



1

2

Telephonic Conference re: Sale Process

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20 Transcribed by: Emily Howard

21 eScribers, LLC

22 352 Seventh Avenue, Suite #604

23 New York, NY 10001

24 (973)406-2250

25 operations@escribers.net

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25

A P P E A R A N C E S (ALL TELEPHONICALLY):

TOGUT, SEGAL & SEGAL LLP

Attorneys for Debtors

One Penn Plaza

Suite 3335

New York, NY 10119

BY: ALBERT TOGUT, ESQ.

KYLE J. ORTIZ, ESQ.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

Attorneys for Debtors

300 South Grand Avenue

Suite 3400

Los Angeles, CA 90071

BY: VAN C. DURRER, II, ESQ.

STROOCK & STROOCK & LAVAN LLP

Attorneys for Official Committee of Unsecured Creditors

180 Maiden Lane

New York, NY 10038

BY: ISAAC S. SASSON, ESQ.

KRISTOPHER M. HANSEN, ESQ.

EREZ E. GILAD, ESQ.

DANIEL A. FLIMAN, ESQ.

SAMANTHA MARTIN, ESQ.

UNITED STATES DEPARTMENT OF JUSTICE

Office of the United States Trustee

201 Varick Street

Suite 1006

New York, NY 10014

BY: BENJAMIN J. HIGGINS, ESQ.

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25

CHOATE, HALL & STEWART LLP

Attorneys for Encina Business Credit

Two International Place

Boston, MA 02110

BY: KEVIN J. SIMARD, ESQ.

EMMET, MARVIN & MARTIN LLP

Attorney for The Bank of New York Mellon Trust

Company, N.A.

120 Broadway

32nd Floor

New York, NY 10271

BY: THOMAS A. PITTA, ESQ.

PENSION BENEFIT GUARANTY CORPORATION

Attorneys for Pension Benefit Guaranty Corporation

1200 K Street, N.W.

Washington, DC 20005

BY: KARTAR S. KHALSA, ESQ.

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25

KRAMER LEVIN NAFTALIS & FRANKEL LLP

Attorneys for Brigade Capital Management  
1177 Avenue of the Americas  
New York, NY 10036

BY: DOUGLAS H. MANNAL, ESQ.  
THOMAS M. MAYER, ESQ.

PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP

Attorneys for Chatham Asset Management  
1285 Avenue of the Americas  
New York, NY 10019

BY: JOHN WEBER, ESQ.  
ANDREW N. ROSENBERG, ESQ.

ALSO PRESENT:

SEAN M. HARDING, FTI Consulting  
JONATHAN KNEE, Evercore Group L.L.C.

THE MCCLATCHY COMPANY, ET AL.

7

1 P R O C E E D I N G S

2 THE COURT: Good afternoon, everybody. Are the  
3 parties ready to proceed?

4 MR. DURRER: Yes, Your Honor. This is Van Durrer,  
5 Skadden, Arps, Slate, Meagher & Flom, on behalf of the debtors.  
6 Good afternoon. And thanks again for your time and  
7 accommodation.

8 Your Honor, a couple days ago at docket 418, we filed  
9 a motion to approve bidding procedures. That motion is  
10 supported by declarations by Jonathan Knee of Evercore, at  
11 docket 421, and Sean Harding of FTI Consulting, our CRO, at  
12 docket 422.

13 The bidding procedures are consistent with what we  
14 described for the Court on Monday afternoon and, as I  
15 understand it, are consensual. Let me clarify. I think that  
16 the committee continues to have reservations about conducting a  
17 sale process in the midst of the pandemic. But I think they  
18 agree that, as a contingency planning measure with the  
19 procedures that we've agreed to, that they don't have an  
20 objection to a proceeding. I think they're reserving rights on  
21 the outcome of the process, as I think we all are. But for  
22 now, I think that's the understanding.

23 And subject to the understanding, we would ask Your  
24 Honor to consider dockets 421 and 422 in evidence for purposes  
25 of approval of the bidding procedures, only.

THE MCCLATCHY COMPANY, ET AL.

8

1 THE COURT: Any objections? All right, then.

2 (Declarations by Jonathan Knee of Evercore and Sean  
3 Harding of FTI Consulting in support of bidding procedures were  
4 hereby received into evidence as Debtors' Exhibits, as of this  
5 date.)

6 MR. HANSEN: No, Your Honor. This is Kris -- yeah, I  
7 was going to say, Your Honor, it's Kris Hansen with Stroock &  
8 Stroock & Lavan, on behalf of the official creditors'  
9 committee. Mr. Durrer's explained our position correctly. We  
10 support entry of these procedures, even though we recognize  
11 this is, in our view, not the ideal time to sell the asset.  
12 But certainly, we worked together, and we reported that to you  
13 the other day, to try to come up with a set of procedures that  
14 we all had input on and that we could put before you on a  
15 consensual basis, which is what this is.

16 THE COURT: Okay. Are there any parties who object to  
17 the proposed procedures?

18 MR. ROSENBERG: Your Honor, it's Andrew Rosenberg,  
19 Paul, Weiss, Rifkind, Wharton & Garrison for Chatham. We have  
20 no objection.

21 THE COURT: Okay.

22 MR. MANNAL: Your Honor, Doug Mannal, from the law  
23 firm Kramer, Levin on behalf of Brigade. And we have no  
24 objection to the entry of these orders.

25 THE COURT: Great. Okay, I want to commend the



1 parties for working together to do this on short notice. I  
2 think it's -- the clarity is in everybody's interest, and I  
3 appreciate that you took me up on my suggestion last week that  
4 you do this.

5 I have four questions or minor comments. On the  
6 initial bid deadline, I see that you've proposed May 12th. But  
7 it's not clear to me, and I think in different parts of the  
8 procedures it's stated differently, as to whether that is a  
9 cutoff so that anybody who doesn't express interest by that  
10 deadline is left out of the process. At one point, that's what  
11 the procedures do say. I don't really understand why we have  
12 such an early cutoff, if the final bid deadline is July 1.

13 And I'm also concerned that some people may not even  
14 get notice, either the notices that you mail or whatever you  
15 publish, by May 12th. So is that intended to be a hard and  
16 fast deadline, or not?

17 MR. DURRER: Your Honor, in the declaration of  
18 Jonathan Knee, I think you'll see language that we went back to  
19 the entire group of parties under NDA. And remember, there's  
20 twenty-odd number of them. We asked them whether they needed  
21 more time than May 5th, two days ago. And the response that we  
22 got was no. So our view is that everybody's ready to go.

23 As I said at the hearing a few days ago, of course  
24 we're going to take a real-time assessment in consultation with  
25 the cutoff -- or with the consultation parties regarding

1 interest that pops up after that. But we do want to make sure  
2 that we're sharing information, the more detailed information  
3 that's become available as of May 15, the parties that actually  
4 have expressed an interest.

5 So I think Your Honor is basically correct that it's  
6 not a hard and fast cutoff if someone is willing to show real  
7 interest. But I think they would certainly be behind their  
8 peers. And when we visited with the committee on the identity  
9 of the folks that we went out to in the first instance, they  
10 didn't have any broader group of people to talk to. So I think  
11 that the risk of people not getting notice of this is pretty  
12 small.

13 We issued a press release regarding the process on  
14 April 16, so that would've been out there for approximately a  
15 month. It's a public company. So we think the risk that  
16 you're identifying, Your Honor, is low. But we'll react to it  
17 in real-time and make sure that, if somebody raises their hand  
18 post-May 12 and has money and is funded and shows its interest,  
19 that we'll be happy to accommodate them.

20 THE COURT: Okay. Can you clarify the order and the  
21 procedures to make that clear because -- I'm sorry I didn't  
22 mark exactly where it was, but at some point as I was reading  
23 it, I got -- I saw things that were inconsistent, and in one  
24 place it was stated as a hard and fast deadline, that nobody  
25 would be able to participate if they hadn't submitted by the

1 bid deadline.

2 MR. DURRER: Yeah, we'll make that clarification, Your  
3 Honor.

4 THE COURT: Okay, I appreciate it.

5 And on the stalking horse, what I've done in other  
6 cases is say that if the consultation parties are unanimous in  
7 the agreement of the stalking horse and the bid protections,  
8 then that's fine. You can do it without coming back to me.

9 If there's a disagreement, you really should come back  
10 to me, but I will allow you to do that on shortened notice so  
11 that if you want to -- if you have a disagreement, but you want  
12 to designate a stalking horse, you can do it on three days'  
13 notice, rather than just delegating it outright, okay?

14 MR. DURRER: Okay. That's no problem, Your Honor.

15 THE COURT: All right. On cure procedures, there's  
16 always a tension between how much time the debtors want to  
17 figure out what cure amounts are and how much time creditors  
18 need to react. Here, you've proposed to designate cure amounts  
19 as late as July 15th with an objection period of ten days. But  
20 that would actually take you later than your proposed hearing  
21 date. Do you need until July 15th to designate cure amounts?

22 MR. DURRER: There's going to be a schedule in the  
23 data room, as of May 15, with cure amounts, so I think that we  
24 can probably put that notice out much earlier, Your Honor.

25 THE COURT: Yeah, it might make a lot more sense, and

1 then give creditors a little more room under the current  
2 circumstances to make their responses and to give you time to  
3 talk to them, too, rather than wait until July.

4 MR. DURRER: Okay.

5 THE COURT: And I have only one other request. You  
6 asked for July 23 as a hearing date?

7 MR. DURRER: Yes, Your Honor.

8 THE COURT: That's my birthday. I'd rather do it July  
9 24th, 27th.

10 MR. DURRER: July 24 is fine and happy birthday,  
11 early.

12 THE COURT: Okay. No offense; I just didn't feel like  
13 spending it at a hearing.

14 MR. DURRER: We don't blame you. We just hope you'll  
15 be over the hangover by the 24th.

16 THE COURT: I'm sure I will be. All right, are there  
17 any other --

18 MR. DURRER: All right, and just a --

19 THE COURT: -- questions or comments?

20 MR. DURRER: Yeah, just a housekeeping matter, Your  
21 Honor. With respect to the DIP modification motion, there's  
22 still some wordsmithing going on, so what we would propose,  
23 just adjourn that to the May 19 hearing. Hopefully, we'll have  
24 that all wrapped up.

25 THE COURT: Very good. All right. Thank you, again.

1 I appreciate all the work you put into this.

2 MR. DURRER: Thank you, Your Honor. And we appreciate  
3 the work that the parties put in, as well. It was a team  
4 effort, and we're grateful for that.

5 THE COURT: Very good. Anything else for today?

6 MR. DURRER: No, Your Honor.

7 THE COURT: All right. When you've cleaned up the  
8 order on the procedures, just send us something that's marked  
9 to show the changes, and we'll enter it.

10 MR. DURRER: Thank you, sir.

11 THE COURT: Thank you. Okay, we're adjourned.

12 MR. DURRER: Bye-bye.

13 (Whereupon these proceedings were concluded)

14

15

16

17

18

19

20

21

22

23

24

25

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25

I N D E X

E X H I B I T S

DEBTORS'	DESCRIPTION	MARKED	ADMITTED
	Declarations of		8
	Jonathan Knee of Evercore		
	and Sean Harding of FTI		
	Consulting in support of		
	bid procedures		

RULINGS:	PAGE	LINE
Bid procedures order approved	13	7

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25

C E R T I F I C A T I O N

I, Emily Howard, certify that the foregoing transcript is a true and accurate record of the proceedings.



---

Emily Howard (CDLT-219)  
TTA-Certified Digital Legal Transcriber  
eScribers  
352 Seventh Ave., Suite #604  
New York, NY 10001

Date: May 7, 2020

May 7, 2020

A	B	7:15;10:20	9:9,12,25;10:6	E
		clarity (1) 9:2	D	
able (1) 10:25	back (3) 9:18;11:8,9	cleaned (1) 13:7	DANIEL (1) 4:11	earlier (1) 11:24
accommodate (1) 10:19	Bank (1) 5:11	clear (2) 9:7;10:21	data (1) 11:23	early (2) 9:12;12:11
accommodation (1) 7:7	basically (1) 10:5	coming (1) 11:8	date (3) 8:5;11:21;12:6	effort (1) 13:4
actually (2) 10:3;11:20	basis (1) 8:15	commend (1) 8:25	day (1) 8:13	either (1) 9:14
adjourn (1) 12:23	become (1) 10:3	comments (2) 9:5;12:19	days (4) 7:8;9:21,23;11:19	else (1) 13:5
adjourned (1) 13:11	behalf (3) 7:5;8:8,23	Committee (4) 4:4;7:16;8:9;10:8	days' (1) 11:12	EMMET (1) 5:10
afternoon (3) 7:2,6,14	behind (1) 10:7	Company (2) 5:12;10:15	DC (1) 5:23	Encina (1) 5:3
again (2) 7:6;12:25	BENEFIT (2) 5:20,21	concerned (1) 9:13	deadline (6) 9:6,10,12,16; 10:24;11:1	enter (1) 13:9
ago (3) 7:8;9:21,23	BENJAMIN (1) 4:21	concluded (1) 13:13	debtors (2) 7:5;11:16	entire (1) 9:19
agree (1) 7:18	bid (4) 9:6,12;11:1,7	conducting (1) 7:16	Debtors' (1) 8:4	entry (2) 8:10,24
agreed (1) 7:19	bidding (4) 7:9,13,25;8:3	consensual (2) 7:15;8:15	declaration (1) 9:17	EREZ (1) 4:10
agreement (1) 11:7	birthday (2) 12:8,10	consider (1) 7:24	declarations (2) 7:10;8:2	ESQ (13) 4:8,9,10,11,12,21; 5:7,17,25;6:7,8,16, 17
allow (1) 11:10	blame (1) 12:14	consistent (1) 7:13	delegating (1) 11:13	even (2) 8:10;9:13
always (1) 11:16	Boston (1) 5:5	consultation (3) 9:24,25;11:6	DEPARTMENT (1) 4:15	Evercore (3) 6:22;7:10;8:2
Americas (2) 6:4,13	Brigade (2) 6:3;8:23	Consulting (3) 6:21;7:11;8:3	described (1) 7:14	everybody (1) 7:2
amounts (4) 11:17,18,21,23	broader (1) 10:10	contingency (1) 7:18	designate (3) 11:12,18,21	everybody's (2) 9:2,22
ANDREW (2) 6:17;8:18	Broadway (1) 5:13	continues (1) 7:16	detailed (1) 10:2	evidence (2) 7:24;8:4
appreciate (4) 9:3;11:4;13:1,2	Business (1) 5:3	CORPORATION (2) 5:20,21	different (1) 9:7	exactly (1) 10:22
approval (1) 7:25	Bye-bye (1) 13:12	correctly (1) 8:9	differently (1) 9:8	Exhibits (1) 8:4
approve (1) 7:9	C	couple (1) 7:8	DIP (1) 12:21	explained (1) 8:9
approximately (1) 10:14		course (1) 9:23	disagreement (2) 11:9,11	express (1) 9:9
April (1) 10:14	Can (4) 10:20;11:8,12,24	COURT (19) 7:2,14;8:1,16,21, 25;10:20;11:4,15,25; 12:5,8,12,16,19,25; 13:5,7,11	docket (3) 7:8,11,12	expressed (1) 10:4
Arps (1) 7:5	Capital (1) 6:3	Credit (1) 5:3	dockets (1) 7:24	F
assessment (1) 9:24	cases (1) 11:6	Creditors (3) 4:4;11:17;12:1	done (1) 11:5	
Asset (2) 6:12;8:11	certainly (2) 8:12;10:7	creditors' (1) 8:8	Doug (1) 8:22	fast (3) 9:16;10:6,24
Attorney (1) 5:11	changes (1) 13:9	CRO (1) 7:11	DOUGLAS (1) 6:7	feel (1) 12:12
Attorneys (5) 4:4;5:3,21;6:3,12	Chatham (2) 6:12;8:19	cure (5) 11:15,17,18,21,23	Durrer (16) 7:4,4;9:17;11:2, 14,22;12:4,7,10,14, 18,20;13:2,6,10,12	few (1) 9:23
available (1) 10:3	CHOATE (1) 5:2	current (1) 12:1	Durrer's (1) 8:9	figure (1) 11:17
Avenue (2) 6:4,13	circumstances (1) 12:2	cutoff (4)		filed (1) 7:8
	clarification (1) 11:2			final (1)
	clarify (2)			



May 7, 2020

9:12 <b>fine (2)</b> 11:8;12:10 <b>firm (1)</b> 8:23 <b>first (1)</b> 10:9 <b>FLIMAN (1)</b> 4:11 <b>Flom (1)</b> 7:5 <b>Floor (1)</b> 5:14 <b>folks (1)</b> 10:9 <b>four (1)</b> 9:5 <b>FRANKEL (1)</b> 6:2 <b>FTI (3)</b> 6:21;7:11;8:3 <b>funded (1)</b> 10:18	4:21 <b>Honor (17)</b> 7:4,8,24;8:6,7,18, 22;9:17;10:5,16; 11:3,14,24;12:7,21; 13:2,6 <b>hope (1)</b> 12:14 <b>Hopefully (1)</b> 12:23 <b>horse (3)</b> 11:5,7,12 <b>housekeeping (1)</b> 12:20	5:7 <b>KHALSA (1)</b> 5:25 <b>KNEE (4)</b> 6:22;7:10;8:2;9:18 <b>KRAMER (2)</b> 6:2;8:23 <b>Kris (2)</b> 8:6,7 <b>KRISTOPHER (1)</b> 4:9	<b>matter (1)</b> 12:20 <b>May (7)</b> 9:6,13,15,21;10:3; 11:23;12:23 <b>MAYER (1)</b> 6:8 <b>Meagher (1)</b> 7:5 <b>measure (1)</b> 7:18 <b>Mellon (1)</b> 5:11 <b>midst (1)</b> 7:17 <b>might (1)</b> 11:25 <b>minor (1)</b> 9:5 <b>modification (1)</b> 12:21 <b>Monday (1)</b> 7:14 <b>money (1)</b> 10:18 <b>month (1)</b> 10:15 <b>more (4)</b> 9:21;10:2;11:25; 12:1 <b>motion (3)</b> 7:9,9;12:21 <b>much (3)</b> 11:16,17,24	<b>O</b>  <b>object (1)</b> 8:16 <b>objection (4)</b> 7:20;8:20,24; 11:19 <b>objections (1)</b> 8:1 <b>offense (1)</b> 12:12 <b>Office (1)</b> 4:16 <b>Official (2)</b> 4:4;8:8 <b>one (3)</b> 9:10;10:23;12:5 <b>only (2)</b> 7:25;12:5 <b>order (2)</b> 10:20;13:8 <b>orders (1)</b> 8:24 <b>out (5)</b> 9:10;10:9,14; 11:17,24 <b>outcome (1)</b> 7:21 <b>outright (1)</b> 11:13 <b>over (1)</b> 12:15
<b>G</b>	<b>I</b>	<b>L</b>	<b>N</b>	<b>P</b>
<b>GARRISON (2)</b> 6:11;8:19 <b>GILAD (1)</b> 4:10 <b>Good (4)</b> 7:2,6;12:25;13:5 <b>grateful (1)</b> 13:4 <b>Great (1)</b> 8:25 <b>Group (3)</b> 6:22;9:19;10:10 <b>GUARANTY (2)</b> 5:20,21	<b>ideal (1)</b> 8:11 <b>identifying (1)</b> 10:16 <b>identity (1)</b> 10:8 <b>inconsistent (1)</b> 10:23 <b>information (2)</b> 10:2,2 <b>initial (1)</b> 9:6 <b>input (1)</b> 8:14 <b>instance (1)</b> 10:9 <b>intended (1)</b> 9:15 <b>interest (6)</b> 9:2,9;10:1,4,7,18 <b>International (1)</b> 5:4 <b>into (2)</b> 8:4;13:1 <b>ISAAC (1)</b> 4:8 <b>issued (1)</b> 10:13	<b>Lane (1)</b> 4:5 <b>language (1)</b> 9:18 <b>last (1)</b> 9:3 <b>late (1)</b> 11:19 <b>later (1)</b> 11:20 <b>LAVAN (2)</b> 4:3;8:8 <b>law (1)</b> 8:22 <b>left (1)</b> 9:10 <b>LEVIN (2)</b> 6:2;8:23 <b>little (1)</b> 12:1 <b>LLC (1)</b> 6:22 <b>LLP (5)</b> 4:3;5:2,10;6:2,11 <b>lot (1)</b> 11:25 <b>low (1)</b> 10:16	<b>NA (1)</b> 5:12 <b>NAFTALIS (1)</b> 6:2 <b>NDA (1)</b> 9:19 <b>need (2)</b> 11:18,21 <b>needed (1)</b> 9:20 <b>New (6)</b> 4:6,19;5:11,15; 6:5,14 <b>nobody (1)</b> 10:24 <b>notice (6)</b> 9:1,14;10:11; 11:10,13,24 <b>notices (1)</b> 9:14 <b>number (1)</b> 9:20 <b>NW (1)</b> 5:22 <b>NY (5)</b> 4:6,19;5:15;6:5,14	<b>pandemic (1)</b> 7:17 <b>participate (1)</b> 10:25 <b>parties (8)</b> 7:3;8:16;9:1,19, 25;10:3;11:6;13:3 <b>parts (1)</b> 9:7 <b>PAUL (2)</b> 6:11;8:19 <b>peers (1)</b> 10:8 <b>PENSION (2)</b> 5:20,21 <b>people (3)</b> 9:13;10:10,11 <b>period (1)</b> 11:19 <b>PITTA (1)</b> 5:17 <b>Place (2)</b> 5:4;10:24 <b>planning (1)</b> 7:18 <b>point (2)</b> 9:10;10:22
<b>H</b>	<b>J</b>	<b>M</b>		
<b>HALL (1)</b> 5:2 <b>hand (1)</b> 10:17 <b>hangover (1)</b> 12:15 <b>HANSEN (3)</b> 4:9;8:6,7 <b>happy (2)</b> 10:19;12:10 <b>hard (3)</b> 9:15;10:6,24 <b>HARDING (3)</b> 6:21;7:11;8:3 <b>hearing (5)</b> 9:23;11:20;12:6, 13,23 <b>hereby (1)</b> 8:4 <b>HIGGINS (1)</b>	<b>JOHN (1)</b> 6:16 <b>JONATHAN (4)</b> 6:22;7:10;8:2;9:18 <b>July (7)</b> 9:12;11:19,21; 12:3,6,8,10 <b>JUSTICE (1)</b> 4:15	<b>MA (1)</b> 5:5 <b>Maiden (1)</b> 4:5 <b>mail (1)</b> 9:14 <b>Management (2)</b> 6:3,12 <b>MANNAL (3)</b> 6:7;8:22,22 <b>mark (1)</b> 10:22 <b>marked (1)</b> 13:8 <b>MARTIN (2)</b> 4:12;5:10 <b>MARVIN (1)</b> 5:10		
	<b>K</b>			
	<b>KARTAR (1)</b> 5:25 <b>KEVIN (1)</b>			

<p><b>pops (1)</b> 10:1</p> <p><b>position (1)</b> 8:9</p> <p><b>post-May (1)</b> 10:18</p> <p><b>PRESENT (1)</b> 6:20</p> <p><b>press (1)</b> 10:13</p> <p><b>pretty (1)</b> 10:11</p> <p><b>probably (1)</b> 11:24</p> <p><b>problem (1)</b> 11:14</p> <p><b>procedures (13)</b> 7:9,13,19,25;8:3, 10,13,17;9:8,11; 10:21;11:15;13:8</p> <p><b>proceed (1)</b> 7:3</p> <p><b>proceeding (1)</b> 7:20</p> <p><b>proceedings (1)</b> 13:13</p> <p><b>process (4)</b> 7:17,21;9:10; 10:13</p> <p><b>propose (1)</b> 12:22</p> <p><b>proposed (4)</b> 8:17;9:6;11:18,20</p> <p><b>protections (1)</b> 11:7</p> <p><b>public (1)</b> 10:15</p> <p><b>publish (1)</b> 9:15</p> <p><b>purposes (1)</b> 7:24</p> <p><b>put (4)</b> 8:14;11:24;13:1,3</p>	<p>8:4</p> <p><b>recognize (1)</b> 8:10</p> <p><b>regarding (2)</b> 9:25;10:13</p> <p><b>release (1)</b> 10:13</p> <p><b>remember (1)</b> 9:19</p> <p><b>reported (1)</b> 8:12</p> <p><b>request (1)</b> 12:5</p> <p><b>reservations (1)</b> 7:16</p> <p><b>reserving (1)</b> 7:20</p> <p><b>respect (1)</b> 12:21</p> <p><b>response (1)</b> 9:21</p> <p><b>responses (1)</b> 12:2</p> <p><b>RIFKIND (2)</b> 6:11;8:19</p> <p><b>right (6)</b> 8:1;11:15;12:16, 18,25;13:7</p> <p><b>rights (1)</b> 7:20</p> <p><b>risk (2)</b> 10:11,15</p> <p><b>room (2)</b> 11:23;12:1</p> <p><b>ROSENBERG (3)</b> 6:17;8:18,18</p>	<p><b>shortened (1)</b> 11:10</p> <p><b>show (2)</b> 10:6;13:9</p> <p><b>shows (1)</b> 10:18</p> <p><b>SIMARD (1)</b> 5:7</p> <p><b>Skadden (1)</b> 7:5</p> <p><b>Slate (1)</b> 7:5</p> <p><b>small (1)</b> 10:12</p> <p><b>somebody (1)</b> 10:17</p> <p><b>someone (1)</b> 10:6</p> <p><b>sorry (1)</b> 10:21</p> <p><b>spending (1)</b> 12:13</p> <p><b>stalking (3)</b> 11:5,7,12</p> <p><b>stated (2)</b> 9:8;10:24</p> <p><b>STATES (2)</b> 4:15,16</p> <p><b>STEWART (1)</b> 5:2</p> <p><b>still (1)</b> 12:22</p> <p><b>Street (2)</b> 4:17;5:22</p> <p><b>STROOCK (4)</b> 4:3,3;8:7,8</p> <p><b>subject (1)</b> 7:23</p> <p><b>submitted (1)</b> 10:25</p> <p><b>suggestion (1)</b> 9:3</p> <p><b>Suite (1)</b> 4:18</p> <p><b>support (2)</b> 8:3,10</p> <p><b>supported (1)</b> 7:10</p> <p><b>sure (3)</b> 10:1,17;12:16</p>	<p><b>THOMAS (2)</b> 5:17;6:8</p> <p><b>though (1)</b> 8:10</p> <p><b>three (1)</b> 11:12</p> <p><b>today (1)</b> 13:5</p> <p><b>together (2)</b> 8:12;9:1</p> <p><b>took (1)</b> 9:3</p> <p><b>Trust (1)</b> 5:11</p> <p><b>Trustee (1)</b> 4:16</p> <p><b>try (1)</b> 8:13</p> <p><b>twenty-odd (1)</b> 9:20</p> <p><b>Two (2)</b> 5:4;9:21</p>	<p>13:13</p> <p><b>willing (1)</b> 10:6</p> <p><b>without (1)</b> 11:8</p> <p><b>wordsmithing (1)</b> 12:22</p> <p><b>work (2)</b> 13:1,3</p> <p><b>worked (1)</b> 8:12</p> <p><b>working (1)</b> 9:1</p> <p><b>wrapped (1)</b> 12:24</p>
				<b>Y</b>
				<b>York (6)</b> 4:6,19;5:11,15; 6:5,14
				<b>0</b>
			<b>U</b>	<b>02110 (1)</b> 5:5
			<b>unanimous (1)</b> 11:6	<b>1</b>
			<b>under (2)</b> 9:19;12:1	<b>1 (1)</b> 9:12
			<b>UNITED (2)</b> 4:15,16	<b>10014 (1)</b> 4:19
			<b>Unsecured (1)</b> 4:4	<b>10019 (1)</b> 6:14
			<b>up (5)</b> 8:13;9:3;10:1; 12:24;13:7	<b>10036 (1)</b> 6:5
			<b>V</b>	<b>10038 (1)</b> 4:6
			<b>Van (1)</b> 7:4	<b>1006 (1)</b> 4:18
			<b>Varick (1)</b> 4:17	<b>10271 (1)</b> 5:15
			<b>view (2)</b> 8:11;9:22	<b>1177 (1)</b> 6:4
			<b>visited (1)</b> 10:8	<b>12 (1)</b> 10:18
			<b>W</b>	<b>120 (1)</b> 5:13
			<b>wait (1)</b> 12:3	<b>1200 (1)</b> 5:22
			<b>Washington (1)</b> 5:23	<b>1285 (1)</b> 6:13
			<b>WEBER (1)</b> 6:16	<b>12th (2)</b> 9:6,15
			<b>week (1)</b> 9:3	<b>15 (2)</b> 10:3;11:23
			<b>WEISS (2)</b> 6:11;8:19	<b>15th (2)</b> 11:19,21
			<b>WHARTON (2)</b> 6:11;8:19	<b>16 (1)</b> 10:14
			<b>Whereupon (1)</b> 4:5	<b>180 (1)</b> 4:5
		<b>T</b>	<b>talk (2)</b> 10:10;12:3	
			<b>team (1)</b> 13:3	
			<b>ten (1)</b> 11:19	
			<b>tension (1)</b> 11:16	
			<b>thanks (1)</b> 7:6	
<b>R</b>				
<b>raises (1)</b> 10:17	<b>sale (1)</b> 7:17			
<b>rather (3)</b> 11:13;12:3,8	<b>SAMANTHA (1)</b> 4:12			
<b>react (2)</b> 10:16;11:18	<b>SASSON (1)</b> 4:8			
<b>reading (1)</b> 10:22	<b>saw (1)</b> 10:23			
<b>ready (2)</b> 7:3;9:22	<b>schedule (1)</b> 11:22			
<b>real (1)</b> 10:6	<b>SEAN (3)</b> 6:21;7:11;8:2			
<b>really (2)</b> 9:11;11:9	<b>sell (1)</b> 8:11			
<b>real-time (2)</b> 9:24;10:17	<b>send (1)</b> 13:8			
<b>received (1)</b>	<b>sense (1)</b> 11:25			
	<b>set (1)</b> 8:13			
	<b>sharing (1)</b> 10:2			
	<b>short (1)</b> 9:1			

19 (1) 12:23				
2				
20005 (1) 5:23 201 (1) 4:17 23 (1) 12:6 24 (1) 12:10 24th (2) 12:9,15 27th (1) 12:9				
3				
32nd (1) 5:14				
4				
418 (1) 7:8 421 (2) 7:11,24 422 (2) 7:12,24				
5				
5th (1) 9:21				