

**Hearing Date & Time: March 22, 2016 at 11:00 a.m. (Eastern Time)**  
**Objection Deadline: March 15, 2016 at 4:00 p.m. (Eastern Time)**

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*Proposed Attorneys for the Debtors  
and Debtors in Possession*

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

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**In re** : **Chapter 11 Case No.**  
**REPUBLIC AIRWAYS HOLDINGS INC., et al.,** : **16-10429 (SHL)**  
**Debtors.<sup>1</sup>** : **(Jointly Administered)**

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**NOTICE OF HEARING ON MARCH 22, 2016**

**PLEASE TAKE NOTICE** that a hearing will be held at **11:00 a.m. (Eastern Time) on March 22, 2016** before the Honorable Sean H. Lane, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004 to consider entry of the final orders authorizing and approving the motions and applications of Republic Airways Holdings Inc. and certain of its wholly-owned

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1. The Debtors in these chapter 11 cases are the following entities: Republic Airways Holdings Inc.; Republic Airways Services, Inc.; Republic Airline Inc.; Shuttle America Corporation; Midwest Air Group, Inc.; Midwest Airlines, Inc.; and Skyway Airlines, Inc. The Debtors' employer tax identification numbers and addresses are set forth in their respective chapter 11 petitions.

direct and indirect subsidiaries, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, “Republic”), identified on Exhibit A hereto (collectively, the “Motions”).

**PLEASE TAKE FURTHER NOTICE** that any responses or objections (the “Objections”) to the Motions shall be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, shall be filed with the Bankruptcy Court (a) by attorneys practicing in the Bankruptcy Court, including attorneys admitted pro hac vice, electronically in accordance with General Order M-399 (which can be found at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov)), and (b) by all other parties in interest, on a CD-ROM, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and shall be served in accordance with General Order M-399 on (i) the proposed attorneys for the Debtors, Zirinsky Law Partners PLLC, 375 Park Avenue, Suite 2607, New York, New York 10152 (Attn: Bruce R. Zirinsky, Esq. ([bzirinsky@zirinskylaw.com](mailto:bzirinsky@zirinskylaw.com)), Sharon J. Richardson, Esq. ([srichardson@zirinskylaw.com](mailto:srichardson@zirinskylaw.com)), and Gary D. Ticoll, Esq. ([gticoll@zirinskylaw.com](mailto:gticoll@zirinskylaw.com))) and Hughes Hubbard & Reed LLP, One Battery Park Plaza, New York, New York 10004 (Attn: Christopher K. Kiplok, Esq. ([chris.kiplok@hugheshubbard.com](mailto:chris.kiplok@hugheshubbard.com)) and Ramsey Chamie, Esq. ([ramsey.chamie@hugheshubbard.com](mailto:ramsey.chamie@hugheshubbard.com))) and (ii) the Office of the United States Trustee, 201 Varick Street, Suite 1006, New York, New York 10014 (Attn: Brian Masumoto, Esq.), so as to be so filed and received no later than **March 15, 2016 at 4:00 p.m. (Eastern Time)**.

**PLEASE TAKE FURTHER NOTICE** that if no Objections are timely filed and served, the relief requested in the Motions may be granted with no further notice or opportunity to be heard.

Dated: New York, New York  
February 29, 2016



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**EXHIBIT A**

1. Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a), 345(b), 363(b), 363(c), 364(a), 503(b) & 507(a) and Fed. R. Bankr. P. 6003 & 6004 for Entry of Interim and Final Orders (i) Authorizing Debtors to (a) Continue Using Existing Cash Management System, (b) Honor Certain Prepetition Obligations Related to the Use Thereof, (c) Provide Postpetition Intercompany Claims Administrative Expense Priority, and (d) Maintain Existing Bank Accounts and Business Forms and (ii) Waiving the Requirements of 11 U.S.C. § 345(b) **[ECF No. 6]**
2. Debtors' Motion Pursuant to 11 U.S.C. §§ 363(b) & 105(a) for Entry of Interim and Final Orders (i) Authorizing (a) Payment of Prepetition Wages, Salaries, and Other Compensation and Benefits and (b) Maintenance of Employee Benefits Programs and Payment of Related Administrative Obligations and (ii) Authorizing and Directing Financial Institutions to Honor and Process Related Checks and Transfers **[ECF No. 7]**
3. Debtors' Motion Pursuant to 11 U.S.C. §§ 363(b), 105(a) & 503(b)(9) for Entry of Interim and Final Orders (i) Authorizing, But Not Directing, Debtors to Pay Prepetition Obligations Owed to Foreign Creditors and (ii) Authorizing and Directing Financial Institutions to Honor and Process Related Checks and Transfers **[ECF No. 8]**
4. Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a), 363(b), 503(b) & 507(a) for Entry of Interim and Final Orders (i) Authorizing, But Not Directing, Debtors to Pay Certain Prepetition (a) Charges of Shippers, Warehousemen, and Other Lien Claimants and (b) Customs Duties, (ii) Granting Administrative Expense Status for Certain Goods Delivered Postpetition, and (iii) Authorizing and Directing Financial Institutions to Honor and Process Related Checks and Transfers **[ECF No. 9]**
5. Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a), 363(b) & 503(b)(9) for Entry of Interim and Final Orders (i) Authorizing, But Not Directing, Debtors to Pay Prepetition Obligations of Critical Vendors and (ii) Authorizing and Directing Financial Institutions to Honor and Process Related Checks and Transfers **[ECF No. 10]**
6. Debtors' Motion Pursuant To 11 U.S.C. §§ 105(a), 362(d), 363(b) & 365(a) For Entry Of Interim And Final Orders (i) Authorizing Debtors (A) To Assume Clearinghouse Agreements *Nunc Pro Tunc* To The Commencement Date and (B) Immediately Satisfy Certain Related Prepetition Settlement Obligations, (ii) Modifying The Automatic Stay, and (iii) Authorizing And Directing Financial Institutions To Honor And Process Related Checks And Transfers **[ECF No. 11]**
7. Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a), 362(d), 363(b) & 503(b) for Entry of Orders (i) Authorizing Debtors to Continue Their Insurance Programs and Satisfy Insurance Obligations, (ii) Modifying the Automatic Stay with Respect to the Workers' Compensation Claims, and (iii) Authorizing and Directing Financial Institutions to Honor and Pay Related Checks and Fund Transfers **[ECF No. 13]**

8. Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a), 363(b), 507(a)(8), and 541 for Entry of Interim and Final Orders (i) Authorizing, But Not Directing, Debtors to Pay Prepetition Taxes and Assessments and (ii) Authorizing and Directing Financial Institutions to Honor and Process Related Checks and Transfers **[ECF No. 14]**
9. Debtors' Motion Pursuant to 11 U.S.C. §§ 362 & 105(a) for Entry of Interim and Final Orders Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Claims Against and Interests in the Debtors **[ECF No. 18]**
10. Debtors' Motion for Entry of an Order Authorizing the Debtors to (i) Enter into Agreements Under 11 U.S.C. § 1110(a), (ii) Enter into Stipulations to Extend the Time to Comply with 11 U.S.C. § 1110, and (iii) File Redacted Section 1110 Election Notices and Section 1110(b) Stipulations **[ECF No. 23]**
11. Debtors' Application Pursuant to 11 U.S.C. § 327(a), Fed. R. Bankr. P. 2014(a) & 2016 and Local Bankruptcy Rules 2014-1 & 2016-1 for Authority to Retain and Employ Zirinsky Law Partners PLLC as Lead Bankruptcy Attorneys for the Debtors *Nunc Pro Tunc* to the Commencement Date **[ECF No. 24]**
12. Debtors' Application Pursuant to 11 U.S.C. § 327(a), Fed. R. Bankr. P. 2014(a) & 2016 and Local Bankruptcy Rules 2014-1 & 2016-1 for Authority to Retain and Employ Hughes Hubbard & Reed LLP as Attorneys for the Debtors *Nunc Pro Tunc* to the Commencement Date **[ECF No. 25]**
13. Debtors' Application for Authority to Employ and Retain Seabury Corporate Advisors LLC and Seabury Securities LLC as Financial Advisor and Investment Banker to the Debtors *Nunc Pro Tunc* to the Commencement Date **[ECF No. 26]**  
  
Notice of Corrected Declaration and Exhibit to Proposed Order With Respect To Debtors' Application for Authority to Employ and Retain Seabury Corporate Advisors LLC and Seabury Securities LLC as Financial Advisor and Investment Banker to the Debtors *Nunc Pro Tunc* to the Commencement Date **[ECF No. 59]**
14. Debtors' Application Pursuant to 11 U.S.C. § 327(a), Fed. R. Bankr. P. 2014(a) & 2016(a), and Local Bankruptcy Rules 2014-1 & 2016-1 for Authority to Employ and Retain Prime Clerk LLC as Administrative Advisor *Nunc Pro Tunc* to the Commencement Date **[ECF No. 27]**
15. Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a), 327 & 330 for Authority to Employ Professionals Used in the Ordinary Course of Business *Nunc Pro Tunc* to the Commencement Date **[ECF No. 28]**
16. Debtors' Motion for Entry of Order Pursuant to 11 U.S.C. §§ 331 & 105(a) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals **[ECF No. 29]**