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

In re:	)	Chapter 11
	)	
DADONG CATERING LLC,	)	
	)	Case No. 19-13629 (SCC)
Debtor.	)	
	)	

**NOTICE OF (I) PROPOSED SALE OF THE DEBTOR'S ASSETS FREE  
AND CLEAR OF LIENS, CLAIMS, INTERESTS AND ENCUMBRANCES,  
(II) BID PROCEDURES, (III) SELECTION OF STALKING HORSE BIDDER,  
AND (IV) RELIEF RELATED THERETO**

**PLEASE TAKE NOTICE OF THE FOLLOWING:**

On November 21, 2019, the Debtor filed with the Court a motion [ECF No. 32] (the "**Sale Motion**") seeking, among other things: (a) authority to sell assets of the Debtor free and clear of all liens, claims, interests and encumbrances (the "**Sale**"); (b) approval of certain procedures (the "**Bid Procedures**") for the solicitation of bids with respect to the Sale; (c) approval of certain procedures (the "**Assumption and Assignment Procedures**") in connection with the identification and assumption of certain contracts and leases in connection with the Sale; and (d) scheduling an auction (the "**Auction**") and a final hearing with the Court for approval of the Sale (the "**Sale Hearing**").

The Debtor shall file a form of Asset Purchase Agreement (including all exhibits, schedules and ancillary agreements related thereto, the "**APA**"), which contemplates the sale of the Sellers' assets (the "**Assets**"), through the Auction.

A hearing on approval of the Bid Procedures was held before the Court on December 4, 2019, and thereafter the Court entered an Order, among other things, approving the Bid Procedures [ECF No. 63] (the "**Bid Procedures Order**"). The Bid Procedures Order approves and establishes the Bid Procedures that govern the manner in which the Assets are to be sold. All bidders must comply with the Bid Procedures and submit a Qualified Bid so as to be received not later than January 15, 2020, at 5:00 p.m.

Pursuant to the Bid Procedures, each Qualified Bidder (as defined in the Bid Procedures) shall be invited to participate in the Auction which Auction must be attended in person and which shall commence at **1:00 p.m. (prevailing Eastern Time) on January 17, 2020, at the former premises of the Debtor, 3 Bryant Park (120 West 42<sup>nd</sup> Street, New York, NY 10036.**

The Sale Hearing is currently scheduled to be conducted on **January 22, 2020 at 10:00 a.m. (prevailing Eastern Time)** before the Honorable Shelley C. Chapman, United States Bankruptcy Judge for the Southern District of New York, to consider the approval the highest and best offer by a Qualified Bidder (the "**Successful Bidder**"), the second highest or best offer by a Qualified Bidder (the "**Back-Up Bidder**") and of the APA (as modified by the Successful Bidder) and seeking entry of an order approving the Sale (the "**Sale Order**"). The Sale Hearing may be adjourned or rescheduled from time to time without further notice other than an announcement by the Debtor in the Court of such adjournment on the date scheduled for the Sale Hearing.

A copy of the Bid Procedures Order, the proposed APA, and the Sale Motion (including the proposed Sale Order) may be obtained by written request to counsel to the Debtor at the address below. In addition, copies of the aforementioned pleadings are available at <https://www.donlinrecano.com/Clients/dadong/Index> or may be found on the Bankruptcy Court's website, [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov), and are on file with the Bankruptcy Court and available for inspection during regular business hours at the office of the Clerk of the Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004.

OBJECTIONS TO ENTRY OF THE SALE ORDER (OTHER THAN THE PROPOSED ASSUMPTION AND ASSIGNMENT OF CERTAIN CONTRACTS AND LEASES OR TO ANY PROPOSED CURE PAYMENT LIABILITY AMOUNTS IN CONNECTION THEREWITH), INCLUDING THE DEBTOR'S REQUEST TO APPROVE THE SALE OF THE ASSETS FREE AND CLEAR OF ALL LIENS, CLAIMS, ENCUMBRANCES AND INTERESTS TO PURCHASER (AS DEFINED IN THE APA) OR ANOTHER SUCCESSFUL BIDDER (EACH, AN "**OBJECTION**"), MUST BE MADE IN WRITING AND FILED BEFORE **JANUARY 13, 2020 at 5:00 p.m. (prevailing Eastern Time) (the "OBJECTION DEADLINE")**.

The Bid Procedures Order approves the Assumption and Assignment Procedures, which set forth: (i) the manner in which the Debtor will (a) identify the Assumed Contracts and the Assumed Leases (each as defined in the Sale Motion), and (b) identify amounts the Debtor believes are necessary to cure defaults under each of such Assumed Contracts and Assumed Leases as determined by the Debtor; and (ii) procedures to be followed by any party that wishes to object to the proposed assumption and assignment of any Assumed Contract and Assumed Lease, or the cure amounts proposed by the Debtor in respect thereof. An additional notice setting forth the specific Assumed Contracts and Assumed Leases to be assumed by the Debtor and the proposed cure amounts for such contracts will be served upon all counterparties to the Assumed Contracts and Assumed Leases.

The failure of any person or entity to file an objection on or before the Objection Deadline shall be deemed a consent to the Sale of the Assets to the Successful Bidder and the other relief requested in the Sale Motion and be a bar to the assertion, at the Sale Hearing or thereafter, of any objection to the Bid Procedures, the Sale Motion, the Bid, the sale of the Assets, the Debtor's

consummation and performance of the APA (or modified APA) with the Successful Bidder (including in any such case, without limitation, the transfer of the Assets free and clear of all liens, claims, encumbrances and interests).

This Notice is subject to the full terms and conditions of the Sale Motion, the Bid Procedures Order and the Bid Procedures, which shall control in the event of any conflict. The Debtor encourages parties in interest to review such documents in their entirety and consult an attorney if they have questions or want advice.

Dated: December 12, 2019

AKERMAN LLP

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