

AKIN GUMP STRAUSS HAUER & FELD LLP
One Bryant Park
New York, NY 10036
Telephone: (212) 872-1000
David H. Botter

1700 Pacific Avenue, Suite 4100
Dallas, Texas 75201
Telephone: (214) 969-2800
Sarah Link Schultz (admitted *pro hac vice*)
Sarah J. Crow (*pro hac vice* pending)

Proposed Counsel to Debtors and Debtors in Possession

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

In re:)	
)	
)	Chapter 11
)	
INTERNATIONAL SHIPHOLDING CORPORATION, <i>et al.</i> , ¹)	Case No. 16-12220 (SMB)
)	
Debtors.)	Jointly Administered

PROPOSED AGENDA FOR AUGUST 22, 2016 HEARING

Time and Date of Hearing: August 22, 2016 at 10:00 a.m. (Prevailing Eastern Time) (the “Hearing”)

Location of Hearing: Honorable Stuart M. Bernstein
United States Bankruptcy Court
Southern District of New York
Alexander Custom House
One Bowling Green, Courtroom 723
New York, New York 10004-1408

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: International Shipholding Corporation (9662); Enterprise Ship Co. (9059); Sulphur Carriers, Inc. (8965); Central Gulf Lines, Inc. (8979); Coastal Carriers, Inc. (6278); Waterman Steamship Corporation (0640); N.W. Johnsen & Co., Inc. (8006); LMS Shipmanagement, Inc. (0660); U.S. United Ocean Services, LLC (1160); Mary Ann Hudson, LLC (8478); Sheila McDevitt, LLC (8380); Tower LLC (6755); Frascati Shops, Inc. (7875); Gulf South Shipping PTE LTD (8628); LCI Shipholdings, Inc. (8094); Dry Bulk Australia LTD (5383); Dry Bulk Americas LTD (6494); and Marco Shipping Company PTE LTD (4570). The service address for each of the above Debtors is 601 Poydras Street, Pan American Building, Suite 1850, New Orleans, Louisiana 70130.

Copies of Motions A copy of each pleading can be viewed (a) for a fee on the Court's website at www.ecf.uscourts.gov, and (b) free of charge on the website of the Debtors' proposed claims and noticing agent, Prime Clerk, at <https://cases.primeclerk.com/ish>.

I. MOTIONS TO BE HEARD AT THE HEARING

A. Trade Restrictions Motion. Debtors' Motion for the Entry of Interim and Final Orders Establishing Notification and Hearing Procedures for Transfers of, or Claims of Worthlessness with Respect to, Certain Equity Securities [ECF No. 5]

Objection/Response Deadline: August 15, 2016, at 4:00 p.m. (prevailing Eastern Time)

Objections/Responses Received: None

Related Documents:

- i. Affidavit of Service of Georgia L. Faust Regarding Interim Orders and Final Hearings Set for August 22, 2016 [ECF No. 90].
- ii. Affidavit of Service of Georgia L. Faust Regarding, *Inter Alia*, Interim Orders [ECF No. 51]
- iii. Interim Order Establishing Notification and Hearing Procedures for Transfers of, or Claims of Worthlessness with Respect to, Certain Equity Securities [ECF No. 46]
- iv. Affidavit of Service of Georgia L. Faust Regarding First Day Motions, Declarations of Johnsen and Gurley, and First Day Hearing Agenda [ECF No. 29]

Status: The Debtors will request that the Court enter their previously proposed order as a final order.

B. Pre-Petition Wages Motion. Debtors' Motion for the Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Pay Pre-Petition Wages, Other Compensation, and Reimbursable Expenses, (B) Continue Employee Benefit Programs, and (C) Pay Director Fees and Expenses; and (II) Authorizing Financial Institutions to Honor and Process All Checks and Electronic Payment Requests Related to Such Obligations [ECF No. 10]

Objection/Response Deadline: August 15, 2016, at 4:00 p.m. (prevailing Eastern Time)

Objections/Responses Received:

- i. The MM&P Benefit Plans' and MEBA Benefit Plan's Objection to Proposed Final Orders Regarding Debtor's Motions at Documents Number 10, 12, 13, 14, and 15 [ECF No. 84]
- ii. Limited Objection and Reservation of Rights of IOMM&P and MEBA to Debtors' Motions for Entry of Final Orders (I) Authorizing Debtors to (A) Pay Pre-Petition Wages, other Compensation, and Reimbursable Expenses, (B) Continue Employee Benefit Programs, and (C) Pay Director Fees and Expenses; and (II) Authorizing Financial Institutions to Honor and Process All Checks and Electronic Payment Requests Related to Such Obligations and for entry of final Orders (1) Authorizing Debtors to (a) Obtain Postpetition Financing, (B) Use Cash Collateral, and (C) Grant Certain Protections to Prepetition Lenders, (2) Scheduling a Final Hearing, and 3) Granting Certain Related Relief [ECF No. 88]
- iii. Motion of Seafarers International Union in Opposition to Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Pay Pre-Petition Wages, Other Compensation and Reimbursable Expenses, and (B) Continue Employee Benefit Programs and (C) Pay Directors' Fees and Expenses; and (II) Authorizing Financial Institutions to Honor and Process All Checks and Electronic Payment Requests Related to Such Obligations [ECF No. 89]

Related Documents:

- i. Affidavit of Service of Georgia L. Faust Regarding Interim Orders and Final Hearings Set for August 22, 2016 [ECF No. 90].
- ii. Affidavit of Service of Georgia L. Faust Regarding, *Inter Alia*, Interim Orders [ECF No. 51]
- iii. Interim Order (I) Authorizing Debtors to (A) Pay Pre-Petition Wages, Other Compensation, and Reimbursable Expenses, (B) Continue Employee Benefit Programs, and (C) Pay Director Fees and Expenses; and (II) Authorizing Financial Institutions to Honor and Process All Checks and Electronic Payment Requests Related to Such Obligations; (III) Scheduling a Final Hearing; and (IV) Granting Related Relief [ECF No. 44]
- iv. Affidavit of Service of Georgia L. Faust Regarding First Day Motions, Declarations of Johnsen and Gurley, and First Day Hearing Agenda [ECF No. 29]

Status: The Debtors will request that the Court enter their previously proposed order as a final order, subject to minor changes.

- C. Utilities Motion. Debtors' Motion for the Entry of Interim and Final Orders (I) Determining that Utility Providers Have Been Provided with Adequate Assurance of Payment; (II) Approving the Proposed Adequate Assurance Procedures; (III) Prohibiting Utility Providers from Altering, Refusing, or Discontinuing Utility Services; and (IV) Determining that Debtors are not Required to Provide any Additional Assurance [ECF No. 11]

Objection/Response Deadline: August 15, 2016, at 4:00 p.m. (prevailing Eastern Time)

Objections/Responses Received: None

Related Documents:

- i. Affidavit of Service of Georgia L. Faust Regarding, Inter Alia, Interim Orders [ECF No. 51]
- ii. Affidavit of Service of Georgia L. Faust Regarding First Day Motions, Declarations of Johnsen and Gurley, and First Day Hearing Agenda [ECF No. 29]

Status: The Debtors will request that the Court enter a revised version of their previously proposed order as a final order.

- D. Insurance Motion. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Maintain Existing Insurance Programs and (B) Pay all Obligations in Respect Thereof; and (II) Authorizing Financial Institutions to Honor and Process all Related Checks and Electronic Payment Requests [ECF No. 12]

Objection/Response Deadline: August 18, 2016, at 4:00 p.m. (prevailing Eastern Time)

Objections/Responses Received:

- i. The MM&P Benefit Plans' and MEBA Benefit Plan's Objection to Proposed Final Orders Regarding Debtor's Motions at Documents Number 10, 12, 13, 14, and 15 [ECF No. 84]

Related Documents:

- i. Affidavit of Service of Georgia L. Faust Regarding Interim Orders and Final Hearings Set for August 22, 2016 [ECF No. 90]
- ii. Interim Order (I) Authorizing Debtors to (A) Maintain Existing Insurance Programs and (B) Pay all Obligations in Respect Thereof; and (II) Authorizing Financial Institutions to Honor and Process all Related Checks and Electronic Payment Requests [ECF No. 67]

- iii. Affidavit of Service of Georgia L. Faust Regarding, *Inter Alia*, Interim Orders [ECF No. 51]
- iv. Affidavit of Service of Georgia L. Faust Regarding First Day Motions, Declarations of Johnsen and Gurley, and First Day Hearing Agenda [ECF No. 29]

Status: The Debtors will request that the Court enter a revised version of their previously proposed order as a final order.

- E. Tax Motion. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, but not Directing, Debtor to Pay Taxes and Fees; and (II) Authorizing Financial Institutions to Honor all Related Checks and Electronic Payment Requests [ECF No. 13]

Objection/Response Deadline: August 18, 2016, at 4:00 p.m. (prevailing Eastern Time)

Objections/Responses Received:

- i. The MM&P Benefit Plans' and MEBA Benefit Plan's Objection to Proposed Final Orders Regarding Debtor's Motions at Documents Number 10, 12, 13, 14, and 15 [ECF No. 84]

Related Documents:

- i. Affidavit of Service of Georgia L. Faust Regarding Interim Orders and Final Hearings Set for August 22, 2016 [ECF No. 90]
- ii. Interim Order (I) Authorizing, but not Directing, Debtors to Pay Taxes and Fees; and (II) Authorizing Financial Institutions to Honor all Related Checks and Electronic payment Requests [ECF No. 65]
- iii. Affidavit of Service of Georgia L. Faust Regarding, *Inter Alia*, Interim Orders [ECF No. 51]
- iv. Affidavit of Service of Georgia L. Faust Regarding First Day Motions, Declarations of Johnsen and Gurley, and First Day Hearing Agenda [ECF No. 29]

Status: The Debtors will request that the Court enter a revised version of their previously proposed order as a final order.

- F. Critical Trade Claims. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Payment of Certain Critical Trade Claims in the Ordinary Course of Business; and (II) Authorizing Financial Institutions to Honor All Related Checks and Electronic Payment Requests [ECF No. 14]

Objection/Response Deadline: August 15, 2016, at 4:00 p.m. (prevailing Eastern Time)

Objections/Responses Received:

- i. The MM&P Benefit Plans' and MEBA Benefit Plan's Objection to Proposed Final Orders Regarding Debtor's Motions at Documents Number 10, 12, 13, 14, and 15 [ECF No. 84]

Related Documents:

- i. Affidavit of Service of Georgia L. Faust Regarding Interim Orders and Notice of Final Hearings Set for August 22, 2016 [ECF No. 90].
- ii. Interim Order (I) Authorizing Payment of Certain Critical Trade Claims in the Ordinary Course of Business; Scheduling a Final Hearing; and (III) Authorizing Financial Institutions to Honor All Related Checks and Electronic Payment Requests [ECF No. 55]
- iii. Affidavit of Service of Georgia L. Faust Regarding First Day Motions, Declarations of Johnsen and Gurley, and First Day Hearing Agenda [ECF No. 29]

Status: The Debtors will request that the Court enter a revised version of their previously proposed order as a final order.

- G. Lien Claimants. Debtors' Motion for Entry of Interim and Final Orders: (I) Authorizing the Debtors to Pay Certain Pre-Petition Claims (A) of Shippers and Warehousemen, (B) of Miscellaneous Lien Claimants, (C) Arising under Bankruptcy Code Section 503(b)(9) and (D) Incurred in Connection with Post-Petition Delivery of Goods and Services; and (II) Authorizing Financial Institutions to Honor and Process Checks and Electronic Payment Requests Related to the Foregoing Obligations [ECF No. 15]

Objection/Response Deadline: August 15, 2016, at 4:00 p.m. (prevailing Eastern Time)

Objections/Responses Received:

- i. The MM&P Benefit Plans' and MEBA Benefit Plan's Objection to Proposed Final Orders Regarding Debtor's Motions at Documents Number 10, 12, 13, 14, and 15 [ECF No. 84]

Related Documents:

- i. Affidavit of Service of Georgia L. Faust Regarding Interim Orders and Notice Final Hearings Set for August 22, 2016 [ECF No. 90]

- ii. Interim Order (I) Authorizing the Debtors to Pay Certain Pre-Petition Claims (A) of Shippers and Warehousemen, (B) of Miscellaneous Lien Claimants, and (C) Incurred in Connection with Post-Petition Delivery of Goods and Services; and (II) Authorizing Financial Institutions to Honor and Process Checks and Electronic Payment Requests Related to the Foregoing Obligations [ECF No. 45]
- iii. Affidavit of Service of Georgia L. Faust Regarding First Day Motions, Declarations of Johnsen and Gurley, and First Day Hearing Agenda [ECF No. 29]

Status: The Debtors will request that the Court enter a revised version of their previously proposed order as a final order.

- H. Cash Management. Debtors' Motion for Entry of Interim and Final Orders: (I) Authorizing the Debtors to Continue in Ordinary Course (A) Using Existing Cash Management System, Bank Accounts, and Business Forms and (B) Performing Intercompany Transactions; (II) Authorizing Debtors Banks to Honor All Related Payment Requests; and (III) Waiving, or Extending the Time to Comply with Investment Guidelines of bankruptcy Code Section 345(B) [ECF No. 16]

Objection/Response Deadline: August 15, 2016, at 4:00 p.m. (prevailing Eastern Time)

Objections/Responses Received: None

Related Documents:

- i. Affidavit of Service of Georgia L. Faust Regarding Interim Orders and Notice of Final Hearings Set for August 22, 2016 [ECF No. 90]
- ii. Interim Order (I) Authorizing Debtors to Continue in Ordinary Course (A) Using Existing Cash, Management System Bank Accounts, and Business Forms and (B) Performing Intercompany Transactions; (II) Authorizing Debtors' Banks to Honor all Related Payment Requests; and (III) Extending the Time to Comply with Investment Guidelines of Bankruptcy Code Section 345(b) [ECF No. 41]
- iii. Affidavit of Service of Georgia L. Faust Regarding First Day Motions, Declarations of Johnsen and Gurley, and First Day Hearing Agenda [ECF No. 29]

Status: The Debtors will request that the Court enter a revised version of their previously proposed order as a final order.

- I. DIP Financing. Debtors' Motion for Entry of Interim and Final Orders (1) Authorizing Debtors to (A) Obtain Postpetition Financing, (B) Use Cash

Collateral, and (C) Grant Certain Protections to Prepetition Lenders, (2) Scheduling a Final Hearing, and (3) Granting Certain Related Relief [ECF No. 17]

Objection/Response Deadline: August 17, 2016, at 12:00 p.m. (prevailing Eastern Time) as to Capital One National Association, Citizens Asset Finance, Inc., and Regions Bank; August 15, 2016, at 4:00 p.m. (prevailing Eastern Time) as to all other parties.

Objections/Responses Received:

- i. Limited Objection and Reservation of Rights of IOMM&P and MEBA to Debtors' Motions for Entry of Final Orders (I) Authorizing Debtors to (A) Pay Pre-Petition Wages, other Compensation, and Reimbursable Expenses, (B) Continue Employee Benefit Programs, and (C) Pay Director Fees and Expenses; and (II) Authorizing Financial Institutions to Honor and Process All Checks and Electronic Payment Requests Related to Such Obligations and for entry of final Orders (1) Authorizing Debtors to (a) Obtain Postpetition Financing, (B) Use Cash Collateral, and (C) Grant Certain Protections to Prepetition Lenders, (2) Scheduling a Final Hearing, and 3) Granting Certain Related Relief [ECF No. 84]
- ii. Citizen Asset Finance, Inc.'s Limited Objection to Senior Secured Post-Petition Financing and Objection to Use of Its Cash Collateral [ECF No. 99]

Related Documents:

- i. Memorandum Endorsed Order Signed on 8/16/2016. Re: Granting Extension [ECF No. 92]
- ii. Affidavit of Service of Georgia L. Faust Regarding Interim Orders and Notice of Final Hearings Set for August 22, 2016 [ECF No. 90]
- iii. Affidavit of Service of Georgia L. Faust Regarding, *Inter Alia*, Interim Orders [ECF No. 51]
- iv. Interim Order (1) Authorizing Debtors to (A) Obtain Postpetition Financing, (B) Use Cash Collateral, and (C) Grant Certain Protections to Prepetition Lenders, (2) Scheduling a Final Hearing, and (3) Granting Certain Related Relief [ECF No. 42]
- v. Affidavit of Service of Georgia L. Faust Regarding First Day Motions, Declarations of Johnsen and Gurley, and First Day Hearing Agenda [ECF No. 29]

Status: The Debtors will request that the Court enter a revised version of their previously proposed order as a final order.

Dated: New York, New York
August 18, 2016

AKIN GUMP STRAUSS HAUER & FELD LLP

By: /s/ David H. Botter

David H. Botter

One Bryant Park

New York, NY 10036

Telephone: (212) 872-1000

Facsimile: (212) 872-1002

Sarah Link Schultz (admitted *pro hac vice*)

Sarah J. Crow (*pro hac vice* pending)

1700 Pacific Avenue, Suite 4100

Dallas, Texas 75201

Telephone: (214) 969-2800

Facsimile: (214) 969-4343

*Proposed Counsel to Debtors and Debtors in
Possession*