

Hearing Date: October 15, 2020 at 11:00 a.m. (Prevailing Eastern Time)
Objection Deadline: October 8, 2020 at 4:00 p.m. (Prevailing Eastern Time)

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Counsel for Post-Confirmation Debtors

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

-----	X
<i>In re</i>	: Chapter 11
	:
JCK LEGACY COMPANY, <i>et al.</i>,	: Case No. 20-10418 (MEW)
	:
Post-Confirmation Debtors.¹	: (Jointly Administered)
-----	X

**NOTICE OF HEARING TO CONSIDER
POST-CONFIRMATION DEBTORS' APPLICATION FOR AN ORDER
AUTHORIZING THE DEBTORS TO FILE OMNIBUS CLAIMS OBJECTIONS
ON GROUNDS OTHER THAN AS SET FORTH IN BANKRUPTCY RULE 3007(d)**

¹ The last four digits of Post-Confirmation Debtor JCK Legacy Company's tax identification number are 0478. Due to the large number of debtor entities in these jointly administered chapter 11 cases, a complete list of the 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 Debtors' proposed claims and noticing agent at <http://www.kccllc.net/McClatchy>. The location of the Debtors' service address for purposes of these chapter 11 cases is: 2100 Q Street, Sacramento, California 95816.

PLEASE TAKE NOTICE that on September 28, 2020, JCK Legacy Company and its affiliates, the post-confirmation debtors in the above-captioned cases (collectively, the “**Debtors**”) filed the *Debtors’ Application for an Order Authorizing the Debtors to File Omnibus Claims Objections on Grounds Other Than As Set Forth in Bankruptcy Rule 3007(d)* (the “**Application**”).

PLEASE TAKE FURTHER NOTICE that a telephonic hearing on the Application to consider the entry of an order approving the Application will be held before the Honorable Michael E. Wiles, United States Bankruptcy Judge in the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Courtroom 617, New York, New York 10004 (the “**Bankruptcy Court**”), on **October 15, 2020 at 11:00 a.m. (prevailing Eastern Time)** (the “**Hearing**”), or as soon thereafter as counsel may be heard, unless the telephonic hearing procedures set forth in General Order M-543 (Morris, C.J.) (as may be amended) remain in effect as of that date, in which case the Hearing shall be held telephonically via Court Solutions LLC. Instructions to register for Court Solutions LLC are attached to Gen. Ord. M-543.

PLEASE TAKE FURTHER NOTICE that Gen. Ord. M-543, along with other temporary procedures implemented by the Bankruptcy Court in connection with the COVID-19 pandemic (including electronic filing procedures for *pro se* parties) can be found by visiting www.nysb.uscourts.gov and clicking on the “Coronavirus COVID-19 Protocol” banner.

PLEASE TAKE FURTHER NOTICE that responses or objections (the “**Objections**”), if any, to the Application, must be made in writing and (a) filed with the Bankruptcy Court no later than 4:00 p.m. (prevailing Eastern Time) on October 8, 2020

(the “**Objection Deadline**”) and (b) served so as to be actually received by the following parties
by the Objection Deadline:

(i) the Post-Confirmation Debtors, JCK Legacy Company, 2100 Q Street,
Sacramento, California 95816;

(ii) counsel for the Post-Confirmation Debtors, Skadden, Arps, Slate, Meagher &
Flom LLP, One Manhattan West, New York, New York 10001, Attn.: Shana A. Elberg
(shana.elberg@skadden.com) and Bram A. Stochlic (bram.stochlic@skadden.com), 300 South
Grand Avenue, Suite 3400, Los Angeles, California 90071, Attn.: Van C. Durrer, II
(van.durrer@skadden.com), and Destiny N. Almogue (destiny.almogue@skadden.com)
and 525 University Avenue, Palo Alto, California 94301 Attn.: Jennifer Madden
(jennifer.madden@skadden.com);

(iii) co-counsel for the Post-Confirmation Debtors, Togut, Segal & Segal LLP, One
Penn Plaza, Suite 3335, New York, New York 10119, Attn.: Albert Togut
(altogut@teamtogut.com) and Kyle J. Ortiz (kortiz@teamtogut.com);

(iv) the Office of the United States Trustee, U.S. Federal Office Building, 201 Varick
Street, Room 1006, New York, New York 10014, Attn.: Benjamin J. Higgins and Brian S.
Masumoto;

(v) counsel to the Official Committee of Unsecured Creditors, Stroock & Stroock &
Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982, Attn.: Kristopher M. Hansen
(khansen@stroock.com), Frank A. Merola (fmerola@stroock.com), Erez E. Gilad
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(gsasson@stroock.com);

(vi) counsel to Chatham Asset Management, Paul, Weiss, Rifkind, Wharton &
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and John T. Weber (jweber@paulweiss.com);

(vii) counsel to Brigade Capital Management, LP, Kramer Levin Naftalis & Frankel
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(tmayer@kramerlevin.com), Douglas H. Mannal (dmannal@kramerlevin.com) and David Braun
(dbraun@kramerlevin.com);

(viii) counsel to the Pension Benefit Guaranty Corp., Schafer and Weiner, PLLC,
40950 Woodward Avenue, Suite 100, Bloomfield Hills, Michigan 48304, Attn.: Joseph K.
Grekin (jgrekin@schaferandweiner.com); and

(ix) any party that has requested notice pursuant to Bankruptcy Rule 2002.

PLEASE TAKE FURTHER NOTICE that a copy of the Application can be obtained through the Bankruptcy Court's electronic case filing system at www.nysb.uscourts.gov using a PACER password (to obtain a PACER password, go to the PACER website, www.pacer.gov) or the website maintained by the Debtors' noticing agent, Kurtzman Carson Consultants LLC, at www.kccllc.net/McClatchy.

PLEASE TAKE FURTHER NOTICE that if no timely, written objections are filed and received in accordance with the foregoing, an order granting the relief sought in the Application may be entered by the Court.

[concluded on following page]

Dated: New York, New York
September 28, 2020

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

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<i>In re</i>	:	Chapter 11
	:	
JCK LEGACY COMPANY, <i>et al.</i>,	:	Case No. 20-10418 (MEW)
	:	
Post-Confirmation Debtors.¹	:	(Jointly Administered)
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**POST-CONFIRMATION DEBTORS' APPLICATION FOR AN ORDER
 AUTHORIZING THE DEBTORS TO FILE OMNIBUS CLAIMS OBJECTIONS
 ON GROUNDS OTHER THAN AS SET FORTH IN BANKRUPTCY RULE 3007(d)**

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

¹ The last four digits of Post-Confirmation Debtor JCK Legacy Company's tax identification number are 0478. Due to the large number of debtor entities in these jointly administered chapter 11 cases, a complete list of the 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 Debtors' proposed claims and noticing agent at <http://www.kccllc.net/McClatchy>. The location of the Debtors' service address for purposes of these chapter 11 cases is: 2100 Q Street, Sacramento, California 95816.

JCK Legacy Company and certain of its affiliates, the post-confirmation debtors in the above-captioned cases (collectively, the “**Debtors**” or the “**Company**”), hereby make this application (this “**Motion**”), pursuant to section 105(a) of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), for entry of an order, substantially in the form attached hereto as **Exhibit A** (the “**Order**”), authorizing the Debtors to file omnibus objections to Claims (as defined below) on grounds other than as set forth in Bankruptcy Rule 3007(d). In support of this Motion, the Debtors respectfully state:

RELIEF REQUESTED

1. By this Motion, the Debtors, pursuant to section 105(a) of the Bankruptcy Code and Bankruptcy Rule 3007(c), seek authority to file omnibus objections (each, an “**Omnibus Objection**” and, collectively, the “**Omnibus Objections**”) to no more than 200 secured claims, administrative expense claims, priority claims, unsecured claims, interests, claims pursuant to section 510(b) of the Bankruptcy Code, and all other “claims” as that term is defined in section 101(5) of the Bankruptcy Code (collectively, “**Claims**”) at a time, on the grounds set forth in Bankruptcy Rule 3007(d) as well as on one or more of the Additional Permitted Grounds (as defined below).²

JURISDICTION

2. The Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

² The Debtors requests that following the Effective Date, the Plan Administration Trustee and the GUC Recovery Trustee shall be able to follow the same procedures to settle Claims.

3. The statutory predicates for the relief requested herein are section 105(a) of the Bankruptcy Code and Bankruptcy Rule 3007.

BACKGROUND

4. On February 13, 2020 (the “**Petition Date**”),³ each Debtor commenced a case by filing a petition for relief under chapter 11 of the Bankruptcy Code (collectively, the “**Chapter 11 Cases**”). The Chapter 11 Cases are jointly administered.

5. On February 26, 2020, the Office of the United States Trustee for the Southern District of New York (the “**U.S. Trustee**”) appointed a creditors’ committee in these Chapter 11 Cases (the “**Creditors’ Committee**”) [Docket No. 114].

6. Prior to the Petition Date, the Debtors were a diversified digital and print media business, focused on providing strong, independent local journalism to thirty communities in fourteen states, as well as national news coverage through the Debtors’ Washington D.C.-based bureau. The Debtors also provided a full suite of both local and nationwide digital marketing services. The Debtors’ businesses were comprised of websites and mobile applications, mobile news and advertising, video products, a digital marketing agency, daily newspapers, niche publications, other print and digital direct marketing services, and community newspapers. The Company’s business operations, corporate and capital structures, and restructuring efforts were described in greater detail in the *Declaration of Sean M. Harding in Support of Chapter 11 Petitions and First Day Papers* [Docket No. 23].

³ On March 24, 2020 (the “**Additional Petition Date**”), Debtor Oak Street Redevelopment Corporation (“**Oak Street**”) also commenced a case by filing a chapter 11 petition. As used herein, the term “Petition Date” encompasses the Additional Petition Date, and the term “Chapter 11 Cases” includes the Oak Street chapter 11 case, which is being jointly administered with the Debtors’ chapter 11 cases commenced on February 13, 2020. See Order (I) *Directing Joint Administration of Cases and (II) Waiving Requirements of Bankruptcy Code Section 342(c)(1) and Bankruptcy Rules 1005 and 2002(n)* [Docket No. 265].

7. On May 21, 2020, the Court entered an order establishing July 10, 2020 at 5:00 p.m. (Eastern Time) as the deadline to file proofs of claim against the Debtors on account of claims that arose on or prior to the Petition Date [Docket No. 485].

8. On August 21, 2020, the Debtors filed the *Joint Chapter 11 Plan of Distribution of The McClatchy Company and its Affiliated Debtors and Debtors in Possession* [Docket No. 780, Exhibit 1] (as may be amended, modified, and/or supplemented from time to time, the “**Chapter 11 Plan**”).⁴

9. Pursuant to Article 8.2 of the Chapter 11 Plan:

Except as otherwise specifically provided for in the Plan, after the Effective Date, the Plan Administration Trustee shall retain responsibility for (a) administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors, including (i) filing, withdrawing, or litigating to judgment objections to Claims or Interests, (ii) settling or compromising any Disputed Claim without any further notice to or action, order, or approval by the Bankruptcy Court, and (iii) administering and adjusting the claims register to reflect any such settlements or compromises without any further notice to or action, order, or approval by the Bankruptcy Court, and (b) making distributions (if any) with respect to all Claims and Interests; *provided, however*, that upon the creation of the GUC Recovery Trust, the GUC Recovery Trustee, on behalf of the GUC Recovery Trust, shall have the authority, but not the obligation, to object to, compromise, settle, otherwise resolve, or withdraw any objections to all General Unsecured Claims.

Chapter 11 Plan at Art. 8.2. The Chapter 11 Plan establishes the deadline for filing proofs of or requests for payment of Administrative Claims as thirty (30) days after the Effective Date of the Chapter 11 Plan, unless otherwise ordered by the Court.

10. On September 25, the Court entered the *Findings of Fact, Conclusions of Law, and Order Approving the Disclosure Statement and Confirming the First Amended Joint Chapter*

⁴ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Chapter 11 Plan.

11 Plan of Distribution of JCK Legacy Company and its Affiliated Debtors and Debtors in Possession [Docket No. 879]. The Effective Date of the Chapter 11 Plan has not yet occurred.

11. As of the date hereof, more than 2500 proofs of claim have been filed in the Debtors' Chapter 11 Cases. The Debtors anticipate that a significant number of Claims will be objectionable on various grounds.

OMNIBUS CLAIMS OBJECTIONS PROCEDURES

12. The Debtors are in the process of reviewing the Claims and anticipate the need to object to many of them to fix them in their proper amounts and classifications. To ease the administrative burden on the Court and the administrative and financial burden on the Debtors, the Debtors request authorization to object to multiple Claims on the same basis in an omnibus fashion.

13. Bankruptcy Rule 3007(c) prohibits the filing of a single objection to multiple claims "[u]nless otherwise ordered by the court or permitted by subdivision (d)." *See* Fed. R. Bankr. P. 3007(c). Bankruptcy Rule 3007(d) allows an objector to file a single objection to multiple claims when the basis for the objection is that the claims subject to such objection:

- a. duplicate other claims;
- b. have been filed in the wrong case;
- c. have been amended by subsequently filed proofs of claim;
- d. were not timely filed;
- e. have been satisfied or released during the case in accordance with the Bankruptcy Code, applicable rules, or a court order;
- f. were presented in a form that does not comply with applicable rules, and the objection states that the objector is unable to determine the validity of the claim because of the noncompliance;
- g. are interests, rather than claims; or

- h. assert priority in an amount that exceeds the maximum amount under section 507 of the Bankruptcy Code.

Id. at 3007(d), (e).

14. The Debtors may object to multiple Claims on grounds other than those set forth in Bankruptcy Rule 3007(d). Preparing and filing individual pleadings for each objection not specifically set forth in Bankruptcy Rule 3007(d) would be a time-consuming and costly process. Objecting to up to 200 Claims in an Omnibus Objection on grounds in addition to those set forth in Bankruptcy Rule 3007(d) will ease the administrative burden on the Court and the administrative and financial burden on the Debtors' estates. Accordingly, the Debtors request that, in addition to the grounds enumerated in Bankruptcy Rule 3007(d), they be permitted to file Omnibus Objections to no more than 200 Claims seeking reduction, reclassification, and/or disallowance of Claims on one or more of the following additional grounds (collectively, the "**Additional Permitted Grounds**");

- a. the amount claimed contradicts the Debtors' books and records;
- b. the Claims were incorrectly classified;
- c. the Claims seek recovery of amounts for which the Debtors are not liable;
- d. the Claims do not include sufficient documentation to ascertain the validity of the Claims or the claims fail to sufficiently specify the basis for the Claims;
and
- e. the Claims are objectionable under section 502(e)(1) of the Bankruptcy Code.

15. The Debtors will comply with Bankruptcy Rule 3007 in all other respects, including that the Debtors will serve affected claimants with notice of an Omnibus Objection at least thirty (30) days prior to the hearing on such Omnibus Objection. Specifically, each Omnibus Objection will:

- a. state in a conspicuous place that claimants receiving the Omnibus Objection should locate their names and Claims in the objection;

- b. list claimants alphabetically, provide a cross-reference to Claim numbers, and, if appropriate, list claimants by category of Claims;
- c. state the grounds of the objection to each Claim and provide a cross-reference to the pages in the Omnibus Objection pertinent to the stated grounds;
- d. state in the title the identity of the objector and the grounds for the objections;
- e. be numbered consecutively with other Omnibus Objections filed by the same objector; and
- f. contain objections to no more than 200 Claims.

BASIS FOR RELIEF AND APPLICABLE AUTHORITY

16. Bankruptcy Rule 3007(c) provides that this Court can modify the requirements for filing objections to multiple claims. Fed. R. Bankr. P. 3007(c). In addition, section 105(a) of the Bankruptcy Code provides, in pertinent part, that a bankruptcy court may “issue any order, process, or judgment that is necessary or appropriate to carry out the provisions [of the Bankruptcy Code].” 11 U.S.C. § 105(a). Under section 105(a) of the Bankruptcy Code, the Court has expansive equitable power to fashion any order or decree that is in the interest of preserving or protecting the value of a debtor’s assets. *See, e.g., Chinichian v. Campolongo (In re Chinichian)*, 784 F.2d 1440, 1443 (9th Cir. 1986) (“Section 105 sets out the power of the bankruptcy court to fashion orders as necessary pursuant to the purposes of the Bankruptcy Code.”) (citations omitted); *Comm. of Equity Sec. Holders v. Lionel Corp. (In re Lionel Corp.)*, 722 F.2d 1063, 1069 (2d Cir. 1983) (“[A] bankruptcy judge must have substantial freedom to tailor his orders to meet differing circumstances.”).

17. The Debtors respectfully submit that an order approving the relief sought herein is appropriate. Similar orders have been entered in this District granting such relief. *See, e.g., In re Synergy Pharmaceuticals Inc.*, Case No. 18-14010 (JLG) (Bankr. S.D.N.Y. April 16, 2019) [Docket No. 676]; *In re Westinghouse Elec. Co.*, Case No. 17-10751 (MEW) (Bankr. S.D.N.Y.

Nov. 15, 2017) [Docket No. 1761]; *In re Angelica Corp.*, Case No. 17-10870 (JLG) (Bankr. S.D.N.Y. August 17, 2017) [Docket No. 512]; *In re ARO Liquidation, Inc.*, Case No. 16-11275 (SHL) (Bankr. S.D.N.Y. April 14, 2017) [Docket No. 1227]; *In re Borders Grp., Inc.*, Case No. 11-10614 (MG) (Bankr. S.D.N.Y. August 11, 2011) [Docket No. 1518]; *Loehmann's Holdings, Inc.*, Case No. 10-16077 (REG) (Bankr. S.D.N.Y. May 19, 2011) [Docket No. 556]; *In re Mesa Air Grp., Inc.*, Case No. 10-10018 (MG) (Bankr. S.D.N.Y. Jul. 7, 2010) [Docket No. 893]; *In re Lehman Bros. Holdings Inc.*, Case No. 08-13555 (JMP) (Bankr. S.D.N.Y. Mar. 31, 2010) [Docket No. 7956].

18. Authorizing the Debtors to file Omnibus Objections to no more than 200 Claims at a time based upon the Additional Permitted Grounds is an appropriate use of the Court's power under section 105 of the Bankruptcy Code and is consistent with the spirit of Bankruptcy Rule 3007, which is intended to protect the due process rights of creditors while allowing for the efficient administration of claims.

19. Bankruptcy Rule 3007(e) already allows objections to include up to 100 claims on other grounds. Here, allowing the Debtors to file Omnibus Objections up to 200 Claims, based upon any of the Additional Permitted Grounds, is not likely to prejudice the rights of creditors. Further, the Debtors, as stated above, will comply with Bankruptcy Rule 3007 in all other respects to preserve the due process rights of each creditor.

20. The Debtors respectfully submit that granting them authority to file Omnibus Objections on the Additional Permitted Grounds will allow them to complete the Claims administration process in a timely, cost-effective, and efficient manner. The ability to file Omnibus Objections on the Additional Permitted Grounds obviates the need for the Debtors to prepare and file, and for the Court to review, multiple motions, a time-consuming, expensive,

and potentially duplicative endeavor for the Debtors and an unnecessarily burdensome task for the Court.

21. The Omnibus Objections will minimize the administrative costs to the Debtors, including, among other things, the cost and expense of the Debtors having to prepare (and the Court to review) countless objections. Furthermore, the filing of numerous motions is likely to materially delay the Claims resolutions process, and, in turn, the administration of these cases.

22. Accordingly, the Debtors respectfully request that an order be entered, substantially in the form annexed hereto as **Exhibit A**, authorizing the Debtors to file Omnibus Objections on the Additional Permitted Grounds.

RESERVATION OF RIGHTS

23. Nothing in this Motion should be construed as (a) an admission as to the validity, priority, or character of any claim or other asserted right or obligation, or a waiver or other limitation on the Debtors' or any other party in interest's ability to contest the same on any ground permitted by bankruptcy or applicable non-bankruptcy law; (b) a promise to pay any claim; (c) granting third-party beneficiary status or bestowing any additional rights on any third party; or (d) being otherwise enforceable by any third party.

NOTICE

24. Notice of this Motion will be provided in accordance with the *Order Pursuant to 11 U.S.C. § 105(a) and Fed. R. Bankr. P. 1015(c), 2002(m), and 9007 Implementing Certain Notice and Case Management Procedures* [Docket No. 106]. The Debtors submit that, in view of the facts and circumstances, such notice is sufficient and no other or further notice need be provided.

NO PRIOR REQUEST

25. No previous request for the relief sought therein has been made to this Court or any other court.

[concluded on following page]

CONCLUSION

The Debtors respectfully request that this Court enter the Order, substantially in the form annexed hereto as **Exhibit A**, granting the relief requested herein and such other and further relief as may be just and proper.

Dated: New York, New York
September 28, 2020

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Counsel to the Post-Confirmation Debtors

EXHIBIT A

Proposed Order

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

-----	X	
<i>In re</i>	:	Chapter 11
	:	
JCK LEGACY COMPANY, <i>et al.</i> ,	:	Case No. 20-10418 (MEW)
	:	
Post-Confirmation Debtors. ¹	:	(Jointly Administered)
	:	
-----	X	

**ORDER AUTHORIZING THE POST-CONFIRMATION
DEBTORS TO FILE OMNIBUS CLAIMS OBJECTIONS ON
GROUNDS OTHER THAN AS SET FORTH IN BANKRUPTCY RULE 3007(d)**

Upon the application (the “**Motion**”)² of JCK Legacy Company and certain of its affiliates, the post-confirmation debtors in the above-captioned cases (collectively, the “**Debtors**”) for an order (this “**Order**”), pursuant to section 105(a) of the Bankruptcy Code and Bankruptcy Rule 3007, authorizing the Debtors to file omnibus objections to Claims (as defined below) on grounds other than as set forth in Bankruptcy Rule 3007(d), all as more fully described in the Motion; 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 Motion in this district is proper pursuant to

¹ The last four digits of Post-Confirmation Debtor JCK Legacy Company’s tax identification number are 0478. Due to the large number of debtor entities in these jointly administered chapter 11 cases, a complete list of the 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 Debtors’ proposed claims and noticing agent at <http://www.kccllc.net/McClatchy>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 2100 Q Street, Sacramento, California 95816.

² Capitalized terms not defined herein shall have the meanings ascribed to such terms in the Motion.

28 U.S.C. §§ 1408 and 1409; and due and sufficient notice of the Motion having been given under the particular circumstances; and it appearing that no other or further notice is necessary; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby;

ORDERED, ADJUDGED, AND DECREED that:

1. The Motion is GRANTED to the extent set forth herein.
2. Notwithstanding anything to the contrary in Bankruptcy Rule 3007, the Debtors are hereby authorized to file omnibus objections (each, an “**Omnibus Objection**” and, collectively, the “**Omnibus Objections**”) seeking reduction, reclassification, and/or disallowance of secured claims, administrative expense claims, priority claims, unsecured claims, interests, claims pursuant to section 510(b) of the Bankruptcy Code, and all other “claims” as that term is defined in section 101(5) of the Bankruptcy Code (collectively, “**Claims**”), on one or more of the following grounds (collectively, the “**Additional Permitted Grounds**”):
 - (a) the amount claimed contradicts the Debtors’ books and records;
 - (b) the Claims were incorrectly classified;
 - (c) the Claims seek recovery of amounts for which the Debtors are not liable;
 - (d) the Claims do not include sufficient documentation to ascertain the validity of the Claims or the claims fail to sufficiently specify the basis for the Claims; and
 - (e) the Claims are objectionable under section 502(e)(1) of the Bankruptcy Code.
3. The Debtors are authorized to file Omnibus Objections to no more than 200 Claims at a time on the Additional Permitted Grounds.

4. Except as expressly provided herein, the Debtors shall comply with the requirements for Omnibus Objections set forth in Bankruptcy Rule 3007(e).

5. Any order sustaining an Omnibus Objection shall be a final order with respect to each Claim referenced in such Omnibus Objection as if an individual objection had been filed for each Claim.

6. The claims agent in these cases is authorized and directed to update the claims register in accordance with this Order without any further approval of the Court.

7. Entry of this Order is without prejudice to the Debtors' rights to seek entry of an order modifying or supplementing the relief granted herein.

8. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

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

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

Dated: New York, New York
[Month] __, 2020

Honorable Michael E. Wiles
UNITED STATES BANKRUPTCY JUDGE