

KUTAK ROCK LLP

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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:)
) Chapter 11
)
WAYFORTH, LLC, *et al.*,¹) Case No. 23-33000 (KRH)
)
) Debtors.) Jointly Administered
)

**BALLOT FOR ACCEPTING OR REJECTING CHAPTER 11 PLAN
OF WAYFORTH, INC. AND WAYFORTH, LLC
CLASS 3 — GENERAL UNSECURED CLAIMS**

**PLEASE READ AND FOLLOW THE ENCLOSED INSTRUCTIONS FOR
COMPLETING BALLOTS CAREFULLY BEFORE COMPLETING THE BALLOT**

**THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE DEBTORS.
BY DECEMBER 15, 2023 (THE “VOTING DEADLINE”)**

The Debtors have sent this Ballot to you because their records indicate that you are a holder of a Class 3 General Unsecured Claim, and accordingly, you have a right to vote to accept or reject the *Chapter 11 Plan of Reorganization WayForth, Inc. and WayForth, LLC* (the “Plan”) [Docket No. 156]² including all exhibits thereto and as amended, supplemented or otherwise modified from time to time.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each debtor’s federal tax identification number, are: WayForth, LLC (5874) and WayForth, Inc. (8329). The mailing address for the Debtors is 1518 Willow Lawn Drive, Suite 300, Richmond, VA 23230.

² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Plan or the Procedures Order, as applicable.

You were previously served with a copy of the Plan and the Solicitation Package. Additional Plan related materials may be obtained by (i) emailing adolyn.wyatt@kutakrock.com with a reference to “WayForth” in the subject line; or (ii) visiting (for a fee) PACER at <http://www.vaeb.uscourts.gov>. This Ballot may not be used for any purpose other than to vote to accept or reject the Plan. If you believe you have received this Ballot in error, please contact the Debtors as set forth above.

You should review the Plan before you vote. You may wish to seek legal advice concerning the Plan and the Plan’s classification and treatment of your Claim. Your Claim has been placed in Class 3 General Unsecured Claims under the Plan.

If the Debtors do not receive your Ballot on or before the Voting Deadline, December 15, 2023, your vote as either an acceptance or rejection of the Plan will not count. If the Bankruptcy Court confirms the Plan, it will bind you regardless of whether you vote.

Item 1. Principal Amount of Class 3 General Unsecured Claims.

As of the Record Date, November 29, 2023, the undersigned was the holder of Class 3 General Unsecured Claim in the aggregate amount as set forth below:

\$ _____

Item 2. Class 3 - General Unsecured Claims.

The holder of the Class 3 General Unsecured Claims set forth in Item 1 votes to (please check one):

- ACCEPT THE PLAN REJECT THE PLAN

ANY BALLOT THAT IS EXECUTED BY THE HOLDER OF A CLAIM BUT THAT INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN OR DOES NOT INDICATE EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN WILL NOT BE COUNTED.

Item 3. Certifications.

By signing this Ballot, the undersigned certifies to the Bankruptcy Court and to the Debtors:

- a. that either: (i) the Entity is the holder of the Class 3 General Unsecured Claim being voted; or (ii) the Entity is an authorized signatory for an Entity that is a holder of the Class 3 General Unsecured Claim being voted;

- b. that the Entity has received a copy of the Plan and Solicitation Package and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth therein; and
- c. that no other Ballots with respect to the amount of the Class 3 General Unsecured Claims identified in Item 1 have been cast or, if any other Ballots have been cast with respect to such Claims, then any such Ballots dated earlier are hereby revoked.

Name of holder: _____
 (Print or Type)

Social Security or Federal Tax Identification Number: _____

Signature: _____

Name of Signatory: _____
 (If other than holder)

Title: _____

Address: _____

Date Completed: _____

THE BALLOT MUST BE COMPLETED AND SUBMITTED, ON OR BEFORE THE VOTING DEADLINE, BY ANY OF THE FOLLOWING APPROVED SUBMISSION METHODS:

By first class mail to:
 If by Regular Mail:
 Adolyn Wyatt
 Kutak Rock, LLP
 901 East Byrd Street, Suite 1000
 Richmond, Virginia 23219

By Overnight courier or hand-delivery to:
 Adolyn Wyatt
 Kutak Rock, LLP
 901 East Byrd Street, Suite 1000
 Richmond, Virginia 23219
 Riverfront Plaza West Tower, 10th Floor; (Tel: 804-644-1700)

By E-mail to:
adolyn.wyatt@kutakrock.com

BALLOTS OTHERWISE SUBMITTED WILL NOT BE ACCEPTED.

YOUR BALLOT MUST BE RECEIVED BY THE VOTING DEADLINE, WHICH IS DECEMBER 15, 2023.

INSTRUCTIONS FOR COMPLETING BALLOTS

1. The Debtors are soliciting the votes of holders of Claims with respect to the Plan. Capitalized terms used in the Ballot or in these instructions but not otherwise defined in the Ballot or these instructions shall have the meanings set forth in the Plan, copies of which also accompany the Ballot.
2. The Bankruptcy Court may confirm the Plan and thereby bind you by the terms of the Plan if, among other things, the Plan is confirmed.
3. To ensure that your vote is counted, you must: (a) complete the Ballot; (b) indicate your decision either to accept or reject the Plan in the boxes provided in Item 2 of the Ballot; and (c) submit the Ballot to the address set forth on the enclosed pre-addressed envelope or via email as provided. The Voting Deadline for the receipt of Ballots by the Debtors is December 15, 2023. Your completed Ballot must be received by the Debtors on or before the Voting Deadline.
4. If a Ballot is received after the Voting Deadline, it will not be counted unless the Debtors determine otherwise. **The method of delivery of Ballots is at the election and risk of each holder of a Claim or Claims.** Delivery will be deemed made only when the Debtors **actually receive** the executed Ballot. If a holder of a Claim chooses effecting delivery by mail, it is recommended, though not required, that holders use an overnight or hand delivery service to assure timely delivery.
5. If multiple Ballots are received from the same holder of Claims with respect to the same Claims prior to the Voting Deadline, the last dated valid Ballot timely received will supersede and revoke any earlier dated Ballots.
6. This Ballot does not constitute and shall not be deemed to be: (a) a Proof of Claim; or (b) an assertion or admission of a Claim.
7. Please be sure to sign and date your Ballot. If you are signing a Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity, you should indicate such capacity when signing and, if requested by the Debtors or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot.
8. The following Ballots shall not be counted in determining the acceptance or rejection of the Plan: (a) any Ballot that is illegible or contains insufficient information to permit the identification of the holder of the Claim; (b) any Ballot cast by a Party that does not hold a Claim in the Class that is entitled to vote on the Plan; (c) any unsigned Ballot; (d) any Ballot not marked to accept or reject the Plan or any Ballot marked both to accept and reject the Plan; and (e) any Ballot submitted by any Entity not entitled to vote pursuant to the Solicitation Procedures.

PLEASE SUBMIT YOUR BALLOT PROMPTLY!

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE CONTACT THE DEBTORS BY TELEPHONE (804-644-1700) OR ELECTRONIC MAIL (adolyn.wyatt@kutakrock.com).