

**Information to identify the cases:**Debtors: PES Holdings, LLC, *et al.*

EIN: 37-1698157

United States Bankruptcy Court District of Delaware

Case Number: 19-11626 (KG) (Jointly Administered)

Date cases filed for chapter 11: July 21, 2019

Official Form 309F (For Corporations or Partnerships)

Notice of Chapter 11 Bankruptcy Cases

12/17

For the debtors listed above, cases have been filed under chapter 11 of the Bankruptcy Code. An order for relief has been entered.

This notice has important information about the cases for creditors, debtors, and trustees, including information about the meeting of creditors and deadlines. Read all pages carefully.

The filing of the cases imposed an automatic stay against most collection activities. This means that creditors generally may not take action to collect debts from the debtors or the debtors' property. For example, while the stay is in effect, creditors cannot sue, assert a deficiency, repossess property, or otherwise try to collect from the debtors. Creditors cannot demand repayment from the debtors by mail, phone, or otherwise. Creditors who violate the stay can be required to pay actual and punitive damages and attorney's fees.

Confirmation of a chapter 11 plan may result in a discharge of debt. A creditor who wants to have a particular debt excepted from discharge may be required to file a complaint in the bankruptcy clerk's office within the deadline specified in this notice. (See line 11 below for more information.)

To protect your rights, consult an attorney. All documents filed in the cases may be inspected at the bankruptcy clerk's office at the address listed below or through PACER (Public Access to Court Electronic Records at [www.pacer.gov](http://www.pacer.gov)) or at the website maintained by the Debtors' noticing and claims agent, Omni Management Group, Inc. ("Omni"), at <https://www.omnimgt.com/PESHoldings2019>.

**The staff of the bankruptcy clerk's office cannot give legal advice.**

**Do not file this notice with any proof of claim or other filing in the cases.**

**Valid Picture ID is required for access to the J. Caleb Boggs Federal Building. Additionally, Debtor(s) must also present photo ID plus original verification of his/her social security number to the Bankruptcy Trustee. If you do not have a photo ID and/or original verification of your social security number, please contact the Office of the United States Trustee's (302-573-6491).**

**1. Full Name of Each Debtor:**

**Jointly Administered Cases**

DEBTOR	ADDRESS	CASE NO.	EIN #
PES Holdings, LLC	1735 Market Street, 11 <sup>th</sup> Floor, Philadelphia PA 19103	19-11626	37-1698157
North Yard GP, LLC	1735 Market Street, 11 <sup>th</sup> Floor, Philadelphia PA 19103	19-11627	47-1145458
North Yard Logistics, L.P.	1735 Market Street, 11 <sup>th</sup> Floor, Philadelphia PA 19103	19-11628	47-1135952
PES Administrative Services, LLC	1735 Market Street, 11 <sup>th</sup> Floor, Philadelphia PA 19103	19-11629	90-0913022
PES Energy Inc.	1735 Market Street, 11 <sup>th</sup> Floor, Philadelphia PA 19103	19-11630	83-1160661
PES Intermediate, LLC	1735 Market Street, 11 <sup>th</sup> Floor, Philadelphia PA 19103	19-11631	83-1680074
PES Ultimate Holdings, LLC	1735 Market Street, 11 <sup>th</sup> Floor, Philadelphia PA 19103	19-11632	83-1166061

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DEBTOR	ADDRESS	CASE NO.	EIN #
Philadelphia Energy Solutions Refining and Marketing LLC	1735 Market Street, 11 <sup>th</sup> Floor, Philadelphia PA 19103	19-11633	61-1689574

**2. All other names used in the last 8 years:**

Current Entity Name	Former Names
PES Holdings, LLC	PES Holdings LLC
North Yard GP, LLC	North Yard GP LLC
North Yard Logistics, L.P.	North Yard Logistics, LP
PES Administrative Services, LLC	PES Blocker, LLC; PES Administrative Services LLC
Philadelphia Energy Solutions Refining and Marketing LLC	Philadelphia Energy Solutions

**3. Address:** See Chart Above**4. Debtors' Proposed Counsel**

Edward O. Sassower, P.C.  
Steven N. Serajeddini (*pro hac vice* pending)  
Matthew C. Fagen (*pro hac vice* pending)  
KIRKLAND & ELLIS LLP  
KIRKLAND & ELLIS INTERNATIONAL LLP  
601 Lexington Avenue  
New York, New York 10022  
Telephone: (212) 446-4800  
Facsimile: (212) 446-4900  
Email: edward.sassower@kirkland.com  
steven.serajeddini@kirkland.com  
matthew.fagen@kirkland.com

Laura Davis Jones (DE Bar No. 2436)  
James E. O'Neill (DE Bar No. 4042)  
Peter J. Keane (DE Bar No. 5503)  
Pachulski Stang Ziehl & Jones LLP  
919 North Market Street 17<sup>th</sup> Floor.  
Wilmington, Delaware 19801  
Telephone: (302) 652-4100  
Facsimile: (302) 652-4400  
Email: ljones@pszjlaw.com  
joneill@pszjlaw.com  
pkeane@pszjlaw.com

**Debtors' Notice and Claims Agent**

Omni Management Group, Inc.  
Telephone: 866-989-6147 (toll free)  
Website: <https://www.omnimgt.com/PESHoldings2019>

If you have questions about this notice, please contact Omni via online inquiry through the above website.

**5. Bankruptcy clerk's office**

Documents in these cases may be filed at this address.

**824 Market Street, 3rd Floor  
Wilmington, Delaware 19801**

**Hours open: Monday – Friday  
8:00 AM (ET) – 4:00 PM (ET)  
Contact phone 302-252-2900**

You may inspect all records filed in these cases at this office or online at either [www.pacer.gov](http://www.pacer.gov) or <http://www.omnimgt.com/PhiladelphiaEnergy>

**6. Meeting of creditors**

The debtors' representative must attend the meeting to be questioned under oath.

**September 6, 2019 at 10:00 (ET)**

Creditors may attend, but are not required to do so.

The meeting may be continued or adjourned to a later date. If so, the date will be on the court docket.

**Location:  
J. Caleb Boggs Federal Building  
844 King Street, Room 3209,  
Wilmington, Delaware 19801**

**7. Proof of claim deadline**

**Deadline for filing proof of claim: Not yet set. If a deadline is set, notice will be sent at a later time.**

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A proof of claim is a signed statement describing a creditor's claim. A proof of claim form may be filed either electronically or as a paper document. For more information on how to file a Proof of Claim, visit the Delaware Bankruptcy Court's website at: <http://www.deb.uscourts.gov/claims-information>, Omni's website at <http://www.omnimgt.com/PESHoldings2019>, or any bankruptcy clerk's office. Your claim will be allowed in the amount scheduled unless:

- Your claim is designated as *disputed, contingent, or unliquidated*;
- You file a proof of claim in a different amount; or
- You receive another notice.

If your claim is not scheduled or if your claim is designated as disputed, contingent, or unliquidated, you must file a proof of claim or you might not be paid on your claim and you might be unable to vote on a plan. You may file a proof of claim even if your claim is scheduled.

You may review the schedules at the bankruptcy clerk's office or online at [www.pacer.gov](http://www.pacer.gov) or <http://www.omnimgt.com/PESHoldings2019>.

Secured creditors retain rights in their collateral regardless of whether they file a proof of claim. Filing a proof of claim submits a creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a proof of claim may surrender important nonmonetary rights, including the right to a jury trial.

#### 8. Exception to discharge deadline

The bankruptcy clerk's office must receive a complaint and any required filing fee by the following deadline.

If § 523(c) applies to your claim and you seek to have it excepted from discharge, you must start a judicial proceeding by filing a complaint by the deadline stated below.

**Deadline for filing the complaint: To be Determined.**

#### 9. Creditors with a foreign address

If you are a creditor receiving notice mailed to a foreign address, you may file a motion asking the court to extend the deadlines in this notice. Consult an attorney familiar with United States bankruptcy law if you have any questions about your rights in these cases.

#### 10. Filing a Chapter 11 bankruptcy case

Chapter 11 allows debtors to reorganize or liquidate according to a plan. A plan is not effective unless the court confirms it. You may receive a copy of the plan and a disclosure statement telling you about the plan, and you may have the opportunity to vote on the plan. You will receive notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtors will remain in possession of their property and may continue to operate their business.

#### 11. Discharge of debts

Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See 11 U.S.C. § 1141(d). A discharge means that creditors may never try to collect the debt from the debtors except as provided in the plan. If you want to have a particular debt owed to you excepted from the discharge and § 523(c) applies to your claim, you must start a judicial proceeding by filing a complaint and paying the filing fee in the bankruptcy clerk's office by the deadline.

**If you have questions about this notice,  
please call (866) 989-6147 (toll free) or visit  
<http://www.omnimgt.com/PESHoldings2019>.**