

**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. 263 & 268

**NOTICE OF (I) INTERIM APPROVAL OF DISCLOSURES;
(II) HEARING TO CONSIDER CONFIRMATION OF THE SECOND AMENDED
COMBINED PLAN AND DISCLOSURE STATEMENT; (III) DEADLINE
FOR 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 July 3, 2025, the Debtor filed the *Second Amended Combined Chapter 11 Plan of Liquidation and Disclosure Statement for Parlement Technologies, Inc.* [See Docket No. 263] (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 July 7, 2025 (the “Solicitation Procedures Order”) [See Docket No. 268], 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 2:00 p.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, 3rd Floor, Courtroom 7, 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: July 7, 2025
Wilmington, Delaware

Respectfully submitted,

/s/ James R. Risener III

Jeremy W. Ryan (No. 4057)
R. Stephen McNeill (No. 5210)
James R. Risener III (No. 7334)
Sameen Rizvi (No. 6902)
POTTER ANDERSON & CORROON LLP
1313 N. Market Street, 6th Floor
Wilmington, Delaware 19801
Telephone: (302) 984-6000
Facsimile: (302) 658-1192
Email: jryan@potteranderson.com
rmcneill@potteranderson.com
jrisener@potteranderson.com
srizvi@potteranderson.com

Counsel for the Debtor and Debtor in Possession