

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA**

_____)	
)	Chapter 11
In re:)	
)	Case No. 17-11444-SAH
EATERIES, INC., <i>et al.</i> ¹)	
)	Jointly Administered
Debtors.)	
_____)	

NOTICE OF AUCTION AND SALE HEARING

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On April 18, 2017 (the "Petition Date"), Eateries, Inc. ("Eateries") and GRP of Zanesville, LLC ("Zanesville"), debtors and debtors-in-possession in the above-captioned case (the "Debtor") filed voluntary petitions for relief pursuant to Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Western District of Oklahoma (the "Court"). In connection therewith, the Debtor filed a Motion for (i) entry of a bidding procedures order (the "Bidding Procedures Order") (a) establishing bidding procedures (the "Bidding Procedures") in connection with the sale (the "Sale") of substantially all of the Debtor's assets (the "Purchased Assets"), (b) approving the form and manner of notices of the Sale, (c) scheduling dates for an auction ("Auction") and hearing to approve the Sale (the "Sale Hearing"), (d) authorizing and approving the form of a Stalking Horse Asset Purchase Agreement (the "Stalking Horse APA"), and (e) approving the procedures to determine cure amounts related to the assumption and assignment of certain executory contracts and unexpired leases [Dkt #145] and a Motion for entry of an order (the "Sale Order") (a) approving the Sale of

¹ The affiliated Debtors are Eateries, Inc. and GRP of Zanesville, LLC, Case No. 17-11445-SAH. Although there are multiple Debtors in this case, for ease of reference the term "Debtor" used in this pleading shall refer to all of the affiliated Debtor entities.

the Purchased Assets free and clear of all liens, claims, encumbrances and interests of any kind to the Winning Bidder² and (b) authorizing the assumption and assignment of certain executory contracts and unexpired leases of the Debtor that are to be assumed and assigned to the Winning Bidder in connection with the Sale (the “Sale Motion”) [Dkt #148].

2. On August ___, 2017, the Bankruptcy Court entered an order approving the Bidding Procedures (the “Bidding Procedures Order”) [Dkt # ___]. Pursuant to the Bidding Procedures Order, an auction (the “Auction”) for the Acquired Assets shall take place on **September 25, 2017 at 11:00 a.m (Prevailing Central Time)**. Such auction will be conducted by the Debtor at the offices of Crowe & Dunlevy, 324 North Robinson Avenue, Suite 100, Oklahoma City, OK 73102. Such auction will be conducted pursuant to the Bidding Procedures approved by the Bidding Procedures Order.

3. The hearing to consider approval of the Sale of the Acquired Assets (the “Sale Hearing”) to the Winning Bidder, free and clear of all liens, claims, and encumbrances, will be held before the Bankruptcy Court, Ninth Floor Courtroom, Old Post Office Building, 215 Dean A. McGee Avenue, Oklahoma City, Oklahoma at **9:30 a.m. (Prevailing Central Time) on September 27, 2017**, or at such other time thereafter as counsel may be heard. The Sale Hearing may be adjourned from time to time without further notice to creditors or parties in interest other than by announcement of the adjournment in open court on the date scheduled for the Sale Hearing.

4. **Objections**, if any, to the Sale or the relief requested in the Motion must (1) be in writing; (2) comply with the Bankruptcy Rules and the Local Rules of the Bankruptcy Court for the Western District of Oklahoma; (3) be filed with the clerk of the Bankruptcy Court for the

² Capitalized terms used herein and not otherwise defined have the meaning set forth in the Stalking Horse APA or the Bidding Procedures, as applicable.

Western District of Oklahoma on **August 3, 2017**; and (4) be served upon (a) Counsel for the Debtor, Crowe & Dunlevy, 324 N. Robinson Avenue, Suite 100, Oklahoma City, Oklahoma, 73102, Attn: Mark A. Craige and Lysbeth L. George; and (b) the United States Trustee, 215 Dean A. McGee Avenue, 4th Floor, Oklahoma City, Oklahoma 73102, Attn: M.J. Creasey. UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE WITH THIS NOTICE, IT MAY NOT BE CONSIDERED BY THE BANKRUPTCY COURT AND THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED IN THE MOTION WITHOUT CONSIDERATION OF SUCH OBJECTION.

5. This Notice and the Sale Hearing is subject to the fuller terms and conditions of the Motion and the Bidding Procedures Order, which shall control in the event of any conflict and the Debtor encourages parties-in-interest to review such documents in their entirety.

6. Parties interested in receiving more information regarding the sale of the Acquired Assets and/or copies of any related document, including the Stalking Horse APA, may make a written request to Counsel for the Debtor, Crowe & Dunlevy, 324 N. Robinson Avenue, Suite 100, Oklahoma City, Oklahoma, 73102, Attn: Mark A. Craige and Lysbeth L. George.

7. In addition, copies of the Motion, the Stalking Horse APA, the Bidding Procedures, the Bidding Procedures Order and this Notice can be found by visiting <http://www.eateriesinc.com> or www.pacer.gov.

Dated this 17th day of August, 2017.

Respectfully submitted,

CROWE & DUNLEVY

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