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and Debtors in Possession*

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

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In re	: Chapter 11
	: :
WAYPOINT LEASING	: Case No. 18-13648 (SMB)
HOLDINGS LTD., et al.,	: :
	: (Jointly Administered)
Debtors. ¹	: :
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**NOTICE OF AGENDA OF MATTERS SCHEDULED
FOR HEARING ON JANUARY 10, 2019 AT 10:00 A.M.**

PLEASE TAKE NOTICE that on November 25, 2018, Waypoint Leasing Holdings Ltd. and certain of its subsidiaries and affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

PLEASE TAKE FURTHER NOTICE, that a hearing has been scheduled for January 10, 2019 at 10:00 a.m. (Prevailing Eastern Time) before the Honorable Stuart M. Bernstein, United States Bankruptcy Judge, Bankruptcy Court, One Bowling Green, Room 723, New York, New York 10004 (the “**January Omnibus Hearing**”).

PLEASE TAKE FURTHER NOTICE that an agenda with respect to the January Omnibus Hearing is set forth below. Copies of each pleading identified below can be viewed and/or obtained by: (i) accessing the Bankruptcy Court’s website at <http://www.nysb.uscourts.gov> or (ii) from the Debtors’ claims and noticing agent, Kurtzman Carson Consultants LLC, either at <http://www.kccllc.net/waypointleasing>, by calling (888) 733-1446 (toll free) for U.S. and Canada-

¹ A list of the Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number, is annexed hereto as **Exhibit A**.



based parties or +1 (310) 751-2635 for international parties, or by sending an e-mail to WaypointInfo@kccllc.com. Note that a PACER password is needed to access documents on the Bankruptcy Court's website.

I. UNCONTESTED MATTERS:

1. Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 507, and 552, Fed. R. Bankr. P. 2002, 4001, 6003, 6004, and 9014, and L. Bankr. R. 2002-1, 4001-2, 9013-1, 9014-1, and 9014-2 for Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Senior Secured Priming Superpriority Postpetition Financing, (B) Grant Liens and Superpriority Administrative Expense Status, and (C) Utilize Cash Collateral; (II) Granting Adequate Protection; (III) Scheduling Final Hearing; and (IV) Granting Related Relief **[ECF No. 51]**

Response Deadline: January 3, 2019 at 4:00 p.m. (EST)

Responses Filed: None.

Related Documents:

- A. Declaration of Matthew R. Niemann in Support of Motion **[ECF No. 52]**
- B. Declaration of Robert A. Del Genio in Support of Motion **[ECF No. 53]**
- C. Declaration of Michael B. Cox in Support of Motion **[ECF No. 54]**
- D. Notice of Filing Corrected and Supplemental Exhibits **[ECF No. 56]**
- E. Supplemental Declaration of Robert A. Del Genio in Support of Motion **[ECF No. 70]**
- F. Notice of Filing Supplemental Corrected Exhibit **[ECF No. 74]**
- G. Notice of Filing of Revised Interim DIP Financing Order **[ECF No. 75]**
- H. Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 507, and 552, Fed. R. Bankr. P. 2002, 4001, 6003, 6004, and 9014, and L. Bankr. R. 2002-1, 4001-2, 9013-1, 9014-1, and 9014-2 (I) Authorizing the Debtors to (A) Obtain Senior Secured Priming Superpriority Postpetition Financing, (B) Grant Liens and Superpriority Administrative Expense Status, and (C) Utilize Cash Collateral; (II) Granting Adequate Protection, (III) Scheduling Final Hearing; and (IV) Granting Related Relief **[ECF No. 77]**

- I. Notice of Filing of Second Interim DIP Financing Order [**ECF No. 134**]
- J. Second Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 507, and 552, Fed. R. Bankr. P. 2002, 4001, 6003, 6004, and 9014, and L. Bankr. R. 2002-1, 4001-2 9013-1, 9014-1, and 9014-2 (I) Authorizing the Debtors to (A) Obtain Senior Secured Priming Superpriority Postpetition Financing, (B) Grant Liens and Superpriority Administrative Expense Status, and (C) Utilize Cash Collateral; (II) Granting Adequate Protection, (III) Scheduling Final Hearing; and (IV) Granting Related Relief [**ECF No. 156**]
- K. Certificate of No Objection [**ECF No. 212**]

Status: This matter is going forward on an uncontested basis.

- 2. Motion of Debtors Pursuant to 11 U.S.C. §§ 521 and 105(a) and Bankruptcy Rule 1007(c) for an Order (I) Extending Debtors' Time to File Schedules of Assets and Liabilities, Schedules of Executory Contracts and Unexpired Leases, and Statements of Financial Affairs and (II) Authorizing Debtors to File the Same on a Partially Consolidated Basis [**ECF No. 179**]

Response Deadline: January 4, 2019 at 4:00 p.m. (EST)

Responses Filed: None.

Related Document:

- A. Certificate of No Objection [**ECF No. 208**]

Status: This matter is going forward on an uncontested basis.

- 3. Motion of Edward Washecka to Compel Debtors to Assume or Reject Washecka Employment Agreements, or in the Alternative, to Allow Administrative Claim [**ECF No. 157**]

Response Deadline: January 7, 2019 at 12:00 p.m. (EST)

Responses Filed: None.

Related Document:

- A. Notice of Hearing on Motion of Edward Washecka to Compel Debtors to Assume or Reject Washecka Employment Agreements [**ECF No. 160**]

Status: This matter is going forward on an uncontested basis. A proposed order has been submitted to the Bankruptcy Court for approval.

4. Motion of Debtors Pursuant to 11 U.S.C. § 363 and Fed. R. Bankr. P. 2002 and 6004 for Entry of an Order Authorizing Private Sale of Helicopter with Manufacture Serial Number 33156 Free of all Liens, Claims, Encumbrances and Other Interests, and Granting Related Relief **[ECF No. 112]**

Response Deadline: January 3, 2019 at 4:00 p.m. (EST)

Responses Filed: None.

Related Documents:

A. Declaration of Oliver Althoff in Support of Motion **[ECF No. 113]**

B. Certificate of No Objection **[ECF No. 205]**

Status: This matter is going forward on an uncontested basis.

5. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 327, 328 and 330 for Authority to Employ Professionals Used in the Ordinary Course of Business *Nunc Pro Tunc* to the Petition Date **[ECF No. 165]**

Response Deadline: January 3, 2019 at 4:00 p.m. (EST)

Responses Filed: None.

Related Document:

A. Certificate of No Objection **[ECF No. 210]**

Status: This matter is going forward on an uncontested basis.

6. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 331 for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals **[ECF No. 169]**

Response Deadline: January 3, 2019 at 4:00 p.m. (EST)

Responses Filed: None.

Related Document:

A. Certificate of No Objection **[ECF No. 215]**

Status: This matter is going forward on an uncontested basis.

7. Application of Debtors Pursuant to 11 U.S.C. § 327(a), Fed. R. Bankr. P. 2014 and 2016, and Local Rules 2014-1 and 2016-1 for Authority to Retain and Employ Weil, Gotshal & Manges LLP as Attorneys for the Debtors *Nunc Pro Tunc* to the Petition Date [ECF No. 162]

Response Deadline: January 3, 2019 at 4:00 p.m. (EST)

Responses Filed: None.

Related Document:

- A. Certificate of No Objection [ECF No. 207]

Status: This matter is going forward on an uncontested basis.

8. Application of Debtors Pursuant to 11 U.S.C. § 327 and Fed. R. Bankr. P. 2014 and 2016 Authorizing Debtors to Retain FTI Consulting, Inc. as Financial Advisor *Nunc Pro Tunc* to Petition Date [ECF No. 170]

Response Deadline: January 3, 2019 at 4:00 p.m. (EST)

Responses Filed: None.

Related Document:

- A. Certificate of No Objection [ECF No. 213]

Status: This matter is going forward on an uncontested basis.

9. Application of Debtors Pursuant to 11 U.S.C. §§ 327 and 328 and Fed. R. Bankr. P. 2014 and 2016 Authorizing Debtors to Retain Kurtzman Carson Consultants LLC as Administrative Agent *Nunc Pro Tunc* to the Petition Date [ECF No. 163]

Response Deadline: January 3, 2019 at 4:00 p.m. (EST)

Responses Filed: None.

Related Document:

- A. Certificate of No Objection [ECF No. 209]

Status: This matter is going forward on an uncontested basis.

10. Application of Debtors Pursuant to 11 U.S.C. § 327(e) and Fed. R. Bankr. P. 2014 and 2016 Authorizing Debtors to Retain White & Case LLP as Special Counsel *Nunc Pro Tunc* to the Petition Date [ECF No. 164]

Response Deadline: January 3, 2019 at 4:00 p.m. (EST)

Responses Filed: None.

Related Document:

A. Certificate of No Objection [ECF No. 206]

Status: This matter is going forward on an uncontested basis.

11. Application of the Debtors Pursuant to 11 U.S.C. § 327(e) and Fed. R. Bankr. P. 2014 and 2016, and Local Rules 2014-1 and 2016-1 for Authority to Retain and Employ A&L Goodbody Solicitors as Irish Law Advisor *Nunc Pro Tunc* to Petition Date [ECF No. 168]

Response Deadline: January 3, 2019 at 4:00 p.m. (EST)

Responses Filed: None.

Related Document:

A. Certificate of No Objection [ECF No. 214]

Status: This matter is going forward on an uncontested basis.

II. SEALING MATTER:

12. *Ex Parte* Motion of the Debtors Pursuant to 11 U.S.C. § 107(b) and Fed. R. Bankr. P. 9018 for Authority to (I) File Documents Under Seal and (II) Redact Commercially Sensitive, Nonpublic Information [ECF No. 114]

Response Deadline: None.

Responses Filed: None.

Related Document:

- A. Motion of Debtors Pursuant to 11 U.S.C. § 363 and Fed. R. Bankr. P. 2002 and 6004 for Entry of an Order Authorizing Private Sale of Helicopter with Manufacture Serial Number 33156 Free of all Liens, Claims, Encumbrances and Other Interests, and Granting Related Relief [**ECF No. 112**]

Status: This matter is going forward.

Dated: January 8, 2019
New York, New York

/s/ Robert J. Lemons
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and Debtors in Possession*

Exhibit A

Debtors

Debtor	Last 4 Digits of Tax ID Number	Debtor	Last 4 Digits of Tax ID Number
Waypoint Leasing Holdings Ltd.	2899	AE Helicopter (5) Limited	N/A
Waypoint Leasing (Luxembourg) S.à r.l.	7041	AE Helicopter (6) Limited	N/A
Waypoint Leasing (Ireland) Limited	6600	MSN 31141 Trust	N/A
Waypoint Asset Co 10 Limited	2503	MSN 31492 Trust	N/A
MSN 2826 Trust	N/A	MSN 36458 Trust	N/A
MSN 2879 Trust	N/A	MSN 760543 Trust	N/A
Waypoint Asset Co 11 Limited	3073	MSN 760551 Trust	N/A
MSN 2905 Trust	N/A	MSN 760581 Trust	N/A
Waypoint Asset Co 12 Limited	0541	MSN 760628 Trust	N/A
MSN 20042 Trust	N/A	MSN 760631 Trust	N/A
MSN 41202 Trust	N/A	MSN 760682 Trust	N/A
MSN 920280 Trust	N/A	MSN 920022 Trust	N/A
Waypoint Asset Co 1E Limited	6089	MSN 920062 Trust	N/A
Waypoint Asset Euro 1F Limited	7099	MSN 920125 Trust	N/A
MSN 20093 Trust	N/A	MSN 9229 AS	N/A
Waypoint Asset Malta 1A Limited	2966	Waypoint Asset Co 3A Limited	6687
Waypoint Leasing Singapore 1 Pte. Limited	2403	MSN 41371 Trust	N/A
Waypoint Leasing UK 1A Limited	2226	Waypoint Asset Euro 1A Limited	9804
Waypoint Asset Co 14 Limited	1585	MSN 4466 Trust	N/A
Waypoint Asset Co 15 Limited	1776	MSN 4469 Trust	N/A
Waypoint Asset Co 3 Limited	3471	MSN 6655 Trust	N/A
MSN 6658 Trust	N/A	Waypoint Asset Funding 6 LLC	4964

Debtor	Last 4 Digits of Tax ID Number	Debtor	Last 4 Digits of Tax ID Number
Waypoint 760626 Business Trust	N/A	Waypoint Asset Co 7 Limited	9689
MSN 7152 Trust	N/A	Waypoint Asset Euro 7A Limited	2406
MSN 7172 Trust	N/A	Waypoint Asset Co 8 Limited	2532
Waypoint Asset Funding 3 LLC	4960	MSN 31041 Trust	N/A
Waypoint Asset Malta Ltd	5348	MSN 31203 Trust	N/A
Waypoint Leasing Labuan 3A Limited	8120	MSN 31578 Trust	N/A
Waypoint Leasing UK 3A Limited	0702	MSN 760617 Trust	N/A
Waypoint Asset Co 4 Limited	0301	MSN 760624 Trust	N/A
Waypoint Asset Co 5 Limited	7128	MSN 760626 Trust	N/A
MSN 1251 Trust	N/A	MSN 760765 Trust	N/A
MSN 14786 Trust	N/A	MSN 920063 Trust	N/A
MSN 2047 Trust	N/A	MSN 920112 Trust	N/A
MSN 2057 Trust	N/A	Waypoint 206 Trust	N/A
Waypoint Asset Co 5B Limited	2242	Waypoint 407 Trust	N/A
Waypoint Leasing UK 5A Limited	1970	Waypoint Asset Euro 1B Limited	3512
Waypoint Asset Co 6 Limited	8790	Waypoint Asset Euro 1C Limited	1060
MSN 31042 Trust	N/A	MSN 20012 Trust	N/A
MSN 31295 Trust	N/A	MSN 20022 Trust	N/A
MSN 31308 Trust	N/A	MSN 20025 Trust	N/A
MSN 920119 Trust	N/A	MSN 920113 Trust	N/A
Waypoint Asset Funding 8 LLC	4776	Waypoint Asset Co Germany Limited	5557
Waypoint Leasing UK 8A Limited	2906	MSN 31046 Trust	N/A

Debtor	Last 4 Digits of Tax ID Number	Debtor	Last 4 Digits of Tax ID Number
Waypoint Leasing US 8A LLC	8080	MSN 41511 Trust	N/A
Waypoint Asset Co 9 Limited	6340	MSN 760608 Trust	N/A
MSN 20052 Trust	N/A	MSN 89007 Trust	N/A
MSN 31312 Trust	N/A	MSN 920141 Trust	N/A
MSN 41329 Trust	N/A	MSN 920152 Trust	N/A
MSN 760538 Trust	N/A	MSN 920153 Trust	N/A
MSN 760539 Trust	N/A	MSN 920273 Trust	N/A
MSN 760541 Trust	N/A	MSN 920281 Trust	N/A
MSN 760542 Trust	N/A	MSN 9205 Trust	N/A
Waypoint Asset Co 1B Limited	5795	MSN 9229 Trust	N/A
MSN 41272 Trust	N/A	Waypoint Asset Co 1A Limited	1208
Waypoint Asset Co 5A Limited	4148	Waypoint Leasing Labuan 1A Limited	2299
MSN 69052 Trust	N/A	Waypoint Asset Co 1C Limited	0827
Waypoint Asset Euro 9A Limited	2276	Waypoint Asset Co 1D Limited	7018
Waypoint Asset Euro 1E Limited	6050	Waypoint Asset Co 1F Limited	6345
Waypoint Leasing UK 9A Limited	5686	Waypoint Asset Co 1G Limited	6494
Waypoint Asset Sterling 9A Limited	1161	Waypoint Asset Co 1H Limited	7349
Waypoint Asset Company Number 1 (Ireland) Limited	6861	Waypoint Asset Co 1J Limited	7729
Waypoint Asset Euro 1D Limited	1360	MSN 20159 Trust	N/A
Waypoint Asset Co 1L Limited	2360	MSN 31431 Trust	N/A
Waypoint Asset Co 1M Limited	5855	MSN 760734 Trust	N/A
Waypoint Asset Co 1N Limited	3701	MSN 920024 Trust	N/A

Debtor	Last 4 Digits of Tax ID Number	Debtor	Last 4 Digits of Tax ID Number
Waypoint Asset Euro 1G Limited	4786	MSN 920030 Trust	N/A
Waypoint Asset Funding 1 LLC	7392	Waypoint Asset Funding 2 LLC	7783
Waypoint Leasing UK 1B Limited	0592	Waypoint Asset Co 1K Limited	2087
Waypoint Leasing UK 1C Limited	0840	Waypoint Leasing Services LLC	8965
Waypoint Asset Company Number 2 (Ireland) Limited	7847	Waypoint Leasing (Luxembourg) Euro S.à r.l.	8928
Waypoint 2916 Business Trust	N/A		