

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
THE NEWS-GAZETTE, INC., <i>et al.</i> , ¹	Case No. 19-11901 (KBO)
Debtors.	(Jointly Administered)

**NOTICE OF POTENTIAL
ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY
CONTRACTS AND UNEXPIRED LEASES AND PROPOSED CURE AMOUNTS**

PLEASE BE ADVISED that on August 30, 2019, The News-Gazette, Inc. (the “**Company**”) and D.W.S., Inc. (collectively with the Company, the “**Debtors**” or “**Sellers**”) filed for relief before the United States Bankruptcy Court for the District of Delaware (the “**Court**”). The Court presides over the Sellers’ jointly administered chapter 11 bankruptcy cases (the “**Chapter 11 Cases**”) captioned *In re The News-Gazette, Inc., et al.*, Case No. 19-11901 (KBO) (Bankr. D. Del. Aug. 30, 2019).

PLEASE BE ADVISED that on August 30, 2019 the Sellers filed with the Court the *Motion for (I) an Order (A) Establishing Bidding Procedures for the Sale of All, or Substantially All, of the Debtors’ Assets; (B) Approving Bid Protections; (C) Establishing Procedures Relating to the Assumption and Assignment of Executory Contracts and Unexpired Leases; (D) Approving Form and Manner of the Sale, Cure and Other Notices; and (E) Scheduling an Auction and a Hearing to Consider the Approval of the Sale; (II) an Order (A) Approving the Sale of the Debtors’ Assets Free and Clear of Claims, Liens and Encumbrances; and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) Certain Related Relief* (the “**Sale Motion**”).² By the Sale Motion, the Sellers seek, *inter alia*, to conduct a sale (the “**Sale**”) by auction (the “**Auction**”) of all or substantially all of their assets (the “**Assets**”) and to assume and assign certain executory contracts and unexpired leases (the “**Designated Contracts**”) to the successful bidder for such Assets (the “**Purchaser**”).

PLEASE BE FURTHER ADVISED that, on September 18, 2019, pursuant to the Sale Motion, the Court entered an Order (the “**Bidding Procedures Order**”), which, among other things, approves auction and bidding procedures (as the same may be amended, supplemented, or otherwise modified from time to time, the “**Bidding Procedures**”) in connection with the proposed Sale. A copy of the Sale Motion, the Bidding Procedures Order and the Bidding Procedures can be obtained free of charge at <https://case.stretto.com/news-gazette>.

PLEASE BE FURTHER ADVISED that a hearing to approve the Sale (the “**Sale Hearing**”), including the assumption and assignment of certain Stalking Horse Bidder Designated Contracts, will be held on **October 2, 2019 at 10:00 a.m. (prevailing Eastern Time)**, before the Court.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: The News-Gazette, Inc. (0894) and D.W.S., Inc. (7985). The Debtors’ headquarters are located at 15 East Main Street, Champaign, Illinois 61820.

² Capitalized terms used herein but not otherwise defined in this notice (the “**Notice**”) shall have the meanings ascribed to them in the Sale Motion.

PLEASE BE FURTHER ADVISED that pursuant to the Motion, the Sellers may assume and assign the contract(s) identified on **Exhibit A** (the “**Subject Contract(s)**”) to the Successful Bidder for the Subject Contract(s) at the Auction.³ The cure amount (the “**Cure Amount**”), if any, the Sellers believe is required to satisfy all amounts and obligations due and owing under each Subject Contract by the Sellers, including any monetary defaults and compensation for pecuniary losses, is listed on **Exhibit A** (the “**Cure Schedule**”).

PLEASE BE FURTHER ADVISED that the deadline to file an objection to the assumption and assignment of the Subject Contract(s) and the Cure Amount(s) for such Subject Contract(s) (together, “**Cure Objections**”) is **September 27, 2019 at 4:00 p.m. (prevailing Eastern Time)** (the “**Cure Objection Deadline**”).

PLEASE BE FURTHER ADVISED that Cure Objections, if any, must be filed with the Court, and all such Cure Objections must also be served upon: **The Office of the United States Trustee, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attention: Linda Richenderfer, Trial Attorney (Linda.Richenderfer@usdoj.gov); The Sellers, 15 East Main Street, Champaign, Illinois 61820, Attention: John Reed (jreed@newsgazetteinc.com) and Traci E. Nally (tnally@newsgazetteinc.com); Counsel to the Sellers, Neal Gerber & Eisenberg, LLP, 2 North LaSalle Street, Suite 1700, Chicago, Illinois 60602, Attention: Nicholas M. Miller, Esquire (nmiller@nge.com); and Chipman Brown Cicero & Cole, LLP, Hercules Plaza, 1313 North Market Street, Suite 5400, Wilmington, Delaware 19801, Attention: William E. Chipman, Jr., Esquire (chipman@chipmanbrown.com); and Broker to the Sellers, Dirks, Van Essen, Murray & April, 119 East Marcy Street, Suite 100, Santa Fe, New Mexico, Attn: Phil Murray, Esquire (phil@dirksvanessen.com).**

PLEASE BE FURTHER ADVISED that the Cure Objection must state (i) the basis for the objection and (ii) with specificity, what Cure Amount(s) the party to the Subject Contract(s) believes is required (in all cases with appropriate documentation in support thereof).

PLEASE BE FURTHER ADVISED that any objection solely to the Cure Amount(s) may not prevent or delay the Sellers’ assumption and assignment of the Subject Contract(s) by a Successful Bidder. If a non-Debtor counterparty (a “**Contract Counterparty**”) objects solely to Cure Amount(s), the Sellers may, with the consent of the Successful Bidder, hold the claimed Cure Amount(s) in reserve pending further order of the Court or mutual agreement of the parties. So long as Cure Amount(s) are held in reserve, and there are no other unresolved objections to assumption and assignment of the applicable Subject Contract(s), the Sellers can, without further delay, assume and assign such Subject Contract(s) to the Successful Bidder. Under such circumstances, the objecting Contract Counterparty’s recourse is limited to the funds held in reserve.

PLEASE BE FURTHER ADVISED that any objections to the adequate assurance of future performance by any Successful Bidder under the applicable Subject Contract(s) must be filed with the Court and served on the Notice Parties and the applicable Successful Bidder so that such objection is

³ The Sellers may modify the list of Available Contracts that will be assumed and assigned in connection with the Sale. In addition, the inclusion of any contract or agreement on Exhibit A shall not constitute an admission by the Sellers that any such Subject Contract is an executory contract or unexpired lease within the meaning of section 365 of the Bankruptcy Code and the Sellers reserve all rights with respect thereto.

received on or before **September 27, 2019 at 12:00 p.m. (prevailing Eastern Time)** (the “**Adequate Assurance Objection Deadline**”).

PLEASE BE FURTHER ADVISED that unless a Cure Objection or an objection to adequate assurance of future performance, as applicable, is filed and served by a Contract Counterparty to any Subject Contract by the Cure Objection Deadline or the Adequate Assurance Objection Deadline, as applicable, such Contract Counterparty shall be (i) deemed to have waived and released any right to assert a Cure Objection and to have otherwise consented to the assignment of such Subject Contract, (ii) forever barred from objecting to the assumption and assignment of such Subject Contract or the failure of the Successful Bidder to provide adequate assurance of future performance and (iii) forever barred and estopped from asserting or claiming any Cure Amount, other than the Cure Amount listed on the Cure Schedule.

PLEASE BE FURTHER ADVISED that the hearings with respect to Cure Objection(s) or objection(s) to the adequate assurance of future performance may be held (a) at the Sale Hearing, or (b) at such other date as the Court may designate.

PLEASE BE FURTHER ADVISED that all requests for information concerning the Sale should be in writing and directed to counsel to the Sellers at the address referenced below.

Dated: September 18, 2019
Wilmington, Delaware

CHIPMAN BROWN CICERO & COLE, LLP

/s/ William E. Chipman, Jr.

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—and—

NEAL, GERBER & EISENBERG LLP
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*Counsel for the Debtors and
Debtors-in-Possession*

EXHIBIT A

EXHIBIT A**Cure Schedule**

NAME OF SUBJECT CONTRACT	NAME OF NON-DEBTOR COUNTERPARTY	CURE AMOUNT
SECURITY SERVICES	A1 ALARM	\$0.00
REAL ESTATE LEASE	ADAMS MEMORIAL	\$0.00
	ADAMS OUTDOOR ADVERTISING LIMITED PARTNERSHIP	\$0.00
DIGITAL AD CREATION SOFTWARE	ADVENTIVE	\$50.00
EMPLOYEE BENEFITS	AFLAC	\$0.00
PREPRINT ADVERTISING	AGENTI/HOME DEPOT	\$0.00
PREPRINT ADVERTISING	AGENTI/JC PENNY	\$0.00
PREPRINT ADVERTISING	AGENTI/KOHL'S	\$0.00
PREPRINT ADVERTISING	AGENTI/MENARDS	\$0.00
PREPRINT ADVERTISING	AGENTI/STAPLES	\$0.00
PREPRINT ADVERTISING	AGENTI/WALMART	\$0.00
NEWSPAPER CIRCULATION AUDITING SERVICES	ALLIANCE FOR AUDITED MEDIA	\$0.00
SYNDICATED NEWS CONTENT	AMU SYNDICATION	\$0.00
RADIO VOICE-OVER	AMY BROOKS SMITH	\$0.00
MUSIC LICENSING	ASCAP	\$0.00
SUNDAY MAGAZINE INSERT	ATHLON MEDIA GROUP D/B/A PARADE	\$0.00
PAYROLL, BENEFIT AND PENSION ADMINISTRATION SERVICES	AUTOMATIC DATA PROCESSING, INC.	\$0.00
MUSIC SCHEDULING	A-WARE SOFTWARE D/B/A MUSICMASTER, INC.	\$0.00
INSURANCE	AXIS PRO	\$0.00
EMPLOYEE BENEFITS	BENEFIT PLANNING CONSULTANTS	\$0.00
REAL ESTATE LEASE	BILL J. BOZDECH AND AMANDA B. BOZDECH	\$0.00
MUSIC LICENSING	BMI	\$0.00
TICKETS AND PROMOTIONAL CONTRIBUTIONS TO COLLEGE SPORTS	BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS DIVISION OF INTERCOLLEGIATE ATHLETICS	\$44,160.00
INSURANCE	BRICKSTREET INSURANCE	\$0.00
REAL ESTATE LICENSE	BROOKFIELD PROPERTIES/MARKET PLACE SHOPPING CENTER	\$0.00
PARKING LEASE	BURRITO KING MEXICAN GRILL	\$0.00
SYNDICATED CARTOONS	CAGLE CARTOONS	\$111.00
SYNDICATED NEWS RADIO CONTENT	CBS BROADCASTING, INC.	\$0.00
DIGITAL AD AGENCY	CENTRO, INC.	\$0.00
RADIO ADVERTISING AGENCY	CHRISTAL RADIO SALES, INC.	\$1,400.00

NAME OF SUBJECT CONTRACT	NAME OF NON-DEBTOR COUNTERPARTY	CURE AMOUNT
PRINTER-COPIER MAINTENANCE	CI DIGITAL	\$250.00
INSURANCE	CINCINNATI INSURANCE COMPANY	\$0.00
UTILITY	CONSTELLATION ENERGY	\$1,700.00
COLLECTIVE BARGAINING AGREEMENT	CWA LOCAL NO. 444/14407	\$0.00
NEWSPAPER DELIVERY	DOW JONES & COMPANY, INC	\$960.00
RADIO LISTENER SURVEY SERVICES	EASTLAN RATINGS LLC	\$4,000.00
GARBAGE HAULING	ELSON'S PAXTON SANITARY	\$33.00
LAWN MAINTENANCE	EVANS HORTICULTURAL SERVICES	\$0.00
REAL ESTATE LEASE	FAMILY SERVICE OF CHAMPAIGN COUNTY	\$0.00
SECURITY AND FIRE SYSTEMS	FE MORAN	\$0.00
INSURANCE	FEDERAL INSURANCE COMPANY	\$0.00
PARKING LEASE	FERNANDOS	\$0.00
RADIO BROADCASTING LICENSE	FIGHTING ILLINI SPORTS PROPERTIES, LLC	\$0.00
TELECOMMUNICATIONS	FRONTIER	\$70.00
PREPRINT ADVERTISING	FURNITURE ROW	\$0.00
WEEKLY TELEVISION LISTINGS	FYI TELEVISION	\$525.00
ADVERTISING DESIGN	GANNETT IMAGING AND AD DESIGN CENTER	\$12,756.00
NEWSPAPER DELIVERY	GANNETT PUBLISHING SERVICES, LLC	\$0.00
NEWSPAPER DELIVERY	GANNETT SATELLITE INFORMATION NETWORK, INC. D/B/A USA TODAY	\$0.00
NEWSPAPER PRINTING	GATEHOUSE MEDIA ILLINOIS HOLDINGS, INC	\$0.00
NEWSPAPER PRINTING	GATEHOUSE MEDIA, LLC	\$0.00
PICTURE SERVICES	GETTY IMAGES	\$199.00
MUSCI LICENSING	GLOBAL MUSIC RIGHTS, LLC	\$470.00
SYNDICATED RADIO CONTENT	GREG SOULJE	\$1,400.00
EMPLOYEE BNEFITS	HEALTH ALLIANCE	\$0.00
CONFERENCE ROOM RENTAL	HILTON GARDEN INN	\$0.00
FIRE HYDRANT AND SPRINKLER MAINTENANCE	ILLINI FIRE EQUIPMENT	\$0.00
WEBSITE HOSTING	INN PARTNERS, LC D/B/A TOWNNEWS	\$900.00
UTILITY	INTEGRYS	\$70.00
SNOW REMOVAL	JACKSON EXCAVATING	\$0.00
VIDEO FILE HOST AND VIDEO PLAYER	JW PLAYER / LONGTAIL AD SOLUTIONS	\$0.00
SYNDICATED CARTOONS	KING FEATURES	\$0.00
PARKING LEASE	MAIN STREET MANAGEMENT, INC	\$0.00

NAME OF SUBJECT CONTRACT	NAME OF NON-DEBTOR COUNTERPARTY	CURE AMOUNT
TRAFFIC AND COMMERCIAL SCHEDULING & BILLING SOFTWARE	MBS OPCO, LLC D/B/A MARKETRON	\$0.00
EMPLOYEE BENEFITS	METLIFE - GROUP BENEFITS	\$0.00
PREPRINT ADVERTISING	MIGUEL & MONICA ORNELAS	\$0.00
SOFTWARE SYSTEM	NAVIGA/NEWSCYCLE/SAXOTECH, INC.	\$91,000.00
PREPRINT ADVERTISING	NEIMANN FOODS, INC.	\$0.00
INTERNET PROVIDER	NETCARE INTERNET SERVICES	\$0.00
WEBSITE SECURITY	NETRIX, LLC	\$0.00
SYNDICATED CROSSWORDS	NEW YORK TIMES SYNDICATION	\$93.00
PREPRINT ADVERTISING	NEWS AMERICA MARKETING FSI, LLC	\$0.00
PREPRINT ADVERTISING	NSA MEDIA / SEARS	\$0.00
PREPRINT ADVERTISING	NSA MEDIA/ALDI	\$0.00
PREPRINT ADVERTISING	NSA MEDIA/CVS	\$0.00
PREPRINT ADVERTISING	NSA MEDIA/MEIJER	\$0.00
PREPRINT ADVERTISING	NSA MEDIA/OFFICE DEPOT	\$0.00
PREPRINT ADVERTISING	NSA MEDIA/SAVE-A-LOT	\$0.00
PREPRINT ADVERTISING	NSA MEDIA/TARGET	\$0.00
PREPRINT ADVERTISING	NSA MEDIA/TUESDAY MORNING	\$0.00
PREPRINT ADVERTISING	NSA MEDIA/ULTA BRAUTY	\$0.00
PREPRINT ADVERTISING	NSA MEDIA/WALGREENS	\$0.00
PEST CONTROL	PAXTON PEST SOLUTIONS	\$45.00
CREDIT CARD PROCESSING SERVICE	PAYWAY, INC D/B/A EDGIL ASSOCIATES	\$0.00
PREPRINT ADVERTISING	PLANITRETAIL/DICK'S SPORTING GOODS	\$0.00
SYNDIATED RADIO PROGRAMMING	PREMIERE NETWORKS, INC.	\$0.00
PEST CONTROL	PRESTO X	\$49.00
PREPRINT ADVERTISING	QUAD/BIG LOTS	\$0.00
PREPRINT ADVERTISING	QUAD/BLAIN'S FAMR & FLEET	\$0.00
PREPRINT ADVERTISING	QUAD/FAMILY DOLLAR	\$0.00
PREPRINT ADVERTISING	QUAD/LOWES	\$0.00
PREPRINT ADVERTISING	QUAD/MICHAELS	\$0.00
PREPRINT ADVERTISING	QUAD/RURAL KING	\$0.00
PREPRINT ADVERTISING	QUAD/SHOE CARNIVAL	\$0.00
MAILING SERVICES	QUICKSILVER	\$0.00
TRADE ASSOCIATION MEMBERSHIP	RADIO ADVERTISING BUREAU	\$0.00
MUSIC LICENSING	RADIO MUSIC LICENSE COMMITTEE	\$540.00
MUSIC LICENSING	RADIO MUSIC LICENSE COMMITTEE	\$540.00
CUSTOM EDITING AND PAGINATION	REED BRENNAN MEDIA ASSOCIATES	\$365.00
GARBAGE HAULING	REPUBLIC D/B/A ALLIED WASTE HAULING	\$1,600.00

NAME OF SUBJECT CONTRACT	NAME OF NON-DEBTOR COUNTERPARTY	CURE AMOUNT
VOICE TALENT	RICH VANSLYKE PRODUCTIONS	\$0.00
NEWSPAPER HAULING	RK DISTRIBUTION, LLC	\$0.00
PREPRINT ADVERTISING	RPM/MACYS	\$0.00
CALL CENTER	RUBY RECEPTIONIST	\$0.00
PREPRINT ADVERTISING	SCHNUCKS MARKETS, INC.	\$0.00
CONTEST AND PHOTO REPRINT SERVICES	SECONDDSTREET MEDIA D/B/A MYCAPTURE & UPICKEM	\$0.00
COMPUTER SERVER MAINTENANCE	SERVICE EXPRESS (SUNFIRE)	\$0.00
MUSIC LICENSING	SESAC	\$0.00
MUSIC LICENSING	SESAC PERFORMING RIGHTS	\$0.00
MUSIC LICENSING	SESAC, INC.	\$0.00
PREPRINT ADVERTISING	SLUMBERLAND	\$0.00
MUSIC LICENSING	SOUND EXCHANGE	\$0.00
EMPLOYEE BENEFITS	SPECIAL INSURANCE SERVICES, INC.	\$0.00
LAWN MAINTENANCE	SPRING GREEN	\$0.00
	STARCOM WORLDWIDE	\$0.00
PREPRINT ADVERTISING	STARCOM/BEST BUY	\$0.00
WEBSITE ADVERTISING	TABOOLA, INC.	\$0.00
OFFICE PLANT CARE	TARTER'S PLANT MAINTENANCE	\$140.00
CORRESPONDENT - RADIO & PRINT	TATELINES, INC.	\$640.00
SOFTWARE LICENSE	TECNAVIA PRESS, INC	\$650.00
SYNDICATED NEWS CONTENT	THE ASSOCIATED PRESS	\$0.00
SYNDICATED NEWS CONTENT	THE ASSOCIATED PRESS	\$0.00
NEWSPAPER DELIVERY	THE NEWS YORK TIMES	\$0.00
PENSION ADMINISTRATION	THE PRINCIPAL	\$0.00
SYNDICATED NEWS CONTENT	THE WASHINGTON POST NEWS SERVICE	\$250.00
REAL ESTATE LEASE	THOMAS MCPHEETERS	\$0.00
COPIER-PRINTER LEASE	TOSHIBA FINANCIAL SERVICES	\$790.00
	TRANS UNION LLC	\$100.00
SYNDICATED NEWS CONTENT	TRIBUNE CONTENT AGENCY	\$0.00
NEWSPAPER DELIVERY	TRIBUNE PUBLISHING	\$4,300.00
OFFICE CLEANING	TUCKER CLEANING SERVICE	\$150.00
PENSION FINANCIAL ADVISE	UBS FINANCIAL SERVICES, INC.	\$0.00
	UNDERTONE	\$0.00
	UNITED STATES DEPT OF COMMERCE, NOAA REAL PROPERTY DIVISION	\$0.00
COMMERCIAL PRODUCTION MUSIC	UNIVERSAL MUSIC - Z TUNES LLC D/B/A FIRSTCOM MUSIC	\$0.00

NAME OF SUBJECT CONTRACT	NAME OF NON-DEBTOR COUNTERPARTY	CURE AMOUNT
COLLEGE SPORTS TICKETS	UNIVERSITY OF ILLINOIS FOUNDATION/ILLINOIS PREMIUM SEATING	\$11,000.00
ADVERTISING AGENCY	VALASSIS COMMUNICATIONS, INC.	\$0.00
BUSINESS OFFICE SOFTWARE	VELOSIO	\$0.00
WIRELESS PHONE & DATA	VERIZON WIRELESS	\$1,500.00
REAL ESTATE LEASE	VILLAGE OF RANTOUL	\$0.00
HMS-KIO WEBSITE CONTENT	VIPOLOGY	\$0.00
SOFTWARE LICENSING	VISION DATA EQUIPMENT CORPORATION	\$0.00
SOFTWARE FOR MAILING	WALZ LABEL & MAILING SYSTEMS	\$0.00
SYNDICATED RADIO CONTENT	WESTWOOD ONE, INC. D/B/A	\$600.00
ON-AIR AUDIO STORAGE AND PLAYING SYSTEM	WIDEORBIT, INC.	\$0.00