

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
CEC ENTERTAINMENT, INC., et al.,	§	Case No. 20-33163 (MI)
	§	
Debtors.¹	§	(Jointly Administered)
	§	

NOTICE OF DEADLINES FOR FILING PROOFS OF CLAIM

TO: ALL ENTITIES WHO MAY HAVE CLAIMS AGAINST ANY DEBTOR(S) LISTED BELOW.

PLEASE TAKE NOTICE THAT:

1. Commencing on June 24, 2020 (the “**Petition Date**”), CEC Entertainment, Inc. and its debtor affiliates in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the “**Debtors**”), filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas (the “**Court**”). Set forth below are the name, federal tax identification number and the case number for each of the Debtors:

DEBTOR	EIN	CASE NO.
CEC Entertainment, Inc.	48-0905805	20-33163
BHC Acquisition Corporation	75-2180947	20-33165
CEC Entertainment Concepts, L.P.	42-1563011	20-33166
CEC Entertainment Holdings, LLC	06-1699147	20-33167
CEC Entertainment International, LLC	82-3858177	20-33168
CEC Entertainment Leasing Company	47-1454517	20-33169
CEC Leaseholder, LLC	N/A	20-33170
CEC Leaseholder #2, LLC	N/A	20-33171
Hospitality Distribution Incorporated	75-2595502	20-33172

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are BHC Acquisition Corporation (0947); CEC Entertainment Concepts, L.P. (3011); CEC Entertainment Holdings, LLC (9147); CEC Entertainment, Inc. (5805); CEC Entertainment International, LLC (8177); CEC Entertainment Leasing Company (4517); CEC Leaseholder, LLC (N/A); CEC Leaseholder #2, LLC (N/A); Hospitality Distribution Incorporated (5502); Peter Piper Holdings, Inc. (6453); Peter Piper, Inc. (3407); Peter Piper Texas, LLC (6904); Peter Piper Mexico, LLC (1883); Queso Holdings, Inc. (1569); SB Hospitality Corporation (4736); SPT Distribution Company (8656); and Texas PP Beverage, Inc. (6895). The Debtors’ corporate headquarters and service address is 1707 Market Place Boulevard #200, Irving, TX 75063.

Peter Piper Holdings, Inc.	20-8026453	20-33173
Peter Piper, Inc.	86-0313407	20-33164
Peter Piper Texas, LLC	33-1166904	20-33162
Peter Piper Mexico, LLC	20-0931883	20-33174
Queso Holdings Inc.	46-4621569	20-33175
SB Hospitality Corporation	74-2614736	20-33176
SPT Distribution Company, Inc.	75-2288656	20-33177
Texas PP Beverage, Inc.	41-2076895	20-33178

**DEADLINE FOR FILING CLAIMS
AGAINST ABOVE-REFERENCED DEBTORS:**

2. Pursuant to an order of this Court entered on August 28, 2020 (Docket No. 747) (the “**Bar Date Order**”)², the deadline for creditors to file proofs of claim against any of the Debtors is **October 1, 2020 at 5:00 p.m. (prevailing Central Time)** (the “**General Bar Date**”) and the deadline for governmental units to file proofs of claim against any of the Debtors is **December 22, 2020** (the “**Governmental Bar Date**” and, together with the General Bar Date, the “**Bar Dates**”). The Bar Dates apply to all claims against any of the Debtors that arose before the Petition Date, including, but not limited to, claims against the Debtors arising under section 503(b)(9) of the Bankruptcy Code;³ *provided, however*, that the Bar Dates do not apply to the “Excluded Claims” listed in paragraph 4 below. The Bar Date Order also sets procedures to be used for filing proofs of claim, which are summarized in this notice for your convenience.

3. Unless you fall into one of the categories listed in paragraph 4 below or as otherwise set forth herein, you **MUST** file a proof of claim if you have any claim against any of the Debtors that arose before the Petition Date. Acts or omissions that occurred before the Petition Date may give rise to claims subject to the Bar Dates even if the claims may not have become known or fixed or liquidated until after the Petition Date. Under section 101(5) of the Bankruptcy Code and as used herein, the word “claim” means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

4. The Bar Date Order provides that (i) creditors do NOT have to file proofs of claim by the Bar Dates for the types of claims listed below in this paragraph 4 (collectively, the “**Excluded Claims**”) and (ii) Landlords (as defined below) are only required to file proofs of claim as set forth in paragraph 7 below. You should not file a proof of claim at this time for any

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Bar Date Order.

³ A claim arising under section 503(b)(9) of the Bankruptcy Code is a claim arising from the value of any goods received by the Debtors within twenty (20) days before Petition Date, provided that the goods were sold to the Debtors in the ordinary course of the Debtors’ business.

Excluded Claim. The Court may enter one or more separate orders at a later time requiring creditors to file proofs of claim for some kinds of Excluded Claims and setting related deadlines. If the Court does enter such an order, you will receive notice of it. Excluded Claims include:

- a. the Office of the United States Trustee for Region 7, on account of claims for fees payable pursuant to 28 U.S.C. § 1930;
- b. any person or entity that has already properly filed or submitted a Proof of Claim against the correct Debtor(s);
- c. any person or entity (i)(x) whose claim is listed in the Debtors' Schedules or any amendments thereto, and (y) whose claim is not described therein as "disputed," "contingent," or "unliquidated," and (ii) who does not dispute the amount or characterization of its claim as set forth in the Schedules (including that the claim is an obligation of the specific Debtor against which the claim is listed in the Schedules);
- d. any entity that holds a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an administrative expense (other than any claim allowable under section 503(b)(9) of the Bankruptcy Code for goods received by the Debtors in the ordinary course of business within 20 days of the Petition Date), including any professionals retained by the Debtors, the Creditors' Committee,⁴ or any other statutory committee pursuant to orders of the Court that assert administrative claims for fees and expenses subject to the Court's approval pursuant to sections 330 and 331 of the Bankruptcy Code, but, in each case, solely to the extent of such administrative claim(s);
- e. any person or entity whose claim has been paid in full by the Debtors pursuant to the Bankruptcy Code or in accordance with an order of the Court;
- f. any party that is exempt from filing a filing a Proof of Claim pursuant to an order of the Court in these chapter 11 cases;
- g. any person or entity holding an equity security interest in any Debtor;
- h. any Debtor asserting a claim against another Debtor;
- i. any non-Debtor affiliate asserting a claim against a Debtor affiliate;

⁴ For the avoidance of doubt, any claims submitted by the professionals retained by the Creditors' Committee may include amounts sought by members of the Creditors' Committee for reimbursement of expenses incurred in connection with carrying out the duties associated with serving on the Creditors' Committee.

- j. any person or entity whose claim against the Debtors has been allowed by an order of the Court, entered on or before the applicable Bar Date; and
- k. The Prepetition Secured Parties, on account of claims arising under the Credit Agreement; *provided, however*, that the Administrative Agent or Collateral Agent under the Credit Agreement may (but is not required to) file one master Proof of Claim by the General Bar Date with respect to all of the claims under the Credit Agreement.⁵

5. THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTORS BELIEVE YOU HAVE A CLAIM.

6. If the Debtors amend their schedules of assets and liabilities and statements of financial affairs (collectively, the “**Schedules**”) after you receive this notice, the Debtors will give notice of that amendment to the holders of the claims that are affected by it, and those holders will be given an opportunity to file proofs of claim before a new deadline that will be specified in that future notice.

7. On or before August 31, 2020, the Debtors shall file a schedule listing, based on the Debtors’ books and records, the undisputed prepetition amounts owed to each of their landlords (collectively, the “**Landlords**”) under the Debtors’ leases as of the Petition Date (collectively, the “**Scheduled Prepetition Lease Claims**” and the schedule, the “**Prepetition Lease Schedule**”). The Debtors shall cause Prime Clerk to serve the Prepetition Lease Schedule on the Landlords. To the extent that any Landlord disagrees with its applicable Scheduled Prepetition Lease Claim(s), such Landlord must file, on or before the General Bar Date, a Proof of Claim setting forth the prepetition amount(s) it asserts that it is owed under any applicable lease. A Landlord’s Proof of Claim under this paragraph 7 shall be supported by a statement, ledger or other summary of the prepetition amounts claimed to be due, but need not attach copies of lease documents.

8. The Bankruptcy Code provides that debtors may, at any time before a plan of reorganization or liquidation is confirmed by the Court, choose to reject certain executory contracts or unexpired leases. If your contract or lease is rejected, you may have a claim resulting from that rejection. The deadline to file a proof of claim for damages relating to the rejection of the contract or lease is the later of (a) the General Bar Date or (b) thirty (30) days after entry and service of any order authorizing the rejection of the contract or lease.

INSTRUCTIONS FOR FILING PROOFS OF CLAIM:

9. If you file a proof of claim, your filed proof of claim must (i) be signed by the claimant or if the claimant is not an individual, by an authorized agent of the claimant, (ii) be

⁵ Capitalized terms used but not defined in this Paragraph 4 shall have the meanings set forth in the *Interim Order (I) Authorizing the Debtors to Use Cash Collateral, (II) Granting Adequate Protection to the Prepetition Secured Parties, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief* [Docket No. 114].

written in English, (iii) include a claim amount denominated in United States dollars, (iv) conform substantially with the proof of claim form provided by the Debtors or Official Bankruptcy Form No. 410, and (v) state a claim against one or more of the Debtors. The Debtors are enclosing a proof of claim form for use in these chapter 11 cases. Each proof of claim must state a claim against only one Debtor and clearly indicate the Debtor against which the claim is asserted. If your claim is scheduled by the Debtors, the form also sets forth the amount of your claim as scheduled by the Debtors, the specific Debtor against which the claim is scheduled and whether the claim is scheduled as contingent, unliquidated or disputed. You will receive a different proof of claim form for each claim scheduled in your name by the Debtors. If you require additional proof of claim forms, you may obtain a proof of claim form from any bankruptcy court clerk's office, your lawyer, certain business supply stores, by accessing the Debtors' bankruptcy administration website, at <https://cases.primeclerk.com/cecentertainment/>.

10. Your proof of claim form must be filed so as to be RECEIVED on or before **October 1, 2020 at 5:00 p.m. (prevailing Central Time)**. You can file your proof(s) of claim (i) electronically through Prime Clerk, at <https://cases.primeclerk.com/cecentertainment/>; (ii) electronically through PACER (Public Access to Court Electronic Records), at <https://ecf.txsb.uscourts.gov>; or (iii) by mailing the original proof(s) of claim to Prime Clerk at the following address:

Prime Clerk:
CEC Entertainment, Inc. Claims Processing Center c/o Prime Clerk LLC 850 3rd Avenue, Suite 412 Brooklyn, NY 11232

Prime Clerk will not accept a proof of claim sent by facsimile or e-mail, and any proof of claim submitted via facsimile or e-mail will be disregarded.

CONSEQUENCES OF MISSING DEADLINE FOR FILING CLAIMS:

11. **EXCEPT WITH RESPECT TO EXCLUDED CLAIMS (AS DESCRIBED IN PARAGRAPH 4 ABOVE) OR AS OTHERWISE SET FORTH HEREIN, IF YOU FAIL TO FILE A PROOF OF CLAIM SO THAT IT IS ACTUALLY RECEIVED ON OR BEFORE THE APPLICABLE BAR DATE ON ACCOUNT OF ANY CLAIM YOU WISH TO ASSERT AGAINST THE DEBTORS, THEN YOU WILL NOT, WITH RESPECT TO SUCH CLAIM, BE TREATED AS A CREDITOR FOR VOTING OR DISTRIBUTION PURPOSES WITH RESPECT TO THE CHAPTER 11 CASES.**

12. **IF ANY LANDLORD FAILS TO TIMELY FILE SUCH PROOF OF CLAIM IN ACCORDANCE WITH PARAGRAPH 7, SUCH LANDLORD (I) SHALL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING NON-SCHEDULED PREPETITION CLAIM(S) IN EXCESS OF THE APPLICABLE SCHEDULED PREPETITION LEASE CLAIM(S), (II) SHALL NOT, WITH RESPECT TO SUCH NON-SCHEDULED PREPETITION CLAIM(S), BE TREATED AS A CREDITOR OF THE DEBTORS FOR THE PURPOSE OF VOTING ON ANY PLAN IN**

THE CHAPTER 11 CASES; AND (III) SHALL NOT RECEIVE OR BE ENTITLED TO RECEIVE ANY PAYMENT OR DISTRIBUTION OF PROPERTY FROM THE DEBTORS OR THEIR SUCCESSORS OR ASSIGNS WITH RESPECT TO SUCH NON-SCHEDULED PREPETITION CLAIM(S) IN THE CHAPTER 11 CASES. ALL RIGHTS OF THE LANDLORDS TO FILE PROOFS OF CLAIM WITH RESPECT TO ANY CLAIMS ARISING ON OR AFTER THE PETITION DATE, REQUESTS FOR PAYMENTS OF ADMINISTRATIVE EXPENSES, AND REJECTION DAMAGES CLAIMS ARE RESERVED, AND ALL RIGHTS OF AND DEFENSES OF THE DEBTORS WITH RESPECT TO ANY SUCH CLAIMS AND REQUESTS FOR PAYMENTS OF ADMINISTRATIVE EXPENSES ARE RESERVED.

EXAMINATION OF BAR DATE ORDER AND SCHEDULES:

13. Copies of the Bar Date Order, the Schedules, and other information regarding the Debtors' chapter 11 cases are available for inspection free of charge on the Debtors' bankruptcy administration website, at <https://cases.primeclerk.com/cecentertainment/>, maintained by the Debtors' claims and noticing agent, Prime Clerk LLC ("**Prime Clerk**"). Copies of the Schedules and other documents filed in these chapter 11 cases may also be examined between the hours of 8:00 a.m. and 5:00 p.m. (prevailing Central Time), Monday through Friday, at the Office of the Clerk of the Court, 515 Rusk Avenue, Houston, TX 77002.

QUESTIONS:

14. Proof of claim forms and a copy of the Bar Date Order may be obtained by visiting Prime Clerk's website at <https://cases.primeclerk.com/cecentertainment/>. Prime Clerk cannot advise you how to file, or whether you should file, a proof of claim. Questions concerning the contents of this Notice and requests for copies of filed proofs of claim should be directed to Prime Clerk through email at cecentertainmentinfo@primeclerk.com. Please note that neither Prime Clerk's staff, counsel to the Debtors, nor the Clerk of the Court's Office is permitted to give you legal advice. Prime Clerk cannot advise you how to file, or whether you should file, a proof of claim.

A HOLDER OF A POSSIBLE CLAIM AGAINST THE DEBTORS SHOULD CONSULT AN ATTORNEY REGARDING ANY MATTERS NOT COVERED BY THIS NOTICE, SUCH AS WHETHER THE HOLDER SHOULD FILE A PROOF OF CLAIM.