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

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In re	:	Chapter 11
	:	
LSC COMMUNICATIONS, INC., <i>et al.</i> , ¹	:	Case No. 20-10950 (SHL)
	:	
Debtors.	:	Jointly Administered
	:	
	:	
	:	
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**NOTICE OF AMENDED² AGENDA OF MATTERS SCHEDULED FOR HEARING ON
SEPTEMBER 30, 2020 AT 2:00 P.M. (ET) AND STATUS OF RESPONSES TO
OBJECTIONS**

A sale hearing (“Hearing”) will be held on September 30, 2020 at 2:00 p.m. (ET), before the Honorable Judge Sean H. Lane, United States Bankruptcy Judge for the United States Bankruptcy Court for the Southern District of New York (the “Court”). In light of the COVID-19 pandemic and the Court’s General Order M-543, dated March 20, 2020, the Hearing will only be conducted telephonically. Parties wishing to participate in the Hearing must make

¹ The Debtors in these Chapter 11 Cases, together with the last four digits of each Debtor’s federal tax identification number, are as follows: LSC Communications, Inc. (9580); Courier Communications LLC (2268); Courier Kendallville, Inc. (4679); Courier New Media, Inc. (1312); Dover Publications, Inc. (0853); LSC Communications Logistics, LLC (9496); LSC Communications MM LLC (5577); LSC Communications US, LLC (4157); LSC International Holdings, Inc. (4995); National Publishing Company (8213); Publishers Press, LLC (7265); Continuum Management Company, LLC (2627); Clark Distribution Systems, Inc. (5778); Clark Holdings Inc. (9172); Clark Worldwide Transportation, Inc. (5773); The Clark Group, Inc. (6223); Courier Companies, Inc. (7588); Courier Publishing, Inc. (3681); F.T.C. Transport, Inc. (8699); LibreDigital, Inc. (7160); LSC Communications Printing Company (7012); and Research & Education Association, Inc. (3922). The Debtors’ corporate headquarters is located at 191 N. Wacker Drive, Suite 1400, Chicago, IL 60606.

² **Amended items appear in bold.**

arrangements through CourtSolutions LLC. Instructions to register for CourtSolutions LLC are attached to the Court's General Order M-543. A copy of each pleading can be viewed (a) for a fee on the Court's website at www.ecf.uscourts.gov and (b) free of charge on the website of the Debtors' proposed claims and noticing agent, Prime Clerk LLC at <https://cases.primeclerk.com/LSC>.

I. Matters Going Forward

1. Debtors' Motion for One or More Orders (I)(A) Approving Bid Procedures for Sale of Debtors' Assets, (B) Approving Stalking Horse Bid Protections, (C) Scheduling Auction(s) for, and Hearing(s) to Approve, Sale of Debtors' Assets, (D) Approving Form and Manner of Notices of Sale, the Auction(s) and the Sale Hearing(s) and (E) Approving Sale Assumption and Assignment Procedures, (II)(A) Approving Sale of Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances and (B) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases with Notice of Opportunity for Hearing and Notice of Hearing and (III) Granting Related Relief [D.I. 223]
 - a. Objection Deadline: September 9, 2020 at 4:00 p.m. (ET)
 - b. Responses Filed:
 - i. See "Status of Objections" below for status of sale and cure objections.
 - ii. **Statement and Reservation of Rights of the United States Trustee to the Notice of Agreed Stipulation Regarding Sale and Plan [D.I. 838]**
 - c. Related Documents:
 - i. Order (A) Approving Bid Procedures for Sale of Debtors' Assets, (B) Approving Stalking Horse Bid Protections, (C) Scheduling Auctions For, and Hearing to Approve, Sale of Debtors' Assets, (D) Approving Form and Manner of Notices of Sale, Auction and Sale Hearing and (E) Granting Related Relief [D.I. 322]
 - ii. Order Approving Assumption and Assignment Procedures [D.I. 507]
 - iii. Notice of (I) Filing of Purchase Agreement for the Sale of Substantially All of the Debtors' Assets and Designation of Stalking Horse Bidder and (II) Successful Bidder [D.I. 773]

- iv. Notice of Proposed Sale Order [D.I. 778]
- v. Notice of (I) Closing Assumed Contracts and (II) Adequate Assurance of Future Performance [D.I. 779]
- vi. Amended Notice of Closing Assumed Contracts [D.I. 822]
- vii. **Second Amended Notice of Closing Assumed Contracts [D.I. 834]**
- viii. **Notice of Revised Proposed Sale Order [D.I. 835]**
- ix. **Notice of Agreed Stipulation Regarding Sale and Plan [D.I. 836]**

Status: This matter will be going forward on an uncontested basis.

2. **Notice of Proposed Order Authorizing Assumption and Assignment of Certain Executory Contracts and Unexpired Leases to Creel Holdco LLC [D.I. 842]**

a. **Related Documents:**

- i. **Order Approving Assumption and Assignment Procedures [D.I. 507]**
- ii. **Notice of (I) Assumed Contracts and (II) Adequate Assurance of Future Performance [D.I. 796]**

Status: The Debtors have proposed an Approval Order with respect to the assumption and assignment of certain contracts to Creel Holdco LLC in accordance with the Order Approving Assumption and Assignment Procedures [D.I. 507]. No objections or responses were received with respect to the assumption and assignment of these contracts. The Debtors will be prepared to discuss the proposed Approval Order to the extent the Court has any questions.

II. **Status of Objections**

RESOLVED OBJECTIONS		
Objecting Party / Parties	D.I.	Status
Chubb Companies	621	This objection has been consensually resolved by the parties.
EDF Energy Services, LLC	623	This objection has been consensually resolved by the parties. Please see D.I. 776 for notice of withdrawal.

99 Park Avenue Associates, L.P.	629	This objection has been consensually resolved by the parties.
Heartland Label Printers, LLC	630	This objection has been consensually resolved by the parties. Please see D.I. 797 for notice of withdrawal.
Staffmark Group, LLC	631 705	This objection has been consensually resolved by the parties.
MAZ Systems, Incorporated	633	This objection has been consensually resolved by the parties.
DRT Transportation LLC	635	This objection has been consensually resolved by the parties. Please see D.I. 814 for notice of withdrawal.
Ocean Network Pte. Ltd.	636	This objection has been consensually resolved by the parties.
Pearson Education, Inc.	638	This objection has been consensually resolved by the parties.
NFI Interactive Logistics, LLC	643	The relevant contract has been removed from the Notice of Potential Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amounts. As a result, there is no longer an objection to resolve.
W&D North America, Inc.	644	This objection has been consensually resolved by the parties. Please see D.I. 782 for notice of withdrawal.
Celtic International, LLC	646	This objection has been consensually resolved by the parties.
manroland Goss web systems America's LLC	652	This objection has been consensually resolved by the parties. Please see D.I. 839 for notice of withdrawal.
Tennessee Bankers Association, Inc.	653	This objection has been consensually resolved by the parties pending entry of the revised proposed sale order.
Goodwill of Central and Southern Indiana, Inc.	654	This objection has been consensually resolved by the parties. Please see D.I. 749 for notice of withdrawal.
RMDS	656	This objection has been consensually resolved by the parties.
Windy Hill Foliage, Inc.	658	This objection has been consensually resolved by the parties. Please see D.I. 740 for notice of withdrawal.
Venture Transport, LLC	659 713	This objection has been consensually resolved by the parties. Please see D.I. 829 for notice of withdrawal.
Venture Connect, LLC	663 713	This objection has been consensually resolved by the parties. Please see D.I. 828 for notice of withdrawal.
Agfa Corporation	664	This objection has been consensually resolved by the parties.
Flint Group North America Corporation	666	This objection has been consensually resolved by the parties.
Infor (US), Inc.	668	This objection has been consensually resolved by the parties.
Express Lease, LLC	670	This objection has been consensually resolved by the parties.

Pixelle Speciality Solutions LLC	672	The objection has been consensually resolved by the parties.
Murphy Transportation, Inc.	674 726	These objections have been consensually resolved by the parties. Please see D.I. 755 for notice of withdrawal.
10 New Maple Investors, LLC	676	This objection has been consensually resolved by the parties.
BGE, Ltd.	717	This objection has been consensually resolved by the parties.
Bethlehem Shared Services, LLC	728	This limited objection was filed with respect to adequate assurance of future performance. Since the objector's contract has not been designated for assumption and assignment to the purchaser at this time, there is no pending objection to resolve.
Westchester Fire Insurance Company Federal Insurance Company	730	This objection has been consensually resolved by the parties.
SAP America, Inc. Concur Technologies, Inc. Business Objects Software Limited	731	This objection has been consensually resolved by the parties.
Domtar Paper Company, LLC	733	This objection has been consensually resolved by the parties. Please see D.I. 802 for notice of withdrawal.
Local 77-P, GCC-IBT	742	This objection has been consensually resolved by the parties.
One Stop Mailing LLC (d/b/a OSM Worldwide)	743	This objection has been consensually resolved by the parties.
Local Texas Tax Authorities	745	This objection has been consensually resolved by the parties.
Central National Gottesman Inc. International Paper Company HarperCollins Publishers LLC Penguin Random House LLC Sourcebooks, Inc.	765	This objection has been consensually resolved by the parties.
Buckhead Penn Distribution Center, LLC	771 803	The Debtors have agreed to remove the objector's lease from the list of Closing Assumed Contracts. Therefore, there is no longer any pending objection to resolve.
Holtzbrinck Publishers, LLC (d/b/a Macmillan)	794	This objection has been consensually resolved by the parties.

ADJOURNED OBJECTIONS		
Objecting Party / Parties	D.I.	Status
Pacific Rim Capital, Inc.	587	The Debtors are in discussions to resolve this pending cure objection. The parties have agreed to adjourn consideration of the objection to a later hearing date in order to allow additional time to reach a consensual resolution.
Waste Management National Services, Inc.	625	The Debtors are in discussions to resolve this pending objection. The parties have agreed to adjourn consideration of the objection to a later hearing date in order to allow additional time to reach a consensual resolution.
New Penn Motor Express LLC USF Holland LLC USF Reddaway Inc. YRC Inc.	650	The Debtors are in discussions to resolve this pending cure objection. The parties have agreed to adjourn consideration of the objection to a later hearing date in order to allow additional time to reach a consensual resolution.
Tokyo Century (USA) Inc.	657	The Debtors are in discussions to resolve this pending cure objection. The Debtors have contacted the objector to confirm that the parties will adjourn consideration of the objection to a later hearing date in order to allow additional time to reach a consensual resolution.
Oracle America, Inc.	660	The Debtors are in discussions to resolve this pending cure objection. The parties have agreed to adjourn consideration of the objection to a later hearing date in order to allow additional time to reach a consensual resolution.
UPS	661	The Debtors are in discussions to resolve this pending cure objection. The parties have agreed to adjourn consideration of the objection to a later hearing date in order to allow additional time to reach a consensual resolution.
Johnson Controls, Inc.	669	The Debtors are in discussions to resolve this pending cure objection. The Debtors have contacted the objector to confirm that the parties will adjourn consideration of the objection to a later hearing date in order to allow additional time to reach a consensual resolution.
TCF National Bank	671	The Debtors are in discussions to resolve this pending cure objection. The parties have agreed to adjourn consideration of the objection to a later hearing date in order to allow additional time to reach a consensual resolution.

BTC III Gateway Logistics Center LP	673	The Debtors are in discussions to resolve this pending cure objection. The parties have agreed to adjourn consideration of the objection to a later hearing date in order to allow additional time to reach a consensual resolution.
Harbor Capital Leasing, Inc.	727	The Debtors are in discussions to resolve this pending cure objection. The parties have agreed to adjourn consideration of the objection to a later hearing date in order to allow additional time to reach a consensual resolution.
CenturyLink Communications, LLC	744	The Debtors are in discussions to resolve this pending cure objection. The parties have agreed to adjourn consideration of the objection to a later hearing date in order to allow additional time to reach a consensual resolution.
Electronics for Imaging, Inc.	805	This cure objection was filed 13 days after the cure objection deadline. The Debtors are nonetheless working in good faith to resolve any open issues with the objector. The Debtors reserve all rights with respect to the objection.

Dated: September 29, 2020
New York, New York

/s/ Brian D. Glueckstein
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