

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

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In re:		)
		) Chapter 11
		)
WINDSTREAM HOLDINGS, INC., et al., <sup>1</sup>		) Case No. 19-22312 (RDD)
		)
Debtors.		) (Jointly Administered)
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WINDSTREAM HOLDINGS, INC., et al.,		)
		)
Plaintiffs,		) Adv. Pro. No. 19-08246
		)
vs.		)
		)
CHARTER COMMUNICATIONS, INC. and		)
CHARTER COMMUNICATIONS OPERATING, LLC,		)
		)
Defendants.		)
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**SHOW CAUSE ORDER SETTING A HEARING WITH RESPECT TO HOLDING  
CHARTER IN CONTEMPT FOR VIOLATING THE COURT’S TEMPORARY  
RESTRAINING ORDER AND SANCTIONING CHARTER  
FOR VIOLATING THE AUTOMATIC STAY**

Upon the order entered by the Court on May 16, 2019 granting a preliminary injunction against Charter Communications, Inc. and Charter Communications Operating LLC [Adv. Docket No. 61] (the “Preliminary Injunction Order”),<sup>2</sup> the debtors and debtors in possession in the above-captioned Chapter 11 cases (collectively, the “Debtors”) have been authorized to submit to this Court a show cause order directed to Charter as to why Charter should not be held

<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 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.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Preliminary Injunction Order.



in contempt for violating this Court's temporary restraining order entered on April 16, 2019 [Adv. Docket No. 25] (the "TRO") and/or sanctioned for violating the automatic stay under section 362(a) of the Bankruptcy Code; and the Court having been informed that the parties have agreed to the schedule set forth in this Order,

**IT IS HEREBY FOUND AND DETERMINED THAT:**

A. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157(a)-(b) and 1334(b) and the Amended Standing Order of Reference from the United States District Court for the Southern District of New York, dated January 31, 2012;

B. Venue for the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and

C. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

**IT IS, THEREFORE, ORDERED THAT:**

1. Charter must show cause before this Court at the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York, on **August 7, 2019 at 10:00 a.m.** (prevailing Eastern Time), or as soon thereafter as the Court is available, as to why Charter should not be held in contempt for violating the TRO and/or sanctioned for violating the automatic stay under 11 U.S.C. § 362(a) based on the conduct to be described in the Debtors' motion to be filed as provided in paragraph 3 hereof (the hearing on such matter, "Contempt Hearing").

2. All discovery in connection with the Contempt Hearing shall be completed by **Tuesday July 16, 2019**. In the event of a dispute over discovery, the parties' counsel shall promptly confer to attempt in good faith to resolve the dispute. If, notwithstanding their good faith efforts to do so, they are unable to resolve a discovery issue, they shall promptly inform the

Court by letter of the nature of the dispute and request a telephonic discovery conference. At the conference, the Court will ask the parties about their prior efforts to resolve the dispute.

3. The Debtors shall file a motion in support of their request that the Court hold Charter in contempt for violating the TRO and/or sanctioned for violating the automatic stay no later than **Tuesday July 23, 2019 at 4:00 p.m.** (prevailing Eastern Time).

4. Charter shall file any opposition thereto no later than **Tuesday July 30, 2019 at 4:00 p.m.** (prevailing Eastern Time).

5. The Debtors shall file any reply thereto no later **Monday August 5, 2019 at 4:00 p.m.** (prevailing Eastern Time).

6. The Debtors and Charter shall exchange exhibits, witness names and demonstratives no later than **Monday August 5, 2019 at 4:00 p.m.** (prevailing Eastern Time).

7. Any papers relating to the Debtors' request that the Court hold Charter in contempt for violating the TRO and/or sanctioned for violating the automatic stay shall: (a) be in writing; (b) conform to the Bankruptcy Rules, the Local Rules, all General Orders applicable to Chapter 11 cases in the United States Bankruptcy Court for the Southern District of New York, and the Case Management Order; (c) be filed electronically with this Court on the docket of *In re Windstream Holdings, Inc.*, Case 19-22312 (RDD) by registered users of this Court's electronic filing system and in accordance with the General Order M-399 (which is available on this Court's website at <http://www.nysb.uscourts.gov>); and (d) be served by email so as to be actually received on the day due on (i) the entities on the Master Service List (as defined in the Case Management Order and available on the Debtors' case website at <http://www.kccllc.net/windstream>); and (ii) any person or entity with a particularized interest in the subject matter of the Motion.

8. The Contempt Hearing may be adjourned from time to time without notice other than an announcement in open court at the Contempt Hearing or the adjourned date of the Contempt Hearing.

Dated: May 24, 2019  
White Plains, NY

/s/Robert D. Drain  
THE HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE