SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Shana A. Elberg Bram A. Strochlic One Manhattan West New York, New York 10001 Telephone: (212) 735-3000 Fax: (212) 735-2000

- and -

Van C. Durrer, II Destiny N. Almogue (admitted *pro hac vice*) 300 South Grand Avenue, Suite 3400 Los Angeles, California 90071-3144 Telephone: (213) 687-5000 Fax: (213) 687-5600

- and -

Jennifer Madden (admitted *pro hac vice*) 525 University Avenue Palo Alto, California 94301 Telephone: (650) 470-4500 Fax: (650) 470-4570

Counsel for Plan Administration Trustee

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

	X	
In re	:	Chapter 11
JCK LEGACY COMPANY, et al.,	:	Case No. 20-10418 (MEW)
Wind-Down Debtors. ¹	:	(Jointly Administered)
	: x	Related Docket No. 1094

CERTIFICATE OF NO OBJECTION TO PLAN ADMINISTRATION <u>TRUSTEE'S THIRTY-FIRST OMNIBUS OBJECTION TO CLAIMS</u> (NO LIABILITY CLAIMS)

(SOLELY AS TO CLAIM NOS. 14, 161, 380, 401, 509, 542, 585, 622, 675, 711, 818, 880, 893, 955, 960, 1031, 1072, 1083, 1086, 1087, 1142, 1145, 1200, 1287, 1314, 1353, 1467, 1534, 1613, 2071, 2130, 2233, 2458, 2510, 2555, 2596, 2655, 2671)

¹ The Wind-Down Debtors in these chapter 11 cases and the last four characters of each Wind-Down Debtor's tax identification number are: JCK Legacy Company (0478) and Herald Custom Publishing of Mexico, S. de R.L. de C.V. (5UZ1). The location of the Plan Administration Trustee's service address for purposes of these chapter 11 cases is: 1201 W Peachtree Street, NW, Suite 500, Atlanta, Georgia 30309.



TOGUT, SEGAL & SEGAL LLP Albert Togut Kyle J. Ortiz Amy Oden One Penn Plaza, Suite 3335 New York, New York 10119 Telephone: (212) 594-5000 Fax: (212) 967-4258

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TO THE HONORABLE MICHAEL E. WILES, UNITED STATES BANKRUPTCY JUDGE:

The undersigned counsel to Sean M. Harding, a Senior Managing Director with FTI Consulting, Inc. and the Plan Administration Trustee for JCK Legacy Company and certain of its affiliates (the "**Plan Administration Trustee**"), respectfully states:

1. On January 15, 2021, the Plan Administration Trustee filed and served the *Plan Administration Trustee's Thirty-First Omnibus Objection to Claims (No Liability Claims)*

[Docket No. 1094] (the "**Objection**") (with supporting documents), together with a Notice of Hearing (the "**Notice**").

2. The Notice stated, among other things, that responses to the Objection were required to be filed and served so that they were actually received no later than February 10, 2021 at 4:00 p.m. (Prevailing Eastern Time).

3. The Plan Administration Trustee received informal responses that were resolved after the Plan Administration Trustee and his professionals provided further information related to, and clarification of, the Objection. The Plan Administration Trustee also received an informal response to the Objection from Mary M. Beaver solely as to Claim No. 393. The Plan Administration Trustee will adjourn the Objection solely as to Claim No. 393.

4. The undersigned counsel hereby certifies that, as of the date hereof, no response to the Objection other than the responses noted above has been received. Undersigned counsel further certifies that he has reviewed the docket in this case and no answer, objection, or other response to the Objection appears thereon.

5. In accordance with Rule 9075-2 of the Local Bankruptcy Rules for the Southern District of New York, this certificate is being filed at least forty-eight (48) hours after expiration of the deadline for parties to file and serve any answer, objection, or response to the Objection.

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6. Due to the foregoing, it is respectfully requested that the Court enter the Order

attached hereto as Exhibit A, a blacklined version of which order against the original version is

attached hereto as Exhibit B.

Dated: New York, New York February 12, 2021

> SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Shana A. Elberg Bram A. Strochlic One Manhattan West New York, New York 10001 Telephone: (212) 735-3000 Fax: (212) 735-2000

– and –

Van C. Durrer, II Destiny N. Almogue (admitted *pro hac vice*) 300 S. Grand Avenue, Suite 3400 Los Angeles, California 90071-3144 Telephone: (213) 687-5000 Fax: (213) 687-5600

- and -

Jennifer Madden (admitted *pro hac vice*) 525 University Avenue Palo Alto, California 94301 Telephone: (650) 470-4500 Fax: (650) 470-4570

- and -

TOGUT, SEGAL & SEGAL LLP

/s/ Kyle J. Ortiz

Albert Togut Kyle J. Ortiz Amy Oden One Penn Plaza, Suite 3335 New York, New York 10119 Telephone: (212) 594-5000 Fax: (212) 967-4258

Counsel for Plan Administration Trustee

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EXHIBIT A

Proposed Order

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

	X	
In re	:	Chapter 11
	:	
JCK LEGACY COMPANY, et al.,	:	Case No. 20-10418 (MEW)
	:	
Wind-Down Debtors. ¹	:	(Jointly Administered)
	:	
	X	Related Docket No. 1094

ORDER GRANTING PLAN ADMINISTRATION <u>TRUSTEE'S THIRTY-FIRST OMNIBUS OBJECTION TO CLAIMS</u> (NO LIABILITY CLAIMS)

Upon the omnibus claims objection (the "**Objection**")² of the Plan Administration Trustee, seeking entry of an order (this "**Order**"), pursuant to sections 105 and 502 of the Bankruptcy Code and Bankruptcy Rule 3007, disallowing and expunging the No Liability Claims, as more fully set forth in the Objection; and the Court having considered the Declaration of Sean M. Harding (the "**Declaration**") in support thereof; 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*, 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 Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due and sufficient notice of the Objection having been given under the particular circumstances; and it

¹ The Wind-Down Debtors in these chapter 11 cases and the last four characters of each Wind-Down Debtor's tax identification number are: JCK Legacy Company (0478) and Herald Custom Publishing of Mexico, S. de R.L. de C.V. (5UZ1). The location of the Plan Administration Trustee's service address for purposes of these chapter 11 cases is: 1201 W Peachtree Street, NW, Suite 500, Atlanta, Georgia 30309.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

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appearing that no other or further notice is necessary; and it appearing that the relief requested in the Objection is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and a Certificate of No Objection concerning the Objection having been filed on February 12, 2021; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The relief requested in the Objection is GRANTED as set forth herein.

2. The No Liability Claims listed on **Exhibits 1-8** attached hereto are hereby disallowed and expunged in their entirety.

3. Each claim and the objections by the Plan Administration Trustee to each claim as identified and set forth on **Exhibits 1-8** attached hereto constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each claim. Any stay of this Order shall apply only to the contested matter that involves such creditor and its claim and shall not act to stay the applicability or finality of this Order with respect to the other contested matters and corresponding claims.

4. The Plan Administration Trustee shall have the right to further object in the future on any ground to any of the No Liability Claims that are not disallowed and expunged pursuant to this Order, including to seek disallowance and expungement of same, and the rights and defenses of the claimants regarding such claims are fully preserved. Neither the Objection nor this Order shall constitute any admission or finding with respect to the validity or amount of the No Liability Claims that are not disallowed and expunged pursuant to this Order.

2

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5. The claims agent retained in the Debtors' Chapter 11 Cases is authorized to reflect the disallowance and expungement of the No Liability Claims on the official claims register maintained for the Debtors' cases.

6. The terms and conditions of this Order are effective immediately upon

entry.

7. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

Dated: New York, New York [Month]__, 2021

> HONORABLE MICHAEL E. WILES UNITED STATES BANKRUPTCY JUDGE

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EXHIBIT 1

No Liability Claims – Purchaser Assumed Claims

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(S) - Secured

- (A) Administrative
- (B) 503(b)(9)
- (P) Priority
- (U) Unsecured

EXHIBIT 1 No Liability Claims - Purchaser Assumed Claims

1,053,200.18 (T)

\$

(T) - Total Claimed **Objectionable Claims** Claim # Filed Date Name/Address of Claimant Debtor/Case # **Claim Amount** 2458 7/23/20 The News & Observer Publishing Co. Adswerve, Inc. (S) 5325 Ballard Ave NW #300 20-10464 -(A) Seattle, WA 98107 -(B) _ (P) 98,395.77 (U) 98,395.77 \$ (T) 2 Facebook, Inc. 1083 6/19/20 McClatchy Shared Services, Inc. S (S) 20-10448 McMahon Serepca LLP (A) 255-B Constitution Drive #1047 -(B) Menlo Park, CA 94025 -(P) 302,992.21 (U) 302,992.21 s (T) 1086 6/19/20 Miami Herald Media Company Facebook, Inc. (S) \$ McMahon Serepca LLP 20-10450 _ (A) 255-B Constitution Drive #1047 _ (B) Menlo Park, CA 94025 (P) 302,992.21 (U) 302,992.21 (T) S 1087 6/19/20 The News & Observer Publishing Co. Facebook, Inc. \$ (S) 20-10464 McMahon Serepca LLP (A) -255-B Constitution Drive #1047 -(B) Menlo Park, CA 94025 -(P) 302,992.21 (U) 302,992.21 (T) s Google LLC 401 6/8/20 The News & Observer Publishing Co. \$ (S) White and Williams LLP 20-10464 (A) 1650 Market Street, Suite 1800 (B) Philadelphia, PA 19129 -(P) 1,053,200.18 (U)

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EXHIBIT 2

No Liability Claims – Purchaser Satisfied Vendor Claims

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(S) - Secured

(A) - Administrative

(B) - 503(b)(9)

(P) - Priority

(U) - Unsecured

-		-
	EXHIBIT 2	

No Liability Claims - Purchaser Satisfied Vendor Claims

· ·	Total Claimed	Objectionable Claims						
	Name/Address of Claimant							
	Adigami, Inc.	14		Tru Measure, LLC	\$		(S)	
	4590 MacArthur Blvd, Suite 500		2	20-10468			(A)	
	Newport Beach, CA 92660						(B	
						11,057.70		
					\$	- (11,057.70	(U) (T)	
2	BUT WAIT THERES MORE LLC	675	6/15/20 N	McClatchy Newspapers, Inc.	\$		(S)	
	3023 MCKELVY AVENUE			20-10444			(A)	
	CLOVIS, CA 93611						(B)	
						900.00	(P)	
						- ((U)	
					\$	900.00	(T)	
3	Creative Circle, LLC	2555		The McClatchy Company	\$		(S)	
	5900 Wilshire Blvd., 11th Floor		2	20-10418			(A)	
	Los Angeles, CA 90036					- 1,692.50	(B)	
							(P) (U)	
					\$	1,692.50	(T)	
4	ELITE RESOURCES	1353	6/25/20 1	The Charlotte Observer Publishing Company	\$		(S)	
	PO BOX 410302			20-10463			(A)	
	CHARLOTTE, NC 28241					-	· ·	
						2,007.84	(P)	
						- ((U)	
					\$	2,007.84	~ ~	
5	Highwoods Realty Limited Partnership	1613		The News & Observer Publishing Co.	\$		(S)	
	3100 Smoketree Court Suite 600		2	20-10464			(A)	
	Raleigh, NC 27604						(B) (P)	
							(F) (U)	
					\$	1,445.13	(T)	
6	Netronix Integration, Inc.	893	6/11/20 7	The McClatchy Company	\$		(S)	
	2170 Paragon Dr			20-10418			À)	
	San Jose, CA 95131					-	(B)	
						1,242.34	· /	
						1,229.54 (
_					\$	2,471.88	()	
7	Output Services Group	1534		McClatchy Shared Services, Inc.	\$	76,651.78	· /	
	OSG Billing Services		2	20-10448			(A)	
	100 Challenger Road Ridgefield Park, NJ 07660						(B) (P)	
	Rugeneia Fark, NJ 07000						(U) (U)	
					\$	76,651.78	(T)	
8	TUXEDO ENTERPRISES INC	622	6/13/20 7	l'acoma News, Inc.	\$		(S)	
	701 S 23RD ST			20-10461			(A)	
	TACOMA, WA 98405						(B)	
						662.07		
					¢		(U)	
					\$	662.07	(T)	

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EXHIBIT 3

No Liability Claims – Old McClatchy Securities Claims

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(S) - Secured

- (A) Administrative
- (B) 503(b)(9)

(P) - Priority

- (U) Unsecured

EXHIBIT 3

No Liability Claims - Old McClatchy Securities Claims

(T) -	- Total Claimed	Objectionable Claims					
	Name/Address of Claimant	Claim #	Filed Date	Debtor/Case #	C	laim Amount	
1	BOKF, N.A., As Successor Trustee Under the Indenture	161	5/22/20 Th	e McClatchy Company	\$ 27	9,134,697.00 (S	
	Dated as of December 18, 2018		20	-10418		- (A	
	Reed Smith LLP					- (B	
	225 Fifth Avenue, Suite 1200					- (P	
	Pittsburgh, PA 15222				¢ 27	- (U	
		1072	(10/20		\$ 27	9,134,697.00 (T	
2	Paolo Vaccari	1072		e McClatchy Company	\$	10,000.00 (S	
	96 Hillman Avenue		20	-10418		- (A	
	Glen Rock, NJ 07452					- (B	
						- (P	
					\$	- (U 10,000.00 (T	
3	The Bank of New York Mellon Trust Company, N.A.	509	6/10/20 Th	e McClatchy Company		6,519,252.00 (S	
5	Emmet, Marvin and Martin, LLP	507		-10418	ψ 27	- (A	
	120 Broadway, 32nd Floor		20	10110		- (B	
	New York, NY 10271					- (P	
					UNL	IQUIDATED (U	
						6,519,252.00 (T	
4	The Bank of New York Mellon Trust Company, N.A.	2233	7/10/20 Th	e McClatchy Company	UNL	IQUIDATED (S	
	240 Greenwich Street, 7th Floor		20	-10418		- (A	
	New York, NY 10286					- (B	
						- (P	
						- (U	
					\$	- (T	

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EXHIBIT 4

No Liability Claims – Unsecured Bond Claims

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EXHIBIT 4

No Liability Claims - Unsecured Bond Claims

(S) - Secured (A) - Administrative

(B) - 503(b)(9)

(P) - Priority

(U) - Unsecured

· · ·	Unsecured Total Claimed		Objectionable Claims	
	Name/Address of Claimant	Claim #	Filed Date Debtor/Case #	Claim Amount
1	Czech Catholic Union 5349 Dolloff Road Cleveland, OH 44127	711	6/12/20 The McClatchy Company 20-10418	\$ - (S) - (A) - (B) - (P)
				\$ 55,000.00 (U) 55,000.00 (T)
2	Karen J Carcione 39840 Alsace Court Solon, OH 44139	1287	6/23/20 The McClatchy Company 20-10418	\$ - (S) - (A) - (B) - (P) 100,000.00 (U
				\$ 100,000.00 (T)
3	Kenneth E Shaffer 17252 N.E. 16 Pl Bellevue, WA 98008	2596	8/26/20 The McClatchy Company 20-10418	\$ - (S) - (A) - (B) - (P)
				\$ 50,677.60 (U) 50,677.60 (T)
4	Richard M Fawcett Rev Living Trust DTD 07/30/2007 Richard 1 832 Windermere Blvd Inverness, FL 34453-4408	1200	6/22/20 The McClatchy Company 20-10418	\$ - (S) - (A) - (B) - (P)
				\$ 50,000.00 (U) 50,000.00 (T)
5	Robert G. Dulla & Beth R. Davis Dulla 2544 Willow Way Carmichael, CA 95608	2655	10/9/20 The McClatchy Company 20-10418	\$ 88,000.00 (S) - (A) - (B) - (P) - (U)
				\$ 88,000.00 (T)
6	Sean & Deb Horrigan 1105 Westwicke Lutherville, MD 21093	1031	6/22/20 The McClatchy Company 20-10418	\$ - (S) - (A) - (B) - (P)
				\$ 172,000.00 (U) 172,000.00 (T)

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EXHIBIT 5

No Liability Claims – Retirement Account Funds Claim

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(S) - Secured EXHIBIT 5 (A) - Administrative No Liability Claims - Retirement Account Funds Claim (B) - 503(b)(9) (P) - Priority (U) - Unsecured (T) - Total Claimed Objectionable Claims

Name/Address of Claimant	Claim #	Filed Date	Debtor/Case #	C	laim Amount
1 HUNTER, DAVID	1314	6/29/20 McC	Clatchy Investment Company	\$	- (S)
4415 GARVIN DR		20-1	0442		- (A)
CHARLOTTE, NC 28269-1608					- (B)
					- (P)
					51,021.14 (U)
				\$	51,021.14 (T)

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EXHIBIT 6

No Liability Claims – Subscription Claims

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EXHIBIT 6

No Liability Claims - Subscription Claims

(S) - Secured

(A) - Administrative

(B) - 503(b)(9)

(P) - Priority

(U) - Unsecured

(T) -	- Total Claimed		(Objectionable Claims		
	Name/Address of Claimant	Claim #	Filed Date	Debtor/Case #	Cla	aim Amount
1	Janet M Corcoran 6501 N Camden Ave Kansas City, MO 64151-1996	585		McClatchy Company 0418	\$	- (S) - (A) 84.59 (B) - (P) - (U)
2	JOHNSON, ROBERT	818	6/16/20 The	McClatchy Company	\$	84.59 (T) - (S)
	9025 SALEM CIR APT 1 LENEXA, KS 66215-3287		20-1	0418		- (A) - (B)
					<u>_</u>	129.99 (P) - (U)
- 2	DRUTTER MODILA	1142	(/22/20, 71		\$	129.99 (T)
3	RIVERS, NORMA 642 HIGHWAY 145 S	1142		State Media Company 0465	\$	- (S) - (A)
	CHESTERFIELD, SC 29709-8293				UNLIC	QUIDATED (B) - (P)
					\$	- (U) - (T)

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EXHIBIT 7

No Liability Claims – Erroneously Filed Claims

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(S) - Secured

(A) - Administrative

(B) - 503(b)(9)

(P) - Priority

(U) - Unsecured

EXHIBIT 7

No Liability Claims - Erroneously Filed Claims

(T) -	Total Claimed		0	bjectionable Claims		
Name/Address of Claimant	Claim #	Filed Date	Debtor/Case #	(Claim Amount	
1	Beaufort County Black Chamber of Commerce	380		McClatchy Company	\$	62,973.07 (S)
	711 Bladen Street Beaufort, SC 29902		20-10)418		- (A) - (B)
	Beauton, Se 29902					- (P)
						- (U)
		0.51.0	5 /00/00		\$	62,973.07 (T)
2	Harris County, et al Linebarger Goggan Blair & Sampson, LLP	2510	7/28/20 Gulf 2 20-10	Publishing Company, Inc.	\$	3,480.19 (S)
	PO Box 3064		20-10	J428		- (A) - (B)
	Houston, TX 77253-3064					- (P)
						- (U)
					\$	3,480.19 (T
3	JONES, LEOLA 3801 E MOUNT VERNON ST	955	6/16/20 The M 20-10	McClatchy Company	\$	- (S) - (A)
	WICHITA, KS 67218-4039		20-10	5418		- (A) - (B)
	(101111, KB 07210 105)					5,200.00 (P)
						- (U)
					\$	5,200.00 (T
4	PARSONS, MARY R 86 CYPRESS HOLW	1145	6/22/20 The N 20-10	AcClatchy Company	\$	117.66 (S)
	BLUFFTON, SC 29909-5071		20-10	5418		- (A) - (B)
	BEOTTION, SC 27707 5071					- (P)
						- (U)
		000			\$	117.66 (T)
5	ROSENBERG MEDIA	880		McClatchy Company	\$	- (S)
	14413 AUTUMN BRANCH TERRACE BOYDS, MD 20841		20-10	J418		- (A) - (B)
	20120, 112 20011					- (P)
						298,223.50 (U)
					\$	298,223.50 (T)
6	Tatyana Likhonina	542		McClatchy Company	\$	- (S)
	117 E McCormick Avenue, Apt 9 State College, PA 16801		20-10	J418		- (A) - (B)
	Suite conege, I'l 10001					- (P)
						- (U)
_					\$	- (T)
7	TONIA HALL	960		McClatchy Company	\$	- (S) - (A)
	2214 OVERLAND CT LEXINGTON, KY 40515		20-10	J418		- (A) - (B)
					UNI	JQUIDATED (P)
						- (U)
					\$	- (T)
8	VILMA H STEVENSON	1467		McClatchy Company	\$	600.00 (S)
	15060 LOVELESS DRIVE		20-10)418		- (A) - (B)
	GULFPORT, MS 39503-2455					- (B) - (P)
						- (U)
					\$	600.00 (T)

20-10418-mew Doc 1117-1 Filed 02/12/21 Entered 02/12/21 19:36:24 Exhibit A: Proposed Order together with Exhibits 1-8 Pg 19 of 20

EXHIBIT 8

No Liability Claims – Other Claims

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(S) - Secured

(A) - Administrative

(B) - 503(b)(9)

(P) - Priority

(U) - Unsecured

EXHIBIT 8 No Liability Claims - Other Claims

(T) - Total Claimed **Objectionable Claims** Claim # Filed Date Debtor/Case # Name/Address of Claimant **Claim Amount** 2671 10/29/20 McClatchy Newspapers, Inc. BRE Delta Industrial Sacramento LP 1 S (S) 14,804.14 (A) Attn Sean C Southard and Lauren C Kiss 20-10444 Klestadt Winters Jureller Southard & Stevens, LLP -(B) 200 West 41st Street, 17th Floor -(P) New York, NY 10036 -(U) 14,804.14 (T) \$ 189,930.08 (S) 2130 2 Fresno County Tax Collector 7/10/20 McClatchy Newspapers, Inc. \$ PO Box 1192 20-10444 - (A) Fresno, CA 93715 (B) -(P) -(U) 189,930.08 (T) s METRO PARK WAREHOUSES INC 2071 7/9/20 The McClatchy Company (S) \$ PO BOX 2346 20-10418 -(A) KANSAS CITY, KS 66110 -(B) (P) 56,019.89 (U) 56,019.89 (T) \$

20-10418-mew Doc 1117-2 Filed 02/12/21 Entered 02/12/21 19:36:24 Exhibit B: Blacklined Proposed Order together with Exhibits 1-8 Pg 1 of 20

EXHIBIT B

Blacklined Proposed Order

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

	X	
In re	:	Chapter 11
	:	
JCK LEGACY COMPANY, et al.,	:	Case No. 20-10418 (MEW)
_	:	
Wind-Down Debtors. ¹	:	(Jointly Administered)
	:	
	X	Related Docket No. 1094

ORDER GRANTING PLAN ADMINISTRATION <u>TRUSTEE'S THIRTY-FIRST OMNIBUS OBJECTION TO CLAIMS</u> (NO LIABILITY CLAIMS)

Upon the omnibus claims objection (the "**Objection**")² of the Plan Administration Trustee, seeking entry of an order (this "**Order**"), pursuant to sections 105 and 502 of the Bankruptcy Code and Bankruptcy Rule 3007, disallowing and expunging the No Liability Claims, as more fully set forth in the Objection; and the Court having considered the Declaration of Sean M. Harding (the "**Declaration**") in support thereof; 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*, 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 Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due and sufficient notice of the Objection having been given under the particular circumstances; and it

¹ The Wind-Down Debtors in these chapter 11 cases and the last four characters of each Wind-Down Debtor's tax identification number are: JCK Legacy Company (0478) and Herald Custom Publishing of Mexico, S. de R.L. de C.V. (5UZ1). The location of the Plan Administration Trustee's service address for purposes of these chapter 11 cases is: 1201 W Peachtree Street, NW, Suite 500, Atlanta, Georgia 30309.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

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appearing that no other or further notice is necessary; and it appearing that the relief requested in the Objection is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and upon the hearing conducted before this Court to consider the Objection (the "**Hearing**") and upon the record of the Hearinga Certificate of No Objection concerning the Objection having been filed on February 12, 2021; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

- 1. The relief requested in the Objection is GRANTED as set forth herein.
- 2. The No Liability Claims listed on **Exhibits 1-8** to the Declaration,

annexed to the Objection, attached hereto are hereby disallowed and expunged in their entirety.

3. Each claim and the objections by the Plan Administration Trustee to each claim as identified and set forth on **Exhibits 1-8** to the Declaration<u>attached hereto</u> constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each claim. Any stay of this Order shall apply only to the contested matter that involves such creditor and its claim and shall not act to stay the applicability or finality of this Order with respect to the other contested matters and corresponding claims.

4. The Plan Administration Trustee shall have the right to further object in the future on any ground to any of the No Liability Claims that are not disallowed and expunged pursuant to this Order, including to seek disallowance and expungement of same, and the rights and defenses of the claimants regarding such claims are fully preserved. Neither the Objection nor this Order shall

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constitute any admission or finding with respect to the validity or amount of the No Liability Claims that are not disallowed and expunged pursuant to this Order.

5. The claims agent retained in the Debtors' Chapter 11 Cases is authorized

to reflect the disallowance and expungement of the No Liability Claims on the official claims register maintained for the Debtors' cases.

6. The terms and conditions of this Order are effective immediately upon

entry.

7. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

Dated: New York, New York [Month]__, 2021

> HONORABLE MICHAEL E. WILES UNITED STATES BANKRUPTCY JUDGE

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EXHIBIT 1

No Liability Claims – Purchaser Assumed Claims

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(S) - Secured

- (A) Administrative
- (B) 503(b)(9)
- (P) Priority
- (U) Unsecured

	EXHIBIT	1	

No Liability Claims - Purchaser Assumed Claims

(U) - Unsecured (T) - Total Claimed		Objectionable Claims					
	Name/Address of Claimant	Claim #	Filed Date	Debtor/Case #		Claim Amount	
1	Adswerve, Inc. 5325 Ballard Ave NW #300 Seattle, WA 98107	2458	7/23/20 The N 20-10	Jews & Observer Publishing Co. 1464	\$	- - - 98,395.77 98,395.77	
2	Facebook, Inc. McMahon Serepca LLP 255-B Constitution Drive #1047 Menlo Park, CA 94025	1083	6/19/20 McCl 20-10	atchy Shared Services, Inc. 0448	\$ \$ \$	98,395.77 - - - - - - - - - - - - - - - - - -	
3	Facebook, Inc. McMahon Serepca LLP 255-B Constitution Drive #1047 Menlo Park, CA 94025	1086	6/19/20 Miam 20-10	i Herald Media Company 450	\$	- - - - - - - - - - - - - - - - - - -	
4	Facebook, Inc. McMahon Serepca LLP 255-B Constitution Drive #1047 Menlo Park, CA 94025	1087	6/19/20 The N 20-10	News & Observer Publishing Co. 1464	\$	302,992.21 302,992.21	
5	Google LLC White and Williams LLP 1650 Market Street, Suite 1800 Philadelphia, PA 19129	401	6/8/20 The N 20-10	News & Observer Publishing Co. 1464	\$ \$	- - 1,053,200.18 1,053,200.18	

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EXHIBIT 2

No Liability Claims – Purchaser Satisfied Vendor Claims

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- (S) Secured
- (A) Administrative
- (B) 503(b)(9)
- (P) Priority
- (U) Unsecured

EXHIBIT 2	

No Liability Claims - Purchaser Satisfied Vendor Claims

Г) -	Total Claimed	Objectionable Claims					
	Name/Address of Claimant	Claim #	Filed Date	Debtor/Case #	Claim Amount		
1	Adigami, Inc. 4590 MacArthur Blvd, Suite 500 Newport Beach, CA 92660	14		ru Measure, LLC)-10468	\$	-	(1
					\$	11,057.70 - 11,057.70) (I
2	BUT WAIT THERES MORE LLC 3023 MCKELVY AVENUE	675		lcClatchy Newspapers, Inc.)-10444	\$	-	(
	CLOVIS, CA 93611		20	<i>J</i> -10 444		- 900.00	(l (l
					\$	- 900.00	() (
3	Creative Circle, LLC 5900 Wilshire Blvd., 11th Floor Los Angeles, CA 90036	2555		he McClatchy Company 0-10418	\$	-	() (1
	g ,				\$	1,692.50 - 1,692.50) D
4	ELITE RESOURCES PO BOX 410302 CHAPLOTTE NG 28241	1353		he Charlotte Observer Publishing Company)-10463	\$		(
	CHARLOTTE, NC 28241					2,007.84	(
5	Highwoods Realty Limited Partnership	1613	7/2/20 т	he News & Observer Publishing Co.	\$ \$	2,007.84 1,445.13	(
	3100 Smoketree Court Suite 600 Raleigh, NC 27604	1015)-10464	9		() ()
					\$	- 1,445.13	(
5	Netronix Integration, Inc. 2170 Paragon Dr San Jose, CA 95131	893		he McClatchy Company)-10418	\$	-	(
	Sall Jose, CA 95151				£	1,242.34 1,229.54	(
7	Output Services Group	1534	6/30/20 M	cClatchy Shared Services, Inc.	\$ \$	2,471.88	(
	OSG Billing Services 100 Challenger Road Ridgefield Park, NJ 07660		20)-10448		-	() () ()
					\$	- 76,651.78	
8	TUXEDO ENTERPRISES INC 701 S 23RD ST TACOMA, WA 98405	622		acoma News, Inc.)-10461	\$	-	6
	incolla, wa joroj					662.07	
					\$	662.07	

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EXHIBIT 3

No Liability Claims – Old McClatchy Securities Claims

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- (S) Secured
- (A) Administrative
- (B) 503(b)(9)
- (P) Priority
- (U) Unsecured
- (T) Total Claimad

EXHIBIT 3

No Liability Claims - Old McClatchy Securities Claims

(T) -	Total Claimed	Objectionable Claims					
	Name/Address of Claimant	Claim #	Filed Date	Debtor/Case #	C	laim Amount	
1	BOKF, N.A., As Successor Trustee Under the Indenture	161	5/22/20 The McC	latchy Company	\$ 27	9,134,697.00 (S)	
	Dated as of December 18, 2018		20-10418	3		- (A)	
	Reed Smith LLP					- (B)	
	225 Fifth Avenue, Suite 1200					- (P)	
	Pittsburgh, PA 15222				¢ 27	- (U)	
						9,134,697.00 (T)	
2	Paolo Vaccari	1072	6/19/20 The McC		\$	10,000.00 (S)	
	96 Hillman Avenue		20-10418	3		- (A)	
	Glen Rock, NJ 07452					- (B)	
						- (P)	
					\$	- (U) 10,000.00 (T)	
3	The Bank of New York Mellon Trust Company, N.A.	509	6/10/20 The McC	Jatahy Company		6,519,252.00 (S)	
5	Emmet, Marvin and Martin, LLP	509	20-10418		\$ 27	- (A)	
	120 Broadway, 32nd Floor		20-10-10	5		- (A) - (B)	
	New York, NY 10271					- (P)	
	1000 1010,111 102/1				UNL	IQUIDATED (U)	
						6,519,252.00 (T)	
4	The Bank of New York Mellon Trust Company, N.A.	2233	7/10/20 The McC	latchy Company	UNL	IQUIDATED (S)	
	240 Greenwich Street, 7th Floor		20-10418	3		- (A)	
	New York, NY 10286					- (B)	
						- (P)	
						- (U)	
					\$	- (T)	

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EXHIBIT 4

No Liability Claims – Unsecured Bond Claims

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(S) -	Secured	

- (A) Administrative
- (B) 503(b)(9) (P) - Priority
- (U) Unsecured

	E	XHIBIT 4	1		
.	~ .			1 01 1	

No Liability Claims - Unsecured Bond Claims

(T) -	Total Claimed	Objectionable Claims						
	Name/Address of Claimant	Claim #	Filed Date	Debtor/Case #		Claim Amount		
1	Czech Catholic Union 5349 Dolloff Road Cleveland, OH 44127	711	6/12/20	The McClatchy Company 20-10418	\$	- (S) - (A) - (B) - (P)		
					\$	55,000.00 (U) 55,000.00 (T)		
2	Karen J Carcione 39840 Alsace Court Solon, OH 44139	1287	6/23/20	The McClatchy Company 20-10418	\$	- (S) - (A) - (B) - (P)		
					\$	100,000.00 (U) 100,000.00 (T)		
3	Kenneth E Shaffer 17252 N.E. 16 Pl Bellevue, WA 98008	2596	8/26/20	The McClatchy Company 20-10418	\$	- (S) - (A) - (B) - (P)		
					\$	50,677.60 (U) 50,677.60 (T)		
4	Richard M Fawcett Rev Living Trust DTD 07/30/2007 Richard 1 832 Windermere Blvd Inverness, FL 34453-4408	1200	6/22/20	The McClatchy Company 20-10418	\$	- (S) - (A) - (B) - (P) 50,000.00 (U)		
5	Robert G. Dulla & Beth R. Davis Dulla	2655	10/9/20	The McClatchy Company	\$ \$	50,000.00 (T) 88,000.00 (S)		
U	2544 Willow Way Carmichael, CA 95608	2000	10/7/20	20-10418	v	- (A) - (B) - (P) - (U)		
6	Sean & Deb Horrigan	1031	6/22/20	The McClatchy Company	\$ \$	88,000.00 (T)		
6	Lutherville, MD 21093	1031	0/22/20	20-10418	\$	- (S) - (A) - (B) - (P) 172,000.00 (U)		
					\$	172,000.00 (U) 172,000.00 (T)		

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EXHIBIT 5

No Liability Claims – Retirement Account Funds Claim

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(S) - Secured (A) - Administrative (B) - 503(b)(9) (P) - Priority (D) - University	No Liab	EXHI ility Claims - Retire	BIT 5 ment Account Funds Claim		
(U) - Unsecured (T) - Total Claimed		C	bjectionable Claims		
Name/Address of Claimant	Claim #	Filed Date	Debtor/Case #		Claim Amount
1 HUNTER, DAVID 4415 GARVIN DR CHARLOTTE, NC 28269-1608	1314	6/29/20 McC 20-1	atchy Investment Company 0442	\$ \$	- (S) - (A) - (B) - (P) 51,021.14 (U) 51,021.14 (T)

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EXHIBIT 6

No Liability Claims – Subscription Claims

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(S) -	Secured	

- (A) Administrative
- (B) 503(b)(9) (P) - Priority
- (U) Unsecured

EXHIBIT 6						
No Liability Claims -	Subscription	Claims				

(T) - Total Claimed **Objectionable Claims** Claim # Name/Address of Claimant Filed Date Debtor/Case # Claim Amount Janet M Corcoran 585 6/12/20 The McClatchy Company - (S) - (A) \$ 6501 N Camden Ave 20-10418 84.59 (B) Kansas City, MO 64151-1996 - (P) _ (U) 84.59 (T) \$ 818 2 JOHNSON, ROBERT 6/16/20 The McClatchy Company \$ -(S) 9025 SALEM CIR APT 1 20-10418 - (A) LENEXA, KS 66215-3287 -(B) 129.99 (P) - (U) 129.99 (T) S RIVERS, NORMA 1142 6/22/20 The State Media Company \$ (S) 642 HIGHWAY 145 S 20-10465 -(A) UNLIQUIDATED (B) CHESTERFIELD, SC 29709-8293 - (P) - (U) \$ -(T)

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EXHIBIT 7

No Liability Claims – Erroneously Filed Claims

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Secured

- (A) Administrative
- (B) 503(b)(9)
- (P) Priority
- (U) Unsecured
- (0) Onsecureu

EXHIBIT 7

No Liability Claims - Erroneously Filed Claims

(T) -	Total Claimed Objectionable Claims					
	Name/Address of Claimant	Claim #	Filed Date	Debtor/Case #		Claim Amount
1	Beaufort County Black Chamber of Commerce 711 Bladen Street Beaufort, SC 29902	380	6/8/20) The McClatchy Company 20-10418	\$	62,973.07 (S - (A - (B - (P
					\$	- (U 62,973.07 (T
2	Harris County, et al Linebarger Goggan Blair & Sampson, LLP PO Box 3064 Houston, TX 77253-3064	2510	7/28/20) Gulf Publishing Company, Inc. 20-10428	\$	3,480.19 (S - (A - (B - (P - (U
					\$	3,480.19 (T
3	JONES, LEOLA 3801 E MOUNT VERNON ST WICHITA, KS 67218-4039	955	6/16/20) The McClatchy Company 20-10418	\$	- (S - (A - (B 5,200.00 (P - (U
					\$	5,200.00 (T
4	MARY M. BEAVER PO BOX 300 COLOMA, CA 95613	393 .	6/8/2(The McClatchy Company 20-10418		—— <u>11,689.00-</u> (S ——(A ———(B ———(P
						
51		1145			\$	7,011,689.00 (T
5 4	PARSONS, MARY R 86 CYPRESS HOLW BLUFFTON, SC 29909-5071	1145	6/22/20) The McClatchy Company 20-10418	\$	117.66 (S - (A - (B - (P
					\$	- (U 117.66 (T
6 5	ROSENBERG MEDIA 14413 AUTUMN BRANCH TERRACE BOYDS, MD 20841	880	6/16/20) The McClatchy Company 20-10418	\$	- (S - (A - (B - (P
					ŕ	298,223.50 (U
7 6	Tatyana Likhonina 117 E McCormick Avenue, Apt 9 State College, PA 16801	542	6/11/20) The McClatchy Company 20-10418	\$ \$	298,223.50 (T - (S - (A - (B
						- (P
					\$	- (U - (T
8 7	TONIA HALL 2214 OVERLAND CT LEXINGTON, KY 40515	960	6/16/20	The McClatchy Company 20-10418	\$	- (S - (A - (B
					UN	LIQUIDATED (P - (U
					\$	- (T
9 8	VILMA H STEVENSON 15060 LOVELESS DRIVE GULFPORT, MS 39503-2455	1467	6/28/20) The McClatchy Company 20-10418	\$	600.00 (S - (A - (B - (P
					¢	- (U
					\$	600.00 (T

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EXHIBIT 8

No Liability Claims – Other Claims

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- (S) Secured
- (A) Administrative
- (B) 503(b)(9) (P) Priority

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Blacklir	ned Proposed	Order	together	with Exhibits 1-8	Pg 20 of 2	20

EXHIBIT 8

No Liability Claims - Other Claims

• •	Unsecured Total Claimed	Objectionable Claims				
	Name/Address of Claimant	Claim #	Filed Date	Debtor/Case #		Claim Amount
1	BRE Delta Industrial Sacramento LP Attn Sean C Southard and Lauren C Kiss Klestadt Winters Jureller Southard & Stevens, LLP 200 West 41st Street, 17th Floor New York, NY 10036	2671	10/29/20 McCl 20-10	atchy Newspapers, Inc.)444	\$	- (S) 14,804.14 (A) - (B) - (P) - (U) 14,804.14 (T)
2	Fresno County Tax Collector PO Box 1192 Fresno, CA 93715	2130	7/10/20 McCl 20-10	atchy Newspapers, Inc.)444	\$ \$	189,930.08 (S) - (A) - (B) - (P) - (U) 189,930.08 (T)
3	METRO PARK WAREHOUSES INC PO BOX 2346 KANSAS CITY, KS 66110	2071	7/9/20 The M 20-10	McClatchy Company 0418	\$	- (S) - (A) - (B) - (P) 56,019.89 (U) 56,019.89 (T)