

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

In re:

VALERITAS HOLDINGS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 20-10290 (LSS)

(Jointly Administered)

D.I. No. 282, 283, 323

ORDER (I) APPROVING THE DEBTORS' COMBINED DISCLOSURE STATEMENT AND PLAN ON AN INTERIM BASIS FOR SOLICITATION PURPOSES ONLY; (II) ESTABLISHING PROCEDURES FOR SOLICITATION AND TABULATION OF VOTES TO ACCEPT OR REJECT THE COMBINED DISCLOSURE STATEMENT AND PLAN; (III) APPROVING THE FORM OF BALLOT AND SOLICITATION PACKAGES; (IV) ESTABLISHING THE VOTING RECORD DATE; (V) SCHEDULING A COMBINED HEARING FOR FINAL APPROVAL OF THE ADEQUACY OF DISCLOSURES IN, AND CONFIRMATION OF, THE COMBINED DISCLOSURE STATEMENT AND PLAN; AND (VI) GRANTING RELATED RELIEF

Upon the motion (the "Motion")² of the Debtors for entry of an order (the "Interim Approval and Procedures Order," or, as used herein, this "Order"): (a) approving the *Debtors' Combined Disclosure Statement and Joint Chapter 11 Plan of Liquidation*, substantially in the form filed contemporaneously herewith (as amended, supplemented or otherwise modified from time to time, according to its terms the "Combined Disclosure Statement and Plan") on an interim basis for solicitation purposes only; (b) establishing procedures for the solicitation and tabulation of votes to accept or reject the Combined Disclosure Statement and Plan, as set forth in **Exhibit 1** to this Order; (c) approving the form of Ballots and Solicitation Packages; (d) establishing the voting record date as April 13, 2020 (the "Voting Record Date"); (e) scheduling

¹ The debtors in these chapter 11 cases, along with the last four digits of each debtor's federal tax identification number, are: Valeritas Holdings, Inc. (8907); Valeritas, Inc. (1056); Valeritas Security Corporation (9654); Valeritas US, LLC (0007). The corporate headquarters and the mailing address for the debtors is c/o DLA Piper LLP (US), 1251 Avenue of the Americas, 27th Floor, New York, New York 10020.

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

a final, combined hearing to consider (i) final approval of the adequacy of information in the Combined Disclosure Statement and Plan pursuant to section 1125 of the Bankruptcy Code and (ii) confirmation of the Combined Disclosure Statement and Plan pursuant to section 1129 of the Bankruptcy Code (the “Combined Hearing”); and (f) granting related relief, pursuant to sections 105, 1125, 1126, and 1128 of title 11 of the Bankruptcy Code, Bankruptcy Rules 2002(b), 3016, 3017, 3018, 3020, and 9006, and Local Rule 3017-2; and this 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 February 29, 2012; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Motion being good and sufficient notice thereof; and a hearing (the “Hearing”) having been held on April 20, 2020 to consider the relief requested in the Motion; and upon consideration of the Motion, the First Day Declaration, the Combined Disclosure Statement and Plan, and the record of the Hearing; and this Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors’ estates, their creditors and other parties in interest and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and any objections to the requested relief having been withdrawn or overruled on the merits; and sufficient cause appearing therefor,

THIS COURT HEREBY FINDS AS FOLLOWS:

A. Pursuant to the Motion, the following chart sets forth the classes of Claims, their Impairment status and their right to vote:

CLASS	DESIGNATION	IMPAIRMENT	VOTING RIGHTS
<u>Class 1</u>	Other Priority Claims	Unimpaired	Deemed to Accept
<u>Class 2</u>	Prepetition Lenders' Secured Claim	Impaired	Entitled to Vote
<u>Class 3</u>	Prepetition Lenders' Unsecured Claim	Impaired	Entitled to Vote
<u>Class 4</u>	General Unsecured Claims	Impaired	Entitled to Vote
<u>Class 5</u>	Intercompany Claims	Impaired	Deemed to Reject
<u>Class 6</u>	Interests (Preferred and Common)	Impaired	Deemed to Reject

B. The form of Ballots attached hereto as **Exhibits 5-A, 5-B, and 5-C**: (i) is consistent with Official Form No. 314; (ii) adequately addresses the particular needs of the Chapter 11 Cases; (iii) is appropriate for the Voting Classes; and (iv) complies with Bankruptcy Rule 3017(d).

C. Ballots need not be provided to holders of Claims and interests in the Non-Voting Classes, including holders of Claims and interests that are either (i) Unimpaired and are conclusively presumed to have accepted the Combined Disclosure Statement and Plan in accordance with section 1126(f) of the Bankruptcy Code or (ii) Impaired but will neither retain nor receive any property under the Combined Disclosure Statement and Plan and are thus conclusively presumed to have rejected the Combined Disclosure Statement and Plan in accordance with section 1126(g) of the Bankruptcy Code.

D. The period during which the Debtors may solicit votes to accept or reject the Combined Disclosure Statement and Plan, as established by this Order, provides sufficient time for Claimholders in the Voting Classes to make informed decisions regarding whether to accept or reject

the Combined Disclosure Statement and Plan, to opt in to the third-party releases, and submit their Ballots in a timely fashion.

E. The Tabulation Procedures governing the solicitation and tabulation of votes to accept or reject the Combined Disclosure Statement and Plan, as set forth on **Exhibit 1** attached hereto and approved herein, provide a fair and equitable voting process and are consistent with section 1126 of the Bankruptcy Code.

F. The contents of the Solicitation Package and the procedures for providing notice of the Combined Hearing and the other matters set forth in the Combined Hearing Notice comply with Bankruptcy Rules 2002 and 3017 and Local Rule 3017-2, and, under the circumstances, constitute sufficient notice to all interested parties in accordance with Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.

G. The relief requested in the Motion is time sensitive and required that the Hearing be held telephonically and/or by video conference on an expedited basis in accordance with the *General Order – COVID19* of the United States Bankruptcy Court for the District of Delaware, dated March 16, 2020.

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Combined Disclosure Statement and Plan is approved on an interim basis for solicitation purposes under section 1125 of the Bankruptcy Code, Bankruptcy Rule 3017, and Local Rule 3017-2. Any objections to the adequacy of information contained in the Combined Disclosure Statement and Plan on a final basis are expressly reserved for consideration at the Combined Hearing.
3. The schedule of events set forth below relating to approval and confirmation of the Combined Disclosure Statement and Plan is hereby approved in its entirety, and the Court

hereby finds the following schedule is consistent with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules:

DEADLINE/HEARING	DATE
Voting Record Date	April 13, 2020
Date Solicitation Will Commence	no later than April 24, 2020
Deadline for Debtors to File Plan Supplement	May 21, 2020
Voting Deadline	May 28, 2020 at: 4:00 p.m. (EDT)
Deadline to Object to Confirmation and Final Approval of Adequacy of Information	May 28, 2020 at: 4:00 p.m. (EDT)
Deadline to File Rule 3018 Motions	May 28, 2020 at 4:00 p.m. (EDT)
Deadline to File Confirmation Brief	June 1, 2020
Combined Hearing	June 4, 2020 at 2:00 p.m. (EDT)

4. The Combined Hearing is hereby scheduled for **June 4, 2020 at 2:00 p.m. (Eastern Daylight Time)**. The Combined Hearing may be continued from time to time without further notice other than the announcement by the Debtors of the adjourned date(s) at the Combined Hearing or any continued hearing or as indicated in any notice of agenda of matters scheduled for hearing filed with this Court.

5. Objections to confirmation of the Combined Disclosure Statement and Plan on any ground, including adequacy of the information contained therein, if any, shall (a) be in writing, (b) comply with the Bankruptcy Rules and the Local Rules, and (c) be filed with the this Court and served upon the parties registered to receive notice through the Bankruptcy Court's ECF noticing system, in each case, by no later than **May 28, 2020 at 4:00 p.m. (Eastern Daylight Time)**. **Unless an objection is timely filed and served, it may not be considered by this Court at the Combined Hearing.** The deadline for the Debtors to file a memorandum of law in support of the adequacy of the information contained in, and Confirmation of, the

Combined Disclosure Statement and Plan, including a reply to any objections to the Combined Disclosure Statement and Plan, and the deadline for responses of any party supporting Confirmation of the Combined Disclosure Statement and Plan, shall be **June 1, 2020 at 4:00 p.m. (Eastern Daylight Time)**.

6. The Tabulation Procedures, as set forth in **Exhibit 1** attached hereto, are hereby approved.

7. The Combined Hearing Notice, the Notice of Non-Voting Status, and the Publication Notice, substantially in the forms attached hereto as **Exhibits 2, 3, and 4**, are approved in all respects.

8. The Ballots, substantially in the forms attached hereto as **Exhibits 5-A, 5-B, and 5-C** are approved in all respects.

9. The Debtors shall serve the Combined Hearing Notice on (a) the U.S. Trustee, (b) all entities that are party to executory contracts and unexpired leases with the Debtors, other than those executory contracts and unexpired leases that have been assumed and assigned to Zealand, (c) all entities that are party to litigation with the Debtors, (d) all current and former employees, directors and officers (to the extent that contact information for former employees, directors and officers is available in the Debtors' records), (e) all regulatory authorities that regulate the Debtors' businesses, (f) the Office of the Attorney General for the State of Delaware, (g) the Securities and Exchange Commission, (h) the Food and Drug Administration, (i) the Internal Revenue Service and any other taxing authorities for the jurisdictions in which the Debtors maintain or conduct business, and (j) all parties who filed a request for service of notices under Bankruptcy Rule 2002. The Debtors shall use best efforts to serve or caused to be served a copy

of the Combined Hearing Notice upon such parties no later than five Business Days after the entry of this Order.

10. The Debtors shall publish the Publication Notice, substantially in the form attached hereto as **Exhibit 4**, in the *Wall Street Journal*, *The New York Times*, *USA Today*, or another national newspaper of like circulation, not later than 5 Business Days after entry of this Order or as soon thereafter as practicable.

11. No later than **April 24, 2020**, the Solicitation Packages, containing the following materials, shall be emailed, where possible, or mailed by the Voting Agent to all Claimholders in the Voting Classes: (a) the Combined Hearing Notice; (b) the Combined Disclosure Statement and Plan; (c) a copy of the Interim Approval and Procedures Order (without **Exhibits 2** through **6**); (d) an appropriate Ballot; and (e) a letter from the Committee in support of the Combined Plan and Disclosure Statement.

12. The Debtors shall not be required to transmit Solicitation Packages to Claimholders in Classes 1, 5, and 6 (collectively, the “Non-Voting Classes”) under the Combined Disclosure Statement and Plan. Instead, the Debtors shall cause to be emailed, to the extent possible, or mailed to holders of Claims and interests in the Non-Voting Classes a copy of the Notice of Non-Voting Status, substantially in the form attached hereto as **Exhibit 3**, a Combined Hearing Notice and a copy of the Plan Summary of the Combined Disclosure Statement and Plan substantially in the form attached hereto as **Exhibit 6**.

13. Ballots must be received by the Voting Agent on or before **May 28, 2020 at 4:00 p.m. (Eastern Daylight Time)** (the “Voting Deadline”) in accordance with the instructions on the Ballot, unless extended by the Debtors in their discretion in writing, even if the voting period has previously elapsed.

14. The Debtors are authorized and directed to file a Voting Report after the Voting Deadline expires and prior to the Combined Hearing.

15. If any Claimholder seeks allowance of its Claim for voting purposes or to challenge the allowance of its Claim for voting purposes in accordance with the Tabulation Procedures, such Claimholder must file a motion, pursuant to Bankruptcy Rule 3018(a), for an order temporarily allowing its Claim or allowing its Claim in a different amount or classification for purposes of voting to accept or reject the Combined Disclosure Statement and Plan (a “Rule 3018 Motion”) and serve the Rule 3018 Motion on the Debtors so that it is received no later than 4:00 p.m. (Eastern Daylight Time) on **May 28, 2020** (the “Rule 3018(a) Motion Deadline”). The Debtors (and any other party in interest) shall address any such Rule 3018(a) Motion at or before the Combined Hearing. Any Ballot submitted by a Claimholder that files a Rule 3018 Motion shall be counted solely in accordance with the Tabulation Procedures and the other applicable provisions of this Order unless and until the underlying Claim or Interest is temporarily allowed by this Court for voting purposes in a different amount, after notice and a hearing.

16. Pursuant to Bankruptcy Rule 3017(d), **April 13, 2020** shall be the Voting Record Date for purposes of determining the Claimholders entitled to receive a Ballot to vote to accept or reject the Combined Disclosure Statement and Plan (the “Voting Record Date”).³

17. With respect to any transferred Claim, the transferee shall only be entitled to receive and cast a Ballot on account of such transferred Claim if: (a) all actions necessary to effect the transfer of the Claim pursuant to Bankruptcy Rule 3001(e) have been completed by the Voting Record Date (including, without limitation, the passage of any applicable objection

³ For the avoidance of doubt, the Voting Record Date is established for voting purposes only and shall not affect who is entitled to receive distributions under the Combined Disclosure Statement and Plan.

period) or (b) the transferee files, no later than the Voting Record Date, the documentation required by Bankruptcy Rule 3001(e) to evidence the transfer.

18. The Debtors are authorized to make non-substantive and ministerial changes to any documents in the Solicitation Package without further approval of this Court prior to its dissemination, including, without limitation, changes to correct typographical and grammatical errors and to make conforming changes to the Combined Disclosure Statement and Plan and any other materials included in the Solicitation Package prior to their distribution.

19. The Plan Supplement must be filed with this Court no later than May 21, 2020.

20. In accordance with Local Rule 3017-2, objections not made at the time of the hearing on the Motion to the approval of (a) the voting procedures to be utilized, (b) the form of notice to be provided to creditors and interest holders of the Debtors, and (c) the form of ballot which will be provided to creditors and interest holders entitled to vote on the Combined Plan and Disclosure Statement, shall not be considered at the time of the Combined Hearing.

21. This Order shall be immediately effective and enforceable upon its entry.

22. The Debtors are hereby authorized to take all actions they deem necessary to effectuate the relief granted in this Order.

23. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

EXHIBIT 1

(Tabulation Procedures)

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

In re:

VALERITAS HOLDINGS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 20-10290 (LSS)

(Jointly Administered)

TABULATION PROCEDURES²

- A. Unless otherwise provided in these Tabulation Procedures, a Claim will be deemed temporarily allowed for voting purposes only in an amount equal to (i) the non-contingent, liquidated, undisputed amount of such Claim as set forth in the Debtors' Schedules if no Proof of Claim has been timely filed in respect of such Claim as of the Voting Record Date or (ii) if a Proof of Claim has been timely filed as of the Voting Record Date in respect of such Claim, the amount set forth in such Proof of Claim.
- B. Duplicate Claims, whether against a single Debtor or more than one Debtor, within the same Voting Class will be entitled to one Solicitation Package and one ballot for voting a single claim in such Class, regardless of whether the Debtors have objected to such duplicate Claims.³
- C. For purposes of the numerosity requirement of section 1126(c) of the Bankruptcy Code, separate Claims held by a single creditor in a particular Class shall be aggregated as if such creditor held one Claim against the Debtor in such Class, and the votes related to such Claims shall be treated as a single vote to accept or reject the Plan. The Voting Agent shall also track the Claims voted in favor of or against the Combined Disclosure Statement and Plan on a consolidated basis as to all Debtors.⁴
- D. Under the Combined Disclosure Statement and Plan, only Claimholders in Voting Classes are entitled to vote on the Combined Disclosure Statement and Plan.
- E. If a Claim is listed in the Debtors' Schedules as contingent, unliquidated, or disputed and a Proof of Claim was not (i) filed by the applicable bar date for the filing of proofs of claim established by the Court; or (ii) deemed timely filed by an order of the Court prior to the Voting Deadline, such Claim shall be disallowed for voting purposes; *provided, however*, if (a) the applicable bar

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² Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to such terms in the Interim Approval and Procedures Order.

³ The Plan Proponents have requested this relief pursuant to the Combined Disclosure Statement and Plan. Such relief has not yet been approved by the Bankruptcy Court.

⁴ The Plan Proponents have requested this relief pursuant to the Combined Disclosure Statement and Plan. Such relief has not yet been approved by the Bankruptcy Court.

date has not yet passed, or (b) such Claim is the subject of an objection, such Claim shall be entitled to vote in the amount of \$1.00.

- F. If a Claim for which a Proof of Claim has been timely filed for unknown or undetermined amounts, or is wholly unliquidated, or contingent (as determined on the face of the claim or after a reasonable review of the supporting documentation by the Voting Agent), and such claim has not been allowed or objected to, such Claim shall be temporarily allowed for voting purposes only, and not for purposes of allowance or distribution, at \$1.00, irrespective of how such Claim may or may not be set forth on the Schedules.
- G. Proofs of Claim filed for \$0.00 are not entitled to vote.
- H. If a Claim, for which a Proof of Claim has been timely filed, has not been disallowed, and is not subject to a pending objection or adversary proceeding as of May 18, 2020 at 4:00 p.m. (EDT), is marked or otherwise referenced on its face as partially contingent, partially unliquidated and/or partially disputed, such Claim shall be temporarily allowed solely for voting purposes in the non-contingent, liquidated, and undisputed amount, irrespective of how such Claim may or may not be set forth on the Schedules.
- I. The Debtors are authorized to enter into stipulations with any Claimholder agreeing to the amount of a Claim for voting purposes.
- J. If the Debtors or another party in interest has served an objection to a Claim by **May 18, 2020 at 4:00 p.m. (EDT)**, such Claim is temporarily disallowed for voting purposes only and not for purposes of allowance or distribution, except to the extent and manner as set forth in such objection.
- K. If a Claimholder identifies a Claim amount on its Ballot that is less than the amount otherwise calculated in accordance with the Tabulation Procedures, the Claim will be temporarily allowed for voting purposes in the lesser amount identified on such Ballot.
- L. If a Proof of Claim has been amended by a later Proof of Claim that is filed on or prior to the Voting Record Date, the later filed amending claim shall be entitled to vote in a manner consistent with these Tabulation Procedures, and the earlier filed claim shall be disallowed for voting purposes, regardless of whether the Debtors have objected to such amended claim. Except as otherwise ordered by the Bankruptcy Court, any amendments to Proofs of Claim after the Voting Record Date shall not be considered for purposes of these Tabulation Procedures.
- M. Except as otherwise ordered by the Bankruptcy Court, any Ballots received after the Voting Deadline will not be counted absent the consent of the Debtors (in their sole discretion).
- N. Any Ballot that does not indicate an acceptance or rejection of the Combined Disclosure Statement and Plan, or that indicates both an acceptance and rejection of the Combined Disclosure Statement and Plan, will not be counted.
- O. Any Ballot that is returned indicating acceptance or rejection of the Combined Disclosure Statement and Plan but is unsigned will not be counted.
- P. Whenever a Claimholder casts more than one Ballot voting the same Claim prior to the Voting Deadline, only the last valid Ballot timely received will be deemed to reflect the voter's intent and, thus, will supersede any prior Ballots.

- Q. If a Claimholder casts simultaneous duplicative Ballots that are voted inconsistently, such Ballots will not be counted.
- R. Each Claimholder will be deemed to have voted the full amount of its Claim as set forth on the Ballot.
- S. Claimholders may not split their vote within a Class; thus, each Claimholder will be required to vote all of its Claims within the Class either to accept or reject the Combined Disclosure Statement and Plan.
- T. Ballots partially rejecting and partially accepting the Combined Disclosure Statement and Plan will not be counted.
- U. Any Ballot received that is illegible or otherwise incomplete will not be counted.
- V. The method of delivery of Ballots to the Voting Agent is at the risk of each Claimholder, and such delivery will be deemed made only when the original Ballot is actually received by the Voting Agent.
- W. The Debtors expressly reserve the right to amend the terms of the Combined Disclosure Statement and Plan (subject to compliance with section 1127 of the Bankruptcy Code). If the Debtors make material changes to the terms of the Combined Disclosure Statement and Plan, the Debtors will disseminate additional solicitation materials and extend the solicitation period, in each case to the extent required by the Combined Disclosure Statement and Plan, applicable law, or further order of the Bankruptcy Court.
- X. If a Ballot is executed by a trustee, executor, administrator, guardian, attorney-in-fact, officer of a corporation or other person acting in a fiduciary or representative capacity on behalf of a Claimholder, such person will be required to indicate such capacity when signing and, at the Voting Agent's discretion, must submit proper evidence satisfactory to the Voting Agent to so act on behalf of the Claimholder.
- Y. Any Claimholder who has delivered a valid Ballot voting on the Combined Disclosure Statement and Plan may withdraw such vote solely in accordance with Bankruptcy Rule 3018(a). After the Voting Deadline, no Ballot may be withdrawn or modified without the prior written consent of the Debtors or as otherwise ordered by the Bankruptcy Court.
- Z. Subject to any contrary order of the Bankruptcy Court, the Debtors further reserve the right to waive any defects or irregularities or conditions of delivery as to any particular Ballot, and delivery of such Ballots will not be deemed to have been made until such irregularities have been cured or waived; *provided however*, that the Voting Report shall disclose any such waivers.
- AA. Neither the Debtors nor any other Entity will be under any duty to provide notification of defects or irregularities with respect to delivered Ballots other than as provided in the Voting Report, nor will any of them incur any liability with respect thereto.
- BB. The Voting Agent will date stamp or electronically record date of receipt all Ballots when received. The Voting Agent shall retain the original Ballots and an electronic copy of the same for a period of one year after the Effective Date, unless otherwise ordered by the Bankruptcy Court.

- CC. An original properly completed and executed Ballot is required to be submitted by the Entity submitting such Ballot. Delivery of a Ballot to the Voting Agent by any electronic means other than through the online balloting portal maintained by the Voting Agent will not be valid (*e.g.*, facsimile and email are not valid means of delivery).
- DD. No Ballot should be sent to any party other than the Debtors' Voting Agent. If a Ballot is sent to any other party, it will not be counted.
- EE. In the event a designation is requested by a party in interest under section 1126(e) of the Bankruptcy Code, the Bankruptcy Court will determine whether any vote to accept and/or reject the Combined Disclosure Statement and Plan cast with respect to such Claim will be counted for purposes of determining whether the Combined Disclosure Statement and Plan has been accepted and/or rejected.
- FF. If a Claim has been estimated or otherwise Allowed for voting purposes only by order of the Bankruptcy Court, such Claim shall be provisionally allowed in the amount so estimated or Allowed by the Bankruptcy Court for voting purposes only and not for purposes of allowance or distribution; provided, however, that if a Claim has been estimated by the Bankruptcy Court for purposes of allowance and distribution pursuant to section 502(c) of the Bankruptcy Code, such allowance shall be for both voting and distribution purposes.
- GG. If a Class of Claims is eligible to vote and no Claimholders eligible to vote in such Class vote to accept or reject the Combined Disclosure Statement and Plan, the Combined Disclosure Statement and Plan shall be deemed accepted by the Claimholders in such Class.⁵
- HH. Any Class of Claims or Interests that does not contain, as of the date of the commencement of the Combined Hearing, at least one Allowed Claim or Allowed Interest, as applicable, or at least one Claim or Interest, as applicable, that is provisionally Allowed under Bankruptcy Rule 3018, such Class of Claims or Interests, as applicable, shall be deemed eliminated from the Combined Disclosure Statement and Plan for all purposes, including for purposes of (i) voting on the acceptance or rejection of the Combined Disclosure Statement and Plan and (ii) determining acceptance or rejection of the Combined Disclosure Statement and Plan by such Class under sections 1129(a)(8) and 1129(a)(10) of the Bankruptcy Code.⁶
- II. To the extent necessary, the Debtors may make ministerial modifications to these Tabulation Procedures without further Bankruptcy Court order, after consulting with the Prepetition Lenders and Official Committee of Unsecured Creditors, *provided that* such changes are not inconsistent with the Interim Approval and Procedures Order.

⁵ The Plan Proponents have requested this relief pursuant to the Combined Disclosure Statement and Plan. Such relief has not yet been approved by the Bankruptcy Court.

⁶ The Plan Proponents have requested this relief pursuant to the Combined Disclosure Statement and Plan. Such relief has not yet been approved by the Bankruptcy Court.