

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

In re

The Hertz Corporation, *et al.*,¹

Debtors.

The Official Committee of Unsecured Creditors, on
behalf of the estates of the Debtors,

Plaintiffs,

v.

Barclays Bank PLC, solely as the holder of a first
lien and/or security interest in its capacity as
collateral agent under an Amended and Restated
Guarantee and Collateral Agreement dated
November 2, 2017, and BOKF, N.A., solely as the
holder of a second lien and/or security interest in its
capacity as collateral agent under the Second Lien
Collateral Agreement dated June 6, 2017,

Defendants.

Chapter 11

Case No. 20-11218 (MFW)

(Jointly Administered)

Adv. Pro. No. 20-50842 (MFW)

**NOTICE OF AMENDED² AGENDA FOR TELEPHONIC AND VIDEO HEARING
SCHEDULED FOR OCTOBER 29, 2020 AT 10:30 A.M. (PREVAILING EASTERN
TIME), BEFORE THE HONORABLE MARY F. WALRATH, AT THE UNITED
STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE³**

¹ The last four digits of The Hertz Corporation's tax identification number are 8568. The location of the debtors' service address is 8501 Williams Road, Estero, FL 33928. Due to the large number of debtors in these chapter 11 cases, for which joint administration for procedural purposes has been requested, a complete list of the debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the debtors' claims and noticing agent at <https://restructuring.primeclerk.com/hertz>.

² **Amended items appear in bold.**

³ All motions and other pleadings referenced herein are available online at the following address: <https://restructuring.primeclerk.com/hertz>.

THIS HEARING WILL BE HELD TELEPHONICALLY AND BY VIDEO.

ALL PARTIES WISHING TO APPEAR MUST DO SO TELEPHONICALLY BY CONTACTING COURTCALL, LLC AT 866-582-6878 NO LATER THAN OCTOBER 28, 2020 BY NOON. ONLY THOSE PARTIES THAT WILL BE ADDRESSING THE COURT SHOULD APPEAR BY ZOOM AND COURTCALL.

PLEASE NOTE THAT THE MICROPHONES ON THE ZOOM MEETING WILL BE MUTED AND THE ONLY AUDIO WILL BE THROUGH COURTCALL.

**TO APPEAR BY VIDEO CONFERENCE,
PARTIES SHOULD USE THE FOLLOWING INFORMATION:
JOIN ZOOMGOV HEARING: <https://debuscourts.zoomgov.com/j/1608243210>**

Meeting ID: 160 824 3210; Passcode: 823871

I. UNCONTESTED MATTER WITH CERTIFICATION OF NO OBJECTION:

1. Motion of Debtors for Entry of an Order Authorizing the Debtors to File Under Seal and Redact Confidential Information in the (i) DIP Financing Motion, (ii) DIP Credit Agreement, and (iii) the DIP Declaration [[Docket No. 1525](#) – filed October 16, 2020]

Objection/Response Deadline: October 22, 2020 at 4:00 p.m. (ET)

Objections/Responses Received: None.

Related Documents:

- i. Certification of No Objection Regarding Motion of Debtors for Entry of an Order Authorizing the Debtors to File Under Seal and Redact Confidential Information in (i) DIP Financing Motion, (ii) DIP Credit Agreement, and (iii) DIP Declaration [[Docket No. 1617](#) – filed October 27, 2020]
- ii. **Order Authorizing the Debtors to File Under Seal and Redact Confidential Information in (i) the DIP Financing Motion, (ii) the DIP Credit Agreement and (iii) the DIP Declaration [[Docket No. 1630](#) – entered October 27, 2020]**

Status: **On October 27, 2020, the Court entered an order regarding this matter. Accordingly, a hearing with respect to this matter is no longer necessary.**

II. MATTER GOING FORWARD:

2. [SEALED] Debtors' Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Superpriority Administrative Claims, and (ii) Granting Related Relief [[Docket No. 1521](#) – filed October 16, 2020]

Objection/Response Deadline: October 22, 2020 at 4:00 p.m. (ET); extended by agreement to October 23, 2020 at 4:00 p.m. (ET) for the Office of the United States Trustee (the “U.S. Trustee”), DLC Management Corp. and PG Syracuse, LLC, certain landlords represented by Ballard Spahr LLP, Canadian ABS Lenders, Gulf States Toyota, the Ad Hoc Group of Hertz Bondholders; extended by agreement to October 23, 2020 at 11:59 p.m. for the Official Committee of Unsecured Creditors (the “Committee”) and the Chubb Companies; extended by agreement to October 24, 2020 at 12:00 p.m. for Deutsche Bank AG, New York Branch, in its capacity as administrative agent, and the MTN Steering Committee

Objections/Responses Received:

- A. Informal comments received from the U.S. Trustee
- B. Informal comments received from DLC Management Corp. and PG Syracuse, LLC
- C. Informal comments received from certain landlords represented by Ballard Spahr LLP
- D. Informal comments received from the Chubb Companies
- E. Informal comments received from Deutsche Bank AG, New York Branch, in its capacity as administrative agent, and the MTN Steering Committee
- F. Informal comments received from Canadian ABS Lenders
- G. Informal comments received from Liberty Mutual Insurance Company and its affiliates and Zurich American Insurance Company and its affiliates
- H. Informal comments received from Gulf States Toyota
- I. Informal comments received from the Ad Hoc Group of Hertz Bondholders
- J. The Texas Taxing Authorities’ Objection to the Debtors’ Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Superpriority Administrative Claims, and (ii) Granting Related Relief [[Docket No. 1562](#) – filed October 22, 2020]
 - i. Withdrawal of the Texas Taxing Authorities’ Objection to the Debtors’ Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and

Superpriority Administrative Claims, and (ii) Granting Related Relief
[[Docket No. 1592](#) – filed October 23, 2020]

- K. Reservation of Rights of Banc of America Leasing & Capital, LLC to Debtors’ Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Superpriority Administrative Claims, and (ii) Granting Related Relief [[Docket No. 1573](#) – filed October 22, 2020]
- L. Limited Objection of Scott Randolph, Orange County, Florida Tax Collector, to Debtors’ Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Super Priority Administrative Claims, and (ii) Granting Related Relief [[Docket No. 1574](#) – filed October 22, 2020]
- M. Reservation of Rights and Limited Objection of the Ad Hoc Group of Hertz Bondholders to Debtors’ Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Superpriority Administrative Claims, and (ii) Granting Related Relief [[Docket No. 1593](#) – filed October 23, 2020]
- N. Limited Objection of the Official Committee of Unsecured Creditors to the Debtors’ Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Superpriority Administrative Claims, and (ii) Granting Related Relief [[Docket No. 1603](#) – filed October 23, 2020]

Related Documents:

- i. [SEALED] Declaration of William Q. Derrough in Support of the Debtors’ Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Superpriority Administrative Claims, and (ii) Granting Related Relief [Docket No. 1522 – filed October 16, 2020]
- ii. [Redacted] Debtors’ Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Superpriority Administrative Claims, and (ii) Granting Related Relief [[Docket No. 1523](#) – filed October 16, 2020]
- iii. [Redacted] Declaration of William Q. Derrough in Support of the Debtors’ Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Superpriority Administrative Claims, and (ii) Granting Related Relief [[Docket No. 1524](#) – filed October 16, 2020]
- iv. [SEALED] Notice of Filing of DIP Credit Agreement [Docket No. 1582 – filed October 22, 2020]

- v. Notice of Filing of Proposed Redacted Version of the DIP Credit Agreement [[Docket No. 1583](#) – filed October 22, 2020]
- vi. **Supplemental Declaration of William Q. Derrough in Support of the Debtors’ Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Superpriority Administrative Claims, and (ii) Granting Related Relief** [[Docket No. 1635](#) – filed October 28, 2020]
- vii. **Debtors’ Omnibus Reply in Support of Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Superpriority Administrative Claims, and (ii) Granting Related Relief** [[Docket No. 1636](#) – filed October 28, 2020]
- viii. **Debtors’ Motion for Leave to File Debtors’ Omnibus Reply in Support of Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Superpriority Administrative Claims, and (ii) Granting Related Relief** [[Docket No. 1637](#) – filed October 28, 2020]
- ix. **Reply of Proposed Lenders Under Senior Secured Superpriority Debtor-in-Possession Credit Facility to Objections of Official Committee of Unsecured Creditors and Ad Hoc Group of Hertz Bondholders to Debtors’ Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Superpriority Administrative Claims, and (ii) Granting Related Relief** [[Docket No. 1638](#) – filed October 28, 2020]
- xi. **Motion of the Proposed Lenders for Leave to File a Reply in Support of the Debtors’ Motion Seeking Entry of an Order (i) Authorizing the Debtors to Obtain Debtor-in-Possession Financing and Granting Liens and Superpriority Administrative Claims, and (ii) Granting Related Relief and in Response to Objections Thereto** [[Docket No. 1639](#) – filed October 28, 2020]

Status: With the exception of the objections filed by the Committee and the Ad Hoc Group of Hertz Bondholders, all other objections and informal comments have been resolved. **On October 28, 2020, the Debtors filed a reply and supplemental declaration in support of the motion.** The hearing on this matter will go forward.

III. PRE-TRIAL CONFERENCE:

- 3. Complaint [Adv. Case No. 20-50842 (MFW) – [Docket No. 1](#) – filed September 11, 2020]

Response Deadline: October 13, 2020

Responses Received:

- A. Barclays Bank PLC and BOKF, N.A.'s Motion to Dismiss Counts II, III, and IV of the Complaint [Adv. Case No. 20-50842 (MFW) – [Docket No. 9](#) – filed October 13, 2020]
- i. [SEALED] Memorandum of Law in Support of Barclays Bank PLC and BOKF, N.A.'s Motion to Dismiss [Adv. Case No. 20-50842 (MFW) – Docket No. 10 – filed October 13, 2020]
 - ii. [SEALED] Declaration of Robert Walsh in Support of Barclays Bank PLC and BOKF, N.A.'s Motion to Dismiss [Adv. Case No. 20-50842 (MFW) – Docket No. 14 – filed October 13, 2020]
 - iii. [SEALED] Declaration of Jordan D. Gratch in Support of Barclays Bank PLC and BOKF, N.A.'s Motion to Dismiss [Adv. Case No. 20-50842 (MFW) – Docket No. 15 – filed October 13, 2020]
 - iv. Supplemental Memorandum of Law in Support of BOKF, N.A.'s Motion to Dismiss Counts II, III and IV of the Complaint Pursuant to Bankruptcy Code Section 546(e) [Adv. Case No. 20-50842 (MFW) – [Docket No. 16](#) – filed October 13, 2020]
 - v. Declaration of Andrew I. Silfen in Support of Motion of Barclays Bank PLC and BOKF, N.A. to Dismiss [Adv. Case No. 20-50842 (MFW) – [Docket No. 17](#) – filed October 13, 2020]
 - vi. Motion to File Under Seal Declaration of Jordan D. Gratch [Adv. Case No. 20-50842 (MFW) – [Docket No. 20](#) – filed October 16, 2020]
 - vii. Notice of Filing of Proposed Redacted Version of Declaration of Jordan D. Gratch [Adv. Case No. 20-50842 (MFW) – [Docket No. 21](#) – filed October 16, 2020]

Related Documents:

- i. Summons and Notice of Pretrial Conference in an Adversary Proceeding [Issued to Barclays Bank PLC, solely as the holder of first lien and/or security interest in its capacity as collateral agent under an Amended and Restated Guarantee and Collateral Agreement dated November 2, 2017] [Adv. Case No. 20-50842 (MFW) – [Docket No. 3](#) – filed September 11, 2020]
- ii. Summons and Notice of Pretrial Conference in an Adversary Proceeding [Issued to BOKF, N.A, solely as the holder of a second lien and/or security interest in its capacity as collateral agent under the Second Lien Collateral Agreement dated June 6, 2017] [Adv. Case No. 20-50842 (MFW) – [Docket No. 4](#) – filed September 11, 2020]
- iii. Certification of Counsel Regarding Proposed Scheduling Orders [Adv. Case No. 20-50842 (MFW) – [Docket No. 6](#) – filed October 9, 2020]

- iv. Certification of Counsel Regarding Stipulated Briefing Schedule on Defendants' Motion to Dismiss [Adv. Case No. 20-50842 (MFW) – [Docket No. 27](#) – filed October 23, 2020]
- v. **Notice of Adjournment of Pretrial Conference** [Adv. Case No. 20-50842 (MFW) – [Docket No. 29](#) – filed October 27, 2020]

Status: **This matter is continued to November 5, 2020 at 11:30 a.m. (ET).**

Dated: October 28, 2020

/s/ Brett M. Haywood

RICHARDS, LAYTON & FINGER, P.A.

Mark D. Collins (No. 2981)
Robert J. Stearn, Jr. (No. 2915)
John H. Knight (No. 3848)
Brett M. Haywood (No. 6166)
Christopher M. De Lillo (No. 6355)
J. Zachary Noble (No. 6689)
One Rodney Square
920 N. King Street
Wilmington, DE 19801
Telephone: (302) 651-7700
Facsimile: (302) 651-7701
Collins@rlf.com
Stearn@rlf.com
Knight@rlf.com
Haywood@rlf.com
DeLillo@rlf.com
Noble@rlf.com

—and—

WHITE & CASE LLP

Thomas E Lauria (admitted *pro hac vice*)
Matthew C. Brown (admitted *pro hac vice*)
200 South Biscayne Boulevard, Suite 4900
Miami, FL 33131
Telephone: (305) 371-2700
tlauria@whitecase.com
mbrown@whitecase.com

J. Christopher Shore (admitted *pro hac vice*)
David M. Turetsky (admitted *pro hac vice*)
Andrew T. Zatz (admitted *pro hac vice*)
Andrea Amulic (admitted *pro hac vice*)
Samuel P. Hershey (admitted *pro hac vice*)
1221 Avenue of the Americas
New York, NY 10020
Telephone: (212) 819-8200
cshore@whitecase.com
david.turetsky@whitecase.com
azatz@whitecase.com
andrea.amulic@whitecase.com
sam.hershey@whitecase.com

Jason N. Zakia (admitted *pro hac vice*)
111 South Wacker Drive
Chicago, IL 60606
Telephone: (312) 881-5400
jzakia@whitecase.com

Ronald K. Gorsich (admitted *pro hac vice*)
Aaron Colodny (admitted *pro hac vice*)
Andrew Mackintosh (admitted *pro hac vice*)
Doah Kim (admitted *pro hac vice*)
555 South Flower Street, Suite 2700
Los Angeles, CA 90071
Telephone: (213) 620-7700
rgorsich@whitecase.com
aaron.colodny@whitecase.com
amackintosh@whitecase.com
doah.kim@whitecase.com

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