

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

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In re: : Chapter 11  
: :  
**HERITAGE HOME GROUP LLC, et al.,** : Case No. 18-11736 (KG)  
: :  
Debtors.<sup>1</sup> : Jointly Administered  
: :  
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**NOTICE OF AGENDA OF MATTERS SCHEDULED  
FOR HEARING ON AUGUST 27, 2018 AT 1:30 P.M. (ET)**

**CONTINUED MATTERS**

1. (*Redacted*) Debtors’ Motion for Order, Pursuant to Bankruptcy Code Sections 363(b) and 503(c), Approving Debtors’ Key Employee Incentive Plan and Key Employee Retention Plan [Docket No. 77, 8/6/18]

Related Documents:

- A. (*Unredacted*) Debtors’ Motion for Order, Pursuant to Bankruptcy Code Sections 363(b) and 503(c), Approving Debtors’ Key Employee Incentive Plan and Key Employee Retention Plan (*Filed Under Seal*) [Docket No. 78, 8/6/18]
- B. Notice of Adjourned Hearing [Docket No. 144, 8/22/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 29, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent, the Official Committee of Unsecured Creditors (the “Committee”), and the U.S. Trustee]

Objections/Responses Filed: None to date

Status: This matter is being continued to September 6, 2018 at 11:00 a.m. (ET).

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s tax identification number, as applicable, are: Heritage Home Group LLC (9506); HH Global II B.V. (0165); HH Group Holdings US, Inc. (7206); HHG Real Property LLC (3221); and HHG Global Designs LLC (1150). The Debtors’ corporate headquarters is located at 1925 Eastchester Drive, High Point, North Carolina 27265.



2. Debtors' Motion, Pursuant to Section 107(b) of the Bankruptcy Code, Bankruptcy Rule 9018, and Local Rule 9018-1, for Entry of an Order Authorizing Them to Redact and to File Under Seal Certain Information Contained in Their Motion for Order, Pursuant to Bankruptcy Code Sections 363(b) and 503(c), Approving Debtors' Key Employee Incentive Plan and Key Employee Retention Plan [Docket No. 79, 8/6/18]

Related Document:

- A. Notice of Adjourned Hearing [Docket No. 144, 8/22/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 29, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent, the Committee, and the U.S. Trustee]

Objections/Responses Filed: None to date

Status: This matter is being continued to September 6, 2018 at 11:00 a.m. (ET).

**UNCONTESTED MATTERS WITH CERTIFICATIONS**

3. Debtors' Motion for Interim and Final Orders Pursuant to Section 366 of the Bankruptcy Code (I) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Utility Services, (II) Deeming Utility Companies Adequately Assured of Future Performance, (III) Establishing Procedures for Determining Additional Adequate Assurance of Payment, and (IV) Setting a Final Hearing Related Thereto [Docket No. 4, 7/29/18]

Related Documents:

- A. Interim Order, Pursuant to Section 366 of the Bankruptcy Code (I) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Utility Services, (II) Deeming Utility Companies Adequately Assured of Future Performance, (III) Establishing Procedures for Determining Additional Adequate Assurance of Payment, and (IV) Setting a Final Hearing Related Thereto [Docket No. 39, 7/31/18]
- B. Omnibus Notice of Pleadings and Hearing Thereon [Docket No. 48, 7/31/18]
- C. Certification of Counsel [Docket No. 153, 8/23/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent and the Committee]

Objections/Responses Filed:

- D. Informal response of the Committee

Status: A revised form of final order resolving the informal response has been submitted under Certification of Counsel. Unless the Court has questions regarding the requested relief, no hearing is necessary.

4. Debtors' Motion for Interim and Final Orders Authorizing (I) the Debtors to (A) Continue Prepetition Insurance Policies, (B) Pay All Prepetition Obligations in Respect Thereof, and (C) Continue Insurance Premium Financing Program, (II) the Debtors to Continue Surety Bond Program and Pay All Prepetition Obligations in Respect Thereof, and (III) Banks to Honor and Process Related Checks and Transfers [Docket No. 5, 7/29/18]

Related Documents:

A. Interim Order Authorizing (I) the Debtors to (A) Continue Prepetition Insurance Policies, (B) Pay All Prepetition Obligations in Respect Thereof, and (C) Continue Insurance Premium Financing Program, (II) the Debtors to Continue Surety Bond Program and Pay All Prepetition Obligations in Respect Thereof, and (III) Banks to Honor and Process Related Checks and Transfers [Docket No. 40, 7/31/18]

B. Omnibus Notice of Pleadings and Hearing Thereon [Docket No. 48, 7/31/18]

C. Certification of Counsel [Docket No. 155, 8/23/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent and the Committee]

Objections/Responses Filed:

D. Informal response of the Committee

Status: A revised form of final order resolving the informal response has been submitted under Certification of Counsel. Unless the Court has questions regarding the requested relief, no hearing is necessary.

5. Debtors' Motion for Entry of Interim and Final Orders, Pursuant to Sections 105(a), 363(b), 541, and 507(a)(8) of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004: (I) Authorizing Debtors to Pay Prepetition Taxes and Fees; and (II) Authorizing and Directing Banks and Financial Institutions to Honor and Process Checks and Transfers Related to Such Obligations [Docket No. 7, 7/29/18]

Related Documents:

A. Interim Order, Pursuant to Sections 105(a), 363(b), 541, and 507(a)(8) of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004: (I) Authorizing Debtors to Pay Prepetition Taxes and Fees; and (II) Authorizing and Directing Banks and Financial Institutions to Honor and Process Checks and Transfers Related to Such Obligations [Docket No. 42, 7/31/18]

B. Omnibus Notice of Pleadings and Hearing Thereon [Docket No. 48, 7/31/18]

C. Certificate of No Objection [Docket No. 154, 8/23/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent]

Objections/Responses Filed: None

Status: A Certificate of No Objection has been filed. No hearing is required.

6. Debtors' Motion for Entry of Interim and Final Orders Authorizing (I) Continued Use of Existing Cash Management System, (II) Continuation of Intercompany Transactions, and (III) Continued Use of Existing Bank Accounts and Check Stock [Docket No. 8, 7/29/18]

Related Documents:

A. Interim Order Authorizing (I) Continued Use of Existing Cash Management System, (II) Continuation of Intercompany Transactions, and (III) Continued Use of Existing Bank Accounts and Check Stock [Docket No. 43, 7/31/18]

B. Omnibus Notice of Pleadings and Hearing Thereon [Docket No. 48, 7/31/18]

C. Certification of Counsel [Docket No. 159, 8/23/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent and the Committee Creditors]

Objections/Responses Filed:

- D. Informal responses  
i. U.S. Trustee  
ii. Committee

Status: A revised form of final order resolving the informal responses has been submitted under Certification of Counsel. Unless the Court has questions regarding the requested relief, no hearing is necessary.

7. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Workforce Obligations and (B) Maintain and Continue Employee Wages and Benefits and Pay Related Obligations and (II) Authorizing Banks and Financial Institutions to Honor and Process Related Checks and Electronic Transfers [Docket No. 9, 7/29/18]

Related Documents:

A. Interim Order (I) Authorizing the Debtors to (A) Pay Prepetition Workforce Obligations and (B) Maintain Employee Wages and Benefits Programs and Pay

Related Obligations and (II) Authorizing the Banks to Honor and Process Related Checks and Electronic Transfers [Docket No. 45, 7/31/18]

B. Omnibus Notice of Pleadings and Hearing Thereon [Docket No. 48, 7/31/18]

C. Certificate of No Objection [Docket No. 160, 8/23/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent and the Committee]

Objections/Responses Filed: None

Status: A Certificate of No Objection has been filed. No hearing is required.

8. Debtors' Motion for Entry of Interim and Final Orders, Pursuant to Sections 105(a), 363, 503(b)(9), 1107(a) and 1108 of the Bankruptcy Code: (I) Authorizing the Debtors to Pay Certain Prepetition Claims of Lien Vendors, Foreign Vendors, Import Claimants, and 503(b)(9) Claimants; (II) Authorizing Banks to Honor and Process Check and Electronic Transfer Requests Related Thereto; and (III) Granting Certain Related Relief [Docket No. 10, 7/29/18]

Related Documents:

A. Interim Order, Pursuant to Sections 105(a), 363, 503(b)(9), 1107(a) and 1108 of the Bankruptcy Code: (I) Authorizing the Debtors to Pay Certain Prepetition Claims of Lien Vendors, Foreign Vendors, Import Claimants, and 503(b)(9) Claimants; (II) Authorizing Banks to Honor and Process Check and Electronic Transfer Requests Related Thereto; and (III) Granting Certain Related Relief [Docket No. 44, 7/31/18]

B. Omnibus Notice of Pleadings and Hearing Thereon [Docket No. 48, 7/31/18]

C. Certification of Counsel [Docket No. 156, 8/23/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent and the Committee]

Objections/Responses Filed:

D. Informal response of the Committee

Status: A revised form of final order resolving the informal response has been submitted under Certification of Counsel. Unless the Court has questions regarding the requested relief, no hearing is necessary.

9. Debtors' Motion for an Order Authorizing the Debtors to Retain, Employ, and Compensate Certain Professionals Utilized in the Ordinary Course of Business, Effective as of the Petition Date [Docket No. 69, 8/6/18]

Related Document:

- A. Certification of Counsel [Docket No. 157, 8/23/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent and the Committee]

Objections/Responses Filed:

- B. Informal response of the U.S. Trustee

Status: A revised form of order resolving the informal response has been submitted under Certification of Counsel. Unless the Court has questions regarding the requested relief, no hearing is necessary.

10. Debtors' Motion for Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No. 70, 8/6/18]

Related Document:

- A. Certification of Counsel [Docket No. 158, 8/23/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent and the Committee]

Objections/Responses Filed:

- B. Informal response of the Committee

Status: A revised form of order resolving the informal response has been submitted under Certification of Counsel. Unless the Court has questions regarding the requested relief, no hearing is necessary.

11. Debtors' Motion for Entry of an Order Authorizing the Debtors to (I) Employ and Retain AP Services, LLC to Provide Interim Management Services Pursuant to 11 U.S.C. § 363, *Nunc Pro Tunc* to the Petition Date, and (II) Designate Robert D. Albergotti as Chief Restructuring Officer and Interim Chief Financial Officer [Docket No. 71, 8/6/18]

Related Document:

- A. Certification of Counsel [Docket No. 148, 8/23/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent and the Committee]

Objections/Responses Filed:

- B. Informal responses
  - i. DIP Agent
  - ii. Committee
  - iii. U.S. Trustee

Status: A revised form of order resolving the informal responses has been submitted under Certification of Counsel. Unless the Court has questions regarding the requested relief, no hearing is necessary.

- 12. Application of the Debtors for Entry of an Order Authorizing and Approving the Employment and Retention of Kurtzman Carson Consultants LLC as Administrative Advisor for the Debtors, *Nunc Pro Tunc* to the Petition Date [Docket No. 73, 8/6/18]

Related Document:

- A. Certificate of No Objection [Docket No. 149, 8/23/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent and the Committee]

Objections/Responses Filed: None

Status: A Certificate of No Objection has been filed. No hearing is required.

- 13. Debtors' Application for Entry of an Order Authorizing Debtors to Retain and Employ Joseph A. Malfitano, PLLC as Special Transactional Counsel *Nunc Pro Tunc* to the Petition Date [Docket No. 74, 8/6/18]

Related Documents:

- A. Declaration of Robert D. Albergotti in Support of Debtors' Application for Entry of an Order Authorizing Debtors to Retain and Employ Joseph A. Malfitano, PLLC as Special Transactional Counsel *Nunc Pro Tunc* to the Petition Date [Docket No. 145, 8/22/18]
- B. Supplemental Declaration of Joseph A. Malfitano in Support of Debtors' Application for Entry of an Order Authorizing Debtors to Retain and Employ Joseph A. Malfitano, PLLC as Special Transactional Counsel *Nunc Pro Tunc* to the Petition Date [Docket No. 146, 8/22/18]
- C. Certification of Counsel [Docket No. 152, 8/23/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent and the Committee]

Objections/Responses Filed:

D. Informal response of the U.S. Trustee

Status: A revised form of order resolving the informal response has been submitted under Certification of Counsel. Unless the Court has questions regarding the requested relief, no hearing is necessary.

14. Debtors' Application for an Order Authorizing the Retention and Employment of Young Conaway Stargatt & Taylor, LLP as Counsel for the Debtors, Effective as of the Petition Date [Docket No. 75, 8/6/18]

Related Document:

A. Certification of Counsel [Docket No. 150, 8/23/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent]

Objections/Responses Filed:

B. Informal response of the U.S. Trustee

Status: A revised form of order resolving the informal response has been submitted under Certification of Counsel. Unless the Court has questions regarding the requested relief, no hearing is necessary.

15. Application of the Debtors, Pursuant to 11 U.S.C. §§ 327(a) and 328(a), Fed. R. Bankr. P. 2014 and 5002, and Del. Bankr. L.R. 2014-1 and 2016-2(h), for Entry of an Order (I) Authorizing Employment and Retention of Houlihan Lokey Capital, Inc. as Financial Advisor and Investment Banker for the Debtors *Nunc Pro Tunc* to the Petition Date and (II) Modifying Certain Information Requirements of Del. Bankr. L.R. 2016-2 [Docket No. 76, 8/6/18]

Related Document:

A. Certification of Counsel [Docket No. 151, 8/23/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to (i) August 21, 2018 at 5:00 p.m. (ET) solely with respect to the Committee and (ii) August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent]



Objections/Responses Filed:

- B. Informal responses
  - i. U.S. Trustee
  - ii. Committee

Status: A revised form of order resolving the informal responses has been submitted under Certification of Counsel. Unless the Court has questions regarding the requested relief, no hearing is necessary.

**UNCONTESTED MATTERS GOING FORWARD**

16. Motion for Entry of an Order Authorizing the Official Committee of Unsecured Creditors to File Under Seal its Objection of Official Committee of Unsecured Creditors to Debtors' Motion for Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Post-Petition Financing and (B) Utilize Cash Collateral of Secured Parties, (II) Granting Adequate Protection, (III) Modifying the Automatic Stay, and (IV) Granting Related Relief, Pursuant to 11 U.S.C. §§ 105, 361, 362, 363(c), (d) & (e), 364(c), 364(d)(1), 364(e), and 507(b) [Docket No. 141, 8/21/18]

Objection Deadline: At the hearing

Objections/Responses Filed: None to date

Status: This matter will be going forward.

**CONTESTED MATTERS**

17. Debtors' Motion for Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Post-Petition Financing and (B) Utilize Cash Collateral of Secured Parties, (II) Granting Adequate Protection, (III) Modifying the Automatic Stay, and (IV) Granting Related Relief, Pursuant to 11 U.S.C. §§ 105, 361, 362, 363(c), (d) & (e), 364(c), 364(d)(1), 364(e), and 507(b) [Docket No. 11, 7/29/18]

Related Documents:

- A. Order (I) Authorizing the Debtors to (A) Obtain Post-Petition Financing on an Interim Basis and (B) Utilize Cash Collateral of Secured Parties on an Interim Basis, (II) Granting Adequate Protection, (III) Modifying the Automatic Stay, and (IV) Granting Related Relief, Pursuant to 11 U.S.C. Sections 105, 361, 362, 363(c), (d) & (e), 364(c), 364(d)(1), 364(e), and 507(b), and (V) Scheduling a Final Hearing Authorizing Financing on a Final Basis Pursuant to Bankruptcy Rule 4001 [Docket No. 46, 7/31/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to August 21, 2018 at 5:00 p.m. (ET) solely with respect to the Committee and the U.S. Trustee]

Objections/Responses Filed:

- B. Limited Objection of the FBI Wind Down, Inc. Liquidating Trust [Docket No. 131, 8/20/18]
- C. (*Unredacted*) Objection of Official Committee of Unsecured Creditors (*Filed Under Seal*) [Docket No. 139, 8/21/18]
- D. (*Redacted*) Objection of Official Committee of Unsecured Creditors [Docket No. 140, 8/21/18]

Status: The Debtors believe that Item C will be been consensually resolved through revisions to the Final Order and are working with PNC, KPS, and the Committee to resolve or narrow the Committee's objections in advance of the hearing. The Debtors, PNC, and KPS intend to seek leave from the Court to file replies in support of the motion. This matter will be going forward.

18. Debtors' Motion for Orders: (I) Approving (A) Bidding Procedures for the Sale of Debtors' Assets Related to the Luxury Brands Business; (B) Form and Manner of Notices; (C) Form of Asset Purchase Agreement, Including Bid Protections; (II) Scheduling Dates to Conduct Auction and Hearing to Consider Final Approval of Sale, Including Treatment of Executory Contracts and Unexpired Leases; and (III) Granting Related Relief; and (IV)(A) Approving the Sale of the Acquired Assets; (B) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases; and (C) Granting Related Relief [Docket No. 13, 7/29/18]

Related Documents:

- A. Notice of Motion [Docket No. 68, 8/6/18]

Objection Deadline: August 20, 2018 at 4:00 p.m. (ET) [Extended to (i) August 22, 2018 at 5:00 p.m. (ET) solely with respect to the DIP Agent and the U.S. Trustee, and (ii) August 23, 2018 at 10:00 a.m. (ET) solely with respect to the Committee]

Objections/Responses Filed:

- B. Informal Response of the U.S. Trustee
- C. Limited Objection of International Market Centers, LLC [Docket No. 129, 8/20/18]
- D. Limited Objection of Westchester Fire Insurance Company [Docket No. 132, 8/20/18]
- E. Reservation of Rights of the Committee [Docket No. 147, 8/23/12]

Status: The informal response of the U.S. Trustee has been resolved and the Debtors are working with the Committee to resolve its one outstanding comment. The

Debtors intend to submit a revised form of order at the hearing addressing the comments received from the U.S. Trustee and the Committee. This matter will be going forward.

Dated: August 23, 2018  
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

*/s/ Jaime Luton Chapman*

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*Proposed Counsel to the Debtors and  
Debtors in Possession*