

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

In re:

WINDSTREAM HOLDINGS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No.: 19-22312 (RDD)

(Jointly Administered)

**SUPPLEMENTAL DECLARATION OF
DAVID MACGREEVEY OF ALIXPARTNERS, LLP**

Pursuant to 28 U.S.C. § 1746, I, David MacGreevey, state under penalty of perjury, that:

1. I am a Managing Director of AlixPartners, LLP (“AlixPartners”), which has a place of business at 909 Third Avenue, Floor 30, New York, New York 10022.

2. Except as otherwise noted, I have personal knowledge of the matters set forth herein and, if called as a witness, would testify competently thereto.

3. I am filing this supplemental declaration to supplement the disclosures that were included in my original declaration dated April 29, 2019 [ECF No. 442].

4. Unless otherwise noted, references to AP below collectively refer to AlixPartners, AP Holdings and each of their respective subsidiaries. AlixPartners would like to disclose the following:

- Allstate Insurance Company, a bank lender and UCC search party to the Debtors, and affiliates (“Allstate”) are adverse litigation parties, contract counterparties, litigation parties, creditors, bondholders, insurance providers, lienholders, related parties, vendors, customers, lenders and adverse parties to current and former AP clients in matters unrelated to the

¹ The last four digits of Debtor, Windstream Holdings, Inc.’s tax identification number is 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.



Debtors. Allstate is a current AP client in matters unrelated to the Debtors. Allstate is a previous employer of a current AP employee.

- Anchorage Capital Group, a bank lender and UCC search party to the Debtors, and affiliates (“Anchorage”) are lenders, parents, creditors, adverse parties, litigation parties, bondholders, shareholders, professionals and investors to current and former AP clients in matters unrelated to the Debtors.
- Apollo Capital Management LP, a bank lender and UCC search party to the Debtors, and affiliates (“Apollo”) are associated companies, bondholders, adverse litigation parties, creditors, customers, director-affiliated companies, contract parties, insurance providers, investors, lenders, lienholders, related parties, parents, shareholders, and vendors to current and former AP clients in matters unrelated to the Debtors. Apollo is a current and former AP client in matters unrelated to the Debtors.
- Argonaut Insurance Co., a surety insurer to the Debtors, and affiliates (“Argonaut”) are creditors, insurance providers, lenders, bondholders and professionals to current and former AP clients in matters unrelated to the Debtors.
- Bain Capital Credit, a bank lender and UCC search party to the Debtors, and affiliates (“Bain”) are associated companies, bondholders, parents, investors, litigation parties, contract parties, lenders, directors, creditors, related parties, professionals and shareholders to current and former AP clients in matters unrelated to the Debtors. Bain is a current and former AP client in matters unrelated to the Debtors. Bain is a vendor to AP. Bain is a former employer of current AP employees.
- Berkley Insurance Co., a surety insurer to the Debtors, and affiliates (“Berkley”) are and affiliates (“Berkley”) are insurance providers, adverse parties and bondholders to current and former AP clients in matters unrelated to the Debtors. Berkley is an insurance provider to AP.
- Canaras Capital Management LLC, a bank lender and UCC search party to the Debtors, and affiliates are lenders, investors, creditors, noteholder to current and former AP clients in matters unrelated to the Debtors.
- Carlson Capital LP, a bank lender and UCC search party to the Debtors, and affiliates (“Carlson”) are adverse litigation parties, bondholders, creditors, lenders and parents to current and former AP clients in matters unrelated to the Debtors. Carlson is a former employer of current AP employees.
- Caspian Capital LP, a bank lender and UCC search party to the Debtors, and affiliates (“Caspian”) are bondholders, creditors, lenders and litigation parties to current and former AP clients in matters unrelated to the Debtors. Caspian is a member of a UCC represented by AP in LBI Media, Inc., a bankruptcy matter unrelated to the Debtors.

- County of Beaver (PA), a litigation counterparty to the Debtors, is a professional and related party to current AP clients in matters unrelated to the Debtors.
- CVC Capital Partners, a bank lender and UCC search party to the Debtors, and affiliates (“CVC”) are creditors, investors, lenders, lessors, parents, related parties and shareholders to current and former AP clients in matters unrelated to the Debtors. CVC is a current and former AP client in matters unrelated to the Debtors. CVC was previously a majority shareholder in AP.
- Fidelity Management & Research Co., a bank lender and UCC search party to the Debtors, and affiliates (“Fidelity”) are adverse parties, bondholders, contract party, creditors, customers, contract parties, indenture trustees, insurance providers, lenders, lienholders, litigation parties, related parties, noteholders, parents, sellers, shareholders, and vendors to current and former AP clients in matters unrelated to the Debtors. Fidelity is a current and former AP client in matters unrelated to the Debtors. Fidelity is a former employer of current AP employees. Fidelity is a vendor to AP. Fidelity is an insurance provider to AP.
- First Trust Advisors LP, a bank lender and UCC search party to the Debtors, and affiliates (“First Trust”) are associated companies, bondholders, contract parties, creditors and lenders to current and former AP clients in matters unrelated to the Debtors.
- Fortress Investment Group, a bank lender and UCC search party to the Debtors, and affiliates (“Fortress”) are adverse litigation parties, lenders, lienholders, contract parties, investors, professionals, bondholders, creditors and shareholders to current and former AP clients in matters unrelated to the Debtors. Fortress is a current and former AP client in matters unrelated to the Debtors.
- GoldenTree Asset Management, a bank lender and UCC search party to the Debtors, and affiliates (“GoldenTree”) are bondholders, creditors, lenders, adverse litigation parties, investors and shareholders to current and former AP clients in matters unrelated to the Debtors. GoldenTree is a current AP client in matters unrelated to the Debtors.
- Hayfin Capital Management LLP, a bank lender and UCC search party to the Debtors, and affiliates (“Hayfin”) are associated companies, lenders, shareholders, parents and counsel to current and former AP clients in matters unrelated to the Debtors. Hayfin is a current AP client in matters unrelated to the Debtors.
- Highland Capital Management LP, a bank lender and UCC search party to the Debtors, and affiliates (“Highland”) are lenders, litigation parties, adverse litigation parties, bondholders, lienholders, creditors, and adverse parties to current and former AP clients in matters unrelated to the Debtors. Highland is a former employer of current AP employees.
- Invesco Capital Management LLC, an equity holder, bank lender and UCC search party to the Debtors, and affiliates (“Invesco”) are adverse parties, bondholders, creditors, customers, lenders, lienholders, lessors, noteholders, related parties, parents, shareholders, and vendors to current and former AP clients in matters unrelated to the Debtors.

- Katten Muchin Rosenman LLP, a professional in this bankruptcy matter, is a professional, counsel, vendor and litigation party to current and former AP clients in matters unrelated to the Debtors. Katten Muchin Rosenmann LLP is a current and former AP client in matters unrelated to the Debtors.
- KeyBank, a bank lender and UCC search party to the Debtors, and affiliates (“KeyBank”) are lenders, lessors, adverse parties, vendors, bondholders, shareholders, professionals, related parties and contract parties to current and former AP clients in matters unrelated to the Debtors. KeyBank is a former employer of a current AP employee.
- Neuberger Berman Group LLC, a bank lender and UCC search party to the Debtors, and affiliates (“Neuberger”) are associated companies, lenders, creditors, lienholders, bondholders, shareholders, and related parties to current and former AP clients in matters unrelated to the Debtors. Neuberger Berman is a former employer of a current AP employee.
- Nomura Holding America Inc., a bank lender and UCC search party to the Debtors, and affiliates (“Nomura”) are adverse parties, bondholders, creditors, adverse litigation parties, contract parties, investors, lenders, lienholders, litigation parties, noteholders, related parties, professionals, and shareholders to current and former AP clients. Nomura is a current and former AP client in matters unrelated to the Debtors. Nomura is a former employer of a current AP employee.
- Northern Trust Global Investments and Northern Trust Investments Inc., equity holders to the Debtors, and affiliates (“Northern Trust”) provide loans, financing, investment management and custodian services to a minority shareholder of AP.
- Partners Group AG, a bank lender and UCC search party to the Debtors, and affiliates (“Partners”) are parents, creditors and shareholders to current and former AP clients in matters unrelated to the Debtors. Partners is a current AP client in matters unrelated to the Debtors.
- PointState Capital LP, an equity holder, bank lender and UCC search party to the Debtors, and affiliates (“PointState”) are creditors and lenders to current and former AP clients in matters unrelated to the Debtors. PointState is a current AP client in matters unrelated to the Debtors.
- PPM America Inc., a bank lender and UCC search party to the Debtors, and affiliates (“PPM”) are bondholders, contract parties, creditors, investors, lenders, lessors, related parties and shareholders to current and former AP clients in matters unrelated to the Debtors.
- Solus Alternative Asset Management LP, a bank lender and UCC search party to the Debtors, and affiliates (“Solus”) are bondholders, creditors, lenders, litigation parties, noteholders and related parties to current and former AP clients in matters unrelated to the Debtors. Solus is a current AP client in matters unrelated to the Debtors.

- Thrivent Financial for Lutherans, a bank lender and UCC search party to the Debtors, and affiliates (“Thrivent”) are adverse litigation parties, bondholders, creditors, customers, lessors and litigation parties to current and former AP clients in matters unrelated to the Debtors. Thrivent is a former employer of current AP employees.
- Tricadia Capital Management LLC, a bank lender and UCC search party to the Debtors, and affiliates are lenders, investors and adverse parties to current and former AP clients in matters unrelated to the Debtors.

5. AlixPartners does not believe that the supplemental disclosures above impact its disinterestedness. I continue to reserve the right to supplement AlixPartners’ disclosures in the event that AlixPartners learns of any additional connections that require disclosure. If any new material relevant facts or relationships are discovered or arise, AlixPartners will promptly file a supplemental declaration pursuant to Bankruptcy Rule 2014(a).

I declare under penalty of perjury pursuant to 28 U.S.C. §1746 that the foregoing is true and correct.

Dated: June 4, 2019

AlixPartners, LLP

/s/ *David MacGreevey*

David MacGreevey
Managing Director