

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

In re: VI ACQUISITION CORP. ¹ , et al., Debtors.	Chapter 11 Case No. 08-10623 (KG) (Jointly Administered)
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**NOTICE OF DEADLINES TO FILE PROOFS OF CLAIM
AGAINST THE DEBTORS**

TO ALL CREDITORS:

1. On April 3, 2008 (the “Petition Date”), VI Acquisition Corp. (“VIAC”) and VICORP Restaurants, Inc. (“VICORP” and together with VIAC, the “Debtors”) filed voluntary petitions for relief under Chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”). The Debtors, their addresses, case numbers and federal tax identification numbers are as follows:

Debtors	Address	Case No.	EID #
VI Acquisition Corp.	400 West 48 th Avenue Denver, CO 80216	08-10623 (KG)	41-2097540
VICORP Restaurants, Inc. ²	400 West 48 th Avenue Denver, CO 80216	08-10624 (KG)	84-0511072

2. The United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) has entered an order (the “Bar Date Order”) establishing **5:00 p.m. on September 5, 2008 (the “General Bar Date”)**, as the final date and time for all persons and entities (except governmental units) to file original proofs of claim for all claims (or written requests, in the case of claims allowable under 11 U.S.C. § 503(b)(9), as set forth in paragraph 3 below) against the Debtors that arose, or are deemed to have arisen by virtue of section 501(d) of the Bankruptcy Code, prior to the Petition Date, **including claims allowable under 11 U.S.C. § 503(b)(9)**. The Bar Date Order established **5:00 p.m. on September 30, 2008 (the “Governmental Bar Date”)** as the final date and time for all governmental units (as defined in section 101(27) of the Bankruptcy Code) to file original proofs of claim for all claims (or written requests, in the case of claims allowable under 11 U.S.C. § 503(b)(9), as set forth in paragraph 3 below) against the Debtors that arose, or are deemed to have arisen by virtue of section 501(d) of the Bankruptcy Code, prior to the Petition Date, **including claims allowable under 11 U.S.C. § 503(b)(9)**.

3. In lieu of filing a proof of claim prior to the expiration date of the applicable Bar Dates, holders of claims allowable under 11 U.S.C. § 503(b)(9) may file a “request” in a form consistent with the Federal Rules of Bankruptcy Procedure and the Local Rules of this Court prior to the expiration date of the applicable Bar Date.

¹ The Debtors in these cases, along with the last four digits of both of the Debtors’ federal tax identification numbers are: VI Acquisition Corp. (7540) and VICORP Restaurants, Inc. (1072). The principal executive offices for both of the Debtors are located at 400 West 48th Avenue, Denver, CO 80216.

² Other names used by VICORP Restaurants, Inc. in the last 8 years include: Bakers Square, VICOM, Village Inn and J. Horner’s.

4. Pursuant to the terms of the Bar Date Order, and except as otherwise provided herein, each person or entity that holds or asserts a claim against the Debtors arising or deemed to have arisen prior to the Petition Date must file a proof of claim with original signature by delivering such original proof of claim by U.S. mail, hand delivery or overnight courier so as to be actually received by The Garden City Group, Inc., the Court-approved claims and noticing agent in these Chapter 11 cases, on or before the General Bar Date or, if applicable, the Governmental Bar Date, at one of the following addresses:

If sent by U.S. Mail:

The Garden City Group, Inc.
Attn: V.I. Acquisition Corp. Claims Processing
P.O. Box 9000 #6502
Merrick, NY 11566-9000

If sent by courier service, overnight or hand delivery:

The Garden City Group, Inc.
Attn: V.I. Acquisition Corp. Claims Processing
105 Maxess Road
Melville, NY 11747

5. Proofs of claim will be deemed timely filed only if **actually received** by The Garden City Group, Inc. at one of the above addresses on or before the General Bar Date or, if applicable, the Governmental Bar Date. Therefore, the date of a postmark by the U.S. Postal Service, or the date of shipment by any other delivery service, shall **not** constitute the date on which the proof of claim is deemed filed. Further, proofs of claim sent by facsimile, telecopy, e-mail, or other electronic submission will **not** be accepted.

6. For purposes of the Bar Date Order and this Notice, the term “claim” means (i) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (ii) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured as of the Petition Date.

7. Persons and entities holding or asserting the following types of prepetition claims or interests against the Debtors are not required to file a proof of claim *with respect to such claim or interest*:

- (a) a claim against the Debtors for which a proof of claim has already been filed with The Garden City Group, Inc.;
- (b) a claim that is listed on the Schedules and is not described as “disputed,” “contingent,” or “unliquidated” provided that the creditor agrees with the amount and nature of the claim as scheduled;
- (c) an administrative expense claim pursuant to section 503(b) of the Bankruptcy Code (**except for unpaid claims allowable under 11 U.S.C. § 503(b)(9)**);
- (d) an administrative expense claim for post-petition fees and expenses incurred by any professional pursuant to sections 330, 331, and 503(b) of the Bankruptcy Code;
- (e) a claim (or portion thereof) that has been paid by the Debtors, including any claim (or portion thereof) paid pursuant to the Debtors’ authority under any court order;

- (f) a contingent and unliquidated claim by a current or former officer or director that has served at any time since the Petition Date for indemnification and/or contribution arising as a result of any action commenced against such officer or director on or after the date of the entry of the Bar Date Order as a result of such officer's or director's pre-petition or post-petition acts or omissions with respect to the Debtors (an "Action"), provided, however, to be treated as creditor in respect of any such indemnification or contribution obligation for purposes of voting and distribution in these cases, any such officer or director shall file a proof of claim in respect of any such indemnification or certification obligation with thirty (30) days after service of the initial pleading in an Action and, on or after the date of such service, a copy of the Bar Date Order;
- (g) any holder of a claim arising under or in respect of any of the \$126.5 million of 10.5% senior unsecured notes (each, a "Noteholder") issued by VICORP on April 14, 2004, (the "Senior Unsecured Notes"), will not be required to file a proof of claim by the General Bar Date; *provided, however*, that (i) the foregoing exclusion in this subparagraph shall not apply to the indenture trustee or similar agent under Senior Unsecured Notes (the "Indenture Trustee"), (ii) the Indenture Trustee is required to file a proof of claim, on or before the General Bar Date, with respect to all of the claims on or under the Senior Unsecured Notes, and (iii) any Noteholder that has a claim (other than a claim for any obligations arising under the Senior Unsecured Notes or the indenture for or other documents related to the Senior Unsecured Notes), must file such claim on or before the General Bar Date;
- (h) a claim of a Debtor against another Debtor;
- (i) a claim that has been allowed by an order of this Court entered on or before the General Bar Date or, if applicable, Governmental Bar Date; and
- (j) an equity security interest (such as common stock, preferred stock, warrants, or stock options) in either of the Debtors, provided, however, that any interest holder who wishes to assert a claim against any of the Debtors based on any transaction in the Debtors' interests, including but not limited to a claim for damages or rescission based on the purchase or sale of the interests, must file a proof of claim on or prior to the General Bar Date or, if applicable, Governmental Bar Date.

Any entity exempted from filing a proof of claim or interest pursuant to (a) through (j) above, however, must still timely file a proof of claim for any other claim that does not fall within the exclusions provided by (a) through (j). As set forth in subsection (e) above, creditors need not file a proof of claim with respect to any amounts paid by the Debtors. To the extent that any amounts paid by the Debtors to a creditor are subject to disgorgement pursuant to a postpetition trade agreement or otherwise, that creditor shall have thirty (30) days from the date of any disgorgement to file a proof of claim for the disgorged amounts.

8. Each proof of claim filed must (i) be written in the English language, (ii) be denominated in lawful currency of the United States as of the Petition Date, (iii) set forth the amount, type and basis for the claim, and (iv) attach copies of any writings upon which the claim is based.

9. Any person or entity that is required to file a timely proof of claim (or written request, in the case of a claim allowable under 11 U.S.C. § 503(b)(9)) in the form and manner specified by the Bar Date Order and this Notice and that fails to do so on or before the General Bar Date (5:00 p.m. on September 5, 2008) or, if applicable, the Governmental Bar Date (5:00 p.m. on September 30, 2008) (or other applicable date as may be fixed by the Court) shall not (i) be treated as a creditor with respect to such claim for purposes of voting and distribution in these cases, (ii) be permitted to vote to accept or reject any Chapter 11 plan on account of such claim, and (iii) participate in any distribution in the Debtors' Chapter 11 cases on account of such claim.

10. Acts or omissions of the Debtors, if any, that occurred prior to the Petition Date, including acts or omissions related to any indemnity agreements, guarantees, or services provided to or rendered by the Debtors, may give rise to claims against the Debtors notwithstanding the fact that such claims (or any injuries on which they are based) may be contingent or may not have matured or become fixed or liquidated prior to the Petition Date. Therefore, any person or entity that holds or asserts a claim or a potential claim against the Debtors, no matter how remote, contingent, or unliquidated must file a proof of claim on or before the General Bar Date or, if applicable, the Governmental Bar Date.

11. You should not file a proof of claim if you do not have a claim against the Debtors. The fact that you received this Notice does not necessarily mean that you have a claim or that either the Debtors or the Bankruptcy Court believe that you have a claim.

12. You may be listed as the holder of a claim against the Debtors in their schedules of assets and liabilities filed in these cases on June 13, 2008 (collectively, the “Schedules”). For your convenience, enclosed with this Notice is a proof of claim form, which identifies on its face the amount, nature and classification of your claim(s), if any, listed in the Debtors’ Schedules. If you hold or assert a claim that is not listed in the Schedules or if you disagree with the amount or priority of your claim as listed in the Schedules, or your claim is listed in the Schedules as “contingent” (“C”), “unliquidated” (“U”), or “disputed” (“D”), you **must** file a proof of claim (or written request, in the case of a claim allowable under 11 U.S.C. § 503(b)(9)) or you shall not (i) be treated as a creditor with respect to such claim for purposes of voting and distribution in these cases, (ii) be permitted to vote to accept or reject any Chapter 11 plan on account of such claim, and (iii) participate in any distribution in the Debtors’ Chapter 11 cases on account of such claim. A copy of the Schedules, the Bar Date Order, this Bar Date Notice and the proof of claim form are available at <http://www.gardencitygroup.com/cases/vic/>. Any questions regarding this Notice, the Bar Dates and the filing of claims in these cases, may be directed to The Garden City Group, Inc. at 1-800-749-6501. In addition, copies of the Debtors’ Schedules may be obtained for a charge through Delaware Document Retrieval, 230 North Market Street, P.O. Box 27, Wilmington, DE 19899, or viewed on the Internet at the Bankruptcy Court’s website (<http://www.deb.uscourts.gov>) by following the directions for accessing the ECF system on such website.

13. You should consult an attorney for assistance regarding any inquiries, such as questions concerning whether you must file a proof of claim, whether you should file such a proof of claim, and the proper completion or filing of a proof of claim.

Dated: Wilmington, Delaware
July 24, 2008

Counsel for the Debtors:

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