

Hearing Date and Time: March 9, 2020 at 11:00 a.m. (Eastern Time)

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Proposed Counsel for Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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|--|---|--------------------------------|
| ----- | x | |
| <i>In re</i> | : | Chapter 11 |
| | : | |
| THE McCLATCHY COMPANY, <i>et al.</i>, | : | Case No. 20-10418 (MEW) |
| | : | |
| Debtors.¹ | : | (Jointly Administered) |
| | : | |
| ----- | x | Related Docket No. 29 |

NOTICE OF HEARING ON DEBTORS’ MOTION FOR ENTRY OF INTERIM AND FINAL ORDERS (I) APPROVING DEBTORS’ PROPOSED FORM OF ADEQUATE ASSURANCE OF PAYMENT; (II) ESTABLISHING PROCEDURES FOR RESOLVING OBJECTIONS BY UTILITY COMPANIES; AND (III) PROHIBITING UTILITY COMPANIES FROM ALTERING, REFUSING, OR DISCONTINUING SERVICE

¹ The last four digits of Debtor The McClatchy Company’s tax identification number are 0478. Due to the large number of debtor entities in these jointly administered chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <http://www.kccllc.net/McClatchy>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 2100 Q Street, Sacramento, California 95816.



PLEASE TAKE NOTICE that on February 13, 2020, The McClatchy Company and its affiliates, the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”) filed the *Debtors’ Motion for Entry of Interim and Final Orders (I) Approving Debtors’ Proposed Form of Adequate Assurance of Payment; (II) Establishing Procedures for Resolving Objections by Utility Companies; and (III) Prohibiting Utility Companies From Altering, Refusing, or Discontinuing Service* [Docket No. 29] (the “Motion”).

PLEASE TAKE FURTHER NOTICE that a hearing on the Motion to consider the entry of an interim order approving the Motion will be held before the Honorable Michael E. Wiles, United States Bankruptcy Judge in the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Courtroom 617, New York, New York 10004 (the “**Bankruptcy Court**”), on **March 9, 2020 at 11:00 a.m. (Eastern Time)** (the “**Hearing**”), or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that responses or objections (the “**Objections**”), if any, to the Motion, must be made in writing and (a) filed with the Bankruptcy Court no later than **4:00 p.m. (Eastern Time) on March 2, 2020** (the “**Objection Deadline**”) and (b) served so as to be actually received by the following parties by the Objection Deadline:

(i) the Debtors, The McClatchy Company, 2100 Q Street, Sacramento, California 95816;

(ii) proposed counsel for the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, Four Times Square, New York, NY 10036, Attn: Shana A. Elberg (shana.elberg@skadden.com) and Bram A. Stochlic (bram.stochlic@skadden.com), and 300 South Grand Avenue, Suite 3400, Los Angeles, California 90071, Attn: Van C. Durrer, II (van.durrer@skadden.com), and Destiny N. Almogue (destiny.almogue@skadden.com) and 525 University Avenue, Palo Alto, California 94301 Attn: Jennifer Madden (jennifer.madden@skadden.com);

(iii) proposed co-counsel for the Debtors, Togut, Segal & Segal LLP, One Penn Plaza, Suite 3335, New York, New York 10119, Attn: Albert Togut

(altogut@teamtogut.com), and Kyle J. Ortiz (kortiz@teamtogut.com), and Amy M. Oden (aoden@teamtogut.com);

(iv) Office of the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Room 1006, New York, New York 10014, Attn: Benjamin J. Higgins and Brian S. Masumoto;

(v) counsel to any statutory committee of unsecured creditors, or until such time as any committee is appointed, the entities listed on the consolidated list of 30 largest unsecured creditors filed by the Debtors in these Chapter 11 Cases;

(vi) the DIP Agent, Encina Business Credit, LLC, 123 N. Wacker Drive, Suite 2400, Chicago, Illinois 60606, Attn: Thomas Sullivan;

(vii) the ABL Agent, Wells Fargo Bank, National Association, 2450 Colorado Avenue, Suite 3000 West, Santa Monica California, Attn: Loan Portfolio Manager;

(viii) counsel to Wells Fargo Bank, National Association, Morgan, Lewis & Bockius LLP, 101 Park Avenue, New York, New York 10178, Attn: Jennifer Feldsher (Jennifer.feldsher@morganlewis.com) and Glenn E. Siegel (glenn.siegel@morganlewis.com) and David K. Shim (david.shim@morganlewis.com) and One Federal Street, Boston, Massachusetts 02110, Attn: Christopher L. Carter (christopher.carter@morganlewis.com);

(ix) the First Lien Agent, The Bank of New York Mellon Trust Company, N.A., 400 South Hope Street, Suite 500, Los Angeles, California 90071, Attn: Corporate Unit;

(x) the Second Lien Agent, The Bank of New York Mellon, 2001 Bryan Street, Suite 1000, Dallas, Texas, 75201 (lpcoe-dallasagentsvcs@bnymellon.com);

(xi) the Third Lien Agent, The Bank of New York Mellon Trust Company, N.A., 400 South Hope Street, Suite 500, Los Angeles, California 90071, Attn: Corporate Unit, and 2001 Bryan Street, Suite 1000, Dallas, Texas 75201 (lpcoe-dallasagentsvcs@bnymellon.com);

(xii) counsel to The Bank of New York Mellon Trust Company, Emmet, Marvin & Martin, LLP, 120 Broadway, 32nd Floor, New York, New York 10271, Attn: Thomas A. Pitta (tpitta@emmetmarvin.com) and Edward P. Zujkowski (ezujkowski@emmetmarvin.com) and Elizabeth Taraila (etaraila@emmetmarvin.com);

(xiii) counsel to Chatham Asset Management, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019, Attn: Andrew N. Rosenberg (arosenberg@paulweiss.com) and Elizabeth R. McColm (emccolm@paulweiss.com) and John t. Weber (jweber@paulweiss.com);

(xiv) counsel to Brigade Capital Management, LP, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036, Attn: Thomas Moers

Mayer (tmayer@kramerlevin.com) and Douglas H. Mannal (dmannal@kramerlevin.com) and David Braun (dbraun@kramerlevin.com);

(xv) counsel to the Pension Benefit Guaranty Corp., Schafer and Weiner, PLLC, 40950 Woodward Avenue, Suite 100, Bloomfield Hills, Missouri 48304, Attn: Joseph K. Grekin (jgrekin@schaferandweiner.com); and

(xvi) any party that has requested notice pursuant to Bankruptcy Rule 2002.

PLEASE TAKE FURTHER NOTICE that a copy of the Motion can be obtained through the Bankruptcy Court's electronic case filing system at www.nysb.uscourts.gov using a PACER password (to obtain a PACER password, go to the PACER website, www.pacer.gov) or the website maintained by the Debtors' noticing agent, Kurtzman Carson Consultants LLC, at <http://www.kccllc.net/McClatchy>.

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Dated: New York, New York
February 20, 2020

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

/s/ Van C. Durrer, II

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