

**IN THE UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

In re: ) Chapter 11  
RITE AID CORPORATION, et al.,<sup>1</sup> ) Case No. 23-18993 (MBK)  
Debtors. ) (Jointly Administered)

**POST EFFECTIVE DATE DISTRIBUTION REGISTRATION FORM**

**To: Holders (together, the “Holders”) of Escrow CUSIPs in Respect of New Money DIP Notes Claims, Roll-Up DIP Notes Claims, and Class 5 – Senior Secured Notes Claims (together, the “Notes”) Entitled to Receive Distributions in Accordance with the Plan<sup>2</sup> of Rite Aid Corporation, et al. – Case No. 23-18993 (MBK).**

On August 30, 2024, (the “Effective Date”), the Plan became effective in accordance with its terms and the Debtors emerged from bankruptcy. In accordance with the Plan, please see below for an outline of Plan distributions for applicable Holders. The below outline of Plan distributions for applicable Holders is provided for informational purposes with respect to this Post Effective Date Distribution Registration Form and Holders should refer to the Plan for additional information on Plan distributions.

**New Money DIP Notes Claims:** Each Holder of an Allowed New Money DIP Notes Claim shall receive its Pro Rata share of:

- Exit 1.5 Lien Notes, which were distributed on the Effective Date and are DTC eligible,
- Litigation Trust Class B Interests, which were distributed on the Effective Date and are not DTC eligible,
- Elixir Rx Recovery, which will be distributed through the Litigation Trust, and
- the MedImpact Term Loan Distribution, which was payable in cash through distributions on the Effective Date.

<sup>1</sup> The last four digits of Debtor Rite Aid Corporation’s tax identification number are 4034. A complete list of the Debtors in these Chapter 11 Cases and each such Debtor’s tax identification number may be obtained on the website of the Debtors’ Claims and Noticing Agent at <https://restructuring.ra.kroll.com/RiteAid>. The location of Debtor Rite Aid Corporation’s principal place of business and the Debtors’ service address in these Chapter 11 Cases is 1200 Intrepid Avenue, 2nd Floor, Philadelphia, Pennsylvania 19112.

<sup>2</sup> The “Plan” means the *Second Amended Joint Chapter 11 Plan of Reorganization of Rite Aid Corporation and its Debtor Affiliates (with Further Modifications)* confirmed by the *Order Approving the Disclosure Statement and Confirming the Second Amended Joint Chapter 11 Plan of Reorganization of Rite Aid Corporation and its Debtor Affiliates (with Further Modifications)* [Docket No. 4532]. Capitalized terms that are used and not otherwise defined herein shall have the meaning ascribed to such terms in the Plan.

**Roll-Up DIP Notes Claims:** Each Holder of an Allowed Roll-Up DIP Notes Claim shall receive its Pro Rata share of

- First Out Takeback Notes, which were distributed on the Effective Date and are DTC eligible,
- New Common Equity pursuant to the Junior DIP Noteholders Equity Distribution, which was distributed on the Effective Date and is not DTC eligible, and
- Cash distributions on account of its allocation of the Senior Secured Noteholders Real Estate Proceeds Recovery, which will be payable via an Escrow CUSIP.

**Class 5 - Senior Secured Notes Claims:** Each Holder of an Allowed Class-5 Senior Secured Notes Claim shall receive its Pro Rata share of:

- Second Out Takeback Notes, which were distributed on the Effective Date and are DTC eligible,
- New Common Equity pursuant to the Senior Secured Noteholders Equity Distribution, which was distributed on the Effective Date and is not be DTC eligible, and
- Cash distributions on account of its allocation of the Senior Secured Noteholders Real Estate Proceeds Recovery, which will be payable via an Escrow CUSIP.

Holders of each of the New Money DIP Notes, the Roll-Up DIP Notes, and the Senior Secured Notes that did not previously validly submit the Distribution Registration form received an escrow CUSIP for purposes of receiving their non-DTC eligible distributions in accordance with their Plan treatment.

In order to receive your entitlements, you are required to tender your escrow CUSIPs via DTC's ATOP system, and complete and submit this Distribution Registration Form to Kroll Restructuring Administration LLC (the "Subscription Agent") via the Subscription Agent's electronic submission portal at <https://restructuring.ra.kroll.com/Riteaid/>, navigating to the Quick Links section of the site and clicking on "Submit Post Effective Date Distribution Registration Form". Holders may only submit their Post Effective Date Distribution Registration Form via the Subscription Agent's electronic submission portal. No other forms of submission will be accepted.

Holders are required to validly submit a completed Post Effective Date Distribution Registration Form by **October 9<sup>th</sup>, 2024 at 5:00 pm New York City Time** (the "Distribution Registration Form and ATOP Deadline"). Holders that fail to validly submit a completed Distribution Registration Form by the Distribution Registration Form and ATOP Deadline will not receive their non-DTC eligible distributions and shall waive their entitlements to such distributions pursuant to the Plan.

DTC will create one Contra CUSIP (per original escrow CUSIP) to accommodate this event. The tender denominations for this event are \$1 minimum and \$1 increments, and withdrawals are not permitted.

**Default Distribution:**

**Holders of escrow CUSIPs that do not tender and/or provide a completed Distribution Registration Form will not receive their non-DTC eligible distributions and shall waive their entitlements to such distributions pursuant to the Plan.**

*[Remainder of Page Intentionally Left Blank]*

***Item 1. DTC ATOP Confirmation Information***

In order to receive your non-DTC eligible distributions under the Plan, you must instruct your Nominee to electronically deliver the escrow CUSIP you received on the Effective Date into the appropriate Contra envelopes established on DTC's ATOP platform. Following the successful submission of your escrow CUSIP through ATOP, your Nominee will receive a unique ATOP Confirmation Number, also known as a "voluntary offer instruction" or "VOI." Please provide such VOI number below in addition to the principal amount of your escrow CUSIP tendered into ATOP. You may need to coordinate with your Nominee to obtain your VOI number or have your Nominee complete this section for you. If you hold separate blocks of escrow CUSIPs at separate Nominees, please complete a separate form for each such block. Once tendered, the escrow CUSIP will be frozen from trading, and will remain frozen until distributions are made.

<b>Original Target CUSIP (cancelled as of the Effective Date)</b>	<b>Escrow CUSIP</b>	<b>Description (Position Escrow CUSIP was issued in respect of)</b>	<b>Principal Amount of Notes Tendered</b>	<b>DTC Participant Name</b>	<b>DTC Participant Number</b>	<b>DTC ATOP Confirmation Number (VOI) or Euroclear / Clearstream Reference Number (if applicable)</b>
767754CM4	Escrow CUSIP: 767ESCAF3	New Money Notes (Series A) – 144A				
U76659BA5	Escrow CUSIP: U76ESCAH2	New Money Notes (Series A) – Reg S				
767754CN2	Escrow CUSIP: 767ESCAH9	Roll-Up DIP Notes (Series B) – 144A				
U76659AZ1	Escrow CUSIP: U76ESCAF6	Roll-Up DIP Notes (Series B) – Reg S				

767754CL6	Escrow CUSIP: 767ESCAE6	Prepetition Secured Notes 8.000% Senior Secured Notes due November 15, 2026 – (144A)				
U76659AY4	Escrow CUSIP: U76ESCAD1	Prepetition Secured Notes 8.000% Senior Secured Notes due November 15, 2026 – (RegS)				
767754CK8	Escrow CUSIP: 767ESCAB2	Prepetition Secured Notes 7.500% Senior Secured Notes due July 1, 2025 – (144A)				
U76659AX6	Escrow CUSIP: U76ESCAB5	Prepetition Secured Notes 7.500% Senior Secured Notes due July 1, 2025 – (RegS)				

***Item 2. Registration Delivery Information***

**A. Registration information for the issuance of Non-DTC eligible entitlements<sup>3</sup>:**

Registered Holder Name: \_\_\_\_\_

Registered Holder Name (continued from above, if necessary): \_\_\_\_\_

Registered Holder Signature: \_\_\_\_\_

Address 1: \_\_\_\_\_

Address 2: \_\_\_\_\_

City: \_\_\_\_\_

State: \_\_\_\_\_

Zip Code: \_\_\_\_\_

Foreign Country Name: \_\_\_\_\_

Telephone Number: \_\_\_\_\_

E-Mail Address: \_\_\_\_\_

U.S. Tax Identification Number: \_\_\_\_\_

Check here if non-US (no TIN)

**B. Account Type**

**Please indicate the “account type” into which the Holder will have its non-DTC eligible entitlements issued. Below are the options for “account types” that may be used in connection with registration of your non-DTC eligible entitlements.**

**Please check only one box:**

- INDIVIDUAL ACCOUNT;**
- INDIVIDUAL IRA OR 401K ACCOUNT;**
- INDIVIDUAL FIDUCIARY/TRUST ACCOUNT;**
- JOINT TENANTS IN COMMON;**
- JOINT TENANTS WROS;**
- COMMUNITY PROPERTY**
- PARTNERSHIP**

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<sup>3</sup> For the avoidance of doubt, any entitlements that are DTC eligible will be allocated directly through DTC. The registration details provided in this form are solely for the entitlements that are not DTC-eligible.

- S-CORPORATION**
- BANK**
- BROKER**
- NOMINEE**
- CORPORATION**
- NON-PROFIT ORGANIZATION**

**C. Certification.** I certify that the information provided in Item 1, 2, and sections A & B, as applicable, are accurate and should be used to distribute the New Common Equity and Trust Interests the undersigned is entitled to receive pursuant to the Plan.

Holder Name: \_\_\_\_\_

Holder Signature: \_\_\_\_\_

Holder Email: \_\_\_\_\_

Holder Phone Number: \_\_\_\_\_

Date Completed: \_\_\_\_\_

**Please deliver your completed Post Effective Date Distribution Registration Form (with an accompanying IRS Form W-9 or appropriate IRS Form W-8, as applicable) to the Subscription Agent's electronic submission portal at <https://restructuring.ra.kroll.com/Riteaid/>, navigating to the Quick Links section of the site and clicking on "Submit Post Effective Date Distribution Registration Form" and following the instructions to submit your documentation.**

**THE SUBSCRIPTION AGENT'S ELECTRONIC SUBMISSION PORTAL IS THE ONLY VALID METHOD OF SUBMISSION AND NO OTHER METHODS WILL BE ACCEPTED. Delivery of this Post Effective Date Distribution Registration Form in any way other than as set out above will not constitute a valid submission of information. Delivery of this Distribution Registration Form to any person other than the Subscription Agent does not constitute delivery to the Subscription Agent.**

If you have any questions, please contact Kroll Restructuring Administration LLC by emailing [RiteAidIssuerServices@is.kroll.com](mailto:RiteAidIssuerServices@is.kroll.com).