IT IS ORDERED as set forth below:

Date: July 24, 2025

Sage M. Sigler
U.S. Bankruptcy Court Judge

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

In re:	)	Chapter 11
	)	
OTB HOLDING LLC, *et al.*,[1]	)	Case No. 25-52415 (SMS)
	)	
	)	(Jointly Administered)
Debtors.	)	
	)	

ORDER (I) APPROVING THE DISCLOSURE STATEMENT ON AN INTERIM BASIS; (II) SETTING A COMBINED HEARING ON FINAL APPROVAL OF THE DISCLOSURE STATEMENT AND PLAN CONFIRMATION; (III) APPROVING PROCEDURES FOR THE SOLICITATION AND TABULATION OF VOTES TO ACCEPT OR REJECT THE DEBTORS' CHAPTER 11 PLAN; AND (IV) APPROVING RELATED NOTICE AND OBJECTION PROCEDURES

This matter is before the Court on the *Debtors' Motion for Entry of an Order (I) Approving the Disclosure Statement on an Interim Basis; (II) Setting a Combined Hearing on*

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: OTB Holding LLC (3213), OTB Acquisition LLC (8500), OTB Acquisition of New Jersey LLC (1506), OTB Acquisition of Howard County LLC (9865), Mt. Laurel Restaurant Operations LLC (5100), OTB Acquisition of Kansas LLC (9014), OTB Acquisition of Baltimore County, LLC (6963). OTB Holding LLC's service address is One Buckhead Plaza, 3060 Peachtree Road, NW, Atlanta, GA 30305.

Final Approval of the Disclosure Statement and Plan Confirmation; (III) Approving Procedures for the Solicitation and Tabulation of Votes to Accept or Reject the Debtors' Chapter 11 Plan; and (IV) Approving Related Notice and Objection Procedures [Docket No. 495] (the "Motion") of the above captioned debtors and debtors in possession (collectively, the "Debtors"). All capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

Upon the Motion of the Debtors, it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, and other parties in interest; the Court having jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334; consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Motion in this district is property pursuant to 28 U.S.C. §§ 1408 and 1409; the Debtors having filed with the Court the *Disclosure Statement with Respect to the Amended Joint Chapter 11 Plan Dated as of July 21, 2025* filed as Docket No. 523 (the "Disclosure Statement") and the *Debtors' Amended Joint Chapter 11 Plan as of July 21, 2025* filed as Docket No. 522 (the "Plan"); the Disclosure Statement Hearing Notice having been served on the Debtors' creditors; the Court having reviewed the Disclosure Statement, the Motion, the papers in support thereof and the responses thereto, if any; and upon such documents and the record established at the Disclosure Statement hearing, the Court having found and determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein and that the relief requested in the Motion is in the best interests of the Debtors, their estates and creditors; and after due deliberation and sufficient cause appearing therefore;

IT IS HEREBY FOUND THAT:

A. The Disclosure Statement Hearing Notices were properly served upon the Debtors' creditors and equity security holders in accordance with the Complex Case Procedures.

B. The Disclosure Statement filed in the Chapter 11 Cases as Docket No. 523 (as the same may have been amended and/or revised from time to time, including in connection with the Disclosure Statement hearing) contains "adequate information" within the meaning of section 1125 of title 11 of the Bankruptcy Code; *provided, however*, that the Court shall consider final approval of the Disclosure Statement at the Combined Hearing and all objections to final approval of the Disclosure Statement are preserved. Any objection to final approval of the Disclosure Statement will be considered *de novo* at the Combined Hearing. Interim approval of the Disclosure Statement does not prejudice or impair the rights of any Person or Entity, and expressly preserves the right of any Person to Entity to object based on the lack of "adequate information", subject to the rights of the Debtors to dispute such objection, if any.

C. The form of notice of non-voting status ("Notice of Non-Voting Status") to be sent to Holders of Claims and Interests in Class 1, Class 2, Class 3, and Class 5, substantially in the form annexed hereto as **Exhibit 1**, complies with Bankruptcy Rule 3017, and adequately addresses the particular needs of the Chapter 11 Cases.

D. The forms of the Ballots annexed hereto as **Exhibit 2** are substantially consistent with Official Form No. 314, adequately address the particular needs of the Chapter 11 Cases, and are appropriate for the Claims in Class 4 entitled to vote to accept or reject the Plan.

E. The Ballots require the furnishing of sufficient information to assure that duplicate Ballots are not submitted and tabulated and that Ballots reflect the votes of creditors.

F. Ballots need not be provided to the Holders of Claims in Class 1, Class 2 and Class 3 because the Plan provides that such Classes are unimpaired and, therefore, deemed to accept the Plan.

G. Ballots need not be provided to the Holders of Interests in Class 5 because the Plan provides that such Holders will not receive or retain any property under the Plan on account of such Interests and, therefore, are deemed to reject the Plan on account of such Interests.

H. The period set forth below during which the Debtors may solicit acceptances to the Plan is a reasonable and adequate period of time for creditors to make an informed decision to accept or reject the Plan.

I. The procedures for the solicitation and tabulation of votes to accept or reject the Plan (as more fully set forth in the Motion and below) provide for a fair and equitable voting process and are consistent with section 1126 of the Bankruptcy Code.

J. The Combined Hearing Notice substantially in the form annexed hereto as **Exhibit 3**, set forth the procedures below for providing notice to all creditors and equity security holders of the time, date and place of the Combined Hearing, and the contents of the Solicitation Packages comply with rules 2002 and 3017 of the Bankruptcy Rules and constitute sufficient notice to all interested parties.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED** as set forth herein.

2. Pursuant to Section 105 of the Bankruptcy Code, the Disclosure Statement filed by the Debtors on July 21, 2025 (Docket No. 523) with respect to the Plan is approved on an interim basis, subject to final approval at the Combined Hearing.

3. Any objections to the adequacy of the information contained in the Disclosure Statement are expressly reserved for consideration at the Combined Hearing. Any objections to: (a) the voting procedures to be utilized; (b) the forms of notices to be provided to creditors and interest holders; or (c) the forms of Ballots to be provided to creditors and interest holders that are entitled to vote on the Plan shall not be considered at the time of the Combined Hearing.

4. As set forth and described further in this Order, the following dates and deadlines are approved:

Event	**Date / Deadline**
Voting Record Date	**July 22, 2025**
Solicitation Deadline	**July 30, 2025**
Plan Supplement Deadline	**August 15 2025**
Deadline to File Form of Confirmation Order	**August 15, 2025**
Rule 3018 Motion Deadline	**August 15, 2025 at 4:00 p.m. (prevailing Eastern Time)**
Voting Deadline	**August 21 2025 at 4:00 p.m. (prevailing Eastern Time)**
Disclosure Statement and Confirmation Objection Deadline	**August 22, 2025 at 4:00 p.m. (prevailing Eastern Time)**
Deadline to File Balloting Report	**August 26, 2025 at 4:00 p.m. (prevailing Eastern Time)**
Deadline to File (i) Consolidated Reply to Objections and Brief in Support of Confirmation, (ii) Responses to Rule 3018 Motions, and Proposed Form of Confirmation Order	**September 3, 2025 at 4:00 p.m. (prevailing Eastern Time)**
Combined Hearing	**September 5, 2025 at 9:30 a.m. (prevailing Eastern Time)**

5. **July 22, 2025** is established as the Voting Record Date for purposes of this Order and determining the creditors who are entitled to vote for or against the Plan.

6. The Debtors are directed to distribute or cause to be distributed Solicitation Packages to all Holders of Claims in Class 4 (the "Voting Class"), including: (a) all persons or entities identified in the Debtors' Schedules as holding liquidated, noncontingent and undisputed Claims in an amount greater than zero dollars, excluding scheduled Claims that have been paid in full or superseded by filed proofs of claim, (b) all parties having timely filed proofs of claim, as reflected in the official claims register maintained by Kurtzman Carson Consultants, LLC dba Verita Global (the "Voting Agent") (i) in an amount greater than zero and (ii) that have not been disallowed or expunged prior to the Voting Record Date, (c) the assignee of a transferred and assigned Claim (whether a filed or scheduled Claim) whose transfer and assignment has been properly noted on the Court's docket and is effective pursuant to Bankruptcy Rule 3001(e) as of the close of business on the Voting Record Date and whose claims have not been disallowed or expunged prior to the Voting Record Date, and (d) any other known Holders of Claims as of the Voting Record Date.

7. The Solicitation Packages shall contain copies of: (a) a cover letter describing the contents of the Solicitation Package; (b) the Approval Order (without exhibits); (c) the Combined Hearing Notice; (d) an appropriate form of Ballot together with a pre-addressed, postage prepaid return envelope addressed to OTB Holding Ballot Processing, c/o KCC dba Verita, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245; (e) a letter from the Committee urging Holders to vote in favor of the Plan substantially in the form attached hereto as **Exhibit 4**; and (f) the Disclosure Statement (together with the Plan annexed thereto and all other appendices).

8. The contents of the Solicitation Packages comply with Bankruptcy Rules 2002 and 3017 and constitute sufficient notice to all parties-in-interest, including, without limitation, the Holders of Claims and Interests in the Debtors. The Debtors, at their discretion, may provide the Disclosure Statement and Plan and this Order (without exhibits) to holders of Claims entitled to vote on the Plan in electronic medium (e.g., flash drive or hyperlink to the relevant document as provided by the Complex Case Procedures. Holders of Claims or Interests in the Voting Class may (but are not required to) submit their Ballots to the Voting Agent electronically pursuant to the instructions set forth on each Ballot. The Debtors will provide, at their expense, paper copies of any electronically distributed documents upon request of any party-in-interest to the Voting Agent. The Ballots and the Combined Hearing Notice shall be distributed on paper; provided, however, that the Debtors shall serve the Combined Hearing Notice on former employees via electronic mail (to the extent available).

9. The form of Notice of Non-Voting Status, substantially in the form annexed hereto as **Exhibit 1** is approved and shall be distributed to Holders, as of the Voting Record Date, of: (a) unimpaired Claims in Class 1, Class 2 and Class 3 which Classes are deemed to accept the Plan, and (b) Interests in Class 5, which is deemed to reject the Plan.

10. The Combined Hearing Notice substantially in the form annexed hereto as **Exhibit 3** is approved and (together with a copy of this Order without exhibits) shall be transmitted to all creditors and equity security holders of the Debtors (except as otherwise ordered by this Court); provided, however, that the Debtors shall serve the Combined Hearing Notice on former employees via electronic mail (to the extent available).

11. With respect to addresses from which Disclosure Statement Hearing Notices were returned as undeliverable by the United States Postal Service: (a) the Debtors are excused from distributing Solicitation Packages and/or Notices of Non-Voting Status to those entities listed at such addresses unless the Debtors are provided with accurate addresses for such entities prior to the Voting Record Date; and (b) failure to distribute Solicitation Packages to such entities will not constitute inadequate notice of the Combined Hearing, the Voting Deadline (as defined below) or violation of Bankruptcy Rule 3017(d).

12. The Debtors need not re-mail undelivered Solicitation Packages or other undeliverable solicitation-related notices that were returned marked "undeliverable" or "moved – no forwarding address" or for similar reason, unless the Debtors have been informed in writing by such person of that person's new address.

13. Except as otherwise provided herein, to be counted as a vote to accept or reject the Plan, each Ballot must be properly executed, completed and the original thereof delivered to the Voting Agent so as to be actually received by the Voting Agent no later than **4:00 p.m. (prevailing Eastern time) on August 21, 2025** (the "Voting Deadline").

14. Solely for purposes of voting to accept or reject the Plan, not for the purposes of the allowance of or distribution on account of a Claim, and without prejudice to the rights of the Debtors in any other context, each Claim within a Class of Claims entitled to vote to accept or reject the Plan shall be entitled to vote the amount of such Claim as set forth in the Schedules (as may be amended from time to time) unless such Holder has timely filed a proof of claim, in which event such Holder would be entitled to vote the amount of such Claim as set forth in such proof of claim:

a. if a Claim is deemed "Allowed" under the Plan or an order of the Court, such Claim shall be Allowed for voting purposes in the deemed "Allowed" amount set forth in the Plan or the Court's order;

b. if a Claim for which a proof of claim has been timely filed is contingent, unliquidated or disputed (as determined by the Debtors after a reasonable review of the Claim and its supporting documentation), such Claim shall be temporarily allowed for voting purposes only, and not for purposes of allowance or distribution, at $1.00, and the Ballot mailed to the Holder of such Claim shall be marked as voting at $1.00;

c. if a Claim is partially liquidated and partially unliquidated, the Claim shall be Allowed for voting purposes only in the liquidated amount;

d. if a Claim has been estimated or otherwise Allowed for voting purposes by order of the Court, such Claim shall be temporarily Allowed in the amount so estimated or Allowed by the Court for voting purposes only, and not for purposes of allowance or distribution;

e. 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, then, unless the Debtors have consented in writing to Allow such Claim for voting purposes, such Claim shall be disallowed for voting purposes and for purposes of allowance and distribution pursuant to Bankruptcy Rule 3003(c);

f. if the Debtors have filed an objection to a Claim before the Voting Deadline, such Claim shall be 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;

g. if a Claim has been amended by a later timely filed proof of claim, only the later filed amending Claim will be entitled to vote, regardless of whether the Debtors have objected to such earlier filed Claim; and

h. notwithstanding anything to the contrary contained herein, any creditor who has filed or purchased duplicate Claims (whether against the same or multiple Debtors) that are classified under the Plan in the same 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.

15. If any claimant seeks to challenge the allowance of its Claim for voting purposes in accordance with the above procedures, such claimant is directed to serve on counsel for Debtors and file with the Court no later than **4:00 p.m. (Eastern time) on August 15, 2025**, a motion for an order pursuant to Bankruptcy Rule 3018(a) temporarily allowing such Claim in a different amount for purposes of voting to accept or reject the Plan.

16. As to any creditor filing a motion pursuant to Bankruptcy Rule 3018(a), such creditor's Ballot shall not be counted unless temporarily Allowed by the Court for voting purposes after notice and a hearing.

17. If a creditor casts more than one Ballot voting the same claim(s) before the Voting Deadline, the last Ballot received before the Voting Deadline is deemed to reflect the voter's intent and, thus, to supersede any prior Ballots.

18. Creditors with multiple Claims within a particular Class must vote all of their Claims within a particular Class under the Plan either to accept or reject the Plan and may not split their votes, and thus neither (i) any Ballot that partially rejects and partially accepts the Plan nor (ii) any Ballot filed by a creditor with multiple Claims within a Class who votes inconsistently will be counted.

19. Any Ballot that is properly completed, executed and timely returned to the Voting Agent but does not indicate an acceptance or rejection of the Plan or indicates both an acceptance and a rejection of the Plan, shall not be counted.

20. Any Ballot actually received by the Voting Agent after the Voting Deadline shall not be counted unless the Debtors granted an extension of the Voting Deadline with respect to such Ballot.

21. Any Ballot that is illegible or contains insufficient information to permit the identification of the claimant shall not be counted.

22. Any Ballot cast by a person or entity that does not hold a Claim in a Class that is entitled to vote to accept or reject the Plan shall not be counted.

23. Any Ballot cast for a Claim identified as unliquidated, contingent or disputed and for which no proof of claim was timely filed shall not be counted.

24. Any unsigned Ballot or non-originally signed Ballot shall not be counted.

25. Any Ballot sent directly to any of the Debtors, their agents (other than the Voting Agent), or the Debtors' financial or legal advisors or to any party other than the Voting Agent shall not be counted.

26. Any Ballot cast for a Claim that has been disallowed (for voting purposes or otherwise) shall not be counted.

27. Any Ballot transmitted to the Voting Agent by facsimile or other electronic means shall not be counted.

28. The Debtors may reject any and all Ballots the acceptance of which, in the opinion of the Debtors, would not be in accordance with the provisions of the Bankruptcy Code or the Bankruptcy Rules. The Debtors may also waive any defects or irregularities as to any particular Ballot at any time, either before or after the Voting Deadline; *provided, however*, that any such waivers shall be documented in the Balloting Report filed by the Voting Agent with the Bankruptcy Court.

29. None of the Debtors, the Voting Agent or any other person or entity shall be under any duty to provide notification of defects or irregularities with respect to delivered Ballots, nor

shall the Debtors, the Voting Agent or any other person or entity incur any liability for failure to provide such notification.

30. The Voting Agent may disregard any and all defective ballots with no further notice to any other person or entity.

31. The Combined Hearing will be held at **9:30 a.m. (prevailing Eastern time) on September 5, 2025**; *provided, however*, that the Combined Hearing may be adjourned from time to time by the Court or the Debtors without further notice to parties other than an announcement in Court at the Combined Hearing or any adjourned Combined Hearing.

32. The Debtors shall publish the Combined Hearing Notice electronically on the Debtors' case website (https://veritaglobal.net/ontheborder).

33. Objections to confirmation of the Plan, proposed modifications to the Plan or final approval of the Disclosure Statement, if any, must: (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules; (c) state the name and address of the objecting party and the amount and nature of the Claim or Interest of such party; (d) state with particularity the basis and nature of any objection to the Plan; and (e) be filed, together with proof of service, with the Court electronically and served on the parties listed in the Combined Hearing Notice, on or before **4:00 p.m. (prevailing Eastern time) on August 22, 2025**.

34. Objections to confirmation of the Plan not timely filed and served in the manner set forth above may not be considered and may be overruled.

35. No later than **August 26, 2025 at 4:00 p.m. (prevailing Eastern Time)**, the Debtors shall file the Balloting Report.

36. No later than **September 3, 2025 at 4:00 p.m. (prevailing Eastern Time)**, the Debtors shall file any consolidated reply to any objections to the Plan or final approval of the Disclosure Statement.

37. The Debtors shall file any Plan Supplement (as defined in the Plan) on or before **August 15, 2025**, and shall post any such Plan Supplement on the Debtors case website (https://veritaglobal.net/ontheborder).

38. The Debtors shall file a proposed form of Confirmation Order by **August 15, 2025**, and shall post such form of Confirmation Order on the Debtors case website (https://veritaglobal.net/ontheborder).

39. The Debtors are authorized to take or refrain from taking any action and expending such funds necessary or appropriate to implement the terms of and the relief granted in this Order without seeking further order of the Court.

40. The Debtors are authorized to make nonsubstantive changes to the Disclosure Statement, Plan, Ballots, the Combined Hearing Notice, any other notice related to the Plan or Disclosure Statement and all exhibits and appendices to any of the foregoing without further order of the Court, including, without limitation, changes to correct typographical and grammatical errors and to make conforming changes among the Disclosure Statement, the Plan and any other materials in the Solicitation Package prior to their distribution.

41. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a), the Bankruptcy Local Rules for the Northern District of Georgia and the Complex Case Procedures are satisfied by such notice.

42. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

43. Counsel for the Debtors, through Kurtzman Carson Consultants, LLC d/b/a Verita Global, as claims and noticing agent ("Verita"), shall, within three (3) days of the entry of this Order, cause a copy of this Order to be served by electronic mail or first class mail, as applicable, on all parties served with the Motion, and Verita shall file promptly thereafter a certificate of service confirming such service.

[END OF ORDER]

Prepared and presented by:

/s/ Jeffrey R. Dutson
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