

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

In re:

Parlement Technologies, Inc.
(f/k/a Parler LLC, f/k/a Parler Inc.)

Debtor.

Chapter 11

Case No. 24-10755 (CTG)

Re: Docket Nos. 252 & 255

**ORDER (I) GRANTING INTERIM APPROVAL OF THE
DISCLOSURES IN THE AMENDED COMBINED PLAN AND DISCLOSURE
STATEMENT; (II) SCHEDULING A COMBINED CONFIRMATION HEARING
AND SETTING DEADLINES RELATED THERETO; (III) APPROVING
SOLICITATION PACKAGES AND PROCEDURES; (IV) APPROVING
THE FORM OF BALLOTS; AND (V) GRANTING RELATED RELIEF**

Upon consideration of the *Debtor's Motion for Entry of an Order (I) Granting Interim Approval of the Adequacy of the Disclosures in the Combined Plan and Disclosure Statement; (II) Scheduling a Combined Confirmation Hearing and Setting Deadlines Related Thereto; (III) Approving Solicitation Packages and Procedures; (IV) Approving the Form of Ballots; and (V) Granting Related Relief* (the "Motion")¹ filed by the above-captioned debtor and debtor in possession (the "Debtor"); and based on the record in this Chapter 11 Case; and the Court having jurisdiction over 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; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that the Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that sufficient

¹ Capitalized terms not defined herein shall have the same meanings ascribed to them in the Motion or the Combined Plan and Disclosure Statement, as applicable.

notice of the Motion has been given and no other notice need be provided; and this Court having reviewed the Motion; and the Court having found that the relief requested in the Motion is in the best interests of the Debtor's estate, its creditors, and other parties in interest; and the Court having determined 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,

THE COURT HEREBY FINDS AS FOLLOWS:

A. The *Amended Combined Chapter 11 Plan of Liquidation and Disclosure Statement for Parlement Technologies, Inc.* [Docket No. 252] (the "Combined Plan and Disclosure Statement") filed on June 10, 2025 contains adequate information within the meaning of section 1125 of the Bankruptcy Code for purposes of solicitation, subject to final approval at the Combined Hearing.

B. The contents of the Solicitation Package, as set forth in the Motion, comply with Bankruptcy Rules 2002 and 3017 and constitute sufficient notice to all interested parties including, without limitation, Holders of Claims against and Interests in the Debtor.

C. The Tabulation Procedures provide for a fair and equitable voting process and are consistent with section 1126 of the Bankruptcy Code.

D. The Combined Hearing Notice, substantially in the form attached hereto as **Exhibit 1**, satisfies the requirements of due process with respect to all Holders of Claims and Interests.

E. The form of Ballots attached hereto as **Exhibit 2**: (i) is sufficiently consistent with Official Form B314; (ii) adequately addresses the particular needs of the Debtor's Chapter 11 Case; and (iii) is appropriate for the Voting Classes.

F. Ballots need not be provided to Holders of Claims against or Interests in the Debtor in the Non-Voting Classes, as such Classes are either unimpaired and conclusively presumed to have accepted the Combined Plan and Disclosure Statement in accordance with section 1126(f) of the Bankruptcy Code or are deemed to reject the Combined Plan and Disclosure Statement under section 1126(g) of the Bankruptcy Code or otherwise.

G. The voting instructions and procedures attached to the Ballots provide for a fair and equitable voting process and are consistent with section 1126 of the Bankruptcy Code and the applicable Bankruptcy Rules.

H. The period during which the Debtor may solicit votes to accept or reject the Plan, as established by this Order, provides sufficient time for Holders of Claims in the Voting Classes to make informed decisions to accept or reject the Plan, and submit their Ballots in a timely fashion.

IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The Combined Plan and Disclosure Statement is approved on an interim basis as containing adequate information within the meaning of section 1125 of the Bankruptcy Code. Any objections to the adequacy of the information contained in the Disclosures are expressly reserved for consideration at the Combined Hearing to consider final approval of the Disclosures and confirmation of the Combined Plan and Disclosure Statement and related deadlines.
3. The Tabulation Procedures set forth in the Motion for the solicitation and tabulation of votes to accept or reject the Plan provide for a fair and equitable voting process and are consistent with section 1126 of the Bankruptcy Code and are hereby approved.
4. The form of Combined Hearing Notice attached hereto as **Exhibit 1** is approved in all respects. The Debtor shall serve the Combined Hearing Notice on: (i) all parties filing a notice

of appearance and request for service pursuant to Bankruptcy Rule 2002 in the Chapter 11 Case, (ii) state and local taxing authorities in which the Debtor did business, (iii) the Internal Revenue Service, (iv) holders of Claims or Interests in the Non-Voting Classes, (v) the United States Trustee, (vi) all persons or entities listed on the Debtor's creditor mailing matrix, (vii) all persons or entities listed on the Debtor's Schedules; (viii) the Securities and Exchange Commission; and (ix) all holders of Claims or Interests (to the extent not otherwise included in the foregoing) no later than five (5) business days after the entry of this Order, and such service is sufficient and adequate notice of the Combined Hearing and of the Combined Plan and Disclosure Statement. Any provisions of Bankruptcy Rule 3017(d) requiring the Debtor to distribute the Combined Plan and Disclosure Statement to parties not entitled to vote, whether because they are unimpaired or because they are deemed to reject the Combined Plan and Disclosure Statement, are waived; *provided, however*, that the Combined Plan and Disclosure Statement shall remain posted in .pdf format at the case website found at <https://www.bankruptcy-claims.com/parlement/CaseHome.aspx> and maintained by the Claims and Noticing Agent and shall be provided in either electronic or paper form to any party in interest upon written request to the Debtor.

5. The form of Ballots attached hereto as **Exhibit 2** is approved in all respects.

6. The Combined Hearing is scheduled for **August 7, 2025 at 2:00 p.m. (prevailing Eastern Time)** at the United States Bankruptcy Court for the District of Delaware, before the Honorable Judge Craig T. Goldblatt in the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Courtroom No. 7, Wilmington, DE 19801. The Combined Hearing may be adjourned from time to time. If the Combined Hearing is adjourned, the Debtor will file a notice of adjournment on the docket and serve it by email if available,

otherwise by first class or overnight mail, on the parties who have requested notice pursuant to Bankruptcy Rule 2002 and Local Rule 2002-1(b) and on any parties that have filed objections to approval of the Disclosures or confirmation of the Combined Plan and Disclosure Statement.

7. The Voting Record Date, for purposes of determining the Holders of Claims in Classes 2 and 4 entitled to receive the Solicitation Package and to vote on the Combined Plan and Disclosure Statement, shall be **the date of entry of this Order**.

8. The Debtor is authorized to distribute or cause to be distributed no later than five (5) business days after entry of this Order to the Voting Classes copies of: (i) the Combined Hearing Notice; (ii) a Ballot; and (iii) such other materials as this Court may direct or approve, or that the Debtor deems appropriate. The Debtor is authorized to make non-substantive and ministerial changes to any documents in the Solicitation Package without further approval of the Court prior to its dissemination, including, without limitation, changes to correct typographical and grammatical errors and to make conforming changes to the Combined Plan and Disclosure Statement and any other materials included in the Solicitation Package prior to their distribution.

9. The Debtor is not required to distribute paper copies of the Combined Plan and Disclosure Statement to a Holder of a Claim in the Voting Classes unless such Holder of a Claim in the Voting Classes makes a request for copies of such documents to the Debtor or to the Solicitation Agent at least five (5) business days before the Voting Deadline, by email to jrisener@potteranderson.com or telephoning the Debtor at (302) 984-6176.

10. Ballots must be received on or before **4:00 p.m. (ET) ten (10) days prior to the Combined Hearing** (the “Voting Deadline”), unless extended by the Debtor, in writing in accordance with the instructions on the Ballot and set forth in the Motion.

11. Any Plan Supplement must be filed with this Court not later than **seven (7) days prior to the Voting Deadline.**

12. If any party seeks to have a claim temporarily allowed for purposes of voting to accept or reject the Combined Plan and Disclosure Statement pursuant to Bankruptcy Rule 3018(a), such party is required to file a motion (the “3018 Motion”) for such relief by no later than **4:00 p.m. (ET) fourteen (14) days after entry of the Proposed Order.** The deadline for parties to object to a 3018 Motion shall be **4:00 p.m. (ET) twenty-one (21) days after entry of the Proposed Order.** Any such 3018 Motion may be resolved by agreement between the Debtor and the movant without the requirement for further order or approval of the Court.

13. As to any creditor filing a 3018 Motion, such creditor’s Ballot shall not be counted unless temporarily allowed by agreement of the Debtor or by the Court for voting purposes after notice and a hearing, either at or prior to the Combined Hearing.

14. Objections to the adequacy of the Disclosures or confirmation of the Combined Plan and Disclosure Statement must be in writing, must conform to the Bankruptcy Rules and Local Rules, must set forth the name of the objector, the nature and amount of Claims or Interests held or asserted by the objector against the Debtor, the basis for the objection and the specific grounds of the objection, and must be filed with the Court, together with proof of service thereof, and served upon: (i) counsel to the Debtor, Potter Anderson & Corroon LLP, 1313 North Market Street, 6th Floor, Wilmington, Delaware, 19801, Attn: Jeremy W. Ryan, Esq. (jryan@potteranderson.com); R. Stephen McNeill, Esq. (rmcneill@potteranderson.com); James R. Risener III Esq. (jrisener@potteranderson.com); and Sameen Rizvi Esq. (srizvi@potteranderson.com); and (ii) the Office of the United States Trustee for the District of Delaware, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35,

Wilmington, Delaware 19801, Attn: Timothy J. Fox, Jr., Esq. (timothy.fox@usdoj.gov) in a manner as will cause such objection to be received by all such parties **no later than 4:00 p.m. (ET) seven (7) days prior to the Combined Hearing.** Any objections not filed and served as set forth above may not be considered by the Court.

15. Any brief, declaration, affidavit, reply, or other pleading in support of the Combined Plan and Disclosure Statement voting certification shall be filed by **no later than 12:00 p.m. (ET) two (2) business days prior to the Combined Hearing.**

16. All time periods referenced in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

17. The terms and conditions of this Order are immediately effective and enforceable upon its entry.

18. The Debtor is authorized to take any action necessary or appropriate to implement the terms of and the relief granted in this Order without seeking further order of the Court.

19. This Court shall retain jurisdiction over all matters related to or arising from the Motion or the interpretation or implementation of this Order.

Dated: July 7th, 2025
Wilmington, Delaware


CRAIG T. GOLDBLATT
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

Form of Combined Hearing Notice

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

In re:

Parlement Technologies, Inc.
(f/k/a Parler LLC, f/k/a Parler Inc.)

Debtor.

Chapter 11

Case No. 24-10755 (CTG)

Re: Docket No. ____

**NOTICE OF (I) INTERIM APPROVAL OF DISCLOSURES;
(II) HEARING TO CONSIDER CONFIRMATION OF THE AMENDED
COMBINED PLAN AND DISCLOSURE STATEMENT; (III) DEADLINE F
OR FILING OBJECTIONS TO CONFIRMATION OF THE COMBINED
PLAN AND DISCLOSURE STATEMENT; AND (IV) DEADLINE FOR
VOTING ON THE COMBINED PLAN AND DISCLOSURE STATEMENT**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On April 15, 2024 (the “Petition Date”), the above-captioned Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtor is operating its business and managing its properties as debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

THE COMBINED PLAN AND DISCLOSURE STATEMENT

2. On June 10, 2025, the Debtor filed the *Amended Combined Chapter 11 Plan of Liquidation and Disclosure Statement for Parlement Technologies, Inc.* [Docket No. 252] (the disclosure statement portion thereof, the “Disclosure Statement” and the chapter 11 plan portion thereof, the “Plan,” including all exhibits thereto and as amended, supplemented or otherwise modified from time to time, and collectively, the “Combined Plan and Disclosure Statement”).¹

3. The following chart summarizes the treatment provided by the Combined Plan and Disclosure Statement to each class of Claims and Interests:

¹ Capitalized terms not defined herein shall have the same meanings ascribed to them in the Combined Plan and Disclosure Statement.

Class²	Estimated Allowed Claims³	Treatment	Entitled to Vote	Estimated Recovery to Holders of Allowed Claims⁴
Class 1 – Miscellaneous Secured Claims	\$0	Unimpaired	No	100%
Class 2 – Remaining Vuong Prepetition Secured Claim	\$8,090,294.90	Impaired	Yes	75-100%
Class 3 – Non-Tax Priority Claims	\$0	Unimpaired	No	100%
Class 4 - General Unsecured Claims	\$6,000,000 to \$1,610,450,000	Impaired	Yes	0-2%
Class 5 – Existing Equity	N/A	Impaired / Deemed to Reject	No	0%

4. Certain Holders of Claims and Interests are not entitled to vote on the Combined Plan and Disclosure Statement. As a result, such parties did not receive any ballots or other related solicitation materials to vote on the Combined Plan and Disclosure Statement. The Holders of Claims in Class 1 (Miscellaneous Secured Claims) and Class 3 (Non-Tax Priority Claims) are Unimpaired and presumed to have accepted the Combined Plan and Disclosure Statement pursuant to section 1126(f) of the Bankruptcy Code. The Holders of Claims in Class 5 (Existing Equity Interests) are Impaired and deemed to have rejected the Combined Plan and Disclosure Statement pursuant to section 1126(f) of the Bankruptcy Code. To preserve Estate and Liquidating Trust resources, and because of the Unimpaired status of Classes 1 and 3 and the fact that no distribution to Class 5 is anticipated, the Debtor has determined (a) not to solicit votes from Classes 1, 3, and 5, (b) to deem Classes 1 and 3 to accept the plan and to deem Class 5 to reject the Combined Plan and Disclosure Statement, and (c) seek confirmation pursuant to section 1129(b) of the Bankruptcy Code. The Liquidating Trustee, in his sole discretion, may establish the Existing Equity Interests Record Date should there be a Distribution to Holders of Allowed Existing Equity Interests in accordance with the Combined Plan and Disclosure Statement.

² To the extent any information in this chart is inconsistent with the information in the Combined Plan and Disclosure Statement, the Combined Plan and Disclosure Statement shall control.

³ The Debtor has not completed an analysis of Claims in the Chapter 11 Case, and all objections to such Claims have not been filed and/or fully litigated and may continue following the Effective Date. Therefore, there can be no assurances of the exact amount of the Allowed Claims at this time. Rather, the actual amount of the Allowed Claims may be greater or lower than estimated.

⁴ The estimated percentage recovery is based upon, among other things, an estimate of the Allowed Claims against the Debtor in the Chapter 11 Case. As set forth above, the actual amount of the Allowed Claims may be greater or lower than estimated. Thus, the actual recoveries may be higher or lower than projected depending upon, among other things, the amounts and priorities of Claims that are actually Allowed by the Bankruptcy Court and the actual amount of cash available for Distribution.

INTERIM APPROVAL OF DISCLOSURE STATEMENT

5. By Order dated [●] (the “Solicitation Procedures Order”), the Bankruptcy Court approved, on an interim basis, the disclosures (the “Disclosures”) in the Combined Plan and Disclosure Statement as containing adequate information within the meaning of section 1125 of Bankruptcy Code. The Solicitation Procedures Order expressly reserves all parties’ rights to raise objections to the adequacy of information in the Disclosures and the Combined Plan and Disclosure Statement.

6. Pursuant to the Solicitation Procedures Order, the Bankruptcy Court established **4:00 p.m. (Eastern Time) ten (10) days prior to the Combined Hearing** (the “Voting Deadline”) as the deadline by which ballots accepting or rejecting the Combined Plan and Disclosure Statement must be received. If you are the holder of a Claim in one of the Voting Classes (*i.e.*, Class 2 (Remaining Vuong Prepetition Secured Claim) or Class 4 (General Unsecured Claims)) as of the Voting Record Date (the “Proposed Order”) and otherwise entitled to vote to accept or reject the Combined Plan and Disclosure Statement, your original Ballot must be submitted and actually be **received** on or before the Voting Deadline by the Debtor in accordance with the instructions for completing the Ballot as set forth therein.

THE COMBINED HEARING

7. On **August 7, 2025, at __:00 .m. (Eastern Time)**, a hearing will be held before Judge Craig T. Goldblatt in the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, [●] Floor, Courtroom [●], Wilmington, DE 19801 to consider final approval of the Disclosures and confirmation of the Plan, as the same may be amended or modified (the “Combined Hearing”).

8. The Combined Hearing may be adjourned from time to time. If the Combined Hearing is adjourned, the Debtor will file a notice of adjournment on the docket and serve it by email if available, otherwise by first class or overnight mail, on the parties who have requested notice pursuant to Bankruptcy Rule 2002 and Local Rule 2002-1(b) and on any parties that have filed objections to approval of the Disclosures or confirmation of the Plan. The Combined Plan and Disclosure Statement may be modified in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and other applicable law, without further notice to creditors or other parties in interest, prior to or as a result of the Combined Hearing.

DEADLINE FOR OBJECTIONS TO FINAL APPROVAL OF THE DISCLOSURES OR CONFIRMATION OF THE PLAN

9. Objections, if any, to final approval of the Disclosures or confirmation of the Plan, including any supporting memoranda, must be in writing, be filed with the Clerk of the Court, United States Bankruptcy Court, District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, DE 19801 together with proof of service **by 4:00 p.m. (Eastern Time) seven (7) days prior to the Combined Hearing** (the “Objection Deadline”), and shall (a) state the name and address of the objecting party and the amount of its claim or the nature of its interest in the Debtor’s Chapter 11 Case; (b) state with particularity the provision or provisions of the Combined Plan and Disclosure Statement objected to and for any objection asserted, the legal and factual

basis for such objections; and (c) be served on the following parties: (i) counsel to the Debtor, Potter Anderson & Corroon LLP, 1313 North Market Street, 6th Floor, Wilmington, Delaware, 19801, Attn: Jeremy W. Ryan, Esq. (jryan@potteranderson.com); R. Stephen McNeill, Esq. (rmcneill@potteranderson.com); James R. Risener III Esq. (jrisener@potteranderson.com); and Sameen Rizvi Esq. (srizvi@potteranderson.com); and (ii) the Office of the United States Trustee for the District of Delaware, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Timothy J. Fox, Jr., Esq. (timothy.fox@usdoj.gov). Unless an objection is timely filed and served, it may not be considered by the Bankruptcy Court.

INJUNCTION, EXCULPATION, AND RELEASES

10. Article XI of the Combined Plan and Disclosure Statement contains the injunction, exculpation, and release provisions set forth below:

XI. Exculpation and Injunction

A. Injunction

ALL INJUNCTIONS OR STAYS PROVIDED FOR IN THE CHAPTER 11 CASE UNDER BANKRUPTCY CODE SECTIONS 105 OR 362, OR OTHERWISE, AND IN EXISTENCE ON THE CONFIRMATION DATE SHALL REMAIN IN FULL FORCE AND EFFECT UNTIL THE LATER OF (A) THE EFFECTIVE DATE, OR (B) THE DATE INDICATED IN THE ORDER PROVIDING FOR SUCH INJUNCTION OR STAY. NOTWITHSTANDING THE FOREGOING, NOTHING HEREIN SHALL BE OTHERWISE DEEMED TO MODIFY, LIMIT, AMEND, OR SUPERSEDE ANY INJUNCTIONS OR STAYS GRANTED IN THE SALE ORDERS.

EXCEPT AS OTHERWISE PROVIDED IN THE COMBINED PLAN AND DISCLOSURE STATEMENT OR TO THE EXTENT NECESSARY TO ENFORCE THE TERMS AND CONDITIONS OF THE COMBINED PLAN AND DISCLOSURE STATEMENT, THE CONFIRMATION ORDER, OR A SEPARATE ORDER OF THE BANKRUPTCY COURT, ALL ENTITIES WHO HAVE HELD, HOLD, OR MAY HOLD CLAIMS AGAINST OR INTERESTS IN THE DEBTOR SHALL BE PERMANENTLY ENJOINED FROM TAKING ANY OF THE FOLLOWING ACTIONS AGAINST ANY OF THE PROPERTY THAT IS TO BE DISTRIBUTED UNDER THE TERMS OF THE COMBINED PLAN AND DISCLOSURE STATEMENT (INCLUDING LIQUIDATING TRUST ASSETS), ON ACCOUNT OF ANY SUCH CLAIMS OR INTERESTS: (A) COMMENCING OR CONTINUING, IN ANY MANNER OR IN ANY PLACE, ANY ACTION OR OTHER PROCEEDING; (B) ENFORCING, ATTACHING, COLLECTING, OR RECOVERING IN ANY MANNER ANY JUDGMENT, AWARD, DECREE, OR ORDER; (C) CREATING, PERFECTING, OR ENFORCING ANY LIEN OR ENCUMBRANCE; (D) ASSERTING A RIGHT OF SETOFF, OTHER THAN ANY RIGHTS OF SETOFF THAT WERE EXERCISED PRIOR TO THE PETITION DATE; AND (E) COMMENCING OR CONTINUING, IN ANY MANNER OR IN ANY PLACE, ANY ACTION THAT DOES NOT COMPLY WITH OR IS INCONSISTENT WITH THE PROVISIONS OF THE COMBINED PLAN AND DISCLOSURE STATEMENT;

PROVIDED, HOWEVER, THAT SUCH ENTITIES SHALL NOT BE PRECLUDED FROM EXERCISING THEIR RIGHTS PURSUANT TO AND CONSISTENT WITH THE TERMS OF THE COMBINED PLAN AND DISCLOSURE STATEMENT OR THE CONFIRMATION ORDER; PROVIDED, FURTHER, THAT THE FOREGOING SHALL NOT APPLY TO ANY ACTS, OMISSIONS, CLAIMS, CAUSES OF ACTION, OR OTHER OBLIGATIONS EXPRESSLY SET FORTH IN AND PRESERVED BY THE COMBINED PLAN AND DISCLOSURE STATEMENT OR ANY DEFENSES THERETO. NOTWITHSTANDING THE FOREGOING, NOTHING HEREIN SHALL BE OTHERWISE DEEMED TO MODIFY, LIMIT, AMEND OR SUPERSEDE ANY INJUNCTIONS OR STAYS GRANTED IN THE SALE ORDER.

B. Exculpation

EXCEPT AS OTHERWISE SPECIFICALLY PROVIDED IN THE COMBINED PLAN AND DISCLOSURE STATEMENT, EFFECTIVE AS OF THE EFFECTIVE DATE, THE EXCULPATED PARTIES SHALL NOT HAVE NOR INCUR ANY LIABILITY TO ANY HOLDER OF A CLAIM OR INTEREST OR ANY OF THEIR RELATED PERSONS FOR ANY POSTPETITION, BUT PRE-EFFECTIVE DATE, ACT OR OMISSION IN CONNECTION WITH, RELATED TO, OR ARISING OUT OF THE CHAPTER 11 CASE, THE COMBINED PLAN AND DISCLOSURE STATEMENT, THE PURSUIT OF CONFIRMATION, THE SOLICITATION OF VOTES ON THE COMBINED PLAN AND DISCLOSURE STATEMENT, THE CONFIRMATION OF THE COMBINED PLAN AND DISCLOSURE STATEMENT, THE CONSUMMATION OF THE COMBINED PLAN AND DISCLOSURE STATEMENT, THE ADMINISTRATION OF THE COMBINED PLAN AND DISCLOSURE STATEMENT, THE PROPERTY TO BE LIQUIDATED AND/OR DISTRIBUTED UNDER THE COMBINED PLAN AND DISCLOSURE STATEMENT, OR ANY POSTPETITION, BUT PRE-EFFECTIVE DATE, ACT TAKEN OR OMITTED TO BE TAKEN IN CONNECTION WITH OR IN CONTEMPLATION OF THE LIQUIDATION OF THE DEBTOR, INCLUDING SPECIFICALLY THE PURSUIT AND ENTRY OF THE SALE ORDER, EXCEPT FOR THEIR FRAUD, WILLFUL MISCONDUCT, OR GROSS NEGLIGENCE AS SUBSEQUENTLY DETERMINED BY A FINAL ORDER OF A COURT OF COMPETENT JURISDICTION, AND IN ALL RESPECTS SHALL BE ENTITLED TO RELY REASONABLY UPON THE ADVICE OF COUNSEL WITH RESPECT TO THEIR DUTIES AND RESPONSIBILITIES UNDER THE COMBINED PLAN AND DISCLOSURE STATEMENT.

THE FOREGOING PARAGRAPH SHALL APPLY TO ATTORNEYS AND LAWYERS TO THE GREATEST EXTENT PERMISSIBLE UNDER APPLICABLE BAR RULES AND CASE LAW BUT SHALL NOT BE DEEMED TO RELEASE, AFFECT, OR LIMIT ANY OF THE RIGHTS AND OBLIGATIONS OF THE EXCULPATED PARTIES FROM, OR EXCULPATE THE EXCULPATED PARTIES WITH RESPECT TO, ANY OF THE EXCULPATED PARTIES' OBLIGATIONS OR COVENANTS ARISING PURSUANT TO THIS COMBINED PLAN AND DISCLOSURE STATEMENT OR THE CONFIRMATION ORDER.

C. Releases and Limitation of Liability

(i) **ON THE EFFECTIVE DATE, THE RELEASED PARTIES SHALL BE FULLY RELEASED AND DISCHARGED BY THE DEBTOR AND ITS ESTATE FROM ANY AND ALL LIABILITIES OF THE DEBTOR AND ALL CLAIMS OR CAUSES OF ACTION WHICH COULD BE PURSUED BY OR ON BEHALF OF THE DEBTOR, ITS ESTATE, OR THE LIQUIDATING TRUSTEE PURSUANT TO THIS COMBINED PLAN AND DISCLOSURE STATEMENT.**

(ii) **FOR THE AVOIDANCE OF DOUBT, AND WITHOUT LIMITING THE FOREGOING, ON THE EFFECTIVE DATE OF THE VUONG SETTLEMENT, VUONG AND ANY PERSONS OR ENTITIES RELATED TO MR. VUONG SHALL BE RELEASED BY THE DEBTOR FROM ANY AND ALL CLAIMS, OBJECTIONS, CHALLENGES, AND OTHER CAUSES OF ACTION THAT THE DEBTOR MAY HAVE ASSERTED AGAINST MR. VUONG ARISING, ACCRUING, OR EXISTING AT ANY TIME PRIOR TO THE EFFECTIVE DATE OF THE VUONG SETTLEMENT, WHETHER KNOWN OR NOT KNOWN, INCLUDING, WITHOUT LIMITATION, THOSE CLAIMS AND CAUSES OF ACTION INCLUDED IN THE DRAFT COMPLAINT AND THAT LENDER CLAIM ANALYSIS LETTER SHARED WITH MR. VUONG'S COUNSEL ON OR ABOUT DECEMBER 20, 2024.**

(iii) **Notwithstanding any language to the contrary in this Combined Plan and Disclosure Statement, except as set forth in Article XI.C(ii) of the Combined Plan and Disclosure Statement, nothing herein shall release any party from the Causes of Action.**

COPIES OF THE COMBINED PLAN AND DISCLOSURE STATEMENT

11. **PURSUANT TO THE SOLICITATION PROCEDURES ORDER, YOU MAY NOT HAVE RECEIVED A COPY OF THE COMBINED PLAN AND DISCLOSURE STATEMENT.**

12. **If you wish to receive copies of the Combined Plan and Disclosure Statement, they will be provided, as quickly as practicable, upon request to Parlement Technologies, Inc., c/o Potter Anderson & Corroon LLP, 1313 North Market Street, 6th Floor, Wilmington, DE 19801 or to jrisener@potteranderson.com. Copies of the Combined Plan and Disclosure Statement are also available for free by visiting the Debtor's case website at <https://www.bankruptcy-claims.com/parlement/CaseHome.aspx> or telephoning the Debtor at (302) 984-6176. In addition, copies of the Combined Plan and Disclosure Statement are on file with the Clerk of the Bankruptcy Court for the District of Delaware and may be reviewed during the regular hours of the Bankruptcy Court or online through the Bankruptcy Court's internet website at <http://www.deb.uscourts.gov>.**

13. **IF YOU HAVE ANY QUESTIONS REGARDING YOUR CLAIM OR INTEREST OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE COMBINED PLAN AND DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE DEBTOR AS SET FORTH ABOVE. YOUR RIGHTS MAY BE AFFECTED UPON APPROVAL AND CONFIRMATION OF THE COMBINED PLAN AND DISCLOSURE STATEMENT.**

YOU ARE URGED TO REVIEW A COPY OF THE COMBINED PLAN AND DISCLOSURE STATEMENT WHICH MAY BE OBTAINED BY ONE OF THE METHODS DESCRIBED HEREIN.

Dated: [____], 2025
Wilmington, Delaware

Respectfully submitted,

/s/ DRAFT

Jeremy W. Ryan (No. 4057)
R. Stephen McNeill (No. 5210)
James R. Risener III (No. 7334)
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Counsel for the Debtor and Debtor in Possession

EXHIBIT 2

Form of Ballots

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

In re:

Parlement Technologies, Inc.
(f/k/a Parler LLC, f/k/a Parler Inc.)

Debtor.

Chapter 11

Case No. 24-10755 (CTG)

**BALLOT TO ACCEPT OR REJECT AMENDED COMBINED CHAPTER 11
PLAN OF LIQUIDATION AND DISCLOSURE STATEMENT FOR PARLEMENT
TECHNOLOGIES, INC. (F/K/A PARLER LLC, F/K/A PARLER INC.)**

CLASS 2 – REMAINING VUONG PREPETITION SECURED CLAIM

**THIS BALLOT IS TO BE USED BY OR ON BEHALF OF THE HOLDER OF THE
CLASS 2 – REMAINING VUONG PREPETITION SECURED CLAIM. PLEASE READ AND
FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. COMPLETE, SIGN AND
DATE THIS BALLOT AND RETURN IT IN THE ENCLOSED ENVELOPE PROMPTLY.**

**TO BE COUNTED, YOUR VOTE MUST BE ACTUALLY RECEIVED BY
THE DEBTOR ON OR BEFORE 4:00 P.M. (EASTERN TIME)
TEN (10) DAYS PRIOR TO THE COMBINED HEARING OR THE VOTE
REPRESENTED BY THIS BALLOT WILL NOT BE COUNTED.**

FACSIMILE AND EMAIL BALLOTS WILL NOT BE ACCEPTED

This ballot (the “Ballot”) is submitted to you to solicit your vote to accept or reject the *Amended Combined Chapter 11 Plan of Liquidation and Disclosure Statement for Parlement Technologies, Inc.* [Docket No. 252] (the disclosure statement portion thereof, the “Disclosure Statement” and the chapter 11 plan portion thereof, the “Plan, including all exhibits thereto and as amended, supplemented or otherwise modified from time to time, and collectively, the “Combined Plan and Disclosure Statement”)¹ proposed by the above-captioned debtor and debtor in possession (the “Debtor”). On [●], 2025, after a hearing to consider the adequacy of disclosures (the “Disclosures”) contained in the Combined Plan and Disclosure Statement, the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) entered an order approving on an interim basis the Disclosures provided in the Combined Plan and Disclosure Statement [Docket No. [●]]. The Disclosures provide information to assist you in deciding how to vote your Ballot. You should review the Combined Plan and Disclosure Statement before you vote.

¹ Capitalized terms not defined herein shall have the same meanings ascribed to them in the Combined Plan and Disclosure Statement.

The Combined Plan and Disclosure Statement is subject to final approval and confirmation by the Bankruptcy Court.

You may wish to seek legal advice concerning the Combined Plan and Disclosure Statement and the classification and treatment of your Claim(s) under the Combined Plan and Disclosure Statement.

The Combined Plan and Disclosure Statement provides information to assist you in deciding how to vote your Ballot. Copies of the Combined Plan and Disclosure Statement are available for free by visiting the Debtor's case website at (<https://www.bankruptcy-claims.com/parlement/CaseHome.aspx>) or telephoning the Debtor at (302) 984-6176. You may also obtain additional copies from the Debtor by writing to Parlement Technologies, Inc., c/o Potter Anderson & Corroon LLP, 1313 North Market Street, 6th Floor, Wilmington, DE 19801 or to jrisener@potteranderson.com. In addition, copies of the Combined Plan and Disclosure Statement are on file with the Clerk of the Bankruptcy Court for the District of Delaware and may be reviewed during the regular hours of the Bankruptcy Court or online through the Bankruptcy Court's internet website at <http://www.deb.uscourts.gov>.

The Combined Plan and Disclosure Statement may be confirmed by the Bankruptcy Court, and therefore made binding on you, if it is accepted by the Holders of at least one-half in number and two-thirds in amount of the Claims in each of the classes who vote on the Combined Plan and Disclosure Statement and/or if the Combined Plan and Disclosure Statement otherwise satisfies applicable legal requirements.

PLEASE READ THE ATTACHED VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.

IMPORTANT

You should review the Combined Plan and Disclosure Statement before you vote. You may wish to seek legal advice concerning the Combined Plan and Disclosure Statement and your classification and treatment under the Combined Plan and Disclosure Statement. Your Claim has been placed in Class 2 (Remaining Vuong Prepetition Secured Claim) under the Combined Plan and Disclosure Statement.

If your Ballot is not actually received by the Debtor on or before 4:00 p.m. (Eastern Time) ten (10) days prior to the Combined Hearing (the "Voting Deadline"), and such deadline is not extended by the Debtor, your vote will not count as either an acceptance or rejection of the Combined Plan and Disclosure Statement. If the Combined Plan and Disclosure Statement is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

To cast your vote, please complete, execute, and submit this Ballot as follows:

If by First Class Mail, Overnight Courier, or Overnight Mail:

**Parlement Technologies, Inc.
c/o Potter Anderson & Corroon LLP
1313 North Market Street, 6th Floor
Wilmington, DE 19801**

BALLOTS WILL NOT BE ACCEPTED BY TELECOPY, FACSIMILE, EMAIL, OR OTHER ELECTRONIC MEANS OF TRANSMISSION.

**ACCEPTANCE OR REJECTION OF THE AMENDED
COMBINED PLAN AND DISCLOSURE STATEMENT**

Item 1. Vote Amount. For purposes of voting to accept or reject the Combined Plan and Disclosure Statement, as of [●] 2025 (the “Voting Record Date”), the undersigned (the “Claimant”) was a Holder of a Class 2 Remaining Vuong Prepetition Secured Claim in the aggregate amount set forth below.

\$ _____

Item 2. Vote on Combined Plan and Disclosure Statement. CHECK ONE BOX ONLY:

- ☐ **ACCEPTS (votes FOR) the Combined Plan and Disclosure Statement.**
- ☐ **REJECTS (votes AGAINST) the Combined Plan and Disclosure Statement.**

Item 3. Certification. By signing this Ballot, the Claimant certifies that: (i) on the Voting Record Date, it was the Holder of the Class 2 (Remaining Vuong Prepetition Secured Claim) to which this Ballot pertains or an authorized signatory for such Holder, (ii) it has full power and authority to vote to accept or reject the Combined Plan and Disclosure Statement, execute, and cast the Ballot, and (iii) it has received a copy of the Combined Plan and Disclosure Statement and other solicitation materials. The undersigned understands that an otherwise properly completed, executed and timely-casted Ballot that does not indicate either acceptance or rejection of the Combined Plan and Disclosure Statement or indicates both acceptance and rejection of the Combined Plan and Disclosure Statement will not be counted. The undersigned also certifies that its vote on the Combined Plan and Disclosure Statement is subject to all the terms and conditions set forth in the Combined Plan and Disclosure Statement.

Name of Claimant: _____

Signature: _____

Name (if different from Claimant): _____

Title: _____

Address: _____

E-Mail Address:_____

Telephone Number:_____

Date Completed:_____

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER SOLICITATION MATERIALS APPROVED BY THE BANKRUPTCY COURT, INCLUDING, WITHOUT LIMITATION, THE DISCLOSURE STATEMENT.

PLEASE CAST YOUR BALLOT PROMPTLY.

IF YOU HAVE ANY QUESTIONS REGARDING THE BALLOT OR THESE VOTING INSTRUCTIONS, OR IF YOU NEED ADDITIONAL COPIES OF THE BALLOT OR OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE DEBTOR AT (302) 984-6176 OR jrisener@potteranderson.com.

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

In re:

Parlement Technologies, Inc.
(f/k/a Parler LLC, f/k/a Parler Inc.)

Debtor.

Chapter 11

Case No. 24-10755 (CTG)

**BALLOT TO ACCEPT OR REJECT AMENDED COMBINED CHAPTER 11 PLAN OF
LIQUIDATION AND DISCLOSURE STATEMENT FOR PARLEMENT
TECHNOLOGIES, INC. (F/K/A PARLER LLC, F/K/A PARLER INC.)**

CLASS 4 – GENERAL UNSECURED CLAIMS

**THIS BALLOT IS TO BE USED BY OR ON BEHALF OF THE HOLDERS OF THE
CLASS 4 – GENERAL UNSECURED CLAIMS. PLEASE READ AND FOLLOW THE
ATTACHED INSTRUCTIONS CAREFULLY. COMPLETE, SIGN AND DATE THIS
BALLOT AND RETURN IT IN THE ENCLOSED ENVELOPE PROMPTLY.**

**TO BE COUNTED, YOUR VOTE MUST BE ACTUALLY RECEIVED BY
THE DEBTOR ON OR BEFORE 4:00 P.M. (EASTERN TIME)
TEN (10) DAYS PRIOR TO THE COMBINED HEARING OR THE VOTE
REPRESENTED BY THIS BALLOT WILL NOT BE COUNTED.**

FACSIMILE AND EMAIL BALLOTS WILL NOT BE ACCEPTED

This ballot (the “Ballot”) is submitted to you to solicit your vote to accept or reject the *Amended Combined Chapter 11 Plan of Liquidation and Disclosure Statement for Parlement Technologies, Inc.* [Docket No. 252] (the disclosure statement portion thereof, the “Disclosure Statement” and the chapter 11 plan portion thereof, the “Plan”, including all exhibits thereto and as amended, supplemented or otherwise modified from time to time, and collectively, the “Combined Plan and Disclosure Statement”)¹ proposed by the above-captioned debtor and debtor in possession (the “Debtor”). On [●], 2025, after a hearing to consider the adequacy of disclosures (the “Disclosures”) contained in the Combined Plan and Disclosure Statement, the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) entered an order approving on an interim basis the Disclosures provided in the Combined Plan and Disclosure Statement. [Docket No. [●]]. The Disclosures provide information to assist you in deciding how to vote your Ballot. You should review the Combined Plan and Disclosure Statement before you vote.

¹ Capitalized terms not defined herein shall have the same meanings ascribed to them in the Combined Plan and Disclosure Statement.

The Combined Plan and Disclosure Statement is subject to final approval and confirmation by the Bankruptcy Court.

You may wish to seek legal advice concerning the Combined Plan and Disclosure Statement and the classification and treatment of your Claim(s) under the Combined Plan and Disclosure Statement.

The Combined Plan and Disclosure Statement provides information to assist you in deciding how to vote your Ballot. Copies of the Combined Plan and Disclosure Statement are available for free by visiting the Debtor's case website at (<https://www.bankruptcy-claims.com/parlement/CaseHome.aspx>) or telephoning the Debtor at (302) 984-6176. You may also obtain additional copies from the Debtor by writing to Parlement Technologies, Inc., c/o Potter Anderson & Corroon LLP, 1313 North Market Street, 6th Floor, Wilmington, DE 19801 or to jrisener@potteranderson.com. In addition, copies of the Combined Plan and Disclosure Statement are on file with the Clerk of the Bankruptcy Court for the District of Delaware and may be reviewed during the regular hours of the Bankruptcy Court or online through the Bankruptcy Court's internet website at <http://www.deb.uscourts.gov>.

The Combined Plan and Disclosure Statement may be confirmed by the Bankruptcy Court, and therefore made binding on you, if it is accepted by the Holders of at least one-half in number and two-thirds in amount of the Claims in each of the classes who vote on the Combined Plan and Disclosure Statement and/or if the Combined Plan and Disclosure Statement otherwise satisfies applicable legal requirements.

PLEASE READ THE ATTACHED VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.

IMPORTANT

You should review the Combined Plan and Disclosure Statement before you vote. You may wish to seek legal advice concerning the Combined Plan and Disclosure Statement and your classification and treatment under the Combined Plan and Disclosure Statement. Your Claim has been placed in Class 4 (General Unsecured Claims) under the Combined Plan and Disclosure Statement.

If your Ballot is not actually received by the Debtor on or before 4:00 p.m. (Eastern Time) ten (10) days prior to the Combined Hearing (the "Voting Deadline"), and such deadline is not extended by the Debtor, your vote will not count as either an acceptance or rejection of the Combined Plan and Disclosure Statement. If the Combined Plan and Disclosure Statement is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

To cast your vote, please complete, execute, and submit this Ballot as follows:

If by First Class Mail, Overnight Courier, or Overnight Mail:

**Parlement Technologies, Inc.
c/o Potter Anderson & Corroon LLP
1313 North Market Street, 6th Floor
Wilmington, DE 19801**

**BALLOTS WILL NOT BE ACCEPTED BY TELECOPY, FACSIMILE, EMAIL, OR
OTHER ELECTRONIC MEANS OF TRANSMISSION.**

**ACCEPTANCE OR REJECTION OF THE AMENDED
COMBINED PLAN AND DISCLOSURE STATEMENT**

Item 1. Vote Amount. For purposes of voting to accept or reject the Combined Plan and Disclosure Statement, as of [●], 2025 (the “Voting Record Date”), the undersigned (the “Claimant”) was a Holder of a Class 4 General Unsecured Claim in the aggregate amount set forth below.

\$ _____

Item 2. Vote on Combined Plan and Disclosure Statement. CHECK ONE BOX ONLY:

- ☐ **ACCEPTS (votes FOR) the Combined Plan and Disclosure Statement.**
- ☐ **REJECTS (votes AGAINST) the Combined Plan and Disclosure Statement.**

Item 3. Certification. By signing this Ballot, the Claimant certifies that: (i) on the Voting Record Date, it was the Holder of the Class 4 General Unsecured Claim to which this Ballot pertains or an authorized signatory for such Holder, (ii) it has full power and authority to vote to accept or reject the Combined Plan and Disclosure Statement, execute, and cast the Ballot, and (iii) it has received a copy of the Combined Plan and Disclosure Statement and other solicitation materials. The undersigned understands that an otherwise properly completed, executed and timely-casted Ballot that does not indicate either acceptance or rejection of the Combined Plan and Disclosure Statement or indicates both acceptance and rejection of the Combined Plan and Disclosure Statement will not be counted. The undersigned also certifies that its vote on the Combined Plan and Disclosure Statement is subject to all the terms and conditions set forth in the Combined Plan and Disclosure Statement.

Name of Claimant: _____

Signature: _____

Name (if different from Claimant): _____

Title: _____

Address: _____

E-Mail Address:_____

Telephone Number:_____

Date Completed:_____

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER SOLICITATION MATERIALS APPROVED BY THE BANKRUPTCY COURT, INCLUDING, WITHOUT LIMITATION, THE DISCLOSURE STATEMENT.

PLEASE CAST YOUR BALLOT PROMPTLY.

THE PLAN PROPONENT EXPRESSLY RESERVES THE RIGHT TO OBJECT AT A LATER DATE TO THE AMOUNT ALLEGED HEREIN TO BE DUE TO THE HOLDER OF A CLAIM BY THE DEBTOR OR THE INDEBTEDNESS IN A TIMELY FILED PROOF OF CLAIM.

IF YOU HAVE ANY QUESTIONS REGARDING THE BALLOT OR THESE VOTING INSTRUCTIONS, OR IF YOU NEED ADDITIONAL COPIES OF THE BALLOT OR OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE DEBTOR AT (302) 984-6176 OR jrisener@potteranderson.com.