

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

THE NEWS-GAZETTE, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 19-11901 (KBO)

(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.*, Ch. 11 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 “Successful Bidder”).

PLEASE BE FURTHER ADVISED that, on **September 19, 2019, at 10:00 a.m. (prevailing Eastern Time)**, the Court will conduct a hearing (the “Bidding Procedures Hearing”) to consider entry of an Order (the “Bidding Procedures Order”) to, among other things, approve 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

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.

obtained free of charge (a) at <https://case.stretto.com/news-gazette> or (b) upon request of the undersigned counsel.

PLEASE BE FURTHER ADVISED that the Debtors have requested a hearing to approve the Sale (the “Sale Hearing”), including the assumption and assignment of certain Stalking Horse Bidder Designated Contracts, for **October 2, 2019** before the Court.

PLEASE BE FURTHER ADVISED that pursuant to the Sale 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 Debtors have requested a deadline for contract counterparties 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”) of **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 at 824 Market St. N, 3rd Floor, Wilmington, Delaware 19801, and all such Cure Objections must also be served upon: **The Sellers**, 15 East Main Street, Champaign, Illinois 61820, Attention: John Reed (jreed@newsgazetteinc.com) and Traci Nally, Esq. (tnally@newsgazetteinc.com); **Counsel to the Sellers**, Neal Gerber & Eisenberg, LLP, 2 N. LaSalle Street, Suite 1700, Chicago, Illinois 60602, Attention: Nicholas M. Miller (nmiller@nge.com); and Chipman Brown Cicero & Cole, LLP, Hercules Plaza, 1313 N. Market Street, Suite 5400, Wilmington, Delaware 19801, Attention: William E. Chipman, Jr. (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 (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. By the Sale Motion, the Debtors have requested that (a) 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, and (b) so long as Cure Amount(s) are held in reserve, and there are no other unresolved objections to assumption and assignment of the

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. The Debtors also reserve all their rights, claims and causes of action with respect to each of the Designated Contracts.

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 would be limited to the funds held in reserve.

PLEASE BE FURTHER ADVISED that the Debtors have requested 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 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 dates and times referenced in this Notice may change without any further notice to you other than an amended notice following the Bidding Procedures Hearing.

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.

Updated information regarding the status of the Sale, the Bidding Procedures, the Designated Contracts, the proposed Purchaser(s), the Sale Objection Deadline, the Supplemental Objection Deadline, and the Sale Hearing is available free of charge (i) at <https://case.stretto.com/news-gazette> or (ii) by contacting counsel to the Sellers at the addresses referenced above.

If you wish to protect your rights with respect to the Sale Motion and/or proposed Bidding Procedures, you should consult an attorney

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Dated: September 4, 2019
Wilmington, Delaware

CHIPMAN BROWN CICERO & COLE LLP

/s/ William E. Chipman, Jr.

William E. Chipman, Jr. (No. 3818)

Mark D. Olivere (No. 4291)

Hercules Plaza

1313 North Market Street, Suite 5400

Wilmington, Delaware 19801

Telephone: (302) 295-0191

Facsimile: (302) 295-0199

chipman@chipmanbrown.com

olivere@chipmanbrown.com

- and -

NEAL, GERBER & EISENBERG LLP

Nicholas M. Miller (Admitted *Pro Hac Vice*)

Thomas C. Wolford (Admitted *Pro Hac Vice*)

Two North LaSalle Street, Suite 1700

Chicago, Illinois 60602

Telephone: (312) 269-8000

Facsimile: (312) 269-1747

nmiller@nge.com

twolford@nge.com

*Proposed Co-Counsel to the Debtors
and Debtors in Possession*

EXHIBIT A**Cure Schedule**

Creditor / Non-Debtor Counterparty	Description of Contract	Proposed Cure Amount
A1 ALARM	SECURITY SERVICES	\$0.00
ADAMS MEMORIAL	REAL ESTATE LEASE	\$0.00
ADAMS OUTDOOR ADVERTISING LIMITED PARTNERSHIP		\$0.00
ADVENTIVE	DIGITAL AD CREATION SOFTWARE	\$50.00
AFLAC	EMPLOYEE BENEFITS	\$0.00
AGENTI/HOME DEPOT	PREPRINT ADVERTISING	\$0.00
AGENTI/JC PENNY	PREPRINT ADVERTISING	\$0.00
AGENTI/KOHL'S	PREPRINT ADVERTISING	\$0.00
AGENTI/MENARDS	PREPRINT ADVERTISING	\$0.00
AGENTI/STAPLES	PREPRINT ADVERTISING	\$0.00
AGENTI/WALMART	PREPRINT ADVERTISING	\$0.00
ALLIANCE FOR AUDITED MEDIA	NEWSPAPER CIRCULATION AUDITING SERVICES	\$0.00
AMU SYNDICATION	SYNDICATED NEWS CONTENT	\$0.00
AMY BROOKS SMITH	RADIO VOICE-OVER	\$0.00
ASCAP	MUSIC LICENSING	\$0.00
ATHLON MEDIA GROUP D/B/A PARADE	SUNDAY MAGAZINE INSERT	\$0.00
AUTOMATIC DATA PROCESSING, INC.	PAYROLL, BENEFIT AND PENSION ADMINISTRATION SERVICES	\$0.00
A-WARE SOFTWARE D/B/A MUSICMASTER, INC.	MUSIC SCHEDULING	\$0.00
AXIS PRO	INSURANCE	\$0.00
BENEFIT PLANNING CONSULTANTS	EMPLOYEE BENEFITS	\$0.00
BILL J. BOZDECH AND AMANDA B. BOZDECH	REAL ESTATE LEASE	\$0.00
BMI	MUSIC LICENSING	\$0.00
BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS DIVISION OF INTERCOLLEGIATE ATHLETICS	TICKETS AND PROMOTIONAL CONTRIBUTIONS TO COLLEGE SPORTS	\$44,160.00
BRICKSTREET INSURANCE	INSURANCE	\$0.00
BROOKFIELD PROPERTIES/MARKET PLACE SHOPPING CENTER	REAL ESTATE LICENSE	\$0.00
BURRITO KING MEXICAN GRILL	PARKING LEASE	\$0.00
CAGLE CARTOONS	SYNDICATED CARTOONS	\$111.00
CBS BROADCASTING, INC.	SYNDICATED NEWS RADIO CONTENT	\$0.00
CENTRO, INC.	DIGITAL AD AGENCY	\$0.00
CHRISTAL RADIO SALES, INC.	RADIO ADVERTISING AGENCY	\$1,400.00
CI DIGITAL	PRINTER-COPIER MAINTENANCE	\$250.00
CINCINNATI INSURANCE COMPANY	INSURANCE	\$0.00

CONSTELLATION ENERGY	UTILITY	\$1,700.00
CWA LOCAL NO. 444/14407	COLLECTIVE BARGAINING AGREEMENT	\$0.00
DOW JONES & COMPANY, INC	NEWSPAPER DELIVERY	\$960.00
EASTLAN RATINGS LLC	RADIO LISTENER SURVEY SERVICES	\$0.00
ELSON'S PAXTON SANITARY	GARBAGE HAULING	\$33.00
EVANS HORTICULTURAL SERVICES	LAWN MAINTENANCE	\$0.00
FAMILY SERVICE OF CHAMPAIGN COUNTY	REAL ESTATE LEASE	\$0.00
FE MORAN	SECURITY AND FIRE SYSTEMS	\$0.00
FEDERAL INSURANCE COMPANY	INSURANCE	\$0.00
FERNANDOS	PARKING LEASE	\$0.00
FIGHTING ILLINI SPORTS PROPERTIES, LLC	RADIO BROADCASTING LICENSE	\$0.00
FRONTIER	TELECOMMUNICATIONS	\$70.00
FURNITURE ROW	PREPRINT ADVERTISING	\$0.00
FYI TELEVISION	WEEKLY TELEVISION LISTINGS	\$525.00
GANNETT IMAGING AND AD DESIGN CENTER	ADVERTISING DESIGN	\$8,000.00
GANNETT PUBLISHING SERVICES, LLC	NEWSPAPER DELIVERY	\$0.00
GANNETT SATELLITE INFORMATION NETWORK, INC. D/B/A USA TODAY	NEWSPAPER DELIVERY	\$0.00
GATEHOUSE MEDIA ILLINOIS HOLDINGS, INC	NEWSPAPER PRINTING	\$0.00
GATEHOUSE MEDIA, LLC	NEWSPAPER PRINTING	\$0.00
GETTY IMAGES	PICTURE SERVICES	\$199.00
GLOBAL MUSIC RIGHTS, LLC	MUSCI LICENSING	\$470.00
GREG SOULJE	SYNDICATED RADIO CONTENT	\$1,400.00
HEALTH ALLIANCE	EMPLOYEE BNEFITS	\$0.00
HILTON GARDEN INN	CONFERENCE ROOM RENTAL	\$0.00
ILLINI FIRE EQUIPMENT	FIRE HYDRANT AND SPRINKLER MAINTENANCE	\$0.00
INN PARTNERS, LC D/B/A TOWNNEWS	WEBSITE HOSTING	\$900.00
INTEGRYS	UTILITY	\$70.00
JACKSON EXCAVATING	SNOW REMOVAL	\$0.00
JW PLAYER / LONGTAIL AD SOLUTIONS	VIDEO FILE HOST AND VIDEO PLAYER	\$0.00
KING FEATURES	SYNDICATED CARTOONS	\$0.00
MAIN STREET MANAGEMENT, INC	PARKING LEASE	\$0.00
MBS OPCO, LLC D/B/A MARKETRON	TRAFFIC AND COMMERCIAL SCHEDULING & BILLING SOFTWARE	\$0.00
METLIFE - GROUP BENEFITS	EMPLOYEE BENEFITS	\$0.00
MIGUEL & MONICA ORNELAS	PREPRINT ADVERTISING	\$0.00
NAVIGA/NEWSCYCLE/SAXOTECH, INC.	SOFTWARE SYSTEM	\$91,000.00
NEIMANN FOODS, INC.	PREPRINT ADVERTISING	\$0.00

NETCARE INTERNET SERVICES	INTERNET PROVIDER	\$0.00
NETRIX, LLC	WEBSITE SECURITY	\$0.00
NEW YORK TIMES SYNDICATION	SYNDICATED CROSSWORDS	\$93.00
NEWS AMERICA MARKETING FSI, LLC	PREPRINT ADVERTISING	\$0.00
NSA MEDIA / SEARS	PREPRINT ADVERTISING	\$0.00
NSA MEDIA/ALDI	PREPRINT ADVERTISING	\$0.00
NSA MEDIA/CVS	PREPRINT ADVERTISING	\$0.00
NSA MEDIA/MEIJER	PREPRINT ADVERTISING	\$0.00
NSA MEDIA/OFFICE DEPOT	PREPRINT ADVERTISING	\$0.00
NSA MEDIA/SAVE-A-LOT	PREPRINT ADVERTISING	\$0.00
NSA MEDIA/TARGET	PREPRINT ADVERTISING	\$0.00
NSA MEDIA/TUESDAY MORNING	PREPRINT ADVERTISING	\$0.00
NSA MEDIA/ULTA BRAUTY	PREPRINT ADVERTISING	\$0.00
NSA MEDIA/WALGREENS	PREPRINT ADVERTISING	\$0.00
PAXTON PEST SOLUTIONS	PEST CONTROL	\$45.00
PAYWAY, INC D/B/A EDGIL ASSOCIATES	CREDIT CARD PROCESSING SERVICE	\$0.00
PLANITRETAIL/DICK'S SPORTING GOODS	PREPRINT ADVERTISING	\$0.00
PREMIERE NETWORKS, INC.	SYNDIATED RADIO PROGRAMMING	\$0.00
PRESTO X	PEST CONTROL	\$49.00
QUAD/BIG LOTS	PREPRINT ADVERTISING	\$0.00
QUAD/BLAIN'S FAMR & FLEET	PREPRINT ADVERTISING	\$0.00
QUAD/FAMILY DOLLAR	PREPRINT ADVERTISING	\$0.00
QUAD/LOWES	PREPRINT ADVERTISING	\$0.00
QUAD/MICHAELS	PREPRINT ADVERTISING	\$0.00
QUAD/RURAL KING	PREPRINT ADVERTISING	\$0.00
QUAD/SHOE CARNIVAL	PREPRINT ADVERTISING	\$0.00
QUICKSILVER	MAILING SERVICES	\$0.00
RADIO ADVERTISING BUREAU	TRADE ASSOCIATION MEMBERSHIP	\$0.00
RADIO MUSIC LICENSE COMMITTEE	MUSIC LICENSING	\$540.00
RADIO MUSIC LICENSE COMMITTEE	MUSIC LICENSING	\$540.00
REED BRENNAN MEDIA ASSOCIATES	CUSTOM EDITING AND PAGINATION	\$365.00
REPUBLIC D/B/A ALLIED WASTE HAULING	GARBAGE HAULING	\$1,600.00
RICH VANSLYKE PRODUCTIONS	VOICE TALENT	\$0.00
RK DISTRIBUTION, LLC	NEWSPAPER HAULING	\$0.00
RPM/MACYS	PREPRINT ADVERTISING	\$0.00
RUBY RECEPTIONIST	CALL CENTER	\$0.00
SCHNUCKS MARKETS, INC.	PREPRINT ADVERTISING	\$0.00
SECONDSTREET MEDIA D/B/A MYCAPTURE & UPICKEM	CONTEST AND PHOTO REPRINT SERVICES	\$0.00
SERVICE EXPRESS (SUNFIRE)	COMPUTER SERVER MAINTENANCE	\$0.00
SESAC	MUSIC LICENSING	\$0.00
SESAC PERFORMING RIGHTS	MUSIC LICENSING	\$0.00
SESAC, INC.	MUSIC LICENSING	\$0.00

SLUMBERLAND	PREPRINT ADVERTISING	\$0.00
SOUND EXCHANGE	MUSIC LICENSING	\$0.00
SPECIAL INSURANCE SERVICES, INC.	EMPLOYEE BENEFITS	\$0.00
SPRING GREEN	LAWN MAINTENANCE	\$0.00
STARCOM WORLDWIDE		\$0.00
STARCOM/BEST BUY	PREPRINT ADVERTISING	\$0.00
TABOOLA, INC.	WEBSITE ADVERTISING	\$0.00
TARTER'S PLANT MAINTENANCE	OFFICE PLANT CARE	\$140.00
TATELINES, INC.	CORRESPONDENT - RADIO & PRINT	\$640.00
TECNVIA PRESS, INC	SOFTWARE LICENSE	\$650.00
THE ASSOCIATED PRESS	SYNDICATED NEWS CONTENT	\$0.00
THE ASSOCIATED PRESS	SYNDICATED NEWS CONTENT	\$0.00
THE NEWS YORK TIMES	NEWSPAPER DELIVERY	\$0.00
THE PRINCIPAL	PENSION ADMINISTRATION	\$0.00
THE WASHINGTON POST NEWS SERVICE	SYNDICATED NEWS CONTENT	\$250.00
THOMAS MCPHEETERS	REAL ESTATE LEASE	\$0.00
TOSHIBA FINANCIAL SERVICES	COPIER-PRINTER LEASE	\$790.00
TRANS UNION LLC		\$100.00
TRIBUNE CONTENT AGENCY	SYNDICATED NEWS CONTENT	\$0.00
TRIBUNE PUBLISHING	NEWSPAPER DELIVERY	\$4,300.00
TUCKER CLEANING SERVICE	OFFICE CLEANING	\$150.00
UBS FINANCIAL SERVICES, INC.	PENSION FINANCIAL ADVISE	\$0.00
UNDERTONE		\$0.00
UNITED STATES DEPT OF COMMERCE, NOAA REAL PROPERTY DIVISION		\$0.00
UNIVERSAL MUSIC - Z TUNES LLC D/B/A FIRSTCOM MUSIC	COMMERCIAL PRODUCTION MUSIC	\$0.00
UNIVERSITY OF ILLINOIS FOUNDATION/ILLINOIS PREMIUM SEATING	COLLEGE SPORTS TICKETS	\$11,000.00
VALASSIS COMMUNICATIONS, INC.	ADVERTISING AGENCY	\$0.00
VELOSIO	BUSINESS OFFICE SOFTWARE	\$0.00
VERIZON WIRELESS	WIRELESS PHONE & DATA	\$1,500.00
VILLAGE OF RANTOUL	REAL ESTATE LEASE	\$0.00
VIPOLOGY	HMS-KIO WEBSITE CONTENT	\$0.00
VISION DATA EQUIPMENT CORPORATION	SOFTWARE LICENSING	\$0.00
WALZ LABEL & MAILING SYSTEMS	SOFTWARE FOR MAILING	\$0.00
WESTWOOD ONE, INC. D/B/A	SYNDICATED RADIO CONTENT	\$600.00
WIDEORBIT, INC.	ON-AIR AUDIO STORAGE AND PLAYING SYSTEM	\$0.00