

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

| | | |
|---|---|-------------------------|
| In re: |) | Chapter 11 |
| WINDSTREAM FINANCE, CORP., et al., ¹ |) | Case No. 19-22397 (RDD) |
| Reorganized Debtors. |) | (Jointly Administered) |

SUPPLEMENTAL CERTIFICATE OF SERVICE

I, Heather Fellows, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the claims and noticing agent for the Debtors in the above-captioned case.

On December 21, 2020, at my direction and under my supervision, employees of KCC caused the following document to be served per postal forwarding address via First Class Mail upon the service list attached hereto as **Exhibit B**:

- **Notice of Rejection Pursuant to the Amended Plan Supplement** [attached hereto as **Exhibit A**]

Furthermore, on December 23, 2020, at my direction and under my supervision, employees of KCC caused the following documents to be served per postal forwarding address via First Class Mail upon the service list attached hereto as **Exhibit D**:

- **[Customized] Notice of Reorganized Debtors' Objection to your Substantively Duplicate Claim(s) and Deadline to File a Response with the Court** [attached hereto as **Exhibit C**]
- **Objection Procedures** [Exhibit 1 to Docket No. 1141]

(Continued on Next Page)

¹ The last four digits of the Reorganized Debtor Windstream Finance, Corp.'s tax identification number are 5713. Due to the large number of Reorganized Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the reorganized 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 Reorganized Debtors' claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Reorganized Debtors' service address for purposes of these chapter 11 cases is 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.



- **Reorganized Debtors' Eleventh Omnibus Objection to Amended Claims, Equity Interest Claims, Insufficient Documentation Claims, No Liability Claims, Substantively Duplicate Claims, and Claims to be Modified [Docket No. 2687]**

Dated: December 24, 2020

/s/ Heather Fellows

Heather Fellows

KCC

222 N Pacific Coast Highway, 3rd Floor

El Segundo, CA 90245

Tel 310.823.9000

EXHIBIT A

Stephen E. Hessler, P.C.
Marc Kieselstein, P.C.
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. (admitted *pro hac vice*)
Brad Weiland (admitted *pro hac vice*)
John R. Luze (admitted *pro hac vice*)
KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP
300 North LaSalle Street
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200

Counsel to the Reorganized Debtors

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

| | | |
|---|---|-------------------------|
| In re: |) | |
| WINDSTREAM FINANCE, CORP., <i>et al.</i> , ¹ |) | Chapter 11 |
| Reorganized Debtors. |) | Case No. 19-22397 (RDD) |
| |) | (Jointly Administered) |
| |) | |

NOTICE OF REJECTION PURSUANT TO THE AMENDED PLAN SUPPLEMENT

PLEASE TAKE NOTICE, on May 14, 2020, the above-captioned debtors and debtors-in-possession (collectively, before the effective date of the Plan, the “Debtors” and, after the effective date of the Plan, the “Reorganized Debtors”)² filed the *First Amended Joint Chapter 11 Plan of Reorganization of Windstream Holdings, Inc. et al., Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 1812] (the “Plan”).³ On June 26, 2020, the Court entered the *Findings of Fact, Conclusions of Law, and Order Confirming the First Amended Joint Chapter 11 Plan of Reorganization of Windstream Holdings, Inc. et al., Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 2243].

¹ The last four digits of Reorganized Debtor Windstream Finance, Corp.’s tax identification number are 5713. Due to the large number of Reorganized Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the Reorganized 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 Reorganized Debtors’ claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Reorganized Debtors’ service address for purposes of these chapter 11 cases is 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.

² The Debtors emerged from chapter 11 on September 21, 2020, as set forth in the *Notice of (I) Entry of Confirmation Order, (II) Occurrence of Effective Date, and (III) Related Bar Dates* [Docket No. 2527].

³ Capitalized terms used herein but not defined herein have the same meaning as in the Plan.

PLEASE TAKE FURTHER NOTICE, on June 3, 2020, the Debtors filed the *Notice of Filing of First Amended Plan Supplement* (as modified, amended, or supplemented from time to time, the “Plan Supplement”) [Docket No. 1973].

PLEASE TAKE FURTHER NOTICE that attached to the Amended Plan Supplement is the Rejected Executory Contract and Unexpired Lease List (the “Rejection Schedule”) that included certain agreements to which you are a party. The Rejection Schedule is attached hereto as **Exhibit A**.

PLEASE TAKE FURTHER NOTICE that you may file an objection to the Debtors’ rejection of your agreement listed on Exhibit A on or before **Monday, November 30, 2020, at 4:00 p.m., prevailing Eastern Time**. Your objection must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and all General Orders applicable to chapter 11 cases in the United States Bankruptcy Court for the Southern District of New York, (c) be filed electronically with the Court on the docket of *In re Windstream Finance, Corp.*, Case 19-22397 (RDD) by registered users of the Court’s electronic filing system and in accordance with the General Order M-399 (which is available on the Court’s website at <http://www.nysb.uscourts.gov>), (d) be sent to the Court’s chambers, and (e) be served so that the following parties actually receive such response on or before **Monday, November 30, 2020, at 4:00 p.m., prevailing Eastern Time**: (i) Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn.: Stephen E. Hessler, P.C. and Trudy Smith; and Kirkland & Ellis LLP, 300 North LaSalle Street, Chicago, Illinois 60654, Attn.: Ross M. Kwasteniet, P.C., Brad Weiland, and John R. Luze; and (ii) 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, unless otherwise provided by a Final Order of the Court, Proofs of Claim with respect to Claims arising from the rejection of Executory Contracts or Unexpired Leases, if any, must be filed with the Bankruptcy Court within **thirty (30) days after the date of service of this notice**. **Any Claims arising from the rejection of an Executory Contract or Unexpired Lease not Filed within such time will be disallowed as set forth in the Confirmation Order, forever barred from assertion, and shall not be enforceable against, as applicable, the Debtors, the Reorganized Debtors, the Estates, or property of the foregoing parties, without the need for any objection by the Debtors or the Reorganized Debtors, as applicable, or further notice to, or action, order, or approval of the Bankruptcy Court or any other Entity, and any Claim arising out of the rejection of the Executory Contract or Unexpired Lease shall be deemed fully satisfied, released, and discharged, notwithstanding anything in the Schedules, if any, or a Proof of Claim to the contrary. Claims arising from the rejection of the Debtors’ Executory Contracts or Unexpired Leases shall be classified as General Unsecured accordance with Article III.B.6 or Article III.B.7 of the Plan, as applicable.**

PLEASE TAKE FURTHER NOTICE that copies of the Confirmation Order, the Plan, the Amended Plan Supplement, and all other documents filed in these chapter 11 cases are available (a) free of charge on <http://www.kccllc.net/windstream> or for a fee at <http://www.nysb.uscourts.gov> or (b) by calling the Debtors’ restructuring hotline at (877) 759-8815 (toll free) or (424) 236-7262 (international).

Dated: November 16, 2020
New York, New York

/s/ Stephen E. Hessler, P.C.

Stephen E. Hessler, P.C.

Marc Kieselstein, P.C.

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

601 Lexington Avenue

New York, New York 10022

Telephone: (212) 446-4800

Facsimile: (212) 446-4900

- and -

James H.M. Sprayregen, P.C.

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300 North LaSalle Street

Chicago, Illinois 60654

Telephone: (312) 862-2000

Facsimile: (312) 862-2200

Counsel to the Reorganized Debtors

Exhibit A

Rejection Schedule

Exhibit B

Rejected Executory Contract and Unexpired Lease List

This Exhibit B contains the Rejected Executory Contract and Unexpired Lease List.

Article V.A. of the Plan provides as follows:

On the Effective Date, except as otherwise provided herein, all Executory Contracts or Unexpired Leases not otherwise assumed or rejected will be deemed assumed by the applicable Reorganized Debtor in accordance with the provisions and requirements of sections 365 and 1123 of the Bankruptcy Code, other than: (a) those that are identified on the Rejected Executory Contracts and Unexpired Leases Schedule; (b) those that have been previously rejected by a Final Order; (c) those that have been previously assumed by a Final Order; (d) those that are the subject of a motion to reject Executory Contracts or Unexpired Leases that is pending on the Confirmation Date; or (e) those that are subject to a motion to reject an Executory Contract or Unexpired Lease pursuant to which the requested effective date of such rejection is after the Effective Date; *provided* that notwithstanding anything to the contrary herein, no Executory Contract or Unexpired Lease shall be assumed or rejected without the written consent of the Required Consenting Creditors and the Requisite Backstop Parties.

Article V.B. of the Plan provides as follows:

Proofs of Claim with respect to Claims arising from the rejection of Executory Contracts or Unexpired Leases, if any, must be filed with the Bankruptcy Court within thirty (30) days after the date of service of the order approving such rejection. Any Claims arising from the rejection of an Executory Contract or Unexpired Lease not Filed within such time will be disallowed upon an order of the Bankruptcy Court, forever barred from assertion, and shall not be enforceable against, as applicable, the Debtors, the Reorganized Debtors, the Estates, or property of the foregoing parties, without the need for any objection by the Debtors or the Reorganized Debtors, as applicable, or further notice to, or action, order, or approval of the Bankruptcy Court or any other Entity, and any Claim arising out of the rejection of the Executory Contract or Unexpired Lease shall be deemed fully satisfied, released, and discharged, notwithstanding anything in the Schedules, if any, or a Proof of Claim to the contrary. Claims arising from the rejection of the Debtors' Executory Contracts or Unexpired Leases shall be classified as General Unsecured Claims and shall be treated in accordance with Article III.B.6 or Article III.B.7 of the Plan, as applicable.

The inclusion of any document on the Rejected Executory Contract and Unexpired Lease List does not constitute an admission that any such document constitutes an Executory Contract and the Debtors' rights to argue that such document does not constitute an Executory Contract are hereby reserved. Irrespective of whether or not any such document constitutes an Executory Contract, to the extent any such document constitutes a wages, compensation, or benefit program, the inclusion of any such document on the Rejected Executory Contract and Unexpired Lease List shall

constitute notice that the Reorganized Debtors are not assuming such program consistent with Section IV.S.1 of the Plan and any claim arising thereunder (as a result of rejection or otherwise) shall be a General Unsecured Claim treated in accordance with Article III of the Plan.

[Remainder of page intentionally left blank]

| Ref | Counterparty | Debtor Counterparty | Description of Contract |
|-----|---|------------------------|---|
| 1 | Cinergy MetroNet, Inc. (AKA CMN-RUS INC.) 3701 Communications Way Evansville, IN 47715 | Windstream KDL, LLC | Fiber Transport Services/Dark Fiber Rights Exchange Agreement dated August 15, 2010. M186-IN-1151 |
| 2 | Cinergy MetroNet, Inc. (AKA CMN-RUS INC.) 3701 Communications Way Evansville, IN 47715 | Windstream KDL, LLC | Exhibit A-1 to the MSA. I186-IN-052 |
| 3 | Cinergy MetroNet, Inc. (AKA CMN-RUS INC.) 3701 Communications Way Evansville, IN 47715 | Windstream KDL, LLC | Exhibit A-2 to the MSA. M186-IN-0401 |
| 4 | Cinergy MetroNet, Inc. (AKA CMN-RUS INC.) 3701 Communications Way Evansville, IN 47715 | Windstream KDL, LLC | Exhibit A-2 to the MSA. I186-IN-1002 |
| 5 | Cinergy MetroNet, Inc. (AKA CMN-RUS INC.) 3701 Communications Way Evansville, IN 47715 | Windstream KDL, LLC | Exhibit A-2 to the MSA. I186-IN-0402 |
| 6 | Cinergy MetroNet, Inc. (AKA CMN-RUS INC.) 3701 Communications Way Evansville, IN 47715 | Windstream KDL, LLC | Exhibit A-2 to the MSA. I186-IN-053 |
| 7 | Cinergy MetroNet, Inc. (AKA CMN-RUS INC.) 3701 Communications Way Evansville, IN 47715 | Windstream KDL, LLC | Exhibit A-3 to the MSA. M186-IN-0385 |

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| 8 | Cinergy MetroNet, Inc. (AKA CMN-RUS INC.) 3701 Communications Way Evansville, IN 47715 | Windstream KDL, LLC | Exhibit A-3 to the MSA. I186-IN-1150 |
| 9 | Cinergy MetroNet, Inc. (AKA CMN-RUS INC.) 3701 Communications Way Evansville, IN 47715 | Windstream KDL, LLC | Exhibit A-3 to the MSA. I186-IN-0386 |
| 10 | Cinergy MetroNet, Inc. (AKA CMN-RUS INC.) 3701 Communications Way Evansville, IN 47715 | Windstream KDL, LLC | Exhibit A-4 to the MSA. I186-IN-1144 |
| 11 | Cinergy MetroNet, Inc. (AKA CMN-RUS INC.) 3701 Communications Way Evansville, IN 47715 | Windstream KDL, LLC | Exhibit A-5 to the MSA. I186-IN-1153 |
| 12 | Gary L. Rex | Windstream of the Midwest, Inc. | Executive Benefit Plan Agreement by and between Aliant Communications Inc. and Gary L. Rex, dated July 1, 1997 |
| 13 | Denise Ackerman | Windstream of the Midwest, Inc. | Executive Benefit Plan Agreement by and between Aliant Communications Inc. and Denise Ackerman, dated August 21, 1995 |
| 14 | Charles P. Arnold (spouse of Janet Arnold) | Windstream Holding of The Midwest, Inc. | Executive Benefit Plan Agreement by and between Lincoln Telecommunications Company and Charles P. Arnold (spouse of Janet Arnold), dated January 1, 1993 |
| 15 | Frank Hilsabeck | Windstream Holding of The Midwest, Inc. | Executive Benefit Plan Agreement by and between Lincoln Telecommunications Company and |

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| | | | Frank Hilsabeck, dated January 1, 1993 |
| 16 | Richard E. McLaughlin | Windstream Holding of The Midwest, Inc. | Executive Benefit Plan Agreement by and between Lincoln Telecommunications Company and Richard E. McLaughlin, dated May 1, 1993 |
| 17 | James W. Strand | Windstream Holding of The Midwest, Inc. | Executive Benefit Plan Agreement by and between Lincoln Telecommunications Company and James W. Strand, dated January 1, 1993 |
| 18 | Michael J. Tavlin | Windstream Holding of The Midwest, Inc. | Executive Benefit Plan Agreement by and between Lincoln Telecommunications Company and Michael J. Tavlin, dated January 1, 1993 |
| 19 | Elaine K. Carpenter | Windstream Holding of The Midwest, Inc. | Executive Benefit Plan Agreement by and between Lincoln Telecommunications Company and Elaine K. Carpenter, dated May 1, 1993 |
| 20 | Bryan P. Rickertsen | Windstream Holding of The Midwest, Inc. | Executive Benefit Plan Agreement by and between Lincoln Telecommunications Company and Bryan P. Rickertsen, dated May 1, 1993 |
| 21 | Thomas C. Woods, III (spouse of Donna Woods) | Windstream Holding of The Midwest, Inc. | Executive Benefit Plan Agreement by and between Lincoln Telecommunications Company and Thomas C. Woods, III, dated January 1, 1993 |
| 22 | Jack H. Geist | Windstream Holding of The Midwest, Inc. | Executive Benefit Plan Agreement by and between Lincoln Telecommunications Company and Jack H. Geist, dated January 1, 1993 |

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| 23 | DeLoyd B. Larsen | Windstream Holding of The Midwest, Inc. | Executive Benefit Plan Agreement by and between Lincoln Telecommunications Company and DeLoyd B. Larsen, dated May 1, 1993 |
| 24 | Charles W. Ogden | Windstream Holding of The Midwest, Inc. | Executive Benefit Plan Agreement by and between Lincoln Telecommunications Company and Charles W. Ogden, dated January 1, 1993 |
| 25 | Robert L. Tyler | Windstream Holding of The Midwest, Inc. | Executive Benefit Plan Agreement by and between Lincoln Telecommunications Company and Robert L. Tyler, dated January 1, 1993 |
| 26 | Neal J. Westphal (spouse of Joan Westphal) | Windstream Holding of The Midwest, Inc. | Executive Benefit Plan Agreement by and between Lincoln Telecommunications Company and Neal J. Westphal (spouse of Joan Westphal), dated January 1, 1993 |
| 27 | Robert Brown, III and all other Parties | Windstream Sugar Land, LLC | SLT Communications, Inc. Benefit Restoration Plan, dated March 20, 1987 |
| 28 | Thomas C. Case | Windstream Services, LLC | Agreement of Hire by and between Alltel Corporation and Thomas C. Case, dated March 11, 1985 |
| 29 | Bill Moore (spouse of Nancy Moore-Vaughan) | Windstream Services, LLC | Survivor Annuity for Nancy Moore evidenced by the Alltel Memorandum entitled: Retirement Benefits Package addressed to Bill Moore (spouse of Nancy Moore) |
| 30 | Robert Shults (spouse of Belinda Shults) | Windstream Services, LLC | Agreement by and between Allied Telephone Company and Robert Shults (spouse of Belinda Shults), dated January 1, 1980 |
| 31 | Hugh Carr (spouse of Eleanor Carr) | Windstream Services, LLC | Survivor Annuity for Eleanor Carr evidenced by an Alltel Memorandum regarding benefits earned |

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| | | | by Hugh Carr (spouse of Eleanor Carr), dated May 21, 1985 |
| 32 | James H. Herbert | Windstream Services, LLC | Retirement Annuity for James H. Herbert evidenced by Mid-Continent Telephone Corporation Memorandum addressed to James H. Herbert, dated March 30, 1973 |
| 33 | Nick A. LaValle | Windstream North Carolina, LLC | Special Agreement entered into by and between Heins Telephone Company and Nick A. LaValle, dated August 22, 1986 |
| 34 | John Patton | Windstream Services, LLC | Retirement Annuity for John Patton, evidenced by the Alltel Memorandum with the Subject: Out-of-Earnings – Service Bridging Calculations, dated August 6, 1988 |
| 35 | George W. Shaffer | Windstream Services, LLC | Retirement Annuity for George W. Shaffer, evidenced by the Mid-Continent Telephone Corporation Memorandum addressed to George W. Shaffer, dated March 30, 1973 |
| 36 | David A. Stofka | Windstream Services, LLC | Retirement Annuity for David A. Stofka, evidenced by the Mid-Continent Telephone Corporation Memorandum addressed to David A. Stofka, dated March 30, 1973 |
| 37 | Norman R. Weston (spouse of Florence Weston) | Windstream Services, LLC | Agreement between Norman R. Weston (spouse of Florence Weston) and Alltel Corporation, dated March 5, 1985 |
| 38 | Kenneth R. Argo | Windstream Services, LLC | Agreement under Supplemental Executive Retirement Plan, by and between CT Communications, Inc. and Kenneth R. Argo, dated January 1, 1997 |

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| 39 | Michael R. Coltrane | Windstream Services, LLC | Agreement under Supplemental Executive Retirement Plan, by and between CT Communications, Inc. and Michael R. Coltrane, dated January 1, 1997 |
| 40 | All Parties | D&E Communications, LLC | D&E Communications, Inc. Supplemental Executive Retirement Plan (amended and restated as of October 30, 2008) |
| 41 | Albert. H. Kramer | D&E Communications, LLC | Employment Agreement by and between D&E Communications, Inc. and Albert. H. Kramer, dated December 17, 2008 |
| 42 | Thomas E. Morell | D&E Communications, LLC | Employment Agreement by and between D&E Communications, Inc. and Thomas E. Morell, dated December 17, 2008 |
| 43 | James W. Morozzi | D&E Communications, LLC | Employment Agreement by and between D&E Communications, Inc. and James W. Morozzi, dated December 17, 2008 |
| 44 | Stephen C. Jones | Windstream Services, LLC | Amendment to Retirement Benefit Agreement by and between CP National Corporation and Stephen C. Jones, dated June 29, 1990 |
| 45 | Edward C. Hanna | Windstream Services, LLC | Amendment to Retirement Benefit Agreement by and between CP National Corporation and Edward C. Hanna, dated June 29, 1990 |
| 46 | Ronald Janess | Windstream Services, LLC | Retirement Annuity for Ronald Janess, evidenced by the CP National Corporation Memorandum addressed to Ronald Janess, dated March 30, 1987 |

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| 47 | Murray L. Neal (spouse of Erma Neal) | Windstream Services, LLC | Supplemental Payment Agreement by and between CP National Corporation and Murray L. Neal (spouse of Erma Neal), dated April 26, 1983 |
| 48 | Roland L. Palmer | Windstream Services, LLC | Agreement by and between CP National Corporation and Roland L. Palmer, dated May 14, 1979 |
| 49 | Kathryn Agee (spouse of Ben Agee) | Windstream Services, LLC | CP National Corporation Deferred Compensation Plan, amended and restated as of 1986, and any and all agreements made under such plan |
| 50 | Martin Blade | Windstream Services, LLC | CP National Corporation Deferred Compensation Plan, amended and restated as of 1986, and any and all agreements made under such plan |
| 51 | Marjorie French (spouse of Michael French) | Windstream Services, LLC | CP National Corporation Deferred Compensation Plan, amended and restated as of 1986, and any and all agreements made under such plan |
| 52 | Marvin Litt | Windstream Services, LLC | CP National Corporation Deferred Compensation Plan, amended and restated as of 1986, and any and all agreements made under such plan |
| 53 | Thomas Mulvaney | Windstream Services, LLC | CP National Corporation Deferred Compensation Plan, amended and restated as of 1986, and any and all agreements made under such plan |
| 54 | Robert Ombrello | Windstream Services, LLC | CP National Corporation Deferred Compensation Plan, amended and restated as of 1986, and any and all agreements made under such plan |
| 55 | Jean Paris | Windstream Services, LLC | CP National Corporation Deferred Compensation Plan, amended and restated as of 1986, and any and all agreements made under such plan |

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| 56 | Charles Rasmussen | Windstream Services, LLC | CP National Corporation Deferred Compensation Plan, amended and restated as of 1986, and any and all agreements made under such plan |
| 57 | Craig Schweitzer | Windstream Services, LLC | CP National Corporation Deferred Compensation Plan, amended and restated as of 1986, and any and all agreements made under such plan |
| 58 | Richard Wolf | Windstream Services, LLC | CP National Corporation Deferred Compensation Plan, amended and restated as of 1986, and any and all agreements made under such plan |
| 60 | All Parties | Windstream Services, LLC | Windstream Benefit Restoration Plan of Windstream Corporation, amended and restated as of January 1, 2008 (previous plan of Alltel Holding Corp., as amended, dated July 16, 2006) |
| 61 | Kenneth Cole | Windstream Services, LLC | Part-Time Employment Agreement with Valor Telecommunications, LLC, dated April 2, 2004 |

EXHIBIT B

Exhibit B
Pg 19 of 29

Affected Parties

Served via First Class Mail

| CreditorName | Address1 | Address2 | City | State | Zip |
|--------------------|-----------------------------|------------|-------------|-------|-------|
| Richard McLaughlin | 4001 North Rodney Parham Rd | Building 1 | Little Rock | AR | 72212 |

EXHIBIT C

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

| | | |
|---|---|-------------------------|
| In re: |) | Chapter 11 |
| WINDSTREAM FINANCE, CORP., <i>et al.</i> , ¹ |) | Case No. 19-22397 (RDD) |
| Reorganized Debtors. |) | (Jointly Administered) |

**NOTICE OF REORGANIZED DEBTORS' OBJECTION TO YOUR SUBSTANTIVELY
DUPLICATE CLAIM(S) AND DEADLINE TO FILE A RESPONSE WITH THE COURT**

PLEASE TAKE NOTICE that Windstream Finance, Corp. and its affiliates (before the effective date of their chapter 11 plan,² collectively, the “Debtors” and after the effective date of their chapter 11 plan, collectively, the “Reorganized Debtors”) are objecting to your claim(s) pursuant to the attached objection (the “Objection”).³

PLEASE TAKE NOTICE THAT YOUR CLAIM(S) ON THE SCHEDULE ATTACHED TO THIS NOTICE MAY BE DISALLOWED, EXPUNGED, OR OTHERWISE AFFECTED AS A RESULT OF THE OBJECTION. THEREFORE, PLEASE READ THIS NOTICE AND THE ACCOMPANYING OBJECTION VERY CAREFULLY AND DISCUSS THEM WITH YOUR ATTORNEY. IF YOU DO NOT HAVE AN ATTORNEY, YOU MAY WISH TO CONSULT ONE.

Important Information Regarding the Objection

Grounds for the Objection. Pursuant to the Objection, the Reorganized Debtors are seeking to disallow and expunge your claim(s) listed in the table attached hereto as **Schedule 1** (such claim(s), the “Claim”) to this notice on grounds that you filed the proof of claim on account of a liability for which another proof of claim has been filed. In addition, the complete list of Substantively Duplicate Claims subject to the Objection may also be found on **Schedule 5** attached to the Objection, which is **Exhibit B** to this notice.

¹ The last four digits of the Reorganized Debtor Windstream Finance, Corp.’s tax identification number are 5713. Due to the large number of Reorganized Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the reorganized 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 Reorganized Debtors’ claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Reorganized Debtors’ service address for purposes of these chapter 11 cases is 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.

² The Debtors emerged from chapter 11 on September 21, 2020, as set forth in the *Notice of (I) Entry of Confirmation Order, (II) Occurrence of Effective Date, and (III) Related Bar Dates* [Docket No. 2527].

³ All capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in either the Objection Procedures (as defined herein) or Objection, each as applicable.

Objection Procedures. On October 10, 2019, the United States Bankruptcy Court for the Southern District of New York (the “Court”) entered an order [Docket No. 1141] approving procedures for filing and resolving objections to claims asserted against the Debtors in the chapter 11 cases, attached hereto as **Exhibit A** (the “Objection Procedures”). ***Please review the Objection Procedures to ensure your response to the Objection, if any, is filed and served timely and correctly.***

Resolving the Objection

Resolving Objections. Certain of the Reorganized Debtors’ advisors will be available to discuss and resolve consensually the Objection to your Claim without the need for filing a formal response or attending a hearing. However, under the Objection Procedures, you must timely file and serve a Response under the Objection Procedures on or before the Response Deadline (as defined herein) unless you receive a written extension of the time to file a Response from the Reorganized Debtors, or the Objection may be granted. Please contact Trudy Smith, Spencer Caldwell-McMillan, and Chris Ceresa at Kirkland & Ellis LLP, the Reorganized Debtors’ restructuring counsel, via (a) email at trudy.smith@kirkland.com, spencer.caldwellmcmillan@kirkland.com, and chris.ceresa@kirkland.com, respectively, or (b) telephone at (646) 617-4745, (212) 390-4220, and (212) 390-4056, respectively, within twenty-one (21) calendar days after the date of this notice or such other date as the Reorganized Debtors may agree in writing. Please have your proof(s) of claim and any related material available for any such discussions.

Parties Required to File a Response. If you are not able to resolve consensually the Objection filed with respect to your claim as set forth above, you must file a response (each, a “Response”) with the Court in accordance with the procedures described below.

Response Contents. Each Response must contain the following (at a minimum):

- a. a caption with the name of the Court, the name of the Reorganized Debtors, the case number, the title of the Objection to which the Response is directed, and, if applicable, the proof of claim number(s) related thereto from the Claims Register;
- b. a concise statement setting forth the reasons why the Court should not grant the Objection with respect to your claim, including the specific factual and legal bases upon which the claimant will rely in opposing the Objection;
- c. a copy of any other documentation or other evidence of the claim, to the extent not already included with the Proof of Claim, upon which the claimant will rely in opposing the Objection; *provided* that the claimant need not disclose confidential, proprietary, or otherwise protected information in the Response; *provided, however*, that the claimant shall disclose to the Reorganized Debtors all information and provide copies of all documents that the claimant believes to be confidential, proprietary, or

otherwise protected and upon which the claimant intends to rely in support of its claim, subject to appropriate confidentiality constraints; and

- d. the following contact information for the responding party:
- (i) the name, address, telephone number, and email address of the responding claimant or the claimant's attorney or designated representative to whom the attorneys for the Reorganized Debtors should serve a reply to the Response, if any; or
 - (ii) the name, address, telephone number, and email address of the party with authority to reconcile, settle, or otherwise resolve the Objection on the claimant's behalf.

Notice and Service. Your Response must be filed with the Court and served so as to be *actually received* on or before **4:00 p.m. (prevailing Eastern Time) on December 10, 2020**, unless the Reorganized Debtors consent to an extension in writing (the "**Response Deadline**"). The Response must be filed with the Court and served timely, with a copy to the Court's chambers, to the Reorganized Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Stephen E. Hessler, P.C., Trudy Smith, Spencer Caldwell-McMillan, and Chris Ceresa and Kirkland & Ellis LLP, 300 North LaSalle Street, Chicago, Illinois 60654, Attn: Ross M. Kwasteniet, P.C., Brad Weiland, and John R. Luze.

Failure to Respond. A Response that is not filed and served in accordance with the procedures set forth herein may not be considered at the Hearing before the Court. **Failure to both file and serve a Response timely as set forth herein may result in the Court granting the Objection without further notice or hearing.** Affected creditors will be served with a copy of the order once it has been entered.

Hearing on the Objection

Date, Time, and Location. A hearing (the "**Hearing**") on the Objection will be held on **Thursday, December 17, 2020, at 10:00 a.m., prevailing Eastern Time**, before the Honorable Robert D. Drain, United States Bankruptcy Judge for the Southern District of New York, in Courtroom 623 of the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601. The hearing may be adjourned to a subsequent date as provided in the case management order (the "**Case Management Order**") [Docket No. 392]. **You must attend the Hearing if you disagree with the Objection and have filed a Response that remains unresolved prior to the Hearing. You may seek to attend telephonically as provided in the Case Management Order.** If such matters cannot be resolved and a hearing is determined to be necessary, the Reorganized Debtors shall file with the Court and serve on the affected claimants a notice of the hearing to the extent the Reorganized Debtors did not file a notice of hearing previously.

Discovery. If either party to the Objection determines that discovery is necessary in advance of a hearing on an Objection, it will serve notice on the affected claimant and its counsel of record that the scheduled hearing will be treated as a status conference during which the parties will request that the Court issue a scheduling order to facilitate dismissal or resolution of

the litigation. Such notice may be incorporated into the initial agenda letter for the hearing or may be provided in a separate notice. In accordance with Local Rule 9014-2, the first hearing on any contested Objection with respect a particular claim will not be an evidentiary hearing, and there is no need for any witnesses to appear at such hearing unless the Court orders otherwise.

Additional Information

Additional Information. Copies of these procedures, the Objection, or any other pleadings filed in these chapter 11 cases are available for free online at <http://www.kccllc.net/windstream>. Copies of these documents may also be obtained upon written request to the Reorganized Debtors' Claims and Noticing Agent at the following address: Windstream Finance, Corp., et al., c/o Kurtzman Carson Consultants LLC, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245. You may also obtain copies of any of the documents filed in the Reorganized Debtors' chapter 11 cases for a fee via PACER at <http://www.nysb.uscourts.gov>. **Please do not contact the Court to discuss the merits of any claim or any Objection filed with respect thereto.**

Reservation of Rights

NOTHING IN ANY NOTICE SHALL BE DEEMED TO CONSTITUTE A WAIVER OF ANY RIGHTS OF THE REORGANIZED DEBTORS, THE DEBTORS, OR ANY OTHER PARTY IN INTEREST TO DISPUTE ANY CLAIMS, TO ASSERT COUNTERCLAIMS, RIGHTS OF OFFSET OR RECOUPMENT, OR DEFENSES, TO OBJECT TO ANY CLAIMS ON ANY GROUNDS NOT PREVIOUSLY RAISED IN AN OBJECTION (UNLESS THE COURT HAS ALLOWED THE CLAIM OR ORDERED OTHERWISE), OR TO SEEK TO ESTIMATE ANY CLAIM AT A LATER DATE. AFFECTED PARTIES WILL BE PROVIDED APPROPRIATE NOTICE THEREOF AT SUCH TIME.

[Remainder of page intentionally left blank]

Dated: November 17, 2020
New York, New York

/s/ Stephen E. Hessler, P.C.

Stephen E. Hessler, P.C.

Marc Kieselstein, P.C.

KIRKLAND & ELLIS LLP

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Facsimile: (212) 446-4900

- and -

James H.M. Sprayregen, P.C.

Ross M. Kwasteniet, P.C. (admitted *pro hac vice*)

Brad Weiland (admitted *pro hac vice*)

John R. Luze (admitted *pro hac vice*)

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

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Chicago, Illinois 60654

Telephone: (312) 862-2000

Facsimile: (312) 862-2200

Counsel to the Reorganized Debtors

Schedule 1 to the Notice

Schedule 1 - Substantively Duplicate Claims

Claimant Name:

| CLAIM(S) TO BE DISALLOWED | | | | | REMAINING CLAIM(S) | | | | |
|---|---------------|-------------------------|---------|--------------|----------------------------|---------------|-------------------------|---------|--------------|
| ROW # | DATE FILED | DEBTOR / CASE NUMBER | CLAIM # | CLAIM AMOUNT | SURVIVING CLAIMANT NAME | DATE FILED | DEBTOR / CASE NUMBER | CLAIM # | CLAIM AMOUNT |
| <i>[Customized Claim information included herein]</i> | | | | | | | | | |
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| | | | | | | | | | |

EXHIBIT D

Affected Parties (Substantively Duplicate Claims)

Served via First Class Mail

| CreditorName | CreditorNoticeName | Address | City | State | Zip |
|------------------|--------------------|---------------|---------------|-------|------------|
| Anchor Petroleum | Karen Marrow | PO Box 350073 | Ft Lauderdale | FL | 33335-0073 |