

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

In re: § **Chapter 11**
§
SPHERATURE INVESTMENTS LLC, et al., § **Case No. 20-42492**
§
Debtors.¹ § **(Jointly Administered)**

**NOTICE OF COMBINED HEARING AND DEADLINE TO
OBJECT TO DEBTORS' PLAN**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On September 14, 2021, the above-captioned debtors and debtors in possession (collectively, the “Debtors” filed: (a) the *Third Amended Joint Chapter 11 Plan of Spherature Investments LLC and its Debtor Affiliates* (as it may be amended or modified, the “Plan”) [Docket No. 445] and (b) the *Disclosure Statement for the Third Amended Joint Chapter 11 Plan of Spherature Investments LLC and its Debtor Affiliates* (as it may be amended or modified, the “Disclosure Statement”) [Docket No. 446]. On September 12, 2021, the Debtors filed the *Debtors’ Amended Motion for Entry of an Order: (I) Conditionally Approving Disclosure Statement; (II) Establishing Procedures for Solicitation and Tabulation of Votes on Plan; (III) Establishing Procedures for Submission of Topping Bids; (IV) Approving Certain Forms and Notices; (V) Scheduling a Combined Hearing on Final Approval of Disclosure Statement and Confirmation of Plan; and (VI) Granting Related Relief* [Docket No. 435] (the “Motion”).²

2. On September 15, 2021, the United States Bankruptcy Court for the Eastern District of Texas (the “Court”) entered an order [ECF No. 448] (the “Disclosure Statement Order”) that, among other things, authorized the Debtors to solicit votes with regard to the acceptance or rejection of the Debtors’ Chapter 11 Plan.

3. Copies of the Disclosure Statement Order, the Plan, the Disclosure Statement, and other documents and materials included in the Solicitation Package may be obtained by (a) accessing the Debtors’ website at <https://cases.stretto.com/spherature/>, (b) writing to the Debtors’ claims agent at the following address: Team Spherature, 410 Exchange, Suite 100, Irvine, CA 92602, (c) calling the Debtors’ claims agent at (855) 205-7196 (toll-free) or (949) 537-2232 (international), or (d) emailing teamspherature@stretto.com. You may also obtain copies of any pleadings filed in these chapter 11 cases for a fee via PACER at: <http://www.ecf.txeb.uscourts.gov>.

¹ The Debtors in the above-captioned chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Spherature Investments LLC EIN#5471; Rovia, LLC EIN#7705; WorldVentures Marketing Holdings, LLC EIN#3846; WorldVentures Marketplace, LLC EIN#6264; WorldVentures Marketing, LLC EIN#3255; WorldVentures Services, LLC EIN#2220.

² Capitalized terms not otherwise defined in this Notice have the meanings given to them in the Plan or the Motion, as applicable.

4. A hearing to consider approval of the disclosure statement and confirmation of the Plan (the “Combined Hearing”) will be held before the Honorable Brenda T. Rhoades, United States Bankruptcy Judge for the Eastern District of Texas, at Suite 300B, 660 North Central Expressway, Plano, TX 75074, on **October 21, 2021 at 1:30 p.m., prevailing Central Time.** Parties are instructed to dial 1-888-675-2535, use Access No. 4225607 and Security No. 2564, as well as directed to review the instructions contained in the following link for all telephonic hearings before Judge Rhoades: <http://www.txeb.uscourts.gov/content/judgerhoades>. The information can be found by accessing the Court’s webpage at www.txeb.uscourts.gov and choosing “Judge’s Info”, then choosing “Judge Rhoades”, and then choosing “Telephonic Hearing” Tab.

5. Pursuant to the Disclosure Statement Order, the Court approved certain procedures for the solicitation and tabulation of votes to accept or reject the Plan.

- a. Under the terms of the Plan, only holders of Claims in Classes 2, 3, 4, 5, 6, 7, and 8 are entitled to vote on the Plan, as governed by the Voting Procedures.
- b. Under the terms of the Plan, Classes 1, 9, 10, and 11 are **not** entitled to vote on the Plan.
- c. If you are the holder of a claim against the Debtors as of September 13, 2021, in a Class entitled to vote on the Plan (*i.e.*, Classes 2, 3, 4, 5, 6, 7, and 8), you have received with this notice a Solicitation Package. The Solicitation Package provides, among other things, a ballot form (a “Ballot”), voting instructions appropriate for your claim, and an electronic link that includes copies of the Plan and the Disclosure Statement and related solicitation materials.
- d. Voting on the Plan may be done on the Ballot you were provided in the Solicitation Package. Should you desire a physical copy of the documents, you may call undersigned counsel prior to the Voting Deadline, as defined below, and request that a physical copy be sent to you. The deadline to return completed Ballots is **4:00 p.m., Prevailing Central Time, on October 8, 2021** (the “Voting Deadline”). **If you are in a Voting Class, for your vote to be counted, your Ballot must be properly completed, signed, and returned so that it is actually received by Stretto, the notice, claims, and solicitation agent for the Debtors, before the Voting Deadline.** Any failure to follow the voting instructions included with the Ballot or to return a properly completed Ballot so that it is received by the Voting Deadline may disqualify the Ballot.
- e. YOU ARE URGED TO READ CAREFULLY ALL INSTRUCTIONS RECEIVED WITH YOUR SOLICITATION MATERIALS TO ENSURE THAT YOUR BALLOT IS PROPERLY COMPLETED AND TIMELY SUBMITTED.

- f. If you are the holder of a claim against or interest in the Debtors in a Class not entitled to vote on the Plan, you have not received a Solicitation Package. As stated above, however, you may review and obtain copies of the Plan and the Disclosure Statement and other key documents in these chapter 11 cases free of charge on <https://cases.stretto.com/spherature/court-docket>. Alternatively, copies of the Plan and the Disclosure Statement are available upon request to Stretto at the following address or toll-free telephone number: Spherature Ballot Processing, c/o Stretto, 410 Exchange, Suite 100, Irvine, CA 92602; (855) 205-7196.

6. Objections, if any, to approval of the Disclosure Statement or confirmation of the Plan must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the claim of such party; (c) state with particularity the basis and nature of such Objection (and, if practicable, a proposed modification to the Plan that would resolve such Objection); (d) conform to the Bankruptcy Rules, the local rules and any orders of the Court; and (e) be filed with the Court and served on the following parties so that they are received no later than **4:00 p.m., prevailing Central Time, on October 14, 2021**:

- a. counsel to the Debtors, Attn: Marcus A. Helt, Esq. and Jack G. Haake, Esq., McDermott Will & Emery LLP, 2501 North Harwood Street, Suite 1900, Dallas, TX 75201;
- b. the Office of the United States Trustee for the Eastern District of Texas, 110 N. College Ave., Suite 300, Tyler, TX 75702, Attn: William T. Neary, Esq.; and
- c. counsel to the Official Committee of Unsecured Creditors, Attn: Michael D. Warner, Esq., Pachulski Stang Ziehl & Jones LLP, 440 Louisiana Street, Suite 900, Dallas, TX 77002.

7. If you seek to challenge the disallowance of your claim for voting purposes, you must serve on the Debtors and file with the Court a motion for an order pursuant to Federal Rule of Bankruptcy Procedure 3018(a) temporarily allowing such claim in a different Class and/or amount for purposes of voting to accept or reject the Plan by **October 8, 2021**.

8. The Combined Hearing may be continued from time to time without further notice other than an order confirming the adjourned date at the Combined Hearing or any continued hearing.

BINDING NATURE OF THE PLAN

IF CONFIRMED, THE PLAN SHALL BIND ALL HOLDERS OF CLAIMS OR INTERESTS TO THE MAXIMUM EXTENT PERMITTED BY APPLICABLE LAW, WHETHER OR NOT SUCH HOLDER WILL RECEIVE OR RETAIN ANY PROPERTY

OR INTEREST IN PROPERTY UNDER THE PLAN, HAS FILED A PROOF OF CLAIM OR INTEREST IN THE CHAPTER 11 CASES, OR FAILED TO VOTE TO ACCEPT OR REJECT THE PLAN OR VOTE TO REJECT THE PLAN.

RELEASES

ARTICLE IX OF THE PLAN CONTAINS RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS AND A THIRD-PARTY RELEASE. THUS, HOLDERS OF CLAIMS AGAINST THE DEBTORS ARE ADVISED TO REVIEW AND CONSIDER THE PLAN CAREFULLY BECAUSE THEIR RIGHTS MAY BE AFFECTED THEREUNDER.

Dated: September 15, 2021

Respectfully Submitted,

/s/ Marcus A. Helt

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