

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re

SC HEALTHCARE HOLDING, LLC *et al.*,

Debtors.¹

Chapter 11

Case No. 24-10443 (TMH)

Jointly Administered

Objection Deadline: May 15, 2024 at 4:00 p.m. (ET)

Hearing Date: May 22, 2024 at 10:00 a.m. (ET)

DEBTORS' MOTION FOR AN ORDER
ESTABLISHING BAR DATES FOR FILING PROOFS OF CLAIM
AND APPROVING THE FORM AND MANNER OF NOTICE THEREOF

The above-captioned debtors and debtors in possession (each, a "Debtor" and, collectively, the "Debtors") respectfully state as follows in support of this motion (this "Motion"):

RELIEF REQUESTED

1. By this Motion, pursuant to sections 501, 502, and 1111(a) of title 11 of the United States Code, 11 U.S.C. § 101–1532 (the "Bankruptcy Code"), Rules 2002 and 3003(c)(3) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 2002-1(e) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"), the Debtors request entry of an order, substantially in the form annexed hereto as **Exhibit A** (the "Proposed Order"), establishing deadlines for filing Proofs of Claim (as defined below) in the above-captioned chapter 11 cases (these "Chapter 11 Cases") and approving the form and manner of notice thereof. The proposed deadlines are as follows:

¹ The last four digits of SC Healthcare Holding, LLC's tax identification number are 2584. The mailing address for SC Healthcare Holding, LLC is c/o Petersen Health Care Management, LLC 830 West Trailcreek Dr., Peoria, IL 61614. Due to the large number of debtors in these Chapter 11 Cases, whose cases are being jointly administered, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information is available on a website of the Debtors' claims and noticing agent at www.kccllc.net/Petersen.



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- a. The date that is thirty (30) days after the Service Date (defined below) (the “General Bar Date”), as the deadline for all persons and entities (excluding governmental units as defined in section 101(27) of the Bankruptcy Code) holding a claim against the Debtors to file a Proof of Claim in these Chapter 11 Cases;
- b. September 16, 2024 at 4:00 p.m. (Prevailing Eastern Time) (the “Governmental Unit Bar Date”), as the deadline for each governmental unit (as defined in section 101(27) of the Bankruptcy Code) (“Governmental Units”) holding claims against the Debtors to file a Proof of Claim in these Chapter 11 Cases;
- c. Except where a claim has been included in the Debtors’ schedules of assets and liabilities and statements of financial affairs (collectively, the “Schedules”) as disputed, contingent, or unliquidated,² the later of (i) the applicable Bar Date or (ii) 4:00 p.m. (Prevailing Eastern time) on the date that is twenty-one (21) days after service of a notice on an affected claimant of an amendment or supplement to the Schedules that is filed after the Service Date (as defined below) and that (a) changes the amount, nature or characterization of such claimant’s claim, or (b) adds a new claim with respect to such claimant to the Schedules and the affected claimant does not agree with the amount, nature, classification, or characterization of such claim (the “Amended Schedule Bar Date”), as the deadline for filing a Proof of Claim with respect to such amended claim;³ and
- d. Except as otherwise set forth in any order authorizing the rejection of an executory contract or an unexpired lease, the later of (i) the General Bar Date or (ii) thirty (30) days after the date of service of a Court order authorizing such rejection (the “Rejection Bar Date” and, collectively with the aforementioned bar dates, the “Bar Dates”), as the deadline by which a Proof of Claim relating to the Debtors’ rejection of such contract or lease must be filed.

JURISDICTION AND VENUE

2. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing*

² The General Bar Date applies to all such disputed, contingent, or unliquidated claims.

³ The imposition of the Amended Schedule Bar Date is consistent with Local Rule 1009-2, which provides a claimant with twenty-one (21) days to file a Proof of Claim after the date that notice of the applicable amendment is served on such claimant.

Order of Reference from the United States District Court for the District of Delaware, dated February 29, 2012 (the “Amended Standing Order”). Pursuant to Local Rule 9013-1(f), the Debtors consent to the entry of a final order by the Court in connection with this Application if it is determined that the Court would lack Article III jurisdiction to enter such final judgment or order absent consent of the parties.

3. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

4. The statutory bases for the relief requested herein are sections 501, 502, and 1111(a) of the Bankruptcy Code, Bankruptcy Rules 2002 and 3003(c)(3), and Local Rule 2002-1(e).

BACKGROUND

5. On March 20, 2024 (the “Petition Date”), the Debtors each commenced with the Court the Chapter 11 Cases under the Bankruptcy Code. The Debtors, with the exception of some inactive entities, are authorized to operate their businesses and manage their properties as debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

6. On April 9, 2024, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed the official committee of unsecured creditors [Docket No. 131] (the “Committee”). On April 16, 2024, the U.S. Trustee appointed a patient care ombudsman [Docket No. 160] (the “Patient Care Ombudsman”) in these Chapter 11 Cases. No trustee or examiner has been appointed in these Chapter 11 Cases.

7. The factual background regarding the Debtors, including their business operations, capital and debt structure, and the events leading to the filing of these Chapter 11 Cases, is set

forth in more detail in the *Declaration of David R. Campbell in Support of the Debtors' Chapter 11 Petitions and First Day Pleadings* [Docket No. 44] (the "First Day Declaration").⁴

ESTABLISHMENT OF BAR DATES

8. The Debtors submit that the notice period provided by the Bar Dates is more than sufficient to comply with the Bankruptcy Rules in light of the proposed notice procedures provided therein. Bankruptcy Rule 3001(c)(3) generally governs the filing of proofs of claim in a chapter 11 case and provides, in relevant part: "[t]he court shall fix and for cause shown may extend the time within which proofs of claims or interest may be filed." Fed. R. Bankr. P. 3003(c)(3). Although Bankruptcy Code 2002(a)(7) generally provides that all parties in interest must receive, at a minimum, twenty-one (21) days' notice of the time fixed for filing proofs of claim pursuant to Bankruptcy Rule 3003(c), neither the Bankruptcy Code, the Bankruptcy Rules, nor the Local Rules specify a time by which proofs of claims must be filed in chapter 11 cases, other than section 502(b)(9) of the Bankruptcy Code, which provides that governmental units shall have a minimum of 180 days after the entry of the order for relief of files proofs of claim.

9. Here, the Debtors propose to allow at least thirty (30) days' notice of each of the General Bar Date, Governmental Unit Bar Date, Amended Schedule Bar Date, and the Rejection Bar Date. The Debtors respectfully submit that the proposed Bar Dates and the procedures set forth below will give the Debtors' creditors adequate notice and ample opportunity to prepare and file Proofs of Claim in these Chapter 11 Cases.

10. **General Bar Date.** Bankruptcy Rule 3003(c)(3) requires that the Court fix a time within which proofs of claim must be filed. The Debtors anticipate that, through their claims agent, Kurtzman Carson Consultants LLC ("KCC"), they will provide notice of the Bar Dates,

⁴ Capitalized terms not otherwise defined shall have the meaning ascribed in the First Day Declaration.

substantially in the form attached hereto as **Exhibit B** (the “Bar Date Notice”), together with a proof of claim form, substantially in the form attached hereto as **Exhibit C** (a “Proof of Claim”),⁵ by first-class United States mail, postage prepaid, to all known entities holding potential claims against the Debtors. The date on which the Debtors actually serve the Bar Date Notice and Proof of Claim form, which shall be no earlier than the fifth business day following the later of (a) the date the Debtors file their Schedules with this Court, and (b) the date of entry of the Proposed Order, is referred to herein as the “Service Date.” The Debtors request that the Court permit the Debtors to designate the General Bar Date as the date that is thirty (30) calendar days after the Service Date.

11. The Debtors also propose that the filing of a Proof of Claim be deemed to satisfy the procedural requirements for the assertion of administrative priority claims under section 503(b)(9) of the Bankruptcy Code (which, despite their administrative priority status, are prepetition claims); *provided, however*, that all other administrative claims under section 503(b) of the Bankruptcy Code must be made by separate requests for payment in accordance with section 503(a) of the Bankruptcy Code and will not be deemed proper if made by Proof of Claim.

12. **Governmental Unit Bar Date.** Section 502(b)(9) of the Bankruptcy Code provides, in relevant part, that “[a] claim of a governmental unit shall be timely filed if it is filed before 180 days after the date of the order for relief or such later time as the [Bankruptcy Rules or a court order] may provide” 11 U.S.C. § 502(b)(9). Accordingly, the Debtors propose to establish September 16, 2024 at 4:00 p.m. (Prevailing Eastern Time) as the deadline for all Governmental Units to file Proofs of Claim against the Debtors in these Chapter 11 Cases. The Governmental Unit Bar Date would apply to all Governmental Units holding claims against the

⁵ The Proof of Claim form substantially adheres to the form of Official Bankruptcy Form B10 but has been slightly modified to accommodate the particular circumstances of these Chapter 11 Cases.

Debtors (whether secured, unsecured priority, or unsecured nonpriority) that arose prior to the Petition Date, including Governmental Units with claims against the Debtors for unpaid taxes, whether such claims arise from (a) prepetition tax years or periods or (b) prepetition transactions to which the Debtors were a party. All Governmental Units holding such claims against the Debtors would be required to file Proofs of Claim so that such Proofs of Claim are actually received by KCC on or before the Governmental Unit Bar Date.

13. **Amended Schedule Bar Date.** The Debtors have the right to: (a) dispute, or assert offsets or defenses against, any filed claim or any claims listed or reflected in the Schedules as to nature, amount, liability, characterization, or otherwise; (b) subsequently designate any claim as disputed, contingent, or unliquidated; or (c) otherwise amend or supplement the Schedules.

14. If the Debtors amend or supplement their Schedules after the Service Date to (i) change the amount, nature, classification, or characterization of a claim, or (ii) add a new claim to the Schedules, and the affected claimant does not agree with the amount, nature, classification, or characterization of such claim, the Debtors request that the Court establish the later of (i) the General Bar Date or the Governmental Bar Date, as applicable, and (ii) 4:00 p.m. (Prevailing Eastern Time) on the date that is twenty-one (21) calendar days from the date on which the Debtors provide notice of the previously unfiled Schedule or amendment or supplement to the Schedules (which notice will include a reference to the Amended Schedules Bar Date) as the deadline on or before which claimants holding claims affected by such filing, amendment, or supplement must file Proofs of Claim with respect to such claim, so that such Proofs of Claim are actually received by KCC on or before the Amended Schedules Bar Date. Notwithstanding the foregoing, nothing contained herein shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any grounds.

15. **Rejection Bar Date.** The Debtors anticipate that certain persons or entities may assert claims (“Rejection Damages Claims”) in connection with the Debtors’ rejection of executory contracts or unexpired leases pursuant to section 365 of the Bankruptcy Code. The Debtors propose that the Court establish the Rejection Bar Date as the deadline for filing Proofs of Claim for any Rejection Damages Claims. The Debtors request the Court establish the later of (i) the General Bar Date or the Governmental Bar Date, as applicable, and (ii) 4:00 p.m. (Prevailing Eastern Time) on the date that is thirty (30) calendar days following service of an order approving the rejection of any executory contract or unexpired lease of the Debtors as the deadline on or before which claimants holding claims for damages arising from such rejection must file Proofs of Claim with respect to such rejection, so that such Proofs of Claim are actually received by KCC on or before the Rejection Damages Bar Date. Notwithstanding the foregoing, a party to an executory contract or unexpired lease that asserts a claim on account of unpaid amounts accrued and outstanding as of the Petition Date pursuant to such executory contract or unexpired lease (other than a Rejection Damages Claim) must file a Proof of Claim for such amounts on or before the applicable Bar Date.

PARTIES REQUIRED TO FILE PROOFS OF CLAIM

16. The Proposed Order provides that each person or entity (including, without limitation, each individual, partnership, joint venture, limited liability company, corporation, estate, trust, or governmental unit) asserting a claim against one or more of the Debtors is required to file a Proof of Claim in the bankruptcy case of each Debtor against which a claim is asserted. Each proof of claim form must substantially comply with Official Bankruptcy Form 10, and must be actually received on or before the Bar Date associated with such claim by KCC, the Court-approved claims and noticing agent in these Chapter 11 Cases. Proofs of Claim must be sent (a)

by first-class mail, overnight courier, or hand-delivery to KCC or (b) electronically by submitting a Proof of Claim through KCC's website, www.kccllc.net/Petersen. **Proofs of Claim will be deemed timely filed only if they are actually received by KCC on or before the applicable Bar Date.**

PARTIES NOT REQUIRED TO FILE PROOFS OF CLAIM

17. The Debtors propose that the following persons or entities **not be required** to file Proofs of Claim:

- a. any person or entity that has already properly filed a Proof of Claim against the correct Debtor(s) with either KCC or the Clerk of the Court for the United States Bankruptcy Court for the District of Delaware;
- b. any person or entity: (i) whose claim is listed in the Schedules or any amendments thereto; (ii) whose claim is not described therein as "disputed," "contingent," or "unliquidated"; (iii) who does not dispute the amount or characterization of its claim as set forth in the Schedules; and (iv) who agrees that the claim is an obligation of the specific Debtor that listed the claim on its schedules;
- c. professionals retained by the Debtors and the Committee, pursuant to orders of the Court that assert administrative claims for fees and expenses subject to the Court's approval pursuant to sections 330, 331, and 503(b) of the Bankruptcy Code;
- d. any claim asserting administrative priority and arising in the ordinary course of business after the Petition Date (but not, for the avoidance of doubt, claims asserting priority pursuant to section 503(b)(9) of the Bankruptcy Code, which must be filed on or before the General Bar Date);
- e. current officers and directors of the Debtors who assert claims for indemnification and/or contribution arising as a result of such officers' or directors' prepetition or post-petition services to the Debtors;
- f. any Debtor asserting a claim against another Debtor;
- g. any person or entity whose claim against the Debtor(s) has been allowed by an order of the Court, entered on or before the Bar Dates;
- h. any person or entity who has been exempted from the requirement to file a Proof of Claim by another order entered in these Chapter 11 Cases;

- i. any person or entity whose claim has been satisfied in full prior to the applicable Bar Date;
- j. any person or entity holding a claim payable to the Court or U.S. Trustee pursuant to 28 U.S.C. § 1930;
- k. any claim held by the DIP Lender⁶ on account of claims arising under the DIP Documents; provided that (x) the relevant administrative agent, registrar, paying agent, loan or collateral agent, or any other entity serving in a similar capacity however designated (each, a “Debt Agent”) under the applicable DIP Documents may file a single master Proof of Claim, on or before the applicable Bar Date, against each Debtor obligated under the applicable DIP Documents on account of all applicable Debt Claims,⁷ and (y) any holder of a Debt Claim under the DIP Documents may file a single master Proof of Claim on account of its Debt Claims against each Debtor obligated under the applicable DIP Documents, in each case, which shall be filed against the debtor in the lead case, *In SC Healthcare Holding, LLC, et al.*, No. 24-10443 (TMH), without the need for further designation by such party, and shall be deemed filed as against each such Debtor identified therein; *provided, however*, that any holder of a Debt Claim wishing to assert a claim arising out of or relating to the DIP Documents other than a Debt Claim must file a Proof of Claim (which may be filed as a master Proof of Claim against each Debtor obligated under the applicable DIP Document as described in the preceding proviso) with respect to such claim on or before the applicable Bar Date, unless another exception identified herein applies; *provided, further*, that in lieu of attaching voluminous documentation, including documentation for compliance with Bankruptcy Rule 3001(d), such parties may include a summary of the operative documents with respect to the Debt Claims; and
- l. any holder of a claim for any fees, expenses, or other obligations arising under any interim or final order approving the Debtors’ use of cash collateral (if any).

⁶ Capitalized terms used by not defined in this Paragraph 18(k) shall have the meanings set forth in the *Debtors Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Granting Security Interests and Superpriority Administrative Expense Status, (III) Granting Adequate Protection to Certain Prepetition Secured Credit Parties, (IV) Modifying the Automatic Stay, (V) Authorizing the Debtors to Enter into Agreements with JMB Capital Partners Lending, LLC, (VI) Authorizing Non-Consensual Use of Cash Collateral, (VII) Scheduling a Final Hearing, and (VIII) Granting Related Relief* (the “DIP Motion”).

⁷ “Debt Claims” means any claims limited exclusively to the repayment of principal, interest, fees, expenses, and any other amounts arising under or in connection with the DIP Documents.

NO REQUIREMENT TO FILE PROOFS OF INTEREST

18. Any entity holding any interest in any Debtor (an “Interest Holder”), which interest is based solely upon the ownership of common stock in the corporation or other equity securities (as defined in section 101(16) of the Bankruptcy Code), warrants, or rights to purchase, sell, or subscribe to such a security or interest (any such security or interest being referred to herein as an “Interest”) need not file a proof of interest on or before the General Bar Date; *provided, however*, that Interest Holders that wish to assert *claims* against any of the Debtors that arise out of or relate to the ownership or purchase of an Interest, including claims arising out of or relating to the sale, issuance, or distribution of an Interest, must file Proofs of Claim on or before the General Bar Date, unless one of the exceptions enumerated in the preceding paragraph 17 applies.⁸

REQUIREMENTS FOR PREPARING AND FILING PROOFS OF CLAIM

19. The Debtors have prepared, and request that the Court approve, the Proof of Claim form (the “Proof of Claim Form”) attached as Exhibit C hereto. The Proof of Claim Form substantially conforms to the Official Form 410, but is slightly tailored to these Chapter 11 Cases.⁹

20. With respect to preparing and filing a Proof of Claim, the Debtors propose that each Proof of Claim be required to conform to the following:

- a. Proofs of Claim must substantially conform to the Proof of Claim Form attached as Exhibit 1 to the Proposed Order or Official Form 410;
- b. Proofs of Claim must (i) be written in the English language; (ii) be denominated in lawful currency of the United States as of the Petition Date (using the exchange rate, if applicable, as of the Petition Date); (iii) by using the appendix to the Proof

⁸ The Debtors reserve the right to seek the establishment of a bar date for the filing of proofs of interest at a later date.

⁹ Official Form 410 can be found at <https://www.uscourts.gov/forms/bankruptcy-forms>, the Official Website for the United States Bankruptcy Courts. A customized Proof of Claim Form also can be obtained on the website established in these chapter 11 cases, <https://www.kccllc.net/Petersen>. The modifications to Official Form 410 proposed by the Debtors include, without limitation: (a) adding an exhibit for selection of the Debtor against whom a claim is asserted; (b) allowing creditors to assert 503(b)(9) claims; and (c) adding certain instructions.

of Claim Form, specify by name and case number the Debtor against which the claim is filed; (iv) set forth with specificity the legal and factual basis for the alleged claim; (v) include supporting documentation for the claim or an explanation as to why such documentation is not available; and (vi) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant under penalty of perjury;

- c. To be properly filed, a Proof of Claim must be filed against the specific Debtor against which the claimant holds or asserts a claim. For example, if a claimant holds or asserts a claim against SC Healthcare Holding, LLC, the Proof of Claim must specify SC Healthcare Holding, LLC. If a claimant wishes to assert a claim against multiple Debtors, separate Proofs of Claim must be filed against each applicable Debtor;
- d. Proofs of Claim must be filed (i) electronically through the website of the Debtors' claims and noticing agent, KCC, using the interface available on such website located at <https://www.kccllc.net/petersen> under the link entitled "Submit Electronic Proof of Claim (ePOC)" (the "Electronic Filing System") or (ii) by delivering the original Proof of Claim form by hand, or mailing the original Proof of Claim form, on or before the applicable Bar Date as follows, if by mail:

**SC Healthcare Holding, LLC et al., Claims Processing Center
c/o Kurtzman Carson Consultants LLC
222 N. Pacific Coast Highway, Suite 300
El Segundo, California 90245**

- e. A Proof of Claim shall be deemed timely filed only if it **actually is received** by KCC as set forth in subparagraph (d) above, in each case, on or before the applicable Bar Date; and

Except with respect to the electronic filing system described above, KCC will not accept Proofs of Claim sent by facsimile, telecopy, email, or other electronic submission, and such claims will not be deemed to be properly or timely filed claims.

FILING CLAIMS AGAINST MULTIPLE DEBTORS

21. The Debtors propose that any person or entity asserting claims against more than one Debtor must file a separate Proof of Claim with respect to each such Debtor on or before the applicable Bar Date.¹⁰

¹⁰ The Debtors request authority (without obligation) to agree to a request by any claimant that a Proof of Claim be filed against more than one Debtor if the Proof of Claim clearly identifies the Debtors and the liabilities of each.

EFFECT OF FAILURE TO FILE PROOF OF CLAIM

22. The Debtors propose that, pursuant to Bankruptcy Rule 3003(c)(2), any person entity that is required to file a timely Proof of Claim in the form and manner specified by the Proposed Order and that fails to do so on or before the Bar Date associated with such claim shall (i) shall not be treated as a creditor with respect to such claim for purposes of voting on a chapter 11 plan and distribution in these Chapter 11 Cases on account of such claim; and (ii) forever shall be barred, estopped, and enjoined from asserting such claim against each of the Debtors, their estates, and their property (or filing a Proof of Claim with respect thereto).

23. Without limiting the foregoing sentence, the Debtors request that any creditor asserting a claim entitled to priority pursuant to section 503(b)(9) of the Bankruptcy Code who fails to file a Proof of Claim in accordance with the Procedures set forth herein not be entitled to any priority treatment on account of such claim pursuant to section 503(b)(9) of the Bankruptcy Code.

**PROPOSED PROCEDURES FOR PROVIDING NOTICE OF
THE BAR DATE AND PROCEDURES FOR FILING PROOFS OF CLAIM**

24. The Debtors intend to provide notice of the Bar Dates on the Service Date by mailing a copy of the Bar Date Notice, together with the Proof of Claim Form, by first-class United States mail, postage prepaid, to all known persons and entities holding potential prepetition claims against, or interests in, the Debtors, all parties that have requested notice in these Chapter 11 Cases, all persons listed in the Schedules, all parties to executory contracts and unexpired leases with the Debtors, all parties to litigation with the Debtors (or their counsel), all parties that have already filed a Proof of Claim against the Debtors, and all Governmental Units that may have claims against the Debtors. The mailing of the Bar Date Notice on the Service Date will ensure that

creditors receive approximately thirty (30) days' notice of the Bar Dates, which notice exceeds the minimum twenty-one (21) day notice period provided by Bankruptcy Rule 2002(a)(7).

25. In addition to the foregoing, the Debtors intend to provide notice of the Bar Dates to unknown creditors by causing a copy of the notice in the form substantially attached hereto as **Exhibit D** (the "Publication Notice") to be published at least once no later than twenty-one (21) days prior to the General Bar Date in *The Chicago Tribune*. In the Debtors' judgment, such publication is likely to reach the widest possible audience of creditors who may not otherwise have notice of these Chapter 11 Cases.

26. The Bar Date Notice and the Publication Notice: (a) set forth the Bar Dates; (b) advise creditors under what circumstances they must file a Proof of Claim under Bankruptcy Rules 3003(c)(3) or an order of the Court, as applicable; (c) alert creditors to the consequences of failing to file a timely Proof of Claim, as set forth in Bankruptcy Rule 3003(c)(2) or an order of the Court, as applicable; (d) set forth the addresses to which paper Proofs of Claim must be sent for filing; (e) list the website where Proofs of Claim may be submitted electronically; and (f) notify creditors that (i) Proofs of Claim must be filed with original signatures, and (ii) facsimile or email filings of Proofs of Claim are not acceptable and are not valid for any purpose. The Debtors submit that the Bar Date Notice and the Publication Notice will provide creditors with sufficient information to file properly prepared and executed Proofs of Claim in a timely manner.

SUPPLEMENTAL MAILINGS

27. After the initial mailing of the Bar Date Notice and Proof of Claim, the Debtors may, in their discretion, make supplemental mailings of notices, including in the event that: (i) notices are returned by the post office with forwarding addresses; (ii) certain parties acting on behalf of the parties in interest decline to pass along notices to these parties and instead return their

names and addresses to the Debtors for direct mailing; and (iii) additional potential claimants or parties in interest become known after the initial mailing of the Bar Date Notice.

28. The Debtors request that the Court permit the Debtors to make supplemental mailings of the Bar Date Notice and the Proof of Claim in the situations described above and similar circumstances as soon as reasonably practicable after the Service Date, with any such mailings deemed timely and the Bar Date being applicable to the recipient parties in interest. To the extent that any notices are returned as “return to sender” without a forwarding address, the Debtors respectfully request that they should not be required to mail additional notices to such parties in interest.

BASIS FOR RELIEF

29. The Debtors must ensure that creditors and other interested parties receive adequate and appropriate notice of the Bar Dates. To determine the adequacy of notice given to a creditor, bankruptcy law distinguishes between “known” and “unknown” creditors. *See Chemetron Corp. v. Jones (In re Chemetron Corp.)*, 72 F.3d 341, 345 (3d Cir. 1995). As the Third Circuit in *Chemetron* explained, “[k]nown creditors must be provided with actual written notice of a debtor’s bankruptcy filing and claims bar date. For unknown claimants, notification by publication will generally suffice.” *Id.* at 346 (citations omitted). A “known” creditor is one whose identity is either known or is “reasonably ascertainable by the debtor.” *Id.* (citing *Tulsa Prof’l Collection Serv., Inc. v. Pope*, 485 U.S. 478, 490 (1988)). An “unknown” creditor is one whose “interests are either conjectural or future or, although they could be discovered upon investigation, do not in due course of business come to knowledge [of the debtor].” *Chemetron*, 71 F.3d at 346 (citing *Mullane v. Cent. Hanover Bank & Trust Co.*, 339 U.S. 306, 317 (1950)).

30. In defining the efforts required to identify “known” creditors, the Third Circuit stated:

Precedent demonstrates that what is required is not a vast, openended investigation The requisite search instead focuses on the debtor’s own books and records. Efforts beyond a careful examination of these documents are generally not required. Only those claimants who are identifiable through a diligent search are “reasonably ascertainable” and hence “known” creditors.

Chemetron, 72 F.3d at 346–47 (citations omitted). As for the particular efforts a debtor must exert to identify known creditors, “[w]hether a creditor received adequate notice of a bar date ‘depends upon the facts and circumstances of a given case.’” *In re Grand Union Co.*, 204 B.R. 864, 871 (Bankr. D. Del. 1997) (citing *Oppenheim, Appel, Dixon & Co. v. Bullock (In re Robintech, Inc.)*, 863 F.2d 393, 396 (5th Cir. 1989), *cert. denied*, 493 U.S. 811 (1989)).

31. The Debtors submit that the proposed notice procedures with respect to the Bar Dates satisfy the *Chemetron* standard. The Debtors have identified those persons and entities that are known to the Debtors to hold claims against them or are especially likely to be potential holders of claims. The potential claimants were identified following careful review of the Debtors’ books and records.

32. The Publication Notice has been tailored to provide notice of such bar dates on an extensive basis throughout the United States and, particularly, in Illinois, where the majority of the Debtors’ creditors are located. The Debtors believe that the Publication Notice suffices to provide any claimants unknown to the Debtors that may potentially hold claims against the Debtors with adequate notice of the Bar Dates. In addition, the Debtors believe that the Publication Notice contemplated by this Motion constitutes good and sufficient notice to “unknown” creditors, as defined by the Third Circuit in *Chemetron*.

NOTICE

33. Notice of this Motion has been given to the following parties or, in lieu thereof, to their counsel, if known: (a) the U.S. Trustee; (b) proposed counsel to the Committee; (c) the office of the attorney general for each of the states in which the Debtors operate; (d) United States Attorney's Office for the District of Delaware; (e) the Internal Revenue Service; (f) the United States Department of Justice; (g) the Prepetition Lenders; (h) the DIP Lender; (i) counsel to the Patient Care Ombudsman; and (j) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

[Remainder of page intentionally left blank]

WHEREFORE, the Debtors respectfully request entry of the Proposed Order granting the relief requested herein and such other and further relief that the Court may deem just and proper.

Dated: May 8, 2024
Wilmington, Delaware

Respectfully submitted,

**YOUNG CONAWAY STARGATT &
TAYLOR, LLP**

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Possession*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

SC HEALTHCARE HOLDING, LLC *et al.*,

Debtors.¹

Chapter 11

Case No. 24-10443 (TMH)

Jointly Administered

Objection Deadline: May 15, 2024 at 4:00 p.m. (ET)

Hearing Date: May 22, 2024 at 10:00 a.m. (ET)

NOTICE OF MOTION

PLEASE TAKE NOTICE that, on May 8, 2024, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Debtors’ Motion for an Order Establishing Bar Dates for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof* (the “Motion”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

PLEASE TAKE FURTHER NOTICE that any objections to the Motion must be filed on or before **May 15, 2024 at 4:00 p.m. (ET)** (the “Objection Deadline”) with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801. At the same time, you must serve a copy of the objection upon the proposed undersigned counsel to the Debtors so as to be received on or before the Objection Deadline.

PLEASE TAKE FURTHER NOTICE THAT A HEARING TO CONSIDER THE MOTION WILL BE HELD ON MAY 22, 2024 AT 10:00 A.M. (ET) BEFORE THE HONORABLE THOMAS M. HORAN, UNITED STATES BANKRUPTCY COURT JUDGE FOR THE DISTRICT OF DELAWARE, 824 N. MARKET STREET, 5TH FLOOR, COURTROOM NO. 6, WILMINGTON, DELAWARE 19801.

PLEASE TAKE FURTHER NOTICE THAT, IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR A HEARING.

¹ The last four digits of SC Healthcare Holding, LLC’s tax identification number are 2584. The mailing address for SC Healthcare Holding, LLC is c/o Petersen Health Care Management, LLC 830 West Trailcreek Dr., Peoria, IL 61614. Due to the large number of debtors in these Chapter 11 Cases, whose cases are being jointly administered, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information is available on a website of the Debtors’ claims and noticing agent at <https://www.kccllc.net/Petersen>.

Dated: May 8, 2024
Wilmington, Delaware

Respectfully submitted,

**YOUNG CONAWAY STARGATT &
TAYLOR, LLP**

/s/ Shella Borovinskaya

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*Counsel for the Debtors and Debtors in
Possession*

Exhibit A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

SC HEALTHCARE HOLDING, LLC *et al.*

Debtors.¹

Chapter 11

Case No. 24-10443 (TMH)

Jointly Administered

Ref. Docket No. ____

**ORDER ESTABLISHING BAR DATES FOR
FILING PROOFS OF CLAIM AND APPROVING
THE FORM AND MANNER OF NOTICE THEREOF**

Upon the motion (the “Motion”)² of the Debtors for entry of an order (this “Order”) establishing deadlines for filing Proofs of Claim against the Debtors in these Chapter 11 Cases and approving the form and manner of notice thereof, ad more fully described in the Motion; and this court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated as of February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion and the hearing thereon having been given as set forth in the Motion; and such notice having being adequate and appropriate under the circumstances, and it appearing that no other further notice need be provided; and this Court having being reviewed the Motion; and this Court having held a hearing to consider the relief requested in the Motion (the “Hearing”); if any; and upon the record of the Hearing; and it appearing that the legal and factual bases set forth in the

¹ The last four digits of SC Healthcare Holding, LLC’s tax identification number are 2584. The mailing address for SC Healthcare Holding, LLC is c/o Petersen Health Care Management, LLC 830 West Trailcreek Dr., Peoria, IL 61614. Due to the large number of debtors in these Chapter 11 Cases, whose cases are being jointly administered, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information is available on a website of the Debtors’ claims and noticing agent at www.kccllc.net/Petersen.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

Motion establish just cause for the relief granted herein; and it appearing that the relief requested in the Motion is in the best interest of the Debtors, their estates, and all parties in interest; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED to the extent provided herein.
2. Each person or entity, including, without limitation, each individual, partnership, joint venture, corporation, limited liability company, estate, trust, or governmental unit (as defined in section 101(27) of the Bankruptcy Code) (a “Governmental Unit”) that holds or asserts a claim, as defined in section 101(5) of the Bankruptcy Code, against any of the Debtors shall file a separate Proof of Claim in the bankruptcy case of each Debtor against which a claim is asserted; *provided, however,* that the Debtors may agree in writing to permit a claimant to file a Proof of Claim asserting a claim against more than one Debtor, if such Proof of Claim clearly identifies the Debtors and liability of each.
3. A Proof of Claim shall be filed by the holder of the claim (the “Creditor”) or an authorized representative of the Creditor. Any Proof of Claim submitted by an authorized representative of the Creditor shall state the basis for such authorization. Any person seeking to file a Proof of Claim on behalf of a Creditor without express written authorization shall seek authorization from this Court prior to the applicable Bar Date.
4. **General Bar Date.** Except as otherwise provided herein, any person and entity (excluding any Governmental Unit) asserting a claim against the Debtors in these Chapter 11 Cases shall file a completed and executed Proof of Claim, substantially in the form attached to the Motion as Exhibit C, so that it is received, as provided in paragraphs 8 and 9 below, by KCC on or before the General Bar Date to be designated by the Debtors, which shall be the date that is no earlier than the date that is thirty (30) calendar days after the date on which the Debtors actually serve the Bar Date Notice and Proof of Claim Form, which shall be no earlier than the fifth business day following the later of (a) the date the Debtors file their schedules of assets and liabilities and statements of financial affairs (collectively, the “Schedules”) with this Court, and (b) the date of

entry of this Order. The Debtors shall include the designated General Bar Date in the Bar Date Notice and shall file the Bar Date Notice making the designated General Bar Date a matter of record. The Debtors are authorized, but not required, to agree, after consultation with the Committee, to extend the Bar Date for any claimant by written stipulation filed with this Court in advance of the General Bar Date.

5. **Governmental Unit Bar Date.** All Governmental Units asserting claims against one or more of the Debtors shall file completed and executed Proofs of Claim, substantially in the form attached to the Motion as Exhibit C, so they are received, as provided in paragraphs 8 and 9 below, by KCC on or before 4:00 p.m. (Prevailing Eastern Time) on September 16, 2024.

6. **Amended Schedule Bar Date.** If, on or after the date on which the Debtors serve the Bar Date Notice, the Debtors amend or supplement their Schedules to (a) change the amount, nature, classification, or characterization of a claim, or (b) add a new claim to the Schedules and the affected claimant does not agree with the amount, nature, classification, or characterization of such claim, then the affected claimant shall file a completed and executed Proof of Claim, substantially in the form attached to the Motion as Exhibit C, or amend any previously filed Proof of Claim in respect of the amended scheduled claim in accordance with the procedures described herein so that it is received, as provided in paragraphs 8 and 9 below, by KCC on or before the later of (i) the General Bar Date or the Governmental Bar Date, as applicable, and (ii) 4:00 p.m. (Prevailing Eastern Time) on the date that is twenty-one (21) calendar days from the date on which the Debtors provide notice a previously unfiled Schedule or an amendment or supplement to the Schedules (which notice will include a reference to the Amended Schedules Bar Date).

7. **Rejection Bar Date.** In the event that the Debtors reject executory contracts or unexpired leases pursuant to section 365 of the Bankruptcy Code, to the extent filed, completed and executed Proofs of Claim, substantially in the form attached to the Motion as Exhibit C, shall be filed in connection with Rejection Damages Claims so that they are received, as provided in paragraphs 8 and 9 below, by KCC on or before the later of (a) the General Bar Date or (b) thirty (30) calendar days after the date of service of the Court order authorizing such rejection;

provided, that persons or entities asserting claims with respect to contracts or leases that are not Rejection Damages Claims must file Proofs of Claim on account of such claims by the General Bar Date.

8. Proofs of Claim must be sent (a) by first-class mail, overnight courier, or hand-delivery to KCC at SC Healthcare Holding, LLC Claims Processing Center, c/o KCC, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245 or (b) electronically by submitting a Proof of Claim through KCC's website, www.kccllc.net/petersen.

9. Proofs of Claim mailed or delivered to KCC, or submitted electronically through KCC's website, will be deemed timely filed only if actually received by KCC on or before the applicable Bar Date associated with such claim at the address listed in paragraph 8 above.

10. Except as set forth in paragraphs 8 and 9 above, KCC shall not accept Proofs of Claim by facsimile, telecopy, email, or other electronic submission, and Proofs of Claim submitted by such means shall not be deemed timely filed.

11. The following persons or entities are not required to file Proofs of Claim:

- a. any person or entity that has already properly filed a Proof of Claim against the correct Debtor(s) with either KCC or the Clerk of the Court for the United States Bankruptcy Court for the District of Delaware;
- b. any person or entity: (i) whose claim is listed in the Schedules or any amendments thereto; (ii) whose claim is not described therein as "disputed," "contingent," or "unliquidated"; (iii) who does not dispute the amount or characterization of its claim as set forth in the Schedules; and (iv) who agrees that the claim is an obligation of the specific Debtor that listed the claim on its Schedules.
- c. professionals retained by the Debtors or the Committee, pursuant to orders of this Court that assert administrative claims for fees and expenses subject to this Court's approval pursuant to sections 330, 331, and 503(b) of the Bankruptcy Code;
- d. any claim asserting administrative priority and arising in the ordinary course of business after the Petition Date (but not, for the avoidance of doubt, claims asserting priority pursuant to section 503(b)(9) of the Bankruptcy Code);
- e. current officers and directors of the Debtors who assert claims for indemnification and/or contribution arising as a result of such officers' or directors' prepetition or post-petition services to the Debtors;

- f. any Debtor asserting a claim against another Debtor;
- g. any person or entity whose claim against the Debtor(s) has been allowed by an order of this Court, entered on or before the Bar Dates;
- h. any person or entity who has been exempted from the requirement to file a Proof of Claim by another order entered in these Chapter 11 Cases;
- i. any person or entity whose claim has been satisfied in full prior to the applicable Bar Date;
- j. any person or entity holding a claim payable to the Court or to the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) pursuant to 28 U.S.C. § 1930;
- k. any claim held by the DIP Lender³ on account of claims arising under the DIP Documents; provided that (x) the relevant administrative agent, registrar, paying agent, loan or collateral agent, or any other entity serving in a similar capacity however designated (each, a “Debt Agent”) under the applicable DIP Documents may file a single master Proof of Claim, on or before the applicable Bar Date, against each Debtor obligated under the applicable DIP Documents on account of all applicable Debt Claims,⁴ and (y) any holder of a Debt Claim under the DIP Documents may file a single master Proof of Claim on account of its Debt Claims against each Debtor obligated under the applicable DIP Documents, in each case, which shall be filed against the debtor in the lead case, *In SC Healthcare Holding, LLC, et al.*, No. 24-10443 (TMH), without the need for further designation by such party, and shall be deemed filed as against each such Debtor identified therein; *provided, however*, that any holder of a Debt Claim wishing to assert a claim arising out of or relating to the DIP Documents other than a Debt Claim must file a Proof of Claim (which may be filed as a master Proof of Claim against each Debtor obligated under the applicable DIP Document as described in the preceding proviso) with respect to such claim on or before the applicable Bar Date, unless another exception identified herein applies; *provided, further*, that in lieu of attaching voluminous documentation, including documentation for compliance with Bankruptcy Rule 3001(d), such parties may include a summary of the operative documents with respect to the Debt Claims; and

³ Capitalized terms used by not defined in this Paragraph 18(k) shall have the meanings set forth in the *Debtors Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Granting Security Interests and Superpriority Administrative Expense Status, (III) Granting Adequate Protection to Certain Prepetition Secured Credit Parties, (IV) Modifying the Automatic Stay, (V) Authorizing the Debtors to Enter into Agreements with JMB Capital Partners Lending, LLC, (VI) Authorizing Non-Consensual Use of Cash Collateral, (VII) Scheduling a Final Hearing, and (VIII) Granting Related Relief* (the “DIP Motion”).

⁴ “Debt Claims” means any claims limited exclusively to the repayment of principal, interest, fees, expenses, and any other amounts arising under or in connection with the DIP Documents.

1. any holder of a claim for any fees, expenses, or other obligations arising under any interim or final order approving the Debtors' use of cash collateral (if any).

12. Except as otherwise set forth herein, each entity that asserts a claim against the Debtors that arose before the Petition Date shall be required to file a Proof of Claim. The following Procedures with respect to preparing and filing of Proofs of Claim are hereby established:

- a. Proofs of Claim must substantially conform to the Proof of Claim Form attached as Exhibit C to the Motion or Official Form 410;
- b. Proofs of Claim must (i) be written in the English language; (ii) be denominated in lawful currency of the United States as of the Petition Date (using the exchange rate, if applicable, as of the Petition Date); (iii) by using the appendix to the Proof of Claim Form, specify by name and case number the Debtor against which the claim is filed; (iv) set forth with specificity the legal and factual basis for the alleged claim; (v) include supporting documentation for the claim or an explanation as to why such documentation is not available; and (vi) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant under penalty of perjury;
- c. To be properly filed, a Proof of Claim must be filed against the specific Debtor against which the claimant holds or asserts a claim. For example, if a claimant holds or asserts a claim against SC Healthcare Holding, LLC, the Proof of Claim must specify SC Healthcare Holding, LLC. If a claimant wishes to assert a claim against more than one Debtor, separate Proofs of Claim must be filed against each applicable Debtor;
- d. Proofs of Claim must be filed (i) electronically through the website of the Debtors' claims and noticing agent, KCC, using the interface available on such website located at <https://www.kccllc.net/petersen> under the link entitled "Submit Electronic Proof of Claim (ePOC)" (the "Electronic Filing System") or (ii) by delivering the original Proof of Claim form by hand, or mailing the original Proof of Claim form, on or before the applicable Bar Date as follows, if by mail:

**SC Healthcare Holding, LLC et al., Claims Processing Center
c/o Kurtzman Carson Consultants LLC
222 N. Pacific Coast Highway, Suite 300
El Segundo, California 90245**

- e. A Proof of Claim shall be deemed timely filed only if it **actually is received** by KCC as set forth in subparagraph (d) above, in each case, on or before the applicable Bar Date.
13. Any Interest Holder, whose interest is based exclusively upon the ownership of common stock in a corporation or other equity securities (as defined in section 101(16) of the

Bankruptcy Code), or warrants or rights to purchase, sell, or subscribe to such a security or interest (collectively, an “Interest”) need not file a proof of interest on or before the General Bar Date; provided, that Interest Holders who wish to assert claims against the Debtors that arise out of or relate to the ownership or purchase of an Interest, including claims arising out of or relating to the sale, issuance, or distribution of such Interest, must file Proofs of Claim on or before the General Bar Date, unless one of the exceptions contained in paragraph 11 above applies.

14. Unless otherwise agreed by the Debtors in writing, any entity asserting claims against more than one Debtor must file a separate Proof of Claim with respect to each such Debtor on or before the applicable Bar Date. In addition, any entity filing a Proof of Claim must identify on its Proof of Claim the particular Debtor against which its claim is asserted.

15. Any person or entity that is required to file a timely Proof of Claim in the form and manner specified by this Order and who fails to do so on or before the Bar Date associated with such claim: (a) may be forever barred, estopped, and enjoined from asserting such claim against the Debtors, their estates, or property of the Debtors, or thereafter filing a Proof of Claim with respect thereto in these Chapter 11 Cases, unless otherwise ordered by this Court; (b) may not, with respect to such claim, be treated as a Creditor of the Debtors for the purposes of voting upon any plan in these Chapter 11 Cases; and (c) may not receive or be entitled to receive any payment or distribution of property from the Debtors or their successors or assigns with respect to such claim, without further order of this Court; *provided, however*, that a claimant shall be able to vote upon, and receive distributions under, any plan of reorganization or liquidation in these Chapter 11 Cases to the extent, and in such amount, as any undisputed, non-contingent, and liquidated claims identified in the Schedules on behalf of the claimant.

16. The Bar Date Notice, substantially in the form attached to the Motion as Exhibit B, and the Proof of Claim Form, substantially in the form attached to the Motion as Exhibit C, are hereby approved in all respects.

17. The Bar Date Notice shall be deemed good, adequate, and sufficient notice of the relief granted by this Order to all known Creditors of the Debtors if it is served, together with the

Proof of Claim Form, by first-class U.S. mail, postage prepaid, no later than thirty (30) calendar days before the General Bar Date, to (a) all persons and entities (and their counsel if known) known by the Debtors to be holding potential claims or interests in the Debtors, (b) all parties that have requested notice in these Chapter 11 Cases, (c) all persons or entities listed in the Schedules, (d) all parties to executory contracts and unexpired leases with the Debtors, (e) all parties to litigation with the Debtors, (f) all parties that have already filed a Proof of Claim against the Debtors, (g) all taxing authorities for the jurisdictions in which the Debtors do business, (h) all Governmental Units that may have claims against the Debtors, and (i) the U.S. Trustee.

18. The Debtors shall publish the Publication Notice, substantially in the form attached to the Motion as Exhibit D, in *The Chicago Tribune* at least once no later than twenty-one (21) calendar days prior to the General Bar Date, which Publication Notice is hereby approved in all respects, and which shall be deemed good, adequate, and sufficient notice of the Bar Dates by publication.

19. The Debtors are authorized to make supplemental mailings of the Bar Date Notice and Proof of Claim Form, which supplemental mailings being deemed timely and the applicable Bar Dates being applicable to the recipient parties in interest, including in the event that: (a) notices are returned by the post office with forwarding addresses; (b) certain parties acting on behalf of parties in interest decline to pass along notices to these parties and instead return their names and addresses to the Debtors for direct mailing, and the Debtors mail notices to such parties in interest and such parties in interest receive at least twenty-one (21) days' notice; and (c) there are additional potential claimants and such claimants receive at least twenty-one (21) days' notice; provided, that to the extent any notices are returned as "return to sender" without a forwarding address, the Debtors are not required to mail additional notices to such parties in interest if (i) such party in interest is not a "Schedule D" or "Schedule E/F" claimant or (ii) after conducting a reasonable search for a new address, the Debtors are unable to locate such address.

20. Notwithstanding anything in this Order, nothing herein shall prejudice any entity from seeking to extend the time to file a Proof of Claim "for cause shown" under Bankruptcy Rule

3003(c)(3) or raising the defense of “excusable neglect” within the meaning of Bankruptcy Rule 9006(b).

21. Nothing in this Order shall prejudice the right of the Debtors or any other party in interest herein to dispute, or to assert offsets or defenses to, any claim reflected in the Schedules as to amount, liability, characterization, or otherwise, and to subsequently designate any claim as disputed, contingent, or unliquidated.

22. The Debtors are authorized to make non-substantive changes to the exhibits to the Motion without further order of this Court, including without limitation, changes to (a) correct typographical and grammatical errors, (b) update references to cited pleadings and orders, and (c) conform changes among this Order, the exhibits, and any other related materials prior to their mailing to parties in interest.

23. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

24. This Court retains jurisdiction with respect to all matters arising from or related to the interpretation, implementation, and enforcement of this Order.

Exhibit B

Bar Date Notice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

SC HEALTHCARE HOLDING, LLC *et al.*

Debtors.¹

Chapter 11

Case No. 24-10443 (TMH)

Jointly Administered

**NOTICE OF ENTRY OF BAR DATE ORDER
ESTABLISHING DEADLINE FOR FILING PROOFS OF
CLAIM (INCLUDING FOR CLAIMS ASSERTED UNDER SECTION
503(B)(9) OF THE BANKRUPTCY CODE) AGAINST THE DEBTORS**

TO: ALL HOLDERS OF POTENTIAL CLAIMS AGAINST THE DEBTORS

PLEASE TAKE NOTICE THAT:

On March 20, 2024 (the “Petition Date”), the above-captioned debtors and debtors in possession (each, a “Debtor” and collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware (the “Court”).

Please take further notice that on [●], 2024, the Court entered an order (the “Bar Date Order”)² establishing deadlines to file proofs of claim for all potential claims (as defined below), *including* claims arising pursuant to section 503(b)(9) (each, a “503(b)(9) Claim”) of the Bankruptcy Code against the Debtors that arose prior to the Petition Date.

<u>Bar Dates</u>	
<i>General Bar Date</i>	[●], 2024 at 4:00 p.m. (Prevailing Eastern Time)
<i>Governmental Unit Bar Date</i>	September 16, 2024 at 4:00 p.m. (Prevailing Eastern Time)
<i>Amended Schedules Bar Date</i>	The later of (i) the General Bar Date or the Governmental Bar Date, and (ii) 4:00 p.m. (Prevailing Eastern Time) on the date that is twenty-one (21) days after the claimant served with notice of the applicable amendment or

¹ The last four digits of SC Healthcare Holding, LLC’s tax identification number are 2584. The mailing address for SC Healthcare Holding, LLC is c/o Petersen Health Care Management, LLC 830 West Trailcreek Dr., Peoria, IL 61614. Due to the large number of debtors in these Chapter 11 Cases, whose cases are being jointly administered, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information is available on a website of the Debtors’ claims and noticing agent at www.kccllc.net/Petersen.

² Capitalized terms used but not otherwise defined herein have meanings ascribed to them in the Bar Date Order.

	supplement to the Schedules
<i>Rejection Bar Date</i>	The later of (a) the General Bar Date or (b) thirty (30) days after the date of service of the Court order authorizing such rejection.

ANY PERSON OR ENTITY THAT IS REQUIRED TO FILE A TIMELY PROOF OF CLAIM IN THE FORM AND MANNER SPECIFIED BY THE BAR DATE ORDER AND WHO FAILS TO DO SO ON OR BEFORE THE APPLICABLE BAR DATE: (A) SHALL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS, THEIR ESTATES, OR PROPERTY OF THE DEBTORS, OR THEREAFTER FILING A PROOF OF CLAIM WITH RESPECT THERETO IN THESE CHAPTER 11 CASES; (B) SHALL NOT, WITH RESPECT TO SUCH CLAIM, BE TREATED AS A CREDITOR OF THE DEBTORS FOR THE PURPOSES OF VOTING UPON ANY PLAN OF REORGANIZATION OR LIQUIDATION IN THESE CHAPTER 11 CASES; AND (C) SHALL NOT RECEIVE OR BE ENTITLED TO RECEIVE ANY PAYMENT OR DISTRIBUTION OF PROPERTY FROM THE DEBTORS OR THEIR SUCCESSORS OR ASSIGNS WITH RESPECT TO SUCH CLAIM; *PROVIDED, HOWEVER*, THAT A CLAIMANT SHALL BE ABLE TO VOTE UPON, AND RECEIVE DISTRIBUTIONS UNDER, ANY PLAN OF REORGANIZATION OR LIQUIDATION IN THESE CHAPTER 11 CASES TO THE EXTENT, AND IN SUCH AMOUNT, AS ANY UNDISPUTED, NON-CONTINGENT, AND LIQUIDATED CLAIMS IDENTIFIED IN THE SCHEDULES ON BEHALF OF THE CLAIMANT.

You should not file a Proof of Claim if you do not have a claim against the Debtors. Your receipt of this notice (this “Notice”) does not necessarily mean that you have a claim or that either the Debtors or the Court believe you have a claim.

Pursuant to the terms of the Bar Date Order, and except as otherwise provided herein, each person or entity³ (including, without limitation, each individual, partnership, joint venture, corporation, limited liability company, estate, trust, or Governmental Unit⁴) that holds or asserts a claim against one or more of the Debtors (including 503(b)(9) Claims) must file a Proof of Claim. The following procedures with respect to preparing and filing of Proofs of Claim will apply:

Except as otherwise set forth herein, each entity that asserts a claim against the Debtors that arose before the Petition Date shall be required to file a Proof of Claim. The following Procedures with respect to preparing and filing of Proofs of Claim are hereby established:

- a. Proofs of Claim must substantially conform to the Proof of Claim Form attached as Exhibit C to the Motion or Official Form 410;
- b. Proofs of Claim must (i) be written in the English language; (ii) be denominated in lawful currency of the United States as of the Petition Date (using the exchange rate, if applicable, as of the Petition Date); (iii) by using the appendix to the Proof of Claim Form, specify by name and case number the Debtor against which the

³ “Entity” has the meaning given to it in section 101(15) of the Bankruptcy Code.

⁴ “Governmental Unit” has the meaning given to it in section 101(27) of the Bankruptcy Code.

claim is filed; (iv) set forth with specificity the legal and factual basis for the alleged claim; (v) include supporting documentation for the claim or an explanation as to why such documentation is not available; and (vi) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant under penalty of perjury;

- c. To be properly filed, a Proof of Claim must be filed against the specific Debtor against which the claimant holds or asserts a claim. For example, if a claimant holds or asserts a claim against SC Healthcare Holding, LLC, the Proof of Claim must specify SC Healthcare Holding, LLC. If a claimant wishes to assert a claim against more than one Debtor, separate Proofs of Claim must be filed against each applicable Debtor;
- d. Proofs of Claim must be filed (i) electronically through the website of the Debtors' claims and noticing agent, KCC, using the interface available on such website located at <https://www.kccllc.net/petersen> under the link entitled "Submit Electronic Proof of Claim (ePOC)" (the "Electronic Filing System") or (ii) by delivering the original Proof of Claim form by hand, or mailing the original Proof of Claim form, on or before the applicable Bar Date as follows, if by mail:

**SC Healthcare Holding, LLC et al., Claims Processing Center
c/o Kurtzman Carson Consultants LLC
222 N. Pacific Coast Highway, Suite 300
El Segundo, California 90245**

- e. A Proof of Claim shall be deemed timely filed only if it **actually is received** by KCC as set forth in subparagraph (d) above, in each case, on or before the applicable Bar Date; and
- f. Except with respect to the electronic filing system described above, KCC will not accept Proofs of Claim sent by facsimile, telecopy, email, or other electronic submission, and such claims will not be deemed to be properly or timely filed claims.

General Bar Date. Except as otherwise provided herein, each person or entity holding or asserting a claim (including a 503(b)(9) Claim) against the Debtors that arose prior to the Petition Date must file a Proof of Claim so that it is actually received by KCC on or before [●], 2024 at 4:00 p.m. (Prevailing Eastern Time) (the "General Bar Date").

Governmental Unit Bar Date. Each governmental unit holding or asserting a claim against the Debtors that arose prior to the Petition Date must file a Proof of Claim so that it is actually received by KCC on or before September 16, 2024 at 4:00 p.m. (Prevailing Eastern Time) (the "Governmental Bar Date," and, together with the General Bar Date, the "Bar Dates").

Amended Schedules Bar Date. If, on or after the date on which the Debtors serve this Notice, the Debtors amend or supplement their schedules of assets and liabilities or statements of

financial affairs (collectively, the “Schedules”) (a) to change the amount, nature, classification, or characterization of a claim, or (b) to add a new claim to the Schedules and the affected claimant does not agree with the amount, nature, classification, or characterization of such claim, 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 so that the Proof of Claim is actually received by KCC on or before the later of (i) the General Bar Date or the Governmental Bar Date and (ii) twenty-one (21) days after the claimant is served with notice of the applicable amendment or supplement to the Schedules.

Rejection Bar Date. A Proof of Claim relating to the Debtors’ rejection of an executory contract or unexpired lease pursuant to a Court order must be filed so that it is actually received by KCC on or before the later of (i) the General Bar Date or (ii) thirty (30) days after the date of service of the Court order authorizing such rejection.

For purposes of the Bar Date Order and this Notice, and pursuant to section 101(5) of the Bankruptcy Code, the term “claim” means: (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 as of the Petition Date.

For purposes of the Bar Date Order and this Notice, a “503(b)(9) Claim” is a claim for the value of any goods received by the Debtors within twenty (20) days prior to the Petition Date in which the goods have been sold to the Debtors in the ordinary course of the Debtors’ business.

The following persons and entities need NOT file a Proof of Claim:

- a) any person or entity that has already properly filed a Proof of Claim against the correct Debtor(s) with either KCC or the Clerk of the Court for the United States Bankruptcy Court for the District of Delaware;
- b) any person or entity (i) whose claim is listed in the Schedules or any amendments thereto; (ii) whose claim is not described therein as “disputed,” “contingent,” or “unliquidated”; (iii) who does not dispute the amount or characterization of its claim as set forth in the Schedules; and (iv) who agrees that the claim is an obligation of the specific Debtor that listed the claim on its Schedules;
- c) professionals retained by the Debtors or the Official Committee of Unsecured Creditors, if one is appointed, pursuant to orders of this Court that assert administrative claims for fees and expenses subject to this Court’s approval pursuant to sections 330, 331, and 503(b) of the Bankruptcy Code;
- d) any claim asserting administrative priority and arising in the ordinary course of business after the Petition Date (but not, for the avoidance of doubt, claims asserting priority pursuant to section 503(b)(9) of the Bankruptcy Code);

- e) current officers and directors of the Debtors who assert claims for indemnification and/or contribution arising as a result of such officers' or directors' prepetition or post-petition services to the Debtors;
- f) any Debtor asserting a claim against another Debtor;
- g) any person or entity whose claim against the Debtor(s) has been allowed by an order of the Court, entered on or before the Bar Dates;
- h) any person or entity who has been exempted from the requirement to file a proof of claim by another order entered in the chapter 11 cases;
- i) any person or entity whose claim has been satisfied in full prior to the applicable Bar Date;
- j) any person or entity holding a claim payable to the Office of the United States Trustee for the District of Delaware pursuant to 28 U.S.C. § 1930;
- k) any claim held by the DIP Lender⁵ on account of claims arising under the DIP Documents; *provided* that (x) the relevant administrative agent, registrar, paying agent, loan or collateral agent, or any other entity serving in a similar capacity however designated (each, a "Debt Agent") under the applicable DIP Documents may file a single master Proof of Claim, on or before the applicable Bar Date, against each Debtor obligated under the applicable DIP Documents on account of all applicable Debt Claims,⁶ and (y) any holder of a Debt Claim under the DIP Documents may file a single master Proof of Claim on account of its Debt Claims against each Debtor obligated under the applicable DIP Documents, in each case, which shall be filed against the debtor in the lead case, *In SC Healthcare Holding, LLC., et al.*, No. 24-10443 (TMH), without the need for further designation by such party, and shall be deemed filed as against each such Debtor identified therein; *provided, however*, that any holder of a Debt Claim wishing to assert a claim arising out of or relating to the DIP Documents other than a Debt Claim must file a Proof of Claim (which may be filed as a master Proof of Claim against each Debtor obligated under the applicable DIP Document as described in the preceding proviso) with respect to such claim on or before the applicable Bar Date, unless another exception identified herein applies;

⁵ Capitalized terms used by not defined in this Paragraph 18(k) shall have the meanings set forth in the *Debtors Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Granting Security Interests and Superpriority Administrative Expense Status, (III) Granting Adequate Protection to Certain Prepetition Secured Credit Parties, (IV) Modifying the Automatic Stay, (V) Authorizing the Debtors to Enter into Agreements with JMB Capital Partners Lending, LLC, (VI) Authorizing Non-Consensual Use of Cash Collateral, (VII) Scheduling a Final Hearing, and (VIII) Granting Related Relief* [Docket No. 38] (the "DIP Motion").

⁶ "Debt Claims" means any claims limited exclusively to the repayment of principal, interest, fees, expenses, and any other amounts arising under or in connection with the DIP Documents.

provided, further, that in lieu of attaching voluminous documentation, including documentation for compliance with Bankruptcy Rule 3001(d), such parties may include a summary of the operative documents with respect to the Debt Claims; and

- l) any holder of a claim for any fees, expenses, or other obligations arising under any interim or final order approving the Debtors' use of cash collateral (if any).

Any person or entity (including, without limitation, any individual, partnership, joint venture, corporation, limited liability company, estate, trust, or governmental unit) holding an interest in the Debtors (an "Interest Holder"), which interest is based exclusively upon the ownership of common or preferred stock in the corporation or other equity security (as defined in section 101(16) of the Bankruptcy Code), or warrants or rights to purchase, sell, or subscribe to such a security (any such security being referred to in this Notice as an "Interest") need not file a proof of interest on or before the General Bar Date; *provided, however*, that Interest Holders who wish to assert claims against the Debtors that arise out of or relate to the ownership or purchase of an Interest, including claims arising out of or relating to the sale, issuance, or distribution of such Interest, must file Proofs of Claim on or before the General Bar Date (or, in the case of a Governmental Unit, the Governmental Unit Bar Date), unless another exception identified in the Bar Date Order applies.

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

Acts or omissions of the Debtors, if any, that occurred prior to the Petition Date, including acts or omissions related to any indemnity agreements, guarantees, or services provided to or rendered by the Debtors, may give rise to claims against the Debtors notwithstanding that such claims (or any injuries on which they are based) may be contingent or may not have matured or become fixed or liquidated prior to the Petition Date. Therefore, any person or entity that holds or asserts a claim or a potential claim against the Debtors, no matter how remote or contingent, must file a Proof of Claim on or before the applicable Bar Date.

You may be listed as the holder of a claim against the Debtors in the Schedules, as the same may be amended from time to time. If you hold or assert a claim that is not listed in the Schedules or if you disagree with the amount or priority of your claim as listed in the Schedules, or your claim is listed in the Schedules as "contingent," "unliquidated," or "disputed," you must file a Proof of Claim. Copies of the Schedules and the Bar Date Order are available for inspection during regular business hours at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 Market Street, Wilmington, Delaware 19801. In addition, copies of the Debtors' Schedules and Bar Date Order may be viewed and downloaded free of charge at KCC's dedicated website for the Debtors' chapter 11 cases (www.kccllc.net/petersen); or viewed and downloaded for a fee at the Bankruptcy Court's website

(<http://www.deb.uscourts.gov/>) by following the directions for accessing the ECF system on such website.

Questions concerning the contents of this Notice, the Bar Date Order, and requests for Proofs of Claim should be directed to KCC's toll-free lines at 888-830-4662 (USA or Canada); 310-751-2646 (International), or by submitting an inquiry at www.kccllc.net/petersen/inquiry. Please note that KCC's staff is not permitted to give legal advice. You should consult your own attorney for assistance regarding any other inquiries, such as questions concerning the completion or filing of a Proof of Claim. Nothing contained in this Notice shall preclude the Debtors from objecting to any filed claim on any grounds.

[Remainder of this page intentionally left blank]

Dated: May [], 2024
Wilmington, Delaware

Respectfully submitted,

**YOUNG CONAWAY STARGATT &
TAYLOR, LLP**

/s/ DRAFT

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*Counsel for the Debtors and Debtors in
Possession*

Exhibit C

Proof of Claim Form

Your claim can be filed electronically on KCC's website at <https://epoc.kccllc.net/petersen>.

Fill in this information to identify the case:

Debtor _____

United States Bankruptcy Court for the Delaware

Case number _____

To view the full list of Debtors, please see Exhibit A or visit www.kccllc.net/petersen.

Modified Official Form 410

Proof of Claim

04/22

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Other than a claim under 11 U.S.C. § 503(b)(9), this form should not be used to make a claim for an administrative expense arising after the commencement of the case.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed.

Part 1: Identify the Claim

1. Who is the current creditor?

Name of the current creditor (the person or entity to be paid for this claim)

Other names the creditor used with the debtor _____

2. Has this claim been acquired from someone else?

☐ No

☐ Yes.

From whom? _____

3. Where should notices and payments to the creditor be sent?

Where should notices to the creditor be sent?

Name

Number Street

City

State

ZIP Code

Country

Contact phone _____

Contact email _____

Where should payments to the creditor be sent? (if different)

Name

Number Street

City

State

ZIP Code

Country

Contact phone _____

Contact email _____

Uniform claim identifier for electronic payments in chapter 13 (if you use one):

4. Does this claim amend one already filed?

☐ No

☐ Yes.

Claim number on court claims registry (if known) _____

Filed on _____

MM / DD / YYYY

5. Do you know if anyone else has filed a proof of claim for this claim?

☐ No

☐ Yes.

Who made the earlier filing? _____

Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor?

☐ No

☐ Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: ____ _

7. How much is the claim?

\$ _____. Does this amount include interest or other charges?

☐ No

☐ Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim?

Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.

Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).

Limit disclosing information that is entitled to privacy, such as health care information.

9. Is all or part of the claim secured?

☐ No

☐ Yes. The claim is secured by a lien on property.

Nature of property:

☐ Real estate: If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.

☐ Motor vehicle

☐ Other. Describe: _____

Basis for perfection: _____

Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

Value of property: \$ _____

Amount of the claim that is secured: \$ _____

Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amount should match the amount in line 7.)

Amount necessary to cure any default as of the date of the petition: \$ _____

Annual Interest Rate (when case was filed) _____ %

☐ Fixed

☐ Variable

10. Is this claim based on a lease?

☐ No

☐ Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff?

☐ No

☐ Yes. Identify the property: _____

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

☐ No

☐ Yes. Check all that apply:

Amount entitled to priority

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

\$ _____

☐ Up to \$3,350* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

\$ _____

☐ Wages, salaries, or commissions (up to \$15,150*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

\$ _____

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

\$ _____

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

\$ _____

☐ Other. Specify subsection of 11 U.S.C. § 507(a)() that applies.

\$ _____

* Amounts are subject to adjustment on 4/01/25 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9)?

☐ No

☐ Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

\$ _____

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

☐ I am the creditor.

☐ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date _____
MM / DD / YYYY

Signature

Print the name of the person who is completing and signing this claim:

Name

First name

Middle name

Last name

Title

Company

Identify the corporate servicer as the company if the authorized agent is a servicer.

Address

Number

Street

City

State

ZIP Code

Country

Contact phone

Email

Modified Official Form 410

Instructions for Proof of Claim

United States Bankruptcy Court

12/15

These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.
18 U.S.C. §§ 152, 157 and 3571

How to fill out this form

- **Fill in all of the information about the claim as of the date the case was filed.**

- **Fill in the caption at the top of the form**

- **If the claim has been acquired from someone else, then state the identity of the last party who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.**

- **Attach any supporting documents to this form.**
Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *redaction* on the next page.)

Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called "Bankruptcy Rule") 3001(c) and (d).

- **Do not attach original documents because attachments may be destroyed after scanning.**

- **If the claim is based on delivery health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.**

PLEASE SEND COMPLETED PROOF(S) OF CLAIM TO:

SC Healthcare Holding LLC Claims Processing Center
c/o KCC
222 N. Pacific Coast Hwy., Ste. 300
El Segundo, CA 90245

Alternatively, your claim can be filed electronically on KCC's website at <https://epoc.kccllc.net/petersen>.

- **A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, individual's tax identification number, or financial account number, and only the year of any person's date of birth. See Bankruptcy Rule 9037.**

- **For a minor child, fill in only the child's initials and the full name and address of the child's parent or guardian.**
For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, either enclose a stamped self-addressed envelope and a copy of this form or you may view a list of filed claims in this case by visiting the Claims and Noticing and Agent's website at <http://www.kccllc.net/petersen>.

Understand the terms used in this form

Administrative expense: Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing that bankruptcy estate.
11 U.S.C. § 503

Claim: A creditor's right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy. 11 U.S.C. §101 (5). A claim may be secured or unsecured.

Claim Pursuant to 11 U.S.C. §503(b)(9): A claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of the Debtor's business. Attach documentation supporting such claim.

Creditor: A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. §101 (10).

Debtor: A person, corporation, or other entity to who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. §101 (13).

Evidence of perfection: Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

Information that is entitled to privacy: A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

Priority claim: A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. §507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

Proof of claim: A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

Redaction of information: Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

Do not file these instructions with your form.

Secured claim under 11 U.S.C. §506(a): A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of 1325(a).

Examples of liens on property include a mortgage on real estate a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In states, a court judgment may be a lien.

Setoff: Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

Uniform claim identifier: An optional 24-character identifier that some creditors use to facilitate electronic payment.

Unsecured claim: A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

Exhibit A

Debtor Name	Case Number
Aledo HCO, LLC	24-10445
Aledo RE, LLC	24-10447
Arcola HCO, LLC	24-10449
Arcola RE, LLC	24-10451
Aspen HCO, LLC	24-10453
Aspen RE, LLC	24-10456
Bement HCO, LLC	24-10458
Bement RE, LLC	24-10461
Betty's Garden HCO, LLC	24-10465
Betty's Garden RE, LLC	24-10467
Bradford AL RE, LLC	24-10472
Bushnell AL RE, LLC	24-10476
Casey HCO, LLC	24-10480
Collinsville HCO, LLC	24-10482
Collinsville RE, LLC	24-10486
CYE Bradford HCO, LLC	24-10487
CYE Bushnell HCO, LLC	24-10489
CYE Girard HCO, LLC	24-10581
CYE Kewanee - PHC, Inc.	24-10493
CYE Kewanee HCO, LLC	24-10496
CYE Knoxville - PHC, Inc.	24-10498
CYE Knoxville HCO, LLC	24-10501
CYE Monmouth - PHC, Inc.	24-10506
CYE Monmouth HCO, LLC	24-10510
CYE Sullivan HCO, LLC	24-10514
CYE Walcott HCO, LLC	24-10518
CYV Kewanee AL RE, LLC	24-10522
Decatur HCO, LLC	24-10525
Decatur RE, LLC	24-10533
Eastview HCO, LLC	24-10539
Eastview RE, LLC	24-10540
Effingham HCO, LLC	24-10543
Effingham RE, LLC	24-10546
El Paso - PHC, Inc.	24-10549
El Paso HCC, LLC	24-10553
El Paso HCO, LLC	24-10556
Flanagan - PHC, Inc.	24-10559
Flanagan HCC, LLC	24-10562
Flanagan HCO, LLC	24-10565
Havana HCO, LLC	24-10568
Havana RE, LLC	24-10572
Jonesboro, LLC	24-10575
Kewanee AL, LLC	24-10576
Kewanee HCO, LLC	24-10578
Kewanee, LLC	24-10580
Knoxville & Pennsylvania, LLC	24-10577
Knoxville AL, LLC	24-10579
Lebanon HCO, LLC	24-10574
Lebanon RE, LLC	24-10446
Legacy - PHC Inc.	24-10450

Debtor Name	Case Number
Legacy Estates AL, LLC	24-10454
Legacy HCO, LLC	24-10459
Macomb, LLC	24-10464
Marigold - PHC Inc.	24-10471
Marigold HCC, LLC	24-10474
Marigold HCO, LLC	24-10479
MBP Partner, LLC	24-10483
McLeansboro HCO, LLC	24-10582
McLeansboro RE, LLC	24-10448
Midwest Health Operations, LLC	24-10452
Midwest Health Properties, LLC	24-10455
Monmouth AL, LLC	24-10457
North Aurora HCO, LLC	24-10460
North Aurora, LLC	24-10463
Petersen 23, LLC	24-10466
Petersen 25, LLC	24-10470
Petersen 26, LLC	24-10473
Petersen 27, LLC	24-10477
Petersen 29, LLC	24-10481
Petersen 30, LLC	24-10485
Petersen Farmer City, LLC	24-10488
Petersen Health & Wellness, LLC	24-10490
Petersen Health Business, LLC	24-10492
Petersen Health Care - Farmer City, LLC	24-10494
Petersen Health Care - Illini, LLC	24-10497
Petersen Health Care - Roseville, LLC	24-10500
Petersen Health Care II, Inc.	24-10502
Petersen Health Care III, LLC	24-10504
Petersen Health Care Management, LLC	24-10571
Petersen Health Care V, LLC	24-10507
Petersen Health Care VII, LLC	24-10509
Petersen Health Care VIII, LLC	24-10512
Petersen Health Care X, LLC	24-10515
Petersen Health Care XI, LLC	24-10519
Petersen Health Care XIII, LLC	24-10524
Petersen Health Care, Inc.	24-10528
Petersen Health Enterprises, LLC	24-10531
Petersen Health Group, LLC	24-10534
Petersen Health Network, LLC	24-10537
Petersen Health Properties, LLC	24-10541
Petersen Health Quality, LLC	24-10545
Petersen Health Systems, Inc.	24-10563
Petersen Management Company, LLC	24-10583
Petersen MT, LLC	24-10566
Petersen MT3, LLC	24-10567
Petersen MT4, LLC	24-10569
Petersen Roseville, LLC	24-10570
Piper HCO, LLC	24-10573
Piper RE, LLC	24-10491
Pleasant View HCO, LLC	24-10495

Exhibit A

Debtor Name	Case Number
Pleasant View RE, LLC	24-10499
Polo - PHC, Inc.	24-10503
Polo HCO, LLC	24-10505
Polo, LLC	24-10508
Prairie City HCO, LLC	24-10511
Prairie City RE, LLC	24-10513
Robings HCO, LLC	24-10517
Robings, LLC	24-10521
Rosiclare HCO, LLC	24-10526
Rosiclare RE, LLC	24-10530
Royal HCO, LLC	24-10536
Royal RE, LLC	24-10548
SABL, LLC	24-10584
SC Healthcare Holding, LLC	24-10443
Shangri La HCO, LLC	24-10551
Shangri La RE, LLC	24-10554
Shelbyville HCO, LLC	24-10558
Shelbyville RE, LLC	24-10561
SJL Health Systems, Inc.	24-10564
South Elgin, LLC	24-10462
Sullivan AL RE, LLC	24-10468

Debtor Name	Case Number
Sullivan HCO, LLC	24-10475
Sullivan RE, LLC	24-10478
Swansea HCO, LLC	24-10484
Swansea RE, LLC	24-10516
Tarkio HCO, LLC	24-10520
Tarkio RE, LLC	24-10523
Tuscola HCO, LLC	24-10527
Tuscola RE, LLC	24-10529
Twin HCO, LLC	24-10532
Twin RE, LLC	24-10535
Vandalia HCO, LLC	24-10538
Vandalia RE, LLC	24-10542
Village Kewanee HCO, LLC	24-10544
Walcott AL RE, LLC	24-10547
War Drive, LLC	24-10444
Watseka HCO, LLC	24-10550
Watseka RE, LLC	24-10552
Westside HCO, LLC	24-10555
Westside RE, LLC	24-10557
XCH, LLC	24-10560

EXHIBIT D

Publication Notice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

SC HEALTHCARE HOLDING, LLC *et al.*

Debtors.¹

Chapter 11

Case No. 24-10443 (TMH)

Jointly Administered

**NOTICE OF ENTRY OF BAR DATE ORDER
ESTABLISHING DEADLINES FOR FILING PROOFS OF
CLAIM (INCLUDING FOR CLAIMS ASSERTED UNDER SECTION
509(B)(9) OF THE BANKRUPTCY CODE) AGAINST THE DEBTORS**

PLEASE TAKE NOTICE THAT:

On March 20, 2024 (the “Petition Date”), the above-captioned debtors and debtors in possession (each, a “Debtor” and collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware (the “Court”).

Please take further notice that on [●], 2024, the Court entered an order (the “Bar Date Order”)² establishing deadlines to file proofs of claim for all potential claims (as defined below), *including* claims arising pursuant to section 503(b)(9) (each, a “503(b)(9) Claim”) of the Bankruptcy Code against the Debtors that arose prior to the Petition Date.

<u>Bar Dates</u>	
<i>General Bar Date</i>	[●], 2024 at 4:00 p.m. (Prevailing Eastern Time)
<i>Governmental Unit Bar Date</i>	September 16, 2024 at 4:00 p.m. (Prevailing Eastern Time)
<i>Amended Schedules Bar Date</i>	The later of (i) the General Bar Date or the Governmental Bar Date, and (ii) 4:00 p.m. (Prevailing Eastern Time) on the date that is twenty-one (21) days after the claimant served with notice of the applicable amendment or supplement to the Schedules

¹ The last four digits of SC Healthcare Holding, LLC’s tax identification number are 2584. The mailing address for SC Healthcare Holding, LLC is c/o Petersen Health Care Management, LLC 830 West Trailcreek Dr., Peoria, IL 61614. Due to the large number of debtors in these Chapter 11 Cases, whose cases are being jointly administered, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information is available on a website of the Debtors’ claims and noticing agent at www.kccellc.net/Petersen.

² Capitalized terms used but not otherwise defined herein have meanings ascribed to them in the Bar Date Order.

<i>Rejection Bar Date</i>	The later of (i) the General Bar Date or (ii) thirty (30) days after the date of service of the Court order authorizing such rejection.
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ANY PERSON OR ENTITY THAT IS REQUIRED TO FILE A TIMELY PROOF OF CLAIM IN THE FORM AND MANNER SPECIFIED BY THE BAR DATE ORDER AND WHO FAILS TO DO SO ON OR BEFORE THE APPLICABLE BAR DATE: (A) SHALL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS, THEIR ESTATES, OR PROPERTY OF THE DEBTORS, OR THEREAFTER FILING A PROOF OF CLAIM WITH RESPECT THERETO IN THESE CHAPTER 11 CASES; (B) SHALL NOT, WITH RESPECT TO SUCH THEIR SUCCESSORS OR ASSIGNS WITH RESPECT TO SUCH CLAIM; PROVIDED, HOWEVER, THAT A CLAIMANT SHALL BE ABLE TO VOTE UPON, AND RECEIVE DISTRIBUTIONS UNDER, ANY PLAN OF REORGANIZATION OR LIQUIDATION IN THESE CHAPTER 11 CASES TO THE EXTENT, AND IN SUCH AMOUNT, AS ANY UNDISPUTED, NON-CONTINGENT, AND LIQUIDATE CLAIM, BE TREATED AS A CREDITOR OF THE DEBTORS FOR THE PURPOSES OF VOTING UPON ANY PLAN OF REORGANIZATION OR LIQUIDATION IN THESE CHAPTER 11 CASES; AND (C) SHALL NOT RECEIVE OR BE ENTITLED TO RECEIVE ANY PAYMENT OR DISTRIBUTION OF PROPERTY FROM THE DEBTORS OR THEIR SUCCESSORS OR ASSIGNS WITH RESPECT TO SUCH CLAIM; *PROVIDED, HOWEVER, THAT A CLAIMANT SHALL BE ABLE TO VOTE UPON, AND RECEIVE DISTRIBUTIONS UNDER, ANY PLAN OF REORGANIZATION OR LIQUIDATION IN THESE CHAPTER 11 CASES TO THE EXTENT, AND IN SUCH AMOUNT, AS ANY UNDISPUTED, NON-CONTINGENT, AND LIQUIDATED CLAIMS IDENTIFIED IN THE SCHEDULES ON BEHALF OF THE CLAIMANT.*

Except as otherwise set forth herein, each entity that asserts a claim against the Debtors that arose before the Petition Date shall be required to file a Proof of Claim. The following Procedures with respect to preparing and filing of Proofs of Claim are hereby established:

- a. Proofs of Claim must substantially conform to the Proof of Claim Form attached as **Exhibit C** to the Motion or Official Form 410;
- b. Proofs of Claim must (i) be written in the English language; (ii) be denominated in lawful currency of the United States as of the Petition Date (using the exchange rate, if applicable, as of the Petition Date); (iii) by using the appendix to the Proof of Claim Form, specify by name and case number the Debtor against which the claim is filed; (iv) set forth with specificity the legal and factual basis for the alleged claim; (v) include supporting documentation for the claim or an explanation as to why such documentation is not available; and (vi) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant under penalty of perjury;
- c. To be properly filed, a Proof of Claim must be filed against the specific Debtor against which the claimant holds or asserts a claim. For example, if a claimant

holds or asserts a claim against SC Healthcare Holding, LLC, the Proof of Claim must specify SC Healthcare Holding, LLC. If a claimant wishes to assert a claim against more than one Debtor, separate Proofs of Claim must be filed against each applicable Debtor;

- d. Proofs of Claim must be filed (i) electronically through the website of the Debtors' claims and noticing agent, KCC, using the interface available on such website located at <https://www.kccllc.net/petersen> under the link entitled "Submit Electronic Proof of Claim (ePOC)" or (ii) by delivering the original Proof of Claim form by hand, or mailing the original Proof of Claim form, on or before the applicable Bar Date as follows, if by mail:

**SC Healthcare Holding, LLC et al., Claims Processing Center
c/o Kurtzman Carson Consultants LLC
222 N. Pacific Coast Highway, Suite 300
El Segundo, California 90245**

- e. A Proof of Claim shall be deemed timely filed only if it **actually is received** by KCC as set forth in subparagraph (d) above, in each case, on or before the applicable Bar Date; and
- f. Except with respect to the electronic filing system described above, KCC will not accept Proofs of Claim sent by facsimile, telecopy, email, or other electronic submission, and such claims will not be deemed to be properly or timely filed claims.

General Bar Date. Except as otherwise provided herein, each person or entity holding or asserting a claim (including a 503(b)(9) Claim) against the Debtors that arose prior to the Petition Date must file a Proof of Claim so that it is actually received by KCC on or before [●], 2024 at 4:00 p.m. (Prevailing Eastern Time) (the "**General Bar Date**").

Governmental Unit Bar Date. Each governmental unit holding or asserting a claim against the Debtors that arose prior to the Petition Date must file a Proof of Claim so that it is actually received by KCC on or before September 16, 2024 at 4:00 p.m. (Prevailing Eastern Time) (the "**Governmental Bar Date**," and, together with the General Bar Date, the "**Bar Dates**").

Amended Schedules Bar Date. If, on or after the date on which the Debtors serve this Notice, the Debtors amend or supplement their schedules of assets and liabilities or statements of financial affairs (collectively, the "**Schedules**") (a) to change the amount, nature, classification, or characterization of a claim, or (b) to add a new claim to the Schedules and the affected claimant does not agree with the amount, nature, classification, or characterization of such claim, 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 so that the Proof of Claim is actually received by KCC on or before the later of (i) the General Bar Date or the Governmental Bar Date and (ii) twenty-one

(21) days after the claimant is served with notice of the applicable amendment or supplement to the Schedules.

Rejection Bar Date. A Proof of Claim relating to the Debtors' rejection of an executory contract or unexpired lease pursuant to a Court order must be filed so that it is actually received by KCC on or before the later of (i) the General Bar Date or (ii) thirty (30) days after the date of service of the Court order authorizing such rejection.

For purposes of the Bar Date Order and this Notice, and pursuant to section 101(5) of the Bankruptcy Code, the term "claim" means: (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 as of the Petition Date.

Any person or entity (including, without limitation, any individual, partnership, joint venture, corporation, limited liability company, estate, trust, or governmental unit) holding an interest in the Debtors (an "Interest Holder"), which interest is based exclusively upon the ownership of common or preferred stock in the corporation or other equity security (as defined in section 101(16) of the Bankruptcy Code), or warrants or rights to purchase, sell or subscribe to such a security (any such security being referred to in this Notice as an "Interest"), need not file a proof of interest on or before the General Bar Date; provided, however, that Interest Holders who wish to assert claims against the Debtors that arise out of or relate to the ownership or purchase of an Interest, including claims arising out of or relating to the sale, issuance, or distribution of such Interest, must file Proofs of Claim on or before the General Bar Date (or, in the case of a governmental unit, the Governmental Bar Date), unless another exception identified in the Bar Date Order applies.

Acts or omissions of the Debtors, if any, that occurred prior to the Petition Date, including acts or omissions related to any indemnity agreements, guarantees, or services provided to or rendered by the Debtors, may give rise to claims against the Debtors notwithstanding the fact that such claims (or any injuries on which they are based) may be contingent or may not have matured or become fixed or liquidated prior to the Petition Date. Therefore, any person or entity that holds or asserts a claim or a potential claim against the Debtors, no matter how remote or contingent, must file a Proof of Claim on or before the General Bar Date.

Questions concerning the contents of this Notice, the Bar Date Order, and requests for Proofs of Claim should be directed to KCC's toll-free lines at 888-830-4662 (USA or Canada); 310-751-2646 (International), or by submitting an inquiry at www.kccllc.net/petersen/inquiry. Please note that KCC's staff is not permitted to give legal advice. You should consult your own attorney for assistance regarding any other inquiries, such as questions concerning the completion or filing of a Proof of Claim. Nothing contained in this Notice shall preclude the Debtors from objecting to any filed claim on any grounds.