IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
SGR WINDDOWN, INC., *et al.*	Case No. 19-11973 (MFW)
	(Jointly Administered)
Debtors.[1]	**Hrg Date: TBD** **Resp. Deadline: September 29. 2020 @ 4:00 p.m.**

DEBTORS' NOTICE OF SATISFACTION OF CERTAIN FULLY SATISFIED CLAIMS

PARTIES RECEIVING THIS NOTICE SHOULD LOCATE THEIR NAMES AND THEIR FULLY SATISFIED CLAIM IDENTIFIED ON EXHIBIT A AND/OR EXHIBIT B ATTACHED HERETO.

PLEASE TAKE NOTICE that SGR Winddown, Inc., a Delaware corporation, and its affiliated debtors and debtors in possession (collectively, the "Debtors"), by and through their counsel, hereby file this notice (the "Notice") identifying certain claims listed in **Exhibit A** attached hereto (the "Fully Satisfied Claims") and **Exhibit B** (the "Partially Satisfied Claims") that were filed against the Debtors' estates and have been satisfied in full by, among other things, the assumption and assignment of certain contracts and the payment of the cure amount, if any, or post-petition payments. In support of the notice, the Debtors respectfully represent as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction to consider 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 February 29, 2012. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this matter in this District is proper under 28 U.S.C. §§ 1408

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number or Canadian Revenue Agency, as applicable are (1) SGR Winddown, Inc. (4356), (2) SGR Winddown International, LLC (1254) and (3) SGR Canada Winddown Legacy, Ltd. (4480). The location of the Debtors' corporate headquarters is 4712 Admiralty Way #552, Marina Del Rey, CA 90292.

and 1409.

2. The legal predicates for the relief requested herein are section 502(b) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 3007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 3007-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Bankruptcy Rules").

BACKGROUND

3. On September 6, 2019 (the "Petition Date"), each of the Debtors commenced a case by filing petitions for relief under Chapter 11 of the Bankruptcy Code (collectively, the "Chapter 11 Cases").

4. The Debtors are authorized to operate their business and manage their property as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these Chapter 11 Cases.

5. On October 8, 2019, the Court entered the *Order Establishing Bar Dates for Filing Claims and Approving Form and Manner of Notice Thereof* [Docket No. 228] (the "Bar Date Order").

6. The Bar Date Order established November 8, 2019, at 5:00 p.m. (ET) as the deadline for creditors to file proofs of claim for each claim they assert against the Debtors that arose before the Petition Date (the "General Bar Date"). Additionally, the Bar Date Order approved the form of proof of claim to be filed against the Debtors and the manner of giving notice of the General Bar Date (the "Bar Date Notice"). The Bar Date Notice was mailed to all known creditors of the Debtors including holders of 503(b)(9) Claims, and Administrative Claim Requests [Docket Nos. 240, 248, 420, 453, 480].

7. In addition, the Bar Date Order established the governmental bar date for governmental units to file proofs of claims against any Debtor as March 4, 2020 at 5:00 pm (ET). [*See* Docket No. 228].

8. The proofs of claim are recorded on the official claims register (the "Claims Register") maintained by BMC Group, Inc., the claims and noticing agent retained by the Debtors to assist with claims processing in the Chapter 11 Cases. [Docket Number 327].

9. On May 13, 2020, the Court entered the *Findings Of Fact, Conclusions Of Law, And Order Confirming the Plan of Reorganization for SGR Winddown, Inc. and Affiliated Debtors Dated February 24, 2020* [Docket No. 646] (the "Confirmation Order"), confirming the Debtors' plan of liquidation [Docket No. 518] (the "Plan"). The Plan became effective on May 28, 2020 (the "Effective Date").

10. The Plan and Confirmation Order also provided for a final administrative claim bar date of June 27, 2020 for administrative claims (*see* Plan, § 3.05).

11. The Debtors and their professionals have been reviewing and analyzing the Debtors' books and records ("Books and Records"), the Claim Register, and the individual proofs of claim to determine the validity of the proofs of claim.

CLAIMS SATISFIED AFTER THE PETITION DATE

12. The Debtors and their advisors have commenced a claims reconciliation process that includes identifying particular categories of claims that may be targeted for disallowance and expungement, reduction and allowance, or reclassification and allowance. Further, as part of this ongoing process, the Debtors have reviewed, or caused its professionals to review, the Debtors' books and records ("Books and Records"), the filings in these Chapter 11 Cases, the proceedings related to the assumption and assignment of contracts and the related payment of set

cure amounts, if any, and has determined that the Fully Satisfied Claims listed on **Exhibit A** have been satisfied in full by, among other things, the assumption and assignment of certain contracts and the payment of the cure amount, if any, or post-petition payments, as detailed on **Exhibit A**. Further, the Partially Satisfied Claims listed on **Exhibit B** have been satisfied in part by, among other things, the payment of administrative and/or priority portions of the claims, as detailed on **Exhibit B**.

RESPONSES TO THE NOTICE

13. The Debtors are serving this Notice on all parties holding a Fully Satisfied Claim and/or Partially Satisfied Claim and providing such parties with an opportunity to object to the Debtors' position that such claims have been satisfied as shown on **Exhibit A** and **Exhibit B**, respectively. Any party disputing the extent of the satisfaction of one or more Fully Satisfied Claims and/or Partially Satisfied Claims must file a written response (a "Response") so that it is received no later than **September 29, 2020 at 4:00 p.m.** (Prevailing Eastern Time) (the "Response Deadline"). Every Response must be filed with the Office of the Clerk of the United States Bankruptcy Court for the District of Delaware: 824 North Market Street, Wilmington, Delaware 19801, and served upon the following entities, so that the Response is received no later than the Response Deadline, at the following e-mail addresses:

Shulman Bastian Friedman & Bui LLP,
100 Spectrum Center Drive, Suite 600
Irvine, CA 92618
Morristown, NJ 07962-1997
Attention: Alan J. Friedman, Esq.
Ryan D. O'Dea, Esq.
afriedman@shbllp.com
rodea@shbllp.com

– and –

Morris James LLP
500 Delaware Avenue, Suite 1500
Wilmington, Delaware 19801
Attention: Brya M. Keilson, Esq.
Jeffrey R. Waxman, Esq.
Eric Monzo, Esq.
bkeilson@morrisjames.com
jwaxman@morrisjames.com

14. Upon receipt of any response, the Debtors will confer with the claimant to determine whether any obligation remains outstanding and owing to such claimant. In the event that the parties are unable to reach a resolution, the Debtors will request that the Court schedule a hearing on the matter at an omnibus hearing.

15. If a claimant fails to file and serve a timely Response by the Response Deadline, (i) the claimant is deemed to have consented to the Notice and the Debtors' determinations with respect to its Fully Satisfied Claim and/or Partially Satisfied Claim, as set forth therein, and (ii) the Debtors shall immediately, and without further notice to any party (including the claimant), mark such Fully Satisfied Claim and/or Partially Satisfied Claim as such on the Claims Register.

RESERVATION OF RIGHTS

16. The Debtors reserve any and all rights to amend, supplement, or otherwise modify this Notice and the Schedules and Statements, and to file additional notices of this nature and objections to claims with respect to any and all claims filed and amounts scheduled in these Chapter 11 Cases. The Debtors also reserve any and all rights, claims, and defenses with respect to any and all of the Fully Satisfied Claims and Partially Satisfied Claims, and nothing included in or omitted from this Notice is intended or should be construed as (i) an admission as to the validity of any claim, (ii) a waiver of the Debtors' rights to dispute any claim on any grounds, (iii) a promise or requirement to pay any claim, (iv) an implication or admission that any claim is

of a type referenced or defined herein or therein, (v) a waiver or limitation of any of the Debtors' rights under the Bankruptcy Code or applicable law, or (vi) a waiver of any party's rights to assert that any other party is in breach or default of any agreement.

Dated: September 8, 2020

MORRIS JAMES LLP

/s/ Brya M. Keilson

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