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

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<b>In re</b>	:
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<b>THE GREAT ATLANTIC &amp; PACIFIC TEA COMPANY, INC., et al.,</b>	:
	:
<b>Debtors.<sup>1</sup></b>	:
	:
	:
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**Chapter 11**

**Case No. 15-23007 (RDD)**

**(Jointly Administered)**

**NOTICE OF EXTENSION OF  
BID DEADLINE AND CERTAIN RELATED DEADLINES  
AND DATES RELATING TO THE GLOBAL BIDDING PROCEDURES**

PLEASE TAKE NOTICE that:

1. On August 11, 2015, the Bankruptcy Court entered an order (the “Global Bidding Procedures Order”) [Docket No. 495] establishing certain procedures (the “Global

<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 as follows: 2008 Broadway, Inc. (0986); The Great Atlantic & Pacific Tea Company, Inc. (0974); A&P Live Better, LLC (0799); A&P Real Property, LLC (0973); APW Supermarket Corporation (7132); APW Supermarkets, Inc. (9509); Borman’s, Inc. (9761); Delaware County Dairies, Inc. (7090); Food Basics, Inc. (1210); Kwik Save Inc. (8636); McLean Avenue Plaza Corp. (5227); Montvale Holdings, Inc. (6664); Montvale-Para Holdings, Inc. (2947); Onpoint, Inc. (6589); Pathmark Stores, Inc. (9612); Plainbridge LLC (5965); Shopwell, Inc.(3304); Super Fresh Food Markets, Inc. (2491); The Old Wine Emporium of Westport, Inc. (0724); Tradewell Foods of Conn., Inc. (5748); and Waldbaum, Inc. (8599). The international subsidiaries of The Great Atlantic & Pacific Tea Company, Inc. are not debtors in these chapter 11 cases. The location of the Debtors’ corporate headquarters is Two Paragon Drive, Montvale, New Jersey 07645.

Bidding Procedures”) that govern the sale of all of the Debtors’ Stores, including the 118 Stores included in the separate stalking horse bids submitted by Acme Markets, Inc., The Stop & Shop Supermarket Company, LLC, and Key Food Stores Co-Operative, Inc. (the “Stalking Horse Bids”).<sup>2</sup>

2. As permitted by the Global Bidding Procedures, and after consultation with the Consultation Parties and receiving feedback from certain potential bidders, the Debtors have determined to extend the Bid Deadline and adjourn the Auction and Sale Hearing to provide all interested parties with sufficient time to submit Qualified Bids and to avoid logistical complications arising from the timing of Pope Francis’ visit to New York City, the General Assembly of the United Nations and certain religious holidays.

3. The Debtors hereby:

- (A) extend the Global Bid Deadline until **September 17, 2015 at 5:00 p.m. (Eastern Time)** (the “Extended Bid Deadline”);
- (B) adjourn the Auction to **October 1, 2015 and October 2, 2015, beginning at 9:30 a.m. (Eastern Time)**; and
- (C) adjourn the Sale Hearing to approve Successful Bids at the Auction to **October 16, 2015 at 10:00 a.m.**

4. The deadline to submit a Sale Objection, Cure Objection, and Adequate Assurance Objection in respect of a Stalking Horse Bid shall remain **September 11, 2015 at 5:00 p.m. (Eastern Time)**. For each Stalking Horse Bid, if no Qualified Bid (other than the Stalking Horse Bid) is received by the Extended Bid Deadline, then the hearing for approval of such Stalking Horse Bid shall remain scheduled for **September 21, 2015, at 10:00 a.m. (Eastern Time)**.

5. The Auction shall be held at the offices of Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153.

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

6. As reflected in the following summary of important dates, the Debtors hereby modify certain other dates and deadlines in light of the Extended Bid Deadline and the adjournment of the Auction and Sale Hearing:<sup>3</sup>

<b>Dates and Deadlines Relating to the Global Bidding Procedures</b>	
<b>September 11, 2015, at 5:00 p.m.</b>	<ul style="list-style-type: none"> <li>• Deadline to Object to Sale of Stores and Assumption and Assignment of Transferred Contracts to Stalking Horse Bidders, Including Proposed Cure Amounts</li> </ul>
<b>September 17, 2015, at 5:00 p.m.</b>	<ul style="list-style-type: none"> <li>• Global Binding Bid Deadline</li> </ul>
<b>September 18, 2015 at 4:00 p.m.</b>	<ul style="list-style-type: none"> <li>• Deadline for Debtors to File Notice Cancelling Auction with Respect to Stalking Horse Store Packages for Which No Qualified Overbid Received</li> <li>• Reply Deadline for Sale Hearing on Stalking Horse Packages</li> </ul>
<b>September 21, 2015, at 10:00 a.m.</b>	<ul style="list-style-type: none"> <li>• Sale Hearing for Stalking Horse Store Packages for Which No Qualified Overbid Received</li> </ul>
<b>September 25, 2015, at 5:00 p.m.</b>	<ul style="list-style-type: none"> <li>• Debtors to Designate and Publish Qualified Bidders; Select Baseline Bids; and Publish Additional Stores to Be Included in the Auction</li> <li>• Debtors to File and Serve Cure Notice for Additional Contracts to Be Included in the Auction</li> </ul>
<b>October 1 and October 2, 2015, at 9:30 a.m.</b>	<ul style="list-style-type: none"> <li>• Auction to be conducted at the offices of Weil, Gotshal &amp; Manges LLP; 767 Fifth Avenue, New York, New York 10153</li> </ul>
<b>October 3, 2015</b>	<ul style="list-style-type: none"> <li>• Debtors to File and Serve Notice of Successful Bidders</li> </ul>
<b>October 9, 2015, at 4:00 p.m.</b>	<ul style="list-style-type: none"> <li>• Deadline to Object to Sale of Additional Stores / Assumption and Assignment of Additional Contracts</li> <li>• Deadline to Object to Assumption and Assignment of Transferred Contracts to Qualified Bidders Other than the Stalking Horse Bidders, Including Proposed Cure Amounts</li> </ul>
<b>October 15, 2015, at 10:00 a.m.</b>	<ul style="list-style-type: none"> <li>• Debtors to File Reply to Objections</li> </ul>
<b>October 16, 2015, at 10:00 a.m.</b>	<ul style="list-style-type: none"> <li>• Sale Hearing for Additional Stores and Any Stores in a Stalking Horse Store Package included in Auction</li> </ul>

<sup>3</sup> A comparison reflecting changes to the summary of important dates is attached as Exhibit A hereto.

7. If a Potential Bidder submitted a bid, the Debtors will not discuss the substance of such bid with any other Potential Bidder prior to the Extended Bid Deadline.

8. If you have questions concerning the contents of this notice or the sale process, you should contact the representative of the Debtors with whom you have previously been in contact or the Debtors' advisors:

- (A) Gregory Apter of Hilco Real Estate LLC (gapter@hilcoglobal.com);
- (B) Stephen Goldstein and Paul Billyard of Evercore Group LLC (stephen.goldstein@evercore.com and billyard@evercore.com); or
- (C) Ray Schrock and Garrett Fail of Weil, Gotshal & Manges LLP (ray.schrock@weil.com and garrett.fail@weil.com).

Dated: September 11, 2015  
New York, New York

/s/ Ray C. Schrock  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
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Ray C. Schrock, P.C.  
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and Debtors in Possession*

**EXHIBIT A**

<b>Dates and Deadlines Relating to the Global Bidding Procedures</b>	
<b>September 11, 2015, at 5:00 p.m.</b>	<ul style="list-style-type: none"> <li>• Deadline to Object to Sale of Stores and Assumption and Assignment of Transferred Contracts to Stalking Horse Bidders, Including Proposed Cure Amounts</li> </ul>
<b>September <del>11</del><u>17</u>, 2015, at 5:00 p.m.</b>	<ul style="list-style-type: none"> <li>• Global Binding Bid Deadline</li> </ul>
<b>September <del>15</del><u>18</u>, 2015 at 4:00 p.m.</b>	<ul style="list-style-type: none"> <li>• Deadline for Debtors to File Notice Cancelling Auction with Respect to Stalking Horse Store Packages for Which No Qualified Overbid Received</li> <li>• <a href="#">Reply Deadline for Sale Hearing on Stalking Horse Packages</a></li> </ul>
<b>September 21, 2015, at 10:00 a.m.</b>	<ul style="list-style-type: none"> <li>• Sale Hearing for Stalking Horse Store Packages for Which No Qualified Overbid Received</li> </ul>
<b>September <del>21</del><u>25</u>, 2015, at 5:00 p.m.</b>	<ul style="list-style-type: none"> <li>• Debtors to Designate and Publish Qualified Bidders; Select Baseline Bids; and Publish Additional Stores to Be Included in the Auction</li> <li>• Debtors to File and Serve Cure Notice for Additional Contracts to Be Included in the Auction</li> </ul>
<b><del>September 24</del><u>October 1</u> and <del>25</del><u>October 2</u>, 2015, at 9:30 a.m.</b>	<ul style="list-style-type: none"> <li>• Auction to be conducted at the offices of Weil, Gotshal &amp; Manges LLP; 767 Fifth Avenue, New York, New York 10153</li> </ul>
<b><del>September 26</del><u>October 3</u>, 2015</b>	<ul style="list-style-type: none"> <li>• Debtors to File and Serve Notice of Successful Bidders</li> </ul>
<b>October <del>29</del>, 2015, at 4:00 p.m.</b>	<ul style="list-style-type: none"> <li>• Deadline to Object to Sale of Additional Stores / Assumption and Assignment of Additional Contracts</li> <li>• Deadline to Object to Assumption and Assignment of Transferred Contracts to Qualified Bidders Other than the Stalking Horse Bidders, Including Proposed Cure Amounts</li> </ul>
<b>October <del>6</del><u>15</u>, 2015, at 10:00 a.m.</b>	<ul style="list-style-type: none"> <li>• Debtors to File Reply to Objections</li> </ul>
<b>October <del>7</del><u>16</u>, 2015, at 10:00 a.m.</b>	<ul style="list-style-type: none"> <li>• Sale Hearing for Additional Stores and Any Stores in a Stalking Horse Store Package included in Auction</li> </ul>