

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

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In re: : Chapter 11  
: :  
CELADON GROUP, INC., *et al.*,<sup>1</sup> : Case No. 19-12606 (KBO)  
: :  
Debtors. : (Jointly Administered)  
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**AMENDED<sup>2</sup> NOTICE OF AGENDA OF MATTERS SCHEDULED FOR  
TELEPHONIC<sup>3</sup> HEARING ON APRIL 15, 2020 AT 10:00 A.M. (ET)**

**MATTERS BEING ADJOURNED:**

1. Motion of the Debtors for Entry of an Order (I) Authorizing the Debtors to Enter Into the Purchase Agreement; (II) Approving the Sale of (A) the Mexican Business and (B) US Debtor Owned Rolling Stock, Equipment and Other Personal Property Located in Mexico, Free and Clear of All Liens, Claims, Encumbrances and Other Interests; (III) Authorizing the Debtors to Take All Actions Necessary to Consummate the Private Sale; (IV) Authorizing the Debtors to Assume and Assign Certain Executory Contracts; (V) Approving Bidder Protections; and (VI) Granting Related Relief [D.I. 569; Filed 2/21/20].

**Response Deadline:** March 12, 2020 at 4:00 p.m. (ET)

**Related Documents:**

- A. Declaration of Kathryn Wouters in Support of Debtors’ Motion Authorizing and Approving the Private Sale of the Debtors’ Mexican Business [D.I. 570; Filed 2/21/20].

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celadon Group, Inc. (1050); A R Management Services, Inc. (3604); Bee Line, Inc. (5403); Celadon Canadian Holdings, Limited (2539); Celadon E-Commerce, Inc. (2711); Celadon International Corporation (5246); Celadon Logistics Services, Inc. (0834); Celadon Mexicana, S.A. de C.V. (6NL7); Celadon Realty, LLC (2559); Celadon Trucking Services, Inc. (6138); Distribution, Inc. (0488); Eagle Logistics Services Inc. (7667); Hyndman Transport Limited (3249); Jaguar Logistics, S.A. de C.V. (66D1); Leasing Servicios, S.A. de C.V. (9MUA); Osborn Transportation, Inc. (7467); Quality Companies LLC (4073); Quality Equipment Leasing, LLC (2403); Quality Insurance LLC (7248); Servicios Corporativos Jaguar, S.C. (78CA); Servicios de Transportación Jaguar, S.A. de C.V. (5R68); Stinger Logistics, Inc. (3860); Strategic Leasing, Inc. (7534); Taylor Express, Inc. (9779); and Vorbas, LLC (8936). The corporate headquarters and the mailing address for the Debtors listed above is 9503 East 33rd Street, One Celadon Drive, Indianapolis, IN 46235.

<sup>2</sup> Amended items appear in bold.

<sup>3</sup> Any party participating telephonically must make arrangements through CourtCall by telephone (866-582-6878) or facsimile (866-533-2946).



**Responses Received:** None.

**Status:** This will be adjourned to the next omnibus hearing.

**MATTERS WITH CERTIFICATION OF COUNSEL (CNO/COC)**

2. Motion of Deloice Gillion for Relief from The Automatic Stay Pursuant to 11 U.S.C. § 362(d) [D.I. 802; Filed 3/31/20].

**Response Deadline:** April 8, 2020 at 4:00 p.m. (ET)

**Related Documents:**

- A. Certification of Counsel Regarding Order Granting Deloice Gillion Relief from Automatic Stay Pursuant to Section 362(d) of the Bankruptcy Code [D.I. 842; Filed 4/10/20].
- B. Order Granting Deloice Gillion Relief from Automatic Stay [D.I. 850; Filed 4/10/20].

**Responses Received:** None.

**Status:** An order has been entered for this matter, therefore, no hearing is necessary.

**MATTERS GOING FORWARD:**

3. Emergency Motion of the Debtors and the Committee Extending the Automatic Stay and for Related Relief [D.I. 381; Filed 1/29/20].

**Response Deadline:** February 16, 2020 at 4:00 p.m. (ET).

**Related Documents:**

- A. Motion of the Debtors for Entry of an Order Shortening Notice and Objection Periods in Connection With the Emergency Motion of the Debtors and the Committee Extending the Automatic Stay and for Related Relief [D.I. 427; Filed 1/31/20].
- B. Certification of Counsel Regarding Order Approving Briefing Schedule for (I) Emergency Motion of the Debtors and the Committee Extending the Automatic Stay and for Related Relief; (II) Plaintiff's Motion for Leave to Amend Verified Complaint; (III) Joint Motion of the Debtors and Midcap Funding IV Trust for Entry of an Order Pursuant to Federal Rule of Bankruptcy Procedure 7042 to Procedurally Consolidate Adversary Proceeding; and (IV) Motion to Dismiss Adversary Proceeding [D.I. 457; Filed 2/9/20].

- C. Order Approving Briefing Schedule for (I) Emergency Motion of the Debtors and the Committee Extending the Automatic Stay and for Related Relief; (II) Plaintiff's Motion for Leave to Amend Verified Complaint; (III) Joint Motion of the Debtors and Midcap Funding IV Trust for Entry of an Order Pursuant to Federal Rule of Bankruptcy Procedure 7042 to Procedurally Consolidate Adversary Proceeding; and (IV) Motion to Dismiss Adversary Proceeding [D.I. 459; Filed 2/10/20].
- D. Certification of Counsel Regarding Order Approving Briefing Schedule for (I) Emergency Motion of the Debtors and the Committee Extending the Automatic Stay and for Related Relief; (II) Plaintiff's Motion for Leave to Amend Verified Complaint; (III) Joint Motion of the Debtors and Midcap Funding IV Trust for Entry of an Order Pursuant to Federal Rule of Bankruptcy Procedure 7042 to Procedurally Consolidate Adversary Proceeding; and (IV) Motion to Dismiss Adversary Proceeding [D.I. 522; Filed 2/14/20].
- E. Order Approving Stipulation Amending Briefing Schedule for (I) Emergency Motion of the Debtors and the Committee Extending the Automatic Stay and for Related Relief; (II) Plaintiff's Motion for Leave to Amend Verified Complaint; (III) Joint Motion of the Debtors and Midcap Funding IV Trust for Entry of an Order Pursuant to Federal Rule of Bankruptcy Procedure 7042 to Procedurally Consolidate Adversary Proceeding; and (IV) Motion to Dismiss Adversary Proceeding [D.I. 525; Filed 2/14/20].
- F. Stipulated Protective Order [D.I. 647; Filed 3/3/20].
- G. Motion of TA Dispatch, LLC for Leave to File Sur-Reply in Opposition Emergency Motion of the Debtors and the Committee Extending the Automatic Stay and for Related Relief [D.I. 710; Filed 3/14/20].
- H. Order Granting Motion of TA Dispatch, LLC for Leave to File Sur-Reply in Opposition to Emergency Motion of the Debtors and the Committee Extending the Automatic Stay and for Related Relief [D.I. 711; Filed 3/16/20].
- I. Certification of Counsel for an Order Modifying the March 4, 2020 Order Scheduling Hearing Date and Setting Briefing Schedule [D.I. 749; Filed 3/20/20].
- J. Notice of Telephonic Status Conference on March 24, 2020, at 10:00 a.m. [D.I. 755; Filed 3/22/20].
- K. Notice of Telephonic Status Conference on April 13, 2020, at 2:00 p.m. [D.I. 773; Filed 3/26/20].
- L. Notice of Oral Argument on April 15, 2020, at 10:00 a.m. [D.I. 774; Filed 3/26/20].
- M. Certification of Counsel Regarding Order Approving the Stipulated Protective Order [D.I. 798; Filed 3/31/20].

- N. Order Approving the Stipulated Protective Order [D.I. 804; Filed 3/31/20].
- O. April 9, 2020 Letter Submission filed by Celadon Group, Inc. [D.I. 849; Filed 4/13/20].
- P. April 9, 2020 Letter Submission filed by TA Dispatch, LLC [D.I. 851; Filed 4/13/20].
- Q. Sur-Reply in Opposition to Emergency Motion of the Debtors and the Committee Extending the Automatic Stay and for Related Relief [D.I. 711; Filed 3/16/20].**

**Responses Received:**

- A. Objection to Motion of the Debtors for Entry of an Order Shortening Notice and Objection Periods in Connection With the Emergency Motion of the Debtors and the Committee Extending the Automatic Stay and for Related Relief [D.I. 435; Filed 2/4/20].
- B. [SEALED] Preliminary Objection to Emergency Motion of the Debtors and the Committee Extending the Automatic Stay for Related Relief [D.I. 530; Filed 2/17/20].
- C. [SEALED] Corrected Preliminary Objection to Emergency Motion of the Debtors and the Committee Extending the Automatic Stay and for Related Relief [D.I. 552; Filed 2/20/20].
- D. [SEALED] Reply of MidCap Funding IV Trust, as Prepetition ABL Agent and Lender, in Favor of the Emergency Motion of the Debtors and the Committee Extending the Automatic Stay for Related Relief [D.I. 579; Filed 2/24/20].
- E. Movants' Joint Reply to TA Dispatch's Preliminary Objection to Emergency Motion of the Debtors and the Committee Extending the Automatic Stay and for Related Relief [D.I. 580; Filed 2/24/20].

**Status:** This matter is going forward as an oral argument.

- 4. Motion of the Debtors for Entry of a Supplemental Order (I) Amending the Final DIP Order, (II) Amending the Approved Budget, and (III) Granting Related Relief [D.I. 831; Filed 4/8/20].

**Response Deadline:** Responses must be filed and served prior to or presented at the hearing on April 15, 2020.

**Related Documents:**

- A. Motion of the Debtors for Entry of an Order Shortening Notice and Objection Periods in Connection With the Motion of the Debtors for Entry of a Supplemental Order (I) Amending the Final DIP Order, (II) Amending the Approved Budget, and (III) Granting Related Relief [D.I. 832; Filed 4/8/20].
- B. Order Shortening Notice and Objection Periods in Connection With the Motion of the Debtors for Entry of a Supplemental Order (I) Amending the Final DIP Order, (II) Amending the Approved Budget, and (III) Granting Related Relief [D.I. 833; Filed 4/8/20].

**Responses Received:** None.

**Status:** This matter is going forward.

- 5. Interim Fee Applications (as identified on Exhibit A hereto).

**Response Deadline:** See Exhibit A.

**Related Documents:** See Exhibit A.

**Responses Received:** See Exhibit A.

**Status:** This matter is going forward.

Dated: April 14, 2020  
Wilmington, Delaware

Respectfully submitted,

**DLA PIPER LLP (US)**

*/s/ Stuart M. Brown*

Stuart M. Brown (DE 4050)

Matthew S. Sarna (DE 6578)

1201 North Market Street, Suite 2100

Wilmington, Delaware 19801

Telephone: (302) 468-5700

Facsimile: (302) 394-2341

Email: [stuart.brown@us.dlapiper.com](mailto:stuart.brown@us.dlapiper.com)

[matthew.sarna@us.dlapiper.com](mailto:matthew.sarna@us.dlapiper.com)

-and-

Richard A. Chesley (admitted *pro hac vice*)  
Jamila Justine Willis (admitted *pro hac vice*)  
1251 Avenue of the Americas  
New York, New York 10020  
Telephone: (212) 335-4500  
Facsimile: (212) 335-4501  
Email: richard.chesley@us.dlapiper.com  
jamila.willis@us.dlapiper.com

*Counsel to the Debtors*

**EXHIBIT A**

**INDEX OF INTERIM FEE APPLICATIONS**

1. The Combined Second Monthly and First Interim Application of Cooley LLP, Lead Counsel to The Official Committee of Unsecured Creditors of Celadon Group, Inc., et al. for Compensation and Reimbursement of Expenses for the (I) Monthly Period of February 1, 2020 Through February 29, 2020, and (II) Interim Period of December 18, 2019 Through February 29, 2020 [D.I. 715; Filed 3/16/20].

**Response Deadline:** April 6, 2020, at 4:00 p.m. (ET).

**Related Documents:**

- A. The First Monthly Application of Cooley LLP, Lead Counsel to The Official Committee of Unsecured Creditors of Celadon Group, Inc., et al. for Compensation and Reimbursement of Expenses for the Period December 18, 2019 Through January 31, 2020 [D.I. 619; Filed 2/28/20].
- B. Certificate of No Objection Regarding Monthly Application for Compensation (First) of Cooley, LLP, Lead Counsel to the Official Committee of Unsecured Creditors for Compensation and Reimbursement of Expenses for the period December 18, 2019 to January 31, 2020 [D.I. 750; Filed 3/20/20].
- C. Certificate of No Objection Regarding Second Monthly Application of Cooley LLP, Lead Counsel to the Official Committee of Unsecured Creditors of Celadon Group, Inc., et al., for Compensation and Reimbursement of Expenses for the Period February 1, 2020 Through February 29, 2020 [D.I. 825; Filed 4/7/20].

**Responses Received:** None.

**Status:** This matter is going forward.

2. First Interim Application of Dundon Advisers, LLC, Financial Advisor for The Official Committee of Unsecured Creditors for Allowance of Compensation for Services Rendered for the Period from December 18, 2019 Through February 29, 2020 [D.I. 717; Filed 3/16/20].

**Response Deadline:** April 6, 2020, at 4:00 p.m. (ET).

**Related Documents:**

- A. First Combined Monthly Fee Application of Dundon Advisers, LLC, Financial Advisor for The Official Committee of Unsecured Creditors for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Period from December 18, 2019 to January 31, 2020 [D.I. 621; Filed 2/28/20].
- B. Certificate of No Objection Regarding Monthly Application for Compensation (First) of Dundon Advisers, LLC, Financial Advisor to the Official Committee of Unsecured Creditors for Compensation and Reimbursement of Expenses for the period December 18, 2019 to January 31, 2020 [D.I. 751; Filed 3/20/20].



- C. Second Monthly Fee Application of Dundon Advisers, LLC, Financial Advisor for The Official Committee of Unsecured Creditors for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Period from February 1, 2020 to February 29, 2020 [D.I. 716; Filed 3/16/20].
- D. Certificate of No Objection Regarding Second Monthly Fee Application of Dundon Advisers, LLC, Financial Advisor for the Official Committee of Unsecured Creditors for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Period February 1, 2020 Through February 29, 2020 [D.I. 826; Filed 4/7/20].

**Responses Received:** None.

**Status:** This matter is going forward.

- 3. Combined Second Monthly and First Interim Application of Potter Anderson & Corroon LLP for Compensation for Services Rendered and for Reimbursement of Expenses as Delaware Counsel to The Official Committee of Unsecured Creditors of Celadon Group, Inc., et al., for the (I) Second Monthly Period February 1, 2020 Through February 29, 2020 and (II) First Interim Period December 18, 2019 Through February 29, 2020 [D.I. 718; Filed 3/16/20].

**Response Deadline:** April 6, 2020, at 4:00 p.m. (ET).

**Related Documents:**

- A. First Monthly Application of Potter Anderson & Corroon LLP for Compensation for Services Rendered and for Reimbursement of Expenses as Delaware Counsel to The Official Committee of Unsecured Creditors of Celadon Group, Inc., et al., for the Period December 18, 2019 Through January 31, 2020 [D.I. 620; Filed 2/28/20].
- B. Certificate of No Objection Regarding Monthly Application for Compensation (First) of Potter Anderson & Corroon LLP, Delaware Counsel to the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses for the period December 18, 2019 to January 31, 2020 [D.I. 752; Filed 3/20/20].
- C. Certificate of No Objection Regarding Second Monthly Application of Potter Anderson & Corroon LLP for Compensation for Services Rendered and for Reimbursement of Expenses as Delaware Counsel to the Official Committee of Unsecured Creditors of Celadon Group, Inc., et al., for the Period February 1, 2020 Through February 29, 2020 [D.I. 827; Filed 4/7/20].

**Responses Received:** None.

**Status:** This matter is going forward.

4. First Interim Application of AlixPartners, LLP , Financial Advisor to The Chapter 11 Debtors for Allowance of Compensation for Services Rendered and Reimbursement of Expenses for the Period from December 9, 2019 through February 29, 2020 [D.I. 720; Filed 3/16/20].

**Response Deadline:** April 6, 2020, at 4:00 p.m. (ET).

**Related Documents:**

- A. First Monthly Application of AlixPartners, LLP, Financial Advisor to The Chapter 11 Debtors for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses for the Period December 9, 2019 Through and Including December 31, 2019 [D.I. 428; Filed 2/3/20].
- B. Certificate of No Objection Regarding First Monthly Application of AlixPartners, LLP, Financial Advisor to the Chapter 11 Debtors for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses for the Period December 9, 2019 Through and Including December 31, 2019 [D.I. 601; Filed 2/26/20].
- C. Second Monthly Application of AlixPartners, LLP, Financial Advisor to The Chapter 11 Debtors for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses for the Period January 1, 2020 Through and Including January 31, 2020 [D.I. 673; Filed 3/9/20].
- D. Certificate of No Objection Regarding Second Monthly Application of AlixPartners, LLP, Financial Advisor to the Chapter 11 Debtors for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses for the Period January 1, 2020 Through and Including January 31, 2020 [D.I. 801; Filed 3/31/20].
- E. Third Monthly Application of AlixPartners, LLP, Financial Advisor to The Chapter 11 Debtors for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses for the Period February 1, 2020 Through February 29, 2020 [D.I. 687; Filed 3/11/20].
- F. Certificate of No Objection Regarding Third Monthly Application of AlixPartners, LLP, Financial Advisor to the Chapter 11 Debtors for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses for the Period February 1, 2020 Through and Including February 29, 2020 [D.I. 809; Filed 4/1/20].

**Responses Received:** None.

**Status:** This matter is going forward.