

Fill in this information to identify the case:

Debtor Name: _____
United States Bankruptcy Court for the Northern District of California
Case Number: _____

☐ Check if this is an amended filing

Northern District of California

Plan of Reorganization for Small Business Debtor Under Chapter 11, Subchapter V

[Name of Debtor]'s Plan of Reorganization, Dated [Insert Date]

Background for Cases Filed Under Subchapter V

A. Description and History of the Debtor's Business

The Debtor is a [corporation, partnership, etc.]. Since [insert year operations commenced], the Debtor has been in the business of _____ [describe the Debtor's business].

B. Liquidation Analysis

To confirm the Plan, the Court must find that all creditors and equity interest holders who do not accept the Plan will receive at least as much under the Plan as such creditors and equity interest holders would receive in a chapter 7 liquidation. A liquidation analysis is attached to the Plan as Exhibit A.

The Debtor's liquidation analysis shows that unsecured creditors would receive \$ _____ if the assets were liquidated in Chapter 7.

C. Ability to Make Future Plan Payments and Operate Without Further Reorganization

The Debtor must also show that it will have enough cash to make the required Plan payments and operate the debtor's business, if contemplated by the Plan.

The Debtor has provided projected financial information / feasibility analysis as Exhibit B. Debtor's projected effective date feasibility analysis is set forth in Exhibit C.

The Debtor's financial projections show that the Debtor will have projected disposable income (as defined by § 1191(d) of the Code) for the period described in § 1191(c)(2) of the Code (3 to 5 years) of \$ _____.

The final Plan payment is expected to be paid on _____, which is anticipated to be _____ months after the effective date.

You should consult with your accountant or other financial advisor if you have any questions pertaining to these projections.

Article 1: Summary

This Plan of Reorganization (the “Plan”) under chapter 11 of the Bankruptcy Code (the “Code”) proposes to pay creditors of [insert the name of the Debtor] (the “Debtor”) from [Specify sources of payment, such as an infusion of capital, loan proceeds, sale of assets, cash flow from operations, or future income].

This Plan provides for:

 classes of priority claims;
 classes of secured claims;
 classes of non-priority unsecured claims; and
 classes of equity security holders.

Non-priority unsecured creditors holding allowed claims will receive distributions, which the proponent of this Plan [choose one] has valued at approximately ____ cents on the dollar [or] is unable to estimate the distribution to creditors, consistent with the liquidation analysis in Exhibit A and projected disposable income in Exhibit B. This Plan also provides for the payment of administrative and priority claims.

All creditors and equity security holders should refer to Articles 3 through 6 of this Plan for information regarding the precise treatment of their claim. **Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one. (If you do not have an attorney, you may wish to consult one.)**

Article 2: Classification of Claims and Interests

- 2.01 **Class 1** All allowed claims entitled to priority under § 507(a) of the Code (except administrative expense claims under § 507(a)(2) of the Code, and priority tax claims under § 507(a)(8) of the Code).
 [Add classes of priority claims, if applicable]
-
- 2.02 **Class 2** The claim of _____, to the extent allowed as a secured claim under § 506 of the Code.
 [Add other classes of secured creditors (if any) by using Class 2(A), Class 2(B), etc. Note: § 1129(a)(9)(D) of the Code provides that a secured tax claim which would otherwise meet the description of a priority tax claim under § 507(a)(8) of the Code is to be paid in the same manner and over the same period as prescribed in § 507(a)(8) of the Code.]
-
- 2.03 **Class 3** All non-priority unsecured claims allowed under § 502 of the Code.
 [Add other classes of unsecured claims, if any.]
-
- 2.04 **Class 4** Equity interests of the Debtor. [If the Debtor is an individual, change this heading to *The interests of the individual Debtor in property of the estate.*]
-

Article 3: Treatment of Administrative Expense Claims, and Priority Tax Claims

- 3.01 **Unclassified claims** Under § 1123(a)(1) of the Code, administrative expense claims, and priority tax claims are not classified.
-
- 3.02 **Administrative expense claims** List each holder of an administrative expense claim allowed under § 503 of the Code that will be paid in full on the effective date of this Plan, in cash, or upon such other terms as may be agreed upon by the holder of the claim and the Debtor.
-

Or

List each holder of an administrative expense claim allowed under § 503 of the Code that will be paid [specify terms of treatment, including the form, amount, and timing of distribution, consistent with § 1191(e) of the Code.]

[Note: Include any fees and costs owed to the Subchapter V Trustee for pre-confirmation services]

3.03 **Priority tax claims**

List each holder of a priority tax claim that will be paid [Specify terms of treatment consistent with § 1129(a)(9)(C) of the Code].

Article 4: Treatment of Claims and Interests Under the Plan

4.01 **Claims and interests shall be treated as follows under this Plan:**

Class	Impairment	Treatment
Class 1 – Priority claims excluding those in Article 3	<input type="checkbox"/> Impaired <input type="checkbox"/> Unimpaired	<p>[Insert treatment of priority claims in this Class, including the form, amount and timing of distribution, if any.]</p> <p>For example: “Class 1 is unimpaired by this Plan, and each holder of a Class 1 Priority Claim will be paid in full, in cash, upon the later of the effective date of this Plan, or the date on which such claim is allowed by a final non-appealable order. Except: _____.”]</p> <p>[Add classes of priority claims if applicable]</p>
Class 2 – Secured claim of [Insert name of secured creditor]	<input type="checkbox"/> Impaired <input type="checkbox"/> Unimpaired	<p>[Insert treatment of secured claim in this Class, including the form, amount and timing of distribution, if any.]</p> <p>[Add classes of secured claims if applicable]</p>
Class 3 – Non-priority unsecured claims	<input type="checkbox"/> Impaired <input type="checkbox"/> Unimpaired	<p>[Insert treatment of unsecured creditors in this Class, including the form, amount and timing of distribution, if any.]</p> <p>[Add administrative convenience class if applicable]</p> <p>[Note: Include a schedule of all claimants provided for in this class, along with the estimated claim amount, estimated total dividend amount, and estimated distribution for each dividend payment.]</p>
Class 4 – Equity security holders of the Debtor	<input type="checkbox"/> Impaired <input type="checkbox"/> Unimpaired	<p>[Insert treatment of equity security holders in this Class, including the form, amount and timing of distribution, if any.]</p>

Article 5: Allowance and Disallowance of Claims

5.01 **Disputed claim**

A *disputed claim* is a claim that has not been allowed or disallowed [by a final non-appealable order], and as to which either:

- (i) a proof of claim has been filed or deemed filed, and the Debtor or another party in interest has filed an objection; or

- (ii) no proof of claim has been filed, and the Debtor has scheduled such claim as disputed, contingent, or unliquidated.

5.02	Disputed claim reserve	Debtor will create a reserve for disputed claims. Each time Debtor makes a distribution to the holders of allowed claims, Debtor will place into a reserve the amount that would have been distributed to the holders of disputed claims if such claims had been allowed in the full amount claimed. If a disputed claim becomes an allowed claim, Debtor shall immediately distribute to the claimant from the reserve an amount equal to all distributions due to date under the plan calculated using the amount of the allowed claim. Any funds no longer needed in reserve shall be [select one] <input type="checkbox"/> returned to Debtor or <input type="checkbox"/> distributed <i>pro-rata</i> among allowed claims in this class.
5.03	Delay of distribution on a disputed claim	No distribution will be made on account of a disputed claim unless such claim is allowed [by a final non-appealable order].
5.04	Settlement of disputed claims	The Debtor will have the power and authority to settle and compromise a disputed claim with court approval and compliance with Federal Rule of Bankruptcy Procedure 9019.

Article 6: Provisions for Executory Contracts and Unexpired Leases

6.01

Assumed executory contracts and unexpired leases

The Debtor assumes, and if applicable assigns, the following executory contracts and unexpired leases as of the effective date:

[List assumed or, if applicable, assigned executory contracts and unexpired leases along with the estimated amount to cure any default as required by section 365(b)(1)(A) of the Code.]

Counter Party	Description	Estimated Cure Amount	Installment Amount	Number of Installments
		\$	\$	
		\$	\$	

6.02

Rejected executory contracts and unexpired leases

(a) The Debtor rejects the following executory contracts and unexpired leases as of the effective date:

[List rejected executory contracts and unexpired leases along with the estimated amount of any rejection damage claim, which shall also be included in the schedule of non-priority unsecured claims required by Section 4.01 of the Plan.]

Counter Party	Description	Estimated Unsecured Claim
		\$
		\$

(b) The Debtor shall be deemed to reject all executory contracts and unexpired leases that are not specifically assumed in section 6.01(a) of this Plan.

A proof of a claim arising from the rejection of an executory contract or unexpired lease under this section must be filed no later than be

[select one] ☐ 30 days or ☐ _____ days after the date of the order confirming this Plan.

[Check the box for the applicable deadline for filing a proof of claim arising from the rejection of an executory contract or unexpired lease, and if no box is selected or the selection is blank, the deadline shall be 30 days after the date of the order confirming this Plan.]

Article 7: Means for Implementation of the Plan

[Insert here provisions regarding how the plan will be implemented as required under § 1123(a)(5) of the Code. For example, provisions may include those that set out how the plan will be funded, including any claims reserve to be established in connection with the plan, as well as who will be serving as directors, officers or voting trustees of the reorganized Debtor.]

Article 8: General Provisions

8.01 Definitions and rules of construction

The definitions and rules of construction set forth in §§ 101 and 102 of the Code shall apply when terms defined or construed in the Code are used in this Plan, and they are supplemented by the following definitions:

[Insert additional definitions if necessary].

8.02 Effective date

[Select one]

- ☐ The effective date of this Plan is the first business day following the date that is 14 days after the entry of the final confirmation order, except that the requirement of finality may be waived by the Debtor. If a stay of the confirmation order is in effect on that date, the Debtor may elect to treat the effective date as the first business day after the date on which the stay expires or is otherwise terminated.
- ☐ The effective date of this Plan is [describe]:

8.03 Vesting at Confirmation

Property of the estate shall: [select one]

- ☐ revert in the Debtor upon confirmation of the Plan.
- ☐ not revert in the Debtor at confirmation, but shall be delayed and thereafter vest in the Debtor at the earlier of: (a) completion of all payments due under the Plan; (b) dismissal; (c) discharge; or (d) closing of the case.
- ☐ [describe]:

Where plan confirmation is nonconsensual under § 1191(b), upon conversion of the case to Ch. 7, the property of the reorganized debtor, or of any liquidating or litigation trust, or of any other successor to the bankruptcy estate under the confirmed plan, that has not been distributed under the plan, will be vested in the Ch. 7 estate.

8.04 Plan Disbursements

After confirmation, all payments due to creditors under the Plan shall be disbursed by the: [select one]

- ☐ Debtor.
- ☐ Subchapter V Trustee.
- ☐ [describe]:

Notwithstanding § 1194(b) of the Code, and unless otherwise ordered by the Court, Debtor shall be authorized to make all payments due to creditors under the Plan if such election is made in this section of the Plan.

If required to make distributions to creditors under the Plan or perform any post-confirmation services, the Subchapter V Trustee shall be entitled to compensation consistent with the hourly rate set forth in the *Verified Statement of Subchapter V Trustee* filed in the Case and reimbursement for all actual and necessary expenses incurred. Post-confirmation compensation due and payable to the Subchapter V Trustee may reduce payments to general unsecured creditors.

8.05	Severability	If any provision in this Plan is determined to be unenforceable, the determination will in no way limit or affect the enforceability and operative effect of any other provision of this Plan.
8.06	Binding effect	The rights and obligations of any entity named or referred to in this Plan will be binding upon, and will inure to the benefit of the successors or assigns of such entity.
8.07	Captions	The headings contained in this Plan are for convenience of reference only and do not affect the meaning or interpretation of this Plan.
8.08	Controlling effect	Unless a rule of law or procedure is supplied by federal law (including the Code or the Federal Rules of Bankruptcy Procedure), the laws of the State of _____ govern this Plan and any agreements, documents, and instruments executed in connection with this Plan, except as otherwise provided in this Plan.]
8.9	Corporate governance	Confirmation of the Plan shall be deemed to prohibit the issuance by the Reorganized Debtor of nonvoting securities to the extent required under § 1123(a)(6) of the Code. [Include for corporate debtors only]
8.10	Payments	All payments to be made under the Plan for professional services, costs, or expenses in connection with the case or the Plan as required by §§ 330 and 331 of the Code shall be subject to the approval of the court.
8.11	Officers and Directors	The officers and directors of the Debtor shall remain in their roles post-confirmation, except _____. [Include for corporate debtors only]
8.12	Insider Retention	The insiders who were employed or retained by the Debtor shall remain in their roles post-confirmation, at the same or comparable compensation, except _____. [Include for corporate debtors only]
8.13	Defaults and Remedies	Failure to pay any amount due under this Plan within 20 days of the due date shall constitute a Default. Upon the occurrence of a Default, any affected creditor may serve a Notice of Default providing a 15-day cure period. Absent a cure within that period, the creditor may present a Motion seeking appropriate relief from the Court, which may but need not include conversion of the case to one under Chapter 7 of the Code.
8.14	Retention of Jurisdiction	The Court may exercise jurisdiction over proceedings concerning: (a) whether Debtor is in Material Default of any Plan obligation; (b) whether the time for performing any Plan obligation should be extended; (c) adversary proceedings and contested matters pending as of the Effective Date or specifically contemplated in this Plan to be filed in this Court; (d) whether the

case should be dismissed or converted to one under Chapter 7; (e) any objections to claims; (f) compromises of controversies under Federal Rule of Bankruptcy Procedure 9019; (g) compensation of professionals; and (h) other questions regarding the interpretation and enforcement of the Plan.

8.15 **Deadline for Election Under 11 U.S.C. § 1111(b)**

Any creditor that wishes to make an election under § 1111(b)(2) of the Code shall do so no later than 10 days following the filing of the Plan.

Article 9: Discharge

[Select one]

- ☐ Debtor is entitled to a discharge pursuant to § 1141(d)(3) of the Code.
- ☐ Debtor is not entitled to a discharge pursuant to § 1141(d)(3) of the Code.

[Select one]

☐ **Discharge if the Debtor is an individual under Subchapter V**

If the Debtor's Plan is confirmed under § 1191(a) of the Code, on the effective date of the Plan, the Debtor will be discharged from any debt that arose before confirmation of this Plan, to the extent specified in § 1141(d)(1)(A) of the Code. The Debtor will not be discharged from any debt excepted from discharge under § 523(a) of the Code, except as provided in Federal Rule of Bankruptcy Procedure 4007(c). Pursuant to § 1181(a) of the Code, § 1141(d)(5) of the Code does not apply.

If the Debtor's Plan is confirmed under § 1191(b) of the Code, confirmation of the Plan does not discharge any debt provided for in this Plan until the court grants a discharge on completion of all payments due within the Plan's term, which could range from 3-5 years, pursuant to § 1191(c)(2) of the Code, or as otherwise provided in § 1192 of the Code. The Debtor will not be discharged from any debt:

- (i) on which the last payment is due after the conclusion of the Plan's term, which could range from 3-5 years, pursuant to § 1191(c)(2) of the Code, or as otherwise provided in § 1192 of the Code; or
- (ii) excepted from discharge under § 523(a) of the Code, except as provided in Federal Rule of Bankruptcy Procedure 4007(c).

☐ **Discharge if the Debtor is a partnership under Subchapter V**

If the Debtor's Plan is confirmed under § 1191(a) of the Code, on the effective date of the Plan, the Debtor will be discharged from any debt that arose before confirmation of this Plan, to the extent specified in § 1141(d)(1)(A) of the Code.

If the Debtor's Plan is confirmed under § 1191(b) of the Code, confirmation of the Plan does not discharge any debt provided for in this Plan until the court grants a discharge on completion of all payments due within the Plan's term, which could range from 3-5 years, pursuant to § 1191(c)(2) of the Code, or as otherwise provided in § 1192 of the Code. The Debtor will not be discharged from any debt on which the last payment is due after the conclusion of the Plan's term, which could range from 3-5 years, pursuant to § 1191(c)(2) of the Code, or as otherwise provided in § 1192 of the Code.

☐ **Discharge if the Debtor is a corporate entity under Subchapter V**

If the Debtor's Plan is confirmed under § 1191(a) of the Code, on the effective date of the Plan, the Debtor will be discharged from any debt that arose before confirmation of this Plan, to the extent specified in § 1141(d)(1)(A) of the Code, except that the Debtor will not be discharged of any debt to the extent provided in § 1141(d)(6) of the Code.

If the Debtor's Plan is confirmed under § 1191(b) of the Code, confirmation of this Plan does not discharge any debt provided for in this Plan until the court grants a discharge on completion of all payments due within the Plan's term, which could range from 3-5 years, pursuant to § 1191(c)(2) of the Code, or as otherwise provided in § 1192 of the Code.

Debtor Name _____

Case Number _____

Code. The Debtor will not be discharged from any debt on which the last payment is due after the conclusion of the Plan's term, which could range from 3-5 years pursuant to § 1191(c)(2) of the Code, or as otherwise provided in § 1192 of the Code.

Article 10: Other Provisions

[Insert other provisions, as applicable.]

Respectfully submitted,

[Signature of the Debtor]

[Printed Name]

[Signature of the Co-Debtor]

[Printed Name]

[Signature of the Attorney for the Debtor]

[Printed Name]

Article 11: Attorney Certification

I am legal counsel for the Debtor in the above-captioned case and hereby certify that the foregoing plan is a true and correct copy of the *Plan of Reorganization for Small Business Debtor Under Chapter 11, Subchapter V* promulgated by the Northern District of California on _____, 2024 (the "Standard-Form Plan") and

[Select one]

- ☐ There are no alterations or modifications to any provision of the Standard-Form Plan;
- ☐ Attached hereto as **Exhibit ____** is a redline of Debtor's Plan identifying all alterations or modifications made to any provision of the Standard-Form Plan; or
- ☐ Below are all alterations or modifications made to any provision of the Standard-Form Plan:

[Insert the article number, page number, and general subject matter for each alternation or modification, as applicable]

I declare that the foregoing is true and correct. Executed this _____ day of _____, 20____.

[Signature of the Attorney for the Debtor]

[Printed Name]

Debtor Name _____

Case Number _____

Exhibit A: Liquidation Analysis**Real Property [Insert Address]**

Fair Market Value	Liens	Cost of Sale	Resulting Income Tax	Exemption	Net Proceeds
\$	1 st \$	\$	\$	\$	\$
	2 nd \$				
	3 rd \$				

[Insert additional tables for each parcel of real property]

Personal Property [Business cases only]

Description	Value (Per Operating Reports)	Recognizable Value
Cash	\$	\$
Accounts Receivables	\$	\$
Notes Receivables	\$	\$
Inventory	\$	\$
Work in Progress	\$	\$
Equipment	\$	\$
Leasehold Improvements	\$	\$
Furniture and Office Equipment	\$	\$
Other Personal Property	\$	\$
Secured Debt (UCC Filings)		\$
Net Personal Property		\$

Personal Property [Individual cases only]

Description	Value	Secured Claim	Exemption	Net Proceeds
Cash	\$	\$	\$	\$
Automobile [Describe]	\$	\$	\$	\$
Automobile [Describe]	\$	\$	\$	\$
Household Furnishings	\$	\$	\$	\$
Jewelry	\$	\$	\$	\$
Equipment	\$	\$	\$	\$
Stocks and Investments	\$	\$	\$	\$
Other Personal Property	\$	\$	\$	\$
Net Personal Property				\$

Net Proceeds of Real Property and Personal Property	\$
Recovery from Preferences and Fraudulent Conveyances	[ADD] \$

Debtor Name _____

Case Number _____

Chapter 7 Administrative Claims	[SUBTRACT]	\$
Chapter 11 Administrative Claims	[SUBTRACT]	\$
Priority Claims	[SUBTRACT]	\$
Chapter 7 Trustee Fees (11 U.S.C. § 326)	[SUBTRACT]	\$
Chapter 7 Trustee's Professionals	[SUBTRACT]	\$
Net Funds Available for Distribution to Unsecured Creditors		\$
Estimated Amount of Unsecured Claims		\$
Percent Distribution to Unsecured Creditors Under Plan		%
Percent Distribution to Unsecured Creditors Under Liquidation Analysis		%

Debtor Name _____

Case Number _____

Exhibit B: Disposable Income Analysis

[Summarize the numerical projections, and highlight any assumptions that are not in accord with past experience. Explain why such assumptions should now be made.]

[Individual cases only]

Income	Amount
Gross Employment Income	\$
Gross Business Income	\$
Other Income [Describe]	\$
Positive Cash Flow on Investment Property	\$
A. Total Monthly Income	\$

Expenses	Amount
Payroll Taxes and Related Withholdings	\$
Retirement Contributions (401(k), IRA, PSP, TSP)	\$
Shelter Expense (Rent / Mortgage, Insurance, Taxes, Utilities)	\$
Household Expenses (Food, Housekeeping Supplies)	\$
Transportation Expense (Car Payment, Insurance, Registration, Tolls, Fuel)	\$
Personal Expenses (Recreation, Clothing, Laundry, Medical)	\$
Alimony / Child Support	\$
Other Expenses [Describe]	\$
Negative Cash Flow on Investment Property	\$
B. Total Monthly Expenses	\$

Plan Payments	Amount
Class 1	\$
Class 2	\$
Class 3	\$
Class 4	\$
Priority Claims	\$
Subchapter V Trustee Fees	\$
Administrative Claims (Pre-Confirmation)	\$
Administrative Claims (Post-Confirmation)	\$
Other [Describe]:	\$
C. Total Monthly Plan Payments	\$

D. Monthly Disposable Income	[Line A – Line B – Line C]	\$
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E. Projected Disposable Income for ____ Year Plan Term	\$
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Debtor Name _____

Case Number _____

[Business cases only]

Revenue	Amount
Sales	\$
Costs of Goods Sold [Subtract]	- \$
Other Income [Describe]	\$
Positive Cash Flow on Investment Property	\$
A. Total Monthly Revenue	\$

Operating Expenses	Amount
Wages, Salaries, and Payroll	\$
Rent	\$
Utilities (Electricity, Phone, Internet, Alarm)	\$
Advertising / Marketing	\$
Office Supplies / Materials	\$
Office Equipment / Machinery	\$
Computer and Technology	\$
Other Business Expenses [Describe]	\$
Negative Cash Flow on Investment Property	\$
B. Total Monthly Operating Expenses	\$

Plan Payments	Amount
Class 1	\$
Class 2	\$
Class 3	\$
Class 4	\$
Priority Claims	\$
Subchapter V Trustee Fees	\$
Administrative Claims (Pre-Confirmation)	\$
Administrative Claims (Post-Confirmation)	\$
Other [Describe]:	\$
C. Total Monthly Plan Payments	\$

D. Net Operating Income	[Line A – Line B – Line C]	\$
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Available Operating Capital	Amount
Cash Balance at Beginning of Month	\$
Net Operating Income (or Loss)	[Line D] \$
E. Cash Balance at End of Month	\$

Debtor Name _____

Case Number _____

F. Projected Disposable Income for ____ Year Plan Term**\$****Exhibit C: Effective Date Feasibility Analysis****Cash on Effective Date****Amount**

Cash in all Debtor in Possession (DIP) Accounts [Balance as of Plan Filing] \$

Anticipated Cash Increase or Decrease [From Plan Filing to Effective Date] \$

A. Total Cash on Effective Date \$**Payments on Effective Date****Amount**

Class 1 \$

Class 2 \$

Class 3 \$

Class 4 \$

Priority Claims \$

Subchapter V Trustee Fees \$

Administrative Claims (Pre-Confirmation) \$

Administrative Claims (Post-Confirmation) \$

Other [Describe]: \$

B. Total Payments on Effective Date \$**C. Net Cash on Effective Date**

[Line A – Line B]

\$

(Plan not feasible if less than zero)