

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

In re:)	
)	Chapter 11
CLOVER TECHNOLOGIES GROUP, LLC, <i>et al.</i> , ¹)	Case No. 19-12680 (KBO)
)	
Debtors.)	(Jointly Administered)
)	

**DECLARATION OF ANGELA TSAI ON BEHALF OF STRETTO
REGARDING SOLICITATION OF VOTES AND TABULATION
OF BALLOTS ACCEPTING AND REJECTING PROPOSED JOINT
PREPACKAGED CHAPTER 11 PLAN OF REORGANIZATION**

I, Angela Tsai, declare, under penalty of perjury:

1. I am a Director of Corporate Restructuring at Stretto² (“Stretto”), located at 7 Times Square, Suite 1601, New York, NY 10036. I am over the age of eighteen years and not a party to the above-captioned action. Unless otherwise noted, I have personal knowledge of the facts set forth herein.

2. I submit this declaration with respect to the solicitation of votes and the tabulation of ballots cast on the Debtor’s *Proposed Joint Prepackaged Chapter 11 Plan of Reorganization*, filed contemporaneously herewith (as may be amended, supplemented, or modified from time to time, the “Plan”).³ Except as otherwise noted, all facts set forth herein are based on my personal knowledge, knowledge that I acquired from individuals under my supervision, and my review of

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Clover Technologies Group, LLC (9236); 4L Holdings Corporation (0292); 4L Technologies Inc. (5035); Clover Ithaca Properties, LLC (9236); Refurb Holdings, LLC (1230); Clover Wireless, LLC (0313); and Valu Tech Outsourcing, LLC (3563). The location of the Debtors’ service address in these chapter 11 cases is: 5850 Granite Parkway, Suite 720, Plano, Texas 75024.

² Stretto is the trade name of Bankruptcy Management Solutions, Inc., and its subsidiaries.

³ Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Disclosure Statement or Plan (as defined below), as applicable.

the relevant documents. I am authorized to submit this declaration on behalf of Stretto. If I were called to testify, I could and would testify competently as to the facts set forth herein.

3. Prior to the commencement of these chapter 11 cases, the Debtors retained Stretto as their solicitation and voting tabulation agent to assist with, among other things, (a) service of solicitation materials to the parties entitled to vote to accept or reject the Plan and (b) tabulation of votes cast with respect thereto. Stretto and its employees have considerable experience in soliciting and tabulating votes to accept or reject proposed prepackaged chapter 11 plans.

4. After the Petition Date, on December 16, 2019, this Court authorized Stretto's retention as the claims and noticing agent in these chapter 11 cases pursuant to the *Order Authorizing Appointment of Stretto as Claims and Noticing Agent Effective Nunc Pro Tunc to the Petition Date* [Docket No. 72]. In addition, on December 30, 2019, the Debtors filed an *Application for Appointment of Stretto as Administrative Advisor Nunc Pro Tunc to the Petition Date* [Docket No. 83] (the "327(a) Application"). On January 16, 2020, a certificate of no objection regarding the 327(a) Application was filed [Docket No. 110].

I. Service and Transmittal of Solicitation Packages.

5. The procedures adhered to by Stretto for the solicitation and tabulation of votes are outlined in the *Disclosure Statement for the Joint Prepackaged Chapter 11 Plan of Reorganization of Clover Technologies Group, LLC and Its Debtors Affiliates* [Docket No. 5] (the "Disclosure Statement"), and in the ballots distributed to parties entitled to vote on the Plan (collectively, the "Solicitation Procedures"). I supervised the solicitation and tabulation performed by Stretto's employees.

6. The Debtors established December 13, 2019 as the record date (the "Voting Record Date") for determining which creditors were entitled to vote on the Plan. Pursuant to the Plan and

the Solicitation Procedures, only Holders of Claims (i) of Term Loan Secured Claims and Existing Equity Interests and (ii) who held their claims in the following classes as of the Voting Record Date were entitled to vote to accept or reject the Plan (the “Voting Classes”):

Classes	Class Description
Class 3	Term Loan Secured Claims
Class 7	Existing Equity Interests

No other classes under the Plan were entitled to vote on the Plan.

7. In accordance with the Solicitation Procedures, Stretto worked closely with the Debtors and their advisors to identify the holders entitled to vote in the Voting Classes as of the Voting Record Date, and to coordinate the distribution of solicitation materials to these holders. Stretto relied on the following information to identify and solicit Holders of Claims in the Voting Classes: (a) a lender list for holder of Term Loan Secured Claims; and (b) an equity list for holders of Existing Equity Interests as of the Voting Record Date. Using this information, and with guidance from the Debtors and their advisors, Stretto created a voting database reflecting the name, address, voting amount, and classification of Claims in the Voting Classes

8. A detailed description of Stretto’s distribution of solicitation materials is set forth in Stretto’s *Affidavit of Service of Solicitation Materials* [Docket No. 87]. Subsequent solicitation materials were periodically served on account of (a) forwarding instructions included on returned packages as undeliverable, and (b) forwarding by electronic mail for packages with no forwarding addresses. A detailed description of these supplemental services is set forth in *Supplemental Affidavit of Service of Solicitation Materials* [Docket Nos. 88, 91].

9. On December 13, 2019, links were posted on the Debtor's restructuring website maintained by Stretto at <http://www.stretto.com/clover> providing parties with access to, among other documents, copies of the Plan, and Disclosure Statement.

II. General Tabulation Process

10. Further, in accordance with the Solicitation Procedures and Disclosure Statement, Stretto reviewed, determined the validity of, and tabulated the ballots submitted to vote on the Plan. Ballots returned by U.S. first class mail, overnight delivery, personal delivery by hand, or via Stretto's online voting portal were received by personnel of Stretto at its office in Denver, CO. Ballots received by Stretto were processed in accordance with the Disclosure Statement and Solicitation Procedures. Upon receiving ballots, Stretto took the following actions:

- a. The envelopes containing the ballots were opened, and the contents were reviewed, removed or printed (as applicable), and stamped with the date and time received. Each ballot was then scanned into Stretto's system and sequentially numbered (the "Ballot Number").
- b. With respect to ballots submitted through the online voting portal:
 - i. Encrypted ballot data, date-stamp, and audit trail were created upon submittal and;
 - ii. Electronic images of ballots were created using the submitted ballot data.
- c. Stretto then entered into a computer database all pertinent information from each of the ballots, including among other things, the date and time the ballot was received, the Ballot Number, the voting dollar amount or number of shares of equity interest, whether the creditor submitting the ballot voted to accept or reject Plan, and signatory's name and contact information.

11. To be included in the tabulation results as valid, a ballot must have been (a) properly completed pursuant to the Solicitation Procedures, (b) executed by the relevant holder entitled to vote on the Plan (or such holder's authorized representative), (c) returned to Stretto via an approved method of delivery set forth in the Solicitation Procedures and (d) received by Stretto by 11:59

p.m. (prevailing Eastern Time) on January 15, 2020 (the “Voting Deadline”) unless extended or waived by the Debtor. All ballots were to be delivered to Stretto as follows: (a) if by U.S. Postal Service mail, overnight or personal delivery, Clover Technologies Group, LLC Ballot Processing, c/o Stretto, 8269 E. 23rd Ave, Ste. 275, Denver, CO 80238; (b) if via Stretto’s online voting portal, go to <https://cases.stretto.com/clover> and click on the “Submit E-Ballot” section of the website.

12. All valid ballots cast by holders entitled to vote in the Voting Classes and received by Stretto on or before the Voting Deadline were tabulated pursuant to the Solicitation Procedures.

13. Stretto is in possession of the ballots received by it, and copies of the same are available for review during Stretto’s normal business hours.

III. The Voting Results

14. The results of the aforementioned tabulation of properly executed ballots received by Stretto on or before the Voting Deadline are set forth below and in the report annexed hereto as **Exhibit A** (the “Final Tabulation Results”).

CLASS	TOTAL BALLOTS RECEIVED			
	Accept		Reject	
	AMOUNT (% of Amount/Shares Voted)	NUMBER (% of Number voted)	AMOUNT (% of Amount/Shares Voted)	NUMBER (% of Number Voted)
Class 3 – Term Loan Secured Claims	\$597,851,048.28 (100.00%)	173 (100.00%)	\$00.00 (00.00%)	0 (00.00%)
Class 7 – Existing Equity Interests	1,362,347 (100.00%)	11 (100.00%)	\$00.00 (00.00%)	0 (00.00%)

15. At the direction of Debtors’ counsel, the following voting parties cast their votes by their fund manager, Voya Investment Management Co. LLC, who submitted only one ballot

with an exhibit attached to the said ballot listing the voting parties. Ballot Numbers 93 and 128-148 were assigned to the Holders of Claims on the ballot.

16. A complete list of all ballots received by Stretto but excluded from the final tabulation, and the reasons for exclusion of such ballots, is attached hereto as **Exhibit B**.

Dated: January 17, 2020
New York, New York

/s/Angela Tsai
Angela Tsai
Director, Corporate Restructuring
Stretto

Exhibit A

CLASS	ENTITY NAME	BALLOT NO.	ACCEPT OR REJECT?	VOTING AMOUNT	DATE RECEIVED
Class 3	AMERICAN BEACON SOUND POINT FLOATING RATE INC FUND A SERIES OF AMERICAN BEACON FUNDS US0M00TVG6	1	ACCEPT THE PLAN	\$9,555,376.38	12/23/2019
Class 3	SOUND POINT CREDIT OPPORTUNITIES MASTER FUND LP KY1L190737	2	ACCEPT THE PLAN	\$5,465,172.74	12/23/2019
Class 3	KAISER FOUNDATION HOSPITALS US0M00NHZ8	3	ACCEPT THE PLAN	\$1,167,919.40	12/23/2019
Class 3	SOUND POINT SENIOR FLOATING RATE MASTER FUND LP KY1L295254	4	ACCEPT THE PLAN	\$6,459,028.31	12/23/2019
Class 3	KAISER PERMANENTE GROUP TRUST US0M00NJ04	5	ACCEPT THE PLAN	\$445,187.08	12/23/2019
Class 3	SOUND POINT MONTAUK FUND LP KY0M002G42	6	ACCEPT THE PLAN	\$197,219.56	12/23/2019
Class 3	NEUBERGER BERMAN ALTERNATIVE FUNDS NB ABSOLUTE RETURN MULTI MANAGER FUND US1L491656	7	ACCEPT THE PLAN	\$256,984.74	12/23/2019
Class 3	PURE INSURANCE COMPANY US0M00NH14	8	ACCEPT THE PLAN	\$35,736.57	12/23/2019
Class 3	PRINCIPAL FUNDS INC GLOBAL MULTI STRATEGY FUND US0M00WPW9	9	ACCEPT THE PLAN	\$1,647,979.86	12/23/2019
Class 3	PRIVILEGE UNDERWRITERS RECIPROCAL EXCHANGE US0M00P1L7	10	ACCEPT THE PLAN	\$80,984.85	12/23/2019
Class 3	TEAMSTERS PENSION TRUST FUND OF PHILADELPHIA AND VICINITY US0M00BFZ7	11	ACCEPT THE PLAN	\$117,245.01	12/23/2019
Class 3	SOUND POINT CLO II LTD KY1L554494	12	ACCEPT THE PLAN	\$4,164,241.88	12/23/2019
Class 3	SOUND POINT CLO III R LTD KY0M004PQ5	13	ACCEPT THE PLAN	\$4,225,691.82	12/23/2019
Class 3	SOUND POINT CLO IV R LTD KY0M004PT9	14	ACCEPT THE PLAN	\$4,495,416.00	12/23/2019
Class 3	SOUND POINT CLO IX LTD KY0M002SN0	15	ACCEPT THE PLAN	\$3,917,061.91	12/23/2019
Class 3	SOUND POINT CLO VIII R LTD KY0M005JH4	16	ACCEPT THE PLAN	\$4,862,603.94	12/23/2019
Class 3	SOUND POINT CLO VII R LTD KY0M0057V5	17	ACCEPT THE PLAN	\$3,390,005.26	12/23/2019
Class 3	SOUND POINT CLO VI R LTD KY0M004ZR2	18	ACCEPT THE PLAN	\$4,780,363.21	12/23/2019
Class 3	SOUND POINT CLO V R LTD KY0M004Q06	19	ACCEPT THE PLAN	\$4,730,896.73	12/23/2019
Class 3	SOUND POINT CLO XII LTD KY0M003GP8	20	ACCEPT THE PLAN	\$867,812.65	12/23/2019
Class 3	SOUND POINT CLO XV LTD KY0M003S13	21	ACCEPT THE PLAN	\$4,016,285.88	12/23/2019
Class 3	SOUND POINT CLO XVI LTD KY0M003Z22	22	ACCEPT THE PLAN	\$4,475,204.76	12/23/2019
Class 3	MIDOCEAN CREDIT OPPORTUNITY MASTER FUND LP KY1L159328	23	ACCEPT THE PLAN	\$18,596,032.78	1/3/2020
Class 3	MIDOCEAN CREDIT CLO IX KY0M004P80	24	ACCEPT THE PLAN	\$1,698,024.64	1/3/2020
Class 3	MIDOCEAN CREDIT CLO IV KY0M002HL7	25	ACCEPT THE PLAN	\$2,454,661.59	1/3/2020
Class 3	MIDOCEAN CREDIT FOCUS FUND I LP US1L218885	26	ACCEPT THE PLAN	\$2,298,424.85	1/3/2020
Class 3	ABBOTT ABBVIE MULTIPLE EMPLOYER PENSION PLAN TRUST US0M012F39	27	ACCEPT THE PLAN	\$739,595.74	1/3/2020
Class 3	MIDOCEAN CREDIT CLO VII KY0M0040L2	28	ACCEPT THE PLAN	\$1,984,367.49	1/3/2020
Class 3	MIDOCEAN CREDIT CLO I KY1L553652	29	ACCEPT THE PLAN	\$1,772,301.32	1/3/2020
Class 3	MIDOCEAN CREDIT CLO II KY0M001934	30	ACCEPT THE PLAN	\$1,890,728.64	1/3/2020
Class 3	NPB MANAGER FUND SPC SEGREGATED PORTFOLIO 105 KY0M003ZB8	31	ACCEPT THE PLAN	\$1,547,475.99	1/3/2020
Class 3	NPB MANAGER FUND SPC SEGREGATED PORTFOLIO 104 KY0M003ZC6	32	ACCEPT THE PLAN	\$2,804,873.01	1/3/2020
Class 3	MIDOCEAN CREDIT OPPORTUNITY IDF I LP US0M0107D2	33	ACCEPT THE PLAN	\$3,794,712.21	1/3/2020
Class 3	MIDOCEAN SELECT FLOATING RATE FUND LP US0M016222	34	ACCEPT THE PLAN	\$201,335.77	1/3/2020
Class 3	ABBOTT LABORATORIES ANNUITY RETIREMENT TRUST US0M012F47	35	ACCEPT THE PLAN	\$739,595.79	1/3/2020
Class 3	MULTI CREDIT CAPITAL HOLDINGS 2 LTD GG0M0003C7	36	ACCEPT THE PLAN	\$544,635.71	1/3/2020
Class 3	VC4 DEBT INVERTMENTS US LLC US0M00D2L9	37	ACCEPT THE PLAN	\$8,739,348.17	1/6/2020
Class 3	VC5 DEBT INVESTMENTS CAYMAN LTD KY0M0052K9	38	ACCEPT THE PLAN	\$10,202,301.92	1/6/2020
Class 3	ARCH STREET CLO LTD KY0M003CG6	39	ACCEPT THE PLAN	\$1,849,902.79	1/6/2020
Class 3	VECTOR TRADING CAYMAN LTD KY1L336504	40	ACCEPT THE PLAN	\$90,529,653.23	1/6/2020
Class 3	STANIFORD STREET CLO LTD KY0M0024F8	41	ACCEPT THE PLAN	\$2,542,503.95	1/6/2020
Class 3	HULL STREET CLO LTD KY0M0026K3	42	ACCEPT THE PLAN	\$4,237,506.59	1/6/2020
Class 3	LONGFELLOW PLACE CLO LTD KY1L554536	43	ACCEPT THE PLAN	\$1,017,001.59	1/6/2020
Class 3	OCEAN TRAILS CLO IV KY0M000J58	44	ACCEPT THE PLAN	\$1,592,984.80	1/7/2020
Class 3	OCEAN TRAILS CLO V KY0M0026M9	45	ACCEPT THE PLAN	\$2,542,503.95	1/7/2020
Class 3	OCEAN TRAILS CLO VI KY0M002T39	46	ACCEPT THE PLAN	\$1,790,081.88	1/7/2020
Class 3	THL CREDIT WIND RIVER 2013 2 CLO LTD KY0M000VC1	47	ACCEPT THE PLAN	\$998,805.66	1/13/2020
Class 3	KVK CLO 2018 1 LTD KY0M0051V8	48	ACCEPT THE PLAN	\$2,747,275.94	1/13/2020

CLASS	ENTITY NAME	BALLOT NO.	ACCEPT OR REJECT?	VOTING AMOUNT	DATE RECEIVED
Class 3	THL CREDIT BANK LOAN SELECT SERIES TRUST I KY1L221086	49	ACCEPT THE PLAN	\$758,292.27	1/13/2020
Class 3	STICHTING BLUE SKY ACTIVE FIXED INCOME US LEVERAGED LOAN FUND NL0M000KB7	50	ACCEPT THE PLAN	\$758,292.27	1/13/2020
Class 3	THL CREDIT WIND RIVER 2018 3 CLO LTD KY0M004N58	51	ACCEPT THE PLAN	\$461,746.54	1/13/2020
Class 3	THL CREDIT WIND RIVER 2014 2 CLO LTD KY0M0028V6	52	ACCEPT THE PLAN	\$174,249.23	1/13/2020
Class 3	THL CREDIT WIND RIVER 2019 3 CLO LTD KY0M0058J8	53	ACCEPT THE PLAN	\$1,841,844.32	1/13/2020
Class 3	THL CREDIT WIND RIVER 2012 1 CLO LTD KY1L549668	54	ACCEPT THE PLAN	\$981,668.02	1/13/2020
Class 3	THL CREDIT SENIOR LOAN FUND US0M00BKF9	55	ACCEPT THE PLAN	\$687,362.62	1/13/2020
Class 3	THL CREDIT WR 2014 3K CLO LTD KY0M0057Q5	56	ACCEPT THE PLAN	\$575,442.86	1/13/2020
Class 3	THL CREDIT WIND RIVER 2014 1 CLO LTD KY0M0024D3	57	ACCEPT THE PLAN	\$2,396,555.07	1/13/2020
Class 3	STICHTING PENSIOENFONDS HOOGOVENS NL0M000S91	58	ACCEPT THE PLAN	\$216,654.93	1/13/2020
Class 3	THL CREDIT WIND RIVER 2013 1 CLO LTD KY0M000H43	59	ACCEPT THE PLAN	\$994,228.63	1/13/2020
Class 3	VENTURE 35 CLO LTD KY0M0056H6	60	ACCEPT THE PLAN	\$861,015.12	1/14/2020
Class 3	VENTURE 36 CLO LTD KY0M0057K8	61	ACCEPT THE PLAN	\$1,391,222.98	1/14/2020
Class 3	VENTURE 32 CLO LTD KY0M004PC5	62	ACCEPT THE PLAN	\$463,740.98	1/14/2020
Class 3	VENTURE XXIX CLO LTD KY0M0048Z5	63	ACCEPT THE PLAN	\$1,700,608.93	1/14/2020
Class 3	VENTURE XXVIII CLO LTD KY0M0046D6	64	ACCEPT THE PLAN	\$2,307,657.81	1/14/2020
Class 3	VENTURE XXVII CLO LTD KY0M003V83	65	ACCEPT THE PLAN	\$1,539,655.80	1/14/2020
Class 3	VENTURE XXVI CLO LTD KY0M003W58	66	ACCEPT THE PLAN	\$1,853,585.73	1/14/2020
Class 3	VENTURE XXV CLO LTD KY0M003TM8	67	ACCEPT THE PLAN	\$1,698,466.61	1/14/2020
Class 3	VENTURE XXIII CLO LTD KY0M003385	68	ACCEPT THE PLAN	\$231,237.83	1/14/2020
Class 3	VENTURE XXII CLO LIMITED KY0M0038C5	69	ACCEPT THE PLAN	\$475,385.75	1/14/2020
Class 3	VENTURE XXI CLO LIMITED KY0M002SW1	70	ACCEPT THE PLAN	\$3,017,756.04	1/14/2020
Class 3	VENTURE XX CLO LIMITED KY0M002P90	71	ACCEPT THE PLAN	\$723,487.65	1/14/2020
Class 3	VENTURE XIX CLO LIMITED KY0M002JV2	72	ACCEPT THE PLAN	\$2,065,995.44	1/14/2020
Class 3	VENTURE XVIII CLO LIMITED KY0M0028Q6	73	ACCEPT THE PLAN	\$2,100,980.72	1/14/2020
Class 3	VENTURE XVII CLO LIMITED KY0M002072	74	ACCEPT THE PLAN	\$2,533,986.42	1/14/2020
Class 3	VENTURE XVI CLO LIMITED KY0M000ZD0	75	ACCEPT THE PLAN	\$1,983,042.18	1/14/2020
Class 3	VENTURE XV CLO LIMITED KY0M000XK0	76	ACCEPT THE PLAN	\$847,501.31	1/14/2020
Class 3	VENTURE XIV CLO LIMITED KY0M000KV4	78	ACCEPT THE PLAN	\$1,423,247.74	1/14/2020
Class 3	VENTURE XIII CLO LIMITED KY0M000F86	79	ACCEPT THE PLAN	\$1,541,214.85	1/14/2020
Class 3	VENTURE XII CLO LIMITED KY1L551516	80	ACCEPT THE PLAN	\$2,157,478.34	1/14/2020
Class 3	VENTURE VII CDO LIMITED KY1L000993	81	ACCEPT THE PLAN	\$3,256,150.22	1/14/2020
Class 3	Z CAPITAL CREDIT TACTICAL FUND LP US0M00Z1P6	82	ACCEPT THE PLAN	\$1,904,594.28	1/14/2020
Class 3	Z CAPITAL CREDIT PARTNERS CLO 2015 1 LTD KY0M002XK6	83	ACCEPT THE PLAN	\$4,821,101.47	1/14/2020
Class 3	Z CAPITAL CREDIT PARTNERS CLO 2018 1 LTD KY0M0059B3	84	ACCEPT THE PLAN	\$6,984,796.04	1/14/2020
Class 3	Z CAPITAL CREDIT PARTNERS CLO 2019 1 LTD KY0M005S29	85	ACCEPT THE PLAN	\$3,762,445.69	1/14/2020
Class 3	ASSOCIATED BRITISH FOODS PENSION SCHEME GB1L247186	86	ACCEPT THE PLAN	\$697,941.18	1/14/2020
Class 3	BEACH POINT IPA OC LP US0M0153B0	87	ACCEPT THE PLAN	\$119,647.06	1/14/2020
Class 3	BEACH POINT TOTAL RETURN MASTER FUND LP KY1L051392	88	ACCEPT THE PLAN	\$2,577,397.07	1/14/2020
Class 3	HBOS FINAL SALARY PENSION SCHEME GB0M002T73	89	ACCEPT THE PLAN	\$663,044.12	1/14/2020
Class 3	LLOYDS BANK PENSION SCHEME NO 1 GB0M001HD2	90	ACCEPT THE PLAN	\$902,338.24	1/14/2020
Class 3	BEACH POINT STRATEGIC MASTER FUND LP KY1L051376	91	ACCEPT THE PLAN	\$269,205.88	1/14/2020
Class 3	LLOYDS BANK PENSION SCHEME NO 2 GB0M001HF7	92	ACCEPT THE PLAN	\$393,838.24	1/14/2020
Class 3	VOYA CLO 2017 1 LTD KY0M003X81	93	ACCEPT THE PLAN	\$1,241,252.42	1/14/2020
Class 3	MERCER QIF FUND PLC MERCER INVESTMENT FUND 1 IE0M000ZV8	94	ACCEPT THE PLAN	\$598,235.30	1/14/2020
Class 3	BEACH POINT MULTI ASSET CREDIT FUND LTD KY0M0020H2	95	ACCEPT THE PLAN	\$1,415,823.54	1/14/2020
Class 3	BEACH POINT MULTI STRATEGY CREDIT MASTER FUND LP KY0M000S08	96	ACCEPT THE PLAN	\$373,897.06	1/14/2020
Class 3	BEACH POINT ORANGE SCF LP US0M00S8Z9	97	ACCEPT THE PLAN	\$259,235.30	1/14/2020
Class 3	PACIFIC COAST INVESTMENT FUND LLC US0M00KCL5	98	ACCEPT THE PLAN	\$314,073.53	1/14/2020
Class 3	ROYAL MAIL PENSION PLAN GB1L012903	99	ACCEPT THE PLAN	\$556,768.89	1/14/2020
Class 3	BEACH POINT SCF 0166 LP US0M00V8R1	100	ACCEPT THE PLAN	\$339,000.00	1/14/2020

CLASS	ENTITY NAME	BALLOT NO.	ACCEPT OR REJECT?	VOTING AMOUNT	DATE RECEIVED
Class 3	BEACH POINT SCF I LP US1L320046	101	ACCEPT THE PLAN	\$837,529.42	1/14/2020
Class 3	BEACH POINT SCF IV LLC US0M00BD95	102	ACCEPT THE PLAN	\$403,808.83	1/14/2020
Class 3	BEACH POINT SCF MULTI PORT LP US0M007TC1	103	ACCEPT THE PLAN	\$1,201,455.89	1/14/2020
Class 3	BEACH POINT SCF X LP KY0M003K11	104	ACCEPT THE PLAN	\$299,117.65	1/14/2020
Class 3	BEACH POINT SCF XI LP US0M013LB8	105	ACCEPT THE PLAN	\$518,470.59	1/14/2020
Class 3	BNPP IP CLO 2014 1 LTD KY0M001PK4	106	ACCEPT THE PLAN	\$3,243,547.62	1/14/2020
Class 3	BM CLO 2014 1 LTD KY0M0024K8	107	ACCEPT THE PLAN	\$4,507,033.25	1/14/2020
Class 3	BNPP IP CLO 2014 II LLC KY0M003GG7	108	ACCEPT THE PLAN	\$3,337,714.31	1/14/2020
Class 3	APRES STATIC CLO 1 LTD KY0M0058G4	109	ACCEPT THE PLAN	\$1,388,692.39	1/14/2020
Class 3	ELEVATION CLO 2013 1 LTD KY1L561630	110	ACCEPT THE PLAN	\$2,529,674.85	1/14/2020
Class 3	ELEVATION CLO 2014 2 LTD KY0M001VZ0	111	ACCEPT THE PLAN	\$3,598,202.67	1/14/2020
Class 3	ELEVATION CLO 2014 3 LTD KY0M002F19	112	ACCEPT THE PLAN	\$3,694,479.29	1/14/2020
Class 3	ELEVATION CLO 2015 4 LTD KY0M002ND2	113	ACCEPT THE PLAN	\$3,695,200.69	1/14/2020
Class 3	ELEVATION CLO 2016 5 LTD KY0M0031H9	114	ACCEPT THE PLAN	\$2,400,605.89	1/14/2020
Class 3	ELEVATION CLO 2017 6 LTD KY0M004052	115	ACCEPT THE PLAN	\$2,465,463.84	1/14/2020
Class 3	ELEVATION CLO 2017 7 LTD KY0M0049B4	116	ACCEPT THE PLAN	\$2,623,757.44	1/14/2020
Class 3	ELEVATION CLO 2017 8 LTD KY0M004GD2	117	ACCEPT THE PLAN	\$2,346,368.97	1/14/2020
Class 3	ELEVATION CLO 2018 10 LTD WAREHOUSE KY0M004SD7	118	ACCEPT THE PLAN	\$3,018,779.28	1/14/2020
Class 3	ELEVATION CLO 2018 9 LTD KY0M004KV6	119	ACCEPT THE PLAN	\$2,402,482.76	1/14/2020
Class 3	PEAKS CLO 1 LTD KY0M0028T0	120	ACCEPT THE PLAN	\$1,775,787.07	1/14/2020
Class 3	PEAKS CLO 2 LTD KY0M0041R7	121	ACCEPT THE PLAN	\$1,490,095.51	1/14/2020
Class 3	PEAKS CLO 3 LTD KY0M0058V3	122	ACCEPT THE PLAN	\$1,728,367.39	1/14/2020
Class 3	HARBOURVIEW CLO VII R LTD KY0M005Q88	123	ACCEPT THE PLAN	\$3,390,005.26	1/14/2020
Class 3	INVESCO OPPENHEIMER FUNDAMENTAL ALTERNATIVES FUND US0M016V27	124	ACCEPT THE PLAN	\$529,319.85	1/14/2020
Class 3	INVESCO OPPENHEIMER MASTER LOAN FUND US0M016TX8	125	ACCEPT THE PLAN	\$4,573,191.25	1/14/2020
Class 3	INVESCO OPPENHEIMER SENIOR FLOATING RATE FUND US0M016TZ3	126	ACCEPT THE PLAN	\$81,859,280.19	1/14/2020
Class 3	INVESCO OPPENHEIMER SENIOR FLOATING RATE PLUS FUND US0M016V01	127	ACCEPT THE PLAN	\$625,528.87	1/14/2020
Class 3	NN L FLEX SENIOR LOANS SLCT LU0M001237	128	ACCEPT THE PLAN	\$159,179.65	1/14/2020
Class 3	NN L FLEX SENIOR LOANS LU1L021177	129	ACCEPT THE PLAN	\$6,385,062.57	1/14/2020
Class 3	VOYA CLO 2014 1 LTD KY0M001BT5	130	ACCEPT THE PLAN	\$1,248,419.35	1/14/2020
Class 3	VOYA CLO 2014 2 LTD KY0M0024M4	131	ACCEPT THE PLAN	\$1,610,374.06	1/14/2020
Class 3	VOYA CLO 2014 4 LTD KY0M002DC5	132	ACCEPT THE PLAN	\$2,021,383.07	1/14/2020
Class 3	VOYA CLO 2014 3 LTD KY0M002866	133	ACCEPT THE PLAN	\$1,619,642.45	1/14/2020
Class 3	VOYA CLO 2013 1 LTD KY0M000DH8	134	ACCEPT THE PLAN	\$1,885,690.43	1/14/2020
Class 3	VOYA CLO 2013 2 LTD KY0M000GZ3	135	ACCEPT THE PLAN	\$1,440,752.24	1/14/2020
Class 3	VOYA CLO 2013 3 LTD KY0M000Z17	136	ACCEPT THE PLAN	\$1,537,041.16	1/14/2020
Class 3	VOYA CLO 2012 4 LTD KY1L547902	137	ACCEPT THE PLAN	\$1,342,351.57	1/14/2020
Class 3	VOYA CLO 2019 1 LTD KY0M005G72	138	ACCEPT THE PLAN	\$927,482.00	1/14/2020
Class 3	VOYA CLO 2015 1 LTD KY0M002NX0	139	ACCEPT THE PLAN	\$2,027,816.82	1/14/2020
Class 3	VOYA CLO 2015 2 LTD KY0M0030R0	140	ACCEPT THE PLAN	\$1,651,496.44	1/14/2020
Class 3	VOYA CLO 2015 3 LTD KY0M003484	141	ACCEPT THE PLAN	\$2,030,008.66	1/14/2020
Class 3	VOYA CLO 2016 1 LTD KY0M002Z98	142	ACCEPT THE PLAN	\$1,134,959.52	1/14/2020
Class 3	VOYA CLO 2016 2 LTD KY0M003K86	143	ACCEPT THE PLAN	\$1,222,243.82	1/14/2020
Class 3	VOYA CLO 2016 3 LTD KY0M003LD4	144	ACCEPT THE PLAN	\$1,665,705.40	1/14/2020
Class 3	VOYA CLO 2016 4 LTD KY0M003QR3	145	ACCEPT THE PLAN	\$2,108,069.21	1/14/2020
Class 3	VOYA CLO 2017 2 LTD KY0M003TJ4	146	ACCEPT THE PLAN	\$1,243,409.27	1/14/2020
Class 3	VOYA CLO 2017 3 LTD KY0M0044X9	147	ACCEPT THE PLAN	\$1,243,409.27	1/14/2020
Class 3	VOYA CLO 2017 4 LTD KY0M004607	148	ACCEPT THE PLAN	\$1,243,409.27	1/14/2020
Class 3	BNP PARIBAS GLOBAL SENIOR CORPORATE LOANS FR1L555339	149	ACCEPT THE PLAN	\$3,974,154.23	1/15/2020
Class 3	OFSI FUND VI LTD KY0M001NV6	150	ACCEPT THE PLAN	\$2,767,102.96	1/15/2020
Class 3	OFSI FUND VII LTD KY0M002FK3	151	ACCEPT THE PLAN	\$2,993,597.37	1/15/2020
Class 3	OFSI BSL IX LTD KY0M004DX7	152	ACCEPT THE PLAN	\$927,482.00	1/15/2020
Class 3	MARATHON CLO VII LTD KY0M002FM9	153	ACCEPT THE PLAN	\$3,535,292.62	1/15/2020
Class 3	MARATHON CLO XII LTD KY0M004M83	154	ACCEPT THE PLAN	\$1,919,086.29	1/15/2020
Class 3	AMERICAN CENTURY CAPITAL PORTFOLIOS INC AC ALTERNATIVES INCOME FUND US0M015SK9	155	ACCEPT THE PLAN	\$647,465.96	1/15/2020

CLASS	ENTITY NAME	BALLOT NO.	ACCEPT OR REJECT?	VOTING AMOUNT	DATE RECEIVED
Class 3	INTERNATIONALE KAPITALALANLAGEGESELLSCHAFT MBH ACTING FOR SDF 2 DE0M000KR9	156	ACCEPT THE PLAN	\$3,709,927.98	1/15/2020
Class 3	MARATHON CLO X LTD KY0M0042Z8	157	ACCEPT THE PLAN	\$3,595,481.87	1/15/2020
Class 3	MARATHON CLO V LTD KY1L552316	158	ACCEPT THE PLAN	\$2,804,257.27	1/15/2020
Class 3	MARATHON CLO IX LTD KY0M003583	159	ACCEPT THE PLAN	\$3,925,253.80	1/15/2020
Class 3	MARATHON CLO XI LTD KY0M004NH9	160	ACCEPT THE PLAN	\$2,281,842.85	1/15/2020
Class 3	MAM CORPORATE LOAN FUND IE0M001DX9	161	ACCEPT THE PLAN	\$2,695,361.13	1/15/2020
Class 3	MARATHON CLO VIII LTD KY0M002P25	162	ACCEPT THE PLAN	\$2,680,434.77	1/15/2020
Class 3	MARATHON CLO VI LTD KY0M000PL4	163	ACCEPT THE PLAN	\$3,437,790.23	1/15/2020
Class 3	MARATHON CLO XIII LTD KY0M0051W6	164	ACCEPT THE PLAN	\$2,344,282.88	1/15/2020
Class 3	WOODBINE FUNDING UCL CA0M0027X2	165	ACCEPT THE PLAN	\$452,297.14	1/15/2020
Class 3	BOWERY FUNDING ULC CA0M000BW8	166	ACCEPT THE PLAN	\$567,500.52	1/15/2020
Class 3	DIAMETER MASTER FUND LP KY0M004B52	167	ACCEPT THE PLAN	\$18,117,334.11	1/15/2020
Class 3	ANTARES ACCETCO LP US0M00S9S2	169	ACCEPT THE PLAN	\$23,009,660.72	1/15/2020
Class 3	AVERY POINT V CLO LIMITED KY0M0029T8	170	ACCEPT THE PLAN	\$1,629,415.96	1/15/2020
Class 3	AVERY POINT IV CLO LIMITED KY0M001MT2	171	ACCEPT THE PLAN	\$2,887,166.10	1/15/2020
Class 3	BDCA CB FUNDING LLC US0M00M570	172	ACCEPT THE PLAN	\$12,222,591.34	1/15/2020
Class 3	BARCLAYS BANK PLC GB1L182938	173	ACCEPT THE PLAN	\$997,058.91	1/15/2020
Class 3	BANK OF AMERICA NA US1L223141	174	ACCEPT THE PLAN	\$2,690,613.26	1/15/2020
Class 3	OFSI FUND V LTD KY1L555012	175	ACCEPT THE PLAN	\$3,381,283.70	1/15/2020

CLASS	ENTITY NAME	BALLOT NO.	ACCEPT OR REJECT?	VOTING SHARES	DATE RECEIVED
Class 7	ANGELA IOCCO	1	ACCEPT THE PLAN	2,584	1/7/2020
Class 7	STEVEN IOCCO	2	ACCEPT THE PLAN	2,584	1/7/2020
Class 7	MARK HAYES	3	ACCEPT THE PLAN	192	1/10/2020
Class 7	JAMES J. CERKLESKI	4	ACCEPT THE PLAN	91,207	1/10/2020
Class 7	SEBASTIAN HERRERA	5	ACCEPT THE PLAN	1,863	1/12/2020
Class 7	TOM DAY	6	ACCEPT THE PLAN	101,426	1/13/2020
Class 7	JP CAPITAL	7	ACCEPT THE PLAN	90,000	1/13/2020
Class 7	ROBERT SULLIVAN	8	ACCEPT THE PLAN	1,634	1/14/2019
Class 7	GUARANG SHASTRI	9	ACCEPT THE PLAN	350	1/14/2019
Class 7	CLOVER INVESTMENT HOLDINGS, LLC	10	ACCEPT THE PLAN	1,065,305	1/14/2019
Class 7	JOE LUCOT	11	ACCEPT THE PLAN	5,202	1/15/2020

Exhibit B

Clover Technologies Group, LLC., et. al.

Exhibit B – Report of Ballots Excluded from Tabulation

Class	Class Description	Entity Name	Indicated Voting Amount	Accept/ Reject	Reason(s) for Exclusion
3	Term Loan Secured Claims	Diameter Master Fund LP KY0M004B52	\$18,157,039.93	ACCEPT	Duplicate ballot