

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

<p>In re:</p> <p>SFX ENTERTAINMENT, INC., <i>et al.</i>,<sup>1</sup></p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 16-10238 (MFW)</p> <p>(Jointly Administered)</p>
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**SUPPLEMENTAL AFFIDAVIT OF SERVICE**

1. I, Leticia Sanchez, depose and say that I am employed by Kurtzman Carson Consultants LLC (“**KCC**”), the claims, noticing and administrative agent for the Debtors in the above-captioned cases. I submit this Affidavit in connection with the service of solicitation materials (the “**Solicitation Package(s)**”) for the *Fifth Amended Joint Plan of Reorganization of SFX Entertainment, Inc. et al. Under Chapter 11 of the Bankruptcy Code* (the “**Plan**”). I am over the age of 18 and not a party to this action. Except as otherwise noted, I could and would testify to the following based upon my personal knowledge.

2. On February 3, 2016, the Court entered the *Order Authorizing Retention and Appointment of Kurtzman Carson Consultants, LLC as Claims and Noticing Agent Under 28 U.S.C. § 156(c), 11 U.S.C. § 105(a) and Local Rule 2002-1(f)* [Docket No. 59]. On March 3, the Court entered the *Order Authorizing the Appointment of Kurtzman Carson Consultants LLC as Administrative Agent Nunc Pro Tunc to the Petition Date Pursuant to Section 327 of the Bankruptcy Code and Bankruptcy Rule 2014* [Docket No. 180].

3. Consistent with its retention as claims, noticing and administrative agent, KCC is charged with, among other things, the duty of printing and distributing Solicitation Packages to creditors and other interested parties pursuant to the instructions set forth in the *Order Granting Debtors' Motion for Entry of an Order (I) Approving the Disclosure Statement, (II) Establishing Procedures for the Solicitation and Tabulation of Votes to Accept or Reject the Plan, (III) Authorizing Electronic Voting for Certain Claims, (IV) Approving Forms of Notices and Ballots,*

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four (4) digits of each Debtor’s federal tax identification number, if applicable, are: 430R Acquisition LLC (7350); Beatport, LLC (1024); Core Productions LLC (3613); EZ Festivals, LLC (2693); Flavorus, Inc. (7119); ID&T/SFX Mysteryland LLC (6459); ID&T/SFX North America LLC (5154); ID&T/SFX Q-Dance LLC (6298); ID&T/SFX Sensation LLC (6460); ID&T/SFX TomorrowWorld LLC (7238); LETMA Acquisition LLC (0452); Made Event, LLC (1127); Michigan JJ Holdings LLC (n/a); SFX Acquisition, LLC (1063); SFX Brazil LLC (0047); SFX Canada Inc. (7070); SFX Development LLC (2102); SFX EDM Holdings Corporation (2460); SFX Entertainment, Inc. (0047); SFX Entertainment International, Inc. (2987); SFX Entertainment International II, Inc. (1998); SFX Intermediate Holdco II LLC (5954); SFX Managing Member Inc. (2428); SFX Marketing LLC (7734); SFX Platform & Sponsorship LLC (9234); SFX Technology Services, Inc. (0402); SFX/AB Live Event Canada, Inc. (6422); SFX/AB Live Event Intermediate Holdco LLC (8004); SFX/AB Live Event LLC (9703); SFX-94 LLC (5884); SFX-Disco Intermediate Holdco LLC (5441); SFX-Disco Operating LLC (5441); SFXE IP LLC (0047); SFX-EMC, Inc. (7765); SFX-Hudson LLC (0047); SFX-IDT N.A. Holding II LLC (4860); SFX-LIC Operating LLC (0950); SFX-IDT N.A. Holding LLC (2428); SFX-Nightlife Operating LLC (4673); SFX-Perryscope LLC (4724); SFX-React Operating LLC (0584); Spring Awakening, LLC (6390); SFXE Netherlands Holdings Coöperatief U.A. (6812); SFXE Netherlands Holdings B.V. (6898). The Debtors’ business address is 902 Broadway, 15th Floor, New York, NY 10010.



(V) *Establishing Notice and Objection Procedures in Respect Thereof*, (VI) *Setting Confirmation Hearing and Related Deadlines and (VII) Granting Related Relief* [Docket No. 1092] (the “**Disclosure Statement Order**”), as entered by the Court on October 3, 2016.

*THE SOLICITATION PACKAGE*

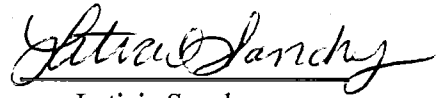
4. The various solicitation materials consist of the following documents:
  - a. CD-ROM (the “**CD-ROM**”) containing the following documents:
    - i. Disclosure Statement with Respect to the Fifth Amended Joint Plan of Reorganization of SFX Entertainment, Inc. et al. Under Chapter 11 of the Bankruptcy Code (the “**Disclosure Statement**”)
    - ii. the Plan [Exhibit A to Disclosure Statement]; and
    - iii. Disclosure Statement Order *less Exhibits*;
  - b. Notice of (I) Approval of Disclosure Statement; (II) Hearing to Consider Confirmation of the Plan; (III) Deadline for Filing Objections to Confirmation of the Plan; (IV) Deadline for Voting on Plan (the “**Confirmation Hearing Notice**”) ;
  - c. Letter from Official Committee of Unsecured Creditors (“**Committee Letter**”) [attached as **Exhibit A**];
  - d. Ballot for Class 3 Original Foreign Loan Claims Against the Foreign Debtors (the “**Ballot for Class 3 Claims**”);
  - e. Ballot for Class 4 Beneficial Holder Ballot (the “**Beneficial Ballot for Class 4 Claims**”);
  - f. Ballot for Class 4 Prepetition Second Priority Note Claims Against the 2019 Debtors (the “**Master Ballot for Class 4 Claims**”);
  - g. Ballot for Class 5 Claims (2019 Debtors) – General Unsecured Claims Against the 2019 Debtors (the “**Ballot for Class 5 Claims (2019 Debtors)**”);
  - h. Ballot for Class 6 Claims – Convenience Claims Against the 2019 Debtors (the “**Ballot for Class 6 Claims**”);
  - i. Notice of Non-Voting Status and Notice of (A) Approval of Disclosure Statement, (B) Hearing to Consider Confirmation of the Plan, and (C) Deadline to File Objections to Confirmation of the Plan (the “**Notice of Non-Voting Status**”); and
  - j. a pre-addressed, postage pre-paid return envelope (the “**Return Envelope**”).

*SERVICE OF THE SOLICITATION PACKAGES*

5. On October 21, 2016, at my direction and under my supervision, employees of KCC caused the Ballot for Class 3 Claims, CD-ROM, Confirmation Hearing Notice, and Return Envelope to be served via Overnight Mail on the service list attached hereto as **Exhibit B**.

6. On October 31, 2016, at my direction and under my supervision, employees of KCC caused the Ballot for Class 5 Claims (2019 Debtors), CD-ROM, Confirmation Hearing Notice, Committee Letter, and Return Envelope to be served via Overnight Mail on the service list attached hereto as **Exhibit C**.

Dated: November 8, 2016



Leticia Sanchez

Subscribed and sworn to (or affirmed) before me on this 8<sup>th</sup> day of November, 2016, by Leticia Sanchez, proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

Signature: 



# Exhibit A



Debra I. Grassgreen

October 4, 2016

415.263.7000

LAW OFFICES  
LIMITED LIABILITY PARTNERSHIP

SAN FRANCISCO, CA  
LOS ANGELES, CA  
WILMINGTON, DE  
NEW YORK, NY

150 CALIFORNIA STREET  
15th FLOOR  
SAN FRANCISCO  
CALIFORNIA 94111-4500

TELEPHONE: 415/263-7000

FACSIMILE: 415/263-7010

**LOS ANGELES**

10100 SANTA MONICA BLVD.  
13th FLOOR  
LOS ANGELES  
CALIFORNIA 90067

TELEPHONE: 310/277 6910

FACSIMILE: 310/201 0760

**DELAWARE**

919 NORTH MARKET STREET  
17th FLOOR  
P.O. BOX 8705  
WILMINGTON  
DELAWARE 19899-8705

TELEPHONE: 302/652 4100

FACSIMILE: 302/652 4400

**NEW YORK**

780 THIRD AVENUE  
36th FLOOR  
NEW YORK  
NEW YORK 10017-2024

TELEPHONE: 212/561 7700

FACSIMILE: 212/561 7777

WEB: [www.pszjlaw.com](http://www.pszjlaw.com)

**Re: In re SFX Entertainment, Inc., Case No. 16-10238 -**

Dear General Unsecured Creditors:

The Official Committee of Unsecured Creditors (the “Committee”)<sup>1</sup> of SFX Entertainment, Inc. and its affiliated debtors (collectively, the “Debtors”) urges you to vote to **ACCEPT** the enclosed *Fifth Amended Joint Plan of Reorganization of SFX Entertainment, Inc., et al. Under Chapter 11 of the Bankruptcy Code* (the “Plan”) because, under the circumstances of these cases, the Committee believes that the Plan, which has been revised to reflect a heavily negotiated settlement with the Committee, provides a far superior outcome for unsecured creditors than liquidation.

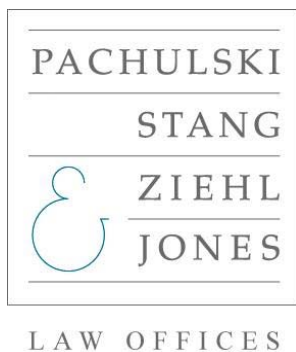
Under the Plan, the Debtors will convert a substantial portion of their secured debt into new stock of the Reorganized Debtors and, upon emerging from bankruptcy, will continue to operate their businesses with debt levels appropriate to their operational capacity.

You are urged to read the enclosed Plan and Disclosure Statement. The treatment provisions for Class 5 and Class 6 are set forth in Sections 3.02(e) and (f) of the Plan, respectively. Summary information regarding recoveries for Class 5 and Class 6, including recovery estimates, are set forth in Section 2 of the Disclosure Statement.

The following is a general summary of the treatment of (i) general unsecured creditors with claims greater than \$150,000, (ii) general unsecured creditors with claims less than or equal to \$150,000, and (iii) general unsecured creditors with claims greater than \$150,000 that elect to reduce their claim to \$150,000:

General Unsecured Creditors – Class 5. General unsecured creditors with claims greater than \$150,000 and that do not make a convenience class election, will receive their *pro rata* share of (i) certain warrants in the Reorganized Debtors, (ii) Litigation Trust Units, and (iii) payments under an unsecured promissory note in the principal amount of \$1 million. The estimated recovery for general

<sup>1</sup> The members of the Committee are (i) AM Only, LLC, (ii) Artists Alliance Australasia Pty. Ltd., (iii) Epic Tents, LLC, (iv) Event Flooring Solutions, LLC, (v) ID&T BVBA, (vi) Mike Bindra, and (vii) Vistajet US, Inc.



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unsecured creditors is approximately 1.91% to 3.02%, PLUS litigation recoveries which could increase the recovery by 10%. In addition, to the extent that there is a liquidity event in excess of the \$137 million value used by the Debtors to calculate the estimated recoveries, creditors will receive additional proceeds.

Convenience Class Creditors – Class 6. General unsecured creditors with claims less than or equal to \$150,000 will receive their pro rata share of the Convenience Class Cash Pool (\$750,000). The estimated recovery for convenience class general unsecured creditors is approximately 8%.

Convenience Class Election. Holders of general unsecured claims greater than \$150,000 have the option to vote to accept the Plan and elect to reduce their claim to \$150,000. Such holders that elect this treatment will receive their pro rata share of the Convenience Class Cash Pool. The estimated recovery for general unsecured creditors that elect this treatment is approximately 8%.

Section 12.02 of the Plan contains a consensual release by holders of general unsecured claims for any claims such holders may have against the Creditor Released Parties (as defined in the Plan). **WHETHER YOU VOTE TO ACCEPT OR REJECT THE PLAN, YOU MAY AFFIRMATIVELY OPT OUT OF THIS RELEASE BY RETURNING THE ENCLOSED BALLOT BY THE VOTING DEADLINE AND INDICATING ON THE BALLOT THAT YOU OPT OUT OF THE CONSENSUAL RELEASE.**

The Committee believes that, under the circumstances, the Plan provides the best possible recoveries to creditors, its acceptance is in the best interests of all creditors, and any alternative would result in unnecessary delay, uncertainty, and expense.

**The Committee encourages you to vote to ACCEPT the Plan and return the enclosed Ballot so that it is received by the voting deadline of November 2, 2016 at 4:00 p.m. (prevailing Eastern Time).**

Sincerely,

/s/ Debra I. Grassgreen

Debra I. Grassgreen

# Exhibit B

Exhibit B

Class 3

Served via Overnight Mail

CreditorName	CreditorNoticeName	Address1	City	State	Zip
Allianz Global Investors US, LLC	Attn Doug Forsyth	600 West Broadway, 29th Fl	San Diego	CA	92101
Axar Capital Management, LP	Attn Ty DeBoer	1330 Avenue of the Americas, 6th Fl	New York	NY	10019
DW Partners, LP	Attn Elyse Eng	590 Madison Avenue, 13th Fl	New York	NY	10022
Kildonan Castle Asset Management, LP	Attn Craig Leoce	1540 Broadway, Ste 1030	New York	NY	10036
Knighthead Capital Management, LLC	Attn Laura Torrado	1140 Avenue of the Americas, 12th Fl	New York	NY	10036
Roystone Capital Management, LP	Attn Laura Roche	780 Third Avenue, 41st Fl	New York	NY	10017



# Exhibit C

Exhibit C

Class 5

Served via Overnight Mail

CreditorName	CreditorNoticeName	Address1	Address2	Address3	City	State	Zip
IDT BVBA	Morris, Nichols, Arsht & Tunnell LLP	Attn: Curtis S. Miller, Esq. and Erin. R. Fay, Esq.	1201 N. Market Street	P.O. Box 1347	Wilmington	DE	19899-1347