

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

In re:

HOPEMAN BROTHERS, INC.,

Debtor.

Chapter 11

Case No. 24-32428 (KLP)

DECLARATION OF JEFFREY R. MILLER WITH RESPECT TO THE TABULATION OF VOTES ON THE AMENDED PLAN OF REORGANIZATION OF HOPEMAN BROTHERS INC. UNDER CHAPTER 11 OF THE BANKRUPTCY CODE

I, Jeffrey R. Miller, pursuant to 28 U.S.C. § 1746, declare:

1. I submit this Declaration with respect to the solicitation of votes and the tabulation of ballots cast on the *Amended Plan of Reorganization of Hopeman Brothers Inc. Under Chapter 11 of the Bankruptcy Code* dated May 21, 2025 [Docket No. 766] (as may be amended, supplemented or otherwise modified, the “Plan”).¹

2. Except as otherwise indicated, all statements set forth in this Declaration are based on (a) my personal knowledge; (b) my review of relevant documents; or (c) information provided to me by other professionals employed with Kurtzman Carson Consultants, LLC doing business as Verita Global LLC (“Verita”) and working under my supervision. I am authorized to submit this Declaration on behalf of Verita. If I were called to testify, I could and would testify competently as to the facts set forth herein.

Qualifications

3. I am a Managing Director of Corporate Restructuring employed by Verita, the Debtor’s Bankruptcy Court approved claims, noticing and solicitation agent in the above-captioned bankruptcy case.² Verita is a chapter 11 administrative services firm whose main business address is 222 North Pacific Coast Highway, 3rd Floor, El Segundo, California 90245.

Service and Transmittal of Solicitation Packages and the Tabulation Process

4. Pursuant to the *Order (I) Scheduling a Combined Hearing to Approve the Disclosure Statement and Confirm the Plan; (II) Conditionally Approving the Disclosure Statement; (III)*

¹ Capitalized terms used but not otherwise defined herein have the respective meanings ascribed to such terms in the Plan

² On July 2, 2025, the Court entered an Order Appointing Verita as the Debtor’s Claims and Noticing Agent [Docket No. 34].



Establishing Objection Deadlines; (IV) Approving the Form and Manner of Notice; (V) Approving the Solicitation and Tabulation Procedures; and (VI) Granting Related Relief, dated May 21, 2025 [Docket No. 782] (the "Solicitation Procedures Order"), the Bankruptcy Court established procedures to solicit votes from and tabulate ballots submitted by creditors and interest holders entitled to vote on the Plan (the "Solicitation Procedures").

5. The Solicitation Procedures Order authorizes Verita to assist the Debtor and the Official Committee of Unsecured Creditors (the "Committee"; together with the Debtor, the "Movants"), with, among other things, the service of solicitation materials and tabulation of votes cast to accept or reject the Plan. Verita and its employees have considerable experience in soliciting and tabulating votes to accept or reject chapter 11 plans in cases of similar size and complexity to this Chapter 11 Case.

6. Verita adhered to the Solicitation Procedures, and the ballots were distributed to parties entitled to vote on the Plan. I supervised the solicitation of votes and tabulation of ballots performed by Verita's employees.

7. The Solicitation Procedures Order established May 21, 2025, as the record date (the "Voting Record Date") for determining which parties were entitled to vote on the Plan. Pursuant to the Plan and the Solicitation Procedures, only holders of Class 3 General Unsecured Claims and Class 4 Channeled Asbestos Claims as of the Voting Record Date were entitled to vote to accept or reject the Plan (the "Voting Classes").

8. In accordance with the Solicitation Procedures, Verita worked closely with the Movants and their advisors to identify members of the Voting Classes and to coordinate the distribution of solicitation materials. A detailed description of the manner in which Verita served the solicitation materials is set forth in Verita's *Certificate of Service*, dated June 5, 2025 [Docket No. 864], which is incorporated herein by reference.

9. In addition, in accordance with the Solicitation Procedures Order and as set forth in the *Affidavit of Publication of the Notice of Combined Hearing for Approval of Disclosure Statement and Confirmation of Plan* [Docket No. 844] that is incorporated herein by reference, the Movants caused the *Notice of Combined Hearing for Approval of Disclosure Statement and Confirmation of Plan* to be published (a) in the *Richmond-Times Dispatch* and the national edition of *USA Today* on May 29, 2025, and (b) in *The Times-Picayune/The New Orleans Advocate* on May 30, 2025.

10. In accordance with the Solicitation Procedures, Verita received, reviewed, determined the validity of and tabulated the ballots submitted to vote on the Plan. Each ballot submitted to Verita was date-stamped, scanned, assigned a ballot number, entered into Verita's voting database and processed in accordance with the Solicitation Procedures. To be included in the tabulation results as valid, the ballot must have been (a) properly completed pursuant to the Solicitation Procedures; (b) executed by the relevant holder entitled to vote on the Plan (or such holder's authorized representative); (c) returned to Verita via an approved method of delivery set forth in the Solicitation Procedures; and (d) received by Verita by 4:00 p.m. (prevailing Eastern Time) on June 12, 2025 (the "Voting Deadline").

11. All valid ballots cast by holders entitled to vote in the Voting Classes and received by Verita on or before the Voting Deadline were tabulated pursuant to the Solicitation Procedures.

12. The final tabulation of votes cast by timely and properly completed ballots received by Verita is attached hereto as **Exhibit A**. With respect to Classes 3 and 4, the Voting Classes:

Class 3 Claimants. The Movants received 1 acceptance out of 1 vote from holders of Class 3 General Unsecured Claims, with Class 3 claimants who voted in favor of the Plan holding Claims in the amount of \$7,005.44 for voting purposes only, such acceptances being 100 percent in number and 100 percent in amount of all ballots received from holders of Class 3 General Unsecured Claims entitled to vote on the Plan.

Class 4 Claimants. The Movants received 2,409 acceptances out of 2,416 votes from holders of Class 4 Channeled Asbestos Claims, with Class 4 claimants who voted in favor of the Plan holding Claims in the amount of \$2,409.00 for voting purposes only, such acceptances being 99.71 percent in number and 99.71 percent in amount of all ballots received from holders of Class 4 Channeled Asbestos Claims.

13. A report of all ballots excluded from the final tabulation prepared by Verita, and the reasons for exclusion of such ballots, is attached hereto as **Exhibit B**.

To the best of my knowledge, information and belief, I declare under penalty of perjury that the foregoing information concerning the distribution, submission and final tabulation of ballots in connection with the Plan is true and correct.

Dated: July 25, 2024

/s/ Jeffrey R. Miller

Jeffrey R. Miller

Managing Director, Corporate Restructuring
Verita Global LLC

EXHIBIT A

Exhibit A**Ballot Tabulation Summary**

Class	Class Description	Number Accepting	Number Rejecting	Amount Accepting	Amount Rejecting	Class Voting Result
		%	%	%	%	
3	General Unsecured Claims	1	0	\$7,005.44	\$0.00	ACCEPT
		100.00%	0.00%	100.00%	0.00%	
4	Channeled Asbestos Claims	2409	7	\$2,409.00	\$7.00	ACCEPT
		99.71%	0.29%	99.71%	0.29%	

EXHIBIT B

Exhibit B**Report of Ballots Excluded from Tabulation**

Plan Class	Plan Class Description	Creditor Name	Voting Amount	Accept/Reject	Reason(s) for Exclusion
3	General Unsecured Claims	BREWER, ROSCOE	\$40,000.00	Accept	Pending claim objection as of Voting Record Date because the claim is an improperly filed asbestos-related claim. Claim disallowed and expunged as per Docket No. 1036.
3	General Unsecured Claims	Liberty Mutual Insurance Company	\$354,754.89	Reject	Pending claim objection as of Voting Record Date because Debtor has no liability for the claim. Claim disallowed and expunged as per Docket No. 907.