

Stephen E. Hessler, P.C.
Marc Kieselstein, P.C.
Cristine Pirro Schwarzman
KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900

James H.M. Sprayregen, P.C.
Ross M. Kwasteniet, P.C. (*pro hac vice* pending)
Brad Weiland (*pro hac vice* pending)
John R. Luze (*pro hac vice* pending)
KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP
300 North LaSalle Street
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200

Proposed Counsel to the Debtors and Debtors in Possession

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

)	
In re:)	Chapter 11
)	
WINDSTREAM HOLDINGS, INC., <i>et al.</i> , ¹)	Case No. 19-22312 (RDD)
)	
Debtors.)	(Joint Administration Requested)
)	

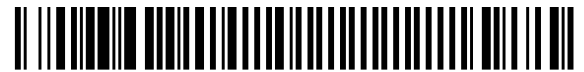
AGENDA FOR FIRST DAY HEARING

Time and Date of Hearing: February 26, 2019, at 2:00 p.m. (prevailing Eastern Time)

Location of Hearing: The Honorable Judge Robert D. Drain
United States Bankruptcy Court for the Southern District of New York
300 Quarropas Street, Room 248
White Plains, New York 10601

Copies of Motions: A copy of each pleading can be viewed on the Court’s website at <http://www.nysb.uscourts.gov> and the website of the Debtors’ proposed notice and claims agent, Kurtzman Carson Consultants LLC, at <http://www.kccllc.net/windstream>. Further information may be obtained via email at WindstreamInfo@kccllc.com, or by calling 877-759-8815 (US and Canada) or 424-236-7262 (International).

¹ The last four digits of Debtor Windstream Holdings, Inc.’s tax identification number are 7717. Due to the large number of debtor entities in these chapter 11 cases, for which the Debtors have requested joint administration, 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/windstream>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.



I. Introduction.

1. ***Voluntary Petitions.***
2. ***First Day Declaration.*** Declaration of Tony Thomas Chief Executive Officer and President of Windstream Holdings, Inc. (I) in Support of Chapter 11 Petitions and First Day Pleadings and (II) Pursuant to Local Bankruptcy Rule 1007-2 [Docket No. 27].

II. Matters Requested to be Heard at First Day Hearing.

3. ***Joint Administration Motion.*** Debtors' Motion for Entry of an Order Directing Joint Administration of Chapter 11 Cases [Docket No. 17].
4. ***DIP Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Senior Secured Priming Superpriority Postpetition Financing, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Authorizing Use of Cash Collateral, (IV) Granting Adequate Protection, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief [Docket No. (TBD)].
 - A. ***Motion to Seal DIP Fee Letters.*** Debtors' Motion Seeking Entry of an Order Authorizing the Debtors to (I) Restrict Access to Certain Confidential Fee Letters Related to Proposed Debtors- in-Possession Financing and (II) Redact Certain Terms in the DIP Motion and Leone Declaration [Docket No. (TBD)].
 - B. ***Term Sheet.*** Notice of Filing of DIP Term Sheet [Docket No. 25].
5. ***Cash Management Motion.*** Debtors' Motion for Entry of Interim and Final Orders Authorizing the Debtors to Continue (A) to Operate Its Cash Management System, Honor Certain Prepetition Obligations Related Thereto, and Maintain Existing Business Forms, and (II) Its Intercompany Transactions [Docket No. 13].
6. ***Case Management Motion.*** Debtors' Motion for Entry of Interim and Final Orders Establishing Certain Notice, Case Management, and Administrative Procedures [Docket No. 23].
7. ***Noticing Agent 156(c) Application.*** Debtors' Application for Appointment of Kurtzman Carson Consultants LLC as Claims and Noticing Agent [Docket No. 12].
8. ***Insurance Motion.*** Debtors' Motion for Entry of Interim and Final Orders Authorizing the Debtors to (I) Pay their Obligations Under Prepetition Insurance Policies, (II) Continue to Pay Certain Brokerage Fees, (III) Renew, Supplement, Modify, or Purchase Insurance Coverage, (IV) Enter into New Financing Agreements in the Ordinary Course of Business [Docket No. 9].

9. ***Surety Bond Motion*** Debtors' Motion for Entry of Interim and Final Orders Authorizing the Debtors to Continue and Renew their Surety Bond Program [Docket No. 6].
10. ***Schedules Extension Motion.*** Debtors' Motion for Entry of an Order (I) Extending Time to File Schedules of Assets and Liabilities, Schedules of Current Income and Expenditures, Schedules of Executory Contracts and Unexpired Leases, Statements of Financial Affairs, and Rule 2015.3 Financial Reports, and Waiving Requirements to File Lists of Equity Holders [Docket No. 2].
11. ***Creditor Matrix Motion.*** Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to (A) Prepare a List of Creditors in Lieu of Submitting a Formatted Mailing Matrix and (B) File a Consolidated List of the 50 Largest Unsecured Creditors, (II) Authorizing the Debtors to Redact Certain Personal Identification Information for Individual Creditors, and (III) Approving the Form and Manner of Notifying Creditors of Commencement of These Chapter 11 Cases [Docket No. 15].
12. ***Taxes Motion*** Debtors' Motion for Entry of Interim and Final Orders Authorizing the Payment of Certain Prepetition Taxes and Fees [Docket No. 11].
13. ***Spectrum Auction Comfort Motion*** Debtors' Motion for Entry of a Final Order (I) Restating and Enforcing Anti-Discrimination Provision of the Bankruptcy Code; (II) Authorizing the Debtors to (A) Participate in Spectrum Auctions in the Ordinary Course of Business and (B) Honor all Obligations Related Thereto; and (III) Approving the Form and Manner of Notice [Docket No. 10].
14. ***Vendor Motion.*** Debtors' Motion for Entry of Interim and Final Orders Authorizing the Debtors to Pay Prepetition Claims in the Ordinary Course of Business on a Postpetition Basis [Docket No. 16].
15. ***Customer Programs Motion.*** Debtors' Motion for Entry of Interim and Final Orders Authorizing the Debtors to Maintain and Administer Customer Programs and Honor Certain Prepetition Obligations Related Thereto [Docket No. 3].
16. ***Wages Motion.*** Debtors' Motion for Entry of Interim and final Orders Authorizing, the Debtors to (I) Pay Prepetition Employee Wages, Salaries, Other Compensation, and Reimbursable Employee Expenses and (II) Continue Employee Benefits Programs [Docket No. 18].
17. ***NOL Motion.*** Debtors' Motion for Entry of Interim and Final Orders Approving Notification and Hearing Procedures for Certain Transfers of and Declarations of Worthlessness with Respect to Common Stock [Docket No. 5].

18. **Claims Trading Motion.** Debtors' Motion for Entry of an Order Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Certain Claims Against the Debtors' Estates [Docket No. 4].

III. Matter to be Heard at a Later Date.

13. **Utilities Motion.** Debtors' Motion for Entry of an Order (I) Prohibiting Utility Providers for Altering, Refusing, or Discontinuing Utility Services, (II) Determining Adequate Assurance of Payment for Future Utility Services, and (III) Establishing Procedures for Determining Adequate Assurance of Payment [Docket No. 7].

Dated: February 25, 2019
New York, New York

/s/ Stephen E. Hessler

Stephen E. Hessler, P.C.

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