

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)
) Chapter 11
PLASTIQ INC., *et al.*,¹)
) Case No. 23-10671 (BLS)
Debtors.)
) (Jointly Administered)
)
) Ref. Docket Nos. 170 & 208

**CERTIFICATION OF COUNSEL REGARDING REVISED PROPOSED
ORDER (I) APPROVING THE COMBINED DISCLOSURE STATEMENT AND
PLAN ON AN INTERIM BASIS FOR SOLICITATION PURPOSES ONLY;
(II) ESTABLISHING SOLICITATION AND TABULATION PROCEDURES;
(III) APPROVING THE FORMS OF BALLOTS AND SOLICITATION
MATERIALS; (IV) ESTABLISHING THE VOTING RECORD DATE; (V) FIXING
THE DATE, TIME, AND PLACE FOR THE COMBINED HEARING AND THE
DEADLINE FOR FILING OBJECTIONS THERETO; (VI) ESTABLISHING BAR
DATE FOR FILING REQUESTS FOR ALLOWANCE OF INITIAL
ADMINISTRATIVE CLAIMS; AND (VII) GRANTING RELATED RELIEF**

On July 6, 2023, the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) filed the *Debtors’ Motion for Entry of an Order (I) Approving the Combined Disclosure Statement and Plan on an Interim Basis for Solicitation Purposes Only; (II) Establishing Solicitation and Tabulation Procedures; (III) Approving the Form of Ballot and Solicitation Materials; (IV) Establishing the Voting Record Date; (V) Fixing the Date, Time, and Place for the Combined Hearing and the Deadline for Filing Objections Thereto; (VI) Establishing Bar Date for Filing Requests for Allowance of Initial Administrative Claims; and (VII) Granting Related Relief* [Docket No. 170] (the “**Motion**”). Responses to the entry of the proposed form of order (the “**Proposed Order**”), attached to the Motion as Exhibit A, were to be filed and served no later than 4:00 p.m. (ET) on July 20, 2023 (the “**Objection Deadline**”).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103.



Prior to the Objection Deadline, the Debtors received informal comments to the Proposed Order from the Office of the United States Trustee (the “**U.S. Trustee**”). As a result of discussions between the Debtors and the U.S. Trustee, such comments were resolved as reflected in that certain *Notice of Filing of (A) Revised Proposed Order (I) Approving the Combined Disclosure Statement and Plan on an Interim Basis for Solicitation Purposes Only; (II) Establishing Solicitation and Tabulation Procedures; (III) Approving the Form of Ballot and Solicitation Materials; (IV) Establishing the Voting Record Date; (V) Fixing the Date, Time, and Place for the Combined Hearing and the Deadline for Filing Objections Thereto; (VI) Establishing Bar Date for Filing Requests for Allowance of Initial Administrative Claims; and (VII) Granting Related Relief; and (B) Blackline Thereof* [Docket No. 208] (the “**Revised Proposed Order**”).

On July 27, 2023, the Court held a hearing (the “**Hearing**”) to consider, among other things, the Revised Proposed Order. At the Hearing, the Court approved the Revised Proposed Order, subject to certain revisions being made as stated on the record. Accordingly, a revised version of the Revised Proposed Order (the “**Further Revised Proposed Order**”) is attached hereto as **Exhibit A**. For the convenience of the Court and all interested parties, a blackline comparing the Further Revised Proposed Order to the Revised Proposed Order is attached hereto as **Exhibit B**.

The Debtors submit that the Further Revised Proposed Order is appropriate and consistent with the record of the Hearing, and that entry of the Further Revised Proposed Order is in the best interests of the Debtors, their estates and creditors. The Committee, the DIP Lenders, and the U.S. Trustee do not object to entry of the Further Revised Proposed Order.

Accordingly, the Debtors respectfully request that the Court enter the Further Revised Proposed Order at its earliest convenience without further notice or hearing.

Dated: July 31, 2023
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Joseph M. Mulvihill

Michael R. Nestor (No. 3526)

Matthew B. Lunn (No. 4119)

Joseph M. Mulvihill (No. 6061)

Jared W. Kochenash (No. 6557)

1000 North King Street

Rodney Square

Wilmington, Delaware 19801

Tel.: (302) 571-6600

Facsimile: (302) 571-1253

Email: mnestor@ycst.com

mlunn@ycst.com

jmulvihill@ycst.com

jkochenash@ycst.com

Counsel for Debtors and Debtors in Possession

EXHIBIT A

Further Revised Proposed Order

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

In re:)	
)	Chapter 11
PLASTIQ INC., <i>et al.</i> , ¹)	
)	Case No. 23-10671 (BLS)
Debtors.)	
)	(Jointly Administered)
)	
)	Ref. Docket No. 170
)	

**ORDER (I) APPROVING THE COMBINED DISCLOSURE STATEMENT AND
PLAN ON AN INTERIM BASIS FOR SOLICITATION PURPOSES ONLY;
(II) ESTABLISHING SOLICITATION AND TABULATION PROCEDURES;
(III) APPROVING THE FORMS OF BALLOTS AND SOLICITATION
MATERIALS; (IV) ESTABLISHING THE VOTING RECORD DATE; (V) FIXING
THE DATE, TIME, AND PLACE FOR THE COMBINED HEARING AND THE
DEADLINE FOR FILING OBJECTIONS THERETO; (VI) ESTABLISHING BAR
DATE FOR FILING REQUESTS FOR ALLOWANCE OF INITIAL
ADMINISTRATIVE CLAIMS; AND (VII) GRANTING RELATED RELIEF**

Upon consideration of the motion (the “**Motion**”)² of the debtors in possession in the above-captioned cases (collectively, the “**Debtors**”) for entry of an order (this “**Order**”): (i) approving the Combined Disclosure Statement and Plan, on an interim basis and for solicitation purposes only; (ii) establishing procedures for the solicitation and tabulation of votes to accept or reject the Combined Disclosure Statement and Plan; (iii) approving the form of ballot and solicitation materials; (iv) establishing a voting record date; (v) fixing the date, time, and place for the Confirmation Hearing and the deadline for filing objections related thereto; (vi) establishing a bar date for filing requests for allowance of Initial Administrative Claims; and (vii) granting

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion or the Combined Disclosure Statement and Plan, as applicable.

related relief; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court being able to issue a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this District is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been given; and it appearing that no other or further notice is required; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, its creditors, and other parties in interest; and sufficient cause appearing therefor,

THE COURT HEREBY FINDS AS FOLLOWS:

A. The form of ballots attached hereto as Exhibits 1-A and 1-B (the "**Ballots**"): (i) are consistent with Official Form No. 14; (ii) adequately address the particular needs of the Chapter 11 Cases; (iii) are appropriate for the Voting Classes; and (iv) comply with Bankruptcy Rule 3017(d).

B. The Ballots need not be provided to Holders of Claims or Interests in the following Classes, as such Non-Voting Classes are either (i) unimpaired and are conclusively presumed to have accepted the Combined Disclosure Statement and Plan in accordance with Bankruptcy Code section 1126(f), or (ii) impaired but will neither retain nor receive any property under the Combined Disclosure Statement and Plan and, thus, are conclusively deemed to have rejected the Combined Disclosure Statement and Plan under Bankruptcy Code section 1126(g):

Class	Type	Status Under Plan	Voting Status
1	Priority Non-Tax Claims	Unimpaired	Deemed to Accept
2	Other Secured Claims	Unimpaired	Deemed to Accept
5	Subordinated Claims	Impaired	Deemed to Reject

6	Intercompany Claims	Impaired	Deemed to Reject
7	Interests	Impaired	Deemed to Reject

C. The Ballots shall be provided to Holders of Claims in Class 3 (Prepetition Loan Claims) and Class 4 (General Unsecured Claims), which Claims are impaired and thus the Holders are entitled to vote to accept or reject the Combined Disclosure Statement and Plan.

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 Holders of Claims in the Voting Classes to make informed decisions to accept or reject the Combined Disclosure Statement and Plan and submit a Ballot in a timely fashion, and the solicitation provided by this Order is consistent with Bankruptcy Code section 1126.

E. The Tabulation Procedures (defined below) for the solicitation and tabulation of votes to accept or reject the Combined Disclosure Statement and Plan, as approved herein, provide a fair and equitable voting process and are consistent with Bankruptcy Code section 1126.

F. The contents of the Solicitation Packages and the procedures for providing notice of the Confirmation Hearing and the other matters set forth in the Confirmation Notice, under the circumstances, constitute sufficient notice to all interested parties in accordance with Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The relief requested in the Motion is granted as set forth herein.

Combined Disclosure Statement and Plan

2. The Combined Disclosure Statement and Plan is approved on an interim basis for solicitation purposes under Bankruptcy Code sections 105 and 1125 and Bankruptcy Rule 3017.

3. The Ballots, substantially in the forms attached hereto as Exhibits 1-A and 1-B, are approved.

4. To be counted as votes to accept or reject the Combined Disclosure Statement and Plan, a Ballot must be properly executed, completed, and delivered, by mail, overnight courier, personal delivery, or by submitting a properly completed E-Ballot to the Voting Agent in accordance with the instructions on the Ballot or E-Ballot so that it is actually received no later than **4:00 p.m. (prevailing Eastern Time) on September 1, 2023** (the “**Voting Deadline**”).

5. The following procedures shall be used in tabulating the votes to accept or reject the Combined Disclosure Statement and Plan (the “**Tabulation Rules and Procedures**”):

Amounts for Voting Purposes.

Solely for purposes of voting to accept or reject the Combined Disclosure Statement and Plan and not for the purpose of the allowance of, or distribution on account of, any Claim and without prejudice to the Debtors’ rights in any other context, each Claim within a Class of Claims is entitled to vote to accept or reject the Combined Disclosure Statement and Plan be in an amount determined by the following procedures:

Class 3 (Prepetition Loan Claims)

- (a) The voting amounts of the Class 3 Prepetition Loan Claims will be established based on the amount of the applicable positions held by Holders of the Prepetition Loan Claims, as of the Voting Record Date, as evidenced by the applicable records provided by the Prepetition Agent, as the administrative agent under the Prepetition Financing Documents, in electronic excel format to the Debtors or the Voting Agent not later than two (2) Business Days following the Voting Record Date.

Class 4 (General Unsecured Claims)

- (a) If a Claim is deemed allowed under the Combined Disclosure Statement and Plan, an order of the Court or a stipulated agreement between the parties, such Claim will be temporarily allowed for voting purposes in the deemed allowed amount set forth therein;

- (b) if a Claim for which a proof of claim has been timely filed for unknown or undetermined amounts, or is wholly unliquidated or wholly contingent (as determined on the face of the Claim or after a reasonable review of the supporting documentation) and such Claim has not been allowed, such Claim shall be temporarily allowed for voting purposes only, and not for purposes of allowance or distribution, at \$1.00;
- (c) if a Claim for which a proof of Claim has been timely filed is partially unliquidated or partially contingent (as determined on the face of the Claim or after a reasonable review of the supporting documentation by the Voting Agent), such Claim is temporarily allowed in the amount that is liquidated and non-contingent for voting purposes only, and not for purposes of allowance or distribution;
- (d) if a Claim for which a proof of claim was timely filed and is liquidated and non-contingent or was listed in the Debtors' schedules of assets and liabilities (the "**Schedules**") in an amount that is liquidated, non-contingent, and undisputed, such Claim is allowed for voting purposes only in the amount set forth on the proof of claim, or if no proof of claim was timely filed, the Debtors' filed Schedules;
- (e) if a Claim has been estimated or otherwise allowed for voting purposes by order of the Court, such Claim is temporarily allowed in the amount so estimated or allowed by the Court for voting purposes only, and not for purposes of allowance or distribution;
- (f) if a Claim is listed in the 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 the applicable bar date has not yet passed, such Claim shall be entitled to vote at \$1.00;
- (g) proofs of claim filed for \$0.00 are not entitled to vote;
- (h) if the Debtors or other party in interest has served an objection or request for estimation as to a Claim at least ten (10) days before the Voting Deadline, such Claim is temporarily disallowed for voting purposes only, and not for purposes of allowance or distribution, except to the extent and in the manner as may be set forth in such objection, or as ordered by the Court before the Voting Deadline;
- (i) 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 Debtors in such Class, and the votes related to such Claims shall be treated as a single vote to accept or reject the Plan for the Debtors;

- (j) notwithstanding anything to the contrary contained herein, any creditor who has filed or purchased duplicate Claims within the same Voting Class shall be provided with only 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; and
- (k) 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 rules, 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 Court, any amendments to proofs of claim after the Voting Record Date shall not be considered for purposes of these tabulation rules.

Voting Rules

- (a) Any Ballot received after the Voting Deadline will not be counted absent the consent of the Debtors in their discretion, in consultation with the Committee, subject to approval of this Court if challenged;
- (b) any Ballot that is illegible or contains insufficient information to permit the identification of the claimant will not be counted;
- (c) any Ballot cast by a person or entity that does not hold an Claim in a Voting Class as of the Voting Record Date will not be counted;
- (d) any Ballot submitted on account of a duplicative Claim will not be counted;
- (e) any unsigned Ballot will not be counted, provided that Ballots validly submitted through the E-Balloting Portal will be deemed to contain an immediately legally valid and effective signature;
- (f) except in the Debtors' discretion, in consultation with the Committee, any Ballot transmitted to the Voting Agent by facsimile or other electronic means (other than through the E-Balloting Portal) will not be counted;
- (g) 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;
- (h) whenever a claimant casts more than one Ballot voting the same Claim prior to the Voting Deadline, only the latest-dated valid Ballot timely received will be deemed to reflect the voter's intent and, thus, will supersede any prior Ballots;

- (i) subject to the other Tabulation Procedures, each claimant will be deemed to have voted the full amount of its Claim as set forth on the Ballot;
- (j) claimants may not split their vote within a Class; thus, each claimant will be required to vote all of its Claims within the Class either to accept or reject the Combined Disclosure Statement and Plan, and any votes that are split will not be counted; and
- (k) subject to any contrary order of the Court, the Debtors, in consultation with the Committee, further reserve the right to waive any defects or irregularities or conditions of delivery as to any particular Ballot.

6. The Debtors or Voting Agent, as applicable, without further Order of the Court, are authorized to determine all questions as to the validity, form, eligibility (including time of receipt), acceptance, and revocation or withdrawals of Ballots, which determination will be final and binding.

7. The Debtors or Voting Agent are authorized to contact parties that submit incomplete or otherwise deficient Ballots to make a reasonable effort to cure such deficiencies, provided that, neither the Debtors nor the Voting Agent are required to contact such parties to provide notification of defects or irregularities with respect to completion or delivery of Ballots, nor will any of them incur any liability for failure to provide such notification.

8. The Voting Agent is required to retain all paper copies of Ballots and all solicitation-related correspondence for one (1) year following the Effective Date, whereupon, the Voting Agent is authorized to destroy and/or otherwise dispose of all paper copies of Ballots; printed solicitation materials including unused copies of the Solicitation Package; and all solicitation-related correspondence (including undeliverable mail), in each case unless otherwise directed by the Debtors or the Clerk of the Court in writing within such one (1) year period.

9. The Confirmation Hearing is hereby scheduled for **September 14, 2023 at 10:00 a.m. (prevailing Eastern Time)**. The Confirmation Hearing may be continued from time to time by the Debtors without further notice other than by (a) announcing any adjourned date at the

Confirmation Hearing (or any continued hearing) or (b) filing a notice on the docket of these Chapter 11 Cases.

10. Objections to approval and confirmation of the Combined Disclosure Statement and Plan on any grounds, including adequacy of the disclosures therein, if any, must (a) be in writing, (b) comply with the Bankruptcy Rules and the Local Rules, and (c) be filed with the Clerk of the Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, with a copy served upon the following (collectively, the “**Notice Parties**”): (i) counsel to the Debtors, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801, (Attn: Michael R. Nestor, Esq. (mnestor@ycst.com), Matthew B. Lunn, Esq. (mlunn@ycst.com), Joseph M. Mulvihill, Esq. (jmulvihill@ycst.com), and Jared W. Kochenash, Esq. (jkochenash@ycst.com)); (ii) the U.S. Trustee, 844 King Street, Suite 2207, Wilmington, DE, 19801, (Attn: Richard Schepacarter (Richard.Schepacarter@usdoj.gov)); (iii) counsel to the DIP Lender, Schulte Roth & Zabel LLP, 919 Third Avenue, New York, NY 10022 (Attn: Adam Harris, Esq. (adam.harris@srz.com) and Reuben E. Dizengoff, Esq. (reuben.dizengoff@srz.com) and Landis Rath & Cobb LLP, 919 Market Street, Suite 1800, Wilmington, DE 19801 (Attn: Matthew B. McGuire, Esq. (mcguire@lrclaw.com)); and (iv) proposed counsel to the Committee, DLA Piper LLP (US), 1201 North Market Street, Suite 2100, Wilmington, Delaware 19801 (Attn: Dennis O’Donnell, Esq. (Dennis.ODonnell@us.dlapiper.com), Aaron Applebaum, Esq. (Aaron.Applebaum@us.dlapiper.com), and Nicole McLemore (Nicole.McLemore@us.dlapiper.com); in each case, by no later than **September 1, 2023, at 4:00 p.m. (prevailing Eastern Time)**.

11. The Debtors shall, if they deem necessary in their discretion, and any other party in interest may, file a reply to any objections or brief in support of approval of the Combined

Disclosure Statement and Plan by no later than **12:00 p.m. (prevailing Eastern Time) on September 12, 2023** (or one (1) business day prior to the date of any adjourned Confirmation Hearing).

12. If any holder of a Claim seeks to challenge the allowance of its Claim for voting purposes in accordance with the Procedures set forth in this Order, including because a claim objection has been filed against that holder's Claim, such holder must file a motion, pursuant to Bankruptcy Rule 3018(a), for an order temporarily allowing its Claim in a different amount or classification for purposes of voting to accept or reject the Plan (a "**Rule 3018 Motion**") and serve the Rule 3018 Motion on the Debtors' counsel, so that it is received by them no later than **August 24, 2023**, eastern time, unless the Rule 3018 Motion is filed in response to a claim objection filed against the holder's claim, in which case the Rule 3018 Motion shall be served on the Debtors' counsel no later than **4:00 p.m. (prevailing Eastern Time)** on the date that is fourteen (14) days after service of such claim objection. The Debtors (and, with respect to filing a response, any other party in interest) shall then have fourteen (14) days after service of the Rule 3018 Motion to file and serve any responses to the same. If the Rule 3018 Motion is not consensually resolved, such Rule 3018 Motion will be adjudicated as part of the Confirmation Hearing.

13. The Confirmation Notice, in substantially the form attached hereto as Exhibit 2, is approved.

14. Pursuant to Bankruptcy Rule 3017(d), July 26, 2023, shall be the record date for purposes of determining which Holders of Claims are entitled to receive Solicitation Packages and vote on the Combined Disclosure Statement and Plan (the "**Voting Record Date**").

15. 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 period) or (b) the transferee files, no later than the Voting Record Date, (i) the documentation required by Bankruptcy Rule 3001(e) to evidence the transfer, and (ii) a sworn statement of the transferor supporting the validity of the transfer.

16. On or before four (4) business days after the entry of this Order, or as soon as reasonably practicable thereafter (the “**Service Date**”), in accordance with the terms of this Order, the Voting Agent shall transmit the Solicitation Packages to the Voting Classes containing copies of: (a) the Confirmation Notice; (b) either a paper copy or a copy in “pdf” format on CD-ROM or flash drive of the Combined Disclosure Statement and Plan; (c) either a paper copy or a copy in “pdf” format on CD-ROM or flash drive of the Proposed Solicitation Procedures Order without exhibits; (d) the applicable form of Ballot attached to hereto as Exhibit 1-A or 1-B; and (e) a pre-paid, pre-addressed return envelope. Additionally, the Debtors shall provide (i) complete Solicitation Materials (excluding the Ballot) to the U.S. Trustee and all parties requesting service of notice pursuant to Bankruptcy Rule 2002 as of the Voting Record Date, and (ii) copies of the Combined Disclosure Statement and Plan to Holders of Claims and Interests in Classes 5, 6, and 7.

17. On or prior to the Service Date, the Voting Agent shall mail the Confirmation Notice to the following parties, to the extent such parties are not otherwise entitled to receive a Solicitation Package: (a) all persons or entities that have filed, or are deemed to have filed a proof of Claim or request for allowance of Claim as of the Voting Record Date; (b) all persons or entities listed on the Schedules as holding a Claim or potential Claim; (c) the Securities and Exchange Commission and any regulatory agencies with oversight authority of the Debtors; (d) the Internal

Revenue Service; (e) the United States Attorney's office for the District of Delaware; (f) other known Holders of Claims (or potential Claims) and Interests; (g) all entities known to the Debtors to hold or assert a lien or other interest in the Debtors' property; (h) all parties listed on the Debtors' creditor matrix; and (i) any other parties that have requested notice pursuant to Bankruptcy Rule 2002.

18. On or before ten (10) days prior to the Voting Deadline, the Debtors shall serve the Plan Supplement on all parties that have requested notice pursuant to Bankruptcy Rule 2002. In addition, the Debtors shall serve the Plan Supplement by email (if known to the Debtors at the time of service) on the following parties: (a) all persons or entities that have filed, or are deemed to have filed a proof of Claim or request for allowance of Claim as of the Voting Record Date; (b) all persons or entities listed on the Schedules as holding a Claim or potential Claim; (c) the Securities and Exchange Commission and any regulatory agencies with oversight authority of the Debtors; (d) the Internal Revenue Service; (e) the United States Attorney's office for the District of Delaware; (f) other known Holders of Claims (or potential Claims) and Interests; (g) all entities known to the Debtors to hold or assert a lien or other interest in the Debtors' property; and (h) all parties listed on the Debtors' creditor matrix.

19. The voting declaration shall include a description of any Ballots the Debtors rejected, or as to which the Debtors waived a defect, or as to which any defect was cured. The voting declaration shall also indicate any Ballots received after the Voting Deadline and whether the Debtors rejected or accepted such Ballots.

20. The Debtors and Voting Agent are authorized to rely on the address information (for voting and non-voting parties alike) maintained by the Debtors or Prepetition Agent, as applicable, and provided by the Debtors or Prepetition Agent to the Voting Agent. Neither the

Debtors nor the Voting Agent are required to conduct any additional research for updated addresses based on undeliverable solicitation materials (including undeliverable Ballots) and will not be required to resend Solicitation Packages or other materials, including Confirmation Notices, that are returned as undeliverable unless the Debtors are provided with accurate addresses for such parties prior to the Voting Record Date.

21. Notwithstanding anything herein or in the Motion to the contrary, neither the Debtors nor the Voting Agent are required to mail a Solicitation Package or any other materials related to voting or confirmation of the Plan to any person or entity from which the notice of Motion or other mailed notice in this case was returned as undeliverable by the postal service, unless the Voting Agent is provided with accurate addresses for such persons or entities before the Voting Record Date.

22. In accordance with the settlement set forth on the record at the hearing held on July 27, 2023, Colonnade's General Unsecured Claim shall vote in the amount of \$9 million.

Initial Administrative Claim Bar Date

23. Holders of Initial Administrative Claims are required to file a request for allowance (each, an "**Administrative Claim Form**") of such Initial Administrative Claims by **4:00 p.m. (prevailing Eastern time) on September 1, 2023** (the "**Initial Administrative Claim Bar Date**").

24. The Administrative Claim Form, in the form attached to the Motion as Exhibit B, is approved.

25. Notwithstanding the foregoing, the following need *not* file and Administrative Claim Form:

- (a) any entity that does not have an Initial Administrative Claim against any of the Debtors;

- (b) any entity holding an Administrative Claim arising after July 31, 2023;³
- (c) any person or entity that already has filed a request for allowance of an Initial Administrative Claim with the Clerk of this Court or KCC;
- (d) any entity whose Claim has previously been Allowed by order of this Court;
- (e) any entity whose Claim has been paid in full by the Debtors pursuant to the Bankruptcy Code or in accordance with an order of this Court;
- (f) any entity whose Claim is solely against any of the Debtors' non-Debtor affiliates;
- (g) any entity holding a Claim for which a separate deadline to file a Proof of Claim has been fixed previously by this Court;
- (h) any Holder of a Claim payable to this Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930 or accrued interest thereon arising under 31 U.S.C. § 3717;
- (i) any entity holding a Professional Fee Claim, including Triple P RTS, LLC;
- (j) any member of the Committee for reimbursement of expenses incurred in connection with the member's service on the Committee; and
- (k) any Debtor having a Claim against another Debtor.

26. Pursuant to Bankruptcy Rule 2002, the manner of providing notice of the Initial Administrative Claim Bar Date proposed in the Motion is approved in all respects. The manner of notice of the Initial Administrative Claim Bar Date approved herein is deemed to fulfill the notice requirements of the Bankruptcy Rules and the Local Rules and shall be deemed good and sufficient notice of the Bar Dates to known creditors pursuant to Bankruptcy Rule 2002(a)(7).

27. On or prior to the Service Date, the Debtors shall post the Administrative Claim Form, and the Confirmation Notice on KCC's website (<https://www.kccllc.net/plastiq>).

28. Pursuant to Bankruptcy Rule 3003(c)(2), any person or entity that is required to file an Administrative Claim Form for an Initial Administrative Claim, but that fails to do so by the

³ The deadline for filing a request for allowance of an administrative claim arising after July 31, 2023, shall be set forth in the Effective Date Notice.

Initial Administrative Claim Bar Date in the form and manner provided for in this Order shall not be treated as a creditor with respect to such Claim, participating in any distributions under the Combined Disclosure Statement and Plan (or any other chapter 11 plan confirmed in these cases) on account of such Claim, or receiving further notices regarding such Claim.

29. The Debtors may extend the Initial Administrative Claim Bar Date by stipulation or otherwise, without further order of this Court, where the Debtors determine that to do so is in the best interests of their estates.

30. The following procedures shall apply for filing Administrative Claim Forms for Initial Administrative Claims:

- (a) Administrative Claim Forms may be obtained free of charge at www.kccllc.net/plastiq or upon request to the Voting Agent by (i) telephone at (877) 634-7180 (domestic, toll-free), +1 (424) 236-7225 (international, toll), or (ii) email at www.kccllc.net/plastiq/inquiry.
- (b) Each request for allowance of an Initial Administrative Claim must: (i) be written in English; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Administrative Claim Form provided by the Debtors; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant.
- (c) Each Administrative Claim Form must state a Claim against **only one** Debtor and clearly indicate the Debtor against which the claim is asserted. To the extent more than one Debtor is listed on the Administrative Claim Form, as applicable, such Claim may be treated as if filed only against the first-listed Debtor. An Administrative Claim filed under the joint administration case number (No. 23-10671), or otherwise without identifying a specific Debtor, will be deemed as filed only against Plastiq Inc.
- (d) Administrative Claim Forms must be filed either (1) electronically via the interface provided on KCC's website at www.kccllc.net/plastiq (the "**Electronic Filing System**") or (2) by delivering the original Administrative Claim Form by hand, or sending the original Administrative Claim Form by overnight courier or first class mail, on or before the Initial Administrative Claim bar Date to:

Plastiq Inc. Claims Processing Center
c/o KCC

222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245

- (e) An Administrative Claim Form will be deemed timely filed only if it is **actually received** by KCC on or before the Initial Administrative Claim Bar Date (1) at the address listed above or (2) electronically through the Electronic Filing System. Administrative Claim Form sent by facsimile, telecopy, or electronic mail transmission (other than those filed electronically through the Electronic Filing System) **will not** be accepted.

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

EXHIBIT 1-A

Class 3 Ballot

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

PLASTIQ INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10671 (BLS)

(Jointly Administered)

CLASS 3 (PREPETITION LOAN CLAIMS) BALLOT FOR VOTING TO ACCEPT OR REJECT THE COMBINED DISCLOSURE STATEMENT AND CHAPTER 11 PLAN OF PLASTIQ INC. AND ITS AFFILIATED DEBTORS

TO BE COUNTED, YOUR VOTE (WHETHER THROUGH “E-BALLOT” OR “PAPER BALLOT” AS DEFINED BELOW) MUST BE ACTUALLY RECEIVED BY THE VOTING AGENT BY THE VOTING DEADLINE OF SEPTEMBER 1, 2023, AT 4:00 P.M. (PREVAILING EASTERN TIME).

THE PLAN CONTAINS THIRD-PARTY RELEASES. YOU WILL BE DEEMED TO HAVE GRANTED THE THIRD-PARTY RELEASES UNLESS YOU (A) VOTE TO REJECT THE PLAN OR ABSTAIN FROM VOTING ON THE PLAN, (B) OPT OUT OF THE THIRDPARTY RELEASES ON THIS BALLOT AND (C) RETURN THE BALLOT BY THE VOTING DEADLINE.

IF YOU OPT OUT OF THE THIRD PARTY RELEASES, ANY DISTRIBUTION YOU ARE ENTITLED TO UNDER THE PLAN WILL NOT BE AFFECTED.

This ballot (the “**Ballot**”) is being submitted to you by the above captioned debtors and debtors in possession (collectively, the “**Debtors**”) to solicit your vote to accept or reject the *Combined Disclosure Statement and Chapter 11 Plan of PlastiQ Inc. and Its Affiliated Debtors* [D.I. [●]] (as it may be amended, supplemented, or modified from time to time pursuant to the terms thereof, the “**Combined Disclosure Statement and Plan**”).² Copies of the Combined Disclosure Statement and Plan may be obtained free of charge on the dedicated webpage of Kurtzman Carson Consultants LLC (the “**Voting Agent**”) at www.kccllc.net/plastiq or upon request to the Voting Agent by (i) telephone at (877) 634-7180 (domestic, toll-free), +1 (424) 236-7225 (international, toll), or (ii) email at www.kccllc.net/plastiq/inquiry.³

The Plan Supplement will be filed no later than 10 days prior to the Voting Deadline, and will be available from the Voting Agent at www.kccllc.net/plastiq or by telephone at (877) 634-7180 (domestic, toll-free), +1 (424) 236-7225 (international, toll).

The Combined Disclosure Statement and Plan can be confirmed by the Bankruptcy Court and, thereby, made binding on you if it is accepted by the Holders of at least two-thirds in amount and more than one-half in number of the Claims in each Impaired Class who vote on the Combined Disclosure Statement and Plan and if the Combined Disclosure Statement and Plan otherwise satisfies the applicable requirements of Bankruptcy Code section 1129(a). If the requisite acceptances are not obtained, the Bankruptcy Court nonetheless may confirm the Combined Disclosure Statement and Plan if it finds that the Combined Disclosure Statement and Plan (i) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Combined Disclosure Statement and Plan and (ii) otherwise satisfies the requirements of Bankruptcy Code section 1129(b).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103

² All capitalized terms used but not otherwise defined herein have the meanings set forth in the Combined Disclosure Statement and Plan.

³ Copies of the Combined Disclosure Statement and Plan are also available for a fee on the Bankruptcy Court’s website, www.deb.uscourts.gov (a PACER account is required).

If you wish to challenge the classification, or temporary allowance of your Claim for voting purposes, you must file a motion pursuant to Fed. R. Bankr. 3018(a) (“**Rule 3018(a) Motions**”) in accordance with the procedures provided in paragraph 14 of the Solicitation Procedures Order.

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. For your vote to count, you must:

- a. Submit your Ballot by one of the following methods:
- i. Completing, executing, and submitting this paper Ballot (“**Paper Ballot**”) in the return envelope provided by mail, overnight courier, or hand delivery to the following address:

If by first class mail hand delivery or overnight mail, to:

Plastiq Inc. Ballot Processing Center
c/o KCC
222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245

To arrange hand delivery of your Paper Ballot, please send an email to KCC via www.kccllc.net/plastiq/inquiry at least 24 hours before your arrival at the address above and provide the expected date and time of your delivery.

or

- ii. Submitting an electronic Ballot (an “**E-Ballot**”) through the Voting Agent’s dedicated, E-Ballot portal (the “**E-Balloting Portal**”). To submit your Ballot through the E-Balloting Portal, www.kccllc.net/plastiq, click on the “Submit E-Ballot” section of the website and follow the instructions to submit your E-Ballot.

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

Unique E-Ballot ID#: _____

Unique E-Ballot PIN: _____

- Each E-Ballot ID# is to be used solely for voting only those Claims described in Item 1 of E-Ballot. Please complete and submit an E-Ballot for each E-Ballot ID# you receive, as applicable. If you submit an E-Ballot, you should NOT also submit a Paper Ballot.
- The E-Balloting Portal is the sole manner in which Ballots will be accepted by electronic or online transmission. Ballots submitted by facsimile, email, or other means of electronic transmission will not be counted.

If you are casting a Ballot using the E-Ballot Portal you should NOT also submit a paper Ballot.

- a. In the boxes provided in Item 2 of the Ballot, indicate either acceptance or rejection of the Combined Disclosure Statement and Plan by checking the appropriate box;
 - b. Review and sign the acknowledgements in Item 4 of the Ballot. Please be sure to sign and date your Ballot. Your signature is required for your vote to be counted. For the avoidance of doubt, a properly submitted E-Ballot will be deemed to include a valid signature. If you are completing the Ballot on behalf of an entity, indicate your relationship with such entity and the capacity in which you are signing. If the Prepetition Loan Secured Claim is held by an entity, your Ballot must be executed in the name of an authorized signatory. In addition, please provide your name and mailing address if different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot; and
 - c. **Return your Ballot (whether by E-Ballot or by Paper Ballot) so it is received by the Voting Agent on or before the Voting Deadline approved by the Bankruptcy Court, September 1, 2023 at 4:00 p.m. (prevailing Eastern Time).** If a Ballot is received after the Voting Deadline, it will not be counted (even if postmarked prior to the Voting Deadline), except in the Debtors’ discretion, in consultation with the Committee. If neither the “accept” nor “reject” box is checked or if both boxes are checked in Item 2 for an otherwise properly completed, executed, and timely returned Ballot, the Ballot will not be counted for voting purposes.
2. You must vote all your Claims within a single Class under the Combined Disclosure Statement and Plan either to accept or reject the Combined Disclosure Statement and Plan. Accordingly, if you return more than one Ballot voting different Claims within a single Class under the Combined Disclosure Statement and Plan and the Ballots are not voted in the same manner, those Ballots will not be counted. An otherwise properly executed Ballot that attempts to partially accept and partially reject the Combined Disclosure Statement and Plan likewise will not be counted.

3. The Ballot does not constitute and will not be deemed a proof of Claim or an assertion of a Claim or Interest.
4. If you cast more than one Ballot voting the same Claim prior to the Voting Deadline, the latest received properly completed, valid Ballot will supersede any prior received Ballots.
5. NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER MATERIALS AUTHORIZED BY THE BANKRUPTCY COURT.
6. PLEASE RETURN YOUR BALLOT PROMPTLY. THE VOTING AGENT WILL **NOT** ACCEPT BALLOTS BY FACSIMILE OR E-MAIL.

IF YOU HAVE RECEIVED A DAMAGED BALLOT OR HAVE LOST YOUR BALLOT, OR IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE CONTACT THE VOTING AGENT BY EMAIL (WWW.KCCLLC.NET/PLASTIQ/INQUIRY) OR BY TELEPHONE AT (877) 634-7180 (DOMESTIC TOLL-FREE), +1 (424) 236-7225 (INTERNATIONAL, TOLL). DO NOT CONTACT THE VOTING AGENT OR THE BANKRUPTCY COURT FOR LEGAL ADVICE. THE VOTING AGENT AND THE BANKRUPTCY COURT CANNOT AND WILL NOT PROVIDE PARTIES WITH LEGAL ADVICE.

**NOTICE REGARDING CERTAIN RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS
IN THE COMBINED DISCLOSURE STATEMENT AND PLAN**

7. PLEASE BE ADVISED THAT THE COMBINED DISCLOSURE STATEMENT AND PLAN CONTAINS CERTAIN RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, INCLUDING THE FOLLOWING:

Section 14.1(c) contains the following consensual releases by Holders of Claims and Interests:

As of the Effective Date, for good and valuable consideration, the adequacy of which is hereby confirmed, the Releasing Parties shall be deemed to forever release, waive and discharge the Third-Party Released Parties of all claims, obligations, suits, judgments, damages, demands, debts, rights, remedies, causes of action and liabilities of any nature whatsoever in connection with or related to any of the Debtors, their respective Assets, the Estates, the Chapter 11 Cases, the Prepetition Financing Documents, the DIP Documents, any of the Debtors' in- or out-of-court restructuring efforts, the Sale or the combined Disclosure Statement and Plan, whether liquidated or unliquidated, fixed or contingent, matured or unmatured, known or unknown, foreseen or unforeseen, then existing or hereafter arising, in law, equity, or otherwise that are or may be based in whole or in part upon any act, omission, transaction, event, or other occurrence taking place or existing on or prior to the Effective Date (other than the rights of Holders of Allowed Claims to enforce the obligations under the Confirmation Order and the Plan); provided, however, that nothing in this section shall be deemed a waiver or release of any right of such Releasing Party to receive a Distribution pursuant to the terms of the Plan or other rights set forth in the Plan or the Confirmation Order; provide further, however, nothing in this section shall operate as a release, waiver or discharge of any causes of action or liabilities unknown to such Entity as of the Petition Date arising out of gross negligence, willful misconduct, fraud, or criminal acts of any such Released Party as determined by a Final Order.

As defined in the Combined Disclosure Statement and Plan:

"Third-Party Released Parties" means, each in their capacity as such, (a) the Debtors and the Estates, (b) Vladimir Kasparov and Scott Canna, in their capacities as Chief Restructuring Officer and Deputy Chief Restructuring Officer, respectively, (c) the Prepetition Agent, (d) the Prepetition Lenders, (e) the DIP Agent, (f) the DIP Lenders, and (g) with respect to each of the foregoing, their Related Parties.

"Releasing Parties" means: (a) all Holders of Claims who are Unimpaired that have not Filed an objection to the releases set forth in Section 14.1(c) of the Plan by the deadline to object to Confirmation of the Plan, (b) the Committee, including its members, (c) the Prepetition Lenders, (d) the Prepetition Agent, (e) the DIP Lenders, (f) the DIP Agent, (g) Holders of General Unsecured Claims that have not made a Release Opt-Out Election, and (h) with respect to each of the foregoing, their Related Parties.

"Release Opt-Out Election" means the timely election of Holders of General Unsecured Claims to "opt out" of being a Releasing Party by (a) submitting a Ballot by the Voting Deadline that selects the option set forth on the Ballot to not grant the releases set forth in Section 14.1(c) of this Plan, or (b) Filing a written objection to the releases set forth in Section 14.1(c) of the Plan by the deadline to object to Confirmation of the Plan.

"Related Parties" means with respect to any Person or Entity, such Person's or Entity's respective current and former (i) officers, (ii) managers, (iii) directors, (iv) employees, (v) partners, (vi) affiliates and subsidiaries, (vii) professionals, (viii) advisors and advisory board members, (ix) agents, (x) members and shareholders, (xi) owners, (xii) affiliated investment funds or investment vehicles, (xiii) managed, advised or sub-advised accounts, (xiv) funds or other entities, (xv) investment advisors, sub-advisors or managers, and (xvi) other representatives, including, without limitation, attorneys, accountants, consultants,

investment bankers and financial advisors and the predecessors, successors, assigns or heirs of such Person or Entity (in each case, in their respective capacities as such).

OTHER RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS ARE FOUND IN SECTION 14.1 OF THE COMBINED DISCLOSURE STATEMENT AND PLAN. YOU ARE ADVISED AND ENCOURAGED TO CAREFULLY REVIEW AND CONSIDER THE COMBINED DISCLOSURE STATEMENT AND PLAN, INCLUDING THE RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, AS YOUR RIGHTS MIGHT BE AFFECTED.

PLEASE READ THE PRECEDING VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.

PLEASE COMPLETE ITEMS 1, 2, AND 3. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINE, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Item 1. Voting Amount. The undersigned certifies that, as of July 26, 2023, the undersigned was a Holder of a Class 3 Prepetition Loan Claim in the amount set forth below:⁴

Voting Amount: _____

Debtor: _____

Item 2. Vote on Plan. The undersigned Holder of the Claim identified in Item 1 hereby votes to (check one box only):

☐ **Accept** the Combined Disclosure Statement and Plan

☐ **Reject** the Combined Disclosure Statement and Plan

Item 3. Acknowledgments. By signing this Ballot, the undersigned acknowledges receipt of the instructions on obtaining the Combined Disclosure Statement and Plan and the other applicable solicitation materials and certifies that the undersigned is the claimant or has the power and authority to vote to accept or reject the Combined Disclosure Statement and Plan on behalf of the claimant. The undersigned understands that an otherwise properly completed, executed, and timely returned Ballot that does not indicate either acceptance or rejection of the Combined Disclosure Statement and Plan or indicates both acceptance and rejection of the Combined Disclosure Statement and Plan will not be counted for voting purposes.

Name of Creditor

Telephone Number

Signature

Email Address

If by Authorized Agent, Name and Title

Name of Institution

Date Completed

Street Address

City, State, Zip Code

⁴ For voting purposes only, subject to tabulation rules.

EXHIBIT 1-B

Class 4 Ballot

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

PLASTIQ INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10671 (BLS)

(Jointly Administered)

CLASS 4 (GENERAL UNSECURED CLAIMS) BALLOT FOR VOTING TO ACCEPT OR REJECT THE COMBINED DISCLOSURE STATEMENT AND CHAPTER 11 PLAN OF PLASTIQ INC. AND ITS AFFILIATED DEBTORS

TO BE COUNTED, YOUR VOTE (WHETHER THROUGH “E-BALLOT” OR “PAPER BALLOT” AS DEFINED BELOW) MUST BE ACTUALLY RECEIVED BY THE VOTING AGENT BY THE VOTING DEADLINE OF SEPTEMBER 1, 2023, AT 4:00 P.M. (PREVAILING EASTERN TIME).

THE PLAN CONTAINS THIRD-PARTY RELEASES. YOU WILL BE DEEMED TO HAVE GRANTED THE THIRD-PARTY RELEASES UNLESS YOU (A) VOTE TO REJECT THE PLAN OR ABSTAIN FROM VOTING ON THE PLAN, (B) OPT OUT OF THE THIRDPARTY RELEASES ON THIS BALLOT AND (C) RETURN THE BALLOT BY THE VOTING DEADLINE.

IF YOU OPT OUT OF THE THIRD PARTY RELEASES, ANY DISTRIBUTION YOU ARE ENTITLED TO UNDER THE PLAN WILL NOT BE AFFECTED.

This ballot (the “**Ballot**”) is being submitted to you by the above captioned debtors and debtors in possession (collectively, the “**Debtors**”) to solicit your vote to accept or reject the *Combined Disclosure Statement and Chapter 11 Plan of PlastiQ Inc. and Its Affiliated Debtors* [D.I. [●]] (as it may be amended, supplemented, or modified from time to time pursuant to the terms thereof, the “**Combined Disclosure Statement and Plan**”).² Copies of the Combined Disclosure Statement and Plan may be obtained free of charge on the dedicated webpage of Kurtzman Carson Consultants LLC (the “**Voting Agent**”) at www.kccllc.net/plastiq or upon request to the Voting Agent by (i) telephone at (877) 634-7180 (domestic, toll-free), +1 (424) 236-7225 (international, toll), or (ii) email at www.kccllc.net/plastiq/inquiry.³ The Plan Supplement will be filed no later than 10 days prior to the Voting Deadline, and will be available from the Voting Agent at www.kccllc.net/plastiq or by telephone at (877) 634-7180 (domestic, toll-free), +1 (424) 236-7225 (international, toll).

The Combined Disclosure Statement and Plan can be confirmed by the Bankruptcy Court and, thereby, made binding on you if it is accepted by the Holders of at least two-thirds in amount and more than one-half in number of the Claims in each Impaired Class who vote on the Combined Disclosure Statement and Plan and if the Combined Disclosure Statement and Plan otherwise satisfies the applicable requirements of Bankruptcy Code section 1129(a). If the requisite acceptances are not obtained, the Bankruptcy Court nonetheless may confirm the Combined Disclosure Statement and Plan if it finds that the Combined Disclosure Statement and Plan (i) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Combined Disclosure Statement and Plan and (ii) otherwise satisfies the requirements of Bankruptcy Code section 1129(b).

You should review the Disclosure Statement and Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. Your Claim has been placed in Class 4 under the Plan. If you hold claims or equity interests in more than one class, you will only receive a ballot for Class 4.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103

² All capitalized terms used but not otherwise defined herein have the meanings set forth in the Combined Disclosure Statement and Plan.

³ Copies of the Combined Disclosure Statement and Plan are also available for a fee on the Bankruptcy Court’s website, www.deb.uscourts.gov (a PACER account is required).

If you wish to challenge the classification, or temporary allowance of your Claim for voting purposes, you must file a motion pursuant to Fed. R. Bankr. 3018(a) (“**Rule 3018(a) Motions**”) in accordance with the procedures provided in paragraph 14 of the Disclosure Statement Order.

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. For your vote to count, you must:

- a. Submit your Ballot by **one** of the following methods:
- i. Completing, executing, and submitting this paper Ballot (“**Paper Ballot**”) in the return envelope provided by mail, overnight courier, or hand delivery to the following address:

If by first class mail hand delivery or overnight mail, to:

Plastiq Inc. Ballot Processing Center
c/o KCC
222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245

To arrange hand delivery of your Paper Ballot, please send an email to KCC via www.kccllc.net/plastiq/inquiry at least 24 hours before your arrival at the address above and provide the expected date and time of your delivery.

or

- ii. Submitting an electronic Ballot (an “**E-Ballot**”) through the Voting Agent’s dedicated, E-Ballot portal (the “**E-Balloting Portal**”). To submit your Ballot through the E-Balloting Portal, www.kccllc.net/plastiq, click on the “Submit E-Ballot” section of the website and follow the instructions to submit your E-Ballot.

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

Unique E-Ballot ID#: _____

Unique E-Ballot PIN: _____

- Each E-Ballot ID# is to be used solely for voting only those Claims described in Item 1 of E-Ballot. Please complete and submit an E-Ballot for each E-Ballot ID# you receive, as applicable. If you submit an E-Ballot, you should NOT also submit a Paper Ballot.
- The E-Balloting Portal is the sole manner in which Ballots will be accepted by electronic or online transmission. Ballots submitted by facsimile, email, or other means of electronic transmission will not be counted.

If you are casting a Ballot using the E-Ballot Portal you should NOT also submit a paper Ballot.

- b. In the boxes provided in Item 2 of the Ballot, indicate either acceptance or rejection of the Combined Disclosure Statement and Plan by checking the appropriate box;
 - c. Review and sign the acknowledgements in Item 4 of the Ballot. Please be sure to sign and date your Ballot. Your signature is required for your vote to be counted. For the avoidance of doubt, a properly submitted E-Ballot will be deemed to include a valid signature. If you are completing the Ballot on behalf of an entity, indicate your relationship with such entity and the capacity in which you are signing. If the Prepetition Loan Secured Claim is held by an entity, your Ballot must be executed in the name of an authorized signatory. In addition, please provide your name and mailing address if different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot; and
 - d. **Return your Ballot (whether by E-Ballot or by Paper Ballot) so it is *received* by the Voting Agent on or before the Voting Deadline approved by the Bankruptcy Court, September 1, 2023 at 4:00 p.m. (prevailing Eastern Time).** If a Ballot is received after the Voting Deadline, it will not be counted (even if postmarked prior to the Voting Deadline), except in the Debtors’ discretion, in consultation with the Committee. If neither the “accept” nor “reject” box is checked or if both boxes are checked in Item 2 for an otherwise properly completed, executed, and timely returned Ballot, the Ballot will not be counted for voting purposes.
2. If you voted to reject the Combined Disclosure Statement and Plan or did not vote, review the opt-out election disclosure in Item 3, and determine whether to opt out of the release provisions contained in Section 14.1(c) of the Combined Disclosure Statement and Plan by checking the box in Item 3. Electing to opt out of such release provisions by checking the box in Item 3 will result in you **NOT** being a Released Party.

3. You must vote all your Claims within a single Class under the Combined Disclosure Statement and Plan either to accept or reject the Combined Disclosure Statement and Plan. Accordingly, if you return more than one Ballot voting different Claims within a single Class under the Combined Disclosure Statement and Plan and the Ballots are not voted in the same manner, those Ballots will not be counted. An otherwise properly executed Ballot that attempts to partially accept and partially reject the Combined Disclosure Statement and Plan likewise will not be counted.
4. The Ballot does not constitute and will not be deemed a proof of Claim or an assertion of a Claim or Interest.
5. If you cast more than one Ballot voting the same Claim prior to the Voting Deadline, the latest received properly completed, valid Ballot will supersede any prior received Ballots.
6. You are advised to carefully review paragraph 7 of the Disclosure Statement Order for information regarding the temporary allowance or disallowance of Claims.
7. NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER MATERIALS AUTHORIZED BY THE BANKRUPTCY COURT.
8. PLEASE RETURN YOUR BALLOT PROMPTLY. THE VOTING AGENT WILL **NOT** ACCEPT BALLOTS BY FACSIMILE OR E-MAIL.

IF YOU HAVE RECEIVED A DAMAGED BALLOT OR HAVE LOST YOUR BALLOT, OR IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE CONTACT THE VOTING AGENT BY EMAIL (WWW.KCCLLC.NET/PLASTIQ/INQUIRY) OR BY TELEPHONE AT (877) 634-7180 (DOMESTIC TOLL-FREE), +1 (424) 236-7225 (INTERNATIONAL, TOLL). DO NOT CONTACT THE VOTING AGENT OR THE BANKRUPTCY COURT FOR LEGAL ADVICE. THE VOTING AGENT AND THE BANKRUPTCY COURT CANNOT AND WILL NOT PROVIDE PARTIES WITH LEGAL ADVICE.

**NOTICE REGARDING CERTAIN RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS
IN THE COMBINED DISCLOSURE STATEMENT AND PLAN**

9. PLEASE BE ADVISED THAT THE COMBINED DISCLOSURE STATEMENT AND PLAN CONTAINS CERTAIN RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, INCLUDING THE FOLLOWING:

Section 14.1(c) contains the following consensual releases by Holders of Claims and Interests:

As of the Effective Date, for good and valuable consideration, the adequacy of which is hereby confirmed, the Releasing Parties shall be deemed to forever release, waive and discharge the Third-Party Released Parties of all claims, obligations, suits, judgments, damages, demands, debts, rights, remedies, causes of action and liabilities of any nature whatsoever in connection with or related to any of the Debtors, their respective Assets, the Estates, the Chapter 11 Cases, the Prepetition Financing Documents, the DIP Documents, any of the Debtors' in- or out-of-court restructuring efforts, the Sale or the combined Disclosure Statement and Plan, whether liquidated or unliquidated, fixed or contingent, matured or unmatured, known or unknown, foreseen or unforeseen, then existing or hereafter arising, in law, equity, or otherwise that are or may be based in whole or in part upon any act, omission, transaction, event, or other occurrence taking place or existing on or prior to the Effective Date (other than the rights of Holders of Allowed Claims to enforce the obligations under the Confirmation Order and the Plan); provided, however, that nothing in this section shall be deemed a waiver or release of any right of such Releasing Party to receive a Distribution pursuant to the terms of the Plan or other rights set forth in the Plan or the Confirmation Order; provide further, however, nothing in this section shall operate as a release, waiver or discharge of any causes of action or liabilities unknown to such Entity as of the Petition Date arising out of gross negligence, willful misconduct, fraud, or criminal acts of any such Released Party as determined by a Final Order.

As defined in the Combined Disclosure Statement and Plan:

"Third-Party Released Parties" means, each in their capacity as such, (a) the Debtors and the Estates, (b) Vladimir Kasparov and Scott Canna, in their capacities as Chief Restructuring Officer and Deputy Chief Restructuring Officer, respectively, (c) the Prepetition Agent, (d) the Prepetition Lenders, (e) the DIP Agent, (f) the DIP Lenders, and (g) with respect to each of the foregoing, their Related Parties.

“Releasing Parties” means: (a) all Holders of Claims who are Unimpaired that have not Filed an objection to the releases set forth in Section 14.1(c) of the Plan by the deadline to object to Confirmation of the Plan, (b) the Committee, including its members, (c) the Prepetition Lenders, (d) the Prepetition Agent, (e) the DIP Lenders, (f) the DIP Agent, (g) Holders of General Unsecured Claims that have not made a Release Opt-Out Election, and (h) with respect to each of the foregoing, their Related Parties.

“Release Opt-Out Election” means the timely election of Holders of General Unsecured Claims to “opt out” of being a Releasing Party by (a) submitting a Ballot by the Voting Deadline that selects the option set forth on the Ballot to not grant the releases set forth in Section 14.1(c) of this Plan, or (b) Filing a written objection to the releases set forth in Section 14.1(c) of the Plan by the deadline to object to Confirmation of the Plan.

“Related Parties” means with respect to any Person or Entity, such Person’s or Entity’s respective current and former (i) officers, (ii) managers, (iii) directors, (iv) employees, (v) partners, (vi) affiliates and subsidiaries, (vii) professionals, (viii) advisors and advisory board members, (ix) agents, (x) members and shareholders, (xi) owners, (xii) affiliated investment funds or investment vehicles, (xiii) managed, advised or sub-advised accounts, (xiv) funds or other entities, (xv) investment advisors, sub-advisors or managers, and (xvi) other representatives, including, without limitation, attorneys, accountants, consultants, investment bankers and financial advisors and the predecessors, successors, assigns or heirs of such Person or Entity (in each case, in their respective capacities as such).

If you do not vote on the Plan but wish to opt out of giving the third-party release provided in Section 14.1(c) of the Plan, you must submit this Ballot to the Voting Agent by the Voting Deadline and check the Opt-Out box below.

If you (a) do not submit a Ballot to the Voting Agent by the Voting Deadline, or (b) submit a Ballot, but do not vote to accept or reject the Plan and fail to check the Opt-Out box below, you will be deemed to consent to giving the third-party release provided in Section 14.1(c) of the Plan.

Opting out of the third-party release provided in Section 14.1(c) of the Plan shall not affect the amount of distribution you will receive under the Plan.

OTHER RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS ARE FOUND IN SECTION 14.1 OF THE COMBINED DISCLOSURE STATEMENT AND PLAN. YOU ARE ADVISED AND ENCOURAGED TO CAREFULLY REVIEW AND CONSIDER THE COMBINED DISCLOSURE STATEMENT AND PLAN, INCLUDING THE RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, AS YOUR RIGHTS MIGHT BE AFFECTED.

PLEASE READ THE PRECEDING VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.

PLEASE COMPLETE ITEMS 1, 2, 3 (IF APPLICABLE) AND 4. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINE, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Item 1. Voting Amount. The undersigned certifies that, as of July 26, 2023, the undersigned was a Holder of a Class 4 General Unsecured Claims in the amount set forth below:⁴

Voting Amount: _____

Debtor: _____

Item 2. Vote on Plan. The undersigned Holder of the Claim identified in Item 1 hereby votes to (check one box only):

☐ **Accept** the Combined Disclosure Statement and Plan

☐ **Reject** the Combined Disclosure Statement and Plan

You are consenting to the releases set forth in Section 14.1(c) of the Combined Disclosure Statement and Plan and the related injunction to the fullest extent permitted by applicable law if you do not check the box in Item 3 below electing not to grant the releases in Section 14.1(c).

⁴ For voting purposes only, subject to tabulation rules.

Item 3. (ONLY APPLICABLE IF VOTED TO REJECT THE COMBINED DISCLOSURE STATEMENT AND PLAN) Release Opt-Out Election.

If check this box if you elect **not** to grant the releases contained in Section 14.1(c) of the Combined Disclosure Statement and 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 14.1(c) of the Combined Disclosure Statement and Plan and the related injunction to the fullest extent permitted by applicable law.

☐

The undersigned elects not to grant the releases contained in Section 14.1(c) of the Combined Disclosure Statement and Plan.

Item 4. Acknowledgments. By signing this Ballot, the undersigned acknowledges receipt of the instructions on obtaining the Combined Disclosure Statement and Plan and the other applicable solicitation materials and certifies that the undersigned is the claimant or has the power and authority to vote to accept or reject the Combined Disclosure Statement and Plan on behalf of the claimant. The undersigned understands that an otherwise properly completed, executed, and timely returned Ballot that does not indicate either acceptance or rejection of the Combined Disclosure Statement and Plan or indicates both acceptance and rejection of the Combined Disclosure Statement and Plan will not be counted for voting purposes.

 Name of Creditor

 Telephone Number

 Signature

 Email Address

 If by Authorized Agent, Name and Title

 Name of Institution

 Date Completed

 Street Address

 City, State, Zip Code

EXHIBIT 2

Confirmation Notice

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

PLASTIQ INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10671 (BLS)

(Jointly Administered)

NOTICE OF:

- (I) **DEADLINE FOR FILING REQUESTS FOR ALLOWANCE OF ADMINISTRATIVE CLAIMS ARISING AFTER THE PETITION DATE THROUGH AND INCLUDING JULY 31, 2023;**
- (II) **APPROVAL OF COMBINED DISCLOSURE STATEMENT AND PLAN ON AN INTERIM BASIS FOR SOLICITATION PURPOSES ONLY; AND**
- (III) **THE HEARING TO CONSIDER (A) FINAL APPROVAL OF THE COMBINED DISCLOSURE STATEMENT AND PLAN AS CONTAINING ADEQUATE INFORMATION AND (B) CONFIRMATION OF THE COMBINED DISCLOSURE STATEMENT AND PLAN**

PLEASE TAKE NOTICE OF THE FOLLOWING:

On May 24, 2023 (the “**Petition Date**”), the above-captioned debtors and debtors-in-possession (the “**Debtors**”) filed voluntary petitions for relief under title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

I. DEADLINES FOR FILING CERTAIN PROOFS OF ADMINISTRATIVE CLAIM AGAINST THE DEBTORS

1. On [DATE], the Court entered an order (the “**Solicitation Procedures Order**”),² which, among other things, established a certain date by which parties holding claims under Bankruptcy Code sections 503(b) and 507(a)(2) (each, an “**Administrative Claim**”) for the actual and necessary costs and expenses, incurred after the Petition Date through July 31, 2023, for preserving the Debtors’ estates and operating the Debtors’ businesses (such as amounts outstanding, if any, for goods and services provided to the Debtors during such time period by the Debtors’ employees and vendors) must file a request for allowance of such Administrative Claims (each, an “**Administrative Claim Form**”).

2. As used in this Notice, (i) the term “person or entity” shall include, without limitation, individuals, partnerships, corporations, joint ventures, and trusts and (ii) the term “claim” means, as to or against the Debtors and in accordance with Bankruptcy Code section 101(5): (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured or (b) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

3. **Initial Administrative Claim Bar Date.** All claimants holding Administrative Claims (excluding Professional Fee Claims) against the Debtors’ estates arising after the Petition Date through and including July 31, 2023 (an “**Initial Administrative Claim**”) must file an Administrative Claim Form in respect of such claim so that it is received on or before **September 1, 2023 at 5:00 p.m. (prevailing Eastern Time)** (the “**Initial Administrative Claim Bar Date**”).

4. **WHO MUST FILE.** You MUST file an Administrative Claim Form to share in distributions from the Debtors’ bankruptcy estates if you have an Initial Administrative Claim and it is not one of the types of claims described in Section 7 below. **DO NOT FILE AN ADMINISTRATIVE CLAIM FORM UNLESS YOU HAVE AN INITIAL ADMINISTRATIVE CLAIM AGAINST ONE OR MORE DEBTORS.**

5. **A CLAIMANT SHOULD CONSULT HIS OR HER ATTORNEY IF THE CLAIMANT HAS ANY QUESTIONS, INCLUDING WHETHER SUCH CLAIMANT SHOULD FILE AN ADMINISTRATIVE CLAIM FORM.**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103

² Capitalized terms used herein shall have the meanings ascribed to them in the Solicitation Procedures Order or the Combined Disclosure Statement and Plan.

NONE OF THE DEBTORS' ATTORNEYS, KCC, THE CLERK OF THE COURT, OR THE U.S. TRUSTEE CAN ADVISE A CLAIMANT WHETHER A CLAIMANT SHOULD FILE A CLAIM.

6. **WHO NEED NOT FILE.** Certain parties are not required to file Administrative Claim Forms. The Court may, however, enter one or more separate orders at a later time requiring creditors to file Administrative Claim Forms for some kinds of the following claims and setting related deadlines. If the Court does enter such an order, you will receive notice of such order. The following need **not** file Proofs of Claims or Administrative Claim Forms:

- a. any entity holding an Administrative Claim arising after July 31, 2023;³
- b. any person or entity that already has filed a request for allowance of an Initial Administrative Claim with the Clerk of the Court or KCC;
- c. any entity whose Claim has previously been allowed by order of the Court;
- d. any entity whose Claim has been paid in full by the Debtors pursuant to the Bankruptcy Code or in accordance with an order of the Court;
- e. any entity whose Claim is solely against any of the Debtors' non-Debtor affiliates;
- f. any entity holding a Claim for which a separate deadline to file a Proof of Claim has been fixed previously by the Court;
- g. any Holder of a Claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930 or accrued interest thereon arising under 31 U.S.C. § 3717;
- h. any entity holding a Professional Fee Claim;
- i. any member of the Committee for reimbursement of expenses incurred in connection with the member's service on the Committee; and
- j. any Debtor having a Claim against another Debtor.

7. **WHAT TO FILE.**

- a. **Forms.** Administrative Claim Forms may be obtained free of charge at KCC's website (www.kccllc.net/plastiq) or upon request to KCC by (i) telephone at (877) 634-7180 (domestic, toll-free) or +1 (424) 236-7225 (international, toll) or (ii) email at www.kccllc.net/plastiq/inquiry.
- b. **Contents.** Each request for allowance of an Administrative Claim must: (i) be written in English; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Administrative Claim Form provided by the Debtors; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant.
- c. **Identification of Applicable Debtor.** Each Administrative Claim Form must state a claim against **only one** Debtor and clearly indicate the Debtor against which the claim is asserted. To the extent more than one Debtor is listed on the Administrative Claim Form, as applicable, such claim may be treated as if filed only against the first-listed Debtor. An Administrative Claim Form filed under the joint administration case number (No. 23-10671), or otherwise without identifying a specific Debtor, will be deemed as filed only against Plastiq Inc.

8. **WHEN AND WHERE TO FILE.** Administrative Claim Forms must be filed either (1) electronically via the interface provided on KCC's website at www.kccllc.net/plastiq (the "**Electronic Filing System**") or (2) by delivering the original Administrative Claim Form by hand, or sending the original Administrative Claim Form by overnight courier, hand delivery or first class mail, on or before the Initial Administrative Bar Date, to:

If by first class mail hand delivery or overnight mail, to:

Plastiq Inc. Claims Processing Center
c/o KCC
222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245

An Administrative Claim Form will be deemed timely filed only if it is **actually received** by KCC on or before the Initial Administrative Claim Bar Date (1) at the address listed above or (2) electronically through the Electronic Filing System. Administrative Claim Forms sent by facsimile, telecopy, or electronic mail transmission (other than those filed electronically through the Electronic Filing System) **will not** be accepted.

³ Subject to Court approval, the deadline for filing a request for allowance of an administrative claim arising after July 31, 2023, will be set forth in the Effective Date Notice.

9. **CONSEQUENCES OF FAILURE TO TIMELY FILE A CLAIM.** ANY HOLDER OF AN INITIAL ADMINISTRATIVE CLAIM, OTHER THAN THOSE HOLDERS SET FORTH IN SECTION 6 ABOVE, THAT FAILS TO TIMELY FILE AN ADMINISTRATIVE CLAIM FORM IN THE APPROPRIATE FORM BY THE INITIAL ADMINISTRATIVE CLAIM BAR DATE SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR THE PURPOSES OF VOTING ON ANY PLAN FILED IN THE DEBTORS' CASES, PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CASES ON ACCOUNT OF SUCH CLAIM, OR RECEIVING FURTHER NOTICES REGARDING SUCH CLAIM.

10. **Rule 3018(a) Motions.** If you wish to challenge the classification, or temporary allowance of your Claim for voting purposes under the Tabulation Rules, you must file a motion pursuant to Fed. R. Bankr. P. 3018(a) ("Rule 3018(a) Motions") with the Bankruptcy Court, and serve such motion on Debtors' counsel so that it is received no later than 4:00 p.m. (prevailing Eastern Time) on the date that is fourteen (14) days after service of such claim objection.

11. **Reservation of Rights.** The Debtors reserve all rights and defenses with respect to any Administrative Claim Form, including, among other things, the right to object to any Administrative Claim Form on any grounds.

12. **Additional Information.** If you require additional information regarding the filing of an Administrative Claim Form, you may contact KCC by (i) telephone at (877) 634-7180 (domestic, toll-free) or +1 (424) 236-7225 (international, toll) or (ii) email at www.kccllc.net/plastiq/inquiry.

II. **APPROVAL OF COMBINED DISCLOSURE STATEMENT AND PLAN ON AN INTERIM BASIS**

13. Pursuant to the Solicitation Procedures the Court approved the *Combined Disclosure Statement and Chapter 11 Plan of Plastiq Inc. and Its Affiliated Debtors* (as may be amended, modified, or supplemented from time to time, the "**Combined Disclosure Statement and Plan**") on an interim basis for solicitation purposes only.

Copies of the Combined Disclosure Statement and Plan, the Solicitation Procedures, and all other documents filed in the Chapter 11 Cases may be obtained and reviewed without charge at www.kccllc.net/plastiq, or upon request to KCC by (i) telephone at (877) 634-7180 (domestic, toll-free) or +1 (424) 236-7225 (international, toll) or (ii) email at www.kccllc.net/plastiq/inquiry.

III. **THE HEARING TO CONSIDER (A) FINAL APPROVAL OF THE COMBINED DISCLOSURE STATEMENT AND PLAN AS CONTAINING ADEQUATE INFORMATION AND (B) CONFIRMATION OF THE COMBINED DISCLOSURE STATEMENT AND PLAN**

14. **Confirmation Hearing.** A combined hearing (the "**Confirmation Hearing**") to consider (a) final approval of the Combined Disclosure Statement and Plan as containing adequate information within the meaning of Bankruptcy Code section 1125 and (b) confirmation of the Combined Disclosure Statement and Plan will be held before the Brendan L. Shannon, United States Bankruptcy Judge, at the United States Bankruptcy Court for the District of Delaware, 6th Floor, Courtroom #1, 824 North Market Street, Wilmington, Delaware 19801, on **September 14, 2023 at 10:00 a.m. (prevailing Eastern Time)**. The Confirmation Hearing may be continued from time to time without further notice other than the announcement by the Debtors in open court of the adjourned date at the Confirmation Hearing or any continued hearing or as indicated in any notice filed with the Court on the docket in the Chapter 11 Cases.

15. **Voting Deadline.** Only holders of Prepetition Loan Claims in Class 3 and General Unsecured Claims in Class 4 are entitled to vote to accept or reject the Combined Disclosure Statement and Plan. The deadline for the submission of such votes is September 1, 2023 at 4:00 p.m. (prevailing Eastern Time).

16. **Parties Not Entitled to Vote.** Holders of Unimpaired Claims in Class 1 (Priority Non-Tax Claims) and Class 2 (Other Secured Claims) will be paid in full and are deemed to accept the Combined Disclosure Statement and Plan. Holders of Claims or interests in Class 5 (Subordinated Claims), Class 6 (Intercompany Claims), and Class 7 (Interests) are deemed to reject the plan and are not entitled to vote. In accordance with Bankruptcy Code section 1123(a)(1), Administrative Claims and Priority Tax Claims, as described in the Combined Disclosure Statement and Plan, have not been classified and, therefore, Holders of such Claims are not entitled to vote to accept or reject the Combined Disclosure Statement and Plan. The respective treatment of such unclassified Claims is set forth in Article VII of the Combined Disclosure Statement Plan.

17. **Objections to Confirmation.** Objections to confirmation of the Combined Disclosure Statement and Plan, including any objection to the adequacy of the disclosures, if any, must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the Claim or Interest of such party; (c) state with particularity the basis and nature of such objection; and (d) be filed with the Court and served on the Notice Parties⁴ so as to be received no later than **4:00 p.m. (prevailing Eastern Time) on September 1, 2023**. Unless an objection is timely served and filed as prescribed herein, it may not be considered by the Court.

⁴ The Notice Parties are: (i) counsel to the Debtors, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801, (Attn: Michael R. Nestor, Esq. (mnestor@ycst.com), Matthew B. Lunn, Esq. (mlunn@ycst.com), Joseph M. Mulvihill, Esq. (jmulvihill@ycst.com), and Jared W. Kochenash, Esq. (jkochenash@ycst.com)); (ii) the U.S. Trustee, 844 King Street, Suite 2207, Wilmington, DE, 19801, (Attn: Richard Schepacarter (Richard.Schepacarter@usdoj.gov)); (iii) counsel to the DIP Lender, Schulte Roth & Zabel LLP, 919

PLEASE BE ADVISED THAT ARTICLE XIV OF THE COMBINED DISCLOSURE STATEMENT AND PLAN CONTAINS CERTAIN RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS, INCLUDING:

As of the Effective Date, for good and valuable consideration, the adequacy of which is hereby confirmed, the Releasing Parties shall be deemed to forever release, waive and discharge the Third-Party Released Parties of all claims, obligations, suits, judgments, damages, demands, debts, rights, remedies, causes of action and liabilities of any nature whatsoever in connection with or related to any of the Debtors, their respective Assets, the Estates, the Chapter 11 Cases, the Prepetition Financing Documents, the DIP Documents, any of the Debtors' in- or out-of-court restructuring efforts, the Sale or the combined Disclosure Statement and Plan, whether liquidated or unliquidated, fixed or contingent, matured or unmatured, known or unknown, foreseen or unforeseen, then existing or hereafter arising, in law, equity, or otherwise that are or may be based in whole or in part upon any act, omission, transaction, event, or other occurrence taking place or existing on or prior to the Effective Date (other than the rights of Holders of Allowed Claims to enforce the obligations under the Confirmation Order and the Plan); provided, however, that nothing in this section shall be deemed a waiver or release of any right of such Releasing Party to receive a Distribution pursuant to the terms of the Plan or other rights set forth in the Plan or the Confirmation Order; provide further, however, nothing in this section shall operate as a release, waiver or discharge of any causes of action or liabilities unknown to such Entity as of the Petition Date arising out of gross negligence, willful misconduct, fraud, or criminal acts of any such Released Party as determined by a Final Order.

As defined in the Combined Disclosure Statement and Plan:

"Third-Party Released Parties" means, each in their capacity as such, (a) the Debtors and the Estates, (b) Vladimir Kasparov and Scott Canna, in their capacities as Chief Restructuring Officer and Deputy Chief Restructuring Officer, respectively, (c) the Prepetition Agent, (d) the Prepetition Lenders, (e) the DIP Agent, (f) the DIP Lenders, and (g) with respect to each of the foregoing, their Related Parties.

"Releasing Parties" means: (a) all Holders of Claims who are Unimpaired that have not Filed an objection to the releases set forth in Section 14.1(c) of this Plan by the deadline to object to Confirmation of the Plan, (b) the Committee, including its members, (c) the Prepetition Lenders, (d) the Prepetition Agent, (e) the DIP Lenders, (f) the DIP Agent, (g) Holders of General Unsecured Claims that have not made a Release Opt-Out Election, and (h) with respect to each of the foregoing, their Related Parties.

"Release Opt-Out Election" means the timely election of Holders of General Unsecured Claims to "opt out" of being a Releasing Party by (a) submitting a Ballot by the Voting Deadline that selects the option set forth on the Ballot to not grant the releases set forth in Section 14.1(c) of this Plan, or (b) Filing a written objection to the releases set forth in Section 14.1(c) of the Plan by the deadline to object to Confirmation of the Plan.

"Related Parties" means with respect to any Person or Entity, such Person's or Entity's respective current and former (i) officers, (ii) managers, (iii) directors, (iv) employees, (v) partners, (vi) affiliates and subsidiaries, (vii) professionals, (viii) advisors and advisory board members, (ix) agents, (x) members and shareholders, (xi) owners, (xii) affiliated investment funds or investment vehicles, (xiii) managed, advised or sub-advised accounts, (xiv) funds or other entities, (xv) investment advisors, sub-advisors or managers, and (xvi) other representatives, including, without limitation, attorneys, accountants, consultants, investment bankers and financial advisors and the predecessors, successors, assigns or heirs of such Person or Entity (in each case, in their respective capacities as such).

OTHER RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS ARE FOUND IN ARTICLE 14 OF THE COMBINED DISCLOSURE STATEMENT AND PLAN. YOU ARE ADVISED AND ENCOURAGED TO CAREFULLY REVIEW AND CONSIDER THE COMBINED DISCLOSURE STATEMENT AND PLAN, INCLUDING THE RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, AS YOUR RIGHTS MIGHT BE AFFECTED.

Dated: [], 2023
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Draft
Michael R. Nestor (No. 3526)
Matthew B. Lunn (No. 4119)
Joseph M. Mulvihill (No. 6061)
Jared W. Kochenash (No. 6557)
1000 North King Street
Rodney Square
Wilmington, Delaware 19801
Tel.: (302) 571-6600
Facsimile: (302) 571-1253
Email: mnestor@ycst.com
mlunn@ycst.com
jmulvihill@ycst.com
jkochenash@ycst.com

Counsel for Debtors and Debtors in Possession

<p>If you have any questions regarding this notice, please call (877) 634-7180 (U.S./Canada) or +1 (424) 236-7225 (International), or visit www.kccllc.net/plastiq.</p>
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Third Avenue, New York, NY 10022 (Attn: Adam Harris, Esq. (adam.harris@srz.com) and Reuben E. Dizengoff, Esq. (reuben.dizengoff@srz.com) and Landis Rath & Cobb LLP, 919 Market Street, Suite 1800, Wilmington, DE 19801 (Attn: Matthew B. McGuire, Esq. (mcguire@lrclaw.com)); and (iv) proposed counsel to the Committee, DLA Piper LLP (US), 1201 North Market Street, Suite 2100, Wilmington, Delaware 19801 (Attn: Dennis O'Donnell, Esq. (Dennis.O'Donnell@us.dlapiper.com), Aaron Applebaum, Esq. (Aaron.Applebaum@us.dlapiper.com), and Nicole McLemore (Nicole.McLemore@us.dlapiper.com)).

EXHIBIT 3**Key Dates**

<u>Event</u>	<u>Date</u>
Voting Record Date	July 26, 2023
Service Date	Four Days after the entry of this Order, or as soon as reasonably practicable thereafter
Deadline for Debtor to Object to Claims for Voting Purposes	August 10, 2023
Deadline to File and Serve Plan Supplement	August 22, 2023
Deadline to File Rule 3018 Motions	August 24, 2023
Voting Deadline	September 1, 2023, at 4:00 p.m.
Deadline to Object to the Plan	September 1, 2023, at 4:00 p.m.
Initial Administrative Claims Bar Date	September 1, 2023 at 4:00 p.m.
Deadline to Respond to Rule 3018 Motions	September 7, 2023
Deadline for Debtor to file: (1) Voting Certification (including list of creditors who opted-out of third-party releases); and (2) proposed Confirmation Order	September 11, 2023, at 4:00 p.m. (ET)
Deadline to file a reply to any objections or Brief in Support of the Combined Disclosure Statement and Plan	September 12, 2023, at 12:00 p.m. (ET)
Confirmation Hearing	September 14, 2023, at 10:00 a.m. (ET)

EXHIBIT B

Blackline

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

In re:)	
)	Chapter 11
PLASTIQ INC., <i>et al.</i> , ¹)	
)	Case No. 23-10671 (BLS)
Debtors.)	
)	(Jointly Administered)
)	
)	Ref. Docket No. 170
)	

**ORDER (I) APPROVING THE COMBINED DISCLOSURE STATEMENT AND
PLAN ON AN INTERIM BASIS FOR SOLICITATION PURPOSES ONLY;
(II) ESTABLISHING SOLICITATION AND TABULATION PROCEDURES;
(III) APPROVING THE FORMS OF BALLOTS AND SOLICITATION
MATERIALS; (IV) ESTABLISHING THE VOTING RECORD DATE; (V) FIXING
THE DATE, TIME, AND PLACE FOR THE COMBINED HEARING AND THE
DEADLINE FOR FILING OBJECTIONS THERETO; (VI) ESTABLISHING BAR
DATE FOR FILING REQUESTS FOR ALLOWANCE OF INITIAL
ADMINISTRATIVE CLAIMS; AND (VII) GRANTING RELATED RELIEF**

Upon consideration of the motion (the “**Motion**”)² of the debtors in possession in the above-captioned cases (collectively, the “**Debtors**”) for entry of an order (this “**Order**”): (i) approving the Combined Disclosure Statement and Plan, on an interim basis and for solicitation purposes only; (ii) establishing procedures for the solicitation and tabulation of votes to accept or reject the Combined Disclosure Statement and Plan; (iii) approving the form of ballot and solicitation materials; (iv) establishing a voting record date; (v) fixing the date, time, and place for the Confirmation Hearing and the deadline for filing objections related thereto; (vi) establishing a bar date for filing requests for allowance of Initial Administrative Claims; and (vii) granting

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion or the Combined Disclosure Statement and Plan, as applicable.

related relief; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court being able to issue a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this District is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been given; and it appearing that no other or further notice is required; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, its creditors, and other parties in interest; and sufficient cause appearing therefor,

THE COURT HEREBY FINDS AS FOLLOWS:

A. The form of ballots attached hereto as Exhibits 1-A and 1-B (the "**Ballots**"): (i) are consistent with Official Form No. 14; (ii) adequately address the particular needs of the Chapter 11 Cases; (iii) are appropriate for the Voting Classes; and (iv) comply with Bankruptcy Rule 3017(d).

B. The Ballots need not be provided to Holders of Claims or Interests in the following Classes, as such Non-Voting Classes are either (i) unimpaired and are conclusively presumed to have accepted the Combined Disclosure Statement and Plan in accordance with Bankruptcy Code section 1126(f), or (ii) impaired but will neither retain nor receive any property under the Combined Disclosure Statement and Plan and, thus, are conclusively deemed to have rejected the Combined Disclosure Statement and Plan under Bankruptcy Code section 1126(g):

Class	Type	Status Under Plan	Voting Status
1	Priority Non-Tax Claims	Unimpaired	Deemed to Accept
2	Other Secured Claims	Unimpaired	Deemed to Accept
5	Subordinated Claims	Impaired	Deemed to Reject

6	Intercompany Claims	Impaired	Deemed to Reject
7	Interests	Impaired	Deemed to Reject

C. The Ballots shall be provided to Holders of Claims in Class 3 (Prepetition Loan Claims) and Class 4 (General Unsecured Claims), which Claims are impaired and thus the Holders are entitled to vote to accept or reject the Combined Disclosure Statement and Plan.

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 Holders of Claims in the Voting Classes to make informed decisions to accept or reject the Combined Disclosure Statement and Plan and submit a Ballot in a timely fashion, and the solicitation provided by this Order is consistent with Bankruptcy Code section 1126.

E. The Tabulation Procedures (defined below) for the solicitation and tabulation of votes to accept or reject the Combined Disclosure Statement and Plan, as approved herein, provide a fair and equitable voting process and are consistent with Bankruptcy Code section 1126.

F. The contents of the Solicitation Packages and the procedures for providing notice of the Confirmation Hearing and the other matters set forth in the Confirmation Notice, under the circumstances, constitute sufficient notice to all interested parties in accordance with Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The relief requested in the Motion is granted as set forth herein.

Combined Disclosure Statement and Plan

2. The Combined Disclosure Statement and Plan is approved on an interim basis for solicitation purposes under Bankruptcy Code sections 105 and 1125 and Bankruptcy Rule 3017.

3. The Ballots, substantially in the forms attached hereto as Exhibits 1-A and 1-B, are approved.

4. To be counted as votes to accept or reject the Combined Disclosure Statement and Plan, a Ballot must be properly executed, completed, and delivered, by mail, overnight courier, personal delivery, or by submitting a properly completed E-Ballot to the Voting Agent in accordance with the instructions on the Ballot or E-Ballot so that it is actually received no later than **4:00 p.m. (prevailing Eastern Time) on ~~August 30~~September 1, 2023** (the “**Voting Deadline**”).

5. The following procedures shall be used in tabulating the votes to accept or reject the Combined Disclosure Statement and Plan (the “**Tabulation Rules and Procedures**”):

Amounts for Voting Purposes.

Solely for purposes of voting to accept or reject the Combined Disclosure Statement and Plan and not for the purpose of the allowance of, or distribution on account of, any Claim and without prejudice to the Debtors’ rights in any other context, each Claim within a Class of Claims is entitled to vote to accept or reject the Combined Disclosure Statement and Plan be in an amount determined by the following procedures:

Class 3 (Prepetition Loan Claims)

- (a) The voting amounts of the Class 3 Prepetition Loan Claims will be established based on the amount of the applicable positions held by Holders of the Prepetition Loan Claims, as of the Voting Record Date, as evidenced by the applicable records provided by the Prepetition Agent, as the administrative agent under the Prepetition Financing Documents, in electronic excel format to the Debtors or the Voting Agent not later than ~~one~~two (~~1~~2) Business ~~Day~~ Days following the Voting Record Date.

Class 4 (General Unsecured Claims)

- (a) If a Claim is deemed allowed under the Combined Disclosure Statement and Plan, an order of the Court or a stipulated agreement between the

parties, such Claim will be temporarily allowed for voting purposes in the deemed allowed amount set forth therein;

- (b) if a Claim for which a proof of claim has been timely filed for unknown or undetermined amounts, or is wholly unliquidated or wholly contingent (as determined on the face of the Claim or after a reasonable review of the supporting documentation) and such Claim has not been allowed, such Claim shall be temporarily allowed for voting purposes only, and not for purposes of allowance or distribution, at \$1.00;
- (c) if a Claim for which a proof of Claim has been timely filed is partially unliquidated or partially contingent (as determined on the face of the Claim or after a reasonable review of the supporting documentation by the Voting Agent), such Claim is temporarily allowed in the amount that is liquidated and non-contingent for voting purposes only, and not for purposes of allowance or distribution;
- (d) if a Claim for which a proof of claim was timely filed and is liquidated and non-contingent or was listed in the Debtors' schedules of assets and liabilities (the "**Schedules**") in an amount that is liquidated, non-contingent, and undisputed, such Claim is allowed for voting purposes only in the amount set forth on the proof of claim, or if no proof of claim was timely filed, the Debtors' filed Schedules;
- (e) if a Claim has been estimated or otherwise allowed for voting purposes by order of the Court, such Claim is temporarily allowed in the amount so estimated or allowed by the Court for voting purposes only, and not for purposes of allowance or distribution;
- (f) if a Claim is listed in the 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 the applicable bar date has not yet passed, such Claim shall be entitled to vote at \$1.00;
- (g) proofs of claim filed for \$0.00 are not entitled to vote;
- (h) if the Debtors or other party in interest has served an objection or request for estimation as to a Claim at least ten (10) days before the Voting Deadline, such Claim is temporarily disallowed for voting purposes only, and not for purposes of allowance or distribution, except to the extent and in the manner as may be set forth in such objection, or as ordered by the Court before the Voting Deadline;
- (i) 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

Debtors in such Class, and the votes related to such Claims shall be treated as a single vote to accept or reject the Plan for the Debtors;

- (j) notwithstanding anything to the contrary contained herein, any creditor who has filed or purchased duplicate Claims within the same Voting Class shall be provided with only 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; and
- (k) 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 rules, 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 Court, any amendments to proofs of claim after the Voting Record Date shall not be considered for purposes of these tabulation rules.

Voting Rules

- (a) Any Ballot received after the Voting Deadline will not be counted absent the consent of the Debtors in their discretion, in consultation with the Committee, subject to approval of this Court if challenged;
- (b) any Ballot that is illegible or contains insufficient information to permit the identification of the claimant will not be counted;
- (c) any Ballot cast by a person or entity that does not hold an Claim in a Voting Class as of the Voting Record Date will not be counted;
- (d) any Ballot submitted on account of a duplicative Claim will not be counted;
- (e) any unsigned Ballot will not be counted, provided that Ballots validly submitted through the E-Balloting Portal will be deemed to contain an immediately legally valid and effective signature;
- (f) except in the Debtors' discretion, in consultation with the Committee, any Ballot transmitted to the Voting Agent by facsimile or other electronic means (other than through the E-Balloting Portal) will not be counted;
- (g) 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;
- (h) whenever a claimant casts more than one Ballot voting the same Claim prior to the Voting Deadline, only the latest-dated valid Ballot timely received

will be deemed to reflect the voter's intent and, thus, will supersede any prior Ballots;

- (i) subject to the other Tabulation Procedures, each claimant will be deemed to have voted the full amount of its Claim as set forth on the Ballot;
- (j) claimants may not split their vote within a Class; thus, each claimant will be required to vote all of its Claims within the Class either to accept or reject the Combined Disclosure Statement and Plan, and any votes that are split will not be counted; and
- (k) subject to any contrary order of the Court, the Debtors, in consultation with the Committee, further reserve the right to waive any defects or irregularities or conditions of delivery as to any particular Ballot.

6. The Debtors or Voting Agent, as applicable, without further Order of the Court, are authorized to determine all questions as to the validity, form, eligibility (including time of receipt), acceptance, and revocation or withdrawals of Ballots, which determination will be final and binding.

7. The Debtors or Voting Agent are authorized to contact parties that submit incomplete or otherwise deficient Ballots to make a reasonable effort to cure such deficiencies, provided that, neither the Debtors nor the Voting Agent are required to contact such parties to provide notification of defects or irregularities with respect to completion or delivery of Ballots, nor will any of them incur any liability for failure to provide such notification.

8. The Voting Agent is required to retain all paper copies of Ballots and all solicitation-related correspondence for one (1) year following the Effective Date, whereupon, the Voting Agent is authorized to destroy and/or otherwise dispose of all paper copies of Ballots; printed solicitation materials including unused copies of the Solicitation Package; and all solicitation-related correspondence (including undeliverable mail), in each case unless otherwise directed by the Debtors or the Clerk of the Court in writing within such one (1) year period.

9. The Confirmation Hearing is hereby scheduled for **September 14, 2023 at 10:00 a.m. (prevailing Eastern Time)**. The Confirmation Hearing may be continued from time to time by the Debtors without further notice other than by (a) announcing any adjourned date at the Confirmation Hearing (or any continued hearing) or (b) filing a notice on the docket of these Chapter 11 Cases.

10. Objections to approval and confirmation of the Combined Disclosure Statement and Plan on any grounds, including adequacy of the disclosures therein, if any, must (a) be in writing, (b) comply with the Bankruptcy Rules and the Local Rules, and (c) be filed with the Clerk of the Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, with a copy served upon the following (collectively, the “**Notice Parties**”): (i) counsel to the Debtors, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801, (Attn: Michael R. Nestor, Esq. (mnestor@ycst.com), Matthew B. Lunn, Esq. (mlunn@ycst.com), Joseph M. Mulvihill, Esq. (jmulvihill@ycst.com), and Jared W. Kochenash, Esq. (jkochenash@ycst.com)); (ii) the U.S. Trustee, 844 King Street, Suite 2207, Wilmington, DE, 19801, (Attn: Richard Schepacarter (Richard.Schepacarter@usdoj.gov)); (iii) counsel to the DIP Lender, Schulte Roth & Zabel LLP, 919 Third Avenue, New York, NY 10022 (Attn: Adam Harris, Esq. (adam.harris@srz.com) and Reuben E. Dizengoff, Esq. (reuben.dizengoff@srz.com) and Landis Rath & Cobb LLP, 919 Market Street, Suite 1800, Wilmington, DE 19801 (Attn: Matthew B. McGuire, Esq. (mcguire@lrclaw.com)); and (iv) proposed counsel to the Committee, DLA Piper LLP (US), 1201 North Market Street, Suite 2100, Wilmington, Delaware 19801 (Attn: Dennis O’Donnell, Esq. (Dennis.ODonnell@us.dlapiper.com), Aaron Applebaum, Esq. (Aaron.Applebaum@us.dlapiper.com), and Nicole McLemore

(Nicole.McLemore@us.dlapiper.com); in each case, by no later than ~~August 30~~September 1, **2023, at 4:00 p.m. (prevailing Eastern Time).**

11. The Debtors shall, if they deem necessary in their discretion, and any other party in interest may, file a reply to any objections or brief in support of approval of the Combined Disclosure Statement and Plan by no later than **12:00 p.m. (prevailing Eastern Time) on September 12, 2023** (or one (1) business day prior to the date of any adjourned Confirmation Hearing).

12. If any holder of a Claim seeks to challenge the allowance of its Claim for voting purposes in accordance with the Procedures set forth in this Order, including because a claim objection has been filed against that holder's Claim, such holder must file a motion, pursuant to Bankruptcy Rule 3018(a), for an order temporarily allowing its Claim in a different amount or classification for purposes of voting to accept or reject the Plan (a "**Rule 3018 Motion**") and serve the Rule 3018 Motion on the Debtors' counsel, so that it is received by them no later than **August 24, 2023**, eastern time, unless the Rule 3018 Motion is filed in response to a claim objection filed against the holder's claim, in which case the Rule 3018 Motion shall be served on the Debtors' counsel no later than **4:00 p.m. (prevailing Eastern Time)** on the date that is fourteen (14) days after service of such claim objection. The Debtors (and, with respect to filing a response, any other party in interest) shall then have fourteen (14) days after service of the Rule 3018 Motion to file and serve any responses to the same. If the Rule 3018 Motion is not consensually resolved, such Rule 3018 Motion will be adjudicated as part of the Confirmation Hearing.

13. The Confirmation Notice, in substantially the form attached hereto as Exhibit 2, is approved.

14. Pursuant to Bankruptcy Rule 3017(d), July 26, 2023, shall be the record date for purposes of determining which Holders of Claims are entitled to receive Solicitation Packages and vote on the Combined Disclosure Statement and Plan (the “**Voting Record Date**”).

15. 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 period) or (b) the transferee files, no later than the Voting Record Date, (i) the documentation required by Bankruptcy Rule 3001(e) to evidence the transfer, and (ii) a sworn statement of the transferor supporting the validity of the transfer.

16. On or before four (4) business days after the entry of this Order, or as soon as reasonably practicable thereafter (the “**Service Date**”), in accordance with the terms of this Order, the Voting Agent shall transmit the Solicitation Packages to the Voting Classes containing copies of: (a) the Confirmation Notice; (b) either a paper copy or a copy in “pdf” format on CD-ROM or flash drive of the Combined Disclosure Statement and Plan; (c) either a paper copy or a copy in “pdf” format on CD-ROM or flash drive of the Proposed Solicitation Procedures Order without exhibits; (d) the applicable form of Ballot attached to hereto as Exhibit 1-A or 1-B; and (e) a pre-paid, pre-addressed return envelope. Additionally, the Debtors shall provide (i) complete Solicitation Materials (excluding the Ballot) to the U.S. Trustee and all parties requesting service of notice pursuant to Bankruptcy Rule 2002 as of the Voting Record Date, and (ii) copies of the Combined Disclosure Statement and Plan to Holders of Claims and Interests in Classes 5, 6, and 7.

17. On or prior to the Service Date, the Voting Agent shall mail the Confirmation Notice to the following parties, to the extent such parties are not otherwise entitled to receive a Solicitation Package: (a) all persons or entities that have filed, or are deemed to have filed a proof of Claim or request for allowance of Claim as of the Voting Record Date; (b) all persons or entities listed on the Schedules as holding a Claim or potential Claim; (c) the Securities and Exchange Commission and any regulatory agencies with oversight authority of the Debtors; (d) the Internal Revenue Service; (e) the United States Attorney's office for the District of Delaware; (f) other known Holders of Claims (or potential Claims) and Interests; (g) all entities known to the Debtors to hold or assert a lien or other interest in the Debtors' property; (h) all parties listed on the Debtors' creditor matrix; and (i) any other parties that have requested notice pursuant to Bankruptcy Rule 2002.

18. On or before ten (10) days prior to the Voting Deadline, the Debtors shall serve the Plan Supplement on all parties that have requested notice pursuant to Bankruptcy Rule 2002. In addition, the Debtors shall serve the Plan Supplement by email (if known to the Debtors at the time of service) on the following parties: (a) all persons or entities that have filed, or are deemed to have filed a proof of Claim or request for allowance of Claim as of the Voting Record Date; (b) all persons or entities listed on the Schedules as holding a Claim or potential Claim; (c) the Securities and Exchange Commission and any regulatory agencies with oversight authority of the Debtors; (d) the Internal Revenue Service; (e) the United States Attorney's office for the District of Delaware; (f) other known Holders of Claims (or potential Claims) and Interests; (g) all entities known to the Debtors to hold or assert a lien or other interest in the Debtors' property; and (h) all parties listed on the Debtors' creditor matrix.

19. The voting declaration shall include a description of any Ballots the Debtors rejected, or as to which the Debtors waived a defect, or as to which any defect was cured. The voting declaration shall also indicate any Ballots received after the Voting Deadline and whether the Debtors rejected or accepted such Ballots.

20. The Debtors and Voting Agent are authorized to rely on the address information (for voting and non-voting parties alike) maintained by the Debtors or Prepetition Agent, as applicable, and provided by the Debtors or Prepetition Agent to the Voting Agent. Neither the Debtors nor the Voting Agent are required to conduct any additional research for updated addresses based on undeliverable solicitation materials (including undeliverable Ballots) and will not be required to resend Solicitation Packages or other materials, including Confirmation Notices, that are returned as undeliverable unless the Debtors are provided with accurate addresses for such parties prior to the Voting Record Date.

21. Notwithstanding anything herein or in the Motion to the contrary, neither the Debtors nor the Voting Agent are required to mail a Solicitation Package or any other materials related to voting or confirmation of the Plan to any person or entity from which the notice of Motion or other mailed notice in this case was returned as undeliverable by the postal service, unless the Voting Agent is provided with accurate addresses for such persons or entities before the Voting Record Date.

22. In accordance with the settlement set forth on the record at the hearing held on July 27, 2023, Colonnade's General Unsecured Claim shall vote in the amount of \$9 million.

Initial Administrative Claim Bar Date

23. ~~17.~~ Holders of Initial Administrative Claims are required to file a request for allowance (each, an “**Administrative Claim Form**”) of such Initial Administrative Claims by

~~5:00~~4:00 p.m. (prevailing Eastern time) on ~~August 30~~September 1, 2023 (the “Initial Administrative Claim Bar Date”).

24. ~~18.~~ The Administrative Claim Form, in the form attached to the Motion as Exhibit B, is approved.

25. ~~19.~~ Notwithstanding the foregoing, the following need *not* file and Administrative Claim Form:

- (a) any entity that does not have an Initial Administrative Claim against any of the Debtors;
- (b) any entity holding an Administrative Claim arising after July 31, 2023;³
- (c) any person or entity that already has filed a request for allowance of an Initial Administrative Claim with the Clerk of this Court or KCC;
- (d) any entity whose Claim has previously been Allowed by order of this Court;
- (e) any entity whose Claim has been paid in full by the Debtors pursuant to the Bankruptcy Code or in accordance with an order of this Court;
- (f) any entity whose Claim is solely against any of the Debtors’ non-Debtor affiliates;
- (g) any entity holding a Claim for which a separate deadline to file a Proof of Claim has been fixed previously by this Court;
- (h) any Holder of a Claim payable to this Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930 or accrued interest thereon arising under 31 U.S.C. § 3717;
- (i) any entity holding a Professional Fee Claim, including Triple P RTS, LLC;
- (j) any member of the Committee for reimbursement of expenses incurred in connection with the member’s service on the Committee; and
- (k) any Debtor having a Claim against another Debtor.

³ The deadline for filing a request for allowance of an administrative claim arising after July 31, 2023, shall be set forth in the Effective Date Notice.

26. ~~20.~~ Pursuant to Bankruptcy Rule 2002, the manner of providing notice of the Initial Administrative Claim Bar Date proposed in the Motion is approved in all respects. The manner of notice of the Initial Administrative Claim Bar Date approved herein is deemed to fulfill the notice requirements of the Bankruptcy Rules and the Local Rules and shall be deemed good and sufficient notice of the Bar Dates to known creditors pursuant to Bankruptcy Rule 2002(a)(7).

27. ~~21.~~ On or prior to the Service Date, the Debtors shall post the Administrative Claim Form, and the Confirmation Notice on KCC's website (<https://www.kccllc.net/plastiq>).

28. ~~22.~~ Pursuant to Bankruptcy Rule 3003(c)(2), any person or entity that is required to file an Administrative Claim Form for an Initial Administrative Claim, but that fails to do so by the Initial Administrative Claim Bar Date in the form and manner provided for in this Order shall not be treated as a creditor with respect to such Claim, participating in any distributions under the Combined Disclosure Statement and Plan (or any other chapter 11 plan confirmed in these cases) on account of such Claim, or receiving further notices regarding such Claim.

29. ~~23.~~ The Debtors may extend the Initial Administrative Claim Bar Date by stipulation or otherwise, without further order of this Court, where the Debtors determine that to do so is in the best interests of their estates.

30. ~~24.~~ The following procedures shall apply for filing Administrative Claim Forms for Initial Administrative Claims:

- (a) Administrative Claim Forms may be obtained free of charge at www.kccllc.net/plastiq or upon request to the Voting Agent by (i) telephone at (877) 634-7180 (domestic, toll-free), +1 (424) 236-7225 (international, toll), or (ii) email at www.kccllc.net/plastiq/inquiry.
- (b) Each request for allowance of an Initial Administrative Claim must: (i) be written in English; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Administrative Claim Form provided by the Debtors; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant.

- (c) Each Administrative Claim Form must state a Claim against **only one** Debtor and clearly indicate the Debtor against which the claim is asserted. To the extent more than one Debtor is listed on the Administrative Claim Form, as applicable, such Claim may be treated as if filed only against the first-listed Debtor. An Administrative Claim filed under the joint administration case number (No. 23-10671), or otherwise without identifying a specific Debtor, will be deemed as filed only against PlastiQ Inc.
- (d) Administrative Claim Forms must be filed either (1) electronically via the interface provided on KCC's website at www.kccllc.net/plastiq (the "**Electronic Filing System**") or (2) by delivering the original Administrative Claim Form by hand, or sending the original Administrative Claim Form by overnight courier or first class mail, on or before the Initial Administrative Claim bar Date to:

PlastiQ Inc. Claims Processing Center
c/o KCC
222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245

- (e) An Administrative Claim Form will be deemed timely filed only if it is **actually received** by KCC on or before the Initial Administrative Claim Bar Date (1) at the address listed above or (2) electronically through the Electronic Filing System. Administrative Claim Form sent by facsimile, telecopy, or electronic mail transmission (other than those filed electronically through the Electronic Filing System) **will not** be accepted.

31. ~~25.~~ This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

EXHIBIT 1-A

Class 3 Ballot

32. ~~26.~~

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

PLASTIQ INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10671 (BLS)

(Jointly Administered)

CLASS 3 (PREPETITION LOAN CLAIMS) BALLOT FOR VOTING TO ACCEPT OR REJECT THE COMBINED DISCLOSURE STATEMENT AND CHAPTER 11 PLAN OF PLASTIQ INC. AND ITS AFFILIATED DEBTORS

TO BE COUNTED, YOUR VOTE (WHETHER THROUGH “E-BALLOT” OR “PAPER BALLOT” AS DEFINED BELOW) MUST BE ACTUALLY RECEIVED BY THE VOTING AGENT BY THE VOTING DEADLINE OF ~~AUGUST 30~~SEPTEMBER 1, 2023, AT 4:00 P.M. (PREVAILING EASTERN TIME).

THE PLAN CONTAINS THIRD-PARTY RELEASES. YOU WILL BE DEEMED TO HAVE GRANTED THE THIRD-PARTY RELEASES UNLESS YOU (A) VOTE TO REJECT THE PLAN OR ABSTAIN FROM VOTING ON THE PLAN, (B) OPT OUT OF THE THIRDPARTY RELEASES ON THIS BALLOT AND (C) RETURN THE BALLOT BY THE VOTING DEADLINE.

IF YOU OPT OUT OF THE THIRD PARTY RELEASES, ANY DISTRIBUTION YOU ARE ENTITLED TO UNDER THE PLAN WILL NOT BE AFFECTED.

This ballot (the “**Ballot**”) is being submitted to you by the above captioned debtors and debtors in possession (collectively, the “**Debtors**”) to solicit your vote to accept or reject the *Combined Disclosure Statement and Chapter 11 Plan of PlastiQ Inc. and Its Affiliated Debtors* [D.I. [●]] (as it may be amended, supplemented, or modified from time to time pursuant to the terms thereof, the “**Combined Disclosure Statement and Plan**”).² Copies of the Combined Disclosure Statement and Plan may be obtained free of charge on the dedicated webpage of Kurtzman Carson Consultants LLC (the “**Voting Agent**”) at www.kccllc.net/plastiq or upon request to the Voting Agent by (i) telephone at (877) 634-7180 (domestic, toll-free), +1 (424) 236-7225 (international, toll), or (ii) email at www.kccllc.net/plastiq/inquiry.³

The Plan Supplement will be filed no later than 10 days prior to the Voting Deadline, and will be available from the Voting Agent at www.kccllc.net/plastiq or by telephone at (877) 634-7180 (domestic, toll-free), +1 (424) 236-7225 (international, toll).

The Combined Disclosure Statement and Plan can be confirmed by the Bankruptcy Court and, thereby, made binding on you if it is accepted by the Holders of at least two-thirds in amount and more than one-half in number of the Claims in each Impaired Class who vote on the Combined Disclosure Statement and Plan and if the Combined Disclosure Statement and Plan otherwise satisfies the applicable requirements of Bankruptcy Code section 1129(a). If the requisite acceptances are not obtained, the Bankruptcy Court nonetheless may confirm the Combined Disclosure Statement and Plan if it finds that the Combined Disclosure Statement and Plan (i) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Combined Disclosure Statement and Plan and (ii) otherwise satisfies the requirements of Bankruptcy Code section 1129(b).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103

² All capitalized terms used but not otherwise defined herein have the meanings set forth in the Combined Disclosure Statement and Plan.

³ Copies of the Combined Disclosure Statement and Plan are also available for a fee on the Bankruptcy Court’s website, www.deb.uscourts.gov (a PACER account is required).

If you wish to challenge the classification, or temporary allowance of your Claim for voting purposes, you must file a motion pursuant to Fed. R. Bankr. 3018(a) (“**Rule 3018(a) Motions**”) in accordance with the procedures provided in paragraph 14 of the Solicitation Procedures Order.

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. For your vote to count, you must:

- a. Submit your Ballot by one of the following methods:
- i. Completing, executing, and submitting this paper Ballot (“**Paper Ballot**”) in the return envelope provided by mail, overnight courier, or hand delivery to the following address:

If by first class mail hand delivery or overnight mail, to:

Plastiq Inc. Ballot Processing Center
c/o KCC
222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245

To arrange hand delivery of your Paper Ballot, please send an email to KCC via www.kccllc.net/plastiq/inquiry at least 24 hours before your arrival at the address above and provide the expected date and time of your delivery.

or

- ii. Submitting an electronic Ballot (an “**E-Ballot**”) through the Voting Agent’s dedicated, E-Ballot portal (the “**E-Balloting Portal**”). To submit your Ballot through the E-Balloting Portal, www.kccllc.net/plastiq, click on the “Submit E-Ballot” section of the website and follow the instructions to submit your E-Ballot.

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

Unique E-Ballot ID#: _____

Unique E-Ballot PIN: _____

- Each E-Ballot ID# is to be used solely for voting only those Claims described in Item 1 of E-Ballot. Please complete and submit an E-Ballot for each E-Ballot ID# you receive, as applicable. If you submit an E-Ballot, you should NOT also submit a Paper Ballot.
- The E-Balloting Portal is the sole manner in which Ballots will be accepted by electronic or online transmission. Ballots submitted by facsimile, email, or other means of electronic transmission will not be counted.

If you are casting a Ballot using the E-Ballot Portal you should NOT also submit a paper Ballot.

- a. In the boxes provided in Item 2 of the Ballot, indicate either acceptance or rejection of the Combined Disclosure Statement and Plan by checking the appropriate box;
 - b. Review and sign the acknowledgements in Item 4 of the Ballot. Please be sure to sign and date your Ballot. Your signature is required for your vote to be counted. For the avoidance of doubt, a properly submitted E-Ballot will be deemed to include a valid signature. If you are completing the Ballot on behalf of an entity, indicate your relationship with such entity and the capacity in which you are signing. If the Prepetition Loan Secured Claim is held by an entity, your Ballot must be executed in the name of an authorized signatory. In addition, please provide your name and mailing address if different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot; and
 - c. **Return your Ballot (whether by E-Ballot or by Paper Ballot) so it is received by the Voting Agent on or before the Voting Deadline approved by the Bankruptcy Court, ~~August 30~~ September 1, 2023 at 4:00 p.m. (prevailing Eastern Time).** If a Ballot is received after the Voting Deadline, it will not be counted (even if postmarked prior to the Voting Deadline), except in the Debtors’ discretion, in consultation with the Committee. If neither the “accept” nor “reject” box is checked or if both boxes are checked in Item 2 for an otherwise properly completed, executed, and timely returned Ballot, the Ballot will not be counted for voting purposes.
2. You must vote all your Claims within a single Class under the Combined Disclosure Statement and Plan either to accept or reject the Combined Disclosure Statement and Plan. Accordingly, if you return more than one Ballot voting different Claims within a single Class under the Combined Disclosure Statement and Plan and the Ballots are not voted in the same manner, those Ballots will not be counted. An otherwise properly executed Ballot that attempts to partially accept and partially reject the Combined Disclosure Statement and Plan likewise will not be counted.

3. The Ballot does not constitute and will not be deemed a proof of Claim or an assertion of a Claim or Interest.
4. If you cast more than one Ballot voting the same Claim prior to the Voting Deadline, the latest received properly completed, valid Ballot will supersede any prior received Ballots.
5. NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER MATERIALS AUTHORIZED BY THE BANKRUPTCY COURT.
6. PLEASE RETURN YOUR BALLOT PROMPTLY. THE VOTING AGENT WILL **NOT** ACCEPT BALLOTS BY FACSIMILE OR E-MAIL.

IF YOU HAVE RECEIVED A DAMAGED BALLOT OR HAVE LOST YOUR BALLOT, OR IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE CONTACT THE VOTING AGENT BY EMAIL (WWW.KCCLLC.NET/PLASTIQ/INQUIRY) OR BY TELEPHONE AT (877) 634-7180 (DOMESTIC TOLL-FREE), +1 (424) 236-7225 (INTERNATIONAL, TOLL). DO NOT CONTACT THE VOTING AGENT OR THE BANKRUPTCY COURT FOR LEGAL ADVICE. THE VOTING AGENT AND THE BANKRUPTCY COURT CANNOT AND WILL NOT PROVIDE PARTIES WITH LEGAL ADVICE.

**NOTICE REGARDING CERTAIN RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS
IN THE COMBINED DISCLOSURE STATEMENT AND PLAN**

7. PLEASE BE ADVISED THAT THE COMBINED DISCLOSURE STATEMENT AND PLAN CONTAINS CERTAIN RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, INCLUDING THE FOLLOWING:

Section 14.1(c) contains the following consensual releases by Holders of Claims and Interests:

As of the Effective Date, for good and valuable consideration, the adequacy of which is hereby confirmed, the Releasing Parties shall be deemed to forever release, waive and discharge the Third-Party Released Parties of all claims, obligations, suits, judgments, damages, demands, debts, rights, remedies, causes of action and liabilities of any nature whatsoever in connection with or related to any of the Debtors, their respective Assets, the Estates, the Chapter 11 Cases, the Prepetition Financing Documents, the DIP Documents, any of the Debtors' in- or out-of-court restructuring efforts, the Sale or the combined Disclosure Statement and Plan, whether liquidated or unliquidated, fixed or contingent, matured or unmatured, known or unknown, foreseen or unforeseen, then existing or hereafter arising, in law, equity, or otherwise that are or may be based in whole or in part upon any act, omission, transaction, event, or other occurrence taking place or existing on or prior to the Effective Date (other than the rights of Holders of Allowed Claims to enforce the obligations under the Confirmation Order and the Plan); provided, however, that nothing in this section shall be deemed a waiver or release of any right of such Releasing Party to receive a Distribution pursuant to the terms of the Plan or other rights set forth in the Plan or the Confirmation Order; provide further, however, nothing in this section shall operate as a release, waiver or discharge of any causes of action or liabilities unknown to such Entity as of the Petition Date arising out of gross negligence, willful misconduct, fraud, or criminal acts of any such Released Party as determined by a Final Order.

As defined in the Combined Disclosure Statement and Plan:

"Third-Party Released Parties" means, each in their capacity as such, (a) the Debtors and the Estates, (b) Vladimir Kasparov and Scott Canna, in their capacities as Chief Restructuring Officer and Deputy Chief Restructuring Officer, respectively, (c) the Prepetition Agent, (d) the Prepetition Lenders, (e) the DIP Agent, (f) the DIP Lenders, and (g) with respect to each of the foregoing, their Related Parties.

"Releasing Parties" means: (a) all Holders of Claims who are Unimpaired that have not Filed an objection to the releases set forth in Section 14.1(c) of the Plan by the deadline to object to Confirmation of the Plan, (b) the Committee, including its members, (c) the Prepetition Lenders, (d) the Prepetition Agent, (e) the DIP Lenders, (f) the DIP Agent, (g) Holders of General Unsecured Claims that have not made a Release Opt-Out Election, and (h) with respect to each of the foregoing, their Related Parties.

"Release Opt-Out Election" means the timely election of Holders of General Unsecured Claims to "opt out" of being a Releasing Party by (a) submitting a Ballot by the Voting Deadline that selects the option set forth on the Ballot to not grant the releases set forth in Section 14.1(c) of this Plan, or (b) Filing a written objection to the releases set forth in Section 14.1(c) of the Plan by the deadline to object to Confirmation of the Plan.

"Related Parties" means with respect to any Person or Entity, such Person's or Entity's respective current and former (i) officers, (ii) managers, (iii) directors, (iv) employees, (v) partners, (vi) affiliates and subsidiaries, (vii) professionals, (viii) advisors and advisory board members, (ix) agents, (x) members and shareholders, (xi) owners, (xii) affiliated investment funds or investment vehicles, (xiii) managed, advised or sub-advised accounts, (xiv) funds or other entities, (xv) investment advisors, sub-advisors or managers, and (xvi) other representatives, including, without limitation, attorneys, accountants, consultants,

investment bankers and financial advisors and the predecessors, successors, assigns or heirs of such Person or Entity (in each case, in their respective capacities as such).

OTHER RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS ARE FOUND IN SECTION 14.1 OF THE COMBINED DISCLOSURE STATEMENT AND PLAN. YOU ARE ADVISED AND ENCOURAGED TO CAREFULLY REVIEW AND CONSIDER THE COMBINED DISCLOSURE STATEMENT AND PLAN, INCLUDING THE RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, AS YOUR RIGHTS MIGHT BE AFFECTED.

PLEASE READ THE PRECEDING VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.

PLEASE COMPLETE ITEMS 1, 2, AND 3. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINE, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Item 1. Voting Amount. The undersigned certifies that, as of July 26, 2023, the undersigned was a Holder of a Class 3 Prepetition Loan Claim in the amount set forth below:⁴

Voting Amount: _____

Debtor: _____

Item 2. Vote on Plan. The undersigned Holder of the Claim identified in Item 1 hereby votes to (check one box only):

☐ **Accept** the Combined Disclosure Statement and Plan

☐ **Reject** the Combined Disclosure Statement and Plan

Item 3. Acknowledgments. By signing this Ballot, the undersigned acknowledges receipt of the instructions on obtaining the Combined Disclosure Statement and Plan and the other applicable solicitation materials and certifies that the undersigned is the claimant or has the power and authority to vote to accept or reject the Combined Disclosure Statement and Plan on behalf of the claimant. The undersigned understands that an otherwise properly completed, executed, and timely returned Ballot that does not indicate either acceptance or rejection of the Combined Disclosure Statement and Plan or indicates both acceptance and rejection of the Combined Disclosure Statement and Plan will not be counted for voting purposes.

Name of Creditor

Telephone Number

Signature

Email Address

If by Authorized Agent, Name and Title

Name of Institution

Date Completed

Street Address

City, State, Zip Code

⁴ For voting purposes only, subject to tabulation rules.

EXHIBIT 1-B

Class 4 Ballot

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

PLASTIQ INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10671 (BLS)

(Jointly Administered)

CLASS 4 (GENERAL UNSECURED CLAIMS) BALLOT FOR VOTING TO ACCEPT OR REJECT THE COMBINED DISCLOSURE STATEMENT AND CHAPTER 11 PLAN OF PLASTIQ INC. AND ITS AFFILIATED DEBTORS

TO BE COUNTED, YOUR VOTE (WHETHER THROUGH “E-BALLOT” OR “PAPER BALLOT” AS DEFINED BELOW) MUST BE ACTUALLY RECEIVED BY THE VOTING AGENT BY THE VOTING DEADLINE OF ~~AUGUST 30~~SEPTEMBER 1, 2023, AT 4:00 P.M. (PREVAILING EASTERN TIME).

THE PLAN CONTAINS THIRD-PARTY RELEASES. YOU WILL BE DEEMED TO HAVE GRANTED THE THIRD-PARTY RELEASES UNLESS YOU (A) VOTE TO REJECT THE PLAN OR ABSTAIN FROM VOTING ON THE PLAN, (B) OPT OUT OF THE THIRDPARTY RELEASES ON THIS BALLOT AND (C) RETURN THE BALLOT BY THE VOTING DEADLINE.

IF YOU OPT OUT OF THE THIRD PARTY RELEASES, ANY DISTRIBUTION YOU ARE ENTITLED TO UNDER THE PLAN WILL NOT BE AFFECTED.

This ballot (the “**Ballot**”) is being submitted to you by the above captioned debtors and debtors in possession (collectively, the “**Debtors**”) to solicit your vote to accept or reject the *Combined Disclosure Statement and Chapter 11 Plan of PlastiQ Inc. and Its Affiliated Debtors* [D.I. [●]] (as it may be amended, supplemented, or modified from time to time pursuant to the terms thereof, the “**Combined Disclosure Statement and Plan**”).² Copies of the Combined Disclosure Statement and Plan may be obtained free of charge on the dedicated webpage of Kurtzman Carson Consultants LLC (the “**Voting Agent**”) at www.kccllc.net/plastiq or upon request to the Voting Agent by (i) telephone at (877) 634-7180 (domestic, toll-free), +1 (424) 236-7225 (international, toll), or (ii) email at www.kccllc.net/plastiq/inquiry.³ The Plan Supplement will be filed no later than 10 days prior to the Voting Deadline, and will be available from the Voting Agent at www.kccllc.net/plastiq or by telephone at (877) 634-7180 (domestic, toll-free), +1 (424) 236-7225 (international, toll).

The Combined Disclosure Statement and Plan can be confirmed by the Bankruptcy Court and, thereby, made binding on you if it is accepted by the Holders of at least two-thirds in amount and more than one-half in number of the Claims in each Impaired Class who vote on the Combined Disclosure Statement and Plan and if the Combined Disclosure Statement and Plan otherwise satisfies the applicable requirements of Bankruptcy Code section 1129(a). If the requisite acceptances are not obtained, the Bankruptcy Court nonetheless may confirm the Combined Disclosure Statement and Plan if it finds that the Combined Disclosure Statement and Plan (i) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Combined Disclosure Statement and Plan and (ii) otherwise satisfies the requirements of Bankruptcy Code section 1129(b).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103

² All capitalized terms used but not otherwise defined herein have the meanings set forth in the Combined Disclosure Statement and Plan.

³ Copies of the Combined Disclosure Statement and Plan are also available for a fee on the Bankruptcy Court’s website, www.deb.uscourts.gov (a PACER account is required).

You should review the Disclosure Statement and Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. Your Claim has been placed in Class 4 under the Plan. If you hold claims or equity interests in more than one class, you will only receive a ballot for Class 4.

If you wish to challenge the classification, or temporary allowance of your Claim for voting purposes, you must file a motion pursuant to Fed. R. Bankr. 3018(a) (“**Rule 3018(a) Motions**”) in accordance with the procedures provided in paragraph 14 of the Disclosure Statement Order.

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. For your vote to count, you must:

- a. Submit your Ballot by one of the following methods:
- i. Completing, executing, and submitting this paper Ballot (“**Paper Ballot**”) in the return envelope provided by mail, overnight courier, or hand delivery to the following address:

If by first class mail hand delivery or overnight mail, to:

Plastiq Inc. Ballot Processing Center
c/o KCC
222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245

To arrange hand delivery of your Paper Ballot, please send an email to KCC via www.kccllc.net/plastiq/inquiry at least 24 hours before your arrival at the address above and provide the expected date and time of your delivery.

or

- ii. Submitting an electronic Ballot (an “**E-Ballot**”) through the Voting Agent’s dedicated, E-Ballot portal (the “**E-Balloting Portal**”). To submit your Ballot through the E-Balloting Portal, www.kccllc.net/plastiq, click on the “Submit E-Ballot” section of the website and follow the instructions to submit your E-Ballot.
 - **IMPORTANT NOTE:** You will need the following information to retrieve and submit your customized E-Ballot:
 Unique E-Ballot ID#: _____
 Unique E-Ballot PIN: _____
 - Each E-Ballot ID# is to be used solely for voting only those Claims described in Item 1 of E-Ballot. Please complete and submit an E-Ballot for each E-Ballot ID# you receive, as applicable. If you submit an E-Ballot, you should NOT also submit a Paper Ballot.
 - The E-Balloting Portal is the sole manner in which Ballots will be accepted by electronic or online transmission. Ballots submitted by facsimile, email, or other means of electronic transmission will not be counted.

If you are casting a Ballot using the E-Ballot Portal you should NOT also submit a paper Ballot.

- b. In the boxes provided in Item 2 of the Ballot, indicate either acceptance or rejection of the Combined Disclosure Statement and Plan by checking the appropriate box;
- c. Review and sign the acknowledgements in Item 4 of the Ballot. Please be sure to sign and date your Ballot. Your signature is required for your vote to be counted. For the avoidance of doubt, a properly submitted E-Ballot will be deemed to include a valid signature. If you are completing the Ballot on behalf of an entity, indicate your relationship with such entity and the capacity in which you are signing. If the Prepetition Loan Secured Claim is held by an entity, your Ballot must be executed in the name of an authorized signatory. In addition, please provide your name and mailing address if different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot; and
- d. **Return your Ballot (whether by E-Ballot or by Paper Ballot) so it is received by the Voting Agent on or before the Voting Deadline approved by the Bankruptcy Court, ~~August 30~~ September 1, 2023 at 4:00 p.m. (prevailing Eastern Time).** If a Ballot is received after the Voting Deadline, it will not be counted (even if postmarked prior to the Voting Deadline), except in the Debtors’ discretion, in consultation with the Committee. If neither the “accept” nor “reject” box is checked or if both boxes are checked in Item 2 for an otherwise properly completed, executed, and timely returned Ballot, the Ballot will not be counted for voting purposes.

2. If you voted to reject the Combined Disclosure Statement and Plan or did not vote, review the opt-out election disclosure in Item 3, and determine whether to opt out of the release provisions contained in Section 14.1(c) of the Combined Disclosure Statement and Plan by checking the box in Item 3. Electing to opt out of such release provisions by checking the box in Item 3 will result in you NOT being a Released Party.
3. You must vote all your Claims within a single Class under the Combined Disclosure Statement and Plan either to accept or reject the Combined Disclosure Statement and Plan. Accordingly, if you return more than one Ballot voting different Claims within a single Class under the Combined Disclosure Statement and Plan and the Ballots are not voted in the same manner, those Ballots will not be counted. An otherwise properly executed Ballot that attempts to partially accept and partially reject the Combined Disclosure Statement and Plan likewise will not be counted.
4. The Ballot does not constitute and will not be deemed a proof of Claim or an assertion of a Claim or Interest.
5. If you cast more than one Ballot voting the same Claim prior to the Voting Deadline, the latest received properly completed, valid Ballot will supersede any prior received Ballots.
6. You are advised to carefully review paragraph 7 of the Disclosure Statement Order for information regarding the temporary allowance or disallowance of Claims.
7. NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER MATERIALS AUTHORIZED BY THE BANKRUPTCY COURT.
8. PLEASE RETURN YOUR BALLOT PROMPTLY. THE VOTING AGENT WILL **NOT** ACCEPT BALLOTS BY FACSIMILE OR E-MAIL.

IF YOU HAVE RECEIVED A DAMAGED BALLOT OR HAVE LOST YOUR BALLOT, OR IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE CONTACT THE VOTING AGENT BY EMAIL (WWW.KCCLLC.NET/PLASTIQ/INQUIRY) OR BY TELEPHONE AT (877) 634-7180 (DOMESTIC TOLL-FREE), +1 (424) 236-7225 (INTERNATIONAL, TOLL). DO NOT CONTACT THE VOTING AGENT OR THE BANKRUPTCY COURT FOR LEGAL ADVICE. THE VOTING AGENT AND THE BANKRUPTCY COURT CANNOT AND WILL NOT PROVIDE PARTIES WITH LEGAL ADVICE.

**NOTICE REGARDING CERTAIN RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS
IN THE COMBINED DISCLOSURE STATEMENT AND PLAN**

9. PLEASE BE ADVISED THAT THE COMBINED DISCLOSURE STATEMENT AND PLAN CONTAINS CERTAIN RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, INCLUDING THE FOLLOWING:

Section 14.1(c) contains the following consensual releases by Holders of Claims and Interests:

As of the Effective Date, for good and valuable consideration, the adequacy of which is hereby confirmed, the Releasing Parties shall be deemed to forever release, waive and discharge the Third-Party Released Parties of all claims, obligations, suits, judgments, damages, demands, debts, rights, remedies, causes of action and liabilities of any nature whatsoever in connection with or related to any of the Debtors, their respective Assets, the Estates, the Chapter 11 Cases, the Prepetition Financing Documents, the DIP Documents, any of the Debtors' in- or out-of-court restructuring efforts, the Sale or the combined Disclosure Statement and Plan, whether liquidated or unliquidated, fixed or contingent, matured or unmatured, known or unknown, foreseen or unforeseen, then existing or hereafter arising, in law, equity, or otherwise that are or may be based in whole or in part upon any act, omission, transaction, event, or other occurrence taking place or existing on or prior to the Effective Date (other than the rights of Holders of Allowed Claims to enforce the obligations under the Confirmation Order and the Plan); provided, however, that nothing in this section shall be deemed a waiver or release of any right of such Releasing Party to receive a Distribution pursuant to the terms of the Plan or other rights set forth in the Plan or the Confirmation Order; provide further, however, nothing in this section shall operate as a release, waiver or discharge of any causes of action or liabilities unknown to such Entity as of the Petition Date arising out of gross negligence, willful misconduct, fraud, or criminal acts of any such Released Party as determined by a Final Order.

As defined in the Combined Disclosure Statement and Plan:

“Third-Party Released Parties” means, each in their capacity as such, (a) the Debtors and the Estates, (b) Vladimir Kasparov and Scott Canna, in their capacities as Chief Restructuring Officer and Deputy Chief Restructuring Officer, respectively, (c) the Prepetition Agent, (d) the Prepetition Lenders, (e) the DIP Agent, (f) the DIP Lenders, and (g) with respect to each of the foregoing, their Related Parties.

“Releasing Parties” means: (a) all Holders of Claims who are Unimpaired that have not Filed an objection to the releases set forth in Section 14.1(c) of the Plan by the deadline to object to Confirmation of the Plan, (b) the Committee, including its members, (c) the Prepetition Lenders, (d) the Prepetition Agent, (e) the DIP Lenders, (f) the DIP Agent, (g) Holders of General Unsecured Claims that have not made a Release Opt-Out Election, and (h) with respect to each of the foregoing, their Related Parties.

“Release Opt-Out Election” means the timely election of Holders of General Unsecured Claims to “opt out” of being a Releasing Party by (a) submitting a Ballot by the Voting Deadline that selects the option set forth on the Ballot to not grant the releases set forth in Section 14.1(c) of this Plan, or (b) Filing a written objection to the releases set forth in Section 14.1(c) of the Plan by the deadline to object to Confirmation of the Plan.

“Related Parties” means with respect to any Person or Entity, such Person’s or Entity’s respective current and former (i) officers, (ii) managers, (iii) directors, (iv) employees, (v) partners, (vi) affiliates and subsidiaries, (vii) professionals, (viii) advisors and advisory board members, (ix) agents, (x) members and shareholders, (xi) owners, (xii) affiliated investment funds or investment vehicles, (xiii) managed, advised or sub-advised accounts, (xiv) funds or other entities, (xv) investment advisors, sub-advisors or managers, and (xvi) other representatives, including, without limitation, attorneys, accountants, consultants, investment bankers and financial advisors and the predecessors, successors, assigns or heirs of such Person or Entity (in each case, in their respective capacities as such).

If you do not vote on the Plan but wish to opt out of giving the third-party release provided in Section 14.1(c) of the Plan, you must submit this Ballot to the Voting Agent by the Voting Deadline and check the Opt-Out box below.

If you (a) do not submit a Ballot to the Voting Agent by the Voting Deadline, or (b) submit a Ballot, but do not vote to accept or reject the Plan and fail to check the Opt-Out box below, you will be deemed to consent to giving the third-party release provided in Section 14.1(c) of the Plan.

Opting out of the third-party release provided in Section 14.1(c) of the Plan shall not affect the amount of distribution you will receive under the Plan.

OTHER RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS ARE FOUND IN SECTION 14.1 OF THE COMBINED DISCLOSURE STATEMENT AND PLAN. YOU ARE ADVISED AND ENCOURAGED TO CAREFULLY REVIEW AND CONSIDER THE COMBINED DISCLOSURE STATEMENT AND PLAN, INCLUDING THE RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, AS YOUR RIGHTS MIGHT BE AFFECTED.

PLEASE READ THE PRECEDING VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.

PLEASE COMPLETE ITEMS 1, 2, 3 (IF APPLICABLE) AND 4. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINE, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Item 1. Voting Amount. The undersigned certifies that, as of July 26, 2023, the undersigned was a Holder of a Class 4 General Unsecured Claims in the amount set forth below:⁴

Voting Amount: _____

Debtor: _____

Item 2. Vote on Plan. The undersigned Holder of the Claim identified in Item 1 hereby votes to (check one box only):

☐ **Accept** the Combined Disclosure Statement and Plan

☐ **Reject** the Combined Disclosure Statement and Plan

⁴ For voting purposes only, subject to tabulation rules.

You are consenting to the releases set forth in Section 14.1(c) of the Combined Disclosure Statement and Plan and the related injunction to the fullest extent permitted by applicable law if you do not check the box in Item 3 below electing not to grant the releases in Section 14.1(c).

**Item 3. (ONLY APPLICABLE IF VOTED TO REJECT THE COMBINED DISCLOSURE STATEMENT AND PLAN)
Release Opt-Out Election.**

If check this box if you elect **not** to grant the releases contained in Section 14.1(c) of the Combined Disclosure Statement and 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 14.1(c) of the Combined Disclosure Statement and Plan and the related injunction to the fullest extent permitted by applicable law.

☐

The undersigned elects not to grant the releases contained in Section 14.1(c) of the Combined Disclosure Statement and Plan.

Item 4. Acknowledgments. By signing this Ballot, the undersigned acknowledges receipt of the instructions on obtaining the Combined Disclosure Statement and Plan and the other applicable solicitation materials and certifies that the undersigned is the claimant or has the power and authority to vote to accept or reject the Combined Disclosure Statement and Plan on behalf of the claimant. The undersigned understands that an otherwise properly completed, executed, and timely returned Ballot that does not indicate either acceptance or rejection of the Combined Disclosure Statement and Plan or indicates both acceptance and rejection of the Combined Disclosure Statement and Plan will not be counted for voting purposes.

Name of Creditor

Telephone Number

Signature

Email Address

If by Authorized Agent, Name and Title

Name of Institution

Date Completed

Street Address

City, State, Zip Code

EXHIBIT 2

Confirmation Notice

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

PLASTIQ INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10671 (BLS)

(Jointly Administered)

NOTICE OF:

- (I) **DEADLINE FOR FILING REQUESTS FOR ALLOWANCE OF ADMINISTRATIVE CLAIMS ARISING AFTER THE PETITION DATE THROUGH AND INCLUDING JULY 31, 2023;**
- (II) **APPROVAL OF COMBINED DISCLOSURE STATEMENT AND PLAN ON AN INTERIM BASIS FOR SOLICITATION PURPOSES ONLY; AND**
- (III) **THE HEARING TO CONSIDER (A) FINAL APPROVAL OF THE COMBINED DISCLOSURE STATEMENT AND PLAN AS CONTAINING ADEQUATE INFORMATION AND (B) CONFIRMATION OF THE COMBINED DISCLOSURE STATEMENT AND PLAN**

PLEASE TAKE NOTICE OF THE FOLLOWING:

On May 24, 2023 (the “**Petition Date**”), the above-captioned debtors and debtors-in-possession (the “**Debtors**”) filed voluntary petitions for relief under title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

I. DEADLINES FOR FILING CERTAIN PROOFS OF ADMINISTRATIVE CLAIM AGAINST THE DEBTORS

1. On [DATE], the Court entered an order (the “**Solicitation Procedures Order**”),² which, among other things, established a certain date by which parties holding claims under Bankruptcy Code sections 503(b) and 507(a)(2) (each, an “**Administrative Claim**”) for the actual and necessary costs and expenses, incurred after the Petition Date through July 31, 2023, for preserving the Debtors’ estates and operating the Debtors’ businesses (such as amounts outstanding, if any, for goods and services provided to the Debtors during such time period by the Debtors’ employees and vendors) must file a request for allowance of such Administrative Claims (each, an “**Administrative Claim Form**”).

2. As used in this Notice, (i) the term “person or entity” shall include, without limitation, individuals, partnerships, corporations, joint ventures, and trusts and (ii) the term “claim” means, as to or against the Debtors and in accordance with Bankruptcy Code section 101(5): (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured or (b) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

3. **Initial Administrative Claim Bar Date.** All claimants holding Administrative Claims (excluding Professional Fee Claims) against the Debtors’ estates arising after the Petition Date through and including July 31, 2023 (an “**Initial Administrative Claim**”) must file an Administrative Claim Form in respect of such claim so that it is received on or before **August 30/September 1, 2023 at 5:00 p.m. (prevailing Eastern Time)** (the “**Initial Administrative Claim Bar Date**”).

4. **WHO MUST FILE.** You **MUST** file an Administrative Claim Form to share in distributions from the Debtors’ bankruptcy estates if you have an Initial Administrative Claim and it is not one of the types of claims described in Section 7 below. **DO NOT FILE AN ADMINISTRATIVE CLAIM FORM UNLESS YOU HAVE AN INITIAL ADMINISTRATIVE CLAIM AGAINST ONE OR MORE DEBTORS.**

5. **A CLAIMANT SHOULD CONSULT HIS OR HER ATTORNEY IF THE CLAIMANT HAS ANY QUESTIONS, INCLUDING WHETHER SUCH CLAIMANT SHOULD FILE AN ADMINISTRATIVE CLAIM FORM.**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PlastiQ Inc. (6125), PLV Inc. d/b/a/ PLV TX Branch Inc. (5084), and Nearside Business Corp. (N/A). The corporate headquarters and the mailing address for the Debtors is 1475 Folsom Street, Suite 400, San Francisco, California 94103

² Capitalized terms used herein shall have the meanings ascribed to them in the Solicitation Procedures Order or the Combined Disclosure Statement and Plan.

NONE OF THE DEBTORS' ATTORNEYS, KCC, THE CLERK OF THE COURT, OR THE U.S. TRUSTEE CAN ADVISE A CLAIMANT WHETHER A CLAIMANT SHOULD FILE A CLAIM.

6. **WHO NEED NOT FILE.** Certain parties are not required to file Administrative Claim Forms. The Court may, however, enter one or more separate orders at a later time requiring creditors to file Administrative Claim Forms for some kinds of the following claims and setting related deadlines. If the Court does enter such an order, you will receive notice of such order. The following need **not** file Proofs of Claims or Administrative Claim Forms:

- a. any entity holding an Administrative Claim arising after July 31, 2023;³
- b. any person or entity that already has filed a request for allowance of an Initial Administrative Claim with the Clerk of the Court or KCC;
- c. any entity whose Claim has previously been allowed by order of the Court;
- d. any entity whose Claim has been paid in full by the Debtors pursuant to the Bankruptcy Code or in accordance with an order of the Court;
- e. any entity whose Claim is solely against any of the Debtors' non-Debtor affiliates;
- f. any entity holding a Claim for which a separate deadline to file a Proof of Claim has been fixed previously by the Court;
- g. any Holder of a Claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930 or accrued interest thereon arising under 31 U.S.C. § 3717;
- h. any entity holding a Professional Fee Claim;
- i. any member of the Committee for reimbursement of expenses incurred in connection with the member's service on the Committee; and
- j. any Debtor having a Claim against another Debtor.

7. **WHAT TO FILE.**

- a. **Forms.** Administrative Claim Forms may be obtained free of charge at KCC's website (www.kccllc.net/plastiq) or upon request to KCC by (i) telephone at (877) 634-7180 (domestic, toll-free) or +1 (424) 236-7225 (international, toll) or (ii) email at www.kccllc.net/plastiq/inquiry.
- b. **Contents.** Each request for allowance of an Administrative Claim must: (i) be written in English; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Administrative Claim Form provided by the Debtors; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant.
- c. **Identification of Applicable Debtor.** Each Administrative Claim Form must state a claim against **only one** Debtor and clearly indicate the Debtor against which the claim is asserted. To the extent more than one Debtor is listed on the Administrative Claim Form, as applicable, such claim may be treated as if filed only against the first-listed Debtor. An Administrative Claim Form filed under the joint administration case number (No. 23-10671), or otherwise without identifying a specific Debtor, will be deemed as filed only against Plastiq Inc.

8. **WHEN AND WHERE TO FILE.** Administrative Claim Forms must be filed either (1) electronically via the interface provided on KCC's website at www.kccllc.net/plastiq (the "**Electronic Filing System**") or (2) by delivering the original Administrative Claim Form by hand, or sending the original Administrative Claim Form by overnight courier, hand delivery or first class mail, on or before the Initial Administrative Bar Date, to:

If by first class mail hand delivery or overnight mail, to:

Plastiq Inc. Claims Processing Center
c/o KCC
222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245

An Administrative Claim Form will be deemed timely filed only if it is **actually received** by KCC on or before the Initial Administrative Claim Bar Date (1) at the address listed above or (2) electronically through the Electronic Filing System. Administrative Claim Forms sent by facsimile, telecopy, or electronic mail transmission (other than those filed electronically through the Electronic Filing System) **will not** be accepted.

³ Subject to Court approval, the deadline for filing a request for allowance of an administrative claim arising after July 31, 2023, will be set forth in the Effective Date Notice.

9. **CONSEQUENCES OF FAILURE TO TIMELY FILE A CLAIM.** ANY HOLDER OF AN INITIAL ADMINISTRATIVE CLAIM, OTHER THAN THOSE HOLDERS SET FORTH IN SECTION 6 ABOVE, THAT FAILS TO TIMELY FILE AN ADMINISTRATIVE CLAIM FORM IN THE APPROPRIATE FORM BY THE INITIAL ADMINISTRATIVE CLAIM BAR DATE SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR THE PURPOSES OF VOTING ON ANY PLAN FILED IN THE DEBTORS' CASES, PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CASES ON ACCOUNT OF SUCH CLAIM, OR RECEIVING FURTHER NOTICES REGARDING SUCH CLAIM.

10. **Rule 3018(a) Motions.** If you wish to challenge the classification, or temporary allowance of your Claim for voting purposes under the Tabulation Rules, you must file a motion pursuant to Fed. R. Bankr. P. 3018(a) ("Rule 3018(a) Motions") with the Bankruptcy Court, and serve such motion on Debtors' counsel so that it is received no later than 4:00 p.m. (prevailing Eastern Time) on the date that is fourteen (14) days after service of such claim objection.

11. **Reservation of Rights.** The Debtors reserve all rights and defenses with respect to any Administrative Claim Form, including, among other things, the right to object to any Administrative Claim Form on any grounds.

12. **Additional Information.** If you require additional information regarding the filing of an Administrative Claim Form, you may contact KCC by (i) telephone at (877) 634-7180 (domestic, toll-free) or +1 (424) 236-7225 (international, toll) or (ii) email at www.kccllc.net/plastiq/inquiry.

II. **APPROVAL OF COMBINED DISCLOSURE STATEMENT AND PLAN ON AN INTERIM BASIS**

13. Pursuant to the Solicitation Procedures the Court approved the *Combined Disclosure Statement and Chapter 11 Plan of Plastiq Inc. and Its Affiliated Debtors* (as may be amended, modified, or supplemented from time to time, the "**Combined Disclosure Statement and Plan**") on an interim basis for solicitation purposes only.

Copies of the Combined Disclosure Statement and Plan, the Solicitation Procedures, and all other documents filed in the Chapter 11 Cases may be obtained and reviewed without charge at www.kccllc.net/plastiq, or upon request to KCC by (i) telephone at (877) 634-7180 (domestic, toll-free) or +1 (424) 236-7225 (international, toll) or (ii) email at www.kccllc.net/plastiq/inquiry.

III. **THE HEARING TO CONSIDER (A) FINAL APPROVAL OF THE COMBINED DISCLOSURE STATEMENT AND PLAN AS CONTAINING ADEQUATE INFORMATION AND (B) CONFIRMATION OF THE COMBINED DISCLOSURE STATEMENT AND PLAN**

14. **Confirmation Hearing.** A combined hearing (the "**Confirmation Hearing**") to consider (a) final approval of the Combined Disclosure Statement and Plan as containing adequate information within the meaning of Bankruptcy Code section 1125 and (b) confirmation of the Combined Disclosure Statement and Plan will be held before the Brendan L. Shannon, United States Bankruptcy Judge, at the United States Bankruptcy Court for the District of Delaware, 6th Floor, Courtroom #1, 824 North Market Street, Wilmington, Delaware 19801, on **September 14, 2023 at 10:00 a.m. (prevailing Eastern Time)**. The Confirmation Hearing may be continued from time to time without further notice other than the announcement by the Debtors in open court of the adjourned date at the Confirmation Hearing or any continued hearing or as indicated in any notice filed with the Court on the docket in the Chapter 11 Cases.

15. **Voting Deadline.** Only holders of Prepetition Loan Claims in Class 3 and General Unsecured Claims in Class 4 are entitled to vote to accept or reject the Combined Disclosure Statement and Plan. The deadline for the submission of such votes is ~~August 30~~[September 1, 2023](#) at 4:00 p.m. (prevailing Eastern Time).

16. **Parties Not Entitled to Vote.** Holders of Unimpaired Claims in Class 1 (Priority Non-Tax Claims) and Class 2 (Other Secured Claims) will be paid in full and are deemed to accept the Combined Disclosure Statement and Plan. Holders of Claims or interests in Class 5 (Subordinated Claims), Class 6 (Intercompany Claims), and Class 7 (Interests) are deemed to reject the plan and are not entitled to vote. In accordance with Bankruptcy Code section 1123(a)(1), Administrative Claims and Priority Tax Claims, as described in the Combined Disclosure Statement and Plan, have not been classified and, therefore, Holders of such Claims are not entitled to vote to accept or reject the Combined Disclosure Statement and Plan. The respective treatment of such unclassified Claims is set forth in Article VII of the Combined Disclosure Statement Plan.

17. **Objections to Confirmation.** Objections to confirmation of the Combined Disclosure Statement and Plan, including any objection to the adequacy of the disclosures, if any, must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the Claim or Interest of such party; (c) state with particularity the basis and nature of such objection; and (d) be filed with the Court and served on the Notice Parties⁴ so as to be received no later than **4:00 p.m. (prevailing Eastern Time) on ~~August 30~~[September 1, 2023](#)**. Unless an objection is timely served and filed as prescribed herein, it may not be considered by the Court.

⁴ The Notice Parties are: (i) counsel to the Debtors, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801, (Attn: Michael R. Nestor, Esq. (mnestor@ycst.com), Matthew B. Lunn, Esq. (mlunn@ycst.com), Joseph M. Mulvihill, Esq. (jmulvihill@ycst.com), and Jared W. Kochenash, Esq. (jkochenash@ycst.com)); (ii) the U.S. Trustee, 844 King Street, Suite 2207, Wilmington, DE, 19801, (Attn: Richard Schepacarter (Richard.Schepacarter@usdoj.gov)); (iii) counsel to the DIP Lender, Schulte Roth & Zabel LLP, 919

PLEASE BE ADVISED THAT ARTICLE XIV OF THE COMBINED DISCLOSURE STATEMENT AND PLAN CONTAINS CERTAIN RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS, INCLUDING:

As of the Effective Date, for good and valuable consideration, the adequacy of which is hereby confirmed, the Releasing Parties shall be deemed to forever release, waive and discharge the Third-Party Released Parties of all claims, obligations, suits, judgments, damages, demands, debts, rights, remedies, causes of action and liabilities of any nature whatsoever in connection with or related to any of the Debtors, their respective Assets, the Estates, the Chapter 11 Cases, the Prepetition Financing Documents, the DIP Documents, any of the Debtors' in- or out-of-court restructuring efforts, the Sale or the combined Disclosure Statement and Plan, whether liquidated or unliquidated, fixed or contingent, matured or unmatured, known or unknown, foreseen or unforeseen, then existing or hereafter arising, in law, equity, or otherwise that are or may be based in whole or in part upon any act, omission, transaction, event, or other occurrence taking place or existing on or prior to the Effective Date (other than the rights of Holders of Allowed Claims to enforce the obligations under the Confirmation Order and the Plan); provided, however, that nothing in this section shall be deemed a waiver or release of any right of such Releasing Party to receive a Distribution pursuant to the terms of the Plan or other rights set forth in the Plan or the Confirmation Order; provide further, however, nothing in this section shall operate as a release, waiver or discharge of any causes of action or liabilities unknown to such Entity as of the Petition Date arising out of gross negligence, willful misconduct, fraud, or criminal acts of any such Released Party as determined by a Final Order.

As defined in the Combined Disclosure Statement and Plan:

"Third-Party Released Parties" means, each in their capacity as such, (a) the Debtors and the Estates, (b) Vladimir Kasparov and Scott Canna, in their capacities as Chief Restructuring Officer and Deputy Chief Restructuring Officer, respectively, (c) the Prepetition Agent, (d) the Prepetition Lenders, (e) the DIP Agent, (f) the DIP Lenders, and (g) with respect to each of the foregoing, their Related Parties.

"Releasing Parties" means: (a) all Holders of Claims who are Unimpaired that have not Filed an objection to the releases set forth in Section 14.1(c) of this Plan by the deadline to object to Confirmation of the Plan, (b) the Committee, including its members, (c) the Prepetition Lenders, (d) the Prepetition Agent, (e) the DIP Lenders, (f) the DIP Agent, (g) Holders of General Unsecured Claims that have not made a Release Opt-Out Election, and (h) with respect to each of the foregoing, their Related Parties.

"Release Opt-Out Election" means the timely election of Holders of General Unsecured Claims to "opt out" of being a Releasing Party by (a) submitting a Ballot by the Voting Deadline that selects the option set forth on the Ballot to not grant the releases set forth in Section 14.1(c) of this Plan, or (b) Filing a written objection to the releases set forth in Section 14.1(c) of the Plan by the deadline to object to Confirmation of the Plan.

"Related Parties" means with respect to any Person or Entity, such Person's or Entity's respective current and former (i) officers, (ii) managers, (iii) directors, (iv) employees, (v) partners, (vi) affiliates and subsidiaries, (vii) professionals, (viii) advisors and advisory board members, (ix) agents, (x) members and shareholders, (xi) owners, (xii) affiliated investment funds or investment vehicles, (xiii) managed, advised or sub-advised accounts, (xiv) funds or other entities, (xv) investment advisors, sub-advisors or managers, and (xvi) other representatives, including, without limitation, attorneys, accountants, consultants, investment bankers and financial advisors and the predecessors, successors, assigns or heirs of such Person or Entity (in each case, in their respective capacities as such).

OTHER RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS ARE FOUND IN ARTICLE 14 OF THE COMBINED DISCLOSURE STATEMENT AND PLAN. YOU ARE ADVISED AND ENCOURAGED TO CAREFULLY REVIEW AND CONSIDER THE COMBINED DISCLOSURE STATEMENT AND PLAN, INCLUDING THE RELEASE, INJUNCTION, AND EXCULPATION PROVISIONS, AS YOUR RIGHTS MIGHT BE AFFECTED.

Dated: [], 2023
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Draft

Michael R. Nestor (No. 3526)
Matthew B. Lunn (No. 4119)
Joseph M. Mulvihill (No. 6061)
Jared W. Kochenash (No. 6557)
1000 North King Street
Rodney Square
Wilmington, Delaware 19801
Tel.: (302) 571-6600
Facsimile: (302) 571-1253
Email: mnestor@ycst.com
mlunn@ycst.com
jmulvihill@ycst.com
jkochenash@ycst.com

Counsel for Debtors and Debtors in Possession

Third Avenue, New York, NY 10022 (Attn: Adam Harris, Esq. (adam.harris@srz.com) and Reuben E. Dizengoff, Esq. (reuben.dizengoff@srz.com) and Landis Rath & Cobb LLP, 919 Market Street, Suite 1800, Wilmington, DE 19801 (Attn: Matthew B. McGuire, Esq. (mcguire@lrclaw.com)); and (iv) proposed counsel to the Committee, DLA Piper LLP (US), 1201 North Market Street, Suite 2100, Wilmington, Delaware 19801 (Attn: Dennis O'Donnell, Esq. (Dennis.O'Donnell@us.dlapiper.com), Aaron Applebaum, Esq. (Aaron.Applebaum@us.dlapiper.com), and Nicole McLemore (Nicole.McLemore@us.dlapiper.com)).

**If you have any questions regarding this notice, please call (877) 634-7180 (U.S./Canada) or
+1 (424) 236-7225 (International), or visit www.kccllc.net/plastiq.**

EXHIBIT 3**Key Dates**

<u>Event</u>	<u>Date</u>
Voting Record Date	July 26, 2023
Service Date	Four Days after the entry of this Order, or as soon as reasonably practicable thereafter
Deadline for Debtor to Object to Claims for Voting Purposes	August 10, 2023
Deadline to File and Serve Plan Supplement	August 2022, 2023
Deadline to File Rule 3018 Motions	August 24, 2023
Voting Deadline; and - -	August 30<u>September 1, 2023</u>, at 4:00 p.m.
Deadline to Object to the Plan	August 30<u>September 1, 2023</u>, at 4:00 p.m.
<u>Initial Administrative Claims Bar Date</u>	<u>September 1, 2023 at 4:00 p.m.</u>
Deadline to Respond to Rule 3018 Motions	September 7, 2023
Deadline for Debtor to file: (1) Voting Certification (including list of creditors who opted-out of third-party releases); and (2) proposed Confirmation Order	September 11, 2023, at 4:00 p.m. (ET)
Deadline to file a reply to any objections or Brief in Support of the Combined Disclosure Statement and Plan	September 12, 2023, at 12:00 p.m. (ET)
Confirmation Hearing	September 14, 2023, at 10:00 a.m. (ET)