

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

In re:

MAC ACQUISITION LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 17-12224 (MFW)

(Joint Administration Requested)

**NOTICE OF HEARING TO CONSIDER FIRST DAY PLEADINGS**

**PLEASE TAKE NOTICE** that, on October 18, 2017, Mac Acquisition LLC and its affiliated debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (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 business 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 (the “First Day Pleadings”) at a hearing on **Thursday, October 19, 2017 at 2:00 p.m. (ET)** (the “Hearing”) before the Honorable Mary F. Walrath, United States Bankruptcy Judge, at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 5th Floor, Courtroom No. 4, Wilmington, Delaware 19801:

1. [**“Joint Administration”**] Debtors’ Motion for Entry of an Order Directing the Joint Administration of the Debtors’ Chapter 11 Cases [D.I. 3]
2. [**“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

<sup>1</sup> 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.

Donlin, Recano & Company, Inc. as Claims and Noticing Agent for the Debtors, *Nunc Pro Tunc* to the Petition Date [D.I. 4]

3. [**“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]
4. [**“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]
5. [**“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]
6. [**“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]
7. [**“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]
8. [**“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]
9. [**“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]
10. [**“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]

11. [**“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]

**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 dedicated to these chapter 11 cases of the Debtors’ proposed claims and noticing agent, Donlin, Recano & Company, Inc., [www.donlinrecano.com/mg](http://www.donlinrecano.com/mg), or on the Court’s website, [www.deb.uscourts.gov](http://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 [[bwalters@ycst.com](mailto: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](http://www.courtcall.com).

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Dated: Wilmington, Delaware  
October 18, 2017

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*Proposed Counsel for the Debtors  
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