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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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***In re*** : **Chapter 11**  
:   
**THE McCLATCHY COMPANY, *et al.*,** : **Case No. 20-10418 (MEW)**  
:   
**Debtors.<sup>1</sup>** : **(Jointly Administered)**  
:   
----- x **Related Docket Nos. 15, 65 & 172**

**NOTICE OF FILING OF ORDER AUTHORIZING DEBTORS TO MAINTAIN AND  
PAY PREPETITION OBLIGATIONS UNDER THE 2019 RETENTION PLANS**

<sup>1</sup> 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 Authorizing Debtors to Pay Prepetition Wages, Compensation, and Employee Benefits* [Docket No. 15] (the “**Motion**”);

**PLEASE TAKE FURTHER NOTICE** that on February 14, 2020, the Court held a hearing (the “**First Day Hearing**”) on the Motion and entered the *Interim Order Authorizing Debtors to Pay Certain Prepetition Wages, Compensation, and Employee Benefits* [Docket No. 65].

**PLEASE TAKE FURTHER NOTICE** that on March 9, 2020, the Court held a hearing (the “**Second Day Hearing**”) on the Motion. Prior to the Second Day Hearing, the Debtors agreed to adjourn the hearing on approval of the continuation and payment of prepetition obligations under the 2019 retention plans (the “**2019 Retention Plans**”) to March 25, 2020 at 11:00 a.m. (prevailing Eastern Time) with an objection deadline of March 18, 2020.

**PLEASE TAKE FURTHER NOTICE** that on March 10, 2020, the Debtors filed the *Declaration of Sean M. Harding in Support of Debtors’ Motion for Entry of an Order Approving Continuation of and Payment of Prepetition Obligations Under the 2019 Retention Plans* [Docket No. 172].

**PLEASE TAKE FURTHER NOTICE** that on March 12, 2020, the Court entered the *Final Order Authorizing Debtors to Pay Prepetition Wages, Compensation, and Employee Benefits* [Docket No. 184] setting the hearing on the 2019 Retention Plans for March 25, 2020 at 11:00 a.m. (prevailing Eastern Time).

**PLEASE TAKE FURTHER NOTICE** that the deadline for receipt of objections to the 2019 Retention Plans has passed, and no objections has been (a) filed with the Court on the docket of the above-captioned cases or (b) served on counsel to the Debtors in accordance with the *Order Pursuant to 11 U.S.C. § 105(a) and Fed. R. Bankr. P. 1015(c), 2002(m), and 9007 Implementing Certain Notice and Case Management Procedures* [ECF No. 106].

**PLEASE TAKE FURTHER NOTICE** that attached hereto as **Exhibit 1** is a proposed form of order (the “**Proposed Order**”) which authorizes the Debtors to pay and/or honor existing 2019 retention payment obligations in the ordinary course of business.

*[Remainder of Page Intentionally Left Blank]*

Dated: New York, New York  
March 23, 2020

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

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*Proposed Counsel to Debtors and Debtors in Possession*

**EXHIBIT 1**

**Proposed Order**

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

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

**ORDER AUTHORIZING DEBTORS TO MAINTAIN AND PAY PREPETITION  
OBLIGATIONS UNDER THE 2019 RETENTION PLANS**

Upon the *Debtors’ Motion For Entry of Interim and Final Orders Authorizing Debtors to Pay Prepetition Wages, Compensation, and Employee Benefits* [Docket No. 15] (the “**Motion**”)<sup>2</sup>, pursuant to which the Debtors sought authorization, but not direction, to, *inter alia*, maintain and administer the Company’s 2019 non-executive retention plan (the “**2019 NERP**”) and honor existing 2019 retention payment obligations in the ordinary course of business and to pay all amounts due thereunder in the ordinary course; and upon consideration of the First Day Declaration; and upon consideration of the *Declaration of Sean M. Harding in Support of Debtors’ Motion for Entry of an Order Approving Continuation of and Payment of Prepetition Obligations Under the 2019 Retention Plans* (Docket No. 172); and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*,

<sup>1</sup> 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.

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Motion.

dated January 31, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due and sufficient notice of this Motion having been given under the particular circumstances; and it appearing that no other or further notice is necessary; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby;

**ORDERED, ADJUDGED, AND DECREED that:**

1. The Debtors are authorized, but not directed, to maintain and administer the Company's 2019 non-executive retention plan (the "**2019 NERP**") and pay and/or honor existing 2019 retention payment obligations in the ordinary course of business.
2. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon entry hereof.
3. This Court shall retain exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: New York, New York  
March \_\_, 2020

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Honorable Michael E. Wiles  
UNITED STATES BANKRUPTCY JUDGE