

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
KDC AGRIBUSINESS LLC, <i>et al.</i> ,)	Case No. 23-10786 (CTG)
)	
Debtors. ¹)	(Jointly Administered)
)	
)	

**NOTICE OF AGENDA OF MATTERS SCHEDULED FOR HEARING ON
NOVEMBER 15, 2023 AT 1:00 P.M. (ET), BEFORE THE HONORABLE
CRAIG T. GOLDBLATT, AT THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE, 3rd FLOOR, COURTROOM 7**

This hearing will be conducted in-person in Courtroom #7, 3rd floor. All parties, including witnesses, are expected to attend in person unless permitted to appear via Zoom. Participation at the in-person court proceeding using Zoom is allowed only in the following circumstances: (i) counsel for a party or a pro se litigant that files a responsive pleading and intends to make only a limited argument; (ii) a party or a representative of a party that has not submitted a pleading but is interested in observing the hearing; (iii) any party that is proceeding, in a claims allowance dispute, on a pro se basis; or (iv) extenuating circumstances that warrant remote participation as may be determined by the Court. All participants over Zoom must register in advance. Please register by 11/14/2023 at 4:00 p.m. (ET).

<https://debuscourts.zoomgov.com/meeting/register/vJlSf--orjkvHBFGJpV2evIk5oUYOoRnZnk>

I. MATTER GOING FORWARD:

1. Motion of the Debtors for Entry of Orders (I)(A) Approving Bidding Procedures for the Sale of Substantially All of the Debtors’ Assets, (B) Authorizing the Debtors to Designate a Stalking Horse Bidder and to Provide Bidding Protections, (C) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (D) Approving Assumption and Assignment Procedures, (E) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof and (F) Granting Related Relief; and (II)(A) Approving the Sale of the Debtors’ Assets Free and Clear of Liens, Claims, Interests and Encumbrances,

¹ The debtors and debtors in possession in these cases and the last four digits of their respective Employer Identification Numbers are: KDC Agribusiness LLC (2280), Do Good Chicken LLC (1523), Do Good Foods Facility Management LLC (3974), Do Good Foods Fort Wayne LLC (6909), Do Good Foods LLC (9976), Do Good Foods Managed Services LLC (4214), Do Good Foods Selma LLC (3776) and KDC Agribusiness Fairless Hills LLC (8680) (“**Fairless Hills**”). The debtors’ mailing address, other than Fairless Hills, is 1545 US Highway 206, Suite 100, Bedminster, New Jersey 07921. The mailing address of Fairless Hills is 250 Canal Road, Fairless Hills, Pennsylvania 19030.



(B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases and (C) Granting Related Relief [[Docket No. 71](#) – filed June 22, 2023]

Sale Objection / Response Deadline: August 30, 2023 at 4:00 p.m. (ET)

Sale Objection / Responses Received: None.

Supplemental Sale Objection / Response Deadline: September 14, 2023 at 4:00 p.m. (ET); extended for all parties until October 30, 2023 at 4:00 p.m. (ET); extended for California Safe Soil, LLC until October 30, 2023 at 11:59 p.m. (ET)

Supplemental Sale Objections/ Responses Received:

- A. Limited Objection of California Safe Soil, LLC to Notice of Credit Bid, Successful Bidder, and Cancellation of Auction [[Docket No. 431](#) – filed October 30, 2023]
- B. [SEALED] Response of California Safe Soil, LLC to Buffa Declaration and Supplement to Limited Objection to Credit Bid APA [Docket No. 446 – filed November 6, 2023]
 - i. [SEALED] Declaration of Lawrence J. Kotler in Support of Response of California Safe Soil, LLC to Buffa Declaration and Supplement to Limited Objection to Credit Bid APA [Docket No. 447 – filed November 6, 2023]
 - ii. [REDACTED] Response of California Safe Soil, LLC to Buffa Declaration and Supplement to Limited Objection to Credit Bid APA [[Docket No. 457](#) – filed November 10, 2023]
 - iii. [REDACTED] Declaration of Lawrence J. Kotler in Support of Response of California Safe Soil, LLC to Buffa Declaration and Supplement to Limited Objection to Credit Bid APA [[Docket No. 458](#) – filed November 10, 2023]

Cure and Adequate Assurance Objection Deadline: September 14, 2023 at 4:00 p.m. (ET); extended for certain parties until October 30, 2023 at 4:00 p.m. (ET) pursuant to Docket Nos. 404 & 419; extended for certain parties with objections due at the hearing pursuant to Docket No. 420

Cure and/or Adequate Assurance Objections / Responses Received:

- a. Cure Objection and Reservation of Rights of Torcon, Inc. in Response to Debtors' Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Substantially All Assets [[Docket No. 326](#) – filed August 30, 2023]

Status: On October 20, 2023, the Court entered the *Order (I) Authorizing the Debtors to (A) Reject Certain Executory Contract and Unexpired Leases Effective as of the Rejection Date and (B) Abandon Certain Remaining Property in Connection Therewith, and (II) Granting Related Relief* [Docket No. 402] rejecting the applicable contract. Accordingly, the objection is moot and a hearing is no longer necessary.

- b. Informal Response from Amentum Commercial Operations, Inc.

Status: On September 20, 2023, the Court entered the *Order (I) Authorizing the Debtors to (A) Reject Certain Executory Contract, Effective as of the Rejection Date and (B) Abandon Certain Remaining Property in Connection Therewith, and (II) Granting Related Relief* [Docket No. 355] rejecting the applicable contract. Accordingly, the informal response is moot and a hearing is no longer necessary.

- c. Response of Allen Harim Foods, LLC to Cure Notice [[Docket No. 449](#) – filed November 6, 2023]

Status: The Debtors intend to reject the master co-packer agreement with Allen Harim Foods, LLC. Accordingly, the Debtors believe this cure objection is moot and a hearing is no longer necessary.

Related Documents:

- i. Order (I) Approving Bidding Procedures for the Sale of Substantially All of the Debtors' Assets, (II) Authorizing the Debtors to Designate a Stalking Horse Bidder and to Provide Bidding Protections, (III) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (IV) Approving Assumption and Assignment Procedures, (V) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof, and (VI) Granting Related Relief [[Docket No. 208](#) – entered July 20, 2023]
- ii. Notice of Sale, Bidding Procedures, Auction, Sale Hearing and Other Deadlines Related Thereto [[Docket No. 228](#) – filed July 25, 2023]
- iii. Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection With Sale of Substantially All Assets [[Docket No. 229](#) – filed July 25, 2023]

- iv. Affidavit of Publication of the Notice of Sale, Bidding Procedures, Auction, Sale Hearing and Related Deadlines in the National Edition of *USA Today* [[Docket No. 247](#) – filed August 1, 2023]
- v. Notice of Adjournment of Key Dates and Deadlines Set Forth in Bidding Procedures [[Docket No. 332](#) – filed September 8, 2023]
- vi. Notice of Revised Key Dates and Deadlines Set Forth in Bidding Procedures [[Docket No. 387](#) – filed October 17, 2023]
- vii. Notice of Revised Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection With Sale of Substantially All Assets [[Docket No. 404](#) – filed October 23, 2023]
- viii. Notice of Adjourned Bid Deadline and Auction [[Docket No. 418](#) – filed October 25, 2023]
- ix. Notice of First Supplement to Revised Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Substantially All Assets [[Docket No. 419](#) – filed October 26, 2023]
- x. Notice of Second Supplement to Revised Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Substantially All Assets [[Docket No. 420](#) – filed October 26, 2023]
- xi. Notice of Credit Bid, Successful Bidder and Cancellation of Auction [[Docket No. 421](#) – filed October 26, 2023]
- xii. Notice of Modified Sales Process and Adjourned Key Dates and Deadlines with Respect to the Remaining Assets [[Docket No. 422](#) – filed October 26, 2023]
- xiii. Notice of Filing of Proposed Sale Order for Do Good Brands Assets [[Docket No. 425](#) – filed October 27, 2023]
- xiv. Declaration of Kevin Lisanti of Jefferies LLC in Support of the Sale of the Debtors’ Do Good Brand Assets [[Docket No. 432](#) – filed October 31, 2023]
- xv. Declaration of David Buffa in Support of the Sale of the Debtors’ Do Good Brand Assets [[Docket No. 435](#) – filed October 31, 2023]
- xvi. Debtors’ Reply to Objection of California Safe Soil, LLC to the Sale of Debtors’ Do Good Brand Assets [[Docket No. 460](#) – filed November 10, 2023]
- xvii. Motion of the Debtors for Leave to File Debtors’ Reply to Objection of California Safe Soil, LLC to the Sale of Debtors’ Do Good Brand Assets [[Docket No. 463](#) – filed November 13, 2023]
- xviii. Preliminary Observations [[Docket No. 464](#) – filed November 13, 2023]

Status: The hearing on this matter is going forward.

Dated: November 13, 2023
Wilmington, Delaware

/s/ *Brendan J. Schlauch*

John H. Knight (No. 3848)

Paul N. Heath (No. 3704)

Brendan J. Schlauch (No. 6115)

David T. Queroli (No. 6318)

Huiqi Liu (No. 6850)

Zachary J. Javorsky (No. 7069)

RICHARDS, LAYTON & FINGER, P.A.

One Rodney Square

920 North King Street

Wilmington, Delaware 19801

Telephone: 302-651-7700

Fax: 302-651-7701

Email: knight@rlf.com

heath@rlf.com

schlauch@rlf.com

queroli@rlf.com

liu@rlf.com

javorsky@rlf.com

Counsel to the Debtors