

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

In re:)	Chapter 11
)	
FIRSTENERGY SOLUTIONS CORP., <i>et al.</i> , ¹)	Case No. 18-50757 (AMK)
)	(Jointly Administered)
Debtors.)	
)	
)	Hon. Judge Alan M. Koschik
)	

**NOTICE OF HEARING AND OF FILING REVISED PROPOSED ORDER
SCHEDULING CERTAIN HEARING DATES, DEADLINES AND
PROTOCOLS IN CONNECTION WITH THE
CONFIRMATION OF DEBTORS' PLAN OF REORGANIZATION**

PLEASE TAKE NOTICE that, on February 26, 2019, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Motion of Debtors for Entry of an Order Scheduling Certain Discovery and Pre-Trial Deadlines in Connection with the Confirmation of Debtors’ Plan of Reorganization* [Docket No. 2170] (the “Motion”)² with the United States Bankruptcy Court for the Northern District of Ohio (the “Court”).

PLEASE TAKE FURTHER NOTICE that attached to the Motion as Exhibit A was a proposed order (the “Proposed Order”) scheduling certain hearing dates, deadlines and protocols in connection with the confirmation of the Debtors’ plan of reorganization.

PLEASE TAKE FURTHER NOTICE that the Debtors have made certain modifications to the Proposed Order (as modified, the “Revised Proposed Order”). The Revised Proposed Order is attached hereto as **Exhibit A**.

PLEASE TAKE FURTHER NOTICE that a hearing to consider approval of the Motion (previously set for March 19, 2019) is rescheduled **May 20, 2019, at 9:30 a.m. (prevailing Eastern Time)** before the Honorable Alan M. Koschik, 260 U.S. Courthouse, 2 South Main Street, Akron, Ohio 44308. Responses to the Motion, including to the Revised Proposed Order (previously due March 12, 2019), shall be filed and served no later than **May 16, 2019, at 4:00 p.m. (prevailing Eastern Time)**.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: FE Aircraft Leasing Corp. (9245), case no. 18-50759; FirstEnergy Generation, LLC (0561), case no. 18-50762; FirstEnergy Generation Mansfield Unit 1 Corp. (5914), case no. 18-50763; FirstEnergy Nuclear Generation, LLC (6394), case no. 18-50760; FirstEnergy Nuclear Operating Company (1483), case no. 18-50761; FirstEnergy Solutions Corp. (0186); and Norton Energy Storage L.L.C. (6928), case no. 18-50764. The Debtors’ address is: 341 White Pond Dr., Akron, OH 44320.

² Capitalized terms used but not otherwise herein shall have the meanings ascribed to them in the Motion.

PLEASE TAKE FURTHER NOTICE that this Notice, including the Revised Proposed Order, the Motion, and all other documents filed in these chapter 11 cases are available free of charge by visiting the case website maintained by the Debtors' notice and claim agent, Prime Clerk LLC, available at <http://cases.primeclerk.com/fes>. You may also obtain copies of any pleadings by visiting the Court's website at <https://www.ohnb.uscourts.gov> in accordance with the procedures and fees set forth therein.

Dated: May 2, 2019

Respectfully submitted,

/s/ Bridget A. Franklin

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Exhibit A

Proposed Order

requested therein at a hearing, if any, before the Court (the “Hearing”); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein. The schedule set forth below shall govern the confirmation of the Plan (the “Confirmation Proceedings”), which, for the avoidance of doubt, includes all discovery in connection with the Confirmation Proceedings.

2. Documents exchanged in discovery and deposition testimony, if any, shall be subject to, and governed by, the terms of the Protective Order filed with the Court on September 10, 2018 [Docket No. 1322]. The parties shall confer regarding the use of any Confidential, Highly Confidential, or Attorneys’ Eyes Only information in public filings or at the Confirmation Hearing in accordance with the terms of the Protective Order.

I. FACT DISCOVERY

3. Any **requests for production of documents** made by non-debtor parties in connection with the Confirmation Proceedings must be served by **May 24, 2019**; provided, however, that discovery requests served upon the Debtors to date and through **May 3, 2019** shall be subject to earlier deadlines, as described below. The Debtors and any non-debtor parties who received requests for production of documents may serve requests for production of documents on any party that served such parties with requests for production of documents by **May 29, 2019**. Federal Rule of Civil Procedure 26 shall govern the scope of written document requests. **Interrogatories** and **requests for admission** will not be permitted absent leave of the Court or further agreement between the relevant parties.

4. **Reponses and objections** to requests for production of documents served **on or before May 3, 2019** are due by **May 10, 2019**. Any party served with requests for production of documents on or before **May 3, 2019** shall **substantially complete production of documents**, subject to any objections, by **May 31, 2019**. **Responses and objections** to requests for production of documents served **after May 3, 2019**, are due one week from the date of service. Any party served with requests for production of documents after **May 3, 2019** shall **substantially complete production of documents**, subject to any objections, **within 30 days** from the date of service.

5. The parties shall conduct any **fact depositions** between **June 5, 2019 and June 13, 2019**. The parties may **begin to serve deposition notices** for fact depositions on **May 23, 2019**.

6. Fact discovery shall close on **Thursday, June 13, 2019**.

II. EXPERT DISCOVERY

7. Federal Rule of Civil Procedure 26 shall apply in connection with the Confirmation Proceedings, provided, however, that Federal Rule of Civil Procedure 26(a)(1) shall not apply. Pursuant to Federal Rule of Civil Procedure 26(a)(2), **the parties must identify any testifying expert(s), if any, and serve expert report(s), if any, on or before June 14, 2019, and the parties must identify any testifying rebuttal expert(s), if any, and serve rebuttal expert report(s), if any, on or before June 26, 2019**. All expert reports must satisfy the requirements of Rule 26(a)(2)(B), and are expressly subject to the protections in Rule 26(b)(4). Simultaneously with the service of any expert report, the party serving the report must produce copies of any non-privileged documents or data that were relied on by the expert witness in forming his or her opinions.

8. The parties shall conduct any **expert depositions** between **July 1, 2019 and July 9, 2019**.

III. PRE-CONFIRMATION HEARING

9. For purposes of the Confirmation Hearing, the “Parties” shall include the Debtors, any other party to the Restructuring Support Agreement, the U.S. Trustee, and any party-in-interest that files an objection to confirmation of the Plan or any other response in connection with confirmation of the Plan.

10. The relevant Parties shall exchange any deposition designations on **July 8, 2019 at 5:00 p.m. prevailing Eastern Time**. No later than **July 9, 2019 at 5:00 p.m. prevailing Eastern Time**, the relevant Parties shall exchange any cross designations and/or objections related to any deposition designations made in accordance with this paragraph.

11. No later than **July 8, 2019 at 5:00 p.m. prevailing Eastern Time**, the relevant Parties shall exchange with each other a list and electronic copies of all documents they intend to introduce into evidence at the Confirmation Hearing and a list of any witnesses they intend to call for direct testimony at the Confirmation Hearing. Notwithstanding the deadlines set forth in paragraphs 5 and 6 of this Order, the Parties shall be afforded an opportunity to depose any witness identified for direct testimony who was not previously made available for deposition.

12. Direct testimony for witnesses (other than any adverse witnesses) shall be by written witness declarations to be exchanged among the Parties by **July 11, 2019 at 5:00 p.m. prevailing Eastern Time**. Any expert reports exchanged pursuant to paragraph 7 of this Order shall serve as each expert’s direct testimony. Unless the Parties agree otherwise, all witnesses shall be available for live cross examination at the Confirmation Hearing. Each Party offering any written witness declaration(s) shall also by no later than **July 11, 2019** provide one (1) copy

to the Clerk's Office and two (2) copies to Chambers of a set of any written witness declaration(s) that the Party intends to offer at the Confirmation Hearing.

13. No later than **July 12, 2019 at 5:00 p.m. prevailing Eastern Time**, the relevant Parties shall provide one (1) copy to the Clerk's Office and two (2) copies to Chambers of a set of hearing exhibits, in binders, tabbed, and with a joint exhibit list that clearly identifies each proposed exhibit and notes any outstanding objections to any documents included therein.

14. Any date or deadline set forth above, except for the deadlines contained in paragraphs 12 and 13 of this Order related to submission of materials to the Court, may be amended without leave of the Court by agreement of the relevant Parties. For purposes of amending any discovery dates and deadlines set forth in paragraphs 3 through 8 of this Order, the relevant Parties referenced in this paragraph shall be limited to the Debtors, the party seeking discovery subject to the date or deadline to be amended, and the party in possession of discovery subject to the date or deadline to be amended.

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SUBMITTED BY:

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