

**UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF LOUISIANA  
LAFAYETTE DIVISION**

**IN RE:**

**PICCADILLY RESTAURANTS, LLC, *et al.*,**

**DEBTORS.**

**CASE NO. 12-51127**

**(JOINT ADMINISTRATION)<sup>1</sup>**

**CHAPTER 11**

**JUDGE ROBERT SUMMERHAYS**

**AMENDED WITNESS AND EXHIBIT LIST OF  
YUCAIPA CORPORATE INITIATIVES FUND I, L.P.**

Yucaipa Corporate Initiatives Fund I, L.P. (“Yucaipa”), hereby submits this Amended Witness and Exhibit List in connection with the hearing on January 13, 2014 on the confirmation of the *First Amended Joint Chapter 11 Plan of Piccadilly Investments, LLC, Piccadilly Restaurants, LLC, and Piccadilly Food Service, LLC, Proposed by Atalaya Administrative, LLC, Atalaya Funding II, LP, Atalaya Special Opportunities Fund IV, LP (Tranche B), Atalaya Special Opportunities Fund (Cayman) IV, LP (Tranche B), and the Official Committee of Unsecured Creditors* [Docket No. 1241] (the “Plan”) and in accordance with the *Agreed Order Granting Joint Expedited Motion of Chapter 11 Plan Proponents to Establish Plan Confirmation Discovery Scheduling Order* [Docket No. 1300] to identify the witnesses that it may call at the hearing on Plan confirmation, as well as the exhibits relevant thereto, as follows:

**WITNESS LIST**

1. Nicole Fry, Managing Director, Imperial Capital;
2. David Beckman, Managing Director, FTI Consulting LLC;

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<sup>1</sup> Jointly administered with *In re Piccadilly Food Service, LLC*, 12-51128 (Bankr. W.D. La.), and *In re Piccadilly Investments, LLC*, 12-51129 (Bankr. W.D. La.).

3. Any and all witnesses identified by any other parties; and
4. Any rebuttal witnesses, if necessary.

Yucaipa additionally reserves the right to supplement this list as necessary.

**EXHIBIT LIST**

Exhibit No.	Document Description
1.	Piccadilly Restaurants, LLC Valuation Analysis by Imperial Capital (“Yucaipa Report”), dated December 2013
2.	Fair Market Value of 100.0 Percent of the Invested Capital of Piccadilly Restaurants, LLC – Expert Report of Richard H. Lee by Deloitte Financial Advisory Services LLP (“Atalaya Report”), dated December 11, 2013
3.	The Expert Opinion of Michael L. Atkinson by Protiviti Inc. (“Committee Report”), dated December 13, 2013
4.	The Expert Report of FTI Consulting, LLC, dated January 6, 2014
5.	Demonstrative exhibits related to the valuation of the Debtors
6.	Piccadilly 5-Year Forecast Summary
7.	Piccadilly Food Service Overlay to Financial Projections
8.	PFS Timeline, dated August 6, 2013
9.	PFS Business Plan, dated September 18, 2013
10.	Financial Projections attached to the First Amended Disclosure Statement accompanying the Joint Plan proposed by Atalaya [Docket No. 1242]
11.	Deloitte Financial Model for Piccadilly Projections
12.	Demonstrative exhibits related to the projected financial performance of the Debtors
13.	Compilation of Monthly Actual Financial Performance of the Debtors
14.	2013 Revised EBITDA Analysis, dated November 25, 2013
15.	Normalized 2013 EBITDA Projections, dated December 1, 2013

<b>Exhibit No.</b>	<b>Document Description</b>
16.	Demonstrative exhibits related to actual financial performance and 2013 EBITDA analyses of Debtors
17.	Atalaya Secured Claim Reconciliation
18.	Supporting detail of Atalaya Secured Claim Reconciliation
19.	Letter from AIG to Wells Fargo Bank re: Letter of Credit Reduction, dated October 21, 2013
20.	Demonstrative exhibits of Atalaya Secured Claim Reconciliation
21.	Deposition Transcript of Richard Lee, Deloitte Financial Advisory Services, LLP, dated January 7, 2014
22.	Deposition Transcript of William Snyder, Deloitte Financial Advisory Services, LLP, dated January 7, 2014
23.	Deposition Transcript of Michael Atkinson, Protiviti Inc., dated January 8, 2014
24.	Any and all exhibits listed by any other party in its exhibit list
25.	Any and all other documents filed in connection with these cases
26.	Any exhibit necessary for rebuttal or impeachment purposes

Yucaipa additionally reserves the right to modify or supplement this list as necessary.

**WHEREAS**, Yucaipa Corporate Initiatives Fund I, L.P. submit this witness and exhibit list in compliance with Fed. R. Bankr. P. 9014.

**New Orleans, Louisiana**, this 9<sup>th</sup> day of January, 2014.

Respectfully submitted,

/s/ Tristan Manthey  
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