

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

In re

Mishti Holdings LLC, *et al.*,

Debtors.¹

Chapter 11

Case No. 19-11813 (CSS)

Jointly Administered

Re: D.I. 281, 346, 348, 368, 397, 404

**FURTHER NOTICE OF ADJOURNMENT OF AUCTION,
EXTENSION OF ADEQUATE ASSURANCE OBJECTION
DEADLINE, AND ADJOURNMENT OF SALE HEARING**

PLEASE TAKE NOTICE that, on December 3, 2019, the above-captioned debtors and debtors in possession (the “Debtors”) filed a motion (D.I. 281) (the “Sale Motion”) with the United States Bankruptcy Court for the District of Delaware (the “Court”) seeking entry of two orders, in stages: (i) first, an order (the “Bidding Procedures Order”) (a) approving Bidding Procedures² for the sale of all or substantially all of the Debtors’ assets, (b) approving procedures for the assumption and assignment of designated executory contracts and unexpired leases, and the sale and transfer of other designated contracts, (c) scheduling the Auction and Sale Hearing, (d) approving forms and manner of notice of respective dates, times, and places in connection therewith, and (e) authorizing the Debtors to designate a Stalking Horse Bidder and seek expedited approval of bid protections, if any, and (f) granting related relief (collectively, the “Bidding Procedures Relief”), and (ii) second, an order (a) authorizing the Sale of the Purchased Assets free and clear of all liens, claims, interests, and other encumbrances, other than Assumed Liabilities, to the Successful Bidder submitting the highest or otherwise best bid, (b) authorizing the assumption and assignment of the Contracts, and authorizing the sale and transfer of other designated contracts, and (c) granting certain related relief. On December 20, 2019, the Bankruptcy Court entered the Bidding Procedures Order (D.I. 346), thereby approving the Bidding Procedures.

PLEASE TAKE FURTHER NOTICE that, on December 20, 2019, the Debtors filed the *Notice of Proposed Sale of All or Substantially All of the Debtors’ Assets, Free and Clear of All Encumbrances, Other Than Assumed Liabilities, and Scheduling Final Sale Hearing Related Thereto* (D.I. 348) (the “Sale Notice”). Pursuant to the Sale Notice and Bidding Procedures Order, the Debtors established the Bid Deadline as January 6, 2020, at 5:00 p.m.

¹ The Debtors in these cases, along with the last four digits of each Debtors’ federal EIN, are as follows: Mishti Holdings LLC (1193); Lolli and Pops, Inc. (1938); and Meetha Ventures LLC (3065). The Debtors’ mailing address is 4 Embarcadero Center, Suite 780, San Francisco, CA 94111.

² Capitalized terms not defined herein shall have such meanings ascribed to them in the Sale Motion and the Bidding Procedures, as applicable.

(prevailing Eastern Time), with the Auction set for January 9, 2020, at 10:00 a.m. (prevailing Eastern Time) and the Sale Hearing for January 14, 2020, at 2:00 p.m. (ET).

PLEASE TAKE FURTHER NOTICE that, on January 6, 2020, the Debtors filed the *Notice of Extended Bid Deadline, New Auction Date, and Adjournment of Sale Hearing* (D.I. 368), extending the Bid Deadline to January 13, 2020, at 5:00 p.m. (prevailing Eastern Time), setting the Auction for January 14, 2020, at 10:00 a.m. (prevailing Eastern Time), and adjourning the Sale Hearing to a date to be determined by the Court.

PLEASE TAKE FURTHER NOTICE that, on January 10, 2020, the Debtors filed the *Notice of Further Extended Bid Deadline, New Auction Date, and Adjournment of Sale Hearing* (D.I. 397), extending the Bid Deadline to January 16, 2020, at 5:00 p.m. (prevailing Eastern Time), setting the Auction for January 17, 2020, at 10:00 a.m. (prevailing Eastern Time), setting the Adequate Assurance Objection Deadline as January 22, 2020, at 5:00 p.m. (prevailing Eastern Time), and adjourning the Sale Hearing to January 24, 2020, at 10:00 a.m. (prevailing Eastern Time).

PLEASE TAKE FURTHER NOTICE that the Debtors opened the Auction on January 17, 2020.

PLEASE TAKE FURTHER NOTICE that the Debtors adjourned the Auction on January 17, 2020, and will reopen the Auction, if necessary, at a date to be determined to announce the Successful Bidder.

PLEASE TAKE FURTHER NOTICE that, on January 21, 2020, the Debtors filed the *Notice of Adjournment of Auction, Extension of Adequate Assurance Objection Deadline, and Adjournment of Sale Hearing* (D.I. 404), extending the Adequate Assurance Objection Deadline to January 31, 2020, at 5:00 p.m. (prevailing Eastern Time) and adjourning the Sale Hearing to February 4, 2020, at 1:00 p.m. (prevailing Eastern Time).

PLEASE TAKE FURTHER NOTICE that the Debtors have further extended the Adequate Assurance Objection Deadline to **February 3, 2020, at 5:00 p.m. (prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that the Sale Hearing is adjourned and if necessary, will be held before the Honorable Christopher S. Sontchi, Chief United States Bankruptcy Judge, on **February 6, 2020, at 1:00 p.m. (prevailing Eastern Time)** at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 5th Floor, Courtroom #6, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that this notice is subject to the full terms and conditions of the Sale Motion, the Bidding Procedures Order, and the Bidding Procedures. Copies of the Sale Motion, all other exhibits to the Sale Motion, are available by submitting, in writing (email and facsimile requests are acceptable), a request to (a) the Debtors' counsel: (i) Theodora Oringher PC, 535 Anton Blvd., Ninth Floor, Costa Mesa, CA 92626, Attn: Eric J. Fromme, Christopher J. Harney, Telephone: (714) 549-6200, email: efromme@tocounsel.com, charney@tocounsel.com; (ii) Morris, Nichols, Arsht & Tunnell LLP, 1201 N. Market St., Suite 1600, Wilmington, Delaware 19801, Attn: Derek C. Abbott, Matthew

B. Harvey, and Eric W. Moats, Telephone: (302) 658-9200, Email: dabbott@mnat.com; mharvey@mnat.com; emoats@mnat.com and/or (b) the Debtors' investment banker: Cowen and Company, LLC, 599 Lexington Avenue, New York, New York 10022, Attn: Lorie R. Beers, Vance Tuminelli, Telephone: (646) 562-1000; Email: lorie.beers@cowen.com, vance.tuminelli@cowen.com. Additionally, the Sale Motion and the exhibits thereto are available at <https://www.donlinrecano.com/Clients/mishti/Index>.

PLEASE TAKE FURTHER NOTICE that the dates set forth in this notice are subject to change, and further notice of such changes may not be provided except through announcements in open court and/or the filing of notices and/or amended agendas. Parties in interest are encouraged to monitor the electronic court docket and/or the noticing agent website for further updates.

Dated: January 22, 2020
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Eric W. Moats

Derek C. Abbott (No. 3376)
Matthew B. Harvey (No. 5186)
Joseph C. Barsalona II (No. 6102)
Eric W. Moats (No. 6441)
1201 N. Market Street, 16th Floor
P.O. Box 1347
Wilmington, Delaware 19899-1347
Telephone: (302) 658-9200
Facsimile: (302) 658-3989
Email: dabbott@mnat.com
mharvey@mnat.com
jbarsalona@mnat.com
emoats@mnat.com

- and -

Eric J. Fromme (admitted *pro hac vice*)
Christopher J. Harney (admitted *pro hac vice*)
THEODORA ORINGHER PC
535 Anton Blvd, Ninth Floor
Costa Mesa, CA 92626
Telephone: (714) 549-6136
Facsimile: (714) 549-6201
Email: efromme@tocounsel.com
charney@tocounsel.com

Counsel to the Debtors and Debtors in Possession