

**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 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.² **Instructions on how to obtain another copy are in paragraph 11 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.

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.

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. **Directions 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 26, 2024
Wilmington, Delaware

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

/s/ John W. Weiss

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*