

1 William N. Lobel, State Bar No. 93202
2 PACHULSKI STANG ZIEHL & JONES LLP
3 650 Town Center Drive, Suite 1500
4 Costa Mesa, California 92626
5 Telephone: (714) 384-4740
6 Facsimile: (714) 384-4741
7 E-mail: wlobel@pszjlaw.com

8 Attorneys for Ruby’s Diner, Inc., a California corporation,
9 *et al.*, Debtors and Debtors in Possession

10 **UNITED STATES BANKRUPTCY COURT**
11 **CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA**

12 RUBY’S DINER, INC., a California
13 corporation, *et al.*,¹

14 Debtors and Debtors in Possession.

15 Affects:

16 All Debtors

17 RUBY’S DINER, INC., ONLY

18 RUBY’S SOCAL DINERS, LLC, ONLY

19 RUBY’S QUALITY DINERS, LLC, ONLY

20 RUBY’S HUNTINGTON BEACH, LTD.,
21 ONLY

22 RUBY’S LAGUNA HILLS, LTD. ONLY

23 RUBY’S OCEANSIDE, LTD., ONLY

24 RUBY’S PALM SPRINGS, LTD., ONLY

Chapter 11

Case No. 8:18-bk-13311-CB

Jointly Administered With Case Nos.

8:18-bk-13197-CB; 8:18-bk-13198-CB; 8:18-bk-
13199-CB; 8:18-bk-13200-CB; 8:18-bk-13201-
CB; 8:18-bk-13202-CB

**NOTICE OF (A) HEARING TO CONSIDER
CONFIRMATION OF DEBTORS’ THIRD
AMENDED JOINT CHAPTER 11 PLAN, AS
MODIFIED; (B) DEADLINE FOR CASTING
VOTES TO ACCEPT OR REJECT PLAN; AND
(C) RELATED MATTERS**

Date: March 25, 2020
Time: 10:00 a.m.
Courtroom: 5D
Address: 411 West Fourth Street
Santa Ana, CA 92701

¹ The chapter 11 cases of Ruby’s Diner, Inc., Ruby’s SoCal Diners, LLC, Ruby’s Quality Diners, LLC, Ruby’s
Huntington Beach, Ltd., Ruby’s Laguna Hills, Ltd., Ruby’s Oceanside, Ltd. and Ruby Palm Springs, Ltd. (referred to
herein as the “RDI Debtors”) are jointly-administered. The chapter 11 case of Ruby’s Franchise Systems, Inc. (“RFS”),
Case No. 8:18-bk-13324-CB, is not jointly-administered with the RDI Debtors’ chapter 11 cases, but the Plan is jointly
proposed by the RDI Debtors and RFS.

1 **TO THE HOLDERS OF CLAIMS AND INTERESTS:**

2 **PLEASE TAKE NOTICE** that, on January 27, 2020, Ruby's Diner, Inc., a California
3 corporation ("RDI"), Ruby's SoCal Diners, LLC, a Delaware limited liability company ("SoCal
4 Diners"), Ruby's Quality Diners, LLC, a Delaware limited liability company ("Quality"), Ruby's
5 Huntington Beach, Ltd., a California limited partnership ("Ruby's Huntington Beach"), Ruby's
6 Oceanside, Ltd., a California limited partnership ("Ruby's Oceanside"), Ruby's Palm Springs, Ltd.,
7 a California limited partnership ("Ruby's Palm Springs") and Ruby's Laguna Hills, Ltd., a
8 California limited partnership ("Ruby's Laguna Hills") (collectively, without RDI, the "SoCal
9 Debtors" and, with RDI, the "RDI Debtors"), and Ruby's Franchise Systems, Inc., a California
10 corporation ("RFS"), an entity affiliated with the RDI Debtors through common ownership and
11 control, are debtors and debtors in possession in chapter 11 proceedings pending in front of this
12 Court (collectively, the RDI Debtors and RFS are referred to as the "Debtors" or the "Plan
13 Proponents"), filed their *Third Amended Joint Plan of Reorganization, as Modified* (including all
14 exhibits thereto and as amended, modified or supplemented from time to time, the "Plan") and their
15 related *Third Amended Disclosure Statement Describing Third Amended Joint Chapter 11 Plan, as*
16 *Modified* (the "Disclosure Statement").²

17 **PLEASE TAKE FURTHER NOTICE** that a hearing to consider Confirmation of the Plan
18 will take place on **March 25, 2020**, at **10:00 a.m.**, before the Honorable Catherine E. Bauer, in
19 Courtroom 5D of the United States Bankruptcy Court, located at 411 W. Fourth Street, Santa Ana,
20 California 92701 (the "Confirmation Hearing").

21 If you have received with this Notice one or more ballot forms (each, a "Ballot"), you are
22 eligible to vote to accept or reject the Plan in connection with each Class in which you have received
23 a Ballot.

24 For your Ballot to be counted, you must complete all required information on the Ballot,
25 execute the Ballot and **return the completed Ballot to the address indicated on the Ballot so that**
26 **it is received by 4:00 p.m. (Prevailing Pacific Time) on February 26, 2020** (the "Balloting
27 Deadline"). Any failure to follow the voting instructions included with the Ballot or to return a
28 properly completed Ballot so that it is received by the Balloting Deadline may disqualify your Ballot
and your vote.

If an objection is pending with respect to your Claim as of the Balloting Deadline, your vote
will not be counted unless the Court temporarily allows your Claim for purposes of voting to accept
or reject the Plan, and you are required to file a motion for such relief in accordance with the
provisions of Rule 3018 of the Federal Rules of Bankruptcy Procedure (a "Rule 3018 Motion"),
which Rule 3018 Motion may be heard on or prior to the Confirmation Hearing. Notwithstanding
the foregoing, if the Debtors file an objection to a Claim and request that such Claim be allowed in a
specific amount, your Ballot shall be counted in such specified amount.

PLEASE TAKE FURTHER NOTICE that the Bankruptcy Court has established
February 26, 2020, at 4:00 p.m. (Prevailing Pacific Time) as the last date and time for filing and
serving objections to the Confirmation of the Plan (the "Plan Objection Deadline"). All objections
must state with particularity the legal and factual grounds for such objection; (i) be in writing;
(ii) state the name and address of the objecting party and the nature of the Claim or Interest of such
party; (iii) state with particularity the basis and nature of any objection and the evidence in support
thereof; (iv) be filed with the Court and served so as to be received by the Plan Objection Deadline;
and (v) served on the following parties: (1) Office of The United States Trustee, 411 West Fourth
Street, Suite 7160, Santa Ana, California 92701; (2) the Debtors and counsel for the Debtors at
following addresses: (a) Douglas Cavanaugh and Ralph Kosmides, Ruby's Diner, Inc., *et al.* and

² Capitalized terms utilized in this Notice that are not otherwise defined shall have the meanings ascribed to such terms
in the Plan.

1 Ruby's Franchising Systems, Inc., 4100 MacArthur Blvd., Suite 310, Newport Beach, California
2 92660, (b) William N. Lobel, Esq., Pachulski Stang Ziehl & Jones LLP, 650 Town Center Drive,
3 15th Floor, Costa Mesa, California 92626, and (c) Eric J. Fromme, Esq., Theodora Oringer PC, 535
4 Anton Blvd., 9th Floor, Costa Mesa, California 92626; (3) counsel for the Plan Sponsor, Alan J.
5 Friedman, Esq., Shulman Bastian LLP, 100 Spectrum Center Drive, Suite 600, Irvine, California
6 92618; and (4) counsel to the Committee, Garrick Hollander, Esq., Winthrop Golubow Hollander,
7 LLP, 1301 Dove Street, Suite 500, Newport Beach, California 92660.

8 **Objections not timely filed and served by the Plan Objection Deadline in accordance
9 with the provisions of this Notice will not be heard and will be overruled.**

10 **PLEASE TAKE FURTHER NOTICE** that any party in interest wishing to obtain copies of
11 the Disclosure Statement or the Plan may do so by (i) calling Donlin Recano & Company, the Notice
12 and Claims Agent, at (800) 780-7386, or (ii) by accessing the documents on the Notice and Claims
13 Agent's website established for these cases at <https://www.donlinrecano.com/Clients/rh/Index>.

14 **PLEASE TAKE FURTHER NOTICE** that the Confirmation Hearing may be continued
15 from time to time without further notice except for (i) an announcement made at the Confirmation
16 Hearing or any adjourned Confirmation Hearing or (ii) a written notice filed with the Bankruptcy
17 Court and served on all parties who have filed objections to Confirmation of the Plan, the United
18 States Trustee, and all parties who have requested notice in these Chapter 11 Cases pursuant to
19 Bankruptcy Rule 2002.

20 Dated: January 27, 2020

PACHULSKI STANG ZIEHL & JONES LLP

21 By: William N. Lobel
22 William N. Lobel
23 Attorneys for Ruby's Diner, Inc., *et al.*, Debtors
24 and Debtors in Possession
25
26
27
28