

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:

CENTRAL GROCERS, INC., *et al.*,¹

Debtors.

Chapter 7

Case No. 17-13886

Hon. Pamela S. Hollis

ORDER (I) ESTABLISHING A DEADLINE FOR FILING CHAPTER 11 GENERAL ADMINISTRATIVE CLAIMS INCURRED ON OR BEFORE DECEMBER 4, 2017 AND (II) APPROVING THE FORM AND MANNER OF NOTICE THEREOF

Upon consideration of the motion (the "Motion")² of the chapter 7 trustee (the "Trustee") for the estates (collectively, the "Select Estates") of Central Grocers, Inc. ("CGI"), Strack and Van Til Super Market, Inc. ("Strack") and SVT, LLC ("SVT" and, together with CGI and Strack, the "Select Debtors") for entry of an order, pursuant to sections 105(a), 501, 502, 503, and 1111 of title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the "Bankruptcy Code"), Rules 2002, 3003(c), and 5005(a) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") establishing a deadline for filing Chapter 11 General Administrative Claims (defined below), and approving the form and manner of notice thereof; and upon consideration of the Motion and all pleadings related thereto; and due and proper notice of the Motion having been given; and it appearing that no other or further notice of the Motion is required; and it appearing that the Court has jurisdiction to consider the Motion in accordance with 28 U.S.C. §§ 157 and 1334; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and the Motion is proper pursuant to 28 U.S.C. § 1408; and it appearing that the relief requested in the Motion and provided for herein is in the best interest of the Trustee, the Select Estates, and creditors; and after due deliberation and sufficient cause appearing therefor, **IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED as set forth herein.
2. Each person or entity holding any right to payment constituting an actual, necessary cost or expense of administering these cases or preserving the Select Estates under section 503(b) and 507(a)(2) of the Bankruptcy Code that arose during the period from the CGI Petition Date and/or the Commencement Date (as applicable) through December 4, 2017, each, a

¹ The Select Debtors in these Chapter 7 Cases, along with the last four digits of each Select Debtor's federal tax identification number, as applicable, are Central Grocers, Inc. (3170), Strack and Van Til Super Market, Inc. (2184), and SVT, LLC (1185).

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

“Chapter 11 General Administrative Claim”), other than claims identified in paragraph 4 of this Order, shall be required to file a completed and executed Proof of Chapter 11 General Administrative Claim in substantially the form attached hereto as **Exhibit A**.

3. All such Chapter 11 General Administrative Claims must be filed so that they are actually received on or before **April 20, 2018 at 5:00 p.m. prevailing Central Time** (the “Chapter 11 General Administrative Claim Bar Date”) at the addresses in the Chapter 11 General Administrative Proof of Claim Form attached as Exhibit A.

4. The persons or entities holding the following administrative claims and/or Chapter 11 General Administrative Claims are not required to file a Proof of Chapter 11 General Administrative Claim by the Chapter 11 General Administrative Claim Bar Date:

- A. The U.S. Trustee, on account of claims for fees payable pursuant to 28 U.S.C. § 1930;
- B. all Retained Professionals for claims arising prior to the effective date of Conversion Order (December 4, 2017);
- C. any person or entity that has already properly filed a Proof of Chapter 11 General Administrative Claim against a Select Debtor in a form substantially similar to the Chapter 11 General Administrative Proof of Claim Form and/or the proof of claim form approved by the Court in connection with the *Trustee’s Motion to Approve Notice of Section 341 Meeting Form and Proof of Claim Form* (Dkt. Nos. 1098, 1107);
- D. any person or entity that has already filed a motion seeking allowance of a Chapter 11 General Administrative Claim against a Select Debtor;
- E. any person or entity whose Chapter 11 General Administrative Claim has been allowed by order of the Court entered on or before the Chapter 11 General Administrative Claim Bar Date, or that has already been paid;
- F. any person or entity who previously has asserted (or who may attempt to assert) claims under section 503(b)(9) of the Bankruptcy Code;
- G. any person or entity who previously has asserted (or who may attempt to assert) claims under PACA/PASA (as those terms are defined in the *Final Order Authorizing Debtors to (A) Pay Prepetition Claims of Warehousemen and Third Party Lien Claimants, (B) Confirm*

Administrative Expense Priority of Undisputed Commencement Date Orders and Satisfy Such Obligations in the Ordinary Course of Business, and (C) Pay PACA/PASA Claims (Delaware Court Dkt. No. 329);

- H. any Chapter 11 General Administrative Claim on account of which a request for payment of Chapter 11 General Administrative Claim has already been filed with either Prime Clerk or in the Bankruptcy Cases against the Select Debtors; and
- I. any administrative claim accrued after the effective date of the Conversion Order (December 4, 2017), as a bar date for filing Chapter 7 administrative claims will be established at a later date.

5. Each Proof of Chapter 11 General Administrative Claim must: (i) be in writing and signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) include supporting documentation or, if voluminous, a summary of supporting documents and an explanation as to why documentation is not available and identify where such supporting documentation may be obtained; (iii) be in the English language; and (iv) be denominated in United States currency. Each Proof of Chapter 11 General Administrative Claim must specify by name the Select Debtor against which a claim is asserted, and if the holder asserts a claim against more than one Select Debtor, a separate Proof of Chapter 11 General Administrative Claim, as applicable, must be filed against each such Select Debtor. The Select Debtors' names and case numbers are set forth above. Each Proof of Chapter 11 General Administrative Claim shall be filed with Prime Clerk so that it is actually received by Prime Clerk on or before the Chapter 11 General Administrative Claim Bar Date at the following address: (i) Central Grocers, Inc. Claims Processing Center, c/o Prime Clerk LLC, 830 3rd Avenue, 3rd Floor, New York, NY 10022 (if by mail, overnight courier, or hand delivery) or (ii) <https://cases.primeclerk.com/centralgrocers/EPOC-Index> (if by electronic means).

6. Any person or entity who is required, but fails, to file a Proof of Chapter 11 General Administrative Claim in accordance with the terms of this Chapter 11 General

Administrative Bar Date Order on or before the Chapter 11 General Administrative Bar Date **(a) shall be forever barred, estopped, and enjoined from asserting such claim against any Select Debtor and (b) shall not receive or be entitled to receive any payment or distribution of property from the Trustee with respect to such Chapter 11 General Administrative Claim.**

7. No later than three (3) business days after the entry of the Chapter 11 General Administrative Claim Bar Date Order, the Trustee will cause to be served the Chapter 11 General Administrative Claim Bar Date Notice, substantially in the form attached hereto as **Exhibit B**, by first class U.S. mail, postage prepaid, along with a copy of the Chapter 11 General Administrative Proof of Claim Form on (a) all parties that have requested notice in these Bankruptcy Cases and (b) all known or suspected holders a Chapter 11 General Administrative Claim against any Select Debtor as of the effective date of the Conversion Order (December 4, 2017).

8. After the mailing of the actual notice, the Trustee may, in his sole discretion, make supplemental mailings of notices, including the event that (a) notices are returned by the post office with forwarding addresses, (b) certain parties acting on behalf of claimants decline to pass along notices to claimants and instead return their names and addresses to the Trustee for direct mailing, and (c) additional potential holders of claims become known. In this regard, the Trustee may make supplemental mailings of the Chapter 11 General Administrative Claim Bar Date Notice in these and similar circumstances at any time up to twenty-one (21) days in advance of the Chapter 11 General Administrative Claim Bar Date, with any such mailings being deemed timely and the Chapter 11 General Administrative Claim Bar Date being applicable to such holders of Chapter 11 General Administrative Claims.

9. Effective as of the CGI Petition Date or, as applicable, the Delaware Commencement Date, the above procedures shall be the sole and exclusive method for the assertion of any Chapter 11 General Administrative Claim that is required to be filed.

10. Claimants asserting any Chapter 11 General Administrative Claim that is required to be filed shall be prohibited from utilizing any other means for the assertion of any Chapter 11 General Administrative Claim, including, without limitation, the filing of a motion for allowance or to compel payment of any Chapter 11 General Administrative Claim, unless otherwise agreed upon by the Trustee and such claimant asserting such Chapter 11 General Administrative Claim in writing.

11. Notwithstanding anything to the contrary provided herein and in the Chapter 11 General Administrative Claim Bar Date Notice, this Order and the Chapter 11 General Administrative Claim Bar Date Notice shall not apply with respect to the *Motion and Application for Payment of Administrative Expenses* [Docket No. 1050] filed by the International Brotherhood of Teamsters and their affiliated Teamsters Unions No. 703 and 710.

12. The Trustee shall mail notice of the Chapter 11 General Administrative Claim Bar Date and such mailing shall be made to the last known mailing address for each such creditor.

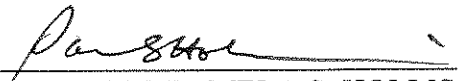
13. The Trustee is authorized to take any and all actions necessary to effectuate the relief granted herein.

14. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated:

FEB 15 2018

Enter:



THE HONORABLE PAMELA S. HOLLIS
UNITED STATES BANKRUPTCY
JUDGE

Prepared by:

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Exhibit A

UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF ILLINOIS, EASTERN DIVISION	ADMINISTRATIVE EXPENSE PROOF OF CLAIM	Chapter 11 General Administrative Expense Claim Bar Date April 20, 2018 at 5:00 p.m. (CST)
<input type="checkbox"/> Central Grocers, Inc. (Case No. 17-13886) <input type="checkbox"/> Strack & Van Til Super Market, Inc. (Case No. 17-18821) <input type="checkbox"/> SVT, LLC (Case No. 17-18817)		
<p>Note This form should only be used by claimants asserting a Chapter 11 general administrative expense claim incurred from May 2, 2017 (with respect to claims against Central Grocers, Inc.) or, as applicable, May 4, 2017 (with respect to claims against Strack & Van Til Super Market, Inc. and/or SVT, LLC) through the effective date of conversion of the bankruptcy cases (December 4, 2017).</p> <p>Do not use this form for: (i) any claim arising under 11 U.S.C. § 503(b)(9), (ii) any claim under the Perishable Agricultural Commodities Act of 1930, as amended, 7 U.S.C. §§ 499a <i>et seq.</i>, and/or the Packers and Stockyards Act of 1921 as amended, 7 U.S.C. § 181 <i>et seq.</i>, (iii) any claim by a Debtor's retained professional arising prior to December 4, 2017, (iv) any administrative claim accrued after December 4, 2017, or (v) any claim that is not of a kind entitled to priority in accordance with 11 U.S.C. §§ 503(b) and 507(a)(2).</p>		
Name of Creditor (The person or entity to whom the debtor owes money or property)	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your administrative expense claim. Attach copy of statement giving particulars.	Check here if this claim: <input type="checkbox"/> replaces or <input type="checkbox"/> amends a previously filed administrative expense claim. Claim Number (if known): _____
Name and Addresses Where Notices Should be Sent	Name and Addresses Where Payment Should be Sent (if different):	Dated: _____
1. BASIS FOR CLAIM: <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Personal Injury/Wrongful Death <input type="checkbox"/> Wages (Dates): _____ <input type="checkbox"/> Money loaned <input type="checkbox"/> Taxes <input type="checkbox"/> Retiree Benefits as Defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Other(Specify): _____		
2. DATE DEBT WAS INCURRED (IF KNOWN)		
3. DESCRIPTION OF CLAIM (IF KNOWN):		
4. TOTAL AMOUNT OF CLAIM: \$ _____ (Total)		
5. CREDITS AND SETOFFS: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. In filing this claim, claimant has deducted all amounts that claimant owes to debtor.		THIS SPACE IS FOR COURT USE ONLY
6. SUPPORTING DOCUMENTS: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, or evidence of security interests. Do not send original documents. If the documents are not available, explain. If the documents are voluminous, attach a summary.		
7. TIME-STAMPED COPY: To receive an acknowledgement of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		
Date	Sign and print the name and title, if any, of the creditor or other person authorized to file this Claim (attach copy of power of attorney, if any)	

Exhibit B

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:

CENTRAL GROCERS, INC., *et al.*,¹

Debtors.

Chapter 7

Case No. 17-13886

Hon. Pamela S. Hollis

Related Dkt. No.: __

NOTICE OF DEADLINE FOR FILING PROOFS OF GENERAL ADMINISTRATIVE CLAIMS INCURRED ON OR BEFORE DECEMBER 4, 2017

PLEASE TAKE NOTICE that on May 2, 2017 (with respect to Central Grocers, Inc. (“CGI”), the “CGI Petition Date”) and May 4, 2017 (with respect to Super Market, Inc. (“Strack”) and SVT, LLC (“SVT” and, together with CGI and Strack, the “Select Debtors”), the “Delaware Commencement Date”), the above-captioned Select Debtors (and other debtors) filed voluntary petitions pursuant to chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).

PLEASE TAKE FURTHER NOTICE that, on February 8, 2018, Howard B. Samuels, not personally, but as chapter 7 trustee (the “Trustee”) for the estates (collectively, the “Select Estates”) of the Select Debtors filed the *Trustee’s Motion for Entry of an Order (I) Establishing a Deadline for Filing Chapter 11 General Administrative Claims Incurred on or Before December 4, 2017 and (II) Approving the Form and Manner of Notice Thereof.*

PLEASE TAKE FURTHER NOTICE that on February __, 2018, the Court entered an order (the “Chapter 11 General Administrative Claim Bar Date Order”), establishing **April 20, 2018 at 5:00 p.m. (CST)** as the “Chapter 11 General Administrative Claim Bar Date” and deadline for all persons or entities (except as otherwise provided herein) holding any right to payment constituting an actual, necessary cost or expense of administering or preserving the Select Estates under section 503(b) and 507(a)(2) of the Bankruptcy Code that arose during the period from the CGI Petition Date and/or the Delaware Commencement Date (as applicable) through December 4, 2017, each, a “Chapter 11 General Administrative Claim”) to file a proof of Chapter 11 General Administrative Claim (each, a “Proof of Chapter 11 General Administrative Claim”).

You should consult an attorney if you have any questions, including whether to file a Proof of Chapter 11 General Administrative Claim. If you have any questions with respect to this notice, you may contact the Trustee’s claims agent, Prime Clerk LLC (“Prime Clerk”), at 866/727-8489 (toll free) or by e-mail at centralgrocersinfo@primeclerk.com.

¹ The Select Debtors in these Chapter 7 Cases, along with the last four digits of each Select Debtor’s federal tax identification number, as applicable, are Central Grocers, Inc. (3170), Strack and Van Til Super Market, Inc. (2184), and SVT, LLC (1185).

1. WHO MUST FILE A PROOF OF CHAPTER 11 GENERAL ADMINISTRATIVE CLAIM

You **MUST** file a Chapter 11 General Administrative Claim in accordance with the procedures set forth in the Chapter 11 General Administrative Claim Bar Date Order if you hold a right to payment constituting an actual, necessary cost or expense of administering or preserving the Select Estates under section 503(b) and 507(a)(2) of the Bankruptcy Code (except as otherwise provided herein) that arose during the period from the CGI Petition Date and/or the Delaware Commencement Date (as applicable) through December 4, 2017, and it is not a claim described in Section 2 below.

Under section 101(5) of the Bankruptcy Code and as used herein, the word “claim” means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured. A Chapter 11 General Administrative Claim is a claim of the kind described in sections 503(b)(1) through (8) of the Bankruptcy Code.

2. WHO NEED NOT FILE A PROOF OF CHAPTER 11 GENERAL ADMINISTRATIVE CLAIM

- (a) The U.S. Trustee, on account of claims for fees payable pursuant to 28 U.S.C. § 1930;
- (b) all Retained Professionals for claims arising prior to the effective date of the Conversion Order (December 4, 2017);
- (c) any person or entity that has already properly filed a Proof of Chapter 11 General Administrative Claim against a Select Debtor in a form substantially similar to the Chapter 11 General Administrative Proof of Claim Form and/or the proof of claim form approved by the Court in connection with the *Trustee’s Motion to Approve Notice of Section 341 Meeting Form and Proof of Claim Form* (Dkt. Nos. 1098, 1107);
- (d) any person or entity that has already filed a motion seeking allowance of a Chapter 11 General Administrative Claim against a Select Debtor;
- (e) any person or entity whose Chapter 11 General Administrative Claim has been allowed by order of the Court entered on or before the Chapter 11 General Administrative Claim Bar Date, or that has already been paid;
- (f) any person or entity who previously has asserted (or who may attempt to assert) claims under section 503(b)(9) of the Bankruptcy Code;
- (g) any person or entity who previously has asserted (or who may attempt to assert) claims under PACA/PASA (as those terms are defined in the *Final Order*

Authorizing Debtors to (A) Pay Prepetition Claims of Warehousemen and Third Party Lien Claimants, (B) Confirm Administrative Expense Priority of Undisputed Commencement Date Orders and Satisfy Such Obligations in the Ordinary Course of Business, and (C) Pay PACA/PASA Claims (Delaware Court Dkt. No. 329);

- (h) any Chapter 11 General Administrative Claim on account of which a request for payment of Chapter 11 General Administrative Claim has already been filed with either Prime Clerk or in the Bankruptcy Cases against the Select Estates; and
- (i) any administrative claim accrued after the effective date of the Conversion Order (December 4, 2017), as a bar date for filing Chapter 7 administrative claims will be established at a later date.

You should not file a Proof of Chapter 11 General Administrative Claim if you do not have a claim against any of the Select Estates. The fact that you have received this Chapter 11 General Administrative Claim Bar Date Notice does not mean that you have a claim or that the Trustee or the Bankruptcy Court believes that you have a claim.

3. WHEN AND WHERE TO FILE A PROOF OF CHAPTER 11 GENERAL ADMINISTRATIVE CLAIM

Each Proof of Chapter 11 General Administrative Claim shall be filed with Prime Clerk at the addresses below:

If by First Class Mail, Hand Delivery or Overnight Mail:

Central Grocers, Inc. Claims Processing Center
c/o Prime Clerk LLC
830 3rd Avenue, 3rd Floor
New York, NY 10022

If by Electronic Means:

<https://cases.primeclerk.com/centralgrocers/EPOC-Index>

Each Proof of Chapter 11 General Administrative Claim will be deemed timely filed **only** if it is actually received no later than the Chapter 11 General Administrative Claim Bar Date.

4. HOW TO FILE A PROOF OF CHAPTER 11 GENERAL ADMINISTRATIVE CLAIM

Enclosed herewith is **Exhibit 1** – a Chapter 11 General Administrative Proof of Claim Form. Additional copies of the Chapter 11 General Administrative Proof of Claim Form may be obtained at <https://cases.primeclerk.com/centralgrocers/EPOC-Index>.

If you file a Proof of Chapter 11 General Administrative Claim, it must: (i) be in writing and signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) include supporting documentation or, if voluminous, a summary of supporting documents and an explanation as to why documentation is not available and identify where such

supporting documentation may be obtained; (iii) be in the English language; and (iv) be denominated in United States currency. Each Proof of Chapter 11 General Administrative Claim must specify by name the Select Debtor against which a claim is asserted, and if the holder asserts a claim against more than one Select Debtor, a separate Proof of Chapter 11 General Administrative Claim, as applicable, must be filed against each such Select Debtor. The Select Debtors' names and case numbers are set forth above.

You should attach to your completed Proof of Chapter 11 General Administrative Claim copies of any writings upon which your claim is based.

5. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE

Except as described in Section 2 above, any holder of a Chapter 11 General Administrative Claim against any Select Debtor who receives notice of the Chapter 11 General Administrative Claim Bar Date (whether such notice was actually or constructively received) and is required, but fails, to file a Proof of Chapter 11 General Administrative Claim in accordance with the Chapter 11 General Administrative Claim Bar Date Order on or before the Chapter 11 General Administrative Claim Bar Date, (a) shall be forever barred, estopped, and enjoined from asserting such claim against any Select Debtor and (b) shall not receive or be entitled to receive any payment or distribution of property from the Trustee with respect to such Chapter 11 General Administrative Claim.