

UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

----- X

*In re:* : **Chapter 11**

: :

: **Case No. 18-10700 (MFW)**

**SOUTHEASTERN GROCERS, LLC, et al.** : **(Jointly Administered)**

: :

**Debtors.**<sup>1</sup> : **Re: Docket Nos. 383 & 487**

----- X

**NOTICE OF OCCURRENCE OF EFFECTIVE DATE OF AMENDED  
JOINT PREPACKAGED CHAPTER 11 PLAN OF REORGANIZATION  
OF SOUTHEASTERN GROCERS, LLC AND ITS AFFILIATED DEBTORS  
(OTHER THAN WINN-DIXIE WAREHOUSE LEASING, LLC)**

**TO CREDITORS, INTEREST HOLDERS, AND OTHER PARTIES IN INTEREST:**

**PLEASE TAKE NOTICE** that on May 14, 2018, the Honorable Mary F. Walrath, United States Bankruptcy Judge for the District of Delaware (the “**Bankruptcy Court**”) entered an order [D.I. 487] (the “**Order**”),<sup>2</sup> among other things, confirming the *Amended Joint Prepackaged Chapter 11 Plan of Reorganization of Southeastern Grocers, LLC and Its Affiliated Debtors*, dated as of April 25, 2018 [D.I. 383] (the “**Plan**”), of Southeastern Grocers, LLC and its debtor affiliates (other than Winn-Dixie Warehouse Leasing, LLC)<sup>3</sup>, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, excluding Winn-Dixie Warehouse Leasing, LLC, the “**Debtors**”).

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Southeastern Grocers, LLC (5190); ARP Ballentine LLC (6936); ARP Chickamauga LLC (9515); ARP Hartsville LLC (7906); ARP James Island LLC (9163); ARP Moonville LLC (0930); ARP Morganton LLC (4010); ARP Winston Salem LLC (2540); BI-LO Finance Corp. (0498); BI-LO Holding Finance, Inc. (9227); BI-LO Holding Finance, LLC (1412); BI-LO Holding, LLC (5611); BI-LO, LLC (0130); Dixie Spirits Florida, LLC (6727); Dixie Spirits, Inc. (2359); Opal Holdings, LLC (2667); Samson Merger Sub, LLC (4402); Winn-Dixie Logistics, LLC (2949); Winn-Dixie Montgomery Leasing, LLC (6899); Winn-Dixie Montgomery, LLC (2119); Winn-Dixie Properties, LLC (7105); Winn-Dixie Raleigh Leasing, LLC (6812); Winn-Dixie Raleigh, LLC (0665); Winn-Dixie Stores, Inc. (4290); Winn-Dixie Stores Leasing, LLC (7019); Winn-Dixie Supermarkets, Inc. (8837); and Winn-Dixie Warehouse Leasing, LLC (6709). The Debtors’ mailing address is 8928 Prominence Parkway, #200, Jacksonville, Florida 32256.

<sup>2</sup> Unless otherwise defined in this notice, capitalized terms used herein shall have the meanings ascribed to them in the Order and the Plan (as defined below).

<sup>3</sup> As indicated in the Notice of Adjournment filed with the Bankruptcy Court on May 10, 2018 [D.I. 466], the Confirmation Hearing with respect to Winn-Dixie Warehouse Leasing, LLC (“**Winn-Dixie Warehouse**”) has been adjourned to a date to be determined. None of the findings of fact or conclusions of law in the Order applies to

**PLEASE TAKE FURTHER NOTICE** that the Effective Date of the Plan occurred on May 31, 2018 and, as a result, the Plan has been substantially consummated.

**PLEASE TAKE FURTHER NOTICE** that pursuant to section 1141 and other applicable provisions of the Bankruptcy Code, as a result of the occurrence of the Effective Date, the provisions of the Plan (including the exhibits thereto and all documents and agreements executed pursuant thereto or in connection therewith) and the Order **are binding** on the Debtors, the Reorganized Debtors, all holders of Claims against or Interests in the Debtors (irrespective of whether such Claims or Interests are impaired under the Plan or whether the holders of such Claims or Interests accepted or rejected the Plan), any other person giving, acquiring, or receiving property under the Plan, any and all non-Debtor parties to executory contracts and unexpired leases with any of the Debtors, any parties in interest in the Chapter 11 Cases, and the respective heirs, executors, administrators, successors or assigns of any of the foregoing.

**PLEASE TAKE FURTHER NOTICE** that the Order, the Plan, and all of the other documents filed in the Chapter 11 Cases, can be viewed for free at the website for the Debtors' claims, noticing, and solicitation agent, Prime Clerk LLC ("**Prime Clerk**"): <http://cases.primeclerk.com/seg/>. Additionally, copies of such documents are available upon request by (i) calling Prime Clerk at (877) 755-8288 (domestic toll-free) or (347) 817-4198 (international), (ii) sending an electronic mail message to [seginfo@PrimeClerk.com](mailto:seginfo@PrimeClerk.com) with "Southeastern" in the subject line, or (iii) accessing the Bankruptcy Court's website: [www.deb.uscourts.gov](http://www.deb.uscourts.gov). A PACER password and login are needed to access documents on the Bankruptcy Court's website. A PACER password can be obtained at <http://www.pacer.psc.uscourts.gov>. The Order, the Plan, and all of the other documents filed in the Chapter 11 Cases are also available for inspection during regular business hours in the office of the Clerk of the Bankruptcy Court, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801.

*[Remainder of Page Intentionally Left Blank]*

---

Winn-Dixie Warehouse in its capacity as a debtor in the Chapter 11 Cases or to Claims against or Interests in Winn-Dixie Warehouse. Winn-Dixie Warehouse will provide notice to all parties entitled to receive notice pursuant to the Scheduling Order of the hearing date to consider approval of the Disclosure Statement and the Solicitation Procedures as they relate to Winn-Dixie Warehouse and confirmation of Winn-Dixie Warehouse's Plan.

Dated: May 31, 2018  
Wilmington, Delaware

/s/ Brett M. Haywood

RICHARDS, LAYTON & FINGER, P.A.

Daniel J. DeFranceschi (No. 2732)

Paul N. Heath (No. 3704)

Amanda R. Steele (No. 5530)

Brett M. Haywood (No 6166)

One Rodney Square

920 North King Street

Wilmington, Delaware 19801

Telephone: (302) 651-7700

Facsimile: (302) 651-7701

-and-

WEIL, GOTSHAL & MANGES LLP

Ray C. Schrock, P.C.

Matthew S. Barr

Sunny Singh

767 Fifth Avenue

New York, New York 10153

Telephone: (212) 310-8000

Facsimile: (212) 310-8007

*Attorneys for Debtors*

*and Debtors in Possession*