

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

In re:

BLINK HOLDINGS, INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 24-11686 (JKS)

(Jointly Administered)

Ref. Docket Nos. 81, 348 & 350

**NOTICE OF SUCCESSFUL BIDDER**

**PLEASE TAKE NOTICE** that, on August 16, 2024, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Debtors’ Motion for Entry of Orders (I)(A) Approving Certain Bidding Procedures and the Form and Manner of Notice Thereof, (B) Scheduling an Auction and a Hearing on the Approval of the Sale of All or Substantially All of the Debtors’ Assets, (C) Establishing Certain Assumption and Assignment Procedures and Approving Manner of Notice Thereof, and (D) Granting Related Relief; and (II)(A) Authorizing and Approving the Debtors’ Entry into an Asset Purchase Agreement, (B) Authorizing the Sale of All or Substantially All of the Debtors’ Assets Free and Clear of All Encumbrances, (C) Approving the Assumption and Assignment of the Assumed Contracts, and (D) Granting Related Relief* [Docket No. 81] (the “Motion”).

**PLEASE TAKE FURTHER NOTICE** that, on September 10, 2024, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered an order [Docket

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<sup>1</sup> The last four digits of Blink Holdings, Inc.’s federal tax identification number are 6354. The mailing address for Blink Holdings, Inc. is 45 West 45th Street, 10th Floor, New York, New York 10036. Due to the large number of debtors in these chapter 11 cases, a complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://dm.epiq11.com/BlinkFitness>, or by contacting the undersigned counsel for the Debtors.

No. 348] (the “Bidding Procedures Order”)<sup>2</sup> approving the Motion. The Bidding Procedures Order established Bidding Procedures to govern the Sale and Auction of all or substantially all of the Debtors’ assets (the “Assets”).

**PLEASE TAKE FURTHER NOTICE** that, on September 10, 2024, the Debtors filed the *Notice of Filing of Stalking Horse Supplement* [Docket No. 350] (the “Stalking Horse Supplement”), pursuant to which the Debtors designated Pinnacle US Holdings LLC as the Stalking Horse Bidder with respect to a portion of the Assets (the “Acquired Assets”). The Stalking Horse APA (i) was attached to the Stalking Horse Supplement as Exhibit B, and (ii) detailed the Acquired Assets.

**PLEASE TAKE FURTHER NOTICE** that, on October 28, 2024, in accordance with the Bidding Procedures Order and the Bidding Procedures approved thereby, the Debtors commenced an Auction (in person and via Zoom) for the sale of the Acquired Assets. Following the conclusion of the Auction for the Acquired Assets on the date hereof, the Debtors have determined, in their reasonable business judgment and in consultation with the Consultation Parties, that the Successful Bidder for the Acquired Assets is as follows:

<b>Successful Bidder and Successful Bid</b>
<u>Successful Bidder</u> : Pinnacle US Holdings LLC
<u>Purchase Price</u> : \$121 million (subject to certain adjustments), <i>plus</i> assumption of certain liabilities, as set forth in the Revised Stalking Horse APA (as defined below)

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall be given the meanings ascribed to them in the Bidding Procedures Order or the Stalking Horse Supplement, as applicable.

**PLEASE TAKE FURTHER NOTICE** that a copy of the revised Stalking Horse APA (the “Revised Stalking Horse APA”) by and among the Debtors and the Successful Bidder, containing the terms of the Successful Bid, will be filed separately.

**PLEASE TAKE FURTHER NOTICE** that **November 1, 2024 at 4:00 p.m. (ET)** is the deadline to object to (i) conduct of the Auction, and (ii) the form of the sale agreement (solely to the extent terms differ from those set forth in the Stalking Horse APA).

**PLEASE TAKE FURTHER NOTICE** that a hearing (the “Sale Hearing”) is currently scheduled to be held on **November 6, 2024 at 11:00 a.m. (ET)** before the Honorable J. Kate Stickles, United States Bankruptcy Judge, to consider the entry of an order approving the Sale of the Acquired Assets to the Successful Bidder and entry of the Sale Order. The Sale Hearing (or any portion thereof) may be adjourned by the Debtors, in consultation with the Consultation Parties, or the Court from time to time without further notice to creditors or other parties in interest other than by announcement of said adjournment at the Sale Hearing or in notice or agenda filed with the Court.

**PLEASE TAKE FURTHER NOTICE** that the Debtors received bids for certain segments of Assets other than the Acquired Assets. In consultation with the Consultation Parties, the Debtors have determined to adjourn the Auction with respect to such Assets to a date and time to be determined.

*[Signature Page Follows]*

Dated: October 30, 2024  
Wilmington, Delaware

**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

/s/ Sean T. Greecher

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