THE OBJECTION DEADLINE RELATED THERETO**

TO ALL PARTIES IN INTEREST, PLEASE TAKE NOTICE THAT:

1. **Filing of the Plan.** On April 25, 2024, the above-captioned Debtors and Debtors in possession (the "Debtors") filed the *Subchapter V Debtors' Plan of Reorganization* (the "Plan") [D.I. 247] including all exhibits thereto and as amended, supplemented or otherwise modified from time to time.² **Instructions on how to obtain another copy are in paragraph 7 below.**
2. **The Hearing.** A hearing to consider confirmation of the Plan (the "Confirmation Hearing") will commence on September 19, 2024 at 11:00 a.m. (ET) before the Honorable J. Kate Stickles, United States Bankruptcy Judge, United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 5th floor, Courtroom 6, Wilmington, Delaware 19801. Please be advised that the Confirmation Hearing may be continued from time to time by the Bankruptcy Court or the Debtors without further notice other than by such adjournment being announced in open court or by a notice of adjournment filed with the Bankruptcy Court and served on parties entitled to notice under Bankruptcy Rule 2002 and the Local Rules or otherwise. In accordance with the Plan, the Plan may be modified, if necessary, prior to, during, or as a result of the Confirmation Hearing by further action of the Debtors and without further notice to or action, order, or approval of the Bankruptcy Court or any other Entity.

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² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Plan or the Order (I) Scheduling a Hearing on Plan Confirmation and Deadlines Related Thereto; (II) Approving the Solicitation, Notice, and Tabulation Procedures and the Forms Related Thereto; and (III) Granting Related Relief, as applicable.

3. **Objections to Confirmation of the Plan.** The Bankruptcy Court has established August 28, 2024 at 5:00 pm, as the last date and time for filing and serving objections to the confirmation of the Plan (the “**Objection Deadline**”). Any objections to the confirmation of the Plan 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 any objection to the Plan and, if practicable, a proposed modification to the Plan that would resolve such objection, and (e) be filed with the Clerk of the Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, DE 19801, and served on the following: (a) counsel for the Debtor, Pashman Stein Walder Hayden, P.C., 824 North Market Street, Suite 800, Wilmington, Delaware, 19801-1242, Attn: John W. Weiss (jweiss@pashmanstein.com), Joseph C. Barsalona II (jbarsalona@pashmanstein.com), Richard Solow (rsolow@pashmanstein.com), and Katherine R. Beilin (kbeilin@pashmanstein.com); (b) the Subchapter V Trustee, Archer & Greiner, P.C., 300 Delaware Avenue, Suite 1100, Wilmington, Delaware, 19801, Attn: Natasha Songonuga (Nsongonuga@archerlaw.com); and (c) the U.S. Trustee, Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Joseph F. Cudia (Joseph.Cudia@usdoj.gov) and Jonathan W. Lipshie (Jon.Lipshie@usdoj.gov), with proof of service of such objection filed when and as required under the Local Rules of the Bankruptcy Court.
4. The following chart summarizes the classification and treatment of Claims and Equity Interests under the Plan:

Class	Description	Treatment	Impairment	Entitled to Vote
1	SBA’s Secured Claim	The SBA’s Secured Claim shall be reinstated on the Effective Date and paid in accordance with the terms of the EIDL Loan	Unimpaired	No (Presumed to Accept)
2	Other Secured Claims	Depending on the applicable Allowed Secured Claim, each Holder shall receive: (1) reinstatement of the subject Allowed Secured Claim; or (2) value that leaves such Allowed Secured Claim otherwise unimpaired.	Unimpaired	No (Presumed to Accept)
3	General Unsecured Claims	Pro rata payment in quarterly installments from Disposable Income commencing in	Impaired	Yes

		Q3 2027 and ending on the Last Distribution Date.		
4	Equity Interests	Maintain Existing Equity	Unimpaired	No (Presumed to Accept)

5. **Voting Procedures.** Holders of Class 3 Claims (General Unsecured Claims) as of July 24, 2024 (the “Record Date”) are entitled to vote to accept or reject the Plan. If you hold such a Claim, you will receive a solicitation package which shall include, among other things, a copy of (i) this Notice and (ii) a Ballot. Please review the Ballot and the instructions included therewith for how to vote on the Plan. Failure to follow the voting instructions may disqualify your vote. Please be advised that the Holders of Class 3 Claims are the only holders of Claims that are entitled to vote on the Plan.

6. **PLEASE BE ADVISED THAT THE PLAN CONTAINS CERTAIN RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, INCLUDING THE FOLLOWING:**

Section 6.11 of the Plan provides as follows:

On the Effective Date, except as otherwise provided herein and except for the right to enforce this Plan, all persons (i) who voted to accept this Plan or who are presumed to have voted to accept this Plan but did not affirmatively mark the box on the ballot to opt out of granting the releases provided under this Plan and (ii) who voted to reject this Plan but did not affirmatively mark the box on the ballot to opt out of granting the releases provided under this Plan, under section 1126(f) of the Bankruptcy Code shall, to the fullest extent permitted by applicable law, be deemed to forever release, and waive the Released Parties of and from all liens, claims, causes of action, liabilities, encumbrances, security interests, interests or charges of any nature or description whatsoever based or relating to, or in any manner arising from, in whole or in part, the Chapter 11 Cases or affecting property of the Estate, whether known or unknown, suspected or unsuspected, scheduled or unscheduled, contingent or not contingent, unliquidated or fixed, admitted or disputed, matured or unmatured, senior or subordinated, whether assertable directly or derivatively by, through, or related to any of the Released Parties and their successors and assigns whether at law, in equity or otherwise, based upon any condition, event, act, omission occurrence, transaction or other activity, inactivity, instrument or other agreement of any kind or nature occurring, arising or existing prior to the Effective Date in any way relating to or arising out of, in whole or in part, the Debtors, the Debtors’ prepetition operations, governance, financing, or fundraising, the purchase or sale of the Debtors’ securities, the Chapter 11 Cases, the pursuit of Confirmation of this Plan, the consummation of this Plan or the administration of this Plan, including without limitation, the negotiation and solicitation of this Plan, all regardless of whether (a) a Proof of Claim or Equity Interest has been filed or is deemed to have been filed, (b) such Claim or Equity Interest is allowed, or (c) the Holder of such Claim or Equity Interest has voted to accept or reject this Plan, except for willful misconduct, gross negligence, fraud or criminal misconduct; *provided,*

***however*, that the Debtors shall not be a Released Party until the Last Distribution Date if the Plan is confirmed under section 1191(b) of the Bankruptcy Code. Nothing contained herein shall impact the right of any Holder of an Allowed Claim or interest to receive a Distribution on account of its Allowed Claim or Allowed Interest in accordance with this Plan.**

6.13 of the Plan provides as follows:

From and after the Effective Date, all persons who have held, hold or may hold Claims against or Equity Interests in the Debtors are permanently enjoined from commencing or continuing in any manner, any Cause of Action released, to be released or discharged pursuant to this Plan, or the Confirmation Order, from and after the Effective Date, to the extent of the releases, exculpation and discharge granted in this Plan, all Holders of Claims or Equity Interests shall be permanently enjoined from commencing or continuing in any manner against the Released Parties and the Exculpated Parties and their assets and properties, as the case may be, any suit, action or other proceeding, on account of or respecting any claim, demand, liability, obligation, debt, right, cause of action, interest or remedy released or to be released pursuant to this Plan. except as otherwise expressly provided in this Plan, the Plan Supplement or related documents, or for obligations issued pursuant to this Plan, all persons who have held, hold or may hold Claims or Equity Interests that have been released, discharged, or are subject to exculpation, are permanently enjoined, from and after the Effective Date, from taking any of the following actions: (a) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims or Equity Interests; (b) enforcing, attaching, collecting or recovering by any manner or means any judgment, award, decree or order against such persons on account of or in connection with or with respect to any such Claims or Equity Interests; (c) creating, perfecting or enforcing any encumbrance of any kind against such persons or the property or estates of such persons on account of or in connection with or with respect to any such Claims or Equity Interests; and (d) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims or Equity Interests released, settled or discharged pursuant to this Plan.

- 7. IN MAKING NO AFFIRMATIVE ELECTION TO “OPT OUT” A HOLDER OF A CLAIM OR EQUITY INTEREST EFFECTIVELY RELEASES ALL CLAIMS AGAINST THE RELEASED PARTIES DEFINED IN THE PLAN.**
- 8. PLEASE BE ADVISED THAT HOLDERS OF CLASS 1, 2, 3 OR 4 CLAIMS OR EQUITY INTERESTS CAN CHOOSE TO OPT OUT OF THE AFOREMENTIONED RELEASE PROVISIONS BY AFFIRMATIVELY CHECKING THE APPLICABLE OPT-OUT BOX ON YOUR BALLOT OR NOTICE OF NON-VOTING STATUS AND OPT-OUT FORM, AS APPLICABLE.**

9. Under the Plan, the definition of “Released Party” means each of the following: (a) the Debtors (but only if the Plan is confirmed under section 1191(a) of the Bankruptcy Code); (b) Greer; (c) the Debtors’ officers and directors; (d) Pashman; (e) Aprio Wealth Management, LLC; (f) Dine Technology, LLC; (g) Garden Road Capital Advisors, LLC and (h) Kurtzman Carson Consultants LLC (dba Verita); *provided that*, if the Plan is confirmed under section 1191(b), such parties shall only be Released Parties on the Last Distribution Date.
10. **Voting Deadline.** The deadline to vote on the Plan and to submit the Non-Voting Status and Opt-Out Form is **August 28, 2024 at 5:00 p.m. (ET)** (the “Voting Deadline”). The Debtors must receive your ballot and Non-Voting Status and Opt-Out Form with an original signature by the Voting Deadline, otherwise your vote will not be counted. In order for your Ballot or Non-Voting Status and Opt-Out Form to count, you must (1) properly complete, date, and execute the Ballot or Non-Voting Status and Opt-Out Form and (2) deliver the Ballot or Non-Voting Status or Opt-Out Form by (a) first class mail, over-night courier or hand-delivery to the administrative advisor for the Debtor, Sticky’s Ballot Processing Center, c/o KCC dba Verita, 222 N. Pacific Coast Hwy., Ste. 300, El Segundo, CA 90245, or (b) submit your Ballot or Non-Voting Status and Opt-Out Form via the online voting portal, <https://www.veritaglobal.net/stickysholdings>, and follow the instructions to submit your Ballot or Non-Voting Status and Opt-Out Form, in each case so that such Ballot or Non-Voting Status and Opt-Out Form is actually received by the Debtors on or before the Voting Deadline.
11. **Directors to Obtain the Plan and Make Inquiries.** If you have not received a copy of the Plan and wish to obtain a copy of the same, you may do so by contacting Kurtzman Carson Consultants LLC dba Verita, the administrative advisor (the “Administrative Advisor”) retained by the Debtors in this chapter 11 case by: (a) calling the Administrative Advisor at (866) 967-1783 (Toll Free) or +1 (310) 751-2683 (International); (b) e-mailing the Administrative Advisor at Stickysinfo@veritaglobal.com with a reference to “In re: Sticky’s Holdings LLC - Solicitation Inquiry” in the subject line; or (c) writing to the Administrative Advisor at Sticky’s Inquiries, c/o Kurtzman Carson Consultants LLC, 222 N. Pacific Coast Hwy., Ste. 300, El Segundo, CA 90245. You may also obtain copies of any pleadings filed with the Court for free by visiting the Debtors’ restructuring website, <https://www.veritaglobal.net/stickysholdings>, for a fee via PACER at: <http://pacer.psc.uscourts.gov>. Please be advised that the Debtors’ counsel Pashman Stein Walder Hayden, P.C. or the Administrative Advisor cannot provide you with legal advice, and you should consult with an attorney to provide any legal advice you may need.

YOU ARE ADVISED TO CAREFULLY REVIEW AND CONSIDER THE PLAN, AS YOUR RIGHTS MIGHT BE AFFECTED.

Dated: July [XX], 2024
Wilmington, Delaware

**PASHMAN STEIN WALDER
HAYDEN, P.C.**

/s/ Draft

John W. Weiss (No. 4160)
Joseph C. Barsalona II (No. 6102)
824 North Market Street, Suite 800
Wilmington, DE 19801
Telephone: (302) 592-6496
Email: jweiss@pashmanstein.com
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-and-

Richard C. Solow (admitted *pro hac vice*)
Katherine R. Beilin (admitted *pro hac vice*)
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kbeilin@pashmanstein.com

*Counsel to the Debtors and
Debtors in Possession*

EXHIBIT B

Non-Voting Status and Opt-Out Form

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

In re

Sticky's Holdings LLC, *et al.*,

Debtors.¹

Chapter 11

Case No. 24-10856 (JKS)

Jointly Administered

Obj. Deadline: Aug. 28, 2024 at 5:00 p.m. ET

Hearing Date: Sept. 19, 2024 at 5:00 p.m. ET

**NON-VOTING STATUS NOTICE WITH RESPECT
TO DEBTORS' PLAN AND RELEASE OPT-OUT ELECTION**

PLEASE TAKE NOTICE that on July 24, 2024, the above captioned Debtors and Debtors in possession (the "Debtors") filed the *Subchapter V Debtors' Plan of Reorganization* (the "Plan") [D.I. 247] including all exhibits thereto and as amended, supplemented or otherwise modified from time to time. Instructions on how to obtain another copy are set forth below.

PLEASE TAKE FURTHER NOTICE THAT on XXXX, 2024, the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") entered an order [D.I. XX] (the "Procedures Order") approving, among other things, authorizing the Debtors to provide notice of their intent to seek confirmation of the Plan pursuant to certain procedures set forth therein, including the solicitation of votes to accept or reject the Plan.²

PLEASE TAKE FURTHER NOTICE THAT you are receiving this notice because, under the terms of Article 2 of the Plan your Claim(s) and Equity Interest(s) against the Debtors is either Unimpaired or Impaired to the extent that you are conclusively presumed to have accepted the Plan and are, therefore, not entitled to vote on the Plan.

PLEASE TAKE FURTHER NOTICE THAT copies of the Plan may be obtained by contacting Kurtzman Carson Consultants, LLC dba Verita Global, the administrative advisor (the "Administrative Advisor") retained by the Debtors in this chapter 11 case by: (a) calling the Administrative Advisor at (866) 967-1783 (Toll Free) or +1 (310) 751-2683 (International); (b) emailing Stickysinfo@veritaglobal.com with a reference to "In re: Sticky's Holdings LLC -

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number are as follows: Sticky's Holdings LLC (3586); Sticky Fingers LLC (3212); Sticky Fingers II LLC (7125); Sticky Fingers III LLC (3914); Sticky Fingers IV LLC (9412); Sticky Fingers V LLC (1465); Sticky Fingers VI LLC (0578); Sticky's BK I LLC (0423); Sticky's NJ I LLC (5162); Sticky Fingers VII LLC (1491); Sticky's NJ II LLC (6642); Sticky Fingers IX LLC (5036); Sticky's NJ III LLC (7036); Sticky Fingers VIII LLC (0080); Sticky NJ IV LLC (6341); Sticky's WC I LLC (0427); Sticky's Franchise LLC (5232); Sticky's PA GK I LLC (7496); Stickys Corporate LLC (5719); and Sticky's IP LLC (4569). The Debtors' mailing address is 21 Maiden Lane, New York, NY 10038.

² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Plan or the *Order (I) Scheduling a Hearing on Plan Confirmation and Deadlines Related Thereto; (II) Approving the Solicitation, Notice and Tabulation Procedures and the Forms Related Thereto; and (III) Granting Related Relief*, as applicable.

Solicitation Inquiry” in the subject line; or (c) writing to the Administrative Advisor at Sticky’s Inquiries, c/o Kurtzman Carson Consultants LLC, 222 N. Pacific Coast Hwy., Ste. 300, El Segundo, CA 90245. You may also obtain copies of any pleadings filed with the Court for free by visiting the Debtors’ restructuring website, <https://www.veritaglobal.net/stickys Holdings>, or for a fee via PACER at: <http://pacer.psc.uscourts.gov>. Please be advised that the Debtors’ counsel Pashman Stein Walder Hayden, P.C. or the Administrative Advisor cannot provide you with legal advice, and you should consult with an attorney to provide any legal advice you may need.

Item 1: Release Opt-Out Election

PLEASE BE ADVISED THAT SECTIONS 6.11 AND 6.13 OF THE PLAN CONTAINS CERTAIN RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS, INCLUDING THOSE SET FORTH BELOW.

PLEASE BE ADVISED THAT UNDER THE PLAN YOU ARE DEEMED TO GIVE RELEASES UNLESS YOU OPT OUT OR OBJECT TO THE PLAN. PLEASE READ THIS NOTICE IN ITS ENTIRETY AND PLEASE SEE BELOW FOR MORE DETAILS ON THE RELEASES. SECTION 6.11 CONTAINS A THIRD-PARTY RELEASE.

YOU ARE ADVISED AND ENCOURAGED TO CAREFULLY REVIEW AND CONSIDER THE PLAN, INCLUDING THE RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS SET FORTH IN SECTION 6.11 AND 6.13 OF THE PLAN AS YOUR RIGHTS MAY BE AFFECTED.

IF YOU ELECT TO OPT OUT OF THE RELEASES, YOU MUST RETURN THIS NOTICE OF NON-VOTING STATUS AND OPT-OUT FORM BY THE VOTING DEADLINE, WHICH IS AUGUST 28, 2024, AT 5:00 P.M. (EASTERN TIME).

YOU ONLY NEED TO RETURN THIS NOTICE OF NON-VOTING STATUS AND OPT-OUT FORM IF YOU ELECT TO OPT OUT OF THE RELEASES.

PLEASE BE ADVISED THAT THE PLAN CONTAINS CERTAIN RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, INCLUDING THE FOLLOWING:

Section 6.11 of the Plan provides as follows:

On the Effective Date, except as otherwise provided herein and except for the right to enforce this Plan, all persons (i) who voted to accept this Plan or who are presumed to have voted to accept this Plan but did not affirmatively mark the box on the ballot to opt out of granting the releases provided under this Plan and (ii) who voted to reject this Plan but did not affirmatively mark the box on the ballot to opt out of granting the releases provided under this Plan, under section 1126(f) of the Bankruptcy Code shall, to the fullest extent permitted by applicable law, be deemed to forever release, and waive the Released Parties of and from all liens, claims, causes of action, liabilities, encumbrances, security interests, interests or charges of any nature or description whatsoever based or relating to, or in any manner arising from, in whole or in part, the Chapter 11 Cases or affecting property of the

Estate, whether known or unknown, suspected or unsuspected, scheduled or unscheduled, contingent or not contingent, unliquidated or fixed, admitted or disputed, matured or unmatured, senior or subordinated, whether assertable directly or derivatively by, through, or related to any of the Released Parties and their successors and assigns whether at law, in equity or otherwise, based upon any condition, event, act, omission occurrence, transaction or other activity, inactivity, instrument or other agreement of any kind or nature occurring, arising or existing prior to the Effective Date in any way relating to or arising out of, in whole or in part, the Debtors, the Debtors' prepetition operations, governance, financing, or fundraising, the purchase or sale of the Debtors' securities, the Chapter 11 Cases, the pursuit of Confirmation of this Plan, the consummation of this Plan or the administration of this Plan, including without limitation, the negotiation and solicitation of this Plan, all regardless of whether (a) a Proof of Claim or Equity Interest has been filed or is deemed to have been filed, (b) such Claim or Equity Interest is allowed, or (c) the Holder of such Claim or Equity Interest has voted to accept or reject this Plan, except for willful misconduct, gross negligence, fraud or criminal misconduct; *provided, however,* that the Debtors shall not be a Released Party until the Last Distribution Date if the Plan is confirmed under section 1191(b) of the Bankruptcy Code. Nothing contained herein shall impact the right of any Holder of an Allowed Claim or interest to receive a Distribution on account of its Allowed Claim or Allowed Interest in accordance with this Plan.

6.13 of the Plan provides as follows:

From and after the Effective Date, all persons who have held, hold or may hold Claims against or Equity Interests in the Debtors are permanently enjoined from commencing or continuing in any manner, any Cause of Action released, to be released or discharged pursuant to this Plan, or the Confirmation Order, from and after the Effective Date, to the extent of the releases, exculpation and discharge granted in this Plan, all Holders of Claims or Equity Interests shall be permanently enjoined from commencing or continuing in any manner against the Released Parties and the Exculpated Parties and their assets and properties, as the case may be, any suit, action or other proceeding, on account of or respecting any claim, demand, liability, obligation, debt, right, cause of action, interest or remedy released or to be released pursuant to this Plan. except as otherwise expressly provided in this Plan, the Plan Supplement or related documents, or for obligations issued pursuant to this Plan, all persons who have held, hold or may hold Claims or Equity Interests that have been released, discharged, or are subject to exculpation, are permanently enjoined, from and after the Effective Date, from taking any of the following actions: (a) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims or Equity Interests; (b) enforcing, attaching, collecting or recovering by any manner or means any judgment, award, decree or order against such persons on account of or in connection with or with respect to any such Claims or Equity Interests; (c) creating, perfecting or enforcing any encumbrance of any kind against such persons or the property or estates of such persons on account of or in connection with or with respect to any such Claims or Equity Interests; and (d) commencing or continuing in any manner any action or other proceeding

of any kind on account of or in connection with or with respect to any such Claims or Equity Interests released, settled or discharged pursuant to this Plan.

IN MAKING NO AFFIRMATIVE ELECTION TO “OPT OUT” A HOLDER OF A CLAIM OR EQUITY INTEREST EFFECTIVELY RELEASES ALL CLAIMS AGAINST THE RELEASED PARTIES DEFINED IN THE PLAN. HOWEVER, FAILING TO OPT OUT OF THE RELEASE PROVISIONS IN THE PLAN DOES NOT AFFECT TREATMENT OF YOUR CLAIM(S) OR EQUITY INTEREST(S) UNDER THE PLAN.

Under the Plan, the definition of “Released Party” means each of the following: (a) the Debtors (but only if the Plan is confirmed under section 1191(a) of the Bankruptcy Code); (b) Greer; (c) the Debtors’ officers and directors; (d) Pashman; (e) Aprio Wealth Management, LLC; (f) Dine Technology, LLC; (g) Garden Road Capital Advisors, LLC and (h) Kurtzman Carson Consultants LLC (dba Verita); *provided that*, if the Plan is confirmed under section 1191(b), such parties shall only be Released Parties on the Last Distribution Date.

Check this box if you elect **not** to grant the releases contained in Section 6.11 of the Plan. Election to withhold consent is at your option. If you exercise your right to not grant the releases by checking the box below, you will not be a Released Party. If you submit your Non-Voting Status and Opt-Out Form without this box checked, you will be deemed to consent to the releases set forth in Section 6.11 of the Plan and the related injunction to the fullest extent permitted by applicable law.

OPT OUT The undersigned elects not to grant the releases contained in Section 6.11 of the Plan.

Item 2: Certifications

By signing this Notice of Non-Voting Status and Opt-Out Form, the undersigned certifies to the Bankruptcy Court and to the Debtors:

- a. that either: (i) the Entity is the holder of Claim(s) or Equity Interest(s) against one or more of the Debtors; or (ii) the Entity is an authorized signatory for an Entity that is a holder of such Claim(s) or Equity Interest(s);
- b. that the Entity has received a copy of the Plan and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth therein;
- c. the Entity has submitted the same respective election concerning the releases with respect to all Claim(s) or Equity Interest(s) and held by the undersigned; and
- d. that no other Notice of Non-Voting Status and Opt-Out Form with respect to the amount of the Claim(s) or Equity Interest(s) have been submitted, or if any other Notice of Non-Voting Status and Opt-Out Form have been submitted with respect to such Claim(s)

and/or Equity Interest(s), any such earlier Notice of Non-Voting Status are hereby revoked.

Name of holder: _____
(Print or Type)

Social Security or Federal Tax Identification Number: _____

Signature: _____

Name of Signatory: _____
(If other than holder)

Title: _____

Address: _____

Date Completed: _____

IF YOU ELECT TO OPT OUT OF THE RELEASES, THE NOTICE OF NON-VOTING STATUS AND OPT-OUT FORM MUST BE COMPLETED AND SUBMITTED, ON OR BEFORE THE VOTING DEADLINE, BY ANY OF THE FOLLOWING APPROVED SUBMISSION METHODS:

By first class mail, overnight courier, or hand-delivery to:

Sticky's Holdings LLC Ballot Processing Center
c/o KCC dba Verita
222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245

Via the online voting portal:

<https://www.veritaglobal.net/stickysholdings>

NOTICES OF NON-VOTING STATUS AND OPT-OUT FORMS OTHERWISE SUBMITTED BY FACSIMILE, TELECOPY, OR ANY ELECTRONIC MEANS OTHER THAN EXPRESSLY PROVIDED IN THESE SOLICITATION PROCEDURES WILL NOT BE ACCEPTED.

YOUR NOTICE OF NON-VOTING STATUS AND OPT-OUT FORM MUST BE RECEIVED BY THE VOTING DEADLINE, WHICH IS August 28, 2024 AT 5:00 P.M. (ET).

Dated: July XX, 2024
Wilmington, Delaware

**PASHMAN STEIN WALDER
HAYDEN, P.C.**

/s/ DRAFT

John W. Weiss (No. 4160)
Joseph C. Barsalona II (No. 6102)
824 North Market Street, Suite 800
Wilmington, DE 19801
Telephone: (302) 592-6496
Email: jweiss@pashmanstein.com
jbarsalona@pashmanstein.com

-and-

Richard C. Solow (admitted *pro hac vice*)
Katherine R. Beilin (admitted *pro hac vice*)
Court Plaza South, East Wing
21 Main Street, Suite 200
Hackensack, NJ 07601
Telephone: (201) 488-8200
Email: rsolow@pashmanstein.com
kbeilin@pashmanstein.com

*Counsel to the Debtors and
Debtors in Possession*

EXHIBIT C

Form of Class 3 Ballot

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

In re

Sticky's Holdings LLC, *et al.*,

Debtors.¹

Chapter 11

Case No. 24-10856 (JKS)

Jointly Administered

**BALLOT FOR ACCEPTING OR REJECTING
CHAPTER 11 PLAN OF REORGANIZATION OF DEBTORS**

CLASS 3 – GENERAL UNSECURED CLAIM HOLDER

**PLEASE READ AND FOLLOW THE ENCLOSED INSTRUCTIONS FOR
COMPLETING BALLOTS CAREFULLY BEFORE COMPLETING THE BALLOT**

**THIS BALLOT MUST BE ACTUALLY RECEIVED BY KURTZMAN CARSON
CONSULTANTS LLC DBA VERITA (THE “ADMINISTRATIVE ADVISOR”) BY
AUGUST 28, 2024, AT 5:00 P.M. (EASTERN TIME) (THE “VOTING DEADLINE”)**

**PLEASE BE ADVISED THAT SECTION 6.11 AND 6.13 OF THE PLAN CONTAINS
CERTAIN RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS,
INCLUDING THOSE SET FORTH BELOW.**

**PLEASE BE ADVISED THAT UNDER THE PLAN YOU ARE DEEMED TO GIVE
RELEASES UNLESS YOU OPT OUT OR OBJECT TO THE PLAN. PLEASE READ
THIS NOTICE IN ITS ENTIRETY AND PLEASE SEE PAGE 4 BELOW FOR MORE
DETAILS ON THE RELEASES. SECTION 6.11 CONTAINS A THIRD-PARTY
RELEASE.**

**YOU ARE ADVISED AND ENCOURAGED TO CAREFULLY REVIEW AND
CONSIDER THE PLAN, INCLUDING THE RELEASE, EXCULPATION, AND
INJUNCTION PROVISIONS SET FORTH IN SECTION 6.11 AND 6.13 OF THE
PLAN AS YOUR RIGHTS MAY BE AFFECTED.**

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number are as follows: Sticky's Holdings LLC (3586); Sticky Fingers LLC (3212); Sticky Fingers II LLC (7125); Sticky Fingers III LLC (3914); Sticky Fingers IV LLC (9412); Sticky Fingers V LLC (1465); Sticky Fingers VI LLC (0578); Sticky's BK I LLC (0423); Sticky's NJ I LLC (5162); Sticky Fingers VII LLC (1491); Sticky's NJ II LLC (6642); Sticky Fingers IX LLC (5036); Sticky's NJ III LLC (7036); Sticky Fingers VIII LLC (0080); Sticky NJ IV LLC (6341); Sticky's WC I LLC (0427); Sticky's Franchise LLC (5232); Sticky's PA GK I LLC (7496); Stickys Corporate LLC (5719); and Sticky's IP LLC (4569). The Debtors' mailing address is 21 Maiden Lane, New York, NY 10038.

The Debtors have sent this Ballot to you because its records indicate that you are a holder of a Class 3 Claim, and accordingly, you have a right to vote to accept or reject the *Subchapter V Debtors' Plan of Reorganization* (the "Plan") [D.I. 247]², including all exhibits thereto and as amended, supplemented or otherwise modified from time to time.

Enclosed with this Ballot is the Plan. Additional copies of the Plan may be obtained by contacting the Administrative Advisor retained by the Debtors in this chapter 11 case by: (a) calling the Administrative Advisor at (866) 967-1783 (Toll Free) or +1 (310) 751-2683 (International); (b) emailing Stickysinfo@veritaglobal.com with a reference to "In re: Sticky's Holdings LLC - Solicitation Inquiry" in the subject line; or (c) writing to the Administrative Advisor at Sticky's Inquiries, c/o Kurtzman Carson Consultants LLC, 222 N. Pacific Coast Hwy., Ste. 300, El Segundo, CA 90245. You may also obtain copies of any pleadings filed with the Court for free by visiting the Debtors' restructuring website, <https://www.veritaglobal.net/stickysholdings>, or for a fee via PACER at: <http://pacer.psc.uscourts.gov>. Please be advised that the Debtors' counsel Pashman Stein Walder Hayden, P.C. or the Administrative Advisor cannot provide you with legal advice, and you should consult with an attorney to provide any legal advice you may need. If you believe you have received this Ballot in error, please contact Kurtzman Carson Consultants LLC dba Verita as set forth above.

Any Ballot cast by a Holder of a Claim who timely files a Proof of Claim in respect of a (i) contingent Claim in a wholly-unliquidated or unknown amount (based on a reasonable review by the Debtors and/or the Claims, Noticing, and Solicitation Agent) that is not the subject of a pending objection will count for satisfying the numerosity requirement of section 1126(c) of the Bankruptcy Code, and will count in the amount of \$1.00 solely for the purposes of satisfying the dollar amount provisions of section 1126(c) of the Bankruptcy Code, and (ii) a partially liquidated and partially unliquidated Claim, which Claim will be allowed for voting purposes only in the liquidated amount.

You should review the Plan before you vote. You may wish to seek legal advice concerning the Plan and the Plan's classification and treatment of your Claim or Equity Interest. Your Claim has been placed in Class 3 (General Unsecured Claims) under the Plan.

If the Administrative Advisor does not receive your Ballot on or before the Voting Deadline, August 28, 2024, at 5:00 p.m. (Eastern Time) your vote as either an acceptance or rejection of the Plan will not count. If the Bankruptcy Court confirms the Plan, it will bind you regardless of whether you vote.

² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Plan or the *Order (I) Scheduling a Hearing on Plan Confirmation and Deadlines Related Thereto; (II) Approving the Solicitation, Notice and Tabulation Procedures and the Forms Related Thereto; and (III) Granting Related Relief*, as applicable.

Item 1. Principal Amount of Class 3 – General Unsecured Claims.

As of the Record Date, July 24, 2024, the undersigned was the holder of Class 3 – General Unsecured Claims against the Debtors in the aggregate principal amount set forth below:

\$ _____

Item 2. Acceptance or Rejection of the Plan.

The holder of the Class 3 – General Unsecured Claims set forth in the Item 1 votes to (please check one):

- ACCEPT THE PLAN REJECT THE PLAN

ANY BALLOT THAT IS EXECUTED BY THE HOLDER OF A CLAIM OR EQUITY INTEREST BUT THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN OR DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN WILL NOT BE COUNTED.

**Item 3. (APPLICABLE IF VOTED TO EITHER ACCEPT OR REJECT THE PLAN)
Release Opt-Out Election.**

PLEASE BE ADVISED THAT THE PLAN CONTAINS CERTAIN RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, INCLUDING THE FOLLOWING:

Section 6.11 of the Plan provides as follows:

On the Effective Date, except as otherwise provided herein and except for the right to enforce this Plan, all persons (i) who voted to accept this Plan or who are presumed to have voted to accept this Plan but did not affirmatively mark the box on the ballot to opt out of granting the releases provided under this Plan and (ii) who voted to reject this Plan but did not affirmatively mark the box on the ballot to opt out of granting the releases provided under this Plan, under section 1126(f) of the Bankruptcy Code shall, to the fullest extent permitted by applicable law, be deemed to forever release, and waive the Released Parties of and from all liens, claims, causes of action, liabilities, encumbrances, security interests, interests or charges of any nature or description whatsoever based or relating to, or in any manner arising from, in whole or in part, the Chapter 11 Cases or affecting property of the Estate, whether known or unknown, suspected or unsuspected, scheduled or unscheduled, contingent or not contingent, unliquidated or fixed, admitted or disputed, matured or unmatured, senior or subordinated, whether assertable directly or derivatively by, through, or related to any of the Released Parties and their successors and assigns whether at law, in equity or otherwise, based upon any condition, event, act, omission occurrence, transaction or other activity, inactivity, instrument or other agreement of any kind or

nature occurring, arising or existing prior to the Effective Date in any way relating to or arising out of, in whole or in part, the Debtors, the Debtors' prepetition operations, governance, financing, or fundraising, the purchase or sale of the Debtors' securities, the Chapter 11 Cases, the pursuit of Confirmation of this Plan, the consummation of this Plan or the administration of this Plan, including without limitation, the negotiation and solicitation of this Plan, all regardless of whether (a) a Proof of Claim or Equity Interest has been filed or is deemed to have been filed, (b) such Claim or Equity Interest is allowed, or (c) the Holder of such Claim or Equity Interest has voted to accept or reject this Plan, except for willful misconduct, gross negligence, fraud or criminal misconduct; *provided, however*, that the Debtors shall not be a Released Party until the Last Distribution Date if the Plan is confirmed under section 1191(b) of the Bankruptcy Code. Nothing contained herein shall impact the right of any Holder of an Allowed Claim or interest to receive a Distribution on account of its Allowed Claim or Allowed Interest in accordance with this Plan.

6.13 of the Plan provides as follows:

From and after the Effective Date, all persons who have held, hold or may hold Claims against or Equity Interests in the Debtors are permanently enjoined from commencing or continuing in any manner, any Cause of Action released, to be released or discharged pursuant to this Plan, or the Confirmation Order, from and after the Effective Date, to the extent of the releases, exculpation and discharge granted in this Plan, all Holders of Claims or Equity Interests shall be permanently enjoined from commencing or continuing in any manner against the Released Parties and the Exculpated Parties and their assets and properties, as the case may be, any suit, action or other proceeding, on account of or respecting any claim, demand, liability, obligation, debt, right, cause of action, interest or remedy released or to be released pursuant to this Plan. except as otherwise expressly provided in this Plan, the Plan Supplement or related documents, or for obligations issued pursuant to this Plan, all persons who have held, hold or may hold Claims or Equity Interests that have been released, discharged, or are subject to exculpation, are permanently enjoined, from and after the Effective Date, from taking any of the following actions: (a) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims or Equity Interests; (b) enforcing, attaching, collecting or recovering by any manner or means any judgment, award, decree or order against such persons on account of or in connection with or with respect to any such Claims or Equity Interests; (c) creating, perfecting or enforcing any encumbrance of any kind against such persons or the property or estates of such persons on account of or in connection with or with respect to any such Claims or Equity Interests; and (d) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims or Equity Interests released, settled or discharged pursuant to this Plan.

IN MAKING NO AFFIRMATIVE ELECTION TO "OPT OUT" THE HOLDER OF A GENERAL UNSECURED CLAIM EFFECTIVELY RELEASES ALL CLAIMS AGAINST THE RELEASED PARTIES DEFINED IN THE PLAN. HOWEVER, FAILING TO OPT

OUT OF THE RELEASE PROVISIONS IN THE PLAN DOES NOT AFFECT TREATMENT OF YOUR CLAIM(S) OR EQUITY INTEREST(S) UNDER THE PLAN.

Under the Plan, the definition of “Released Party” means each of the following: (a) the Debtors (but only if the Plan is confirmed under section 1191(a) of the Bankruptcy Code); (b) Greer; (c) the Debtors’ officers and directors; (d) Pashman; (e) Aprio Wealth Management, LLC; (f) Dine Technology, LLC; (g) Garden Road Capital Advisors, LLC and (h) Kurtzman Carson Consultants LLC (dba Verita); *provided that*, if the Plan is confirmed under section 1191(b), such parties shall only be Released Parties on the Last Distribution Date.

Check this box if you elect **not** to grant the releases contained in Section 6.11 of the Plan. Election to withhold consent is at your option. If you exercise your right to not grant the releases by checking the box below, you will not be a Released Party. If you submit your Ballot without this box checked, you will be deemed to consent to the releases set forth in Section 6.11 of the Plan and the related injunction to the fullest extent permitted by applicable law.

OPT OUT The undersigned elects not to grant the releases contained in Section 6.11 of the Plan.

Item 4. Certifications

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

- a. that either: (i) the Entity is the holder of the Class 3 Claim being voted; or (ii) the Entity is an authorized signatory for an Entity that is a holder of the Class 3 Claim being voted;
- b. that the Entity has received a copy of the Plan and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth therein;
- c. that the Entity has cast the same vote with respect to all Class 3 Claims that it holds or for which it is the authorized signatory; and
- d. that no other Ballots with respect to the amount of the Class 3 Claims identified in Item 1 have been cast or, if any other Ballots have been cast with respect to such Claims, then any such Ballots dated earlier are hereby revoked.

Name of holder: _____
(Print or Type)

Social Security or Federal Tax Identification Number: _____

Signature: _____

Name of Signatory: _____
(If other than holder)

Title: _____

Address: _____
Date Completed: _____

THE BALLOT MUST BE COMPLETED AND SUBMITTED, ON OR BEFORE THE VOTING DEADLINE, BY ANY OF THE FOLLOWING APPROVED SUBMISSION METHODS:

By first class mail, overnight courier, or hand-delivery to:

Sticky's Holdings LLC Ballot Processing Center
c/o KCC dba Verita
222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245

Via the online voting portal:

<https://www.veritaglobal.net/stickysholdings>

BALLOTS OTHERWISE SUBMITTED BY FACSIMILE, TELECOPY, OR ANY ELECTRONIC MEANS OTHER THAN EXPRESSLY PROVIDED IN THESE SOLICITATION PROCEDURES WILL NOT BE ACCEPTED.

YOUR BALLOT MUST BE RECEIVED BY THE VOTING DEADLINE, WHICH IS August 28, 2024 AT 5:00 P.M. (ET).

INSTRUCTIONS FOR COMPLETING BALLOTS

1. The Debtors are soliciting the votes of holders of Claims and Equity Interests with respect to the Plan. Capitalized terms used in the Ballot or in these instructions but not otherwise defined in the Ballot or these instructions shall have the meanings set forth in the Plan, a copy of which also accompanies the Ballot.
2. The Bankruptcy Court may confirm the Plan and thereby bind you by the terms of the Plan if, among other things, the Plan is confirmed.
3. To ensure that your vote is counted, you must: (a) complete the Ballot; (b) indicate your decision either to accept or reject the Plan in the boxes provided in Item 2 of the Ballot; and (c) submit the Ballot to the address set forth on the enclosed pre-addressed envelope or via Kurtzman Carson Consultants LLC dba Verita's online voting portal as described more fully below. The Voting Deadline for the receipt of Ballots by Kurtzman Carson Consultants LLC dba Verita is **August 28, 2024 at 5:00 p.m. (ET)**. Your completed Ballot must be received by KCC on or before the Voting Deadline.

To submit your Ballot via the online voting portal, please visit <https://www.veritaglobal.net/stickysholdings> and follow the instructions to submit your Ballot.

IMPORTANT NOTE: You will need the following information to retrieve and submit your customized E-Ballot:

Unique E-Ballot ID#: _____

Password: _____

Kurtzman Carson Consultants LLC dba Verita's online voting platform is the sole manner in which Ballots will be accepted via electronic or online transmission. Ballots submitted by facsimile, e-mail, or other means of electronic transmission will not be counted.

Each E-Ballot ID# is to be used solely for voting only those Claims described in Item 1 of your Ballot. Please complete and submit a Ballot for each E-Ballot ID# you receive, as applicable. Creditors who cast a Ballot using the Claims, Noticing, and Solicitation Agent's online voting portal should NOT also submit a hard copy Ballot.

4. If a Ballot is received after the Voting Deadline, it will not be counted unless the Debtors determine otherwise. **The method of delivery of Ballots to the Administrative Advisor is at the election and risk of each holder of a Claim or Equity Interest.** Delivery will be deemed made only when the Administrative Advisor **actually receives** the originally executed Ballot. If a holder of a Claim or Equity Interest chooses effecting delivery by mail, it is recommended, though not required, that holders use an overnight or hand delivery service to assure timely delivery.

5. Delivery of a Ballot to the Administrative Advisor by facsimile, telecopy, or any electronic means other than expressly provided in these Solicitation Procedures will not be valid.
6. If multiple Ballots are received from the same holder of a Claim or Equity Interest with respect to the same Claim or Equity Interest prior to the Voting Deadline, the last dated valid Ballot timely received will supersede and revoke any earlier dated Ballots.
7. The Ballot is not a letter of transmittal and may not be used for any purpose other than to vote to accept or reject the Plan. Accordingly, at this time, holders of Claims or Equity Interests should not surrender certificates or instruments representing or evidencing their Equity Interests, and neither the Debtors nor the Administrative Agent will accept delivery of any such certificates or instruments surrendered together with a Ballot.
8. This Ballot does not constitute and shall not be deemed to be: (a) a Proof of Claim or Equity Interest; or (b) an assertion or admission of an Equity Interest.
9. Please be sure to sign and date your Ballot. If you are signing a Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity, you should indicate such capacity when signing and, if requested by the Debtors' counsel, the Administrative Advisor, the Debtors, or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot.
10. The following Ballots shall not be counted in determining the acceptance or rejection of the Plan: (a) any Ballot that is illegible or contains insufficient information to permit the identification of the holder of the Claim or Equity Interest; (b) any Ballot cast by a party that does not hold a Claim or Equity Interest in a Class that is entitled to vote on the Plan; (c) any unsigned Ballot; (d) any Ballot not marked to accept or reject the Plan or any Ballot marked both to accept and reject the Plan; and (e) any Ballot submitted by any Entity not entitled to vote pursuant to the Solicitation Procedures.

PLEASE SUBMIT YOUR BALLOT PROMPTLY!
IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING
PROCEDURES, PLEASE CONTACT KURTZMAN CARSON CONSULTANTS LLC
DBA VERITA AT (310) 751-2683 (INTERNATIONAL) OR (866) 967-1783
(U.S./CANADA, TOLL FREE).