IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
FULCRUM BIOENERGY, INC., *et al.*,	Case No. 24-12008 (TMH)
Debtors.[1]	(Jointly Administered)

AMENDED[2] NOTICE OF AGENDA FOR CONTINUED HEARING SCHEDULED FOR NOVEMBER 13, 2024, AT 2:00 P.M. (EASTERN TIME)

THE HEARING FROM NOVEMBER 12, 2024, HAS BEEN CONTINUED TO NOVEMBER 13, 2024, AT 2:00 P.M. (ET)

This proceeding will be conducted in-person in Courtroom #5, 5th Floor.

All counsel and witnesses are expected to attend unless permitted to appear remotely via Zoom. Please refer to Judge Horan's Chambers Procedures and the Court's website (http://www.deb.uscourts.gov/ecourt-appearances) for information on who may participate remotely, the method of allowed participation (video or audio), Judge Horan's expectations of remote participants, and the advance registration requirements.

Registration is required by 1:00 p.m. (ET) on November 13, 2024, using the eCourt Appearances tool available on the Court's website.

RESOLVED MATTERS

1. Debtors' Motion for an Order Authorizing the Debtors to Redact Individual Stakeholders' Personally Identifiable Information (D.I. 183, filed 10/21/24).

   Objection Deadline: November 5, 2024, at 4:00 p.m. (ET).

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[1] The debtors and debtors in possession in these chapter 11 cases, along with each debtor's federal tax identification numbers are: Fulcrum BioEnergy, Inc. (3733); Fulcrum Sierra BioFuels, LLC (1833); Fulcrum Sierra Finance Company, LLC (4287); and Fulcrum Sierra Holdings, LLC (8498). The location of the Debtors' service address is: Fulcrum BioEnergy Inc., P.O. Box 220 Pleasanton, CA 94566. All Court filings can be accessed at: https://www.veritaglobal.net/Fulcrum.

[2] Amended items in **bold**.

Responses Received: None.

Related Documents:

A. Notice of Debtors' Motion for an Order Authorizing the Debtors to Redact Individual Stakeholders' Personally Identifiable Information (D.I. 195, filed 10/23/24);

B. Certificate of No Objection Regarding Debtors' Motion for an Order Authorizing the Debtors to Redact Individual Stakeholders' Personally Identifiable Information (D.I. 228, filed 11/6/24); and

C. Order Authorizing the Debtors to Redact Individual Stakeholders' Personally Identifiable Information (D.I. 232, entered 11/7/24).

Status: An order has been entered. No hearing is necessary.

2. Application of the Official Committee of Unsecured Creditors of Fulcrum Bioenergy, Inc., et al, for an Order Authorizing and Approving the Employment and Retention of Layer 7 Capital LLC as Investment Banker Effective as of October 14, 2024 (D.I. 190, filed 10/22/24).

Objection Deadline: November 5, 2024, at 4:00 p.m. (ET).

Responses Received:

A. Informal comments from the United States Trustee.

Related Documents:

A. Certification of Counsel Reagarding Application of the Official Committee of Unsecured Creditors of Fulcrum BioEnergy, Inc. et al., for an Order Authorizing and Approving the Employment and Retention of Layer 7 Capital LLC as Investment Banker Effective as of October 14, 2024 (D.I. 229, filed 11/6/24); and

B. Order Authorizing and Approving the Retention of Layer 7 Capital LLC as Finncial Advisor to the Official Committee of Unsecured Creditors of Fulcrum BioEnergy, Inc., et al., Effective as of October 14, 2024 (D.I. 233, entered 11/7/24).

Status: An order has been entered. No hearing is necessary.

3. Motion in Limine of the Debtors to Exclude the Testimony of Shari L. Whalen (D.I. 247, filed 11/10/24).

Objection Deadline: At the hearing on November 12, 2024, at 2:00 p.m. (ET).

Responses Received:

A. None.

Related Documents:

A. Motion to Shorten Notice of Motion in Limine to Exclude the Testimony of Shari L. Whalen (D.I. 248, filed 11/10/24).

Status: This matter is resolved through the resolution of TRIGID's cure and assumption objections.

MATTER GOING FORWARD

4. Debtors' Motion for (I) an Order Pursuant to Sections 105, 363, 364, 365 and 541 of the Bankruptcy Code, Bankruptcy Rules 2002, 6004, 6006 and 9007 and Del. Bankr. L.R. 2002-1 and 6004-1 (A) Approving Bidding Procedures for the Sale of Substantially all of the Debtors' Assets; (B) Approving the Debtors' Entry into Stalking Horse Agreement and Related Bid Protections (C) Approving Procedures for the Assumption and Assignment or Rejection of Designated Executory Contracts and Unexpired Leases; (D) Scheduling an Auction and Sale Hearing; (E) Approving Forms and Manner of Notice of Respective Dates, Times, and Places in Connection Therewith; and (F) Granting Related Relief; (II) an Order (A) Approving the Sale of the Debtors' Assets Free and Clear of Claims, Liens, and Encumbrances; and (B) Approving the Assumption and Assignment of Designated Executory Contracts and Unexpired Leases; and (III) Certain Related Relief (D.I. 12, filed 9/11/24) (the "Bidding Procedures Motion").

Objection Deadline: October 25, 2024, at 4:00 p.m. (ET).

Responses Received:

A. Objection by TRI General Improvement District to (A) Sale of Debtors' Assets, and (B) Debtors' Revised Notice of (I) Possible Treatment of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto (D.I. 200, filed 10/25/24);

B. Objection to Debtors' Motion to Sell Assets Free and Clear or Claims, Liens, and Encumbrances (D.I. 201, filed 10/25/24);

C. Limited Objection of ThermoChem Recovery International, Inc. to the Sale of the Debtors' Assets Free and Clear of Claims, Liens and Encumbrances Pursuant to the Terms of the Stalking Horse Agreement and the Proposed Order (I) Approving the Sale of the Debtors' Assets Free and Clear of Claims, Liens and Encumbrances, (II) Approving the Assumption and Assignment of Designated Executory Contracts and Unexpired Leases, and (III) Granting Related Relief (D.I. 202, filed 10/25/24);

D. Creditors Waste Management of Nevada, Inc. and Refuse Inc.'s Objection to Debtors' Cure Notice (D.I. 206, filed 10/29/24); and

E. Limited Objection of Airgas USA, LLC to Debtors' Supplemental Notice of (I) Possible Treatment of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto (D.I. 222, filed 11/5/24)**;**

F. Johnson Matthey Davy Technologies Ltd.'s (A) Limited Objection to Assumption and Assignment of Contracts and (B) Limited Objection and Request for Adequate Protection in Connection with Any Sale of the Debtors Assets (D.I. 235, filed 11/7/24); and

G. Objection of Caterpillar Financial Services Corporation to Supplemental Notice of (I) Possible Treatment of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto (D.I. 239, filed 11/8/24).

Related Documents:

A. Order Pursuant to Sections 105, 363, 364, 365 and 541 of the Bankruptcy Code, Bankruptcy Rules 2002, 6004, 6006 and 9007 and Del. Bankr. L.R. 2002-1 and 6004-1 (A) Approving Bidding Procedures for the Sale of Substantially All of the Debtors Assets; (B) Approving the Debtors Entry into Stalking Horse Agreement and Related Bid Protections (C) Approving Procedures for the Assumption and Assignment or Rejection of Designated Executory Contracts and Unexpired Leases; (D) Scheduling an Auction and Sale Hearing; (E) Approving Forms and Manner of Notice of Respective Dates, Times, and Places in Connection Therewith; and (F) Granting Related Relief (D.I. 153, entered 10/11/24);

B. Notice of Sale, Bidding Procedures, Auction and Sale Hearing (D.I. 156, filed 10/14/24);

C. Notice of (I) Possible Treatment of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto Filed by Fulcrum BioEnergy, Inc. (D.I. 157, filed 10/14/24);

D. Notice of Revised Notice of (I) Possible Treatment of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto (D.I. 175, filed 10/15/24);

E. Notice of Proposed Sale Order (I) Approving the Sale of the Debtors' Assets Free and Clear of Claims, Liens, and Encumbrances, (II) Approving the Assumption and Assignment of Designated Executory Contracts and Unexpired Leases, and (III) Granting Related Relief (D.I. 199, filed 10/24/24);

F. Supplemental Notice of (I) Possible Treatment of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto (D.I. 203, filed 10/26/24);

G. Debtors' Reply to the Objection by TRI General Improvement District to Debtors' Revised Notice of (I) Possible Treatment of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto (D.I. 226, filed 11/6/24);

H. Debtors' Reservation of Rights to the Objection to Debtors' Motion to Sell Assets Free and Clear of Claims, Liens, and Encumbrances (D.I. 227, filed 11/6/24);

I. Notice of Successful Bidders for the Sale of Certain of the Debtors' Assets (D.I. 238, filed 11/7/24);

J. Notice of Auction Transcript (D.I. 243, filed 11/9/24);

K. Notice of Revised Proposed Sale Orders (I) Approving the Sale of the Debtors' Biorefinery and Feedstock Assets Free and Clear of Claims, Liens, and Encumbrances, (II) Approving the Assumption and Assignment of Designated Executory Contracts and Unexpired Leases, and (III) Granting Related Relief (D.I. 244, filed 11/9/24);

L. Declaration of Steven L. Victor in Support of Debtors' Motion for Entry of an Order (A) Authorizing the Sale of Certain Assets Free and Clear of all Liens, Claims, Interest and Other Encumbrances; (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (C) Granting Related Relief (D.I. 245, filed 11/10/24); and

M. Declaration of Mark J. Smith in Support of Debtors' Motion for Entry of an Order (A) Authorizing the Sale of Certain Assets Free and Clear of all Liens, Claims, Interest and Other Encumbrances; (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (C) Granting Related Relief (D.I. 246, filed 11/10/24).

Witnesses and Exhibits:

A. Abengoa's Witness List and Exhibit List for Sale Hearing on November 12, 2024 at 2:00 p.m. (ET) (D.I. 224, filed 11/6/24);

B. ThermoChem Recovery International, Inc.'s Witness and Exhibit List for Hearing Scheduled for November 12, 2024, at 2:00 p.m. (D.I. 225, filed 11/6/24);

C. TRI General Improvement District's Witness and Exhibit List for Sale Hearing on November 12, 2024 at 2:00 P.M. (ET) (D.I. 236, filed 11/7/24); and

D. Debtors' Witness and Exhibit List for November 12, 2024 Hearing (D.I. 242, filed 11/8/24).

E. Debtors' Amended Witness and Exhibit List for November 12, 2024 Hearing (D.I. 249, filed 11/11/24)

Status: This matter is going forward. Objections A through E and Objection G are resolved. The Debtors and Switch are in negotiations to resolve Objection F. If such objection is not resolved, the Debtors will seek approval of the sale over the objection.

Dated: November 13, 2024
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Avery Jue Meng

Robert J. Dehney, Sr. (No. 3578)
Curtis S. Miller (No. 4583)
Daniel B. Butz (No. 4227)
Clint M. Carlisle (No. 7313)
Avery Jue Meng (No. 7238)
1201 N. Market Street, 16th Floor
P.O. Box 1347
Wilmington, Delaware 19899-1347
Telephone: (302) 658-9200
Facsimile: (302) 658-3989
Email: rdehney@morrisnichols.com
cmiller@morrisnichols.com
dbutz@morrisnichols.com
ccarlisle@morrisnichols.com
ameng@morrisnichols.com

Counsel for the Debtors and Debtors in Possession