

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

In re:)	
)	Chapter 11
Vitamin OldCo Holdings, Inc.,)	
(f/k/a GNC Holdings, Inc.), <i>et al.</i> ,)	Case No. 20-11662 (KBO)
)	
Debtors. ¹)	(Jointly Administered)
)	Re: Docket Nos. 1415, 1398

**NOTICE OF (A) ENTRY OF ORDER CONFIRMING AND
(B) EFFECTIVE DATE OF SEVENTH AMENDED JOINT CHAPTER 11
PLAN OF REORGANIZATION OF GNC HOLDINGS, INC. AND ITS
DEBTOR AFFILIATES UNDER CHAPTER 11 OF THE BANKRUPTCY CODE**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. Confirmation of the Plan. On October 14, 2020, the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”) entered an order [Docket No. 1415] (the “**Confirmation Order**”) confirming the *Seventh Amended Joint Chapter 11 Plan of Reorganization of GNC Holdings, Inc. and Its Debtor Affiliates Under Chapter 11 of the Bankruptcy Code* [Docket No. 1398] (as modified or amended, the “**Plan**”), in the Chapter 11 Cases of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”). Unless otherwise defined in this Notice, capitalized terms and phrases used herein have the meanings given to them in the Plan and the Confirmation Order. This Notice is intended solely to provide notice of the entry of the Confirmation Order and it does not, and shall not be construed to, limit, modify or interpret any of the provisions of the Confirmation Order. The following paragraphs identify some of the provisions of the Confirmation Order for the convenience of

¹ The debtors in these Chapter 11 Cases, along with the last four digits of each debtor’s United States federal tax identification number, if applicable, or other applicable identification number, are: Vitamin OldCo Holdings, Inc. (f/k/a GNC Holdings, Inc.) (6244); Vitamin OldCo Parent LLC (f/k/a GNC Parent LLC) (7572); Vitamin OldCo Corporation (f/k/a GNC Corporation) (5170); Vitamin OldCo Centers, Inc. (f/k/a General Nutrition Centers, Inc.) (5168); Vitamin OldCo, Inc. (f/k/a General Nutrition Corporation) (4574); Vitamin OldCo Investment Company (f/k/a General Nutrition Investment Company) (3878); Vitamin OldCo Lucky Corporation (f/k/a Lucky Oldco Corporation) (7141); Vitamin OldCo Funding, Inc. (f/k/a GNC Funding, Inc.) (7837); Vitamin OldCo International Holdings, Inc. (f/k/a GNC International Holdings, Inc.) (9873); Vitamin OldCo Headquarters LLC (f/k/a GNC Headquarters LLC) (7550); Vitamin OldCo Associates, Ltd. (f/k/a Gustine Sixth Avenue Associates, Ltd.) (0731); Vitamin OldCo Canada Holdings, Inc. (f/k/a GNC Canada Holdings, Inc.) (3879); Vitamin OldCo Centres Company (f/k/a General Nutrition Centres Company) (0939); Vitamin OldCo Government Services, LLC (f/k/a GNC Government Services, LLC) (2226); Vitamin OldCo Puerto Rico Holdings, Inc. (f/k/a GNC Puerto Rico Holdings, Inc.) (4559); and Vitamin OldCo Puerto Rico, LLC (f/k/a GNC Puerto Rico, LLC) (7234). The debtors’ mailing address is 300 Sixth Avenue, Pittsburgh, Pennsylvania 15222.

creditors; however, creditors should refer to the full text of the Confirmation Order and should not rely upon the summary provided below.

2. Effective Date of the Plan. On October 30, 2020, the Effective Date of the Plan occurred. All conditions precedent to the Effective Date enumerated in Article VIII of the Plan were satisfied or waived in accordance with the Plan as of October 30, 2020. Pursuant to the Confirmation Order and the Plan, the releases, exculpation, and injunction provisions set forth in Article IX of the Plan are now in full force and effect.

3. Convenience Class Election Deadline. The last date for Holders of Allowed Claims in Class 4 to elect to have such Claims reclassified as Class 4A Convenience Class Claims is November 30, 2020 (i.e., 31 calendar days after the Effective Date).² A Class 4A Convenience Class Claim is a General Unsecured Claim that is either (a) an Allowed Claim in an amount that is equal to or less than \$50,000 or (b) an Allowed Claim in an amount that is greater than \$50,000, but with respect to which the Holder of such Allowed Claim agrees in writing to voluntarily and irrevocably reduce the aggregate amount of such Allowed Claim to \$50,000 or less. To elect to have an Allowed Claims in Class 4 voluntarily and irrevocably reduced to an amount of \$50,000 or less and reclassified as a Class 4A Convenience Class Claim pursuant to Article III.B.5.b. of the Plan, a Holder of an Allowed Claim in Class 4 must submit a Convenience Class Election Form in accordance with the instructions set forth therein by first class mail, overnight courier or hand delivery, or via Prime Clerk's online portal at cases.primeclerk.com/gnc by **no later than November 30, 2020 at 5:00 p.m. (prevailing Eastern Time).**

4. Bar Dates.

a. *Fee Claims.* All final requests for payment of Professional Fee Claims for services rendered and reimbursement of expenses incurred prior to the Effective Date must be Filed no later than 45 days after the Effective Date. Objections to any final requests for payment of Professional Fee Claims must be filed no later than 20 days from the date of the filing of such final requests for payment of Professional Fee Claims. The Bankruptcy Court shall determine the Allowed amounts of such Professional Fee Claims after notice and a hearing in accordance with the procedures established by the Bankruptcy Code, the Bankruptcy Rules, and prior Bankruptcy Court orders. The Reorganized Debtors shall pay Professional Fee Claims owing to the Retained Professionals in Cash to such Retained Professionals in the amount the Bankruptcy Court Allows from funds held in the Professional Fee Escrow Account, as soon as reasonably practicable after such Professional Fee Claims are Allowed by entry of an order of the Bankruptcy Court; provided that the Debtors' and the Reorganized Debtors' obligations to pay Allowed Professional Fee Claims shall not be limited or deemed limited to funds held in the Professional Fee Escrow Account. To the extent that funds held in the Professional Fee Escrow Account are insufficient to satisfy the Allowed amount of Professional Fee Claims owing to the Retained Professionals, the

² The Plan requires such elections to be made no later than 30 calendar days after the Effective Date, but that day (November 29, 2020) is a Sunday and thus the deadline is extended to Monday, November 30, 2020 pursuant to rule 9006(a)(1)(C) of the Federal Rules of Bankruptcy Procedure.

Reorganized Debtors shall pay such amounts within ten (10) Business Days of entry of the order approving such Professional Fee Claims.

b. *Administrative Claims.* All requests for payment of an Administrative Claim (other than DIP Facilities Claims (including DIP Expenses), Cure Costs, Professional Fee Claims, Transaction Expenses, or U.S. Trustee quarterly fees payable pursuant to Article II.E of the Plan) that accrued on or before the Effective Date that were not otherwise satisfied in the ordinary course of business must be filed with the Bankruptcy Court and served on the Reorganized Debtors **no later than November 30, 2020** (i.e., the date that is the 31st day after the Effective Date) (the “**Administrative Claims Bar Date**”).³

If a Holder of an Administrative Claim (other than DIP Facilities Claims (including DIP Expenses), Cure Costs, Professional Fee Claims, Transaction Expenses, or U.S. Trustee quarterly fees payable pursuant to Article II.E of the Plan) that is required to, but does not, file and serve a request for payment of such Administrative Claim by the Administrative Claims Bar Date shall be forever barred, estopped and enjoined from asserting such Administrative Claims against the Debtors, the Reorganized Debtors and their respective Estates and property and such Administrative Claims shall be deemed discharged as of the Effective Date.

c. *Rejection Damages Claims.* Unless otherwise provided by a Bankruptcy Court order, any Proofs of Claim asserting Claims arising from the rejection of the Executory Contracts and Unexpired Leases pursuant to the Plan or otherwise must be filed with the Notice and Claims Agent within thirty days after the date of the effectiveness of the rejection of the applicable Executory Contract or Unexpired Lease. Any Proofs of Claim arising from the rejection of the Executory Contracts and Unexpired Leases that are not timely filed shall be subject to disallowance by further order of the Bankruptcy Court upon objection on such grounds. All Allowed Claims arising from the rejection of the Executory Contracts and Unexpired Leases shall constitute General Unsecured Claims and shall be treated in accordance with Article III.B of the Plan.

5. Bankruptcy Court Address. For purposes of filing requests for payment of Administrative Expense Claims and applications for allowance of Professional Fee Claims, the address of the Bankruptcy Court is 824 North Market Street, 5th Floor, Wilmington, Delaware 19801.

6. Notices. To continue to receive pleadings and other documents filed in the Chapter 11 Cases pursuant to Bankruptcy Rule 2002, you must file a renewed request to receive documents pursuant to Bankruptcy Rule 2002. Commencing November 30, 2020, (i.e., 31 calendar days after the Effective Date),⁴ the list of Entities receiving documents pursuant to Bankruptcy Rule 2002

³ The Plan provides that the Administrative Claims Bar Date is the 30th calendar day after the Effective Date, but that day (November 29, 2020) is a Sunday and thus the Administrative Claims Bar Date is extended to Monday, November 30, 2020 pursuant to rule 9006(a)(1)(C) of the Federal Rules of Bankruptcy Procedure.

⁴ The Plan provides that the deadline to make such requests is the 30th calendar day after the Effective Date, but that day (November 29, 2020) is a Sunday and thus the deadline is extended to Monday, November 30, 2020 pursuant to rule 9006(a)(1)(C) of the Federal Rules of Bankruptcy Procedure.

will be limited to those Entities who have filed such renewed requests (including any Entities that file such renewed requests after such date).

7. **Copies of Confirmation Order.** Copies of the Confirmation Order, the Plan, and any pleadings filed in these Chapter 11 Cases may be obtained by (a) visiting the Debtors' restructuring website at <https://cases.primeclerk.com/GNC>; (b) sending an email to gncinfo@primeclerk.com; and/or (c) calling the Debtors' restructuring hotline at +1.844.974.2132 (or +1.347.505.7137 for international calls). The Confirmation Order and the Plan may also be examined by any party in interest during normal business hours at the Office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court, 824 Market Street, 5th Floor, Wilmington, Delaware 19801. You may also obtain copies of the Confirmation Order or of any pleadings filed in these Chapter 11 Cases for a fee at <http://www.deb.uscourts.gov>.

Dated: October 30, 2020
Wilmington, Delaware

**YOUNG CONAWAY STARGATT &
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