

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

In re:

HRI HOLDING CORP., *et al.*¹

Debtors.

Chapter 11

Case No. 19-12415 (MFW)

(Jointly Administered)

Ref. No.: 734, 735 and 816

NOTICE OF (A) ENTRY OF THE ORDER (I) APPROVING THE DISCLOSURE STATEMENT ON A FINAL BASIS AND (II) CONFIRMING THE JOINT CHAPTER 11 PLAN OF HRI HOLDING CORP. AND ITS DEBTOR AFFILIATES; (B) THE EFFECTIVE DATE THEREOF; AND (C) CERTAIN DEADLINES

TO CREDITORS, HOLDERS OF CLAIMS AND INTERESTS, AND PARTIES IN INTEREST, PLEASE TAKE NOTICE THAT:

1. **Confirmation of the Plan.** On November 5, 2020, the Honorable Mary F. Walrath, United States Bankruptcy Judge for the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), entered the *Findings of Fact, Conclusions of Law, and Order (I) Confirming Joint Chapter 11 Plan of HRI Holding Corp. and Its Debtor Affiliates and (II) Approving the Disclosure Statement on a Final Basis* [D.I. 816] (the “Confirmation Order”) (i) approving on a final basis the *Disclosure Statement for Joint Chapter 11 Plan of HRI Holding Corp. and Its Debtor Affiliates* [D.I. 735] (as further modified, revised, supplemented and amended including all attachments and exhibits thereto, the “Disclosure Statement”); and (ii) confirming the *Joint Chapter 11 Plan of HRI Holding Corp. and Its Debtor Affiliates* [D.I. 734] (as further modified, supplemented and amended including all attachments and exhibits thereto, the “Plan”).²

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: HRI Holding Corp. (4677), Houlihan’s Restaurants, Inc. (8489), HDJG Corp. (3479), Red Steer, Inc. (2214), Sam Wilson’s/Kansas, Inc. (5739), Darryl’s of St. Louis County, Inc. (7177), Darryl’s of Overland Park, Inc. (3015), Houlihan’s of Ohio, Inc. (6410), HRI O’Fallon, Inc. (4539), Algonquin Houlihan’s Restaurant, L.L.C. (0449), Geneva Houlihan’s Restaurant, L.L.C. (3156), Hanley Station Houlihan’s Restaurant, LLC (8058), Houlihan’s Texas Holdings, Inc. (5485), Houlihan’s Restaurants of Texas, Inc. (4948), JGIL Mill OP LLC (0741), JGIL Millburn, LLC (6071), JGIL Milburn Op LLC (N/A), JGIL, LLC (5485), JGIL Holding Corp. (N/A), JGIL Omaha, LLC (5485), HOP NJ NY, LLC (1106), HOP Farmingdale LLC (7273), HOP Cherry Hill LLC (5012), HOP Paramus LLC (5154), HOP Lawrenceville LLC (5239), HOP Brick LLC (4416), HOP Secaucus LLC (5946), HOP Heights LLC (6017), HOP Bayonne LLC (7185), HOP Fairfield LLC (8068), HOP Ramsey LLC (8657), HOP Bridgewater LLC (1005), HOP Parsippany LLC (1520), HOP Westbury LLC (2352), HOP Weehawken LLC (2571), HOP New Brunswick LLC (2637), HOP Holmdel LLC (2638), HOP Woodbridge LLC (8965), and Houlihan’s of Chesterfield, Inc. (5073). The Debtors’ corporate headquarters and the mailing address is 8700 State Line Road, Suite 100, Leawood, Kansas 66206.

² All capitalized terms used herein and not otherwise defined herein shall have the respective meanings ascribed to them in the Plan.



2. **Effective Date of the Plan.** All conditions precedent to occurrence of the Effective Date of the Plan have been satisfied or waived. The Effective Date of the Plan occurred on November 13, 2020.

3. **Copies of the Plan and the Confirmation Order.** Copies of the Confirmation Order, Disclosure Statement, the Plan, and related documents, are available free of charge at <https://kccllc.net/hri>, or for a fee at the Bankruptcy Court's website at www.deb.uscourts.gov. The Confirmation Order, Disclosure Statement, Plan and related documents also are available for inspection during regular business hours in the office of the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801.

4. **Administrative Claim Bar Date.** Pursuant to article II.A of the Plan, the deadline for filing proofs of claim or requests for payment of Administrative Claims arising on or after March 1, 2020 (the "**Second Administrative Expense Requests**") is twenty-one (21) days from the date of service of this Notice of Effective Date, which is **December 9, 2020**. All Second Administrative Expense Requests should be submitted to Kurtzman Carson Consultants LLC (the "**Claims Agent**"), in accordance with the terms of the Bar Date Order [D.I. 498]. Second Administrative Expense Requests will be deemed timely filed only if **actually received** by the Claims Agent on or before **December 9, 2020 at 4:00 p.m. (prevailing Eastern Time)** (the "**Second Administrative Claim Bar Date**"). Each Second Administrative Expense Request, including supporting documentation, must be submitted: (i) on or before the Second Administrative Claim Bar Date, by completing the administrative proof of claim form, copies of which can be accessed at the Claims Agent's website <https://kccllc.net/hri>, and clicking on the Tab "Submit Electronic Proof of Claim (ePOC)," and following the directions given therein; or (ii) by United States mail or other hand delivery system, so as to be **actually received** by the Claims Agent on or before the applicable Second Administrative Bar Date at the following address:

HRI Claims Processing Center
c/o KCC
222 N. Pacific Coast Hwy., Ste. 300
El Segundo, CA 90245

Second Administrative Expense Requests may **not** be delivered by facsimile, telecopy or electronic mail transmission to the Clerk of the Court or the Debtors.

If you are required to file a Second Administrative Expense Request pursuant to article II.A of the Plan and fail to do so by the Second Administrative Claims Bar Date, your untimely Second Administrative Expense Claim will not be considered Allowed, and you will not be treated as a creditor for purposes of distributions with respect to such claim, and you shall be entitled to no distribution under the Plan with respect to such claim.

5. **Professional Fee Bar Date.** Pursuant to article II.B of the Plan, any Professional seeking an award by the Bankruptcy Court of compensation or reimbursement of expenses in accordance with Bankruptcy Code sections 328, 330 or 331 or entitled to priorities established pursuant to Bankruptcy Code sections 503(b)(2), 503(b)(3), 503(b)(4), or 503(b)(5) shall (1) file with the

Clerk of the Bankruptcy Court no later than thirty (30) days after the Effective Date which is **December 14, 2020 at 4:00 p.m. (prevailing Eastern Time)** (the “Professional Fee Bar Date”), an application, including, without limitation, a final fee application, for such award of compensation or reimbursement; (2) serve a copy thereof, together with exhibits and schedules related thereto, upon: (i) counsel to the Debtors, Landis Rath & Cobb LLP, 919 Market Street, Suite 1800, Wilmington, Delaware 19801 (Attn: Kimberly A. Brown, Esq., brown@lrclaw.com and Matthew R. Pierce, Esq., pierce@lrclaw.com); (ii) the Office of the United States Trustee for the District of Delaware, 844 N. King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Jane M. Leamy, Esq., jane.m.leafy@usdoj.gov); (iii) counsel for the Official Statutory Committee of Unsecured Creditors, Kelley Drye & Warren LLP, 101 Park Avenue, New York, New York 10178 (Attn: Jason R. Adams, Esq., JAdams@KelleyDrye.com and Maeghan J. McLoughlin, Esq., MMcLoughlin@KelleyDrye.com), and Klehr Harrison Harvey Branzburg LLP, 919 North Market Street, Suite 1000, Wilmington, Delaware, 19801-3062 (Attn: Domenic Pacitti, Esq., dpacitti@klehr.com and Rich Beck, Esq., rbeck@klehr.com; and (iv) counsel to the Prepetition Secured Lenders, Katten Muchin Rosenman LLP, 515 South Flower Street, Suite 1000, Los Angeles, California 90071-2212 (Attn: William B. Freeman, bill.freeman@katten.com) and Young Conaway Stargatt & Taylor, LLP, 1000 North King Street, Wilmington Delaware 19801 (Attn: Sean M. Beach, sbeach@ycst.com and Jaime Luton Chapman, jchapman@ycst.com); and (3) comply with the applicable requirements for such claim.

6. **Rejection Bar Date.** Proofs of Claim with respect to Claims arising from the rejection of Executory Contracts or Unexpired Leases, if any, must be Filed with the Bankruptcy Court (via the Claims Agent) no later than (i) any deadline established for creditors holding General Unsecured Claims to file proofs of claim against the Debtors; (ii) thirty (30) days after the date of an order of the Bankruptcy Court approving such rejection; and (iii) specifically for those claims created by the rejection of contracts by means of the Plan, thirty (30) days after the Effective Date (the “Rejection Claims”). All such Rejection Claims should be submitted to the Claims Agent, in accordance with the terms of the Bar Date Order [D.I. 498]. Rejection Claims will be deemed timely filed only if **actually received** by the Claims Agent on or before **December 18, 2020 at 4:00 p.m. (prevailing Eastern Time)** (the “Rejection Bar Date”). Each Rejection Claim, including supporting documentation, must be submitted: (i) on or before the Rejection Claim Bar Date, by completing the proof of claim form, copies of which can be accessed at the Claims Agent’s website <https://kccllc.net/hri>, and clicking on the Tab “Submit Electronic Proof of Claim (ePOC),” and following the directions given therein; or (ii) by United States mail or other hand delivery system, so as to be **actually received** by the Claims Agent on or before the Rejection Bar Date at the following address:

HRI Claims Processing Center
 c/o KCC
 222 N. Pacific Cost Hwy., Ste. 300
 El Segundo, CA 90245

Rejection Claims may **not** be delivered by facsimile, telecopy or electronic mail transmission to the Clerk of the Court or the Debtors. Absent order of the Court to the contrary, any Rejection Claims not Filed by the applicable deadline will not be considered Allowed and such person or

entity shall not be treated as a creditor for purposes of distributions under the Plan with respect to such claim.

7. **Binding Nature of Plan.** The Plan and its provisions are binding on the Debtors and any holder of a Claim against, or Interest in, the Debtors, and such holder's respective successors and assigns, whether or not the Claim or Interest of such holder is impaired by the Plan and whether or not such holder voted to accept or reject the Plan.

Dated: November 18, 2020
Wilmington, Delaware

GELLERT SCALI BUSENKELL & BROWN

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