

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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In re : **Chapter 11**
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TK HOLDINGS INC., et al., : **Case No. 17-11375 (BLS)**
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Debtors.¹ : **Jointly Administered**
:

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**NOTICE OF *SECOND AMENDED*² AGENDA OF MATTERS SCHEDULED
FOR HEARING ON SEPTEMBER 11, 2017 AT 10:00 A.M. (EDT)³**

THE DEBTORS HAVE REQUESTED PERMISSION TO ADJOURN THE HEARING ON THE BAR DATE MOTION AND, PENDING SUCH PERMISSION, CANCEL THE HEARING AS NO OTHER MATTERS WILL BE GOING FORWARD.

I. CONTINUED MATTER:

1. Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 503, and 507 and Fed. R. Bankr. P. 2002, 4001, 6003, 6004, and 9014 for Entry of an Interim and Final Order (I) Authorizing Debtors to Enter Into Accommodation Agreement and Access Agreement with Certain Customers, (II) Granting Adequate Protection in Connection Therewith, (III) Modifying the Automatic Stay to Implement and Effectuate the Terms Thereof, and (IV) Scheduling a Final Hearing [Docket No. 18 - filed June 26, 2017] (the "Accommodation Agreement Motion")

Objection / Response Deadline: July 19, 2017 at 4:00 p.m. (EDT); extended to July 21, 2017 at 4:00 p.m. (EDT) for the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Takata Americas (9766); TK Finance, LLC (2753); TK China, LLC (1312); TK Holdings Inc. (3416); Takata Protection Systems Inc. (3881); Interiors in Flight Inc. (4046); TK Mexico Inc. (8331); TK Mexico LLC (9029); TK Holdings de Mexico, S. de R.L. de C.V. (N/A); Industrias Irvin de Mexico, S.A. de C.V. (N/A); Takata de Mexico, S.A. de C.V. (N/A); and Strosshe-Mex, S. de R.L. de C.V. (N/A). Except as otherwise set forth herein, the Debtors’ international affiliates and subsidiaries are not debtors in these chapter 11 cases. The location of the Debtors’ corporate headquarters is 2500 Takata Drive, Auburn Hills, Michigan 48326.

² **Amended items appear in bold.**

³ The hearing will be held before The Honorable Brendan L. Shannon at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom 1, Wilmington, Delaware 19801. Any person who wishes to appear telephonically at the September 11, 2017 hearing must contact COURTCALL, LLC at 866-582-6878 prior to 12:00 p.m. (noon) (EDT) on Friday, September 8, 2017 to register his/her telephonic appearance in accordance with the Instructions for Telephonic Appearances Effective January 5, 2005, Revised April 27, 2009.

Office of the United States Trustee (the “U.S. Trustee”); extended to August 3, 2017 at 4:00 p.m. (EDT) for the plaintiffs in the multidistrict litigation action (the “MDL Plaintiffs”); extended to August 7, 2017 at 11:00 a.m. (EDT) for Official Committee of Unsecured Tort Creditors (the “Tort Committee”); extended to August 9, 2017 at 4:00 p.m. (EDT) for the Official Committee of Unsecured Trade Creditors (the “UCC”); further extended to September 22, 2017 at 4:00 p.m. (EDT) for Tort Committee, UCC, and the Future Claimants’ Representative

Objections / Responses Received:

- A. Limited Objection by the Government of the U.S. Virgin Islands and the State of Hawai’i to Motion for Entry of a Final Order Approving the Accommodation Agreement [Docket No. 283 - filed July 19, 2017]
- B. The MDL Plaintiffs’ Objection to Debtors’ Request for Final Order Approving Relief Requested in Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 503, and 507 and Fed. R. Bankr. P. 2002, 4001, 6003, 6004, and 9014 for Entry of an Interim and Final Order (I) Authorizing Debtors to Enter Into Accommodation Agreement and Access Agreement with Certain Customers, (II) Granting Adequate Protection in Connection Therewith, (III) Modifying the Automatic Stay to Implement and Effectuate the Terms Thereof, and (IV) Scheduling a Final Hearing [Docket No. 383 - filed August 3, 2017]
- C. Exhibits A and B to the MDL Plaintiffs’ Objection to Debtors’ Request for Final Order Approving Relief Requested in Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 503, and 507 and Fed. R. Bankr. P. 2002, 4001, 6003, 6004, and 9014 for Entry of an Interim and Final Order (I) Authorizing Debtors to Enter Into Accommodation Agreement and Access Agreement with Certain Customers, (II) Granting Adequate Protection in Connection Therewith, (III) Modifying the Automatic Stay to Implement and Effectuate the Terms Thereof, and (IV) scheduling a Final Hearing [Docket No. 387 - filed August 3, 2017]
- D. Objection of Official Committee of Unsecured Tort Claimant Creditors to Entry of Final Order in Connection with Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 503, and 507 and Fed. R. Bankr. P. 2002, 4001, 6003, 6004, and 9014 for Entry of an Interim and Final Order (I) Authorizing Debtors to Enter Into Accommodation Agreement and Access Agreement with Certain Customers, (II) Granting Adequate Protection in Connection Therewith, (III) Modifying the Automatic Stay to Implement

and Effectuate the Terms Thereof, and (IV) Scheduling a Final Hearing [Docket No. 402 - filed August 4, 2017]

Related Documents:

- i. Notice of Filing of Exhibit B to Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 503, 506 and 507 and Fed. R. Bankr. P. 2002, 4001, 6003, 6004, and 9014 for Entry of an Interim and Final Order (I) Authorizing Debtors to Enter Into Accommodation Agreement and Access Agreement with Certain Customers, (II) Granting Adequate Protection in Connection Therewith, (III) Modifying the Automatic Stay to Implement and Effectuate the Terms Thereof, and (IV) Scheduling a Final Hearing [Docket No. 87 - filed June 26, 2017]
- ii. Notice of Filing of Budget in Connection with the Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 503, 506 and 507 and Fed. R. Bankr. P. 2002, 4001, 6003, 6004, and 9014 for Entry of an Interim and Final Order (I) Authorizing Debtors to Enter Into Accommodation Agreement and Access Agreement with Certain Customers, (II) Granting Adequate Protection in Connection Therewith, (III) Modifying the Automatic Stay to Implement and Effectuate the Terms Thereof, and (IV) Scheduling a Final Hearing [Docket No. 88 - filed June 26, 2017]
- iii. Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 503, 506 and 507 and Fed. R. Bankr. P. 2002, 4001, 6003, 6004, and 9014 Granting Motion for Entry of an Interim and Final Order (I) Authorizing Debtors to Enter Into Accommodation Agreement and Access Agreement with Certain Customers, (II) Granting Adequate Protection in Connection Therewith, (III) Modifying the Automatic Stay to Implement and Effectuate the Terms Thereof; and (IV) Scheduling a Final Hearing [Docket No. 107 - entered June 27, 2017]
- iv. Notice of Entry of (A) Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 503, 506 and 507 and Fed. R. Bankr. P. 2002, 4001, 6003, 6004, and 9014 Granting Motion for Entry of an Interim and Final Order (I) Authorizing Debtors to Enter Into Accommodation Agreement and Access Agreement with Certain Customers, (II) Granting Adequate Protection in Connection Therewith, (III) Modifying the Automatic Stay to Implement and Effectuate the Terms Thereof; and (IV) Scheduling a Final Hearing and (B) Final Hearing Thereon [Docket No. 135 - filed June 28, 2017]
- v. Notice of Filing of Modified Accommodation Agreement [Docket No. 289 - filed July 20, 2017]
- vi. Notice of Filing of Limited Waiver with Respect to Accommodation Agreement [Docket No. 303 - filed July 25, 2017]

- vii. Notice of Filing First Amendment to Accommodation Agreement [Docket No. 355 - filed August 1, 2017]
- viii. Notice of Continued Hearing Regarding Final Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 503, and 507 and Fed. R. Bankr. P. 2002, 4001, 6003, 6004, and 9014 for Entry of an Interim and Final Order (I) Authorizing Debtors to Enter Into Accommodation Agreement and Access Agreement with Certain Customers, (II) Granting Adequate Protection in Connection Therewith, (III) Modifying the Automatic Stay to Implement and Effectuate the Terms Thereof, and (IV) Scheduling a Final Hearing [Docket No. 487 - filed August 10, 2017]
- ix. Notice of Filing of Second Limited Waiver with Respect to Accommodation Agreement [Docket No. 535 - filed August 17, 2017]
- x. Notice of Filing of Third Limited Waiver with Respect to Accommodation Agreement [Docket No. 661 - filed August 31, 2017]

Status: The final hearing on this matter has been continued to the hearing currently scheduled for October 2, 2017 at 10:00 a.m. (EDT).

II. MATTER WITH CERTIFICATION OF COUNSEL:

- 2. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 345(b), 363(b), 363(c), 364(a), and 503(b) and Fed. R. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Honor Certain Prepetition Obligations Related to the Use Thereof, (C) Provide Certain Postpetition Claims Administrative Expense Priority, (D) Continue Intercompany Funding of Certain Non-Debtors, and (E) Maintain Existing Bank Accounts and Business Forms; and (II) Extending Time to Comply with Requirements of 11 U.S.C. § 345(b) [Docket No. 13 - filed June 26, 2017]

Objection / Response Deadline: July 19, 2017 at 4:00 p.m. (EDT); extended to July 21, 2017 at 4:00 p.m. (EDT) for the U.S. Trustee for further interim relief requested; extended to July 24, 2017 at 2:00 p.m. (EDT) for the UCC and the Tort Committee for further interim relief requested and extended to August 3, 2017 at 4:00 p.m. (EDT) for the U.S. Trustee for further interim relief; extended to August 7, 2017 at 11:00 a.m. (EDT) for the UCC and the Tort Committee for further interim relief; further extended to August 23, 2017 at 4:00 p.m. (EDT); extended to August 28, 2017 at 11:00 a.m. (EDT) for the UCC and

the Tort Committee; extended to September 5, 2017 at 12:00 p.m. (EDT) for further interim relief

Objections / Responses Received:

- A. Informal comments from the U.S. Trustee
- B. Informal comments from the UCC
- C. Informal comments from the Tort Committee
- D. Informal comments from Takata Corporation
- E. Informal comments from Comerica Bank

Related Documents:

- i. Interim Order Pursuant to 11 U.S.C. §§ 105(a), 345(b), 363(b), 363(c), 364(a), and 503(b) and Fed. R. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Honor Certain Prepetition Obligations Related to the Use Thereof, (C) Provide Certain Postpetition Claims Administrative Expense Priority, (D) Continue Intercompany Funding of Certain Non-Debtors, and (E) Maintain Existing Bank Accounts and Business Forms; and (II) Extending Time to Comply with Requirements of 11 U.S.C. § 345(b) [Docket No. 104 - entered June 27, 2017]
- ii. Notice of Entry of (A) Interim Order Pursuant to 11 U.S.C. §§ 105(a), 345(b), 363(b), 363(c), 364(a), and 503(b) and Fed. R. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Honor Certain Prepetition Obligations Related to the Use Thereof, (C) Provide Certain Postpetition Claims Administrative Expense Priority, (D) Continue Intercompany Funding of Certain Non-Debtors, and (E) Maintain Existing Bank Accounts and Business Forms; and (II) Extending Time to Comply with Requirements of 11 U.S.C. § 345(b) and (B) Final Hearing Thereon [Docket No. 132 - filed June 28, 2017]
- iii. Second Interim Order Pursuant to 11 U.S.C. §§ 105(a), 345(b), 363(b), 363(c), 364(a), and 503(b) and Fed. R. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Honor Certain Prepetition Obligations Related to the Use Thereof, (C) Provide Certain Postpetition Claims Administrative Expense Priority, (D) Continue Intercompany Funding of Certain Non-Debtors, and (E) Maintain Existing Bank

Accounts and Business Forms; and (II) Extending Time to Comply with Requirements of 11 U.S.C. § 345(b) [Docket No. 328 - entered July 26, 2017]

- iv. Third Interim Order Pursuant to 11 U.S.C. §§ 105(a), 345(b), 363(b), 363(c), 364(a), and 503(b) and Fed. R. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Honor Certain Prepetition Obligations Related to the Use Thereof, (C) Provide Certain Postpetition Claims Administrative Expense Priority, (D) Continue Intercompany Funding of Certain Non-Debtors, and (E) Maintain Existing Bank Accounts and Business Forms; and (II) Extending Time to Comply with Requirements of 11 U.S.C. § 345(b) [Docket No. 444 - entered August 9, 2017]
- v. Fourth Interim Order Pursuant to 11 U.S.C. §§ 105(a), 345(b), 363(b), 363(c), 364(a), and 503(b) and Fed. R. Bankr. P. 6003 and 6004 (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Honor Certain Prepetition Obligations Related to the Use Thereof, (C) Provide Certain Postpetition Claims Administrative Expense Priority, (D) Continue Intercompany Funding of Certain Non-Debtors, and (E) Maintain Existing Bank Accounts and Business Forms; and (II) Extending Time to Comply with Requirements of 11 U.S.C. § 345(b) [Docket No. 653 - entered August 30, 2017]
- vi. Certification of Counsel Regarding Final Order Pursuant to 11 U.S.C. §§ 105(a), 345(b), 363(b), 363(c), 364(a), and 503(b) and Fed. R. Bankr. P. 6003 and 6004 (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Honor Certain Prepetition Obligations Related to the Use Thereof, (C) Provide Certain Postpetition Claims Administrative Expense Priority, (D) Continue Intercompany Funding of Certain Non-Debtors, and (E) Maintain Existing Bank Accounts and Business Forms; and (II) Waiving the Requirements of 11 U.S.C. § 345(b) [Docket No. 708 - filed September 7, 2017]
- vii. Notice of Withdrawal of Certification of Counsel Regarding Final Order Pursuant to 11 U.S.C. §§ 105(a), 345(b), 363(b), 363(c), 364(a), and 503(b) and Fed. R. Bankr. P. 6003 and 6004 (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Honor Certain Prepetition Obligations Related to the Use Thereof, (C) Provide Certain Postpetition Claims Administrative Expense Priority, (D) Continue Intercompany Funding of Certain Non-Debtors, and (E) Maintain Existing Bank Accounts and Business Forms; and (II) Waiving the Requirements of 11 U.S.C. § 345(b) [Docket No. 710 - filed September 7, 2017]

Status: The hearing on this matter has been continued to the omnibus hearing scheduled for September 18, 2017 at 10:00 a.m. (EDT).

III. CONTESTED MATTER GOING FORWARD:

3. Motion of Debtors Pursuant to 11 U.S.C. §§ 502(b)(9) and 105(a), Fed. R. Bankr. P. 2002, 3003(c)(3), 5005, and 9007, and Local Rules 2002-1(e), 3001-1, and 3003-1 for Authority to (I) Establish Deadlines for Filing Proofs of Claim, (II) Establish the Form and Manner of Notice Thereof, and (III) Approve Procedures for Providing Notice of Bar Date and Other Important Deadlines and Information to Potential PSAN Inflater Claimants [Docket No. 171 - filed July 7, 2017]

Objection / Response Deadline: July 19, 2017 at 4:00 p.m. (EDT); extended to August 3, 2017 at 4:00 p.m. (EDT) for the U.S. Trustee, the UCC, the Tort Committee, and the MDL Plaintiffs

Objections / Responses Received:

- A. Limited Objection by the Government of the U.S. Virgin Islands and the State of Hawai'i by Its Office of Consumer Protection to the Debtors' Motion for an Order Establishing Bar Dates for Filing Claims [Docket No. 272 - filed July 18, 2017]
- B. Limited Objection by the Tennessee Department of Commerce and Insurance - Division of Consumer Affairs to the Debtors' Motion for an Order Establishing Bar Dates for Filing Claims and for Approval of the Manner of Notice to Creditors [Docket No. 281 - filed July 19, 2017]
- C. Notice of Joinder (filed by the State of South Carolina) [Docket No. 297 - filed July 24, 2017]
- D. Limited Objection of the Official Committee of Unsecured Creditors to the Debtors' (I) Bar Date Motion; and (II) Motion for a Future Claimants Representative [Docket No. 380 - filed August 3, 2017]
- E. The MDL Plaintiffs' Objection to Motion of Debtors Pursuant to 11 U.S.C. §§ 502(b)(9) and 105(a), Fed. R. Bankr. P. 2002, 3003(c)(3), 5005, and 9007, and Local Rules 2002-1(e), 3001-1, and 3003-1 for Authority to (I) Establish Deadlines for Filing Proofs of Claim, (II) Establish the Form and Manner of Notice Thereof, and (III) Approve Procedures for Providing Notice of Bar Date and Other Important Deadlines and Information to Potential PSAN Inflater Claimants [Docket No. 382 - filed August 3, 2017]
- F. Objection of Official Committee of Unsecured Tort Claimant Creditors to Motion of Debtors Pursuant to 11 U.S.C. §§ 502(b)(9) and 105(a), Fed. R.

Bankr. P. 2002, 3003(c)(3), 5005, and 9007, and Local Rules 2002-1(e), 3001-1, and 3003-1 for Authority to (I) Establish Deadlines for Filing Proofs of Claim, (II) Establish the Form and Manner of Notice Thereof, and (III) Approve Procedures for Providing Notice of Bar Date and Other Important Deadlines and Information to Potential PSAN Inflator Claimants [Docket No. 385 - filed August 3, 2017]

- G. United States Trustee's Objection to the Motion of Debtors Pursuant to 11 U.S.C. §§ 502(b)(9) and 105(a), Fed. R. Bankr. P. 2002, 3003(c)(3), 5005, and 9007, and Local Rules 2002-1(e), 3001-1, and 3003-1 for Authority to (I) Establish Deadlines for Filing Proofs of Claim, (II) Establish the Form and Manner of Notice Thereof, and (III) Approve Procedures for Providing Notice of Bar Date and Other Important Deadlines and Information to Potential PSAN Inflator Claimants (D.E. 171) [Docket No. 386 - filed August 3, 2017]
- H. Informal comments from Future Claimants' Representative
- I. Reply of the OEM Customer Group to the Motion of Debtors Pursuant to 11 U.S.C. §§ 502(b)(9) and 105(a), Fed. R. Bankr. P. 2002, 3003(c)(3), 5005, and 9007, and Local Rules 2002-1(e), 3001-1, and 3003-1 for Authority to (I) Establish Deadlines for Filing Proofs of Claim, (II) Establish the Form and Manner of Notice Thereof, and (III) Approve Procedures for Providing Notice of Bar Date and Other Important Deadlines and Information to Potential PSAN Inflator Claimants [Docket No. 704 - filed September 6, 2017]
- J. Debtors' Omnibus Reply in Support of Bar Date Motion [Docket No. 717 - filed September 8, 2017]
- K. Declaration of Shai Y. Waisman in Support of Debtors' Motion for Authority to (I) Establish Deadlines for Filing Proofs of Claim, (II) Establish the Form and Manner of Notice Thereof, and (III) Approve Procedures for Providing Notice of Bar Date and Other Important Deadlines and Information to Potential PSAN Inflator Claimants [Docket No. 719 - filed September 8, 2017]
- L. Declaration of Jim Messina in Support of Supplemental Notice Plan to Provide Notice of Bar Dates and Other Important Deadlines and Information to Potential PSAN Inflator Claimants and Other Unknown Claimants [Docket No. 720 - filed September 8, 2017]
- M. Declaration of Thomas Vasquez in Support of Debtors' Motion for Authority to (I) Establish Deadlines for Filing Proofs of Claim, (II) Establish the Form and Manner of Notice Thereof, and (III) Approve Procedures for Providing Notice of Bar Date and Other Important

Deadlines and Information to Potential PSAN Inflater Claimants [Docket No. 721 - filed September 8, 2017]

Related Document:

- i. Notice of Filing Exhibit B-2 to Motion of Debtors Pursuant to 11 U.S.C. §§ 502(b)(9) and 105(a), Fed. R. Bankr. P. 2002, 3003(c)(3), 5005, and 9007, and Local Rules 2002-1(e), 3001-1, and 3003-1 for Authority to (I) Establish Deadlines for Filing Proofs of Claim, (II) Establish the Form and Manner of Notice Thereof, and (III) Approve Procedures for Providing Notice of Bar Date and Other Important Deadlines and Information to Potential PSAN Inflater Claimants [Docket No. 282 - filed July 19, 2017]
- ii. Motion of Debtors for Leave to File and Serve Reply in Support of Bar Date Motion [Docket No. 718 - filed September 8, 2017]

Status: **The Debtors have requested permission to adjourn the hearing on this matter to the omnibus hearing scheduled for September 18, 2017 at 10:00 a.m. (EDT) and, pending such permission, cancel the hearing with respect to this matter.⁴**

⁴ The Debtors reached out to all objectors as soon as the decision to adjourn was made on Saturday evening.

Dated: September **10**, 2017
Wilmington, Delaware

/s/ Michael J. Merchant

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