

Stephen E. Hessler, P.C.
Mark McKane, P.C. (admitted *pro hac vice*)
Patrick Venter
KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900

Chad J. Husnick, P.C.
Benjamin M. Rhode (admitted *pro hac vice*)
KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP
300 North LaSalle Street
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200

Counsel to the Debtors and Debtors in Possession

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

In re:)	
)	Chapter 11
)	
FRONTIER COMMUNICATIONS)	Case No. 20-22476 (RDD)
CORPORATION, <i>et al.</i> , ¹)	
)	
Debtors.)	(Jointly Administered)
)	

**AGENDA FOR HEARING TO BE HELD
AUGUST 11, 2020 AT 10:00 A.M. (PREVAILING EASTERN TIME)**

Time and Date of Hearing: August 11, 2020, at 10:00 a.m. (prevailing Eastern Time)

Telephonic Only Hearing: In accordance with General Order M-543 (“General Order M-543”), dated March 20, 2020, the Hearing will only be conducted telephonically. Any parties wishing to participate in the Hearing must make arrangements through CourtSolutions LLC. Instructions to register for CourtSolutions LLC are attached to General Order M-543. Please register with Court Solutions at www.court-solutions.com.

Members of the public who wish to listen to, **but not participate in**, the Hearing free of charge may do so by calling the following muted, listen-only number: 1-866-331-1856, access code 8522012538#.

Copies of Motions: A copy of each pleading can be viewed on the Court’s website at <http://www.nysb.uscourts.gov> and the website of the Debtors’ notice and claims agent, Prime Clerk LLC, at

¹ The last four digits of Debtor Frontier Communications Corporation’s tax identification number are 9596. Due to the large number of debtor entities in these chapter 11 cases, for which the Court has ordered joint administration, a complete list of the debtor entities and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.primeclerk.com/ftc>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 50 Main Street, Suite 1000, White Plains, New York 10606.

<https://cases.primeclerk.com/fttr>. Further information may be obtained via email at fttrinfo@primeclerk.com, or by calling (877) 433-8020 (US and Canada) or (646) 442-5842 (International).

I. Uncontested Matters.

1. ***Exclusivity Motion.*** Debtors' Motion to Extend the Debtors' Exclusive Periods to File a Chapter 11 Plan and Solicit Acceptances Thereof Pursuant to Section 1121 of the Bankruptcy Code [Docket No. 808].

Related Documents:

- A. Certificate of No Objection Regarding the Debtors' Motion to Extend the Debtors' Exclusive Periods to File a Chapter 11 Plan and Solicit Acceptances Thereof Pursuant to Section 1121 of the Bankruptcy Code [Docket No. 910].

Response Deadline: August 8, 2020 at 4:00 p.m. (prevailing Eastern Time).

Responses Received:

- B. None.

Status: The Debtors have filed a certification of no objection regarding this matter. Accordingly, a hearing on this matter is only necessary to the extent the Court has questions or concerns. This matter is going forward on an uncontested basis.

2. ***Section 365(d)(4) Motion.*** Debtors' Motion to Extend the Time Within Which the Debtors Must Assume or Reject Unexpired Leases of Nonresidential Real Property [Docket No. 806].

Related Documents:

- A. Certificate of No Objection Regarding the Debtors' Motion to Extend the Time Within Which the Debtors Must Assume or Reject Unexpired Leases of Nonresidential Real Property [Docket No. 912].

Response Deadline: August 8, 2020 at 4:00 p.m. (prevailing Eastern Time).

Responses Received:

- B. None.

Status: The Debtors have filed a certification of no objection regarding this matter. Accordingly, a hearing on this matter is only necessary to the

extent the Court has questions or concerns. This matter is going forward on an uncontested basis.

II. Adjourned Matters.

3. **Chapter 11 Plan.** Third Amended Joint Plan of Reorganization of Frontier Communications Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 649].

Related Documents:

- A. Joint Plan of Reorganization of Frontier Communications Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 281].
- B. Disclosure Statement Relating to the Joint Plan of Reorganization of Frontier Communications Corporation and its Debtors Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 282].
- C. Notice of Filing of Exhibits D, E, and F to the Disclosure Statement Relating to the Joint Plan of Reorganization of Frontier Communications Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 524].
- D. Notice of Filing of Amended Plan of Reorganization of Frontier Communications Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 612].
- E. Notice of Filing of Disclosure Statement Relating to the Amended Joint Plan of Reorganization of Frontier Communications Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 613].
- F. Notice of Filing of Disclosure Statement Relating to the Second Amended Joint Plan of Reorganization of Frontier Communications Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 626].
- G. Notice of Filing of the Second Amended Joint Plan of Reorganization of Frontier Communications Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 627].
- H. Notice of Filing of Solicitation Version of the Disclosure Statement Relating to the Third Amended Joint Plan of Reorganization of Frontier Communications Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 648].

- I. Order Approving (I) the Adequacy of the Disclosure Statement, (II) the Solicitation and Notice Procedures, (III) the Forms of Ballots and Notices in Connection Therewith, and (IV) Certain Dates with Respect Thereto [Docket No. 650].
- J. Order Approving Certain Dates and Protocols in Connection with Plan Confirmation [Docket No. 668].
- K. Affidavit of Publication [Docket No. 696].
- L. Debtors' Opening Brief in Support of Confirmation of the Third Amended Joint Plan of Reorganization of Frontier Communications Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 747].
- M. Brief of the Official Committee of Unsecured Creditors in Support of Confirmation of the Debtors' Third Amended Plan of Reorganization of Frontier Communications Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 748].
- N. Notice of Filing of Plan Supplement [Docket No. 773].
- O. Notice of Filing of First Amended Plan Supplement [Docket No. 895].
- P. Notice of Adjournment of Joint Hearing on Confirmation of the Plan and (A) Final Approval of DIP Financing and Related Motion to Redact the DIP Letters and (B) the Proposed Final Adequate Protection Order [Docket No. 891].

Response Deadline: July 31, 2020 at 4:00 p.m. (prevailing Eastern Time).

Responses Received:

- Q. Limited Objection of the U.S. Securities and Exchange Commission to Approval of the Disclosure Statement and Confirmation of the Debtors' Joint Plan of Reorganization [Docket No. 544].
- R. Limited Objections of Westchester Fire Insurance Company, Federal Insurance Company and Their Affiliated Sureties to the Third Amended Joint Plan of Reorganization of Frontier Communications Corporation and its Debtors Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 836].
- S. Reservation of Rights of the Ad Hoc Senior Notes Group Regarding Confirmation of the Third Amended Joint Plan of

Reorganization of Frontier Communications Corporation and its Debtors Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 837].

- T. Maricopa County Treasurer's Objection to Third Amended Joint Plan of Reorganization of Frontier Communications Corporation and its Debtors Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 840].
- U. Texas Taxing Authorities' Objection to Third Amended Joint Plan of Reorganization of Frontier Communications Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 841].
- V. Precautionary Objection and Reservation of Rights of U.S. Bank National Association as Subsidiary Unsecured Notes Trustee to Confirmation of Debtors' Third Amended Plan of Reorganization of Frontier Communications and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 847].
- W. Reservation of Rights of EIP Communications I, LLC Regarding Confirmation of the Third Amended Joint Plan of Reorganization of Frontier Communications Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 848].
- X. Securities Lead Plaintiffs' Limited Objection to Confirmation of the Third Amended Joint Plan of Reorganization of Frontier Communications Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 849].
- Y. Objection to Confirmation of Plan by Frank Wanderski [Docket No. 850].
- Z. National Public Finance Guarantee Corporation's Joinder in the Precautionary Objection and Reservation of Rights of U.S. Bank National Association as Subsidiary Unsecured Notes Trustee to Confirmation of Debtors' Third Amended Plan of Reorganization of Frontier Communications and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 851].
- AA. Notice of Objection to Debtors Plan [Docket No. 852].
- BB. Joinder of the Ad Hoc Group of Subsidiary Debtholders to Precautionary Objection and Reservation of Rights of U.S. Bank National Association as Subsidiary Unsecured Notes Trustee to Approval of Debtors' Third Amended Plan of Reorganization of Frontier Communications and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 854].

- CC. Limited Joinder of BOKF, National Association to the Precautionary Objection and Reservation of Rights of U.S. Bank National Association as Subsidiary Unsecured Notes Trustee to Confirmation of Debtors' Third Amended Plan of Reorganization of Frontier Communications and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 855].
- DD. Objection of the Ad Hoc First Lien Committee to the Debtors' Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 857].
- EE. Brief of Wilmington Savings Fund Society, FSB, as Indenture Trustee and Collateral Agent for the 8.500% Second Lien Secured Notes Due 2026, in Opposition to Confirmation of the Debtors' Third Amended Joint Plan of Reorganization [Docket No. 858].
- FF. The Second Lien Ad Hoc Group's Joinder to Brief of Wilmington Savings Fund Society, FSB, as Indenture Trustee and Collateral Agent for the 8.500% Second Lien Secured Notes Due 2026, in Opposition to Confirmation of the Debtors' Third Amended Joint Plan of Reorganization [Docket No. 860].
- GG. Local Texas Tax Authorities' Objection to Confirmation of Third Amended Joint Plan of Reorganization of Frontier Communications and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [Docket No. 862].

Status: This matter is adjourned to August 21, 2020 at 10:00 a.m. (prevailing Eastern Time).

- 4. ***Proposed Final DIP Order.*** Debtors' Proposed Final Order (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Authorizing the Debtors to Use Cash Collateral, (C) Granting Liens and Superpriority Administrative Expense Claims, (D) Granting Adequate Protection to the Prepetition Secured Parties and Prepetition Frontier Southwest Notes Secured Parties, (E) Authorizing the Unsecured Subsidiary Debt Payments, (F) Modifying the Automatic Stay, and (G) Granting Related Relief [Docket No. 195].

Related Documents:

- A. Debtors' Motion for Entry of (I) an Interim and Final Order (A) Granting Adequate Protection, (B) Authorizing the Unsecured Subsidiary Debt Payments, (C) Modifying the Automatic Stay, and (D) Granting related Relief, and (II) a Final Order (A) Authorizing the Debtors to Obtain Senior Secured Superpriority Postpetition Financing, (B) Granting Liens and Superpriority Administrative Expense Claims, (C) Authorizing Repayment of the Prepetition

Revolving Credit Facility in Full, (D) Modifying the Automatic Stay, and (E) Granting Related Relief [Docket No. 43].

- B. Debtors' Motion Seeking Entry of an Order Authorizing the Debtors to Redact Certain Confidential Information Related to the Proposed Debtor-in-Possession Financing [Docket No. 198].
- C. Notice of Adjournment of Hearing on Final Approval of DIP Financing and Related Motion to Redact the DIP Letters [Docket No. 268].
- D. Notice of Adjournment of Hearing on (A) Final Approval of DIP Financing and Related Motion to Redact the DIP Letters and (B) the Proposed Final Adequate Protection Order [Docket No. 726].
- E. Notice of Adjournment of Joint Hearing on Confirmation of the Plan and (A) Final Approval of DIP Financing and Related Motion to Redact the DIP Letters and (B) the Proposed Final Adequate Protection Order [Docket No. 891].

Response Deadline: August 14, 2020 at 4:00 p.m. (prevailing Eastern Time).

Responses Received:

- F. Ad Hoc Committee of First Lien Lenders' Preliminary Objection to the Debtors' DIP Motion and Reservation of Rights With Respect Thereto [Docket No. 46].
- G. The Second Lien Ad Hoc Group's Joinder to the Ad Hoc Committee of First Lien Lenders' (A) Preliminary Objection to the Debtors' DIP Motion and (B) Reservation of Rights with Respect Thereto and Reservation of Rights [Docket No. 48].
- H. The Texas Taxing Authorities' Objection to the Proposed Final Order (A) Authorizing the Debtor to Obtain Postpetition Financing (B) Authorizing Debtors to Use Cash Collateral, (C) Granting Liens and Superpriority Administrative Expense Claims (D) Granting Adequate Protection to the Prepetition Secured Parties and Prepetition Frontier Southwest Notes Secured Parties, (E) Authorizing the Unsecured Subsidiary Debt Payments, (F) Modifying the Automatic Stay, and (G) Granting Related Relief [Docket No. 212].
- I. Maricopa County Treasurer's Objection to Proposed Final Order (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Authorizing the Debtors to Use Cash Collateral, (C) Granting

Liens and Superpriority Administrative Expense Claims, (D) Granting Adequate Protection to the Prepetition Secured Parties and Prepetition Frontier Southwest Notes Secured Parties, (E) Authorizing the Unsecured Subsidiary Debt Payments, (F) Modifying the Automatic Stay, and (G) Granting Related Relief [Docket No. 679].

Status: This matter is adjourned to August 21, 2020 at 10:00 a.m. (prevailing Eastern Time).

5. ***Proposed Final Adequate Protection Order.*** Notice of (A) Adjournment of Hearing on Final Approval of DIP Financing and Related Motion to Redact the DIP Letters, (B) Filing of Proposed Final Adequate Protection Order, and (C) Hearing on the Proposed Final Adequate Protection Order on June 29, 2020 [Docket No. 516, Ex. A].

Discovery Letters:

- A. Letter to the Court by Ad Hoc First Lien Committee re: Three Discovery Disputes Between the Debtors and the Ad Hoc First Lien Committee [Docket No. 242].
- B. Letter Response by the Debtors re: Discovery Disputes Between Debtor and the Ad Hoc First Lien Committee [Docket No. 248].
- C. Letter to Judge Drain by Ad Hoc First Lien Committee re: Discovery Issues [Docket No. 249].
- D. Letter to the Court by Goldman Sachs Bank USA Responding to the May 11, 2020 Letter from the Ad Hoc First Lien Committee [Docket No. 264].
- E. Letter to the Court by Ad Hoc First Lien Committee re: Certain Discovery Disputes [Docket No. 406].
- F. Letter Response from the Debtors re: Letter Filed by the Ad Hoc First Lien Committee Ahead of Parties' June 1, 2020 Conference [Docket No. 414].
- G. Letter to the Court by Ad Hoc First Lien Committee re: Discovery Conference [Docket No. 431].
- H. Letter to the Honorable Robert D. Drain by the Ad Hoc First Lien Committee re: Rescheduling Discovery Conference [Docket No. 550].
- I. Letter Response to the Court by the Debtors re: Letter Filed by the Ad Hoc First Lien Committee [Docket No. 569].

Other Related Documents:

- J. Debtors' Motion for Entry of (I) an Interim and Final Order (A) Granting Adequate Protection, (B) Authorizing the Unsecured Subsidiary Debt Payments, (C) Modifying the Automatic Stay, and (D) Granting Related Relief, and (II) a Final Order (A) Authorizing the Debtors to Obtain Senior Secured Superpriority Postpetition Financing, (B) Granting Liens and Superpriority Administrative Expense Claims, (C) Authorizing Repayment of the Prepetition Revolving Credit Facility in Full, (D) Modifying the Automatic Stay, and (E) Granting Related Relief [Docket No. 43].
- K. Debtors' Motion Seeking Entry of an Order Authorizing the Debtors to (I) Restrict Access to Certain Confidential Fee Letters Related to the Proposed Debtor-In-Possession Financing and (II) Redact Certain Related Items in the DIP Motion and Shah Declaration [Docket No. 44].
- L. Interim Order (A) Granting Adequate Protection to the Prepetition Secured Parties and Prepetition Frontier Southwest Notes Secured Parties, (B) Authorizing the Unsecured Subsidiary Debt Payments, (C) Modifying the Automatic Stay, (D) Scheduling a Final Hearing, and (E) Granting Related Relief [Docket No. 89].
- M. Debtors' Proposed Final Order (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Authorizing the Debtors to Use Cash Collateral, (C) Granting Liens and Superpriority Administrative Expense Claims, (D) Granting Adequate Protection to the Prepetition Secured Parties and Prepetition Frontier Southwest Notes Secured Parties, (E) Authorizing the Unsecured Subsidiary Debt Payments, (F) Modifying the Automatic Stay, and (G) Granting Related Relief [Docket No. 195].
- N. Debtors' Motion Seeking Entry of an Order Authorizing the Debtors to Redact Certain Information in Certain Confidential Letters Related to the Proposed Debtor-In-Possession Financing [Docket No. 198].
- O. Notice of (A) Adjournment of Hearing on Final Approval of DIP Financing and Related Motion to Redact the DIP Letters, (B) Filing of Proposed Final Adequate Protection Order, and (C) Hearing on the Proposed Final Adequate Protection Order on June 29, 2020 [Docket No. 516].
- P. Notice of Adjournment of Hearing on the Proposed Final Adequate Protection Order [Docket No. 594].
- Q. Notice of Adjournment of Hearing on (A) Final Approval of DIP

Financing and Related Motion to Redact the DIP Letters and (B) the Proposed Final Adequate Protection Order [Docket No. 726].

- R. Notice of Adjournment of Joint Hearing on Confirmation of the Plan and (A) Final Approval of DIP Financing and Related Motion to Redact the DIP Letters and (B) the Proposed Final Adequate Protection Order [Docket No. 891].

Response Deadline: August 14, 2020 at 4:00 p.m. (prevailing Eastern Time).

Responses Received:

- S. Response and Reservation of Rights of Wilmington Savings Fund Society, FSB, as Indenture Trustee and Collateral Agent for the 8500% Second Lien Secured Notes Due 2026, to the Debtors' Motion Seeking Entry of a Final Order (A) Granting Adequate Protection to the Prepetition Secured Parties and Prepetition Frontier Southwest Notes Secured Parties, (B) Authorizing the Unsecured Subsidiary Debt Payments, (C) Modifying the Automatic Stay, and (D) Granting Related Relief [Docket No. 553].
- T. Objection of the First Lien Committee to Debtors' Proposed Final Adequate Protection Order [Docket No. 556].
- U. The Second Lien Ad Hoc Group's Joinder to Response of Wilmington Savings Fund Society, FSB, as Indenture Trustee and Collateral Agent for the 8.500% Second Lien Secured Notes Due 2026 to the Debtors' Motion Concerning Adequate Protection [Docket No. 561].

Status: This matter is adjourned to August 21, 2020 at 10:00 a.m. (prevailing Eastern Time).

III. Withdrawn Matters.

6. ***Administrative Expense Motion.*** Motion of ORR Protection Systems Inc. for Allowance and Payment of Administrative Expense Claim Pursuant to 11 U.S.C. §§ 503, 1107(a) and 1108 [Docket No. 736].

Related Documents:

- C. Notice of Withdrawal of Motion of Orr Protection Systems Inc. for Allowance and Payment of Administrative Expense Claim Pursuant to 11 U.S.C. §§ 503, 1107(a) and 1108 [Docket No. 904].

Response Deadline: August 10, 2020 at 4:00 p.m. (prevailing Eastern Time).

Responses Received:

D. None.

Status: This matter is has been consensually resolved and has been withdrawn.

Dated: August 11, 2020
New York, New York

/s/ Stephen E. Hessler

Stephen E. Hessler, P.C.

Mark McKane, P.C. (admitted *pro hac vice*)

Patrick Venter

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

601 Lexington Avenue

New York, New York 10022

Telephone: (212) 446-4800

Facsimile: (212) 446-4900

- and -

Chad J. Husnick, P.C.

Benjamin M. Rhode (admitted *pro hac vice*)

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

300 North LaSalle Street

Chicago, Illinois 60654

Telephone: (312) 862-2000

Facsimile: (312) 862-2200

Counsel to the Debtors and Debtors in Possession