

KATTEN MUCHIN ROSENMAN LLP

Steven J. Reisman, Esq. (admitted *pro hac vice*)
Cindi M. Giglio, Esq. (admitted *pro hac vice*)
Marc B. Roitman, Esq. (admitted *pro hac vice*)
Grace A. Thompson, Esq. (N.J. Bar No. 294072022)
50 Rockefeller Plaza
New York, NY 10020-1605
Telephone: (212) 940-8800
Facsimile: (212) 940-8776
sreisman@katten.com
cgiglio@katten.com
marc.roitman@katten.com
grace.thompson@katten.com

*Counsel to the Disinterested Directors
of Cyxtera Technologies, Inc.*

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

In re:

CYXTERA TECHNOLOGIES, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 23-14853 (JKS)

(Jointly Administered)

**NOTICE OF ADDITIONAL REJECTED CONTRACTS
UNDER EXHIBIT C-2 OF THE FOURTH AMENDED PLAN SUPPLEMENT**

PLEASE TAKE NOTICE that, as contemplated by the *Fourth Amended Joint Plan of Reorganization of Cyxtera Technologies, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 694] (as may be amended or modified from time to time and including all exhibits and supplements thereto, the “Plan”),² on November 2, 2023, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Notice of Filing Plan Supplement for the Third Amended Joint Plan of Reorganization of Cyxtera Technologies, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 650] (the “Plan Supplement”), on November 16, 2023, the Debtors filed the *First Amended Plan Supplement for the Fourth Amended Joint Plan of Reorganization of Cyxtera Technologies, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 713] (the “First Amended Plan Supplement”), on December 11, 2023, the Debtors filed the *Second Amended Plan Supplement for the Fourth Amended Joint Plan of Reorganization of Cyxtera Technologies, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 790] (the “Second Amended Plan Supplement”), on December 11, 2023, the Debtors filed the *Notice of Additional Rejected Contracts Under*

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://www.kccllc.net/cyxtera>. The location of Debtor Cyxtera Technologies, Inc.’s principal place of business and the Debtors’ service address in these cases is 50 Rockefeller Boulevard, Ste. 900, Coral Gables, Florida 33134.

² Capitalized terms used but not defined in herein have the meanings given to them in the Plan.



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Exhibit C-2 of the Second Amended Plan Supplement [Docket No. 791], on January 2, 2024, the Debtors filed the *Third Amended Plan Supplement for the Fourth Amended Joint Plan of Reorganization of Cyxtera Technologies, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 843] (the “Third Amended Plan Supplement”), on January 3, 2024, the Debtors filed the *Notice of Additional Rejected Contracts Under Exhibit C-2 of the Third Amended Plan Supplement* [Docket No. 844], and on January 11, 2024, the Debtors filed the *Fourth Amended Plan Supplement for the Fourth Amended Joint Plan of Reorganization of Cyxtera Technologies, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 852] (the “Fourth Amended Plan Supplement”) with the United States Bankruptcy Court for the District of New Jersey (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE that, on November 17, 2023, the Court entered the *Revised Findings of Fact, Conclusions of Law, and Order Confirming the Fourth Amended Joint Plan of Reorganization of Cyxtera Technologies, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 718] (the “Confirmation Order”).

PLEASE TAKE FURTHER NOTICE that the Debtors hereby file four additional rejected contracts under Exhibit C-2 of the Fourth Amended Plan Supplement. For the avoidance of doubt, such contracts are in addition to, and do not replace or supersede, the contracts listed on the Draft Schedule of Rejected Executory Contracts and Unexpired Leases included in the Fourth Amended Plan Supplement. Accordingly, parties are advised to review the Fourth Amended Plan Supplement.

PLEASE TAKE FURTHER NOTICE that the Fourth Amended Plan Supplement includes current drafts of the following documents (certain of which continue to be negotiated pursuant to the terms of the Plan, the RSA, and the Purchase Agreement by the Debtors, the Required Consenting Term Lenders, the Purchaser, and the Committee, as applicable, and will be filed in substantially final form on or prior to the Effective Date):

- | | |
|--------------------|--|
| Exhibit C | Draft Schedules of Assumed and Rejected Executory Contracts and Unexpired Leases |
| Exhibit C-2 | Draft Schedule of Rejected Executory Contracts and Unexpired Leases |

PLEASE TAKE FURTHER NOTICE that the Debtors reserve all rights, with the consultation or consent of any applicable counterparties to the extent required under the Plan, the RSA, or the Purchase Agreement, to alter, amend, modify, or supplement the Fourth Amended Plan Supplement and any of the documents contained herein in accordance with the terms of the Plan, the RSA, and the Purchase Agreement; *provided* that if any document in this Fourth Amended Plan Supplement is altered, amended, modified, or supplemented in any material respect prior to the Effective Date, the Debtors will file a redline of such document with the Bankruptcy Court. The final version of any such document may contain material differences from the version filed herewith. For the avoidance of doubt, the parties thereto have not consented to such document as being in final form and reserve all rights in that regard.

PLEASE TAKE FURTHER NOTICE that the documents contained in the Fourth Amended Plan Supplement are integral to, and are considered part of, the Plan.

PLEASE TAKE FURTHER NOTICE that copies of the Plan, Confirmation Order, Disclosure Statement, Plan Supplement, First Amended Plan Supplement, Second Amended Plan Supplement, Third Amended Plan Supplement, and Fourth Amended Plan Supplement are

accessible now, free of charge, on the Debtors' restructuring website, <https://www.kccllc.net/cyxtera>, and upon request of the Debtors' co-counsel, Kirkland & Ellis LLP and Cole Schotz P.C., at the respective addresses specified herein.

PLEASE TAKE FURTHER NOTICE that copies of all documents filed in these chapter 11 cases are available free of charge by visiting <https://www.kccllc.net/cyxtera>. You may also obtain copies of any pleadings by visiting the Court's website at <https://ecf.njb.uscourts.gov> in accordance with the procedures and fees set forth therein.

Dated: January 11, 2024

/s/ Grace A. Thompson

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**ADDITIONAL REJECTED CONTRACTS
UNDER EXHIBIT C-2 OF THE FOURTH AMENDED PLAN SUPPLEMENT**

Table of Contents²

Exhibit C	Draft Schedule of Assumed and Rejected Executory Contracts and Unexpired Leases
Exhibit C-2	Draft Schedule of Rejected Executory Contracts and Unexpired Leases

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://www.kccllc.net/cyxtera>. The location of Debtor Cyxtera Technologies, Inc.'s principal place of business and the Debtors' service address in these chapter 11 cases is: 2333 Ponce de Leon Boulevard, Ste. 900, Coral Gables, Florida 33134.

² Capitalized terms used but not defined in herein have the meanings given to them in the Plan.

Exhibit C

Draft Schedules of Assumed and Rejected Executory Contracts and Unexpired Leases

The Debtors have included a schedule of Executory Contracts and Unexpired Leases that they intend to assume as of the Effective Date or assume and assign in accordance with the Purchase Agreement and the Plan's treatment of Executory Contracts and Unexpired Leases. The Debtors reserve their rights to alter, amend, modify, or supplement this Exhibit C with the consent of the Purchaser and consistent with the Purchase Agreement.

Certain documents, or portions thereof, contained or to be contained in this Exhibit C and the Fourth Amended Plan Supplement remain subject to continued review, as applicable, by the Debtors, the Required Consenting Term Lenders, the Purchaser, and the Committee, and the final version of any such document may contain material differences from the version filed herewith. For the avoidance of doubt, the parties thereto have not consented to such document as being in final form and reserve all rights in that regard. The respective rights of the Debtors, the Required Consenting Term Lenders, the Purchaser, and the Committee, as applicable, are expressly reserved, subject to the terms and conditions set forth in the Plan, the Confirmation Order, the RSA, and the Purchase Agreement (including certain consent and approval rights), to alter, amend, modify, or supplement the Fourth Amended Plan Supplement and any of the documents contained therein in accordance with the terms of the Plan, the Confirmation Order, the RSA, and the Purchase Agreement, or by any other order of the Bankruptcy Court; *provided* that if any document in this Fourth Amended Plan Supplement is altered, amended, modified, or supplemented in any material respect prior to the Effective Date, the Debtors will file a redline of such document with the Bankruptcy Court.

Article V of the Plan, as approved by the Confirmation Order, provides that each Executory Contract or Unexpired Lease not previously rejected, assumed, or assumed and assigned shall (i) in the event of an Equity Investment Transaction or a Recapitalization Transaction, be deemed assumed or assumed and assigned, as applicable; or (ii) in the event of an Asset Sale, be (a) assumed or assumed and assigned to the Purchaser or a designee in accordance with the Purchase Agreement, as applicable, if it is listed on the Schedule of Assumed Executory Contracts and Unexpired Leases; (b) assumed and assigned to the Purchaser or a designee in accordance with the Purchase Agreement if it is not listed on either the Schedule of Assumed Executory Contracts and Unexpired Leases or the Schedule of Rejected Executory Contracts and Unexpired Leases and does not relate exclusively to Excluded Assets or Excluded Liabilities; or (c) rejected if it is (x) listed on the Schedule of Rejected Executory Contracts and Unexpired Leases or (y) not listed on either the Schedule of Assumed Executory Contracts and Unexpired Leases or the Schedule of Rejected Executory Contracts and Unexpired Leases and relates exclusively to the Excluded Assets or Excluded Liabilities. For the avoidance of doubt, the foregoing shall not affect any Executory Contract or Unexpired Lease that is (i) explicitly designated by the Plan or the Confirmation Order to be assumed or assumed and assigned, as applicable, in connection with the Confirmation of the Plan; (ii) subject to a pending motion to assume such Executory Contract or Unexpired Lease as of the Effective Date; (iii) a D&O Liability Insurance Policy; or (iv) a contract, instrument, release, indenture, or other agreement or document entered into in connection with the Plan. The assumption of Executory Contracts and Unexpired Leases hereunder may include the assignment of certain of such contracts to Affiliates.

Exhibit C-2

Draft Schedule of Rejected Executory Contracts and Unexpired Leases

Draft Schedule of Rejected Executory Contracts and Unexpired Leases

Debtor	Counter Party Name	Description
Cyxtera Communications, LLC	WeWork	Amendment To Membership Agreement*
Cyxtera Communications, LLC	WeWork	Amendment To Membership Agreement *
Cyxtera Communications, LLC	WeWork	Membership Agreement*
Cyxtera Communications, LLC	WeWork	Membership Agreement*

For the avoidance of doubt, such contracts were included on the Draft Schedule of Rejected Executory Contracts and Unexpired Leases as of the date of the filing of this Chapter 11 case.