

EIGHTH JUDICIAL DISTRICT COURT

CLARK COUNTY, NEVADA

KINGBIRD VENTURES, LLC,

Plaintiff,

v.

SEAN DOLLINGER aka YAAKOV
LEVTOV; DOLLINGER
INNOVATIONS INC.; DOLLINGER
HOLDINGS LLC; LQR HOUSE, INC.;
LQR HOUSE LIMITED; TAMARA SIMON
DOLLINGER aka TAMARA ROSE SIMON;
KUMAR ABHISHEK; ALEXANDRA
HOFFMAN; JACLYN HOFFMAN; SHAWN
KATTOULA; ANGELA KATTOULA;
JAMES O'BRIEN; YILIN LU; LINJUN
CHEN; JING LU; HONG CHUNG YEUNG;
KBROS, LLC; COUNTRY WINE &
SPIRITS, INC.; SSQUARED SPIRITS LLC;
ALTERNATE INVESTMENTS
CAPITAL LLC; X-MEDIA, INC.; SOUTH
DOLL LIMITED PARTNERSHIP; 1347608
B.C. LIMITED CORP.; JAY DHALIWAL;
JAMES HUBER; CWS CARES
ASSOCIATION; LITTLE WEST GIVES
ASSOCIATION; DOES 1-10; and
ROE ENTITIES 1-10,

Defendants.

Case No.: A-25-922959-B

Dept. No.: XV

**NOTICE OF PROPOSED SETTLEMENT
OF SHAREHOLDER DERIVATIVE
ACTION**

**TO: ALL CURRENT RECORD HOLDERS AND BENEFICIAL OWNERS OF
COMMON STOCK OF LQR HOUSE, INC. ("LQR" OR THE "COMPANY") AS
OF SEPTEMBER 23, 2025 (THE "RECORD DATE") ("CURRENT LQR
SHAREHOLDERS")**

**PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY. THIS
NOTICE RELATES TO A PROPOSED SETTLEMENT AND DISMISSAL OF THE
ABOVE-CAPTIONED SHAREHOLDER DERIVATIVE ACTION AND
CONTAINS IMPORTANT INFORMATION REGARDING YOUR RIGHTS. IF
YOUR RIGHTS MAY BE AFFECTED BY THESE LEGAL PROCEEDINGS. IF
THE COURT APPROVES THE SETTLEMENT, YOU WILL BE FOREVER
BARRED FROM CONTESTING THE APPROVAL OF THE PROPOSED
SETTLEMENT AND FROM PURSUING THE RELEASED CLAIMS.**

**IF YOU HOLD LQR COMMON STOCK FOR THE BENEFIT OF ANOTHER,
PLEASE PROMPTLY TRANSMIT THIS DOCUMENT TO SUCH BENEFICIAL
OWNER.**

1 **THE COURT HAS MADE NO FINAL FINDINGS OR DETERMINATIONS**
2 **CONCERNING THE MERITS OF THE ACTION, THE RECITATION OF THE**
3 **BACKGROUND AND CIRCUMSTANCES OF THE SETTLEMENT CONTAINED**
4 **HEREIN DOES NOT CONSTITUTE THE FINDINGS OF THE COURT. IT IS**
5 **BASED ON REPRESENTATIONS MADE TO THE COURT BY COUNSEL FOR**
6 **THE PARTIES.**

7 Notice is hereby provided to you of the proposed settlement (the "Settlement") of this
8 shareholder derivative lawsuit. This Notice is provided by Order of the Eighth Judicial
9 District Court in and for Clark County, Nevada (the "Court"). It is not an expression of any opinion
10 by the Court. It is to notify you of the terms of the proposed Settlement, and your rights related
11 thereto.

12 **I. WHY THE COMPANY HAS ISSUED THIS NOTICE**

13 Your rights may be affected by the Settlement of the action styled *Kingbird Ventures, LLC,*
14 *v. Sean Dollinger, et al.*, Case No. A-25-922959-B pending in the Eighth Judicial District Court,
15 Clark County, Nevada (the "Action"). Kingbird Ventures, LLC, Plaintiff and LQR House, Inc.
16 ("LQR"), Sean Dollinger aka Yaakov Levto, Dollinger Innovations Inc., Dollinger Holdings LLC,
17 LQR House Limited, Tamara Simon Dollinger aka Tamara Rose Simon, Kumar Abhishek,
18 Alexandra Hoffman, Jaclyn Hoffman, Shawn Kattoula, Angela Kattoula, James O'Brien, Yilin Lu,
19 Linjun Chen, Jing Lu, Hong Chung Yeung, KBros, LLC, Country Wine & Spirits, Inc., Ssquared
20 Spirits LLC, Alternate Investments Capital LLC, X-Media, Inc., South Doll Limited Partnership,
21 1347608 B.C. Limited Corp., Jay Dhaliwal, James Huber, CWS Cares Association, and Little West
22 Gives Association ("LQR" and the "Other Defendants") have agreed upon terms to settle the
23 derivative claims in the Action on the terms set forth in the Settlement Agreement and Release
24 dated September 23, 2025 (the "Settlement"), which can be viewed and/or downloaded at
25 <https://lqrhouse.com>.

26 On November 17, 2025, at 9:00 a.m., the Court will hold a hearing (the "Final Hearing") in
27 the Action. The purpose of the Final Hearing is to determine: (i) whether the terms of the Settlement
28 are fair, reasonable, and adequate and should be approved; and (ii) whether a final judgment should
29 be entered.

1 **II. SUMMARY OF THE ACTION**

2 A. On July 11, 2025, Plaintiff filed a complaint against LQR and the Other Defendants
3 in the Eighth Judicial District Court of Clark County, Nevada, captioned *Kingbird Ventures, LLC*
4 *v. Sean Dollinger, et al.*, Case Number A-25-922959-B (the "Action").

5 B. In the Action, Kingbird asserted purported direct claims against LQR and the
6 Other Defendants for the appointment of a receiver, declaratory judgment, alleged violations of
7 Nevada Revised Statutes 207.400 and 90.570, civil conspiracy, and alter ego liability, and Kingbird
8 and certain of Defendants have asserted various other claims against each other in actions pending
9 in other jurisdictions (the "Direct Claims").

10 C. In the Action, Kingbird also asserts certain derivative claims against Sean Dollinger,
11 Kumar Abhishek, Yilin Lu, Lijun Chen, Jing Lu, and Hong Chun Yeung (the "Derivative Claims").

12 D. On August 25, 2025 LQR and the Other Defendants removed the action to the
13 United States District Court for the District of Nevada, contending that Plaintiff's claims presented
14 federal questions under the federal securities laws, Case No. 2:25-cv-01584-APG-MDC.
15 Subsequently, Kingbird filed an emergency motion for remand, which the United States
16 District Court granted.

17 E. Upon remand to state court, on September 2, 2025, LQR and the Other Defendants
18 filed a motion to dismiss the action contending, among other things, that Kingbird lacked standing
19 and had failed to state a viable claim.

20 F. Upon remand to state court, Kingbird filed a renewed motion for (among other
21 relief) appointment of a receiver over LQR, which the Court orally granted on the record at a
22 hearing on September 15, 2025. Kingbird and Defendants were required to submit a proposed order
23 to the Court to appoint David Stapleton, of Stapleton Group, as the receiver over LQR for a status
24 check on September 23, 2025.

25 G. On September 18, 2025, the Defendants commenced an original writ proceeding
26 before the Nevada Supreme Court, Case No. 91311 (the "Writ Proceeding") challenging the
27 appointment of a receiver.

1 H. Before the entry of the order appointing a receiver, the Parties agreed to resolve the
2 Action, resulting in the Settlement proposed here.

3 **III. TERMS OF THE PROPOSED DERIVATIVE SETTLEMENT**

4 The principal terms, conditions, and other matters that are part of the Settlement are
5 summarized below. This summary should be read in conjunction with, and is qualified in its
6 entirety by reference to, the text of the Settlement, which has been filed with the Court and can be
7 viewed and/or downloaded at <https://lqrhouse.com>.

8 The Parties have reached an agreement to globally resolve the Derivative Claims. The
9 Settlement includes valuable corporate governance benefits for LQR and its shareholders as
10 detailed below.

11 Specifically, LQR has agreed to engage, for a period of at least one year, Anthony W. Basch,
12 to serve as corporate compliance monitor, who will make recommendations to LQR's board
13 regarding any and all LQR share issuances, material transactions, and material governance changes
14 or decisions, and will assess LQR with ensuring compliance with securities laws and NASDAQ
15 requirements and procedures. During this period, LQR additionally will engage outside corporate
16 counsel.

17 The Settlement also provides for the entry of judgment dismissing the Derivative Claims
18 against LQR and the Individual Defendants with prejudice and, as explained in more detail in the
19 Settlement, barring and releasing certain known or unknown claims that have been or could have
20 been brought in any court by the Plaintiff in the Action or by LQR or any of its shareholders,
21 derivatively against LQR and the Individual Defendants relating to any of the claims or matters that
22 were or could have been alleged concerning the allegations in the Action.

23 **IV. ATTORNEYS' FEES AND EXPENSES**

24 As set forth in the Settlement, all parties are responsible for their own attorneys' fees and
25 expenses.

26 **V. REASONS FOR THE SETTLEMENT**

27 The Court did not decide in favor of the Plaintiff or the Defendants. The proposed
28 Settlement was negotiated by attorneys for the Parties. The attorneys for all of the Parties have

1 extensive experience in shareholder derivative cases, and they all believe the Settlement is in the
2 best interest of their clients.

3 Plaintiff conducted an extensive investigation relating to the claims and the underlying
4 events and transactions alleged in the Action. Plaintiff has concluded that the terms and conditions
5 of the Settlement are fair, reasonable, and adequate to Plaintiff, Current LQR shareholders, and
6 LQR, and in their best interests, and have agreed to settle the Derivative Claims raised in the Action
7 pursuant to the terms and provisions of the Settlement after considering, among other things: (a) the
8 benefits that LQR and its shareholder have received or will receive from the derivative Settlement,
9 (b) the attendant risks of continued litigation, and (c) the desirability of permitting the Settlement
10 to be consummated.

11 In particular, Plaintiff considered the significant litigation risk inherent in this shareholder
12 derivative action. The law imposes significant burdens on plaintiff for pleading and proving a
13 shareholder derivative claim. While Plaintiff believes its claims are meritorious, Plaintiff
14 acknowledges that there is a substantial risk that the derivative claims may not succeed in producing
15 a recovery in light of the applicable legal standards and possible defenses. Plaintiff also recognizes
16 that any recovery may not be collectible. Plaintiff believes that, under the circumstances, they have
17 obtained the best relief available for LQR and its shareholders in the form of the corporate
18 governance changes and protections contemplated in this Settlement.

19 The Defendants have strenuously denied, and continue strenuously to deny, each and every
20 allegation of liability made against them or that could have been made against them in the Action,
21 and assert that they have meritorious defenses to the Derivative Claims and that judgment should
22 be entered dismissing the claims against them with prejudice. The Individual Defendants have thus
23 entered into the Derivative Settlement to avoid the continuing additional expense, inconvenience,
24 and distraction of this burdensome litigation and to avoid the risks inherent in any lawsuit, and
25 without admitting any wrongdoing or liability whatsoever.

26 **VI. FINAL HEARING**

27 On November 17, 2025, at 9:00 a.m., the Court will hold the Final Hearing at the Regional
28 Justice Center, 200 Lewis Avenue, Las Vegas, Nevada, 89101. At the Final Hearing, the Court

1 will consider whether the terms of the Settlement of the Derivative Claims are fair, reasonable, and
2 adequate and thus should be finally approved and whether the Derivative Claims should be
3 dismissed with prejudice pursuant to the Settlement.

4 **VII. RIGHT TO ATTEND FINAL HEARING**

5 Any Current LQR Shareholder may, but is not required to, appear in person at the
6 Final Hearing. If you want to be heard at the Final Hearing, then you must first comply with the
7 procedures for objecting, which are set forth below. The Court has the right to change the hearing
8 dates or times without further notice. Thus, if you are planning to attend the Final Hearing, you
9 should confirm the date and time before going to the Court. ***CURRENT LQR SHAREHOLDERS***
10 ***WHO HAVE NO OBJECTION TO THE SETTLEMENT DO NOT NEED TO APPEAR AT***
11 ***THE FINAL HEARING OR TAKE ANY OTHER ACTION.***

12 **VIII. RIGHT TO OBJECT TO THE SETTLEMENT AND PROCEDURES FOR DOING** 13 **SO**

14 You have the right to object to any aspect of the Settlement. You must object in writing,
15 and you may request to be heard at the Final Hearing. If you choose to object, then you must follow
16 these procedures:

17 **A. You Must Make Detailed Objections in Writing.**

18 Any objection must be presented in writing and must contain the following information:

- 19 1. Your name, legal address, and telephone number;
- 20 2. Proof of being a Current LQR Shareholder as of the Record Date;
- 21 3. The date(s) you purchased your LQR shares;
- 22 4. A statement of your position with respect to the matters to be heard at the
23 Final Hearing, including a statement of each objection being made;
- 24 5. The grounds for each objection or the reasons for your desiring to appear and
25 to be heard;
- 26 6. Notice of whether you intend to appear at the Final Hearing (this is not
27 required if you have lodged your objection with the Court); and
- 28 7. Copies of any papers you intend to submit to the Court.

1 The Court may not consider any objection that does not substantially comply with these
2 requirements.

3 **B. You Must Timely Deliver Written Objections to the Court, Plaintiff's Counsel,**
4 **and Defendants' Counsel.**

5 YOUR WRITTEN OBJECTIONS MUST BE ON FILE WITH THE CLERK OF THE
6 COURT NO LATER THAN October 31, 2025. The Court Clerk's address is:

7 Clerk of the Court
8 Eighth Judicial District Court
9 200 Lewis Avenue
Las Vegas, NV 89155

10 YOU MUST ALSO DELIVER COPIES OF THE MATERIALS TO PLAINTIFF'S
11 COUNSEL AND COUNSEL FOR DEFENDANTS SO THEY ARE RECEIVED NO LATER
12 THAN November 6, 2025. Counsels' addresses are:

13 *Counsel for Plaintiff:*

14 Joel E. Tasca, Esq.
15 Kyle A. Ewing, Esq.
16 Madeleine Coles, Esq.
17 Alix R. Goldstein, Esq.
GREENBERG TRAURIG, LLP
10845 Griffith Peak Drive, Suite 600
Las Vegas, NV 89135

18 *Counsel for Derivative Defendants*

19 Darrell Cafasso, Esq.
20 Nicholas Poli, Esq.
ORRICK, HERRINGTON & SUTCLIFFE LLP
51 West 52nd Street
21 New York, NY 10019-6142

22 Unless the Court orders otherwise, your objection will not be considered unless it is timely
23 filed with the Court and delivered to counsel listed above.

24 Any person or entity who fails to object or otherwise request to be heard in the manner
25 prescribed above will be deemed to have waived the right to object to any aspect of the Settlement
26 or otherwise request to be heard (including the right to appeal) and will be forever barred from
27 raising such objection or request to be heard in this or any other action or proceeding, unless
28 otherwise ordered by the Court.

1 **IX. HOW TO OBTAIN ADDITIONAL INFORMATION**

2 This Notice summarizes the Settlement. It is not a complete statement of the events of the
3 Action or the Settlement.

4 You may inspect the Settlement and other papers in the Action at the Eighth Judicial
5 District Court Clerk's office at any time during regular business hours of each business day. The
6 Clerk's office is located at the Regional Justice Center, 200 Lewis Avenue, Las Vegas, Nevada.

7 PLEASE DO NOT CALL, WRITE, OR OTHERWISE DIRECT QUESTIONS TO
8 EITHER THE COURT OR THE CLERK'S OFFICE. Any questions you have about matters in
9 this Notice should be directed to counsel for the Parties as listed above.

10 DATED this 30th day of September, 2025.

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12 BY ORDER OF THE EIGHTH JUDICIAL
13 DISTRICT COURT, DEPARTMENT XV,
14 CLARK COUNTY, NEVADA.
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1 **CSERV**

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3 DISTRICT COURT
CLARK COUNTY, NEVADA

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6 Kingbird Ventures, LLC,
Plaintiff(s)

CASE NO: A-25-922959-B

7 vs.

DEPT. NO. Department 15

8
9 Sean Dollinger, Defendant(s)

10
11 **AUTOMATED CERTIFICATE OF SERVICE**

12 This automated certificate of service was generated by the Eighth Judicial District
13 Court. The foregoing Order was served via the court's electronic eFile system to all
recipients registered for e-Service on the above entitled case as listed below:

14 Service Date: 9/30/2025

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