

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
THE FAIRCHILD CORPORATION, <u>et al.</u> <sup>1</sup>	)	Case No. 09-10899 (CSS)
Debtors.	)	Jointly Administered

**NOTICE OF AGENDA OF MATTERS SCHEDULED  
FOR HEARING ON APRIL 7, 2009 AT 3:00 P.M.**

**I. UNCONTESTED MATTERS GOING FORWARD:**

1. Motion of Debtors for Entry of an Order (A) Authorizing, But Not Directing, Debtors to Pay Certain Prepetition (I) Wages, Salaries and Other Compensation, (II) Reimbursable Employee Expenses and (III) Employee Medical and Similar Benefits and (B) Authorizing and Directing Financial Institutions to Honor All Related Checks and Electronic Payment Requests [Docket No. 10; filed 3/18/09]

Response Deadline: March 31, 2009 at 4:00 p.m.

Objections/Responses Received: None to date.

Related Documents:

- i. Order (A) Authorizing, But Not Directing, Debtors to Pay Certain Prepetition (I) Wages, Salaries and Other Compensation, (II) Reimbursable Employee Expenses and (III) Employee Medical and Similar Benefits and (B) Authorizing and Directing Financial Institutions to Honor All Related Checks and Electronic Payment Requests [Docket No. 40; filed 3/20/09]
- ii. Notice of (1) Entry of "Order (A) Authorizing, But Not Directing, Debtors to Pay Certain Prepetition (I) Wages, Salaries and Other Compensation, (II) Reimbursable Employee Expenses and (III) Employee Medical and Similar Benefits and (B) Authorizing and Directing Financial Institutions to Honor All Related Checks and Electronic Payment Requests" and (2) Final Hearing to Consider Certain Relief Requested in the "Motion of

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<sup>1</sup> The last four digits of Fairchild's federal tax identification number are 8587. The mailing address for Fairchild is 1750 Tysons Boulevard, Suite 1400, McLean, VA 22102. Due to the large number of Debtors in these cases, for which the Debtors have requested joint administration, a complete list of the Debtors, the last four digits of their federal tax identification numbers and their addresses is not provided herein. A complete list of such information may be obtained on the website of the Debtors' noticing and claims agent at <http://chapter11.epiqsystems.com/fairchild>.

Debtors for Entry of an Order (A) Authorizing, But Not Directing, Debtors to Pay Certain Prepetition (I) Wages, Salaries, and Other Compensation, (II) Reimbursable Employee Expenses and (III) Employee Medical and Similar Benefits and (B) Authorizing and Directing Financial Institutions to Honor All Related Checks and Electronic Payment Requests" [Docket No. 46; filed 3/20/09]

Status: On March 20, 2009, the Court entered an order granting a majority of the relief requested in connection with this matter on a final basis. A hearing with respect to this matter solely as it pertains to the requested approval of the payments (i) to Banner employees in excess of \$10,950 and (ii) of Severance will go forward. The Debtors intend to present a proposed form of order to the Court at or before the hearing.

2. Motion of Debtors for Entry of Interim and Final Orders Authorizing the Payment of Certain Prepetition Claims of Critical Vendors [Docket No. 15; filed 3/18/09]

Response Deadline: March 31, 2009 at 4:00 p.m.

Objections/Responses Received: None to date.

Related Documents:

- i. Interim Order Authorizing Debtors to Pay Certain Prepetition Claims of Critical Vendors [Docket No. 45; filed 3/20/09]
- ii. Notice of (I) Entry of Interim Order Authorizing Debtors to Pay Certain Prepetition Claims of Critical Vendors and (II) Scheduling a Final Hearing Thereon [Docket No. 47; filed 3/20/09]

Status: The final hearing on this matter will go forward. The Debtors intend to present a proposed form of final order to the Court with respect to this matter at or before the hearing.

## **II. CONTESTED MATTERS GOING FORWARD:**

3. Motion of the Debtors for an Order (A) Authorizing the Debtors to Obtain from PNC Bank, National Association Post-Petition Financing and Granting Security Interests and Superpriority Administrative Expense Status Pursuant to 11 U.S.C. §§ 105(a), 364(c), 364(d) and 507(b) of the Bankruptcy Code; (B) to Refinance Certain Prepetition Secured Indebtedness; (C) Modifying the Automatic Stay Pursuant to 11 U.S.C. § 362; (D) Granting Other Relief; and (E) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 [Docket No. 18; filed 3/18/09]

Response Deadline: April 2, 2009 at 4:00 p.m.

Objections/Responses Received:

- A. Limited Objection of Pension Benefit Guaranty Corporation to Motion of the Debtors for an Order (A) Authorizing the Debtors to Obtain from PNC Bank, National Association Post-Petition Financing and Granting Security Interests and Superpriority Administrative Expense Status Pursuant to 11 U.S.C. § 105(a), 364(c), 364(d) and 507(b) of the Bankruptcy Code; (B) to Refinance Certain Prepetition Secured Indebtedness; (C) Modifying the Automatic Stay Pursuant to 11 U.S.C. § 362; (D) Granting Other Relief; and (E) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 [Docket No. 83; filed 4/2/09]
- B. Objection of Bank of America, N.A., and Banc of America Securities LLC to the Entry of a Final Order on the Motion Authorizing the Debtors to Obtain from PNC Bank, National Association Post-Petition Financing and Granting Security Interests and Superpriority Administrative Expense Status Pursuant to 11 U.S.C. § 105, 364(c), 364(d), and 507(b); and for Such Other Relief [Docket No. 85; filed 4/2/09]
- C. The State of Ohio, Bureau of Workers' Compensation's Limited Objection to Motion of the Debtors for an Order (A) Authorizing the Debtors to Obtain from PNC Bank, National Association Post-Petition Financing and Granting Security Interests and Superpriority Administrative Expense Status Pursuant to 11 U.S.C. § 105(a), 364(c), 364(d) and 507(b) of the Bankruptcy Code; (B) to Refinance Certain Prepetition Secured Indebtedness; (C) Modifying the Automatic Stay Pursuant to 11 U.S.C. § 362; (D) Granting Other Relief; and (E) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 [Docket No. 87; filed 4/2/09]

Related Documents:

- i. Exhibit Supplement to Motion of the Debtors for an Order (A) Authorizing the Debtors to Obtain from PNC Bank, National Association Post-Petition Financing and Granting Security Interests and Superpriority Administrative Expense Status Pursuant to 11 U.S.C. §§ 105(a), 364(c), 364(d) and 507(b) of the Bankruptcy Code; (B) to Refinance Certain Prepetition Secured Indebtedness; (C) Modifying the Automatic Stay Pursuant to 11 U.S.C. § 362; (D) Granting Other Relief; and (E) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 [Docket No. 19; filed 3/18/09]
- ii. Certification of Counsel Regarding (Interim) Order (A) Authorizing Debtors to Obtain Interim Post-Petition Financing and Granting Security Interests and Superpriority Administrative Expense Status Pursuant to 11 U.S.C. §§ 105, 364(c), 364(d), and 507(b); (B) Modifying the Automatic Stay Pursuant to 11 U.S.C. § 362; (C) Granting Other Relief; and (D) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 [Docket No. 56; filed 3/23/09]

- iii. Order (A) Authorizing Debtors to Obtain Interim Post-Petition Financing and Granting Security Interests and Superpriority Administrative Expense Status Pursuant to 11 U.S.C. §§ 105, 364(c), 364(d), and 507(b); (B) Modifying the Automatic Stay Pursuant to 11 U.S.C. § 362; (C) Granting Other Relief; and (D) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 [Docket No. 58; filed 3/24/09]
- iv. Notice of (I) Entry of Order (A) Authorizing Debtors to Obtain Interim Post-Petition Financing and Granting Security Interests and Superpriority Administrative Expense Status Pursuant to 11 U.S.C. §§ 105, 364(c), 364(d), and 507(b); (B) Modifying the Automatic Stay Pursuant to 11 U.S.C. § 362; (C) Granting Other Relief; and (D) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 and (II) Final DIP Financing Hearing [Docket No. 63; filed 3/24/09]

Status: The final hearing on this matter will go forward. The Debtors intend to present a proposed form of final order to the Court with respect to this matter at or before the hearing.

- 4. Motion of Debtors (I) for an Interim Order (A) Authorizing the DIP Borrowers to Obtain Post-Petition Financing from Phoenix Banner LLC Pursuant to Sections 105, 362, 363 and 364(c) of the Bankruptcy Code, (B) Granting Liens and Superpriority Claims, and (C) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 and Approving the Form and Manner of Notice Thereof; (II) for a Final Order (A) Authorizing the DIP Borrowers to Obtain Post-Petition Financing Pursuant to Section 364(c) of the Bankruptcy Code and (B) Granting Liens and Superpriority Claims; and (III) for Related Relief [Docket No. 20; filed 3/18/09]

Response Deadline: April 2, 2009 at 4:00 p.m.

Objections/Responses Received:

- A. Limited Objection of Pension Benefit Guaranty Corporation to Motion of Debtors (I) for an Interim Order (A) Authorizing the DIP Borrowers to Obtain Post-petition Financing from Phoenix Banner LLC Pursuant to Sections 105, 362, 363, and 364(c) of the Bankruptcy Code, (B) Granting Liens and Superpriority Claims, and (C) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 and Approving the Form and Manner of Notice Thereof; (II) for a Final Order (A) Authorizing the DIP Borrowers to Obtain Post-petition Financing Pursuant to Section 364(c) of the Bankruptcy Code and (B) Granting Liens and Superpriority Claims; and (III) for Related Relief [Docket No. 84; filed 4/2/09]
- B. Objection of Bank of America, N.A., and Banc of America Securities LLC to the Entry of a Final Order on the Motion Authorizing the Debtors to Obtain from Phoenix Banner LLC Post-Petition Financing and Granting Security Interests and Superpriority Administrative Expense Status

Pursuant to 11 U.S.C. 364(C); and for Such Other Relief [Docket No. 86; filed 4/2/09]

Related Documents:

- i. Certification of Counsel Regarding (Interim) Order (A) Authorizing Interim Postpetition Financing From Phoenix Banner LLC and Granting Liens, Security Interests, and Superpriority Administrative Claims Pursuant to 11 U.S.C. §§ 364(c); (B) Scheduling a Final Hearing; and (C) Granting Related Relief [Docket No. 55; filed 3/23/09]
- ii. Order (A) Authorizing Interim Postpetition Financing From Phoenix Banner LLC and Granting Liens, Security Interests, and Superpriority Administrative Claims Pursuant to 11 U.S.C. §§ 364(c); (B) Scheduling a Final Hearing; and (C) Granting Related Relief [Docket No. 57; filed 3/24/09]
- iii. Notice of (I) Entry of Order (A) Authorizing Interim Postpetition Financing From Phoenix Banner LLC and Granting Liens, Security Interests, and Superpriority Administrative Claims Pursuant to 11 U.S.C. § 364(c); (B) Scheduling a Final Hearing; and (C) Granting Related Relief and (II) Final DIP Financing Hearing [Docket No. 62; filed 3/24/09]

Status: The final hearing on this matter will go forward. The Debtors intend to present a proposed form of final order to the Court with respect to this matter at or before the hearing.

5. Motion of Debtors and Debtors-in-Possession with Respect to Sale of Banner Aerospace and Related Assets for (I) an Order (A) Establishing Bidding Procedures Including, Without Limitation, Break-Up Fee Provisions and Other Bid Protections, (B) Approving Form of Asset Purchase Agreement, (C) Approving Form and Manner of Notice of Sale and Treatment of Executory Contracts and Unexpired Leases and (D) Scheduling Sale Hearing Date to Consider Final Approval of Sale and Assumption and Assignment of Executory Contracts and Unexpired Leases; (II) an Order Approving (A) the Sale, Free and Clear of Liens, Claims and Encumbrances and (B) Treatment of Executory Contracts and Unexpired Leases; and (III) Related Relief [Docket No. 21; filed 3/18/09]

Response Deadline: March 31, 2009 at 4:00 p.m.

Objections/Responses Received:

- A. The State of Ohio, Bureau of Workers' Compensation's Limited Objection to Motion of Debtors and Debtors-in-Possession with Respect to Sale of Banner Aerospace and Related Assets for (I) an Order (A) Establishing Bidding Procedures Including, Without Limitation, Break-Up Fee Provisions and Other Bid Protections, (B) Approving Form of Asset

Purchase Agreement, (C) Approving Form and Manner of Notice of Sale and Treatment of Executory Contracts and Unexpired Leases and (D) Scheduling Sale Hearing Date to Consider Final Approval of Sale and Assumption and Assignment of Executory Contracts and Unexpired Leases; (II) an Order Approving (A) the Sale, Free and Clear of Liens, Claims and Encumbrances and (B) Treatment of Executory Contracts and Unexpired Leases; and (III) Related Relief [Docket No. 77; filed 3/31/09]

- B. United States Trustee's Objection to Debtors' Motion for Order Approving Bidding Procedures, Including Bidding Protections, in Connection with Sale of Banner Aerospace and Related Assets and for Other Related Relief [Docket No. 78; filed 3/31/09]
- C. Objection of Pension Benefit Guaranty Corporation to Motion of Debtors and Debtors-in-Possession with Respect to Sale of Banner Aerospace and Related Assets for (I) an Order (A) Establishing Bidding Procedures Including, Without Limitation, Break-Up Fee Provisions and Other Bid Protections, (B) Approving Form of Asset Purchase Agreement, (C) Approving Form and Manner of Notice of Sale and Treatment of Executory Contracts and Unexpired Leases and (D) Scheduling Sale Hearing Date to Consider Final Approval of Sale and Assumption and Assignment of Executory Contracts and Unexpired Leases; (II) an Order Approving (A) the Sale, Free and Clear of Liens, Claims and Encumbrances and (B) Treatment of Executory Contracts and Unexpired Leases; and (III) Related Relief [Docket No. 79; filed 3/31/09]
- D. Debtors' Omnibus Response to Objections to Motion of Debtors and Debtors-in-Possession with Respect to Sale of Banner Aerospace and Related Assets [Docket No. 89; filed 4/2/09]

Related Documents:

- i. Notice of (I) "Motion of Debtors and Debtors-in-Possession with Respect to Sale of Banner Aerospace and Related Assets for (I) an Order (A) Establishing Bidding Procedures Including, Without Limitation, Break-Up Fee Provisions and Other Bid Protections, (B) Approving Form of Asset Purchase Agreement, (C) Approving Form and Manner of Notice of Sale and Treatment of Executory Contracts and Unexpired Leases and (D) Scheduling Sale Hearing Date to Consider Final Approval of Sale and Assumption and Assignment of Executory Contracts and Unexpired Leases; (II) an Order Approving (A) the Sale, Free and Clear of Liens, Claims and Encumbrances and (B) Treatment of Executory Contracts and Unexpired Lease; and (III) Related Relief" and (II) Objection Deadline in Connection Therewith [Docket No. 48; filed 3/20/09]

Status: The hearing on this matter solely as it pertains to approval of the Bidding Procedures in connection with Sale, including, without limitation,

approving the terms and conditions for payment of a break-up fee and expense reimbursement to Phoenix Banner LLC will go forward. The Debtors intend to present a proposed form of order to the Court at or before the hearing.

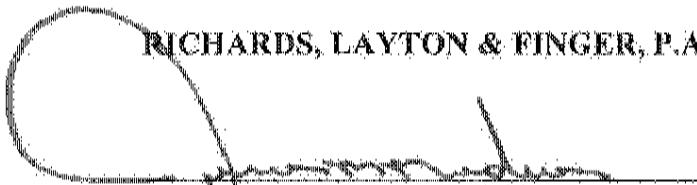
Dated: April 3, 2009  
Wilmington, Delaware

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