

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
PGX HOLDINGS, INC., <i>et al.</i> , ¹)	Case No. 23-10718 (CTG)
)	
Debtors.)	(Jointly Administered)
)	

NOTICE OF SALE BY AUCTION AND SALE HEARING

PLEASE TAKE NOTICE that on June 6, 2023, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Motion of the Debtors for Entry of Order (I)(A) Approving Bidding Procedures for Substantially All of the Debtors’ Assets, (B) Authorizing the Debtors to Enter into One or More Stalking Horse Agreements and to Provide Bidding Protections Thereunder, (C) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (D) Approving Assumption and Assignment Procedures, and (E) Scheduling A Sale Hearing and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors’ Assets Free and Clear of Liens, Claims, Interests and Encumbrances and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) Granting Related Relief* [Docket No. 66] (the “Sale Motion”)² with the United States Bankruptcy Court for the District of Delaware (the “Court”) seeking, among other things, entry of an order (the “Sale Order”) authorizing and approving: (a) the sale of substantially all of the assets of PGX to Lender AcquisitionCo LLC and of substantially all of the assets of Lexington Law to AcquisitionCo, free and clear of liens, claims, encumbrances, and other interests, except as set forth in the applicable Stalking Horse Agreement, or an alternative asset purchase agreement with a Successful Bidder at auction (the “Sale”); and (b) the assumption and assignment of certain executory contracts and unexpired leases (collectively, the “Contracts”).

PLEASE TAKE FURTHER NOTICE that the Debtors are soliciting offers for the purchase of the substantially all of the assets of the Debtors consistent with the bidding procedures (the “Bidding Procedures”) approved by the Court by entry of an order on August 4, 2023 [Docket No. 331] (the “Bidding Procedures Order”). **All interested bidders should carefully read the Bidding Procedures and Bidding Procedures Order.** To the extent that there are any inconsistencies between this notice and the Bidding Procedures or Bidding Procedures Order, the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PGX Holdings, Inc. (2510); Credit Repair UK, Inc. (4798); Credit.com, Inc. (1580); Creditrepair.com Holdings, Inc. (7536); Creditrepair.com, Inc. (7680); eFolks Holdings, Inc. (5213); eFolks, LLC (5256); John C. Heath, Attorney At Law PC (8362); Progrexion ASG, Inc. (5153); Progrexion Holdings, Inc. (7123); Progrexion IP, Inc. (5179); Progrexion Marketing, Inc. (5073); and Progrexion Teleservices, Inc. (5110). The location of the Debtors’ service address for purposes of these chapter 11 cases is: 257 East 200 South, Suite 1200, Salt Lake City, Utah 84111.

² Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to such terms in the Sale Motion or Bidding Procedures Order, as applicable.



Bidding Procedures or Bidding Procedures Order, as applicable, shall govern in all respects.

PLEASE TAKE FURTHER NOTICE that, if the Debtors receive qualified competing bids within the requirements and time frame specified by the Bidding Procedures, the Debtors will conduct an auction (the “Auction”) of the Assets **on August 15, 2023, at 5:00 p.m. (prevailing Eastern Time)** virtually through Zoom (or at any other location or electronically as the Debtors may hereafter designate on proper notice).

PLEASE TAKE FURTHER NOTICE that the Debtors will seek approval of the Sale at a hearing scheduled to commence on **August 25, 2023, at 10:00 a.m. (prevailing Eastern Time)** (the “Sale Hearing”) before the Honorable Craig T. Goldblatt, United States Bankruptcy Judge for the Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Courtroom No. 7, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that, except as otherwise set forth in the Bidding Procedures Order, including with respect to any objections to proposed cure amounts or the assumption and assignment of Contracts, objections to the relief requested in the Sale Motion ***must***: (a) be in writing; (b) conform to the applicable provisions of the Bankruptcy Rules and the Local Rules; (c) state with particularity the legal and factual bases for the objection and the specific grounds therefor; and (d) be filed with the Court and served so as to be **actually received on or before August 18, 2023 at 5:00 p.m. (prevailing Eastern Time)** by the following parties.³

Co-Counsel to the Debtors	Co-Counsel to the Debtors
<p style="text-align: center;">Kirkland & Ellis LLP 601 Lexington Ave New York, New York 10022 Attn. Joshua A. Sussberg, P.C. Chris Ceresa Email: joshua.sussberg@kirkland.com chris.ceresa@kirkland.com</p> <p style="text-align: center;">Kirkland & Ellis LLP 300 North LaSalle Street Chicago, Illinois 60654 Attn.: Spencer Winters Whitney Fogelberg Alison J. Wirtz Email: spencer.winters@kirkland.com whitney.fogelberg@kirkland.com alison.wirtz@kirkland.com</p>	<p style="text-align: center;">Klehr Harrison Harvey Branzburg LLP 919 North Market Street, Suite 1000 Wilmington, Delaware 19801 Attn: Domenic E. Pacitti Michael W. Yurkewicz Email: dpacitti@klehr.com myurkewicz@klehr.com</p> <p style="text-align: center;">Klehr Harrison Harvey Branzburg LLP 1835 Market Street, Suite 1400 Philadelphia, Pennsylvania 19103 Attn: Morton R. Branzburg Email: mbranzburg@klehr.com</p>

³ For the avoidance of doubt, as provided in the Bidding Procedures Order, the applicable deadline to file a Sale Objection in accordance with the terms of the Bidding Procedures Order shall be August 11, 2023, at 5 p.m. (prevailing Eastern Time) solely with respect to the following parties: (i) Committee, (ii) DIP Lenders, (iii) Prepetition First Lien Lenders, (iv) Prepetition Second Lien Lenders, (v) Progrexion Stalking Horse Bidder, (vi) Lexington Law Stalking Horse Bidder, and (vii) CFPB. The deadline applicable to the U.S. Trustee and all other parties in interest shall be as listed above in this notice.

Co-Counsel to the Committee	Co-Counsel to the Committee
<p>ArentFox Schiff LLP 1301 Avenue of the Americas, 42nd Floor New York, New York 10019 Attn: Andrew I. Silfen Beth M. Brownstein Email: andrew.silfen@afslaw.com beth.brownstein@afslaw.com</p> <p>ArentFox Schiff LLP 800 Boylston Street, 32nd Floor Boston, Massachusetts 02199 Attn: Justin A. Kesselman Email: justin.kesselman@afslaw.com</p>	<p>Morris James LLP 500 Delaware Avenue, Suite 1500 Wilmington, Delaware 19801 Attn: Eric J. Monzo Brya M. Keilson Jason S. Levin Email: emonzo@morrisjames.com bkeilson@morrisjames.com jlevin@morrisjames.com</p>
The United States Trustee	Co-Counsel to the PGX Stalking Horse Bidder
<p>Office of the United States Trustee for the District of Delaware 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 Attn.: Jane M. Leamy jane.m.leafy@usdoj.gov</p>	<p>King & Spalding LLP 1185 Avenue of the Americas, 34th Floor New York, New York 10036 Attn.: Roger Schwartz Michelle Muscara Email: rschwartz@kslaw.com mmuscara@kslaw.com</p> <p>King & Spalding LLP 110 N. Wacker Drive, Suite 3800 Chicago, Illinois 60606 Attn: Geoffrey M. King Email: gking@kslaw.com</p>
Co-Counsel to the PGX Stalking Horse Bidder	Counsel to the Lexington Law Stalking Horse Bidder
<p>Proskauer Rose LLP One International Place Boston, Massachusetts 02110-2600 Attn.: Peter Antoszyk David M. Hillman Email: pantoszyk@proskauer.com dhillman@proskauer.com</p>	<p>Young Conway Stargatt & Taylor, LLP Rodney Square 1000 North King Street Wilmington, Delaware 19801 Attn: Joseph M. Barry Lauren McCrery Joseph M. Mulvihill Joseph Barry Email: jbarry@ycst.com lmccrery@ycst.com jmulvihill@ycst.com</p>

CONSEQUENCES OF FAILING TO TIMELY MAKE AN OBJECTION

ANY PARTY OR ENTITY WHO FAILS TO TIMELY MAKE AN OBJECTION TO THE SALE ON OR BEFORE THE SALE OBJECTION DEADLINE IN ACCORDANCE WITH THE BIDDING PROCEDURES ORDER SHALL BE FOREVER BARRED FROM ASSERTING ANY OBJECTION TO THE SALE, INCLUDING WITH RESPECT TO THE TRANSFER OF THE DEBTORS' ASSETS FREE AND CLEAR OF ALL LIENS, CLAIMS, ENCUMBRANCES, AND OTHER INTERESTS, EXCEPT AS SET FORTH IN THE APPLICABLE PURCHASE AGREEMENT.

PLEASE TAKE FURTHER NOTICE that copies of the Sale Motion, Bidding Procedures, and Bidding Procedures Order, as well as all related exhibits, including the PGX Stalking Horse APA, is available: (a) free of charge upon request to Kurtzman Carson Consultants LLC (the notice and claims agent retained in these chapter 11 cases) by calling (888) 249-2721 (U.S./Canada) or (310) 751-2604 (International); (b) by visiting the website maintained in these chapter 11 cases at www.kccllc.net/PGX; or (c) for a fee via PACER by visiting <http://www.deb.uscourts.gov>.

PLEASE TAKE FURTHER NOTICE that you may obtain additional information concerning the above-captioned chapter 11 cases at the website maintained in these chapter 11 cases at www.kccllc.net/PGX.

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Dated: August 4, 2023
Wilmington, Delaware

/s/ Michael W. Yurkewicz

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BRANZBURG LLP**

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