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

In re:)
) Chapter 11
WINDSTREAM FINANCE CORP., *et al.*,¹)
) Case No. 19-22397 (LGB)
)
Reorganized Debtors.) (Formerly Jointly Administered under
) Lead Case: Windstream Holdings, Inc.,
) Case No. 19-22312)

**NOTICE OF FILING OF REVISED PROPOSED
FINAL DECREE CLOSING THE CHAPTER 11 CASES**

PLEASE TAKE NOTICE that on August 17, 2022, the above-captioned reorganized debtors (the “Reorganized Debtors”) filed the *Reorganized Debtors’ Motion for Entry of An Order (I) Closing the Chapter 11 Case, (II) Entering a Final Decree, (III) Terminating Services of Claims and Noticing Agent, and (IV) Granting Related Relief* [Docket No. 241] (the “Motion”) in the United States Bankruptcy Court for the Southern District of New York.

¹ The last four digits of the Reorganized Debtor Windstream Finance Corp.’s tax identification number are 5713. Due to the large number of Reorganized Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the reorganized 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 Reorganized Debtors’ claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Reorganized Debtors’ service address for purposes of these chapter 11 cases is 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.



PLEASE TAKE FURTHER NOTICE that the Debtors hereby file a revised proposed *Final Decree Closing the Chapter 11 Cases*, attached hereto as **Exhibit A**, to fully resolve the issues related to the *Limited Objection of U.S. Bank National Association to Reorganized Debtors' Motion for Entry of An Order (I) Closing the Chapter 11 Case, (II) Entering a Final Decree, (III) Terminating Services of Claims and Noticing Agent, and (IV) Granting Related Relief* [Docket No. 243].

PLEASE TAKE FURTHER NOTICE that a blackline reflecting changes from the proposed final order filed with the Motion is attached hereto as **Exhibit B**.

PLEASE TAKE FURTHER NOTICE that a hearing to consider entry of the proposed order and other matters related to the relief requested in the Motion will be held at a telephonic hearing, as described in the *Notice of Hearing on Reorganized Debtors' Motion for Entry of an Order (I) Closing the Chapter 11 Cases, (II) Entering a Final Decree, (III) Terminating Services of Claims and Noticing Agent, and (IV) Granting Related Relief* [Docket No. 245], held before the Honorable Lisa Beckerman, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, 1 Bowling Green, New York, New York 10004 (the "Bankruptcy Court") on **September 20, 2022, at 10:00 a.m., prevailing Eastern Time** (the "Hearing"). In accordance with General Order M-543 dated March 20, 2020, the Hearing will be conducted telephonically. Any parties wishing to participate must do so by making arrangements through CourtSolutions by visiting <https://www.court-solutions.com>.

PLEASE TAKE FURTHER NOTICE that copies of the Motion, Objections, Case Management Order and other pleadings filed in these chapter 11 cases may be obtained free of charge by visiting the website of Kurtzman Carson Consultants LLC, at <http://www.kccllc.net/windstream>. You may also obtain copies of any pleadings filed in these

chapter 11 cases by visiting the Bankruptcy Court's website at <http://www.nysb.uscourts.gov> in accordance with the procedures and fees set forth therein.

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Dated: September 19, 2022
New York, New York

/s/ Ross M. Kwasteniet

James H.M. Sprayregen, P.C.

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Counsel to the Reorganized Debtors

Exhibit A

Proposed Final Order

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Reorganized Debtors.)				(Formerly Jointly Administered under
)				Lead Case: Windstream Holdings, Inc.,
)				Case No. 19-22312)

FINAL DECREE CLOSING THE CHAPTER 11 CASES

Upon the motion (the “Motion”)² of the Reorganized Debtors for the entry of an order (this “Order”) closing the Remaining Case, all as more fully set forth in the Motion; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157(a)-(b) and 1334(b) and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*, dated February 1, 2012, as a core proceeding pursuant to 28 U.S.C. § 157(b) that this Court may decide by a final order consistent with Article III of the United States

¹ The last four digits of the Reorganized Debtor Windstream Finance Corp.’s tax identification number are 5713. Due to the large number of Reorganized Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the reorganized 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 Reorganized Debtors’ claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Reorganized Debtors’ service address for purposes of these chapter 11 cases is 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

Constitution; and this Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the Reorganized Debtors' notice of the Motion's request for relief and the opportunity for a hearing thereon were appropriate under the circumstances and no other notice thereof need be provided; and the Court having considered the *Limited Objection of U.S. Bank National Association to Reorganized Debtors' Motion for Entry of an Order (I) Closing the Chapter 11 Cases, (II) Entering a Final Decree, (III) Terminating Services of Claims and Noticing Agent, and (IV) Granting Related Relief* [Docket No. 243] (the "Objection"); and the Objection having been resolved by certain language in this Order; and upon the record of the hearing held by the Court, if any, and all of the proceedings herein; and, after due deliberation, this Court having determined that the legal and factual bases set forth in the Motion and at the hearing establish good and sufficient cause for the relief granted herein; and this Court having determined, in light of the nature and status of the claims objection as to each of the Outstanding Claims (*i.e.*, Claim Nos. 5161, 8710, and 8713), that the interests of judicial economy, convenience to the parties, fairness and comity are served by the retention of jurisdiction over the Outstanding Matter, therefore, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The docket of the chapter 11 case *In re Windstream Finance Corp., et al.*, Case No. 19-22397 (LGB) (the "Remaining Case") is hereby closed; *provided that* the Court shall retain jurisdiction in accordance with Article XI of the Plan (Retention of Jurisdiction); *provided further that* the Court shall retain jurisdiction over the Outstanding Matter and any matter arising from or related to the appeal styled *U.S. Bank National Association v. Windstream Holdings, Inc.*, 21-1754 (2d Cir. 2021) and any subsequent appeals or proceedings in any way related to the same (the "Unsecured Trustee Appeal").

3. KCC shall, to the extent applicable, (i) prepare a final claims register(s) for the Clerk's Office pursuant to the guidelines for implementing 28 U.S.C. § 156(c) and (ii) box and transport all claims (if any) to the Federal Archives, at the direction of the Clerk's Office. The services to be rendered by KCC in accordance with the preceding sentence shall be charged to the Reorganized Debtors.

4. Except as provided herein, KCC is hereby terminated and released as claims and noticing agent in these Chapter 11 Cases under Bankruptcy Rule 2002, 28 U.S.C. § 156(c), and the KCC Order.

5. Entry of this Order is without prejudice to the rights of the Debtors, the Reorganized Debtors or any party in interest to seek to reopen the Chapter 11 Cases for good cause shown in accordance with 11 U.S.C. § 350(b), including, for the avoidance of doubt, to resolve the Outstanding Claims or any matter arising from or related to the Unsecured Trustee Appeal. Upon reopening of any of the Chapter 11 Cases, quarterly fees will be imposed and paid pursuant to 28 U.S.C. § 1930(a)(6) and calculated based upon all disbursements for the period of reopening.

6. This Order is not intended to affect the jurisdiction of any court or limit the relief any court may grant with respect to any matter arising from or related to the Unsecured Trustee Appeal.

7. The Reorganized Debtors shall not rely upon this Order or the closing of the Remaining Case in any manner in connection with the Unsecured Trustee Appeal.

8. The Reorganized Debtors and their agents are authorized to take all actions necessary to effectuate the relief granted in accordance with the Motion and pursuant to this Order.

9. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

10. Notice of the Motion shall be deemed good and sufficient, and the applicable requirements of the Bankruptcy Rules and Local Bankruptcy Rules have been satisfied.

11. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

12. The Reorganized Debtors shall reserve sufficient funds to pay the Office of the U.S. Trustee the amount of any quarterly fees due pursuant to 28 U.S.C. § 1930 and any applicable interest due pursuant to 31 U.S.C. § 3717, which fees and interest, if any, shall be paid within fifteen (15) days of the entry of this Order. Within five (5) days after the entry of the Order, the Debtors shall provide to the United States Trustee an affidavit indicating cash disbursements for the period from July 1, 2022 to the date that the Order has been entered.

New York, New York

Dated: _____, 2022

THE HONORABLE LISA G. BECKERMAN
UNITED STATES BANKRUPTCY JUDGE

Exhibit B

Blackline to Filed Proposed Final Order

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FINAL DECREE CLOSING THE CHAPTER 11 CASES

Upon the motion (the “Motion”)² of the Reorganized Debtors for the entry of an order (this “Order”) closing the Remaining Case, all as more fully set forth in the Motion; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157(a)-(b) and 1334(b) and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*, dated February 1, 2012, as a core proceeding pursuant to 28 U.S.C. §

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² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

157(b) that this Court may decide by a final order consistent with Article III of the United States Constitution; and this Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the Reorganized Debtors' notice of the Motion's request for relief and the opportunity for a hearing thereon were appropriate under the circumstances and no other notice thereof need be provided; and the Court having considered the Limited Objection of U.S. Bank National Association to Reorganized Debtors' Motion for Entry of an Order (I) Closing the Chapter 11 Cases, (II) Entering a Final Decree, (III) Terminating Services of Claims and Noticing Agent, and (IV) Granting Related Relief [Docket No. 243] (the "Objection"); and the Objection having been resolved by certain language in this Order; and upon the record of the hearing held by the Court, if any, and all of the proceedings herein; and, after due deliberation, this Court having determined that the legal and factual bases set forth in the Motion and at the hearing establish good and sufficient cause for the relief granted herein; and this Court having determined, in light of the nature and status of the claims objection as to each of the Outstanding Claims (*i.e.*, Claim Nos. 5161, 8710, and 8713), that the interests of judicial economy, convenience to the parties, fairness and comity are served by the retention of jurisdiction over the Outstanding Matter, therefore, it is HEREBY ORDERED THAT:

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2. The docket of the chapter 11 case *In re Windstream Finance Corp., et al.*, Case No. 19-22397 (LGB) (the "Remaining Case") is hereby closed; *provided that* the Court shall retain jurisdiction in accordance with Article XI of the Plan (Retention of Jurisdiction); *provided further that* the Court shall retain jurisdiction over the Outstanding Matter: and any matter arising from or related to the appeal styled U.S. Bank National Association v. Windstream

[Holdings, Inc., 21-1754 \(2d Cir. 2021\) and any subsequent appeals or proceedings in any way related to the same \(the “Unsecured Trustee Appeal”\).](#)

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5. Entry of this Order is without prejudice to the rights of the Debtors ~~or~~, the Reorganized Debtors [or any party in interest](#) to seek to reopen the Chapter 11 Cases for good cause shown in accordance with 11 U.S.C. § 350(b), including, for the avoidance of doubt, to resolve the Outstanding Claims [or any matter arising from or related to the Unsecured Trustee Appeal](#). Upon reopening of any of the Chapter 11 Cases, quarterly fees will be imposed and paid pursuant to 28 U.S.C. § 1930(a)(6) and calculated based upon all disbursements for the period of reopening.

6. [This Order is not intended to affect the jurisdiction of any court or limit the relief any court may grant with respect to any matter arising from or related to the Unsecured Trustee Appeal.](#)

7. [The Reorganized Debtors shall not rely upon this Order or the closing of the Remaining Case in any manner in connection with the Unsecured Trustee Appeal.](#)

8. ~~6.~~ The Reorganized Debtors and their agents are authorized to take all actions necessary to effectuate the relief granted in accordance with the Motion and pursuant to this Order.

9. ~~7.~~ The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

10. ~~8.~~ Notice of the Motion shall be deemed good and sufficient, and the applicable requirements of the Bankruptcy Rules and Local Bankruptcy Rules have been satisfied.

11. ~~9.~~ This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

12. ~~10.~~ The Reorganized Debtors shall reserve sufficient funds to pay the Office of the U.S. Trustee the amount of any quarterly fees due pursuant to 28 U.S.C. § 1930 and any applicable interest due pursuant to 31 U.S.C. § 3717, which fees and interest, if any, shall be paid within fifteen (15) days of the entry of this Order. Within five (5) days after the entry of the Order, the Debtors shall provide to the United States Trustee an affidavit indicating cash disbursements for the period from July 1, 2022 to the date that the Order has been entered.

New York, New York
Dated: _____, 2022

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