

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

<p>In re:</p> <p>GNC HOLDINGS, INC., <i>et al.</i>,</p> <p style="text-align: center;">Debtors.¹</p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>Chapter 11</p> <p>Case No. 20-11662 (KBO)</p> <p>(Jointly Administered)</p> <p>[Proposed] Obj. Deadline: Oct. 9, 2020</p> <p>[Proposed] Hr’g Date: Oct. 14, 2020 at 1:00 p.m. (ET)</p>
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**MOTION OF DEBTORS FOR ENTRY OF AN ORDER
(A) DISMISSING CASE OF GNC CHINA HOLDCO, LLC
AND (B) AMENDING THE DEBTORS’ CASE CAPTION**

The debtors and debtors-in-possession in the above-captioned cases (collectively, the “*Debtors*”) hereby move (this “*Motion*”) and respectfully state as follows:

RELIEF REQUESTED

1. By this Motion, the Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the “*Proposed Order*”), (a) dismissing GNC China Holdco, LLC’s chapter 11 case and (b) amending the case caption used in each of the Debtors’ jointly administered chapter 11 cases. The Sale (as defined herein) is expected to close on or around October 5, 2020. If the Sale does not close by the hearing on this Motion, the Debtors will withdraw or adjourn this Motion.

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: GNC Holdings, Inc. (6244); GNC Parent LLC (7572); GNC Corporation (5170); General Nutrition Centers, Inc. (5168); General Nutrition Corporation (4574); General Nutrition Investment Company (3878); Lucky Oldco Corporation (7141); GNC Funding, Inc. (7837); GNC International Holdings, Inc. (9873); GNC China Holdco, LLC (0004); GNC Headquarters LLC (7550); Gustine Sixth Avenue Associates, Ltd. (0731); GNC Canada Holdings, Inc. (3879); General Nutrition Centres Company (0939); GNC Government Services, LLC (2226); GNC Puerto Rico Holdings, Inc. (4559); and GNC Puerto Rico, LLC (7234). The debtors’ mailing address is 300 Sixth Avenue, Pittsburgh, Pennsylvania 15222.

JURISDICTION

2. This Court has jurisdiction to consider this Motion under 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 as of February 29, 2012. This is a core proceeding pursuant to 28 U.S.C. § 157(b), and, under Rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”) the Debtors consent to the entry of a final order by the Court in connection with this Motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution. Venue of these cases and this Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409. The statutory and legal predicates for the relief requested herein are sections 105(a) and 1112(b) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “**Bankruptcy Code**”), and Rules 1005, 2002(m), and 2002(n) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 9004-1(a) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), amending the case caption used in each of the Debtors’ jointly administered chapter 11 cases.

BACKGROUND

3. On June 23, 2020 (the “**Petition Date**”), the Debtors filed voluntary petitions in this Court commencing cases (the “**Chapter 11 Cases**”) for relief under chapter 11 of the Bankruptcy Code. The Debtors continue to manage and operate their businesses as debtors-in-possession under sections 1107 and 1108 of the Bankruptcy Code.

4. On June 24, 2020, the Debtors commenced an ancillary proceeding under Part IV of the Companies’ Creditors Arrangement Act (Canada) in Toronto, Ontario, Canada before the Ontario Superior Court of Justice (Commercial List).

5. On July 7, 2020, the Office of the United States Trustee for the District of Delaware (the “*U.S. Trustee*”) appointed an official committee of unsecured creditors (the “*Creditors’ Committee*”).

6. The factual background regarding the Debtors, including their business operations, their capital and debt structures, and the events leading to the filing of these chapter 11 cases, is set forth in detail in the *Declaration of Tricia Tolivar, Chief Financial Officer of GNC Holdings, Inc. in Support of Chapter 11 Petitions and First Day Pleadings* [Docket No. 21] (the “*First Day Declaration*”).

SALE

7. On September 18, 2020, the Court entered the *Order (I) Authorizing and Approving (A) the Sale of Substantially All of the Debtors’ Assets Free and Clear of All Liens, Claims, and Encumbrances and (B) the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Herewith, and (II) Granting Related Relief* [Docket No. 1202] (the “*Sale Order*”).²

8. The Sale Order approved the sale of substantially all of the Debtors’ assets, including the equity of Debtor GNC China Holdco LLC (the “*Sale*”), pursuant to section 363 of the Bankruptcy Code, to Harbin Pharmaceutical Group Holding Co., Ltd. (“*Harbin*”) under the Stalking Horse Agreement dated as of August 7, 2020 (including any amendments thereto, the “*Stalking Horse Agreement*”).

9. Pursuant to Section 7.16 of the Stalking Horse Agreement, Harbin will “solely and exclusively own ... and [] have the sole and exclusive right to [] use, the GNC Names and Marks.” Further, under Section 7.16, the Debtors may use the name “GNC Holdings, Inc.” “solely as a

² Capitalized terms used but not defined herein have the meanings given to them in the Sale Order.

former name for legal and noticing purposes in connection with the [chapter 11 cases], ... but for no other purpose” (emphasis added).

10. Accordingly, once the Sale closes (the “*Closing*”), the Debtors will be changing their legal names as follows:

Old Name	New Name
GNC Holdings, Inc.	Vitamin OldCo Holdings, Inc.
GNC Parent LLC	Vitamin OldCo Parent LLC
GNC Corporation	Vitamin OldCo Corporation
General Nutrition Centers, Inc.	Vitamin OdCo Centers, Inc.
General Nutrition Corporation	Vitamin OldCo, Inc.
General Nutrition Investment Company	Vitamin OldCo Investment Company
Lucky Oldco Corporation	Vitamin OldCo Lucky Corporation
GNC Funding, Inc.	Vitamin OldCo Funding, Inc.
GNC International Holdings, Inc.	Vitamin OldCo International Holdings, Inc.
GNC China Holdco, LLC	GNC China Holdco, LLC (no change)
GNC Headquarters LLC	Vitamin OldCo Headquarters LLC
Gustine Sixth Avenue Associates, Ltd.	Vitamin OldCo Associates, Ltd.
GNC Canada Holdings, Inc.	Vitamin OldCo Canada Holdings, Inc.
General Nutrition Centres Company	Vitamin OldCo Centres Company
GNC Government Services, LLC	Vitamin OldCo Government Services, LLC
GNC Puerto Rico Holdings, Inc.	Vitamin OldCo Puerto Rico Holdings, Inc.
GNC Puerto Rico, LLC	Vitamin OldCo Puerto Rico, LLC

PLAN

11. The Debtors filed their *Fourth Amended Joint Chapter 11 Plan of Reorganization of GNC Holdings, Inc. and Its Debtor Affiliates Under Chapter 11 of the Bankruptcy Code* on September 29, 2020 [Docket No. 1263] (the “**Plan**”). The Plan provides for the distribution of the proceeds of the Sale to the creditors of the Debtors if the Sale closes or a stand-alone reorganization of the Debtors if the Sale does not close.

12. Harbin purchased the equity of only one of the Debtors, GNC China Holdco, LLC. As set forth on its Schedules and Statements of Financial Affairs [Docket No. 533], GNC China Holdco, LLC has no assets or liabilities other than equity in an overseas non-debtor subsidiary and

an overseas non-debtor joint-venture. However, as the Court found in the Sale Order, consummation of the Sale to Harbin, which requires the sale of the equity of GNC China Holdco, LLC as part of the transaction, will benefit all of the other Debtors, their estates and their creditors.

RELIEF REQUESTED

13. By this Motion, the Debtors seek entry of the Proposed Order, pursuant to sections 105(a), 305(a)(1) and 1112(b) of the Bankruptcy Code, Bankruptcy Rules 1005, 2002(m), and 2002(n), and Local Rule 9004-1(a),³ (a) dismissing GNC China Holdco, LLC’s chapter 11 case and (b) amending the caption used in the Debtors’ Chapter 11 Cases to appear as follows:

In re:)	
Vitamin OldCo Holdings, Inc.,)	Chapter 11
(f/k/a GNC Holdings, Inc.), et al.,)	Case No. 20-11662 (KBO)
Debtors. ¹)	(Jointly Administered)
)	

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 HoldCo 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.

14. Additionally, the Debtors request that the Court authorize the Clerk of the United States Bankruptcy Court for the District of Delaware (the “*Clerk of the Court*”) and other parties-

³ Local Rule 9004-1(a) provides, in part, that “[d]ocuments submitted for filing shall contain in the caption the name of the debtor, the case number, the initials of the Judge to whom the case has been assigned, the docket number assigned to the case and, if applicable, the adversary proceeding number.” Del. Bankr. L.R. 9004-1(a).

in-interest to take any actions that are necessary to update the ECF filing system and their respective records to reflect the name changes, including the insertion of a docket entry in each of the relevant Debtor's Chapter 11 Case announcing the name changes reflected in the amended case caption.

BASIS FOR RELIEF

15. As highlighted above, on September 18, 2020, the Court entered the Sale Order approving the Sale of substantially all of the Debtors' assets, including the equity of GNC China Holdco, LLC, to Harbin pursuant to terms set forth in the Stalking Horse Agreement. As part of the Sale and as of the Closing, Harbin is acquiring the sole and exclusive right to use the GNC names and will be the owner of GNC China Holdco, LLC.

A. Dismissal of GNC China Holdco, LLC's Case

16. Upon the request of a party in interest, section 1112(b)(1) of the Bankruptcy Code provides that, absent unusual circumstances, a court "shall" dismiss a chapter 11 bankruptcy case (or convert such case to a case under chapter 7), whichever is in the best interests of creditors and the estate, "for cause." *See* 11 U.S.C. § 1112(b)(1).

17. "Cause" is defined in section 1112(b)(4) of the Bankruptcy Code to include, among other things, "substantial or continuing loss to or diminution of the estate and the absence of a reasonable likelihood of rehabilitation" and "inability to effectuate substantial consummation of a confirmed plan." 11 U.S.C. § 1112(b)(4). "Section 1112(b) requires a two-step process in which the court first determines whether there is "cause" to convert or dismiss, and next chooses between conversion and dismissal based on "the best interest of creditors and the estate." *In re Am. Capital Equip., LLC*, 688 F.3d 145, 161 (3d Cir. 2012); *see also, e.g., Rollex Corp. v. Associated Materials, Inc. (In re Superior Siding & Window, Inc.)*, 14 F.3d 240, 242 (4th Cir. 1994).

18. Likewise, section 305(a)(1) of the Bankruptcy Code provides that a bankruptcy court may dismiss or suspend all proceedings in a bankruptcy case under any chapter if “the interests of creditors and the debtor would be better served by such dismissal or suspension.” 11 U.S.C. § 305(a)(1).

19. Finally, section 105(a) of the Bankruptcy Code provides that a bankruptcy court “may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions” of the Bankruptcy Code. 11 U.S.C. § 105(a). However, section 105(a) “does not allow the bankruptcy court to override explicit mandates of other sections of the Bankruptcy Code.” *Law v. Siegel*, 134 S. Ct. 1188, 1194 (2014) (quoting 2 Collier on Bankruptcy ¶ 105.01[2], pp. 105–06 (16th ed. 2013)).

20. Several cases have held that a bankruptcy court may dismiss a chapter 11 case after a sale of substantially all of a debtor’s assets. *See, e.g., AV Debtor Holdings*, Case No. 18-11142 (Bankr. D. Del. Oct. 19, 2018) (dismissing cases after sale of substantially all assets); *In re Real Industry, Inc.*, Case No. 17-12464 (Bankr. D. Del. June 27, 2018) (same); *In re Buffet Partners, L.P.*, 2014 BL 207602 (Bankr. N.D. Tex. July 28, 2014) (sections 105(a) and 1112(b) of the Bankruptcy Code provide authority for such a dismissal after a sale of substantially all assets, noting that the remedy “is clearly within the sphere of authority Congress intended to grant to bankruptcy courts in the context of dismissing chapter 11 cases”); *Omaha Standing Bear Pointe, LLC v. Rew Materials (In re Omaha Standing Bear Pointe, LLC)*, 2011 BL 69859 (Bankr. D. Neb. Mar. 17, 2011) (noting that chapter 11 debtor’s motion for structured dismissal was granted after real property was sold free and clear and proceeds were distributed to secured creditor); *In re CFM U.S. Corp.*, Case No. 08-10668 (KJC) (Bankr. D. Del. June 30, 2009) (dismissing cases after sale

of substantially all assets); *In re New Weathervane Retail Corp.*, Case No. 04-11649 (PJW) (Bankr. D. Del. September 2, 2005) (same).

21. There is some controversy regarding these so-called “structured dismissal” cases. Opponents of such cases argue that they enable debtors to avoid the procedural protections of a plan of reorganization process and, in some cases, involve settlements that would otherwise violate the absolute priority rule in the Bankruptcy Code. In the recent case of *Czyzewski v. Jevic Holding Corp.*, 137 S. Ct. 973, 984 (2017), the United States Supreme Court held that “[t]he Code gives a bankruptcy court the power to ‘dismiss’ a Chapter 11 case. ... But the word ‘dismiss’ itself says nothing about the power to make nonconsensual priority-violating distributions of estate value.” In other words, dismissal of a chapter 11 case is expressly permitted, but a structured dismissal involving nonconsensual priority-violating distributions to creditors is not.

22. Dismissal of the chapter 11 case of GNC China Holdco, LLC, however, will not avoid the procedural protections of a plan of reorganization process, nor does it involve any distributions, much less nonconsensual priority-violating distributions. As noted above, GNC China Holdco, LLC has no assets or liabilities other than equity in an overseas non-debtor subsidiary and overseas non-debtor joint-venture. The proceeds of the Sale, including the proceeds from the sale of the equity GNC China Holdco, LLC, will be distributed to the other Debtors’ creditors pursuant to the Plan. Moreover, in the event the Sale does not close, the GNC China Holdco, LLC chapter 11 case will not be dismissed and it will be a debtor under the stand-alone Plan.

23. Accordingly, cause exists for the dismissal of the chapter 11 case of GNC China Holdco, LLC and dismissal of the chapter 11 case of GNC China Holdco, LLC is in the best

interests of the Debtors, their estates and creditors. Therefore, the chapter 11 case of GNC China Holdco, LLC should be dismissed.

B. Changing Debtors' Case Caption

24. As noted above, effective upon the Closing of the Sale, Harbin will own the exclusive right to use the GNC names and the Debtors are required not to continue to use such names to avoid confusion in the market. The Debtors are preparing to file, and will file promptly after the Closing of the Sale, the necessary paperwork with the secretaries of state in the Debtors' respective states of organization to accomplish the required name changes from a corporate perspective. Accordingly, to comply with the Stalking Horse Agreement and avoid confusion in the market, the Debtors seek this Court's approval to change the caption of these Chapter 11 Cases to reflect the new names of the Debtors.

25. Similar relief has been granted in numerous sale cases in this district. *See, e.g., In re FTD Companies, Inc.*, Case No. 19-11240 (LSS) (Bankr. D. Del. Sep. 13, 2019); *In re Constar Inter. Holdings LLC*, Case No. 13-13281 (CSS) (Bankr. D. Del. March 19, 2014); *In re Vertis Holdings, Inc.*, Case No. 12-12821 (CSS) (Bankr. D. Del. May 1, 2013); *In re Leiner Health Prods., Inc.*, Case No. 08-10446 (KJC) (Bankr. D. Del. Aug. 19, 2008); *In re TSIC, Inc.*, Case No. 08-10322 (KG) (Bankr. D. Del. July 17, 2008); and *In re Tweeter Home Entm't Group, Inc.*, Case No. 07-10787 (PJW) (Bankr. D. Del. Feb. 5, 2008).

NOTICE

26. Notice of this Motion will be given to: (a) the United States Trustee for the District of Delaware; (b) counsel to the Committee; (c) counsel to the agent for the Debtors' DIP Term Facility; (d) counsel to the agent for the Debtors' DIP ABL FILO Facility; (e) counsel to the Ad Hoc Group of Crossover Lenders; (f) counsel to the Ad Hoc FILO Term Lender Group; (g) counsel to Harbin; (h) counsel to the Ad Hoc Group of Convertible Notes; (i) counsel to the agent under

the Debtors' secured term and asset-based financing facilities; (j) the indenture trustee for the Debtors' prepetition convertible notes; (k) the United States Attorney's Office for the District of Delaware; (l) the attorneys general for all 50 states and the District of Columbia; (m) the United States Department of Justice; (n) the Internal Revenue Service; (o) the Securities and Exchange Commission; and (p) all parties requesting notice pursuant to Bankruptcy Rule 2002. The Debtors submit that, under the circumstances, no other or further notice is required.

[Remainder of Page Intentionally Left Blank.]

WHEREFORE, the Debtors respectfully request that the Court enter the Proposed Order granting the relief requested herein and granting the Debtors such other and further relief as is just and proper.

Dated: September 30, 2020
Wilmington, Delaware

**YOUNG CONAWAY STARGATT &
TAYLOR, LLP**

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Counsel for Debtors and Debtors in Possession

824 North Market Street, 3rd Floor, Wilmington, Delaware 19801. At the same time, you must serve a copy of the objection upon the undersigned counsel to the Debtors so as to be received on or before the Objection Deadline.

PLEASE TAKE FURTHER NOTICE THAT, PURSUANT TO THE MOTION TO SHORTEN, THE DEBTORS HAVE REQUESTED THAT A HEARING TO CONSIDER THE MOTION BE HELD ON OCTOBER 14, 2020 AT 1:00 P.M. (ET) BEFORE THE HONORABLE KAREN B. OWENS, IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 N. MARKET STREET, 6TH FLOOR, COURTROOM NO. 3, WILMINGTON, DELAWARE 19801.

PLEASE TAKE FURTHER NOTICE THAT, IF NO OBJECTIONS OR RESPONSES TO THE MOTION ARE TIMELY FILED, SERVED, AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED THEREIN WITHOUT FURTHER NOTICE OR A HEARING.

[Signature Page Follows]

Dated: September 30, 2020
Wilmington, Delaware

**YOUNG CONAWAY STARGATT &
TAYLOR, LLP**

/s/ Joseph M. Mulvihill

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Counsel for Debtors and Debtors in Possession

EXHIBIT A
PROPOSED ORDER

determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, their creditors, and all other parties in interest; and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED, as set forth herein.
2. The chapter 11 case of GNC China Holdco, LLC (Case No. 20-11671 (KBO)) is hereby dismissed. Within fifteen (15) days after the entry of this Order, GNC China Holdco, LLC shall pay all outstanding United States Trustee fees pursuant to 28 U.S.C. § 1930.
3. Each chapter 11 professional retained by GNC China Holdco, LLC in its chapter 11 case is terminated without the need for further action on the part of this Court or GNC China Holdco, LLC. For the avoidance of doubt, this Order is not terminating the retention of any chapter 11 professionals in connection with any other Debtors.
4. The new caption of the Chapter 11 Cases shall read as follows:

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

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

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 HoldCo 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.

5. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11662 (KBO) which states substantially as follows: "An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of GNC Holdings, Inc. to Vitamin OldCo Holdings, Inc. (f/k/a GNC Holdings, Inc.)."

6. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11663 (KBO) which states substantially as follows: "An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of GNC Parent LLC to Vitamin OldCo Parent LLC (f/k/a GNC Parent LLC)."

7. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11664 (KBO) which states substantially as follows: "An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of GNC Corporation to Vitamin OldCo Corporation (f/k/a GNC Corporation)."

8. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11665 (KBO) which states substantially as follows: "An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of General Nutrition Centers, Inc. to Vitamin OldCo Centers, Inc. (f/k/a General Nutrition Centers, Inc.)."

9. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11666 (KBO) which states substantially as follows: "An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name

change of General Nutrition Corporation to Vitamin OldCo, Inc. (f/k/a General Nutrition Corporation).”

10. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11667 (KBO) which states substantially as follows: “An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of General Nutrition Investment Company to Vitamin OldCo Investment Company (f/k/a General Nutrition Investment Company).”

11. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11668 (KBO) which states substantially as follows: “An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of Lucky Oldco Corporation to Vitamin OldCo Lucky Corporation (f/k/a Lucky Oldco Corporation).”

12. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11669 (KBO) which states substantially as follows: “An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of GNC Funding, Inc. to Vitamin OldCo Funding, Inc. (f/k/a GNC Funding, Inc.).”

13. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11670 (KBO) which states substantially as follows: “An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of GNC International Holdings, Inc. to Vitamin OldCo International Holdings, Inc. (f/k/a GNC International Holdings, Inc.).”

14. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11672 (KBO) which states substantially as follows: “An order has been entered in these

cases directing that the caption of these cases be changed, in accordance with the corporate name change of GNC Headquarters LLC to Vitamin OldCo Headquarters LLC (f/k/a GNC Headquarters LLC).”

15. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11673 (KBO) which states substantially as follows: “An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of Gustine Sixth Avenue Associates, Ltd. to Vitamin OldCo Associates, Ltd. (f/k/a Gustine Sixth Avenue Associates, Ltd.).”

16. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11674 (KBO) which states substantially as follows: “An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of GNC Canada Holdings, Inc. to Vitamin OldCo Canada Holdings, Inc. (f/k/a GNC Canada Holdings, Inc.).”

17. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11675 (KBO) which states substantially as follows: “An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of General Nutrition Centres Company to Vitamin OldCo Centres Company (f/k/a General Nutrition Centres Company).”

18. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11676 (KBO) which states substantially as follows: “An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of GNC Government Services, LLC to Vitamin OldCo Government Services, LLC (f/k/a GNC Government Services LLC).”

19. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11677 (KBO) which states substantially as follows: “An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of GNC Puerto Rico Holdings, Inc. to Vitamin OldCo Puerto Rico Holdings, Inc. (f/k/a GNC Puerto Rico Holdings, Inc.)”

20. The Clerk of the Court is authorized and directed to make a docket entry in case number 20-11678 (KBO) which states substantially as follows: “An order has been entered in these cases directing that the caption of these cases be changed, in accordance with the corporate name change of GNC Puerto Rico, LLC to Vitamin OldCo Puerto Rico, LLC (f/k/a GNC Puerto Rico, LLC).”

21. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this order.

22. This Court shall retain jurisdiction with respect to all matters relating to the implementation or interpretation of this order.