

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : **Chapter 11**
:
THE GREAT ATLANTIC & PACIFIC TEA : **Case No. 15-23007 (RDD)**
COMPANY, INC., et al., :
: **(Jointly Administered)**
:
Debtors.¹ :
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**NOTICE OF SUCCESSFUL BIDDERS AND BACK-UP
BIDDERS FOR THE PSK SUPERMARKETS, INC. STALKING HORSE STORES**

PLEASE TAKE NOTICE THAT:

1. On September 30, 2015, The Great Atlantic & Pacific Tea Company, Inc. and certain of its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), filed a *Notice of Auction Pursuant to Discrete Sale and Lease Rationalization Procedures* [ECF No. 1126] (the “**Auction Notice**”), designating PSK Supermarkets, Inc. (“**PSK**”) as a stalking horse with respect to the following stores (collectively, the “**PSK Stalking Horse Stores**”):

Store	Banner	City	Address	State
72603	Pathmark	New York	300 West 145th Street	NY
70611	Waldbaums	Rocky Point	245 Route 25A	NY

2. Pursuant to the Auction Notice, the Debtors conducted an auction (the “**Auction**”) for the PSK Stalking Horse Stores on October 8, 2015.

3. **Exhibit A** attached hereto sets forth for each of the PSK Stalking Horse Stores:

a. the Successful Bidder² and Back-Up Bidder;

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: The Great Atlantic & Pacific Tea Company, Inc. (0974); Montvale-Para Holdings, Inc. (2947); 2008 Broadway, Inc. (0986); A&P Live Better, LLC (0799); A&P Real Property, LLC (0973); APW Supermarket Corp. (7132); APW Supermarkets, Inc. (9509); Borman’s Inc. (9761); Delaware County Dairies, Inc. (7090); Food Basics, Inc. (1210); Kwik Save Inc. (8636); McLean Avenue Plaza Corp. (5227); Montvale Holdings, Inc. (6664); Onpoint, Inc. (6589); Pathmark Stores, Inc. (9612); Plainbridge, LLC (5965); Shopwell, Inc.(3304); Super Fresh Food Markets, Inc. (2491); The Old Wine Emporium of Westport Inc. (0724); Tradewell Foods of Conn., Inc. (5748); and Waldbaum, Inc. (8599). The location of the Debtors’ corporate headquarters is Two Paragon Drive, Montvale, New Jersey 07645.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Auction Notice or the bidding procedures attached thereto as Exhibit A (the “**Bidding Procedures**”).

- b. the leases, including any subleases, to be assumed and assigned to the Successful Bidder (each, a “**Lease**”); and
- c. the property locations subject to each Lease.

4. As set forth on **Exhibit A**, PSK is the Successful Bidder for the PSK Stalking Horse Stores. Pursuant to the Discrete Procedures and the Bidding Procedures, the Debtors will file a motion (the “**Sale Motion**”) seeking entry of an order approving the sale of the PSK Stalking Horse Stores to PSK free and clear of liens, claims, encumbrances and other interests, to the extent permissible by law, pursuant to the asset purchase agreement attached to the Auction Notice as Exhibit B, as such agreement will be amended to reflect the terms of PSK’s Successful Bids for the PSK Stalking Horse Stores, at a sale hearing, the date of which will be set forth in the Sale Motion. The Debtors will serve Adequate Assurance Information for PSK on the Cure Notice Parties in accordance with the Discrete Procedures contemporaneously with the filing of the Sale Motion. The deadline to file an objection to the proposed sale of the PSK Stores to PSK, including the assumption and assignment of the certain of the Leases in connection therewith, will be set forth in the Sale Motion.

Dated: October 9, 2015

/s/ Garrett A. Fail
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EXHIBIT A¹

Store Number	Store Address	Successful Bidder	Back-up Bidder	Contract Counterparty	Contract Description
72603	300 WEST 145TH STREET, NEW YORK, NY, 10039	PSK Supermarkets, Inc.	Key Food Stores Co- Operative, Inc.	BRADHURST RETAIL OWNERS LLC	Lease dated June 21, 2002 between Commercial, LLC, as Landlord, and A&P Real Property, LLC (successor to Pathmark Stores, Inc.), as Tenant, as the same has been amended.
70611	245 ROUTE 25A, ROCKY POINT, NY	PSK Supermarkets, Inc.	Key Food Stores Co- Operative, Inc.	MILROCK, INC.	Lease dated January 13, 1998 between Milrock, Inc., as Landlord, and A&P Real Property, LLC (successor to APW Supermarkets, Inc.), as Tenant.

¹ The Debtors reserve all their rights in connection with the descriptions of the contracts contained herein, which shall not be controlling for any purpose or considered an admission.

