

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

In re:

BORDEN DAIRY COMPANY, *et al.*,

Debtors.¹

Chapter 11

Case No. 20-10010 (CSS)

(Joint Administration Requested)

NOTICE OF HEARING TO CONSIDER FIRST DAY PLEADINGS

PLEASE TAKE NOTICE that on January 5, 2020, the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “**Bankruptcy Code**”), with the Clerk of the United States Bankruptcy Court for the District of Delaware (the “**Court**”). The Debtors continue to operate their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

PLEASE TAKE FURTHER NOTICE that the Debtors will present the following pleadings (collectively, the “**First Day Pleadings**”) at a hearing on **January 7, 2020 at 4:00 p.m. (ET)** (the “**Hearing**”) before the Honorable Christopher S. Sontchi, United States Bankruptcy Judge, at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 5th Floor, Courtroom No. 6, Wilmington, Delaware 19801:

1. Debtors’ Motion for Entry of an Order (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief [D.I. 2, 1/5/20]
2. Debtors’ Application for Authorization to Employ and Retain Donlin Recano & Company, Inc. as Claims and Noticing Agent Effective *Nunc Pro Tunc* to the Petition Date [D.I. 3, 1/5/20]
3. Debtors’ Motion for Entry of Interim and Final Orders (I) Approving the Debtors’ Proposed Adequate Assurance of Payment for Future Utility Services, (II) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Services, (III) Approving

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Borden Dairy Company (1509); Borden Dairy Holdings, LLC (8504); National Dairy, LLC (9109); Borden Dairy Company of Alabama, LLC (5598); Borden Dairy Company of Cincinnati, LLC (1334); Borden Transport Company of Cincinnati, LLC (3462); Borden Dairy Company of Florida, LLC (5168); Borden Dairy Company of Kentucky, LLC (7392); Borden Dairy Company of Louisiana, LLC (4109); Borden Dairy Company of Madisonville, LLC (7310); Borden Dairy Company of Ohio, LLC (2720); Borden Transport Company of Ohio, LLC (7837); Borden Dairy Company of South Carolina, LLC (0963); Borden Dairy Company of Texas, LLC (5060); Claims Adjusting Services, LLC (9109); Georgia Soft Serve Delights, LLC (9109); NDH Transport, LLC (7480); and RGC, LLC (0314). The location of the Debtors’ service address is: 8750 North Central Expressway, Suite 400, Dallas, TX 75231.

- the Debtors' Proposed Procedures for Resolving Adequate Assurance Requests, and (IV) Granting Related Relief [D.I. 4, 1/5/20]
4. Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation and Reimbursable Expenses, and (B) Continue Employee Benefits Program, and (II) Granting Related Relief [D.I. 5, 1/5/20]
 5. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Payment of Certain Prepetition Taxes and Fees, and (II) Granting Related Relief [D.I. 6, 1/5/20]
 6. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue Insurance Coverage Entered into Prepetition and Satisfy Prepetition Obligations Related Thereto, (B) Renew, Amend, Supplement, Extend, or Purchase Insurance Policies, and (C) Continue Its Insurance Premium Finance Agreements, and (II) Granting Related Relief [D.I. 7, 1/5/20]
 7. Motion of the Debtors for Entry of an Order (I) Authorizing the Debtors to Honor Prepetition Obligations to Customers, and Otherwise Continue Customer Practices, and (II) Granting Related Relief [D.I. 8, 1/5/20]
 8. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to Pay Certain Prepetition Claims of Lien Claimants, and (II) Granting Related Relief [D.I. 9, 1/5/20]
 9. Motion of the Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Prepetition Critical Vendor Claims and 503(b)(9) Claims in the Ordinary Course of Business, (II) Authorizing the Debtors to Return Goods, and (III) Granting Related Relief [D.I. 10, 1/5/20]
 10. Motion of the Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue to Maintain Their Existing Cash Management System, Bank Accounts, Business Forms, and PNC and Fuel Card Programs, (B) Honor Certain Prepetition Obligations Related Thereto, and (C) Continue to Perform Intercompany Transactions, (II) Granting Administrative Expense Status to Postpetition Intercompany Claims, and (III) Granting Related Relief [D.I. 12, 1/5/20]
 11. Debtors' Motion for Interim and Final Orders (A) Authorizing Use Cash Collateral and Granting Adequate Protection, (B) Authorizing Use of Reserve Account Cash, (C) Scheduling Final Hearing, and (D) Granting Related Relief [D.I. 13, 1/6/20]

PLEASE TAKE FURTHER NOTICE that copies of all of the First Day Pleadings will be mailed subsequent to the Hearing in accordance with Rule 9013-1(m) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, and are currently available (free of charge) on the website of the Debtor's proposed claims and noticing agent, Donlin Recano & Company, Inc., dedicated to the Debtors' chapter 11

cases, www.donlinrecano.com/borden, or on the Court's website, www.deb.uscourts.gov. If you would like to receive copies of any of the First Day Pleadings prior to the Hearing, please contact Brenda Walters Paralegal, at (302) 573-7791 or bwalters@ycst.com. All parties wishing to participate in the Hearing telephonically must make arrangements with CourtCall by telephone at (888) 882-6878 or on the internet at www.courtcall.com.

Dated: January 6, 2020
Wilmington, Delaware

Respectfully submitted,

/s/ Elizabeth S. Justison

YOUNG CONAWAY STARGATT & TAYLOR, LLP

M. Blake Cleary (No. 3614)

Kenneth J. Enos (No. 4544)

Elizabeth S. Justison (No. 5911)

Betsy L. Feldman (No. 6410)

Rodney Square

1000 North King Street

Wilmington, Delaware 19801

Telephone: (302) 571-6600

Facsimile: (302) 571-1253

mbcleary@ycst.com

kenos@ycst.com

ejustison@ycst.com

bfeldman@ycst.com

-and-

ARNOLD & PORTER KAYE SCHOLER LLP

D. Tyler Nurnberg (*pro hac vice* admission pending)

Seth J. Kleinman (*pro hac vice* admission pending)

Sarah Gryll (*pro hac vice* admission pending)

70 West Madison Street, Suite 4200

Chicago, Illinois 60602-4231

Telephone: (312) 583-2300

Facsimile: (312) 583-2360

tyler.nurnberg@arnoldporter.com

seth.kleinman@arnoldporter.com

sarah.gryll@arnoldporter.com

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