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

-----X	
In re	:
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	:
THE GREAT ATLANTIC & PACIFIC TEA COMPANY, INC., et al.,	:
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	:
Debtors.¹	:
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	:
-----X	

Chapter 11

Case No. 15-23007 (RDD)

(Jointly Administered)

**NOTICE OF AGENDA OF MATTERS SCHEDULED
FOR THE HEARING ON OCTOBER 27, 2015 AT 2:00 P.M.**

Location of Hearing: United States Bankruptcy Court for the Southern District of New York,
before the Honorable Robert D. Drain, United States Bankruptcy Court,
300 Quarropas Street, White Plains, New York, 10601

¹ 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.

I. SALE MATTERS – (NO UNION OBJECTION):

1. Dave-Marion Corp. (1 Store)

- A. Notice of Proposed Transaction with Dave-Marion Corp [ECF No. 1335]

Response Deadline: October 9, 2015 at 4:00 p.m. (Cure Objections)
October 22, 2015 at 4:00 p.m. (Rejection/Sale)

Responses Received: None.

Related Documents:

- B. Order Approving Discrete Sale and Lease Rationalization Procedures [ECF No. 496]
C. Dave-Marion Auction Notice [ECF No. 1127]
D. Notice of Successful Bidders for Dave-Marion Stalking Horse Store [ECF No. 1316]
E. Declaration of Jack Werbler [ECF No. 1558]

Status: This matter is going forward uncontested.

2. Norristown Thriftway Inc. (1 Stores)

- A. Global Sale Motion [ECF No. 26]

Response Deadline: October 9, 2015 at 4:00 p.m. (Cure Objections)
October 13, 2015 at 4:00 p.m. (Adequate Assurance/Sale)

Resolved Response:

- B. See Union Objections (Agenda Item No. 7)

Related Documents:

- C. Notice of Filing of Sale Order and Agreement [ECF No. TBD]
D. Declaration of Young S. Kim [ECF No. 1557]

Status: This matter is going forward uncontested.

3. CVS (1 Store) (Store No. 36707 – New York, NY)

- A. Global Sale Motion [ECF No. 26]

Response Deadline: October 9, 2015 at 4:00 p.m. (Cure Objections)
October 13, 2015 at 4:00 p.m. (Adequate Assurance/Sale)

Response Received:

- B. Objections of 251 East 51st Street Corp. [**ECF Nos. 1241 and 1348**] (Related to Store No. 36707 – New York, NY)

Related Documents:

- C. Notice of Filing of Sale Order and Agreement Governing Transaction with CVS Pharmacy, Inc. and CVS Albany, L.L.C. [**ECF No. 1541**]
- D. Declaration of Michael Buckless [**ECF No. 1542**]

Status: This matter is going forward with respect to the approval of the sale transaction. All cure objections (as identified in the Debtors' reply) are adjourned.

4. **Food Emporium Acquisition Corp. (Gristedes) (1 Store)**

- A. Global Sale Motion [**ECF No. 26**]

Response Deadline: October 9, 2015 at 4:00 p.m. (Cure Objections)
October 13, 2015 at 4:00 p.m. (Adequate Assurance/Sale)

Response Received:

- B. Objection of 170 East 83rd Street LLC [**ECF No. 1282**] (Related to Store No. 36706 – New York, NY)

Related Documents:

- C. Notice of Filing of Sale Order and Agreement [**ECF No. TBD**]
- D. Declaration in Support [**ECF No. TBD**]

Status: This matter is going forward with respect to the approval of the sale transaction. All cure objections (as identified in the Debtors' reply) are adjourned.

II. SALE MATTERS – (UNION OBJECTIONS):

5. Best Yet (4 Stores)

A. Global Sale Motion [ECF No. 26]

Response Deadline: October 9, 2015 at 4:00 p.m. (Cure Objections)
October 13, 2015 at 4:00 p.m. (Adequate Assurance/Sale)

Unresolved Responses Received:

B. Objection of UFCW Local 342 [ECF No. 1171]

C. See Union Objections (Agenda Item No. 7)

Related Documents:

D. Notice of Filing of Sale Order and Agreement Governing
Transaction with Best Yet Markets, Inc. [ECF No. 1368]

E. Declaration of Or Raitses [ECF No. 1406]

F. Notice of Filing of Sale Order and Agreement Governing
Transaction with Best Yet Markets, Inc. [ECF No. 1407]

Status: This matter is going forward with respect to the approval of the sale transaction and the union objections thereto. All other objections, to the extent not resolved or adjourned, were overruled by the Court.

6. Union Objections

A. Opposition and Limited Objection of United Food and Commercial
Workers Local Union 1500 to the Motion of Debtors [ECF No.
1284]

B. Objection to Motion to Sale Assets and Notice of Successful
Bidders [ECF No. 1285]

C. Objection of United Food and Commercial Workers International
Union [ECF No. 1274]

D. Local 338, RWDSU/UFCW [ECF Nos. 1289 and 1292]

E. Creditor and Party in Interest United Food and Commercial
Workers Local 152 [ECF Nos. 1295 and 1296]

F. UFCW Local 27, UFCW Local 371, and UFCW Local 464A and
UFCW Local 1262 [ECF Nos. 1297 and 1298]

- G. United Food and Commercial Workers Union Local 1776 and Tri-State Pension Fund [ECF No. 1301 and 1306]
- H. United Food and Commercial Workers Union, Local 1245 [ECF No. 1331]
- I. Supplemental of United Food and Commercial Workers International Union [ECF No. 1408]
- J. Second Supplement of United Food and Commercial Workers International Union [ECF No. 1411]
- K. Supplemental of United Food and Commercial Workers Local 464A [ECF No. 1464]

7. **Related Documents (Applicable to All Sale Matters)**

- A. Debtors' Omnibus Supplemental Reply [ECF No. 1543]
- B. Debtors' Omnibus Reply [ECF No. 1424]
- C. Goldstein Declaration in Support of Reply [ECF No. 1428]
- D. McDonagh Declaration in Support of Reply [ECF No. 1425]
- E. McGarry Declaration in Support of Reply [ECF No. 1427]
- F. Kaufman Declaration in Support of Reply [ECF No. 1430]
- G. Goldstein Declaration in Support of Global Sale Motion [ECF No. 251]
- H. Order Approving Global Bidding Procedures [ECF No. 495]
- I. Notice of Sale of Substantially All Assets [ECF No. 562]
- J. Notice Extending Global Bid Deadline [ECF No. 896]
- K. Second Notice Extending Global Bid Deadline [ECF No. 988]
- L. Notice Extending Designation Deadline [ECF No. 1082]
- M. Notice of Stores to Be Included in Global Auction [Docket No. 1097]
- N. Notice of Successful Bidders at October 1 and 2, 2015 Auction [ECF No. 1157]

- O. Notice of Successful Bidders at October 8, 2015 Auction [ECF No. 1313]
- P. Additional Cure Notice [ECF No. 1090]

III. OTHER MOTIONS:

8. Debtors' Omnibus Notice of Store Closing Sales [ECF No. 1186]

Response Deadline: October 16, 2015 at 12:00 p.m.

Responses Received:

- A. Objection of Arlona Limited Partnership to Debtors' Omnibus Notice of Store Closing Sales [ECF No. 1389]
- B. Objection of Levin Properties, L.P. to Debtors' Omnibus Notice of Store Closing Sales [ECF No. 1390]
- C. Limited Objection of Brixmor Properties Group, Inc., DLC Management Corp., Federal Realty Investment Trust, The Prudential Insurance Company of America, Acadia Realty Trust, and Alecta Real Estate Investments, LLC to the Debtors' Omnibus Notice of Store Closing Sales [ECF No. 1433]
- D. Limited Objection of Amboy Plaza Realty, LLC to Debtors' Omnibus Notice of Store Closing Sales [ECF No. 1447]
- E. Objection of Hamilton Plaza Associates to Debtors' Omnibus Notice of Store Closing Sales [ECF No. 1461]

Related Document:

- F. Debtors' Reply [ECF No. 1550]

Status: This matter is going forward.

9. Debtors' Motion Pursuant to Fed. R. Bankr. P. 9006(c) for Scheduling of an Expedited Hearing and Shortening Notice with Respect to Debtors' Motion Pursuant to 11 U.S.C. §§ 105 and 363 and Fed. R. Bankr. P. 6004 for Approval of the Sale of Certain Pharmaceutical Assets [ECF No. 1552]

Response Deadline: October 27, 2015 at 2:00 p.m.

Responses Received: None.

Related Documents: None.

Status: This matter is going forward.

10. Debtors' Motion Pursuant to 11 U.S.C. §§ 105 and 363 and Fed. R. Bankr. P. 6004 for Approval of the Sale of Certain Pharmaceutical Assets [**ECF No. 1553**]

Response Deadline: October 27, 2015 at 2:00 p.m.

Responses Received: None.

Related Document:

- A. Declaration of Tim McDonagh [**ECF No. 1562**]

Status: This matter is going forward.

IV. ADJOURNED MATTERS:

SALE MATTERS – (NO UNION OBJECTION):

11. **CVS (1 Store) (Store No. 70185 – Yonkers, NY)**

- A. Global Sale Motion [**ECF No. 26**]

Response Deadline: October 9, 2015 at 4:00 p.m. (Cure Objections)
October 13, 2015 at 4:00 p.m. (Adequate Assurance/Sale)

Responses Received:

- B. Objection of RLJ Group LLC [**ECF No. 833**] (Related to Store No. 70185 – Yonkers, NY)
- C. Letters of Mike Spano and Yonkers community petitioners [**ECF No. 1420**] (Related to Store No. 70185 – Yonkers, NY)
- D. Letters of John J. Larkin and Yonkers Community Petitioners [**ECF Nos. 1423 and 1432**] (Related to Store No. 70185 – Yonkers, NY)
- E. Letters of Robert Rogan [**ECF Nos. 1359 and 1442**] (Related to Store No. 70185 – Yonkers, NY)
- F. Letters of Yonkers Community Petitioners [**ECF No. 1481**] (Related to Store No. 70185 – Yonkers, NY)
- G. Letter of Liam J. McLaughlin [**ECF No. 1531**] (Related to Store No. 70185 – Yonkers, NY)
- H. Letter of Elizabeth C. Morgan [**ECF No. 1529**] (Related to Store No. 70185 – Yonkers, NY)

- I. Letter of Kathy Kuhnel [**ECF No. 1528**] (Related to Store No 70185 – Yonkers, NY)
- J. Letter of Keith Olson [**ECF No. 1527**] (Related to Store No. 70185 – Yonkers, NY)
- K. Letter of Michael Sabatino [**ECF No. 1526**] (Related to Store No. 70185 – Yonkers, NY)
- L. Letter of Virginia Deckelmann [**ECF No. 1525**] (Related to Store No. 70185 – Yonkers, NY)

Related Document:

- M. Declaration of Janis Paterson [**ECF No. 1554**]

Status: This matter has been adjourned to November 5, 2015 at 2:00 p.m. solely with respect to the approval of the Store No. 70185 – Yonkers, NY sale transaction.

SALE MATTERS – (UNION OBJECTIONS):

12. **Tawa (2 Stores)**

- A. Global Sale Motion [**ECF No. 26**]

Response Deadline: October 9, 2015 at 4:00 p.m. (Cure Objections)
October 13, 2015 at 4:00 p.m. (Adequate Assurance/Sale)

Responses Received:

- B. Objection of Bank of America, National Association [**ECF No. 264**] (Related to Store No. 72114 – Jersey City, NJ)
- C. Objection of National Realty & Development Corp., as Agent for Grand Street Realty, LLC [**ECF No. 1265**] (Related to Store No. 72114 – Jersey City, NJ)
- D. Objection of Wick Shopping Plaza Associates, L.L.C. [**ECF Nos. 1099 and 1221**] (Related to Store No. 72535 – Edison, NJ)
- E. Objection of Wick Shopping Plaza Associates, L.L.C. [**ECF No. 1343**] (Related to Store No. 72535 – Edison, NJ)
- F. See Union Objections (Agenda Item No. 7)

Related Documents:

- G. Cure Notice [**ECF No. 1090**]

- H. Auction Notice [ECF No. 1097]
- I. Notice of Successful Bidders [1157]
- J. Notice of Filing Sale Order and Agreement Governing Transaction with Tawa [ECF No. 1341]
- K. Declaration in Support [ECF No. TBD]

Status: This matter has been adjourned to November 5, 2015 at 2:00 p.m.

13. **H Mart (1 Store)**

- A. Global Sale Motion [ECF No. 26]

Response Deadline: October 9, 2015 at 4:00 p.m. (Cure Objections)
October 13, 2015 at 4:00 p.m. (Adequate Assurance/Sale)

Unresolved Responses Received:

- B. See Union Objections (Agenda Item No. 7)

Related Documents:

- C. Notice of Filing of Sale Order and Agreement Governing Transaction with H Mart [ECF No. 1328]
- D. Declaration of Woojin Choi [ECF No. 1413]

Status: This matter has been adjourned to November 5, 2015 at 2:00 p.m.

14. **Millwood Merchant (1 Store)**

- A. Global Sale Motion [ECF No. 26]

Response Deadline: October 9, 2015 at 4:00 p.m. (Cure Objections)
October 26, 2015 at 4:00 p.m. (Adequate Assurance/Sale)

Responses Received:

- B. Objection of Millwood Center, LLC [ECF No. 830] (Related to Store No. 70208 – River Road, NY)
- C. See Union Objections (Agenda Item No. 7)

Related Documents:

- D. Notice of Filing of Sale Order and Agreement [ECF No. TBD]

E. Declaration in Support [ECF No. TBD]

Status: This matter has been adjourned to November 5, 2015 at 2:00 p.m.

OTHER MOTIONS:

15. Emergency Cross Motion of The TJX Companies, Inc. to (I) Modify the Automatic Stay to Permit the Exercise of Setoff Rights, (II) Shorten the Period within which the Debtors Must Assume or Reject A Sublease Pursuant to Bankruptcy Rule 6006(b), (III) Compel the Debtors to Assume the Sublease, and (IV) Grant Certain Additional Protections and limited Objection of Debtors companies [ECF No. 1170]

Response Deadline: October 16, 2015 at 4:00 p.m.

Related Documents: None.

Status: This matter is adjourned to a date to be determined and terms of such adjournment shall be read into the record at hearing on October 27, 2015 at 2:00 p.m.

16. Debtors' Motion Pursuant to 11 U.S.C. § 365(d)(4) and Local Bankruptcy Rule 6006-1(c) Extending the Time to Assume or Reject Unexpired Leases and Subleases of Nonresidential Real Property [ECF No. 1148]

Response Deadline: October 13, 2015 at 4:00 p.m.

Unresolved Response Received:

- A. Limited Objection of TJX Companies, Inc. [ECF No. 1170]

Related Documents: None.

Status: This matter has been adjourned to a date to be determined.

17. Debtors' Motion Pursuant to 11 U.S.C. §§ 1113(c), 1114(g), and 105(a) for Authority to Reject Collective Bargaining Agreements, Implement Final Labor Proposal, and Terminate Retiree Benefits and for Related Relief [ECF No. 820]

Response Deadline: October 9, 2015 at 4:00 p.m.

Unresolved Responses Received:

- A. Objection of the United Food and Commercial Workers International Union [ECF No. 1273]
B. Objection of UFCW Local 342 [ECF No. 1279]

- C. Objection of United Food and Commercial Workers Local Union 1500 [ECF No. 1281]
- D. Objection of Local 338, RWDSU/UFCW to Debtors' Motion to Reject Collective Bargaining Agreements Pursuant to Sections 1113 and 1114 of the Bankruptcy Code [ECF No. 1289]
- E. Objection of United Food and Commercial Workers Local 152 [ECF No. 1296]
- F. Objection of UFCW Locals 27, 371, 464A and 1262 [ECF No. 1297]
- G. Objection of United Food and Commercial Workers Union Local 1776, Local 1776 Pension and Tri-State Pension Fund [ECF No. 1306]
- H. Supplemental Objection of United Food and Commercial Workers International Union 1245 [ECF No. 1408]
- I. Second Supplemental Objection of United Food and Commercial Workers International Union [ECF No. 1411]

Related Documents:

- J. Debtors' Omnibus Reply [ECF No. 1424]
- K. Goldstein Declaration in Support of Reply [ECF No. 1428]
- L. McDonagh Declaration in Support of Reply [ECF No. 1425]
- M. McGarry Declaration in Support of Reply [ECF No. 1427]
- N. Kaufman Declaration in Support of Reply [ECF No. 1430]
- O. Declaration of Christopher W. McGarry in Support of Debtors' Motion Pursuant to 11 U.S.C. §§ 1113(c), 1114(g), and 105(a) for Authority to Reject Collective Bargaining Agreements, Implement Final Labor Proposal, and Terminate Retiree Benefits and for Related Relief [ECF No. 821]
- P. Declaration of Tim McDonagh in Support of Debtors' Motion Pursuant to 11 U.S.C. §§ 1113(c), 1114(g), and 105(a) for Authority to Reject Collective Bargaining Agreements, Implement Final Labor Proposal, and Terminate Retiree Benefits and for Related Relief Relief [ECF No. 822]

- Q. Declaration of Ali Rizvi in Support of Debtors' Motion Pursuant to 11 U.S.C. §§ 1113(c), 1114(g), and 105(a) for Authority to Reject Collective Bargaining Agreements, Implement Final Labor Proposal, and Terminate Retiree Benefits and for Related Relief Relief [**ECF No. 823**]

Status: This matter has been adjourned to November 13, 2015 at 10:00 a.m. as to the relief requested by the Debtors pursuant to section 1114 of the Bankruptcy Code.

18. Janice Libow's Motion for Relief from Stay [**ECF No. 827**]

Response Deadline: October 9, 2015 at 4:00 p.m.

Response Received:

- A. Omnibus Objection of Debtors to Motions of Personal-Injury Claimants to Lift the Automatic Stay [**ECF No. 1305**]

Related Documents: None.

Status: This matter has been adjourned to November 5, 2015 at 2:00 p.m.

Dated: October 26, 2015
New York, New York

/s/ Garrett A. Fail
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