Cases 202023243D DOWN FIRST 8-1 File A Line TX S Room ON 12 R 120 Page 110 File 104/26/2020 Docket #0093 Date Filed: 04/26/2020

# IN THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF TEXAS HOUSTON DIVISION

In re:

LIMITED, et al.,

SPEEDCAST INTERNATIONAL

Debtors.1

**ENTERED** 04/23/2020

Chapter 11

\$ \$ \$ \$ \$ \$ \$ \$ Case No. 20-32243 (MI) (Jointly Administered)

Re: Docket No.

INTERIM ORDER (I) AUTHORIZING DEBTORS TO CONTINUE INSURANCE PROGRAMS AND PAY ALL OBLIGATIONS WITH RESPECT THERETO AND; (II) **GRANTING RELATED RELIEF** 

Upon the motion, dated April 23, 2020 (the "Motion")<sup>2</sup> of SpeedCast International Limited and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the "**Debtors**"), for entry of an order pursuant to sections 105(a), 362(b), 363(b), and 503(b) of the Bankruptcy Code and Bankruptcy Rules 4001, 6003, and 6004 (i) authorizing the Debtors to (a) continue all the Insurance Programs in accordance with the applicable insurance policies and indemnity agreements and to perform with respect thereto in the ordinary course of business, (b) pay all Insurance Obligations and any prepetition obligations arising under the Insurance Programs, and (c) modify the automatic stay imposed by section 362 of the Bankruptcy Code to the extent necessary to permit the Debtors' employees to proceed with any claims they may have under the Workers' Compensation Programs, and (ii) granting related relief, all as more fully set forth in the Motion; and upon consideration of the Healy Declaration;

A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' proposed claims and noticing agent at http://www.kccllc.net/speedcast. The Debtors' service address for the purposes of these chapter 11 cases is 4400 S. Sam Houston Parkway East, Houston, Texas 77048.

Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §1334; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the Motion; and this Court having held a hearing to consider the relief requested in the Motion; and all objections, if any, to the Motion have been withdrawn, resolved, or overruled; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and it appearing that the relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtors and their estates as contemplated by Bankruptcy Rule 6003 and is in the best interests of the Debtors and their respective estates and creditors; and upon all of the proceedings had before this Court and after due deliberation and sufficient cause appearing therefor,

#### IT IS HEREBY ORDERED THAT

- 1. The Debtors are authorized, but not directed, on an interim basis pending a final order pursuant to sections 105(a) and 363 of the Bankruptcy Code to continue all Insurance Programs, to perform with respect thereto, to pay all Insurance Obligations, and to pay any prepetition amounts owed in respect of the Insurance Programs; provided, however, that all payments on prepetition amounts owed in respect of the Insurance Programs shall not exceed an aggregate amount of \$30,000, including the Insurance Obligations, pending entry of the Final Order.
- 2. The Debtors are further authorized, but not directed, on an interim basis pending a final order to reuse, extend, renew, rollover, replace, or obtain new Insurance Programs,

and to take all reasonably appropriate actions in connection therewith, in the ordinary course of business with the consent (such consent not to be unreasonably withheld) of counsel to the Ad Hoc Group of Secured Lenders; *provided however*, the Debtors will provide notice of the same to the United States Trustee and any statutory committee.

- 3. The Debtors shall maintain a matrix/schedule of payments made pursuant to this Interim Order, including the following information: (a) the names of the payee; (b) the date and amount of the payment; (c) the category or type of payment as further described and classified in the Motion. The Debtors shall provide a copy of such matrix/schedule to the U.S. Trustee and any statutory committee appointed in these chapter 11 cases every 30 days beginning upon entry of this Interim Order.
- 4. Further, pursuant to section 362(d) of the Bankruptcy Code and Bankruptcy Rule 6001, the automatic stay shall be modified to the limited extent necessary to permit the Debtors' employees to proceed with any claims that they may have under the Workers' Compensation Programs.
- 5. Nothing in the Motion or this Interim Order shall be deemed to authorize the Debtors to accelerate any payments not otherwise due prior to the date of the hearing to consider entry of an order granting the relief requested in the Motion on a final basis (the "Final Hearing").
- 6. The Banks are authorized to receive, process, honor, and pay any and all checks issued, or to be issued, and electronic funds transfers requested, or to be requested, by the Debtors relating to such obligations, to the extent that sufficient funds are on deposit in available funds in the applicable bank accounts to cover such payments. The Banks are authorized to accept and rely on all representations made by the Debtors with respect to which checks, drafts, wires, or

automated clearing house transfers should be honored or dishonored in accordance with this or any other order of this Court, whether such checks, drafts, wires, or transfers are dated prior to, on, or subsequent to the Petition Date, without any duty to inquire otherwise.

- 7. The Debtors are authorized, but not directed, to issue new postpetition checks, or effect new electronic funds transfers, and to replace any prepetition checks or electronic fund transfer requests that may be lost or dishonored or rejected as a result of the commencement of the Debtors' chapter 11 cases with respect to any prepetition amounts that are authorized to be paid pursuant to this Interim Order.
- 8. Nothing in the Motion or this Interim Order shall be construed as impairing the Debtors' or other parties in interests' right to contest the validity or amount of any Insurance Obligations.
- 9. Nothing contained in the Motion or this Interim Order or any payment made pursuant to the authority granted by this Interim Order is intended to be or shall be deemed as (i) an admission as to the validity of any claim against the Debtors, (ii) a waiver of the Debtors' or any appropriate party in interest's rights to dispute the amount of, basis for, or validity of any claim, (iii) a waiver of the Debtors' rights under the Bankruptcy Code or any other applicable nonbankruptcy law, (iv) an agreement or obligation to pay any claims, (v) a waiver of any claims or causes of action which may exist against any creditor or interest holder, or (vi) an approval, assumption, adoption, or rejection of any agreement, contract, lease, program, or policy under section 365 of the Bankruptcy Code.
- 10. Notwithstanding anything to the contrary herein, any payment to be made by the Debtors pursuant to the authority granted herein shall be subject to and in compliance with any orders entered by the Court approving the Debtors' (1) entry into any postpetition debtor in

possession financing facility, including any budget and the terms of any definitive documentation

in connection therewith (the "DIP Documents"), and/or (2) authorizing the Debtor's use of cash

collateral and/or any budget in connection therewith (in either case, the "DIP Order"). To the

extent there is any inconsistency between the terms of the DIP Order or any DIP Documents, on

the one hand, and any action taken or proposed to be taken hereunder, on the other hand, the terms

of the DIP Order or such DIP Document, as applicable, shall control.

11. The requirements of Bankruptcy Rule 6003(b) have been satisfied.

12. Notice of the Motion is adequate under Bankruptcy Rules 4001(d) and

6004(a).

13. Notwithstanding the provisions of Bankruptcy Rules 4001(a)(3) and

6004(h), this Interim Order shall be immediately effective and enforceable upon its entry.

14. The Debtors are authorized to take all actions necessary or appropriate to

carry out the relief granted in this Interim Order.

15. This Court shall retain jurisdiction to hear and determine all matters arising

from or related to the implementation, interpretation, or enforcement of this Interim Order.

16. A final hearing to consider the relief requested in the Motion shall be held

on May 14, 2020 at 2:30 p.m. (prevailing Central Time) and any objections or responses to the

Motion shall be filed on or prior to May 11, 2020 at 4:00 p.m. (Prevailing Central Time).

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Signed: April 23, 2020

Marvin Isgur

United States Bankruptcy Judge

# Case 20-32243 Document 93 Filed in TXSB on 04/26/20 Page 6 of 9

United States Bankruptcy Court Southern District of Texas

Case No. 20-32243-mi Chapter 11

#### **CERTIFICATE OF NOTICE**

District/off: 0541-4 User: LinhthuDo Page 1 of 4 Date Rcvd: Apr 24, 2020 Form ID: pdf002 Total Noticed: 34

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Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on
Apr 26, 2020.
                  +CCI Services Corp., 4400 S. Sam Houston Parkway E., Houston, TX 77048-5902 CapRock Communications (Australia) Pty Ltd, 44 Clavering Road, Bayswater, N
db
db
                                                                                                       Bayswater, WA 6053,
                     AUSTRALIA
db
                    CapRock Communications Pte. Ltd.,
                                                               5A Toh Guan Road East #0601 CWT,
                                                                                                          Jurong East Logistics Ce,
                     SINGAPORE
db
                    CapRock Comunicacoes do Brasil Ltda.,
                                                                     Av Prefeito Aristeu Ferreira da Silva,
                     2600, Granja dos Cavaleiros, Maca, RJ, 27.930070, BRAZIL
                    CapRock Participacoes do Brasil Ltda., Av Presidente Wilson, 321, 27,
db
                     Andar Sala 2704 Parte, Centro, 20.030021, Rio de Janeiro, RJ, BRAZIL
                                              Caprock Building, Denmore Road, Bridge of Don Aberdeen,
db
                    CapRock UK Limited,
                     UNITED KINGDOM
                   +Cosmos Holdings Acquisition Corp.,
                                                                 45 Oser Avenue,
db
                                                                                      Hauppauge, NY 11788-3808
                   +Evolution Communications Group Limited, 45 Oser Avenue,
db
                                                                                             Hauppauge, NY 11788-3808
                    Globecomm Europe B.V., Plantweg 52, 8256 SH Biddinghuizen, THE NETHERLANDS
db
                  +Globecomm Network Services Corporation, 45 Oser Avenue, Hauppauge, NY 11788-3808
+HCT Acquisition, LLC, 45 Oser Avenue, Hauppauge, ny 11788-3808
db
db
db
                   Hermes Datacommunications International Limited, Hermes House Holsworth Park,
                     Oxon Business Park, Bitcon Heath, SY3 5HJ, Shrewsbury Shropshire, UNITED KINGDOM
db
                  +Maritime Communication Services, Inc.,
                                                                     4400 S. Sam Houston Parkway E.,
                     Houston, TX 77048-5902
db
                   +NewCom International, Inc.,
                                                        15590 NW 15th Avenue,
                                                                                      Miami, FL 33169-5645
                    Oceanic Broadband Solutions Pty Ltd, Unit 4F Level 1, 12 Lord Street, Botany, NSW 2019,
db
                     AUSTRALIA
db
                    Satellite Communications Australia Pty Ltd, Unit 5, 21 Flinders Parade,
                     North Lakes QLD 4509, AUSTRALIA
                  +SpaceLink Systems II, LLC, 4400 S. Sam Houston Parkway E., Houston, TX 77048-590 +SpaceLink Systems, LLC, 4400 S. Sam Houston Parkway E., Houston, TX 77048-5902 +SpeedCast Americas, Inc., 4400 S. Sam Houston Parkway E., Houston, TX 77048-5902
db
db
db
                  SpeedCast Australia Pty Limited, 49 Port Road, Thebarton, SA 5031, AUSTRALIA +SpeedCast Communications, Inc., 4400 S. Sam Houston Parkway E., Houston, TX 770 SpeedCast France SAS, 38 Rue Breguet, Paris, 75011, FRANCE
db
                                                                                                        Houston, TX 77048-5902
db
db
                    SpeedCast Group Holdings Pty Ltd, Lakes Business Park, Unit 4F Level 1, 12 Lord Street, Botany, NSW 2019 AUSTRALIA
db
                    SpeedCast International Limited,
                                                              Unit 4F, Level 1, 12 Lord Street, Botany NSW 2019,
db
                     AUSTRALIA
                    SpeedCast Limited, 2401 & 0811 Dorset House, Quarry Bay, Taikoo Place, 979 Kings,
db
                     HONG KONG
                    SpeedCast Managed Services Pty Limited, Level 8, 432 St Kilda Road, Melbourne, VIC 3004,
db
                     AUSTRALIA
db
                    SpeedCast Norway AS, Roynebergsletta 29, 4033 Stavanger,
                    SpeedCast Singapore Pte. Ltd., 5A Toh Guan Road, East #0601 CWT, Jurong East Logistics Centre, Singapore 608830, SINGAPORE SpeedCast UK Holdings Limited, First Floor Templeback 10, Temp
db
                                                                                                Temple Back Bristol BS1,
db
                     UNITED KINGDOM
db
                    Speedcast Canada Limited, Suite 2600, Three Bentall Centre, 595 Burrard Street,
                     P.O. Box 49314, Vancouver BC V7X 1L3, CANADA
                    Speedcast Cyprus Ltd., 86 Fragklinou Rousvelt, Petra Business, 4th Floor,
db
                     CYPRUS
                 Speedcast Netherlands B.V., 1/F Coolsingel 6, 3011 AD Rotterdam, THE NETHERLANDS #+Telaurus Communications LLC, 210 Malapardis Road, Suite 202, Knolls, NJ 07927-1121 +Intelstat US LLC, Matthew D. Cavenaugh, Jackson Walker LLP, 1401 McKinney Street,
dh
cr
                     Suite 1900, Houston, TX 77010-1900
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Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center. NONE.  $ext{TOTAL: 0}$ 

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***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****
intp Ad Hoc Group of Secured Lenders
cr Credit Agricole Corporate and Investment Bank
cr Credit Suisse AG, Cayman Islands Branch
cr Inmarsat Global Limited
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TOTALS: 4, \* 0, ## 0

Addresses marked  $^{\prime}$ + $^{\prime}$  were corrected by inserting the ZIP or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

Addresses marked '#' were identified by the USPS National Change of Address system as requiring an update. While the notice was still deliverable, the notice recipient was advised to update its address with the court immediately.

District/off: 0541-4 User: LinhthuDo Page 2 of 4 Date Rcvd: Apr 24, 2020 Form ID: pdf002 Total Noticed: 34

\*\*\*\*\* BYPASSED RECIPIENTS (continued) \*\*\*\*\*

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Apr 26, 2020 Signature: /s/Joseph Speetjens

### CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on April 23, 2020 at the address(es) listed below:

```
Alfredo R Perez on behalf of Debtor
                                        Speedcast Canada Limited alfredo.perez@weil.com,
 brenda.funk@weil.com;clifford.carlson@weil.com;patrick.thompson@weil.com;justin.pitcher@weil.com;
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Alfredo R Perez on behalf of Debtor SpaceLink Systems II, LLC alfredo.perez@weil.com,
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District/off: 0541-4 User: LinhthuDo Page 3 of 4 Date Rcvd: Apr 24, 2020

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Form ID: pdf002
                                                          Total Noticed: 34
The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email)
system (continued)
             Alfredo R Perez on behalf of Debtor
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```

Brenda Lynn Funk

Brenda Lynn Funk

on behalf of Debtor on behalf of Debtor

SpaceLink Systems, LLC brenda.funk@weil.com

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District/off: 0541-4 Date Rcvd: Apr 24, 2020 User: LinhthuDo Page 4 of 4

Form ID: pdf002 Total Noticed: 34

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Brenda Lynn Funk on behalf of Debtor SpeedCast Managed Services Pty Limited brenda.funk@weil.com Brenda Lynn Funk on behalf of Debtor NewCom International, Inc. brenda.funk@weil.com SpeedCast Communications, Inc. brenda.funk@weil.com Brenda Lynn Funk on behalf of Debtor Brenda Lynn Funk on behalf of Debtor SpeedCast UK Holdings Limited brenda.funk@weil.com Brenda Lynn Funk on behalf of Debtor Brenda Lynn Funk on behalf of Debtor Speedcast Netherlands B.V. brenda.funk@weil.com Maritime Communication Services, Inc. brenda.funk@weil.com Brenda Lynn Funk on behalf of Debtor CapRock Comunications (Australia) Pty Ltd CapRock Comunicacoes do Brasil Ltda. brenda.funk@weil.com brenda.funk@weil.com Brenda Lynn Funk on behalf of Debtor SpeedCast Group Holdings Pty Ltd brenda.funk@weil.com Brenda Lynn Funk on behalf of Debtor Brenda Lynn Funk on behalf of Debtor SpeedCast Australia Pty Limited brenda.funk@weil.com Cosmos Holdings Acquisition Corp. brenda.funk@weil.com Charles A Beckham, Jr on behalf of Creditor Credit Agricole Corporate and Investment Bank  $\verb|beckhamc@haynesboone.com|, & kenneth.rusinko@haynesboone.com|$ Hector Duran, Jr on behalf of U.S. Trustee US Trustee Hector.Duran.Jr@usdoj.gov Henry Flores on behalf of Interested Party Ad Hoc Group of Secured Lenders hflores@rappandkrock.com, kmartin@rappandkrock.com Matthew D Cavenaugh on behalf of Creditor Intelstat US LLC mcavenaugh@jw.com, kgradney@jw.com;dtrevino@jw.com Noelle M Reed on behalf of Creditor Credit Suisse AG, Cayman Islands Branch noelle.reed@skadden.com, rachel.redman@skadden.com;dockethouston@skadden.com;wendy.lamanna@skadden.com;andrea.bates@skadde n.com on behalf of Creditor Inmarsat Global Limited Robert Bernard Bruner  $\verb|bob.bruner@nortonrosefulbright.com|\\$ 

Stephen Douglas Statham on behalf of U.S. Trustee US Trustee stephen.statham@usdoj.gov US Trustee USTPRegion07.HU.ECF@USDOJ.GOV

TOTAL: 73