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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

VICE GROUP HOLDING INC., *et al.*

Debtors.¹

Chapter 11

Case No. 23-10738 (JPM)

(Jointly Administered)

**NOTICE OF DEADLINES
REQUIRING FILING OF PROOFS OF CLAIM**

**TO: ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST
VICE GROUP HOLDING, INC. AND ITS AFFILIATED DEBTORS:**

¹ The Debtors' in these chapter 11 case, along with the last four digits of each Debtors' tax identification number are: Vice Group Holding Inc. (4250); Vice Impact Inc. (9603); Vice Media LLC (5144); Villain LLC (3050); Boy Who Cried Author LLC (6199); Carrot Operations LLC (1596); Carrot Creative LLC (8652); Channel 271 Productions LLC (1637); Clifford Benski, Inc. (9387); Dana Made LLC (1065); Inverness Collective LLC (6542); JT Leroy Holding LLC (7555); PLDM Films LLC (5217); Project Change LLC (2758); R29 Pride, LLC (7011); R29 Productions, LLC (6344); Refinery 29 Inc. (7749); Valvi LLC (6110); Vice Content Development, LLC (5165); Vice Distribution LLC (5515); Vice Europe Holding Limited (N/A); Vice Europe Pulse Holding Limited (N/A); Vice Food LLC (1693); Vice Holding Inc. (2658); Vice International Holding, Inc. (5669); Vice Music Publishing LLC (3022); Vice Payroll LLC (6626); Vice Productions LLC (5399); Vice Project Services LLC (6473); Virtue Worldwide, LLC (7212); Visur LLC (9336); VTV Productions LLC (6854); and Goldie Films, Inc (1241). The location of the Debtors' service address for purposes of these Chapter 11 Cases is: c/o Alix Partners 909 Third Avenue 30th Floor, New York, NY 10022.

On October 23, 2023, the United States Bankruptcy Court for the Southern District of New York (the "Court") entered an order [Docket No. 534] (the "Bar Date Order") establishing certain deadlines for the filing of proofs of claim in the chapter 11 cases of the above-captioned debtors and debtors in possession (each a "Debtor" and collectively, the "Debtors"). A list of all of the Debtors and their respective case numbers is attached hereto as **Exhibit A**.

By the Bar Date Order, the Court established **November 24, 2023 at 5:00 p.m.**, Eastern Time (the "General Bar Date"), as the general claims bar date for filing proofs of claim in the Debtors' cases. As described below, the Bar Date Order also establishes different bar dates for other categories of claims. Among other exceptions described below, the General Bar Date does not apply to claims of any governmental unit (as defined in section 101(27) of title 11 of the United States Code (the "Bankruptcy Code")).

As used in this Notice , the term "claim" means, as to or against any of the Debtors and in accordance with section 101(5) of the Bankruptcy Code: (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable

remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

1. THE BAR DATES

The Bar Date Order establishes the following bar dates for filing proofs of Claim in these cases (collectively, the "Bar Dates"):

(a) **The General Bar Date.** Pursuant to the Bar Date Order, except as described below, any holder of a claim against the Debtors that arose or is deemed to have arisen prior to the commencement of these cases is required to file proofs of claim by the General Claims Bar Date (*i.e.*, by **November 24, 2023 at 5:00 p.m., Eastern Time**). These cases were commenced on May 15, 2023 (the "Petition Date"). The General Bar Date applies to all types of claims against the Debtors that arose prior to the Petition Date, including secured claims, unsecured priority claims (including, without limitation, claims entitled to priority under sections 507(a)(4), 507(a)(5), and 503(b)(9) of the Bankruptcy Code) and unsecured nonpriority claims.

(b) **The Rejection Claims Bar Date.** Pursuant to the Bar Date Order, any person or entity that holds a claim arising from or relating to the rejection of an executory contract or unexpired lease, in accordance with section 365 of the Bankruptcy Code or any order of the Court (including any order confirming a chapter 11 plan) authorizing the rejection of an executory contract or unexpired lease (any such order, a "Rejection Order"), or claims otherwise related to such rejected agreements (the "Rejection Damage Claims"), is required to file proofs of claim by the later of (a) the General Bar Date or (b) the date that is thirty (30) days after entry of the applicable Rejection Order (the "Rejection Claims Bar Date"). For the avoidance of doubt, all prepetition and postpetition claims of any kind or nature relating to executory contracts or unexpired leases rejected pursuant to a Rejection Order, including, without limitation, claims entitled to administrative expense priority under section 503(b) of the Bankruptcy Code, must be filed by the Rejection Claims Bar Date.

(c) **The Amended Schedules Bar Date.** Pursuant to the Bar Date Order, if subsequent to the date of this Notice, a Debtor amends or supplements its Schedules, the affected claimant is required to file a proof of claim or amend any previously filed proof of claim in respect of the amended scheduled claim on or before the later of (i) the General Bar Date or (ii) 5:00 p.m., Eastern Time,

on the date that is thirty (30) calendar days after the date that notice of the applicable amendment or supplement to the Schedules is served on the claimant (the "Amended Schedules Bar Date").

(d) **The Governmental Bar Date.** Pursuant to the Bar Date Order, all governmental units holding claims against the Debtors that arose or are deemed to have arisen prior to the Petition Date (including secured claims, unsecured priority claims and unsecured nonpriority claims) are required to file proofs of claim by **January 16, 2024 at 5:00 p.m., Prevailing Eastern Time** (the "Governmental Bar Date").

2. WHO MUST FILE A PROOF OF CLAIM

Unless one of the exceptions described in Section 5 below applies, proofs of claim **MUST** be timely filed as provided for herein if you want to vote on a chapter 11 plan or share in distributions from the Debtors' bankruptcy estates. Claims based on acts or omissions of the Debtors that occurred before the Petition Date must be filed on or prior to the applicable Bar Date even if such claims are not now fixed, liquidated, or certain or did not mature or become fixed, liquidated, or certain before the Petition Date.

Except where the Rejection Claims Bar Date, the Amended Schedules Bar Date, or the Governmental Bar Date apply to establish a different deadline or one of the exceptions in Section 5 applies, proofs of claim must be filed on or before the General Bar Date as to the following types of claims:

- (a) claims against a Debtor that are (i) not listed in the applicable Debtor's Schedules or are listed in the applicable Debtor's Schedules as "disputed," "contingent," or "unliquidated" and (ii) the holder of such claim(s) desires to share in any distribution to creditors in these Chapter 11 Cases;
- (b) prepetition claims that the holder of such claims believes are improperly classified in the Schedules or are listed in an incorrect amount and the holder of such claim(s) desires to have its claim(s) allowed in a classification or amount other than that identified in the Schedules;
- (c) prepetition claims listed in the Schedules where the holder of such claim believes it is not an obligation of the specific Debtor against which the claim is listed and desires to have its claim allowed against a Debtor other than as identified in the Schedules; and

- (d) any claim against a Debtor that is or may be an administrative expense pursuant to section 503(b)(9) of the Bankruptcy Code.

3. WHAT TO FILE

The Debtors are enclosing a proof of claim form for use in these Chapter 11 Cases. If your claim is scheduled by the Debtors, the enclosed proof of claim form also sets forth: (a) the amount of your claim (if any) as scheduled by the Debtors; (b) the identity of the Debtor against which your claim is scheduled; (c) whether your claim is scheduled as disputed, contingent or unliquidated; and (d) whether your claim is scheduled as a secured claim, an unsecured priority claim, or an unsecured nonpriority claim. You will receive a different proof of claim form for each claim scheduled in your name by the Debtors. Your filed proof of claim must conform substantially to Official Form No. 410; you may utilize the proof of claim form(s) provided by the Debtors to file your claim. Additional proof of claim forms may be obtained at: <https://cases.stretto.com/vice/> under the link entitled "File A Claim."

All proof of claim forms must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. It must be written in English and be denominated in United States currency. You should attach to your completed proof of claim any documents on which the claim is based (if voluminous, attach a summary) or an explanation as to why the documents are not available.

Except as set forth in any other order of the Court, any holder of a claim against more than one Debtor or that has multiple claims against different Debtors must file a separate proof of claim with respect to each such Debtor. In addition, proofs of claim must identify on their face the specific Debtor against which the claim is asserted. A list of the Debtors, together with their respective case numbers, is set forth on **Exhibit A** attached hereto. Any claim filed only in the lead case (Vice Group Holding, Inc., Case No. 23-10738) or that otherwise fails to identify a specific Debtor shall be deemed as filed only against Debtor Vice Group Holding, Inc.

Your proof of claim form must **not** contain complete social security numbers or taxpayer identification numbers (only the last four digits), a complete birth date (only the year), the name of a minor (only the minor's initials) or a complete financial account number (only the last four digits of such financial account).

4. WHEN AND WHERE TO FILE

All proofs of claim must be submitted using one of the methods identified below so as to be received on or before the applicable Bar Date, at one of the following addresses:

IF BY MAIL, DELIVERY, OR DELIVERED BY HAND:	IF DELIVERED BY HAND:	IF FILED ELECTRONICALLY:
Vice Group Holding Inc., et al Claims Processing c/o Stretto 410 Exchange, Suite 100 Irvine, CA 92602 Case Hotline: Toll-Free: 855.620.5725 International: 949.620.1618	Vice Group Holding, Inc. <i>et al.</i> , Claims Processing, c/o Stretto, 410 Exchange, Suite 100, Irvine, CA 92602 or United States Bankruptcy Court, Southern District of New York One Bowling Green, Room 501 New York, NY 10004-1408	“File A Claim” link on the Debtors’ case website, https://cases.stretto.com/vice/

Neither Stretto nor the Court will accept a Proof of Claim sent by facsimile or e-mail.

5. CLAIMS FOR WHICH PROOFS OF CLAIM NEED NOT BE FILED

You do ***not*** need to file a proof of claim in respect of a claim on or prior to the Bar Dates if the claim falls into one of the following categories:

- (a) Any claim that has already been asserted in a proof of claim against the applicable Debtor(s) with the Clerk of the Bankruptcy Court for the Southern District of New York of the claims agent appointed in these Chapter 11 Cases, in a form substantially similar to Official Bankruptcy Form No. 410;
- (b) Any claim that is listed on the Schedules filed by the Debtors, provided that (i) the claim is not scheduled as “disputed,” “contingent,” or “unliquidated” and (ii) the claimant does not disagree with the amount, nature and priority of the claim as set forth in the Schedules; and (iii) such claimant does not dispute that its claim is an obligation only of the specific Debtor against which the claim is listed in the Schedules;
- (c) Any claim that previously has been allowed by order of the Court;

- (d) Any claim for which a creditor is otherwise not required to file a proof of claim on account of such claim by order of this Court;
- (e) Any claim that has been paid in full by any of the Debtors (or any other party) in accordance with the Bankruptcy Code or an order of this Court;
- (f) Any claim for which a different filing deadline has previously been fixed by this Court;
- (g) Any claim by a Debtor against another Debtor;
- (h) Any claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration (other than claims entitled to priority under section 503(b)(9) of the Bankruptcy Code);
- (i) the DIP Secured Parties, on account of claims arising under the DIP Loan Documents, and the Prepetition Secured Parties, on account of claims arising under the Prepetition Term Loan Documents;²
- (j) Any counterparty to an executory contract or unexpired lease whose contract or lease is assumed or assumed and assigned by the Debtors, solely with respect to claims arising under such contract or lease or any related agreements.
- (k) Any holders of the (i) Initial Subordinated Notes, (ii) Series B Senior Subordinated Notes, (iii) Series B Senior Subordinated Notes, (iv) Series C Senior Subordinated Notes, (v) Series C Senior Subordinated Notes, (vi) Series D Senior Subordinated Notes, (vii) Series E Senior Subordinated Notes, (viii) Series F Senior Subordinated Notes, (ix) Series G Senior Subordinated Notes, (x) Series G Senior Subordinated Notes, (xi) Series H Senior Subordinated Notes and (xii) Series H Senior Subordinated Notes need not file proofs of claim, provided that if the Debtors file amended schedules that modify the amount or description of the Senior Subordinated Notes, the Holders shall be afforded an opportunity to file proofs of claim.

² Capitalized terms used in this paragraph 9(g) but not otherwise defined herein shall have the meanings ascribed to such terms in the *Final Order (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens And Superpriority Claims, (III) Modifying The Automatic Stay, (IV) Granting Adequate Protection To Prepetition Secured Parties, And (V) Granting Related Relief* [Docket No. 138].

If you are a holder of an equity interest in the Debtors, you need not file a proof of interest with respect to the ownership of such equity interest at this time. However, if you assert a claim against the Debtors, including a claim relating to such equity interest or the purchase or sale of such interest, a proof of such claim must be filed on or prior to the General Bar Date pursuant to procedure set forth in this Notice.

This Notice is being sent to many persons and entities that have had some relationship with or have done business with any of the Debtors *but may not* have an unpaid claim against the Debtors. The fact that you have received this Notice does not mean that you have a claim or that the Debtors or the Court believe that you have a claim against any of the Debtors.

6. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

As described in Section 1 above, the holder of a Rejection Damage Claim (as that term is defined above) must file a proof of claim for any prepetition or postpetition damages caused by such rejection or any other prepetition or postpetition claims of any kind or nature whatsoever relating to the rejected agreement, by the Rejection Claims Bar Date.

7. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE

ANY HOLDER OF A CLAIM THAT IS NOT EXEMPTED FROM THE REQUIREMENTS OF THIS ORDER, AS SET FORTH IN SECTION 5 ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR THE PURPOSES OF VOTING ON ANY PLAN OF REORGANIZATION OR LIQUIDATION FILED IN THESE CASES AND PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CASES ON ACCOUNT OF SUCH CLAIM.

8. THE DEBTORS' SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors' Schedules, which can be accessed on the case website (<https://cases.stretto.com/vice/>). To determine if and how you are listed on the Schedules, please refer to the descriptions set forth on the enclosed proof of claim form(s) regarding the nature, amount, and status of your claim(s). If you received postpetition payments from the Debtors (as authorized by the Court) on account of your claim, the information on the enclosed proof of claim form may reflect the net remaining amount of your claims. If the Debtors believe that you may hold claims against more than one Debtor, you will receive multiple proof of claim forms, each of

which will reflect the nature and amount of your claim against one Debtor, as listed in the Schedules.

If you rely on the Debtors' Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules. If you agree with the nature, amount, and status of your claim as listed in the Debtors' Schedules, and if you do not dispute that your claim is only against the Debtor specified by the Debtors in the Schedules, and if your claim is not described in the Schedules as "disputed," "contingent," or "unliquidated," you need not file a proof of claim. Otherwise, or if you decide to file a proof of claim, you must do so before the applicable Bar Date in accordance with the procedures set forth in this Notice.

9. RESERVATION OF RIGHTS

The Debtors reserve the right to (a) dispute, or to assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedules as to nature, amount, liability, priority, classification, or otherwise; (b) subsequently designate any scheduled claim as disputed, contingent, or unliquidated; and (c) otherwise amend or supplement the Schedules. Nothing contained in this Notice shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any grounds.

10. ADDITIONAL INFORMATION

Copies of the Debtors' Schedules are available for inspection on the Court's website at www.nysb.uscourts.gov. A login and password to the Court's Public Access to Court Electronic Records ("PACER") is required to access this information and can be obtained through the PACER Service Center at www.pacer.gov. Copies of the Schedules may also be examined between the hours of 9:00 a.m. and 4:30 p.m, Monday through Friday, at the Office of the Clerk of the Bankruptcy Court, One Bowling Green, Room 534, New York, New York 10004. Copies of the Debtors' Schedules are also available for inspection at no cost on the Debtors' case website at <https://cases.stretto.com/vice/>.

A holder of a possible claim against the Debtors should consult an attorney regarding any matters not covered by this notice, such as whether the holder should file a proof of claim.

Dated: New York, New York
October 23, 2023

BY ORDER OF THE COURT

EXHIBIT A

SCHEDULE OF DEBTORS

NAME OF DEBTOR	CASE NUMBER:
Vice Group Holding, Inc. (LEAD)	23-10738
Vice Impact, Inc.	23-10736
Vice Media LLC	23-10737
Villain LLC	23-10739
Boy Who Cried Author LLC	23-10740
Carrot Operations LLC	23-10741
Carrot Creative LLC	23-10742
Channel 271 Productions LLC	23-10743
Clifford Benski Inc.	23-10744
Dana Made LLC	23-10745
Inverness Collective LLC	23-10746
JT Leroy Holding LLC	23-10747
PLDM Films LLC	23-10748
Project Change LLC	23-10749
R29 Pride, LLC	23-10750
R29 Productions, LLC	23-10751
Refinery 29 Inc.	23-10752
Valvi LLC	23-10753
Vice Content Development LLC	23-10754
Vice Distribution LLC	23-10755
Vice Europe Holding Limited	23-10756
Vice Europe Pulse Holding Limited	23-10757
Vice Food LLC	23-10758
Vice Holding Inc.	23-10759
Vice International Holding Inc.	23-10760
Vice Music Publishing LLC	23-10761
Vice Payroll LLC	23-10762
Vice Productions LLC	23-10763
Vice Project Services LLC	23-10764
Virtue Worldwide, LLC	23-10765
Visur LLC	23-10766

VTV Productions, LLC	23-10767
Goldie Films, Inc.	23-10866