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and Debtors in Possession*

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

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<b>In re</b>	:
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	:
<b>FAIRWAY GROUP HOLDINGS CORP., et al.,</b>	:
	:
	:
<b>Debtors.<sup>1</sup></b>	:
	:
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**Chapter 11  
Case No. 16-11241 (MEW)  
(Joint Administration Pending)**

**NOTICE OF COMMENCEMENT OF  
CHAPTER 11 CASES AND AGENDA FOR FIRST DAY HEARING**

**PLEASE TAKE NOTICE** that on **May 2, 2016** (the “**Commencement Date**”), Fairway Group Holdings Corp. and certain of its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

**PLEASE TAKE FURTHER NOTICE** that hearing (the “**First Day Hearing**”) has been scheduled for **May 3, 2016 at 3:00 p.m. (Eastern Time)** and **May 4, 2016 at 2:00 p.m. (Eastern Time)** before the Honorable Michael E. Wiles, United States

<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: Fairway Group Holdings Corp. (1087); Fairway Group Acquisition Co. (2860); Fairway Bakery LLC (4129); Fairway Broadway LLC (8591); Fairway Chelsea LLC (0288); Fairway Construction Group LLC (2741); Fairway Douglaston LLC (2650); Fairway East 86th Street LLC (3822); Fairway Ecommerce LLC (3081); Fairway Greenwich Street LLC (6422); Fairway Group Central Services LLC (7843); Fairway Hudson Yards LLC (9331); Fairway Georgetowne LLC (9609); Fairway Group Plainview LLC (8643); Fairway Kips Bay LLC (0791); Fairway Nanuet LLC (9240); Fairway Paramus LLC (3338); Fairway Pelham LLC (3119); Fairway Pelham Wines & Spirits LLC (3141); Fairway Red Hook LLC (8813); Fairway Stamford LLC (0738); Fairway Stamford Wines & Spirits LLC (3021); Fairway Staten Island LLC (1732); Fairway Uptown LLC (8719); Fairway Westbury LLC (6240); and Fairway Woodland Park LLC (9544). The location of the Debtors’ corporate headquarters is 2284 12th Avenue, New York, New York 10027.

**Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York,  
One Bowling Green, Room 617, New York, New York 10004.**

**PLEASE TAKE FURTHER NOTICE** that an agenda with respect to the First Day Hearing is set forth below. Copies of each pleading identified below can be viewed and/or obtained by: (i) accessing the Court's website at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov), (ii) contacting the Office of the Clerk of the Court at One Bowling Green, New York, New York 10004, or (iii) from the Debtors' proposed notice and claims agent, Prime Clerk LLC, at <https://cases.primeclerk.com/fairway> or by calling 855-650-7243 (toll free) for U.S.-based parties; or +1 917-258-6101 for International parties or by e-mail at [fairwayinfo@primeclerk.com](mailto:fairwayinfo@primeclerk.com). Note that a PACER password is needed to access documents on the Court's website.

**AGENDA FOR MAY 3, 2016 AT 3:00 P.M. HEARING**

**I. Introduction**

Introduction – Matthew S. Barr (Weil, Gotshal & Manges LLP)

**II. Motions and Related Pleadings to Be Heard**

1. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363, 364, 503, and 507 for Authorization to (I) Continue Using Existing Cash Management System, Bank Accounts, and Business Forms, (II) Implement Ordinary Course Changes to Cash Management System, (III) Continue Intercompany Transactions, and (IV) Provide Administrative Expense Priority for Postpetition Intercompany Claims and Related Relief [ECF No. 6]
2. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363, and 507(a) for Authority to (A) Pay Certain Prepetition Wages and Reimbursable Employee Expenses, (B) Pay and Honor Employee Medical and Other Benefits, and (C) Continue Employee Benefits Programs, and for Related Relief [ECF No. 9]
3. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 507(a) for Authority to (I) Maintain and Administer Prepetition Customer Programs, Promotions, and Practices, and (II) Pay and Honor Related Prepetition Obligations [ECF No. 12]

**AGENDA FOR MAY 4, 2016 AT 2:00 P.M. HEARING**

**III. Motions and Related Pleadings to Be Heard**

4. Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 364 and Fed. R. Bankr. P. 4001(b)-(c) for Authority to (A) Obtain Postpetition Financing, (B) Use Cash Collateral, (C) Grant Certain Protections to Prepetition Secured Parties, and (D) Schedule a Final Hearing [ECF No. 5]

5. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 521(a), Fed. R. Bankr. P. 1007(a) and (c), 2002(f), and (l), and 9006(b), and Local Rule 1007-1 for Entry of Order (I) Extending Time to File Schedules of Assets and Liabilities and Statements of Financial Affairs, (II) Waiving Same Upon Confirmation of Debtors' Prepackaged Plan, (III) Waiving Requirement to File List of Equity Holders, and (IV) Waiving Requirement to File List of Creditors [**ECF No. 7**]
6. Motion of Debtors for Authority to Pay Prepetition Trade Claims in Ordinary Course of Business Pursuant to Sections 105, 362, 363, and 503 of the Bankruptcy Code [**ECF No. 10**]
7. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 503(b) for Authority to (I) Continue to Maintain Their Insurance Policies and (II) Honor All Insurance Obligations [**ECF No. 11**]
8. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), 507(a), and 541 for Authority to Pay Certain Prepetition Taxes and Fees [**ECF No. 13**]
9. Motion of Debtors Pursuant to 11 U.S.C. §§ 362 and 105(a) for Entry of an Order Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Interests in the Debtors [**ECF No. 14**]
10. Debtors' Application for Appointment of Prime Clerk LLC as Claims and Noticing Agent [**ECF No. 15**]
11. Motion of Debtors to (A) Schedule Combined Hearing on Adequacy of Disclosure Statement and Confirmation of Prepackaged Plan, (B) Establish Procedures for Objecting to Disclosure Statement and Prepackaged Plan; (C) Approve Form, Manner, and Sufficiency of Notice of Combined Hearing, Commencement of Chapter 11 Cases, and Deferral of Meeting of Creditors; (D) Direct that Section 341(a) Meeting is Deferred Until Confirmation of Prepackaged Plan and (E) Grant Related Relief [**ECF No. 18**]

#### **IV. Related Pleadings**

12. Declaration of Dennis Stogsdill Pursuant to Rule 1007-2 of Local Bankruptcy Rules for Southern District of New York [**ECF No. 4**]
13. Debtors' Corporate Ownership Statement Pursuant to Fed. R. Bankr. P. 1007(a)(1) and 7007.1 and Local Rule 1007-3 [**ECF No. 2**]
14. Joint Prepackaged Chapter 11 Plan of Reorganization of Fairway Group Holdings Corp. and Its Affiliated Debtors [**ECF No. 16**]
15. Disclosure Statement for Joint Chapter 11 Plan of Reorganization of Fairway Group Holdings Corp. and Its Affiliated Debtors [**ECF No. 17**]

Dated: May 3, 2016  
New York, New York

/s/ Matthew S. Barr  
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