

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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In re : **Chapter 11**
:
NEWPAGE CORPORATION, *et al.*, : **Case No. 11-12804 (KG)**
:
Debtors.¹ : **Joint Administration Requested**
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**NOTICE OF AGENDA FOR HEARING ON FIRST DAY MOTIONS SCHEDULED
FOR SEPTEMBER 8, 2011, AT 9:00 A.M. BEFORE THE HONORABLE KEVIN GROSS
AT THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF
DELAWARE, LOCATED AT 824 NORTH MARKET STREET, 6TH FLOOR,
COURTROOM NO. 3, WILMINGTON, DELAWARE 19801**

**This agenda sets forth items in the order they appear in the first day motions binders
delivered to the Court. The status of each is set forth below.**

1. Voluntary Petitions and Petition Packages:
 - a. NewPage Corporation
 - b. NewPage Holding Corporation
 - c. Chillicothe Paper Inc.
 - d. Escanaba Paper Company
 - e. Luke Paper Company
 - f. NewPage Canadian Sales LLC
 - g. NewPage Consolidated Papers Inc.
 - h. NewPage Energy Services LLC
 - i. NewPage Group Inc.
 - j. NewPage Port Hawkesbury Holding LLC
 - k. NewPage Wisconsin System Inc.
 - l. Rumford Paper Company
 - m. Upland Resources, Inc.
 - n. Wickliffe Paper Company LLC

¹ The Debtors in these chapter 11 cases, along with the last four (4) digits of each Debtor's federal tax identification number, as applicable, are: Chillicothe Paper Inc. (6154), Escanaba Paper Company (5598), Luke Paper Company (6265), NewPage Canadian Sales LLC (5384), NewPage Consolidated Papers Inc. (8330), NewPage Corporation (6156), NewPage Energy Services LLC (1838), NewPage Group Inc. (2465), NewPage Holding Corporation (6158), NewPage Port Hawkesbury Holding LLC (8330), NewPage Wisconsin System Inc. (3332), Rumford Paper Company (0427), Upland Resources, Inc. (2996), and Wickliffe Paper Company LLC (8293). The Debtors' corporate headquarters is located at 8540 Gander Creek Drive, Miamisburg, OH 45342.



2. Declaration of George F. Martin in Support of the Debtors' First Day Motions and Applications (**Docket No. 3, filed 9/7/11**)

Status: The Declaration will be relied upon as evidentiary support for the first day matters listed below.

Administrative Motions

3. Debtors' Motion for an Order Pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1, Directing Joint Administration of Chapter 11 Cases (**Docket No. 2, filed 9/7/11**)

Status: This matter is going forward.

4. Debtors' Motion for Order Enforcing Sections 362 and 525 of the Bankruptcy Code (**Docket No. 5, filed 9/7/11**)

Status: This matter is going forward.

Professional Retention Applications and Related Motions

5. Debtors' Application, Pursuant to 28 U.S.C. § 156(c), Bankruptcy Rule 2002 and Local Rule 2002-1(f), for Order (I) Authorizing the Employment and Retention of Kurtzman Carson Consultants LLC as Claims and Noticing Agent for the Debtors and (II) Appointing Kurtzman Carson Consultants LLC as an Agent of the Bankruptcy Court (**Docket No. 7, filed 9/7/11**)

Status: This matter is going forward.

6. Debtors' Motion, Pursuant to Sections 105(a), 327, 328, and 330 of the Bankruptcy Code for Authority to Employ and Compensate Ordinary Course Professionals *Nunc Pro Tunc* to the Commencement Date (**Docket No. 8, filed 9/7/11**)

Status: This matter will be served out on notice to be heard at a date and time to be determined.

7. Debtors' Motion, Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, and Bankruptcy Rule 2016(a) and Local Rule 2016-2 for Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (**Docket No. 12, filed 9/7/11**)

Status: This matter will be served out on notice to be heard at a date and time to be determined.

First Day Motions Pertaining to Business Operations

8. Debtors' Motion, Pursuant to Sections 105(a), 345, 363, 364, and 503(b) of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004, for Order (I) Authorizing Debtors to Continue Using their Cash Management System, Including the Movement of Funds Between Debtor and Non-Debtor Affiliates, and Maintain Existing Bank Accounts and Business Forms, and (II) Waiving Compliance with the Deposit and Investment Requirements of Section 345(b) of the Bankruptcy Code (**Docket No. 16, filed 9/7/11**)

Status: This matter is going forward.

9. Debtors' Motion for Order Pursuant to Sections 363(b), 503(b)(9), and 105(a) of the Bankruptcy Code Authorizing (I) the Debtors to Pay the Prepetition Claims of Certain Critical Vendors and Administrative Claimholders; and (II) Financial Institutions to Honor and Process Prepetition Checks and Transfers to Certain Critical Vendors (**Docket No. 18, filed 9/7/11**)

Status: This matter is going forward.

10. Debtors' Motion, Pursuant to Sections 105(a), 363(b), and 507(a)(8) of the Bankruptcy Code, for Order (I) Authorizing Payment of Prepetition Taxes and Business License Fees to Governmental Entities, and (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers (**Docket No. 6, filed 9/7/11**)

Status: This matter is going forward.

11. Debtors' Motion, Pursuant to Sections 105(a), 363(b), 363(c), 507(a)(4), and 507(a)(5) of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004, for Order (I) Authorizing Payment of Prepetition Employee Obligations and Continuation of Prepetition Employee Benefit Programs, (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers, and (III) Scheduling a Final Hearing for Approval of the Debtors' Compensation Plans as to Insiders, and (IV) Granting Certain Other Relief (**Docket No. 15, filed 9/7/11**)

Status: This matter is going forward.

12. Debtors' Motion, Pursuant to Sections 105(a) and 366 of the Bankruptcy Code, for Order (I) Prohibiting Utility Providers from Altering, Refusing, or Discontinuing Utility Services, (II) Approving the Debtors' Proposed Form of Adequate Assurance, (III) Establishing Procedures for Resolving Objections Thereto by Utility Providers, and (IV) Scheduling a Final Hearing Thereon (**Docket No. 13, filed 9/7/11**)

Status: The Debtors will present an interim order and then seek scheduling of a final hearing on the Motion.

13. Debtors' Motion Pursuant to Sections 363(b), 503(b)(1), and 105(a) of the Bankruptcy Code (A) Authorizing Debtors to Honor Certain Prepetition Customer Programs, and (B) Authorizing Financial Institutions to Honor and Process Checks and Transfers Related Thereto **(Docket No. 9, filed 9/7/11)**

Status: This matter is going forward.

14. Debtors' Motion for Order Pursuant to Sections 1107(a), 1108, 363(b), and 105(a) of the Bankruptcy Code (I) Authorizing Payment of Prepetition Claims of Shippers, Warehousemen, Subcontractors, and Technicians and (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers **(Docket No. 10, filed 9/7/11)**

Status: This matter is going forward.

15. Debtors' Motion, Pursuant to Sections 503(b), 361, 362(d), 363(b), 363(e) and 105(a) of the Bankruptcy Code (I) Authorizing Continuation of Insurance Programs and Payment of Prepetition Insurance Obligations, and (II) Authorizing Banks and Financial Institutions to Honor and Process Related Checks and Transfers **(Docket No. 17, filed 9/7/11)**

Status: This matter is going forward.

16. Debtors' Motion for Order, Pursuant to Sections 546, 105(a), and 362 of the Bankruptcy Code and Bankruptcy Rule 9019, (I) Establishing Procedures for Resolution of Reclamation Claims, (II) Authorizing Debtors to Return Goods, and (III) Prohibiting Interference with Delivery of Debtors' Goods **(Docket No. 11, filed 9/7/11)**

Status: This matter is going forward.

17. Debtors' Motion for Interim and Final Orders Pursuant to Sections 105, 362 and 541 of the Bankruptcy Code and Bankruptcy Rule 3001 Establishing Notification and Hearing Procedures for (I) Transfer of Claims, (II) Transfers of Equity Securities, (III) Claiming a Worthless Securities Deduction and (IV) Scheduling a Final Hearing and Approving Notice Procedures **(Docket No. 14, filed 9/7/11)**

Status: The Debtors will present an interim order and then seek scheduling of a final hearing on the Motion.

DIP Financing and Cash Collateral Motion

18. Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C §§ 361, 362, 363 and 364: (I) Authorizing Debtors to (A) Obtain Post-Petition Financing and (B) Grant Senior Liens, Junior Liens and Superpriority Administrative Expense Priority; (II) Approving Use of Cash Collateral; (III) Granting Adequate Protection to Certain Prepetition Secured Parties; (IV) Scheduling a Final Hearing; and (V) Granting Related Relief **(Docket No. 19, filed 9/7/11)**

Status: The Debtors will present an interim order and then seek scheduling of a final hearing on the Motion.

19. Debtors' Motion For Entry Of An Order Authorizing The Filing Under Seal Of Proposed Debtor-In-Possession Financing Fee Letters (**Docket No. 22, filed 9/7/11**)

Status: This matter is going forward.

20. Memorandum Of Law In Support Of Debtors' Motion Dated September 7, 2011 For Order Authorizing Use Of Cash Collateral Pursuant To Bankruptcy Code Section 363(C)(2) (**Docket No. 20, filed 9/7/11**)

Status: The Memorandum will be relied upon as evidentiary support for the DIP Financing and Cash Collateral Motion.

21. Declaration of Jay A. Epstein in Support of Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C §§ 361, 362, 363 and 364: (I) Authorizing Debtors to (A) Obtain Post-Petition Financing and (B) Grant Senior Liens, Junior Liens and Superpriority Administrative Expense Priority; (II) Approving Use of Cash Collateral; (III) Granting Adequate Protection to Certain Prepetition Secured Parties; (IV) Scheduling a Final Hearing; and (V) Granting Related Relief (**Docket No. 21, filed 9/7/11**)

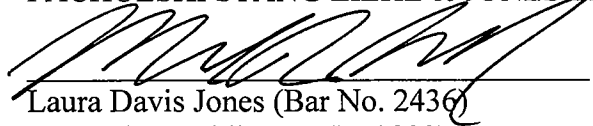
Status: The Declaration will be relied upon as evidentiary support for the DIP Financing and Cash Collateral Motion.

22. Declaration of J. Blake O'Dowd in Support of Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C §§ 361, 362, 363 and 364: (I) Authorizing Debtors to (A) Obtain Post-Petition Financing and (B) Grant Senior Liens, Junior Liens and Superpriority Administrative Expense Priority; (II) Approving Use of Cash Collateral; (III) Granting Adequate Protection to Certain Prepetition Secured Parties; (IV) Scheduling a Final Hearing; and (V) Granting Related Relief (**Docket No. 23, filed 9/7/11**)

Status: The Declaration will be relied upon as evidentiary support for the DIP Financing and Cash Collateral Motion.

Dated: September 7, 2011

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