

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re	)	Chapter 11
CENTRAL GROCERS, INC., <i>et al.</i> ,	)	Case No. 17-13886 (PSH)
	)	
Debtors. <sup>1</sup>	)	(Jointly Administered)

**NOTICE OF SUCCESSFUL BIDDER FOR STALKING HORSE ASSETS**

PLEASE TAKE NOTICE THAT:

1. Central Grocers, Inc. and its debtor affiliates, including Strack and Van Til Super Market, Inc., in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), conducted an auction for the Stalking Horse Package<sup>2</sup> and certain Additional Assets all as identified on **Exhibit A** (the “**Assets**”), on July 6, 2017 and July 11, 2017 (the “**Stalking Horse Auction**”) pursuant to the procedures established in an order of the Bankruptcy Court for the District of Delaware [Del. Ct. ECF No. 338] (the “**Bidding Procedures Order**”).

2. The Stalking Horse Auction concluded on July 11, 2017. The bid submitted by Indiana Grocery Group LLC (the “**Successful Bidder**”) on the record of the Stalking Horse Auction was declared the “Successful Bid,” subject to final documentation and the consent of the DIP Agent in accordance with the terms of the DIP Credit Agreement (as defined in the DIP Order).

3. Any unexpired non-residential real property Leases associated with the Assets identified on Exhibit A are proposed to be assumed and assigned to the Successful Bidder. The Debtors will serve Adequate Assurance Information on the counterparties to such Leases on or before July 12, 2017.

4. The Successful Bid contemplates (and the Bidding Procedures Order contemplates) that additional Contracts or Leases may be designated for assumption and

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are Central Grocers, Inc. (3170), CGI Joliet, LLC (7014), Currency Express, Inc. (2650), Raceway Central, LLC (2161), Raceway Central Calumet Park LLC (2161), Raceway Central Chicago Heights LLC (2161), Raceway Central Downers Grove LLC (2161), Raceway Central Joliet North LLC (2161), Raceway Central LLC North Valpo (2161), Raceway Central Wheaton LLC (2161), Strack and Van Til Super Market, Inc. (2184), and SVT, LLC (1185).

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Bidding Procedures Order.

assignment to the Successful Bidder. If and when any such Contracts are so designated, notice will be provided to the non-Debtor counterparties to such Contracts or Leases.

5. The Debtors will seek entry of an order (the “**Sale Order**”) approving the sale of the Assets to the Successful Bidder free and clear of liens, claims, encumbrances and other interests at a sale hearing scheduled for **July 18, 2017 at 10:00 a.m. (Central Time)** (the “**Sale Hearing**”). The Sale Hearing will be held before the Honorable Pamela S. Hollis, United States Bankruptcy Judge, in Room 644 of the United States Bankruptcy Court, 219 S. Dearborn, Chicago, Illinois 60604.

6. A proposed form of Sale Order and asset purchase agreement will be filed with the Bankruptcy Court prior to the Sale Hearing.

7. The deadline to object to (i) the conduct of the Stalking Horse Auction, (ii) the proposed sale of the Assets to the Successful Bidder, or (iii) the assumption of and assignment to the Successful Bidder with respect to any Proposed Assumed Contracts (each an “**Objection**”), is **July 17, 2017 at 12:00 p.m. (Central Time)**. Objections must be filed and served in accordance with the Bidding Procedures Order and the *Revised Proposed Order Authorizing Motion of Debtors for Approval of Case Management Procedures* [ECF No. 226], which are available for download at <https://cases.primeclerk.com/centralgrocers/Home-DocketInfo>, on:

- a. the Debtors and their counsel, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Ray C. Schrock, P.C., Stephen Karotkin, Esq. and Sunny Singh, Esq.) and (b) McDonald Hopkins LLC, 300 North LaSalle Street, Suite 1400, Chicago, Illinois 60654 (Attn: David A. Agay, Esq.);
- b. the Office of U.S. Trustee for Region 11, 219 S. Dearborn Street, Room 873, Chicago, Illinois 60604 (Attn: Denise Ann Delaurent, Esq. and Ha Nguyen, Esq.);
- c. counsel to the Official Committee of Unsecured Creditors, Kilpatrick Townsend & Stockton LLP, 1100 Peachtree Street NE, Suite 2800, Atlanta, Georgia 30309 (Attn: Todd C. Meyers, Esq.) and (b) Kilpatrick Townsend & Stockton LLP, 1114 Avenue of the Americas, New York, New York 10036 (Attn: David Posner, Esq.);
- d. counsel to the administrative agent under DIP Facility and the Prepetition Revolving Credit Facility, (a) Blank Rome LLP, 1201 Market Street, Suite 800, Wilmington, Delaware 19801 (Attn: Regina S. Kelbon, Esq. and Victoria A. Guilfoyle, Esq.), and (b) Blank Rome LLP, One Logan Square 130, North 18th Street, Philadelphia, Pennsylvania 19103 (Attn: Mark I. Rabinowitz, Esq.);
- e. counsel to the administrative agent under the Prepetition Term Loan Facility, (a) Thompson Coburn LLP, One US Bank Plaza, St. Louis, Missouri 63101 (Attn: Mark V. Bossi, Esq.), and (b) Thompson Coburn LLP, 55 E. Monroe St., 37th Floor, Chicago, Illinois 60603 (Attn: Victor A. Des Laurier, Esq. and Diona Rogers, Esq.); and

- f. counsel to the Successful Bidder, Duane Morris LLP, Duane Morris LLP, 190 South LaSalle Street, Suite 3700, Chicago, Illinois, 60603, (Attn: Lawrence J. Kotler, Esq. and Rosanne Ciambrone, Esq.).

Dated: July 12, 2017  
Chicago, Illinois

/s/ David A. Agay

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**EXHIBIT A**

<b>Tab</b>	<b>Store #</b>	<b>Banner</b>	<b>Address</b>	<b>City</b>	<b>ST</b>	<b>Zip</b>
1.	8756	Strack & Van Til Market	9605 Lincoln Plz	Cedar Lake	IN	46303
2.	8748	Strack & Van Til Market	1600 Pioneer Trl	Chesterton	IN	46304
3.	8797	Strack & Van Til Market	10851 Broadway	Crown Point	IN	46307
4.	8787	Strack & Van Til Market	200 W Franciscan Dr	Crown Point	IN	46307
5.	8798	Strack & Van Til Market	4725 Indianapolis Blvd	East Chicago	IN	46312
6.	8786	Strack & Van Til Market	115 Sibley St	Hammond	IN	46320
7.	8765	Strack & Van Til Market	9632 Cline Ave	Highland	IN	46322
8.	8778	Strack & Van Til Market	7760 E Ridge Rd	Hobart	IN	46342
9.	8747	Strack & Van Til Market	999 W Old Ridge Rd	Hobart	IN	46342
10.	8755	Strack & Van Til Market	2080 E Commercial Ave	Lowell	IN	46356
11.	8789	Strack & Van Til Market	12 Ridge Rd	Munster	IN	46321
12.	8754	Strack & Van Til Market	861 S College Ave	Rensselaer	IN	47978
13.	8795	Strack & Van Til Market	9825 Wicker Ave	Saint John	IN	46373
14.	8768	Strack & Van Til Market	1515 Us Highway 41	Schererville	IN	46375
15.	8750	Strack & Van Til Market	2800 Calumet Ave	Valparaiso	IN	46383
16.	8749	Strack & Van Til Market	2168 W US Highway 30	Valparaiso	IN	46385
17.	8793	Strack & Van Til Market	1836 Calumet Ave	Whiting	IN	46394
18.	8782	Town & Country Market	6046 Central Ave	Portage	IN	46368
19.	8780	Town & Country Market	1605 Calumet Ave	Valparaiso	IN	46383
20.	8701	Commissary	555 Coolwood Drive	Valparaiso	IN	46385
21.	8781	Ultra Foods Merrillville	6001 Broadway	Merrillville	IN	46410
22.	-	SVT Head Quarters	2244 45th St	Highland	IN	46322