

Hearing Date and Time: April 16, 2019, at 10:00 a.m. (prevailing Eastern Time)  
Objection Deadline: April 9, 2019, at 4:00 p.m. (prevailing Eastern Time)

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*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> , <sup>1</sup>	)	
	)	Case No. 19-22312 (RDD)
Debtors.	)	
	)	(Jointly Administered)

**NOTICE OF SECOND DAY HEARING TO BE HELD ON  
APRIL 16, 2019, AT 10:00 A.M. (PREVAILING EASTERN TIME)**

**PLEASE TAKE NOTICE** that on February 25, 2019 (the “Petition Date”), Windstream Holdings, Inc. and the other above-captioned 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 (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”).

**PLEASE TAKE FURTHER NOTICE** that the following motions will be heard on a final basis at a hearing scheduled for **April 16, 2019, at 10:00 a.m. (Prevailing Eastern Time)**

<sup>1</sup> 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 are jointly administered, 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.



(the “Second Day Hearing”) before the Honorable Robert D. Drain of the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601, or at such other time as the Bankruptcy Court may determine:

1. **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].
2. **Case Management Motion.** Debtors’ Motion for Entry of Interim and Final Orders Establishing Certain Notice, Case Management, and Administrative Procedures [Docket No. 23].
3. **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].
4. **Surety Bonds Motion.** Debtors’ Motion for Entry of Interim and Final Orders Authorizing the Debtors to Continue and Renew their Surety Bond Program [Docket No. 6]
5. **Taxes Motion.** Debtors’ Motion for Entry of Interim and Final Orders Authorizing the Payment of Certain Prepetition Taxes and Fees [Docket No. 11]
6. **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].
7. **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].
8. **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].
9. **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].

10. ***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].

**PLEASE TAKE FURTHER NOTICE** that copies of the motions may be obtained free of charge by visiting the website of Kurtzman Carson Consultants LLC at <http://www.kccllc.net/windstream> or by calling 877-759-8815 (US and Canada) or 424-236-7262 (International). You may also obtain copies of any pleadings by visiting the Bankruptcy Court's website at <http://www.nysb.uscourts.gov> in accordance with the procedures and fees set forth therein.

**PLEASE TAKE FURTHER NOTICE** that the Second Day Hearing may be continued or adjourned thereafter from time to time without further notice other than an announcement of the adjourned date or dates at the Second Day Hearing or at a later hearing. The Debtors will file an agenda before the Second Day Hearing, which may modify or supplement the motions to be heard at the Second Day Hearing.

**PLEASE TAKE FURTHER NOTICE** that you need not appear at the hearing if you do not object to the relief requested in any of the motions.

**PLEASE TAKE FURTHER NOTICE** that objections, if any, to the motions must comply with the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York. Objections, if any, to the Motions must be served upon proposed counsel to the Debtors **on or before April 9, 2019, at 4:00 p.m. (Prevailing Eastern Time)**. Proposed counsel to the Debtors shall then cause any timely filed objections or responses to be promptly served on the following parties: (a) the Debtors, Windstream Holdings, Inc.,

4001 North Rodney Parham Road, Little Rock, Arkansas 72212, Attn.: Kristi M. Moody; (b) proposed counsel to the Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn.: Stephen E. Hessler, P.C., and Kirkland & Ellis LLP, 300 North LaSalle Street, Chicago, Illinois 60654, Attn.: Ross M. Kwasteniet, P.C., Brad Weiland, and John R. Luze; (c) counsel to any statutory committee appointed in these cases; and (d) the Office of The United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, New York 10014, Attn.: Paul K. Schwartzberg and Serene Nakano.

**PLEASE TAKE FURTHER NOTICE** that if you do not want the Bankruptcy Court to grant the relief requested in the motions and applications, or if you want the Bankruptcy Court to consider your view on the motions and applications, then you or your attorney must attend the Second Day Hearing. If you or your attorney do not take these steps, the Bankruptcy Court may decide that you do not oppose the relief sought in the motions and applications and may enter orders granting the relief requested in the motions and applications.

*[Remainder of page intentionally left blank.]*

Dated: March 6, 2019  
New York, New York

*/s/ Stephen E. Hessler*

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