

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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: **Chapter 11**
: **Case No. 20-11558 (KBO)**
: **(Jointly Administered)**
: **Hearing Date: November 12, 2020 at 2:00 p.m. (ET)**
: **Objection Deadline: November 4, 2020 at 4:00 p.m. (ET)**
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In re
24 HOUR FITNESS
WORLDWIDE, INC., et al.,
Debtors.¹

**NOTICE OF HEARING TO CONSIDER APPROVAL OF PROPOSED DISCLOSURE
STATEMENT FOR JOINT CHAPTER 11 PLAN OF REORGANIZATION OF
24 HOUR FITNESS WORLDWIDE, INC. AND ITS DEBTOR AFFILIATES**

**TO ALL PARTIES IN INTEREST IN 24 HOUR FITNESS WORLDWIDE, INC. AND
ITS DEBTOR AFFILIATES' CHAPTER 11 CASES:**

PLEASE TAKE NOTICE THAT on October 7, 2020, 24 Hour Fitness Worldwide, Inc. and its debtor affiliates, the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), filed the *Joint Chapter 11 Plan of Reorganization of 24 Hour Fitness Worldwide, Inc. and Its Debtor Affiliates*, dated October 7, 2020 [Docket No. 1016] (as may be amended, modified, or supplemented, the “**Proposed Plan**”)² and the proposed *Disclosure Statement for Joint Chapter 11 Plan of Reorganization of 24 Hour Fitness Worldwide, Inc. and Its Debtor Affiliates*, dated October 7, 2020 [Docket No. 1017] (as may be amended, modified, or supplemented, the “**Proposed Disclosure Statement**”).

PLEASE TAKE FURTHER NOTICE THAT:

1. A hearing (the “**Hearing**”) will be held before The Honorable Karen B. Owens, United States Bankruptcy Judge, in the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”), 824 North Market Street, 6th Floor, Courtroom 3, Wilmington, Delaware 19801, on **Thursday, November 12, 2020 at 2:00 p.m. (prevailing Eastern Time)**, to consider entry of an order determining, among other things, that the Proposed Disclosure Statement contains “adequate information” within the meaning ascribed to such term in section 1125 of the Bankruptcy Code and approving the Proposed Disclosure Statement.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are 24 Hour Holdings II LLC (N/A); 24 Hour Fitness Worldwide, Inc. (5690); 24 Hour Fitness United States, Inc. (8376); 24 Hour Fitness USA, Inc. (9899); 24 Hour Fitness Holdings LLC (8902); 24 San Francisco LLC (3542); 24 New York LLC (7033); 24 Denver LLC (6644); RS FIT Holdings LLC (3064); RS FIT CA LLC (7007); and RS FIT NW LLC (9372). The Debtors’ corporate headquarters and service address is 12647 Alcosta Blvd., Suite 500, San Ramon, CA 94583.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Proposed Disclosure Statement or the Proposed Plan, as applicable, or as the context otherwise requires.

2. Any party in interest wishing to obtain a copy of the Proposed Disclosure Statement and the Proposed Plan should contact Prime Clerk LLC, the Debtors' proposed solicitation agent, in writing at 24 Hour Fitness Ballot Processing, c/o Prime Clerk LLC, One Grand Central Place, 60 East 42nd Street, Suite 1440, New York, NY 10165, by telephone at 877-606-3612 (Domestic) or 949-635-4482 (International), or electronic mail to 24hourfitnessinfo@primeclerk.com. Interested parties may also review the Proposed Disclosure Statement and the Proposed Plan free of charge at <https://restructuring.primeclerk.com/24hourfitness>. In addition, the Proposed Disclosure Statement and Proposed Plan are on file with the Bankruptcy Court and may be reviewed by accessing the Bankruptcy Court's website: www.deb.uscourts.gov. Note that a PACER password and login are needed to access documents on the Bankruptcy Court's website. A PACER password can be obtained at: www.pacer.psc.uscourts.gov. Copies of the Proposed Disclosure Statement and Proposed Plan may also be examined by interested parties during normal business hours at the office of the Clerk of the Bankruptcy Court.

3. Objections, if any, to approval of the Proposed Disclosure Statement must: (i) be in writing; (ii) conform to the Bankruptcy Rules and the Local Rules of the Bankruptcy Court; (iii) set forth the name of the objecting party and the nature and amount of Claims or Interests held or asserted by such party against the Debtors' estates or property; (iv) provide the basis for objection and specific grounds thereof, and provide proposed language that, if accepted and incorporated by the Debtors, would obviate such objection; and (v) be filed, together with proof of service, with the Bankruptcy Court and served so that they are **actually received** by the following parties no later than **Wednesday, November 4, 2020 at 4:00 p.m. (prevailing Eastern Time)**:

Debtors

24 Hour Fitness Worldwide, Inc.
12647 Alcosta Blvd., Suite 500
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Office of the U.S. Trustee

Office of the U.S. Trustee
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4. **IF AN OBJECTION TO THE PROPOSED DISCLOSURE STATEMENT IS NOT FILED AND SERVED STRICTLY AS PRESCRIBED HEREIN, THE OBJECTING PARTY MAY BE BARRED FROM OBJECTING TO THE PROPOSED DISCLOSURE STATEMENT OR THE ADEQUACY THEREOF AND MAY NOT BE HEARD AT THE HEARING.**

5. Upon approval of the Proposed Disclosure Statement by the Bankruptcy Court (as approved, the “**Disclosure Statement**”), any party in interest that is entitled to vote on the Proposed Plan, will receive a copy of the Disclosure Statement, the Proposed Plan, one or more ballots, and various documents related thereto, unless otherwise ordered by the Bankruptcy Court.

6. The Hearing may be adjourned from time to time without further notice to parties in interest other than by an announcement in Bankruptcy Court of such adjournment on the date scheduled for the Hearing or as indicated in any notice of agenda of matters scheduled for hearing filed by the Debtors with the Bankruptcy Court. The Debtors may modify the Proposed Disclosure Statement in accordance with its terms, if necessary, prior to, during, or as a result of the Hearing without further notice.

Dated: October 7, 2020
Wilmington, Delaware

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Laura Davis Jones

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and

WEIL, GOTSHAL & MANGES LLP
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*Attorneys for the Debtors
and Debtors in Possession*