

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

RELIZ TECHNOLOGY GROUP HOLDINGS
INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 26-10371 (TMH)

(Joint Administration Requested)

**MOTION OF DEBTORS FOR ENTRY OF INTERIM AND FINAL ORDERS
(I) AUTHORIZING DEBTORS TO (A) PAY PREPETITION WAGES AND (B) PAY
EXPENSES ARISING UNDER EMPLOYEE BENEFITS PROGRAMS AND PAY
RELATED ADMINISTRATIVE OBLIGATIONS, (II) AUTHORIZING BANKS TO
HONOR AND PROCESS CHECKS AND TRANSFERS RELATED TO
SUCH OBLIGATIONS, AND (III) GRANTING RELATED RELIEF**

Reliz Technology Group Holdings Inc. and its affiliated debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) hereby move (the “Motion”) for entry of interim and final orders, substantially in the forms attached hereto as **Exhibit A** and **Exhibit B** (the “Interim Order” and the “Final Order,” respectively), granting the relief described below. In support thereof, the Debtors rely upon the *Declaration of Mark Renzi in Support of Chapter 11 Petition and First Day Motions* [Docket No. 3] (the “First Day Declaration”).² In further support of the Motion, the Debtors respectfully represent as follows:

JURISDICTION AND VENUE

1. The Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the

¹ The Debtors in these chapter 11 cases, along with the last four digits of their respective federal tax identification numbers, are: Reliz Technology Group Holdings Inc. (6265); Reliz Technologies LLC (1968); Reliz LTD (N/A); and Reliz CI LTD (N/A). The Debtors’ service address is 401 West Ontario St., Suite 400, Chicago, IL 60654.

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



District of Delaware, dated February 29, 2012. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and the Motion in this District is proper under 28 U.S.C. §§ 1408 and 1409.

2. The legal predicates for the relief requested herein are sections 105(a), 362(d), 363(b), 507(a), 541(b)(1), 1107(a), and 1108 of title 11 of the United States Code (the “Bankruptcy Code”) and Rules 6003 and 6004(h) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

3. The Debtors confirm their consent, pursuant to Rule 9013-1(m) of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), to the entry of a final order by the Court in connection with the Motion in the event that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

RELIEF REQUESTED

4. By the Motion, the Debtors respectfully request entry of the Interim Order and the Final Order (i) authorizing, but not directing, the Debtors, in accordance with their stated policies and in their discretion, to pay, honor, or otherwise satisfy certain of prepetition employee obligations (the “Prepetition Employee Obligations”), and continue to pay the Employee Obligations (defined below) and certain of their Employee Benefits in the ordinary course of business; (ii) continue the Workers’ Compensation Program and honor obligations related thereto, regardless of when accrued; (iii) authorizing Banks to honor and process related checks and electronic transfers; and (iv) granting related relief. The Debtors estimate that, as of the Petition Date, approximately \$111,000 is due and owing on account of the Prepetition Employee Obligations.

5. The Debtors also request authority to continue paying employee obligations that will come due and owing during the pendency of the Chapter 11 Cases (the “Postpetition Employee Obligations” and together with the Prepetition Employee Obligations, the “Employee Obligations”), in the ordinary course of business on a postpetition basis and consistent with past practices.

BACKGROUND

I. The Chapter 11 Cases

6. On March 15, 2026 (the “Petition Date”), each Debtor commenced a case by filing a voluntary petition for relief under chapter 11 of the Bankruptcy Code (collectively, the “Chapter 11 Cases”) in the United States Bankruptcy Court for the District of Delaware (the “Court”).

7. The Debtors continue to operate their businesses and manage their properties as debtors and debtors in possession pursuant to Bankruptcy Code sections 1107(a) and 1108.

8. To date, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) has not appointed an official committee in the Chapter 11 Cases, nor has any trustee or examiner been appointed.

9. Additional information regarding the Debtors and the Chapter 11 Cases, including the reasons for and objectives of the Chapter 11 Cases, is set forth in the First Day Declaration.

II. The Debtors’ Workforce, Ordinary Course Compensation, and Payroll

10. As of the Petition Date, the Debtors employ 14 full-time employees (the “Full Time Employees”), all of which are salaried. The Full-Time Employees work either remotely or at the Debtors’ location in Chicago, Illinois. From time to time, the Debtors retain independent contractors to assist with the operation of their business (the “Independent Contractors” and, together with the Full Time Employees, the “Employees”).

11. Currently, the Debtors have one Independent Contractor who provides the Debtors with an outsourced finance function and effectively performs the role of controller. The Independent Contractor also assists in preparation of the Debtors' books and records.

12. As set forth in greater detail in the First Day Declaration, certain individuals serve as directors on the Debtors' boards (the "Board"). The directors do not receive compensation. However, the Debtors have retained and compensate an independent director (the "Independent Director") appointed to a special committee of the Board. As of the Petition Date, no amounts are owed on account of the compensation owed to the Independent Director.

13. The Employees perform a wide variety of functions, which are mission-critical to the preservation of value and the administration of the Debtors' estates. In many instances, the Employees include personnel who are intimately familiar with the Debtors' businesses, processes, and systems, who have developed relationships with the customers, suppliers, and other key counterparties that are essential to the Debtors' businesses and who cannot be easily replaced. Without the continued, uninterrupted services of the Employees, the Debtors' going concern value will be materially impaired.

14. This is especially true following the workforce adjustments made by the Debtors prior to the Petition Date. On March 6, 2026, to preserve resources the Debtors were forced to reduce their workforce and terminate certain employees (the "RIF Employees"). The RIF Employees no longer receive wages, and their Employee Benefits (each as defined below) will cease on March 31, 2026. The RIF Employees were provided with the option to obtain healthcare insurance coverage through COBRA.³

³ COBRA refers to Continuation Health Coverage under section 4980B of the Internal Revenue Code.

15. The Debtors' remaining active Employees include those deemed essential to maintain the Debtors' reduced operations. In many cases, the Debtors' remaining Employees have been asked to take on additional responsibilities following the RIF. The Employees rely on their compensation and benefits to pay their daily living expenses. Not only will these workers be irreparably harmed if the Debtors are not permitted to continue paying compensation, including prepetition employee obligations, and providing health and other benefits during the Chapter 11 Cases, any interruption in payment likely will jeopardize their continued performance and loyalty to the Debtors. Consequently, the Debtors respectfully submit that the relief requested herein is necessary and appropriate under the facts and circumstances of the Chapter 11 Cases.

16. As is evident from the foregoing discussion, the Debtors' workforce is in a state of significant flux. In certain cases where it is necessary in this Motion to estimate the value or amount of Employee Obligations, the Debtors have made their best estimates based upon historical trends and other historical information and applied adjustments they deem appropriate to reflect current or projected future staffing levels or other factors affecting their estimates.

A. Wages

17. The Debtors incur obligations to their Employees for, among other things, wages, salaries, and other obligations described herein (collectively, "Wages"). The Debtors' payroll service providers are iSolved Payroll Processing and HRX. Payroll is run on a bi-monthly basis. Payroll is made on the 15th and last day of each month, and the Debtors' Full-Time Employees receive their Wages, less any applicable withholdings and deductions, within the same day via direct deposit. Payroll is initiated two to four days before each pay day. The payroll for the period ending March 15, 2026, was pre-paid before the Petition Date. The Debtors' next scheduled

payroll date is for the payroll period ending March 31, 2026 with funding on March 18, 2026, subject to approval of the Motion on an interim basis.

18. Continuing to pay the Independent Contractor is critical to minimizing any disruptions to the Debtors' business operations. As of the Petition Date, no amounts are outstanding on account of Independent Contractor obligations. Out of an abundance of caution, the Debtors seek authority to pay any accrued unpaid Independent Contractor obligations and further seek to continue to pay Independent Contractor obligations on a postpetition basis in the ordinary course of business and consistent with past practices.

B. Payroll Costs

19. iSolved Payroll Processing and HRX support the Debtors' payroll processing, payroll tax calculations and filings, and other payroll-related services (collectively, the "Payroll Costs"). The Debtors estimate that, as of the Petition Date, no amounts are owed on account of the Payroll Costs. The Debtors plan to continue their use of iSolved Payroll Processing and HRX for payroll administration during the pendency of the Chapter 11 Cases, and thus, out of an abundance of caution, the Debtors seek authority to continue honoring their obligations to iSolved Payroll Processing and HRX to ensure continued access their services.

III. Employee Expenses

20. Prior to the Petition Date, the Debtors directly or indirectly reimbursed their Full-Time Employees and members of the Board for certain expenses (the "Employee Expenses") incurred in the scope of their employment on behalf of the Debtors. The Employee Expenses are incurred in the ordinary course of the Debtors' business operations and include, without limitation, expenses for meals, travel, automobile mileage, and other business-related expenses. All such expenses are incurred with the applicable Full-Time Employee's and members of the Board's

understanding that he or she will not be held personally responsible for these costs and that the amounts will be reimbursed or paid by the Debtors in accordance with the Debtors' reimbursement policies. In all cases, reimbursement is contingent on the Debtors' determination that the charges are for legitimate, reimbursable business expenses.

21. Many Full-Time Employees and board members initially incur the Employee Expenses using personal credit cards or funds and subsequently seek reimbursement from the Debtors. The Debtors have policies whereby the Full-Time Employees and board members seek reimbursement, or submit expense reports for, the Debtors' payment of Employee Expenses. These expenses are ordinary course expenses that the Full-Time Employees and board members incur in performing their job functions.

22. Absent authority to pay the Employee Expenses, including amounts incurred prepetition, the Full-Time Employees and board members could be obligated to pay such amounts out of their personal funds. The Debtors therefore seek authority to pay all outstanding Employee Expenses in an amount not to exceed \$25,000, and to continue the foregoing policy during the pendency of the Chapter 11 Cases.

IV. Employee Withholdings

23. The Debtors routinely deduct certain amounts from Full-Time Employees' compensation (the "Employee Withholdings") that represent earnings that judicial or government authorities or the Employees have designated for deduction, including, for example, various federal, state, and local income taxes, Federal Insurance Contribution Act ("FICA") and other taxes, support payments and tax levies, savings programs contributions, benefit plans insurance payments, and other similar payments, and forward those amounts to various third-party recipients. In addition, the Debtors are responsible for remitting, for their own account, various taxes and fees

associated with payroll pursuant to the FICA and federal and state laws regarding unemployment and disability taxes.

24. The Debtors seek authority to deduct Employee Withholdings in the ordinary course of business and remit Employee Withholdings to the appropriate third parties, including, without limitation, amounts determined to be related to the period prior to the Petition Date.

V. Employee Benefits

25. In the ordinary course of business, the Debtors provide certain of their Full-Time Employees, directly or indirectly, with a number of benefits (the “Employee Benefits”), including but not limited to: (a) a range of medical, dental, vision, long and short-term disability, life and accidental death insurance coverage, and COBRA benefits (collectively, the “Health Care Benefits”); (b) vacation, holiday, sick, and other leave benefits (collectively the “Vacation and Leave Policies”); (c) workers’ compensation benefits (the “Workers’ Compensation Program”); and (d) a 401(k) retirement savings plan (the “Retirement Plan” and, together with the Health Care Benefits, Workers’ Compensation Program, and the Vacation and Leave Policies, the “Employee Benefits Programs”). Full-Time Employee contributions for the Employee Benefits Programs, where applicable, are processed through payroll deductions from the participating Full-Time Employees. The Debtors use the Horton Group as their broker for the Employee Benefits.

26. By this Motion, the Debtors seek authority, but not direction, to: (a) continue to provide certain of the Employee Benefits Programs for their Full-Time Employees in the ordinary course of business, as set forth below; (b) continue to honor obligations under certain of the Employee Benefits Programs, including any premiums and administrative fees; and (c) pay amounts owed under certain of the Employee Benefit Programs to the extent that they remain unpaid as of the Petition Date. Each of the Employee Benefit Programs are discussed below.

A. Paid Time Off Programs

27. The Debtors maintain several paid leave benefit programs for their employees (collectively, “PTO”). The Debtors offer vacation time which varies between Employees based on each Employee’s offer letter but on average Employees receive 16 days off per year. Employees also receive five days of paid sick time per year. In addition, the Debtors provide PTO for: (i) all U.S. Bank Holidays and (ii) bereavement, which includes on average 16 days for an immediate family member and one day for an extended family member. The Debtors’ also provide unpaid leave: (i) under the Family and Medical Leave Act for: (a) birth, adoption, or foster care, (b) family care, (c) medical emergencies, (d) military exigencies, and (e) military caregiving needs; and (ii) for personal reasons, many of which are required by law, including missed work time in the ordinary course of business for bereavement leave, jury or court attendance, time spent voting, military leave, or salary continuation medical leave and unpaid leaves of absence for medical leaves, domestic abuse leaves, and personal leaves.

28. As of the Petition Date, the Debtors estimate that there is approximately \$80,000 in accrued but unpaid PTO. The Debtors request that the Court authorize the Debtors to continue to honor their obligations on account of PTO, including to cash out accrued benefits at termination, as and when they come due in the ordinary course of business consistent with past practice and to the extent required by applicable law or consistent with internal policy.

B. Health Care Benefits

29. In the ordinary course of business, the Debtors offer their Full-Time Employees the opportunity to participate in a number of health benefits programs, including medical, prescription, dental, and vision plans, life and accident insurance, disability insurance, among others. Specifically, the Debtors’ Health Care Benefits include:

- (a) Medical Plan: The Debtors offer medical insurance (the “Medical Plan”) through Blue Cross Blue Shield of Illinois (“Blue Cross”), as well as the option to participate in a Health Savings Account;
- (b) Vison and Dental Plan: The Debtors provide vision coverage and dental coverage to Full-Time Employees through Principal, and the Debtors cover 50% of the premiums of such plans;
- (c) Life and AD&D Insurance. The Debtors offer Full Time Employees basic life insurance and matching basic accidental death and dismemberment insurance (the “Life Insurance Plan”) through Principal at no cost to the Full-Time Employees. Full-Time Employees have the option to purchase additional coverage under the Life Insurance Plan.

C. Workers’ Compensation Program

30. The Debtors provide the Workers’ Compensation Program to Full-Time Employees. In particular, under the laws of the various jurisdictions in which they operate, the Debtors are required to maintain policies and programs to provide Full-Time Employees with workers’ compensation benefits. In accordance with this obligation, the Debtors maintain workers’ compensation insurance policies in all jurisdictions where they operate. The workers’ compensation benefits provided by the Debtors are covered primarily under the Debtors’ workers’ compensation insurance program administered by the Horton Group as their broker (the “Broker”), and Hanover Insurance Group as the administrator of claims (the “Administrator”). Payment is made annually to the Administrator on account of workers’ compensation premium payments. In 2025, premiums to the Administrator for workers’ compensation and employers’ liability coverage, including administrative fees, totaled approximately \$6,000. The Debtors estimate that, as of the Petition Date, there is approximately \$6,000 due and owing for costs under the Workers’ Compensation Program.

31. Failure to maintain workers’ compensation insurance could result in administrative or legal proceedings against the Debtors and their officers and directors and could cause employee

departures, which would disrupt the business. Accordingly, the Debtors respectfully request authority to (a) lift the automatic stay to permit Employees to proceed with their workers' compensation claims in the appropriate judicial or administrative forum and (b) pay all workers' compensation obligations, including any outstanding insurance premiums and any other amounts related to prepetition workers' compensation claims, as they become due in the ordinary course of the Debtors' business.

D. Retirement Plan

32. The Debtors sponsor the Retirement Plan for eligible Full-Time Employees. The Debtors currently offer a single plan to eligible Employees. The Debtors currently do not contribute any additional monies to the employee's Retirement Plan accounts. As plan sponsor of the Retirement Plan, the Debtors have a fiduciary duty arising under Title IV of the Employee Retirement Income Security Act of 1974, as amended, to administer the Retirement Plans in accordance with their terms. Moreover, the failure of the plan sponsor to administer the plan in accordance with its terms would be a violation of the qualification standards of Section 401(a) of the Internal Revenue Code. Disqualification of the plan, which cover a large number of Employees of the Debtors, would generally cause the trust under the plan to lose its tax exempt status under Section 501(a) of the Internal Revenue Code causing participants to be currently taxed on their balances under the plan, and would adversely affect the Debtors' ability to take a current tax deduction under Section 404(a)(5) of the Internal Revenue Code. As of the Petition Date, the Debtors do not believe that any amounts are due and owing to the administrator of the Retirement Plan. The Employees make certain safe harbor contributions (the "Safe Harbor Contributions") to the Retirement Plan. The Debtors currently hold an amount in Safe Harbor Contributions for the benefit of Employees not exceeding \$20,000. Although the Safe Harbor Contributions are not

property of the Debtors' estates, for the avoidance of doubt, the Debtors seek authority to release the Safe Harbor Contributions.

33. The Debtors believe that maintaining the Retirement Plan is important to maintaining Employee morale. Accordingly, the Debtors request authority, but not the direction, to pay outstanding amounts due and to continue to administer the Retirement Plan in the ordinary course of business.

BASIS FOR RELIEF REQUESTED AND APPLICABLE AUTHORITY

I. The Court Should Authorize the Continuation of the Employee Benefits Programs and Payment of the Employee Obligations and Payroll Costs.

A. Payment of Certain Prepetition Employee Obligations Is Required by Law.

34. Bankruptcy Code sections 541(b)(7) and 541(d) provide grounds for granting the relief requested with respect to withholdings and deductions. These amounts include amounts earmarked by law, including for taxes and support payments, and Employee contributions to Employee Benefits Programs. These amounts are held in trust and not part of the Debtors' estates and are required to be paid. *See* 11 U.S.C. § 541(b), (d); 26 U.S.C. § 7501(a); *see also City of Farrell v. Sharon Steel Corp.*, 41 F.3d 92, 95–97 (3d Cir. 1994) (finding that state law requiring a corporate debtor to withhold city income tax from its employees' wages created a trust relationship between debtor and the city for payment of withheld income taxes). Failure to pay could subject the Debtors' directors and officers to personal liability. *See In re DuCharmes & Co.*, 852 F.2d 194, 196 (6th Cir. 1988) (noting that individual officers of a company may be held personally liable for failure to pay trust fund taxes).

35. Because many of the withholdings and deductions are not property of the Debtors' estates, their application or payment for their intended purposes will not adversely affect the Debtors' estates or their creditors. To prevent potentially irreparable harm to Employee morale

and, in certain cases, to comply with the clear and unambiguous requirements of Bankruptcy Code section 541(b)(7), the Debtors desire to apply and remit the withholdings and deductions for the purposes for which the withholdings and deductions were taken.

B. Payment of Employee Obligations Is Appropriate Under Bankruptcy Code Sections 507(a)(4) and 507(a)(5).

36. To the extent that Prepetition Employee Obligations exist, Bankruptcy Code sections 507(a)(4) and 507(a)(5) entitle certain of them to priority treatment and the Debtors are required to pay such claims in full to confirm a chapter 11 plan. *See* 11 U.S.C. § 1129(a)(9)(B) (requiring payment of certain allowed unsecured claims for (a) wages, salaries, or commissions, including sick leave pay earned by an individual and (b) contributions to an employee benefit plan). Thus, granting the relief sought herein should only affect the timing of certain payments to the Employees and should not negatively affect recoveries for general unsecured creditors. Indeed, the Debtors submit that payment of the Prepetition Employee Obligations at this time enhances value for the benefit of all interested parties. The relief sought through this Motion is to allow the Debtors to continue in the ordinary course of business and avoid disruption to their operations. Especially now, as the Debtors pursue an orderly chapter 11 process, it is crucial that the Debtors are able to retain their Employees that are familiar with their operations and have valuable relationships with vendors and customers and can otherwise help facilitate the Debtors' chapter 11 strategy. Disruptions to the Debtors' business, including spending time to identify new potential Employees and training new Employees, would be detrimental to the Debtors' success of the Chapter 11 Cases.

C. Maintaining Compensation and Benefits Programs and Paying Prepetition Employee Obligations and Related Payroll Costs Is a Sound Exercise of the Debtors' Business Judgment.

37. Bankruptcy Code section 363 permits a debtor to “enter into transactions . . . in the ordinary course of business” and use estate property “other than in the ordinary course of business” after notice and a hearing. 11 U.S.C. §§ 363(b)(1), (c). Therefore, the Debtors believe they are permitted to pay all postpetition amounts due pursuant to the Employee Benefits Programs as such actions are in the ordinary course of business. Out of an abundance of caution, however, the Debtors request entry of an order granting the relief requested herein to avoid any disruptions to their business.

38. Under Bankruptcy Code section 363(b), courts require only that the debtor “show that a sound business purpose justifies such actions.” *In re Montgomery Ward Holding Corp.*, 242 B.R. 147, 153 (D. Del. 1999) (internal citations omitted) (requiring that the debtor show a “sound business purpose” to justify its actions under section 363 of the Bankruptcy Code); *see also In re Phoenix Steel Corp.*, 82 B.R. 334, 335–36 (Bankr. D. Del. 1987). Further, “[w]here the debtor articulates a reasonable basis for its business decisions (as distinct from a decision made arbitrarily or capriciously), courts will generally not entertain objections to the debtor’s conduct.” *Comm. of Asbestos-Related Litigants and/or Creditors v. Johns-Manville Corp. (In re Johns-Manville Corp.)*, 60 B.R. 612, 616 (Bankr. S.D.N.Y. 1986); *see also In re Tower Air, Inc.*, 416 F.3d 229, 238 (3d Cir. 2005) (stating that “[o]vercoming the presumptions of the business judgment rule on the merits is a near-Herculean task”).

39. The Debtors have determined, in the sound exercise of their business judgment, that continuing their Employee Benefits Programs and paying the Prepetition Employee Obligations (and related Payroll Costs) is critical to the success of the Chapter 11 Cases. Any delay or

disruption in the provision of the Employee Benefits Programs likely will seriously harm the Debtors' relationships with the Employees and irreparably impair workforce morale at the very time when the dedication, confidence and cooperation of the Employees is most critical. In addition, bolstering the morale of the Employees and ensuring the uninterrupted availability of their services will assist the Debtors in maintaining a "business as usual" atmosphere to the extent possible and preserving the Debtors' ability to continue to operate their businesses and preserve relationships with customers and other important constituencies. Finally, the Debtors must continue their corporate policies of permitting certain Full-Time Employees to incur business-related expenses and thereafter seek reimbursement by submitting appropriate invoices to maintain necessary oversight and quality control and enable many key Full-Time Employees to perform their jobs effectively.

40. Accordingly, the Debtors respectfully request that the Court authorize the Debtors to honor all wage, benefit and related obligations, including any amounts arising under the Employee Benefits Programs that accrued prepetition, and that will accrue in the Interim Period.

II. The Court May Also Grant the Motion Pursuant to Bankruptcy Code Section 105(a) and the Doctrine of Necessity.

41. Bankruptcy Code section 105(a) empowers the Court to "issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title." 11 U.S.C. § 105(a). Under Bankruptcy Code section 105(a), courts may permit payments of prepetition obligations prior to confirmation of a plan and emergence from chapter 11 when essential to the continued operation of a debtor's business. Specifically, the Court may use its power under Bankruptcy Code section 105(a) to authorize payment of prepetition obligations pursuant to the "doctrine of necessity."

42. Under the “doctrine of necessity,” bankruptcy courts may authorize the payment of prepetition claims if such payment is essential to the continued operation of the debtor. *In re Lehigh and New England Railway Co.*, 657 F.2d 570, 581 (3d Cir. 1981) (stating courts may authorize payment of prepetition claims when there “is the possibility that the creditor will employ an immediate economic sanction, failing such payment”); *see also In re Penn Cent. Transp. Co.*, 467 F.2d 100, 102 n.1 (3d Cir. 1972) (recognizing necessity of payment doctrine permits “immediate payment of claims of creditors where those creditors will not supply services or material essential to the conduct of the business until its pre-reorganization claims have been paid”); *In re Just for Feet, Inc.*, 242 B.R. 821, 824–25 (D. Del. 1999) (noting that, in the Third Circuit, debtors may pay prepetition claims that are essential to continued operation of business); *In re Columbia Gas Sys., Inc.*, 171 B.R. 189, 191-92 (Bankr. D. Del. 1994) (same).

43. Although the “doctrine of necessity” predates the Bankruptcy Code, *see Miltenberger v. Logansport Ry. Co.*, 106 U.S. 286, 309 (1882), the modern application of the doctrine of necessity is grounded in specific provisions of the Bankruptcy Code, including sections 105(a), 1107(a) and 1108. *See In re CoServ, L.L.C.*, 273 B.R. 487, 497 (Bankr. N.D. Tex. 2002) (fiduciary duties implicit in section 1107(a) of the Bankruptcy Code justify the “preplan satisfaction of a prepetition claim” where necessary to preserve going concern value). The doctrine, largely unchanged from the Court’s reasoning in *Miltenberger*, is a widely accepted component of bankruptcy jurisprudence. *See Just for Feet, Inc.*, 242 B.R. at 826 (approving payment of key inventory suppliers’ prepetition claims when such suppliers could destroy the debtor’s business by refusing to deliver new inventory on the eve of debtor’s key sales season); *Mich. Bureau of Workers’ Disability Comp. v. Chateaugay Corp. (In re Chateaugay Corp.)*, 80 B.R. 279, 285–86 (S.D.N.Y. 1987) (affirming order authorizing payment of prepetition wages,

salaries, expenses and benefits); *In re Payless Cashways, Inc.*, 268 B.R. 543, 546–47 (Bankr. W.D. Mo. 2001) (authorizing payment of critical prepetition suppliers' claims when such suppliers agreed to provide postpetition trade credit).

44. Paying Prepetition Employee Obligations and any prepetition Payroll Costs will benefit the Debtors' estates and their stakeholders by allowing the Debtors' business operations to continue without interruption. The Debtors believe that without these payments, the Employees may become demoralized and unproductive because of the significant financial strain and other hardship many of the Employees will experience as a result. Indeed, the Debtors believe that without the requested relief, it is possible that Employees at all levels of the Debtors' organization will leave for alternative employment. Such a development would deplete the Debtors' workforce, hindering the Debtors' ability to implement their chapter 11 strategy. The loss of valuable Employees and the resulting need to recruit new personnel to replenish the Debtors' workforce would be distracting and counterproductive at this critical time, during which the Debtors are stabilizing operations and restructuring their obligations in chapter 11. Further, if the Debtors lose valuable Employees, they will incur significant expenses in locating, recruiting, and training replacements that would far exceed the costs of the Employee Benefits Programs for a lost Full-Time Employee.

45. In light of the foregoing, the Debtors respectfully submit that the continuation of their Employee Benefits Programs and payment of the Prepetition Employee Obligations and the Payroll Costs is essential to the success of the Chapter 11 Cases, represents an exercise of the Debtors' sound business judgment, and is in the best interests of the Debtors' estates, their creditors, and all stakeholders.

IMMEDIATE AND UNSTAYED RELIEF IS NECESSARY

46. The Court may grant the relief requested in the Motion immediately if the “relief is necessary to avoid immediate and irreparable harm.” Fed. R. Bankr. P. 6003; *see also In re First NLC Fin. Servs., LLC*, 382 B.R. 547, 549 (Bankr. S.D. Fla. 2008) (holding that Rule 6003 permits entry of retention orders on an interim basis to avoid irreparable harm). In the context of preliminary injunctions, the Third Circuit has interpreted the language “immediate and irreparable harm” to refer to a continuing harm which cannot be adequately redressed by final relief on the merits and for which money damages are inadequate. *See, e.g., Norfolk S. Ry. Co. v. City of Pittsburgh*, 235 F. App’x 907, 910 (3d Cir. 2007) (citing *Glasco v. Hills*, 558 F.2d 179, 181 (3d Cir. 1977)). The harm also must be actual and imminent, not speculative or unsubstantiated. *See, e.g., Acierno v. New Castle Cty.*, 40 F.3d 645, 653-55 (3d Cir. 1994). The Debtors submit that, for the reasons already set forth herein, the relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtors.

47. The Debtors also request that the Court waive the stay imposed by Bankruptcy Rule 6004(h), which provides that “[a]n order authorizing the use, sale, or lease of property other than cash collateral is stayed until the expiration of 14 days after entry of the order, unless the court orders otherwise.” Fed. R. Bankr. P. 6004(h). As described above, the relief that the Debtors seek in the Motion is necessary for the Debtors to operate without interruption and to preserve value for their estates. Accordingly, the Debtors respectfully request that the Court waive the fourteen-day stay imposed by Bankruptcy Rule 6004(h), as the exigent nature of the relief sought herein justifies immediate relief. Moreover, the Debtors request that the Court enter an order providing that notice of the relief requested herein satisfies Bankruptcy Rule 6004(a).

RESERVATION OF RIGHTS

48. Nothing in the Motion should be construed as (a) authority to assume or reject any executory contract or unexpired lease of real property, or as a request for the same; (b) an admission as to the validity, priority, or character of any claim or other asserted right or obligation, or a waiver or other limitation on the Debtors' ability to contest the same on any ground permitted by bankruptcy or applicable non-bankruptcy law; (c) a promise or requirement to pay any claim or other obligation; or (d) granting third-party-beneficiary status, bestowing any additional rights on any third party, or being otherwise enforceable by any third party.

NOTICE

49. The Debtors will provide notice of the Motion to: (a) the U.S. Trustee; (b) the Internal Revenue Service; (c) the Securities and Exchange Commission; (d) the United States Attorney for the District of Delaware; (e) the parties included on the Debtors' list of its 30 largest unsecured creditors; and (f) all parties entitled to notice pursuant to Local Rules 2002-1(b) and 9013-1(m). The Debtors submit that no other or further notice is required.

NO PRIOR REQUEST

50. No previous request for the relief sought herein has been made to this or any other court.

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WHEREFORE, the Debtors respectfully request that the Court enter the Interim and Final Orders, substantially in the forms attached hereto as **Exhibit A** and **Exhibit B**, respectively, granting the relief requested herein and such other and further relief as may be just and proper.

Dated: March 16, 2026
Wilmington, Delaware

MCDERMOTT WILL & SCHULTE LLP

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*Proposed Counsel for Debtors
and Debtors in Possession*

EXHIBIT A

Proposed Interim Order

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

In re:

RELIZ TECHNOLOGY GROUP HOLDINGS
INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 26-10371 (TMH)

(Joint Administration Requested)

Related to Docket No. ____

**INTERIM ORDER (I) AUTHORIZING THE DEBTORS TO
(A) PAY PREPETITION WAGES AND (B) PAY EXPENSES ARISING UNDER
EMPLOYEE BENEFITS PROGRAMS AND PAY RELATED ADMINISTRATIVE
OBLIGATIONS, (II) AUTHORIZING BANKS TO HONOR AND PROCESS CHECKS
AND TRANSFERS RELATED TO SUCH OBLIGATIONS,
AND (III) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)² of the Debtors for entry of an interim order (this “Order”) and a Final Order, (a) authorizing the debtors to (i) pay Prepetition Employee Obligations and related expenses arising under or related to Employee Benefits Programs and (ii) continue their Employee Benefits Programs in effect as of the date hereof (and as may be amended, renewed, replaced, modified, revised, supplemented, and/or terminated from time to time in the ordinary course of business) and pay related administrative obligations, (b) authorizing Banks to honor and process related checks and electronic transfers, and (c) granting related relief, all as more fully set forth in the Motion; and upon consideration of the First Day Declaration; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and the matter being a core proceeding within the meaning of 28 U.S.C.

¹ The Debtors in these chapter 11 cases, along with the last four digits of their respective federal tax identification numbers, are: Reliz Technology Group Holdings Inc. (6265); Reliz Technologies LLC (1968); Reliz LTD (N/A); and Reliz CI LTD (N/A). The Debtors’ service address is 401 West Ontario St., Suite 400, Chicago, IL 60654.

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

§ 157(b)(2); and venue of this proceeding and the Motion in this District being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court being able to issue a final order consistent with Article III of the United States Constitution; and due and sufficient notice of the Motion having been given under the particular circumstances; and it appearing that no other or further notice is necessary; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The Motion is GRANTED on an interim basis as set forth herein.
2. Upon entry of this Order, the Debtors are authorized, but not directed, to pay and/or honor (including to any third parties that provide or aid in the monitoring, processing or administration of the Employee Obligations), in their sole discretion, the Prepetition Employee Obligations up to \$111,000 in the aggregate on an interim basis as set forth in the Motion; *provided, however*, that notwithstanding any other provision of this Order, no payments to any Employee shall exceed the amounts set forth in Bankruptcy Code sections 507(a)(4) and 507(a)(5).
3. Subject to paragraph 2 of this Order, the Debtors are authorized, but not directed, in their sole discretion, to honor and continue the Employee Benefits Programs that were in effect as of the Petition Date; *provided, however*, that such relief shall not constitute or be deemed an assumption or an authorization to assume any of such Employee Benefits Programs under Bankruptcy Code section 365(a).
4. The Debtors are authorized, but not directed, in their sole discretion, to continue the Workers' Compensation Program and make any payments related thereto, including payment of any fees associated with the Workers' Compensation Program and any workers' compensation

claim amounts, to the extent that the Debtors determine, in their sole discretion, that such actions are in the best interests of their estates.

5. The Debtors are authorized, but not directed, in their sole discretion, to (a) continue utilizing third parties in connection with Employee payroll and the Employee Benefits Programs as described in the Motion and to pay or caused to be paid such parties' claims as and when such obligations are due and (b) pay prepetition amounts owing in the ordinary course of business to third parties in connection with Employee payroll and the Employee Benefits Programs; *provided, however*, that the Debtors shall seek Court approval, upon a motion on notice, of any modification that would implicate any portion of Bankruptcy Code section 503(c).

6. The Debtors are authorized to forward any unpaid amounts on account of Employee Withholdings to the appropriate third-party recipients or taxing authorities in accordance with the Debtors' prepetition practices and policies.

7. The banks and financial institutions on which checks were drawn or electronic payment requests were made for payment of the prepetition obligations approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Order without any duty of further inquiry and without liability for following the Debtors' instructions.

8. The Debtors are authorized to issue postpetition checks, or to effect postpetition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of the Chapter 11 Cases with respect to the relief granted herein.

9. Nothing in the Motion or this Order or the relief granted (including any actions taken or payments made by the Debtors pursuant thereto) shall be construed as (a) authority to assume or reject any executory contract or unexpired lease of real property, or as a request for the same; (b) an admission as to the validity, priority, or character of any claim or other asserted right or obligation, or a waiver or other limitation on the Debtors' ability to contest the same on any ground permitted by bankruptcy or applicable non-bankruptcy law; (c) a promise or requirement to pay any claim or other obligation; or (d) granting third-party-beneficiary status, bestowing any additional rights on any third party, or being otherwise enforceable by any third party.

10. The Court finds and determines that the requirements of Bankruptcy Rule 6003 are satisfied and that the relief requested in the Motion is necessary to avoid immediate and irreparable harm.

11. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon entry hereof.

12. The Debtors are authorized to take all actions necessary to implement the relief granted in this Order.

13. The final hearing (the "Final Hearing") on the Motion shall be held April 16, 2026, at 2:30 p.m. (Eastern Time). Any objections or responses to the entry of the proposed Final Order shall be filed with the Court and served on the following no later 4:00 p.m. (Eastern Time) on April 3, 2026: (a) Reliz Technology Group Holdings Inc., 401 West Ontario Street, Suite 400, Chicago, IL 60654 (Attn: Joseph Perry); (b) proposed counsel to the Debtors, McDermott Will & Schulte LLP, The Brandywine Building, 1000 N. West Street, Suite 1400, Wilmington, DE 19801 (Attn: David R. Hurst (dhurst@mcdermottlaw.com) and Andrew A. Mark (amark@mcdermottlaw.com)), One Vanderbilt Avenue, New York, NY 10017 (Attn: Darren

Azman (dazman@mcdermottlaw.com), Joseph B. Evans (jbevans@mcdermottlaw.com), and R. Ethan Dover (edover@mcdermottlaw.com)), and 333 SE 2nd Avenue, Suite 4500, Miami, FL 33131 (Attn: Gregg Steinman (gsteinman@mcdermottlaw.com)); and (c) the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801 (Attn: Benjamin Hackman). If no objections to entry of the Final Order are filed and served, the Court may enter such Final Order without further notice or hearing.

14. The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

EXHIBIT B

Proposed Final Order

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

In re:

RELIZ TECHNOLOGY GROUP HOLDINGS
INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 26-10371 (TMH)

(Joint Administration Requested)

Related to Docket Nos. ____

**FINAL ORDER (I) AUTHORIZING THE DEBTORS TO
(A) PAY PREPETITION WAGES AND (B) PAY EXPENSES ARISING UNDER
EMPLOYEE BENEFITS PROGRAMS AND PAY RELATED ADMINISTRATIVE
OBLIGATIONS, (II) AUTHORIZING BANKS TO HONOR AND PROCESS CHECKS
AND TRANSFERS RELATED TO SUCH OBLIGATIONS,
AND (III) GRANTING RELATED RELIEF**

Upon the motion (the "Motion")² of the Debtors for entry of an Interim Order and a final order (this "Order") (a) authorizing the debtors to (i) pay Prepetition Employee Obligations and related expenses arising under or related to Employee Benefits Programs and (ii) continue their Employee Benefits Programs in effect as of the date hereof (and as may be amended, renewed, replaced, modified, revised, supplemented, and/or terminated from time to time in the ordinary course of business) and pay related administrative obligations, (b) authorizing Banks to honor and process related checks and electronic transfers, and (c) granting related relief, all as more fully set forth in the Motion; and upon consideration of the First Day Declaration and the Interim Order entered on March ___, 2026; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and the matter being a core

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

proceeding within the meaning of 28 U.S.C. § 157(b)(2); and venue of this proceeding and the Motion in this District being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court being able to issue a final order consistent with Article III of the United States Constitution; and due and sufficient notice of the Motion having been given under the particular circumstances; and it appearing that no other or further notice is necessary; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The Motion is GRANTED on a final basis as set forth herein.
2. Upon entry of this Order, the Debtors are authorized, but not directed, to pay and/or honor (including to any third parties that provide or aid in the monitoring, processing or administration of the Employee Obligations), in their sole discretion, the Prepetition Employee Obligations up to \$111,000 in the aggregate on a final basis as set forth in the chart below; *provided, however*, that notwithstanding any other provision of this Order, no payments to any Employee shall exceed the amounts set forth in Bankruptcy Code sections 507(a)(4) and 507(a)(5).
3. Subject to paragraph 2 of this Order, the Debtors are authorized, but not directed, in their sole discretion, to honor and continue the Employee Benefits Programs that were in effect as of the Petition Date; *provided, however*, that such relief shall not constitute or be deemed an assumption or an authorization to assume any of such Employee Benefits Programs under Bankruptcy Code section 365(a).
4. The Debtors are authorized, but not directed, in their sole discretion, to continue the Workers' Compensation Program and make any payments related thereto, including payment

of any fees associated with the Workers' Compensation Program and any workers' compensation claim amounts, to the extent that the Debtors determine, in their sole discretion, that such actions are in the best interests of their estates.

5. The Debtors are authorized, but not directed, in their sole discretion, to (a) continue utilizing third parties in connection with Employee payroll and the Employee Benefits Programs as described in the Motion and to pay or caused to be paid such parties' claims as and when such obligations are due and (b) pay prepetition amounts owing in the ordinary course of business to third parties in connection with Employee payroll and the Employee Benefits Programs; *provided, however,* that the Debtors shall seek Court approval, upon a motion on notice, of any modification that would implicate any portion of Bankruptcy Code section 503(c).

6. The Debtors are authorized to forward any unpaid amounts on account of Employee Withholdings to the appropriate third-party recipients or taxing authorities in accordance with the Debtors' prepetition practices and policies.

7. The banks and financial institutions on which checks were drawn or electronic payment requests were made for payment of the prepetition obligations approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Order without any duty of further inquiry and without liability for following the Debtors' instructions.

8. The Debtors are authorized to issue postpetition checks, or to effect postpetition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of the Chapter 11 Cases with respect to the relief granted herein.

9. Nothing in the Motion or this Order or the relief granted (including any actions taken or payments made by the Debtors pursuant thereto) shall be construed as (a) authority to assume or reject any executory contract or unexpired lease of real property, or as a request for the same; (b) an admission as to the validity, priority, or character of any claim or other asserted right or obligation, or a waiver or other limitation on the Debtors' ability to contest the same on any ground permitted by bankruptcy or applicable non-bankruptcy law; (c) a promise or requirement to pay any claim or other obligation; or (d) granting third-party-beneficiary status, bestowing any additional rights on any third party, or being otherwise enforceable by any third party.

10. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon entry hereof.

11. The Debtors are authorized to take all actions necessary to implement the relief granted in this Order.

12. The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.