

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

IN RE:	:	
	:	Appeal From
WINDSTREAM HOLDINGS, INC., <u>et al.</u> ,	:	
	:	
Debtors.	:	Case No. 19-22312 (RDD)
	:	
	:	(Jointly Administered)
U.S. BANK NATIONAL ASSOCIATION,	:	
	:	
Appellant,	:	
v.	:	Case No. 20-cv-4276 (VB) (Lead Case)
	:	
WINDSTREAM HOLDINGS, INC. <u>et al.</u> ,	:	
	:	
Appellees.	:	
U.S. BANK NATIONAL ASSOCIATION,	:	
	:	
Appellant,	:	
v.	:	Case No. 20-cv-5440 (VB)
	:	
WINDSTREAM HOLDINGS, INC. <u>et al.</u> ,	:	
	:	
Appellees.	:	
CQS (US), LLC	:	
	:	
Appellant,	:	
v.	:	Case No. 20-cv-5529 (VB)
	:	
WINDSTREAM HOLDINGS, INC. <u>et al.</u> ,	:	
	:	
Appellees.	:	

STIPULATION AND ~~PROPOSED~~ ORDER

Appellants U.S. Bank National Association, solely in its capacities as Indenture Trustees, and CQS (US) LLC (together, “Appellants”), Appellees Windstream Holdings, Inc., and its debtor subsidiaries (the “Debtors”), Intervenor-Appellee Elliott Investment Management, L.P., on behalf of itself and certain funds and accounts managed, advised, or sub-advised by it (“Elliott”), and Proposed Intervenor the First Lien Ad Hoc Group, hereby submit this joint stipulation (the “Stipulation”) by and through their undersigned attorneys, consenting to the First



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Lien Ad Hoc Group's intervention in the above-captioned appeal as an Appellee. The parties stipulate and consent to the entry of an Order as follows:

1. The First Lien Ad Hoc Group's Motion to Intervene (ECF No. 28) is GRANTED.

2. The Debtors shall file a brief of no more than 13,000 words, Elliott shall file a separate brief of no more than 7,500 words, and the First Lien Ad Hoc Group shall file a separate brief of no more than 2,500 words, by September 2, 2020. Elliott and the First Lien Ad Hoc Group will not duplicate each other's briefing or the Debtors' briefing.

3. Appellants shall jointly file a reply brief of no more than 9,000 words by September 16, 2020.

4. To the extent the Court schedules oral argument, Appellants and Appellees will each be apportioned half the time, unless the Court directs otherwise.

Dated: August 14, 2020
New York, New York

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The Clerk is instructed to terminate the motion. (Doc. #28).

SO ORDERED, this 14 day of August 2020.

A handwritten signature in black ink, appearing to read "Vincent Briccetti", written in a cursive style.

HONORABLE VINCENT L. BRICCETTI
UNITED STATES DISTRICT JUDGE