

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

In re:

SUITABLE TECHNOLOGIES, INC.,¹

Debtor.

Chapter 11

Case No. 20-10432 (CTG)

Confirmation Hearing:
June 18, 2021 at 10:00 a.m. (ET)

Confirmation Objection Deadline:
June 10, 2021 at 4:00 p.m. (ET)

**NOTICE OF NON-VOTING STATUS
TO HOLDERS OF CLASS 1, 2, 5 & 6 CLAIMS AND INTERESTS**

PLEASE TAKE NOTICE THAT the above-captioned debtor and debtor in possession (the “**Debtor**”) submitted the *Chapter 11 Plan of Liquidation of Suitable Technologies, Inc.* (as amended, modified or supplemented from time to time, the “**Plan**”),² which is described in and attached as Exhibit A to the related *Disclosure Statement for the Chapter 11 Plan of Liquidation of Suitable Technologies, Inc.*, dated as of April 2, 2021 (the “**Disclosure Statement**”), that was approved by an order [Docket No. 415] (the “**Disclosure Statement Order**”) of the United States Bankruptcy Court for the District of Delaware (the “**Court**”) and attached as Exhibit 1 to the Disclosure Statement Order. The Disclosure Statement Order authorizes the Debtor to solicit votes to accept or reject the Plan from the holders of Claims in Voting Classes (as defined in the Disclosure Statement Order). Capitalized terms used but not otherwise defined herein shall the meaning ascribed to such terms in the Plan.

YOU ARE OR MIGHT BE THE HOLDER OF CLAIMS IN CLASSES OF UNIMPAIRED CLAIMS DEEMED TO ACCEPT THE PLAN, OR OF CLAIMS AND INTERESTS IN CLASSES OF IMPAIRED CLAIMS DEEMED TO REJECT THE PLAN, THAT, IN EITHER CASE, ARE NOT ENTITLED TO VOTE ON THE PLAN. THE FOLLOWING IS A SUMMARY OF THE TREATMENT OF CLAIMS AND INTERESTS UNDER THE PLAN FOR PURPOSES OF PLAN VOTING.

<u>Class</u>	<u>Claim or Interest</u>	<u>Summary of Treatment</u>
1	Secured Claims	Unimpaired <i>Deemed to Accept Plan</i>
2	Priority Claims	Unimpaired <i>Deemed to Accept Plan</i>
3	Prepetition Secured Promissory Notes Claim	Impaired <i>Entitled to Vote on Plan</i>
4	General Unsecured Claims	Impaired <i>Entitled to Vote on Plan</i>

¹ The last four digits of the Debtor’s United States federal tax identification number are 7816. The Debtor’s mailing address is 921 East Charleston Road, Palo Alto, CA 94303.

² All capitalized terms used but not otherwise defined herein have the meanings set forth in the Plan.
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<u>Class</u>	<u>Claim or Interest</u>	<u>Summary of Treatment</u>
5	Subordinated Claims	Impaired <i>Deemed to Reject Plan</i>
6	Interests	Impaired <i>Deemed to Reject Plan</i>

UNDER THE TERMS OF THE PLAN, HOLDERS OF CLAIMS IN CLASSES 1 AND 2 ARE UNIMPAIRED UNDER THE PLAN AND THEREFORE, PURSUANT TO THE PLAN AND BANKRUPTCY CODE SECTION 1126(f), ARE (I) DEEMED TO HAVE ACCEPTED THE PLAN AND (II) NOT ENTITLED TO VOTE ON THE PLAN.

UNDER THE TERMS OF THE PLAN, HOLDERS OF CLAIMS OR INTERESTS IN CLASSES 5 AND 6 ARE IMPAIRED UNDER THE PLAN AND ARE NOT ENTITLED TO RECEIVE OR RETAIN ANY PROPERTY ON ACCOUNT OF THEIR CLAIMS OR INTERESTS IN THOSE CLASSES AND THEREFORE, PURSUANT TO BANKRUPTCY CODE SECTION 1126(g), ARE (I) DEEMED TO HAVE REJECTED THE PLAN AND (II) NOT ENTITLED TO VOTE ON THE PLAN.

ARTICLE XI OF THE PLAN CONTAINS CERTAIN RELEASE, INJUNCTION AND EXCULPATION PROVISIONS. YOU ARE ENCOURAGED TO CAREFULLY REVIEW THE PLAN, INCLUDING THESE PROVISIONS, AS YOUR RIGHTS MAY BE AFFECTED, REGARDLESS OF WHETHER OF YOU ARE UNIMPAIRED OR IMPAIRED UNDER THE PLAN.

The release in Section 11.10(a) of the Plan (the “Debtor Release”) binds the Debtor and the Estate. It provides:

***“Releases by Debtor and the Estate.* As of the Effective Date, for good and valuable consideration, including the contributions of the Debtor Released Parties in facilitating the administration of the Chapter 11 Case and other actions contemplated by the Plan and the other contracts, instruments, releases, agreements or documents executed and delivered in connection with the Chapter 11 Case, the Plan or the Confirmation Order, including, without limitation, the Prior Asset Sales and the Plan Settlement, the Debtor Released Parties are forever released by the Debtor and the Estate, and anyone claiming by or through the Debtor and the Estate, from any and all claims, interests, obligations, rights, suits, damages, causes of action (including, without limitation, any and all causes of action under chapter 5 of the Bankruptcy Code), remedies and liabilities whatsoever, including, without limitation, any derivative claims or claims asserted or assertible on behalf of the Debtor and the Estate, whether known or unknown, foreseen or unforeseen, liquidated or unliquidated, fixed or contingent, matured or unmatured, existing or hereinafter arising, in law, equity or otherwise, that the Debtor or the Estate would have been legally entitled to assert in their own right (whether individually or collectively) or that a Holder of any Claim or Interest would have been legally entitled to assert derivatively on behalf of the Debtor or otherwise by or through the Debtor, based in whole or in part on any act, omission, transaction, event or other occurrence taking place on or prior to the Effective Date in any way relating to the Debtor, the Estate, the Chapter 11 Case (including, without limitation, the Prior Asset Sales), the Plan, the Confirmation Order, the Disclosure Statement or related agreements, instruments or other documents in the Chapter 11 Case (including, without limitation, the Asset Purchase Agreements).”**

“Debtor Released Parties” is defined as follows:

“Each solely in their capacities as such, (i) the Debtor, the Estate and the Debtor’s Related Parties; (ii) Ronald Barliant; (iii) the Magicheart Parties; (iv) the Asgaard Capital Parties; (v) Bo Preising; and (vi) the Professionals retained by the Debtor pursuant to an Order of the Bankruptcy Court pursuant to sections 327, 328,

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1103 or 1104 of the Bankruptcy Code.”

Objections, if any, to confirmation of the Plan, including the release, exculpation and injunction provisions provided for in Article XI of the Plan, must (i) be in writing; (ii) state the name, address, and nature of the Claim or Interest of the objecting or responding party; (iii) state with particularity the legal and factual basis and nature of any objection or response; and (iv) be filed with the Clerk of the Bankruptcy Court, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801 **before 4:00 p.m. (ET) on June 10, 2021** and served by that same deadline in accordance with the Local Rules, which service may be made by email, on the following parties: (i) counsel to the Debtor, Young Conaway Stargatt & Taylor, LLP, 1000 North King Street, Wilmington, Delaware 19801, Attn: Robert F. Poppiti, Jr., Esq. (rpoppiti@ycst.com) and Betsy L. Feldman, Esq. (bfeldman@ycst.com); (ii) counsel for the Magicheart Parties, Morris, Nichols, Arsht & Tunnell LLP, 1201 North Market Street, Wilmington, Delaware 19801, Attn: Curtis S. Miller, Esq. (cmiller@morrisnichols.com) and Paige N. Topper, Esq. (ptopper@morrisnichols.com); and (iii) the Office of the United States Trustee for the District of Delaware, 855 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Juliet M. Sarkessian, Esq. (Juliet.M.Sarkessian@usdoj.gov).

Copies of the Plan, the Disclosure Statement, the Plan Supplement (which will be filed on or before June 1, 2021), and the Disclosure Statement Order are, or will be, available for review free of charge at www.donlinrecano.com/sti/PlanOfReorg, by clicking on the link on the left hand side of the page titled “Confirmation Documents.” In addition, copies of the Plan are available upon written request via first-class mail to the Debtor’s Voting Agent at Donlin, Recano & Company, Inc., Re: Suitable Technologies, Inc., P.O. Box 199043, Blythebourne Station, Brooklyn, NY 11219, by submitting an inquiry to the Voting Agent via email at DRCVote@donlinrecano.com with a reference to “Suitable Technologies, Inc.” in the subject line, or by contacting the Voting Agent via telephone at (877) 322-4952 (domestic/toll free). If you are the holder of a Claim and believe that you are entitled to vote on the Plan, but you did not receive a Solicitation Package, you should contact the Voting Agent electronically, in writing or via telephone using the contact information provided in this paragraph for the Voting Agent.