

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

In re:

MAC ACQUISITION LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 17-12224 (MFW)

(Joint Administration Requested)

**AGENDA FOR FIRST DAY HEARING
AND INDEX OF FIRST DAY PLEADINGS**

Date and Time of Hearing: Thursday, October 19, 2017 at 2:00 p.m. (ET)

**Location: UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF
DELAWARE, 824 N. MARKET STREET, 5th FLOOR, COURTROOM 4
WILMINGTON, DELAWARE 19801**

I. PETITIONS AND RELATED PLEADINGS

1. [“Voluntary Petition Packages”]

- A. Mac Acquisition LLC, Case No. 17-12224
- B. Mac Parent LLC, Case No. 17-12225
- C. Mac Holding LLC, Case No. 17-12226
- D. Mac Acquisition of New Jersey LLC, Case No. 17-12228
- E. Mac Acquisition of Kansas LLC, Case No. 17-12229
- F. Mac Acquisition of Anne Arundel County LLC, Case No. 17-12230
- G. Mac Acquisition of Frederick County LLC, Case No. 17-12231
- H. Mac Acquisition of Baltimore County LLC, Case No. 17-12232
- I. Macaroni Grill Services LLC, Case No. 17-12233

**2. [“First Day Declaration”] Declaration of Nishant Machado in Support of the Debtors’
Chapter 11 Petitions and Requests for First Day Relief [D.I. 2]**

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Mac Acquisition LLC (6362); Mac Parent LLC (6715); Mac Holding LLC (6682); Mac Acquisition of New Jersey LLC (1121); Mac Acquisition of Kansas LLC (3910); Mac Acquisition of Anne Arundel County LLC (6571); Mac Acquisition of Frederick County LLC (6881); Mac Acquisition of Baltimore County LLC (6865); and Macaroni Grill Services LLC (5963). The headquarters for the above-captioned Debtors is located at 1855 Blake St., Ste. 200, Denver, CO 80202.

II. FIRST DAY MOTIONS

3. [**“Joint Administration”**] Debtors’ Motion for Entry of an Order Directing the Joint Administration of the Debtors’ Chapter 11 Cases [D.I. 3]

Status: This matter will be going forward.

4. [**“Claims and Noticing Agent Retention”**] Debtors’ Application for Entry of an Order, Pursuant to 28 U.S.C. § 156(c), Authorizing the Retention and Appointment of Donlin, Recano & Company, Inc. as Claims and Noticing Agent for the Debtors, *Nunc Pro Tunc* to the Petition Date [D.I. 4]

Status: This matter will be going forward.

5. [**“Utilities”**] Debtors’ Motion for Interim and Final Orders (A) Prohibiting Utility Providers From Altering, Refusing, or Discontinuing Services; (B) Approving the Debtors’ Proposed Adequate Assurance of Payment for Postpetition Services; and (C) Establishing Procedures for Resolving Requests for Additional Adequate Assurance of Payment [D.I. 5]

Status: This matter will be going forward.

6. [**“Customer Programs”**] Debtors’ Motion for Order (A) Authorizing Continuation of, and Payment of Prepetition Obligations Incurred in the Ordinary Course of Business in Connection with, Customer Programs, and (B) Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related Thereto [D.I. 6]

Status: This matter will be going forward.

7. [**“Insurance”**] Debtors’ Motion for Order (A) Authorizing Continuation of, and Payment of Prepetition Obligations Incurred in the Ordinary Course of Business in Connection with, Various Insurance Policies, and (B) Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related Thereto [D.I. 7]

Status: This matter will be going forward.

8. [**“Taxes”**] Debtors’ Motion for Order (A) Authorizing the Payment of Certain Prepetition Taxes and Fees, and (B) Authorizing Banks to Receive, Process, and Honor Checks Issued and Electronic Payment Requests Related Thereto [D.I. 8]

Status: This matter will be going forward.

9. [**“Employee Wages”**] Debtors’ Motion for Entry of an Order (A) Authorizing Payment of Certain Prepetition Workforce Claims, Including Wages, Salaries, and Other Compensation; (B) Authorizing Payment of Certain Employee Benefits and Confirming Right to Continue Employee Benefits on Postpetition Basis, (C) Authorizing Payment of Reimbursement to Employees for Expenses Incurred Prepetition, (D) Authorizing Payment of Withholding and Payroll-Related Taxes, (E) Authorizing Payment of Workers’ Compensation Obligations, and (F) Authorizing Payment of Prepetition Claims Owing to Administrators and Third Party Providers [D.I. 9]

Status: This matter will be going forward.

10. [**“PACA/PASA Claims”**] Debtors’ Motion for Entry of Interim and Final Orders, Pursuant to Sections 105(a), 363, 541, 1107(a), and 1108 of the Bankruptcy Code, (I) Authorizing the Payment of Prepetition Claims Arising Under (A) the Perishable Agricultural Commodities Act and (B) the Packers and Stockyards Act, and (II) Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related to the Foregoing [D.I. 10]

Status: This matter will be going forward.

11. [**“Critical Vendor Claims”**] Debtors’ Motion for Entry of an Order, Pursuant to Sections 105(a), 363(b), 503(b)(9), 1107(a), and 1108 of the Bankruptcy Code, (I) Authorizing the Debtors to Pay Prepetition Claims of Critical Vendors and (II) Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related to the Foregoing [D.I. 11]

Status: This matter will be going forward.

12. [**“Cash Management”**] Debtors’ Motion for an Order Authorizing (A) Continued Use of Cash Management System; (B) Maintenance of Existing Bank Accounts; (C) Continued Use of Existing Business Forms; (D) Continued Performance of Intercompany Transactions in the Ordinary Course of Business and Grant of Administrative Expenses Status for Postpetition Intercompany Claims; and (E) Interim Waiver of Section 345(b) Deposit and Investment Requirements [D.I. 12]

Status: This matter will be going forward.

13. [**“DIP”**] Debtors’ Motion for Interim and Final Orders (I) Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 507, and 552 Authorizing Debtors to (A) Obtain Postpetition Secured Financing, (B) Use Cash Collateral, (C) Grant Adequate Protection to Prepetition Secured Parties; (II) Modifying the Automatic Stay; (III) Scheduling a Final Hearing Pursuant to Bankruptcy Rules 4001(b) and 4001(c); and (IV) Granting Related Relief [D.I. 13]

Status: This matter will be going forward.

Dated: Wilmington, Delaware
October 18, 2017

YOUNG CONAWAY STARGATT & TAYLOR, LLP

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