

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION**

In re:

hhgregg, Inc., *et al.*,¹

Debtors.

Chapter 11

Case No. 17-01302-RLM-11

(Jointly Administered)

**PROPOSED AGENDA OF MATTERS SCHEDULED FOR HEARING ON
MARCH 23, 2017 AT 9:00 A.M.**

hhgregg, Inc. and its above-captioned affiliated debtors and debtors in possession (each, a “Debtor” and, collectively, the “Debtors”), by counsel, hereby submits this proposed agenda for the matter scheduled for hearing on March 23, 2017 at 9:00 a.m. (ET) in Room 329, Birch Bayh Federal Building and U.S. Courthouse, 46 E. Ohio Street, Indianapolis, IN 46204 (the “Hearing”). The debtors anticipate that the matters before the Court for the Hearing will take approximately 1 hour.

I. DIAL-IN INFORMATION

The dial-in telephone number for interested parties to participate in the Hearing by conference call is 1-888-872-3603, passcode: 3172362120.

II. MATTERS SCHEDULED TO BE HEARD AT HEARING

1. Debtors’ Motion for Orders (A)(I) Scheduling a Bid Procedure Hearing; (II) Authorizing and Approving Bid Procedures; (III) Approving Notice Procedures; (IV) Scheduling a Sale Hearing; and (V) Approving Procedures for Assumption and Assignment and Determining Cure Amounts and (B)(I) Authorizing the Sale of Substantially All of the Debtors’ Assets Free and Clear of All Claims, Liens, Rights, Interests, and Encumbrances; (II) Approving the Successful Bidder Purchase Agreement; and (III) Authorizing the Debtors to Assume and Assign Certain Executory Contracts and Unexpired Leases [Doc. No. 99]

Status: Objections filed by Creditors Drexel Delaware Sawmill Holdings, LLC, Midland Southpoint Development Company, LLC,

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: hhgregg, Inc. (0538); Gregg Appliances, Inc. (9508); and HHG Distributing LLC (5875). The location of the Debtors’ corporate headquarters is 4151 East 96th Street, Indianapolis, Indiana 46240.

Tanglewood Park, LLC, Luckoff Land Company, LLC [Doc No. 262]; Creditors 3503 RP Gurnee, LLC, Bel Air Square, LLC, Capital Centre LLC, RPAI Concord King's Grant II, LLC, RPAI Newnan Crossing II, LLC, RPAI West Mifflin Century III, LP [Doc. No. 270]; Creditor Geneva Commons, LLC [Doc. No. 273]; Creditors DGI LS, LLC, Cincinnati Eastgate Exchange, LLC, IRC Orland Park Place, LLC, Noblesville Partners, LLC [Doc. No. 274]; Creditors Brixmore property Group, Inc., Federal Realty Investment Trust, GGP Limited Partnership, HCP III Golden Gate LLC, Acadia Realty Limited Partnership, ARC Asandsc001, LLC, ARC Clorlf1001, LLC, ARC Jclouky001, LLC, PGIM, Starwood Retail Partners, LLC [Doc. No. 279]; and Creditors Noble Properties, Inc., Washington Prime Group Inc. [Doc. No. 284]. Response in Opposition filed by Creditor Monster, LLC [Doc. No. 271]. Objections to Bid Procedures due by March 21, 2017 at 5:00 p.m. (ET); extended to March 22, 2017 at 2:00 p.m. Notice of Submission of Amended Proposed Bid Procedures Order, Bid Procedures, and Related Notices filed [Doc. No. 278]. **A Motion to Continue has Been Filed Requesting This Matter Be Continued to Tuesday, March 28, 2017 at 2:30 p.m. with the consent of the DIP Agent and the Committee.**

2. Debtors' First Day 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 [Doc. No. 13]

Status: Hearing held March 15, 2017. Objection filed by the United States Trustee [Doc. No. 37] and Creditor Haier US Appliance Solutions, Inc. [Doc. No. 181]. Objections due by March 14, 2017 at 5:00 p.m. (ET). **A Motion to Continue has Been Filed Requesting This Matter Be Continued to Tuesday, March 28, 2017 at 2:30 p.m. with the consent of the DIP Agent and the Committee.**

3. Expedited Hearing on Debtors' Motion for Entry of an Order Authorizing the Debtors to Assume a Certain Executory Contract Pursuant to 11 U.S.C. § 365 [Doc. No. 260].

Status: Objections due by March 22, 2017 at 5:00 p.m. (ET). **Going forward at the Hearing.**

III. NOTICE

The Debtors will serve this proposed hearing agenda on: (i) the Office of the United States Trustee for the Southern District of Indiana; (ii) counsel for the Official Committee of Unsecured Creditors, c/o Cathy Hershcopf, Cooley LLP, 1114 Avenue of the Americas, New York, NY 10036 (chershcopf@cooley.com) and Thomas C. Scherer, Bingham

Greenebaum Doll LLP, 10 West Market Street, #2700, Indianapolis, IN 46204

(tscherer@bgdlegal.com); (iii) counsel to the Agent for the Debtors' prepetition secured

lenders and the lenders providing debtor in possession financing, c/o Sean M. Monahan,

Choate, Hall & Stewart LLP, Two International Place, Boston, MA 02110

(smonahan@choate.com) and Jay Jaffe, Faegre Baker Daniels, LLP, 600 E. 96th Street,

Suite 600, Indianapolis, IN 46240 (jay.jaffe@faegrebd.com); (iv) each entity who has filed

and served a court filing set to be heard at the Hearing; and (v) all parties that, as of the

filing of this Motion, have requested notice in these chapter 11 cases pursuant to

Bankruptcy Rule 2002.

Dated: March 22, 2017

Respectfully submitted,

MORGAN, LEWIS & BOCKIUS LLP

Neil E. Herman (admitted *pro hac vice*)

Rachel Jaffe Mauceri (admitted *pro hac vice*)

Katherine L. Lindsay (admitted *pro hac vice*)

101 Park Avenue

New York, New York 10178

Telephone: (212) 309-6000

Neil.Herman@morganlewis.com

Rachel.Mauceri@morganlewis.com

Katherine.Lindsay@morganlewis.com

-and-

/s/ Jeffrey A. Hokanson

ICE MILLER LLP

Jeffrey A. Hokanson (No. 14579-49)

Sarah L. Fowler (No. 30621-49)

One American Square, Suite 2900

Indianapolis, IN 46282-0200

Telephone: (317) 236-2100

Jeff.Hokanson@icemiller.com

Sarah.Fowler@icemiller.com

Proposed Counsel to the Debtors and Debtors in Possession