

SO ORDERED
Provisionally granted until an order is entered after the final hearing on this document.
No later than two (2) business days after entry of this Order, the Debtors shall serve a copy of this Order, and shall file a certificate of service no later than 24 hours after service.
Jul 20, 2020
Barry S. Schermer
BARRY S. SCHERMER
United States Bankruptcy Judge

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
SOUTHEASTERN DIVISION**

In re: § **Chapter 11**
§
BRIGGS & STRATTON § **Case No. 20-43597-399**
CORPORATION, et al., §
§ **(Joint Administration Requested)**
§
Debtors.¹ § **Hearing Date: July 21, 2020**
§ **Hearing Time: 10:00 a.m. (Central Time)**
§ **Hearing Location: Courtroom 5 North,**
§ **111 S. 10th St., St. Louis, MO 63102**

**DEBTORS' APPLICATION FOR APPOINTMENT OF KURTZMAN
CARSON CONSULTANTS, LLC AS CLAIMS AND NOTICING AGENT
AND ADMINISTRATIVE ADVISOR AS OF THE PETITION DATE**

Briggs & Stratton Corporation and its debtor affiliates in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the “**Debtors**”), respectfully represent as follows in support of this application (the “**Application**”):

Background

1. On the date hereof (the “**Petition Date**”), the Debtors each commenced with this Court a voluntary case under the Bankruptcy Code. The Debtors are authorized to continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee, examiner, or statutory committee of creditors has been appointed in these chapter 11 cases. The Debtors have also filed a motion

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are: Briggs & Stratton Corporation (2330), Billy Goat Industries, Inc. (4442), Allmand Bros., Inc. (4710), Briggs & Stratton International, Inc. (9957), and Briggs & Stratton Tech, LLC (2102). The address of the Debtors’ corporate headquarters is 12301 West Wirth Street, Wauwatosa, Wisconsin 53222.



requesting joint administration of their chapter 11 cases pursuant to Rule 1015(b) of the Bankruptcy Rules and Rule 1015(b) of the Local Rules of Bankruptcy Procedure for the Eastern District of Missouri (and together with the Procedures Manual and Chapter 11 Guidelines accompanying the Local Rules, collectively, the “**Local Rules**”).

2. The Debtors, combined with their non-Debtor affiliates (collectively, the “**Company**”), are the world’s largest producer of gasoline engines for outdoor power equipment and a leading designer, manufacturer and marketer of power generation, pressure washer, lawn and garden, turf care and job site products. The Company’s products are marketed and serviced in more than 100 countries on six continents through 40,000 authorized dealers and service organizations. Additional information regarding the Debtors’ business and capital structure and the circumstances leading to the commencement of these chapter 11 cases is set forth in the *Declaration of Jeffrey Ficks, Financial Advisor of Briggs & Stratton Corporation, in Support of the Debtors’ Chapter 11 Petitions and First Day Relief*, sworn to on the date hereof (the “**Ficks Declaration**”),² which has been filed with the Court contemporaneously herewith and is incorporated by reference herein.

Jurisdiction

3. The Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Ficks Declaration.

Relief Requested

4. By this Application, the Debtors seek entry of an interim order (the “**Proposed Interim Order**”) and, pending a final hearing on the relief requested herein, a final order (the “**Proposed Final Order**” and, together with the Proposed Interim Order, the “**Proposed Orders**”),³ pursuant to sections 105(a) and 327 of the Bankruptcy Code, section 156(c) of title 28 of the United States Code, Bankruptcy Rules 2002, 2014(a), and 2016, and Local Rule 2014(A), for (i) authority to retain and employ Kurtzman Carson Consultants, LLC (“**KCC**”) as claims, ballot, and noticing agent (the “**Claims and Noticing Agent**”) and administrative advisor (the “**Administrative Advisor**”) in these chapter 11 cases effective as of the Petition Date and in accordance with the terms and conditions set forth in the engagement agreement dated as of June 25, 2020 (the “**Engagement Agreement**”) and (ii) approval of the terms of KCC’s employment and retention, including the fee and expense structure and the indemnification and reimbursement provisions set forth in the Engagement Agreement.

5. In support of this Application, the Debtors submit the declaration of Evan Gershbein, Senior Vice-President of Corporate Restructuring Services at KCC (the “**Gershbein Declaration**”), annexed hereto as **Exhibit A**. A copy of the Engagement Agreement is annexed hereto as **Exhibit B**.

Qualifications of KCC

6. The Debtors propose to engage KCC to act as the Debtors’ Claims and Noticing Agent. In that capacity, KCC will transmit, receive, docket and maintain proofs of claim filed in connection with these chapter 11 cases. This retention will expedite the distribution of

³ Copies of the Proposed Orders will be made available on the Debtors’ case information website at <http://www.kccllc.net/Briggs>.

notices and the processing of claims, and the Office of the Clerk of the United States Bankruptcy Court for the Eastern District of Missouri (the “**Clerk’s Office**”) will be relieved of the administrative burden of processing what may be an overwhelming number of claims.

7. KCC is a bankruptcy administrator that specializes in providing comprehensive chapter 11 administrative services including noticing, claims processing, solicitation, balloting, and other related services critical to the effective administration of chapter 11 cases. KCC comprises leading industry professionals with significant experience in both the legal and administrative aspects of large, complex chapter 11 cases. KCC has developed efficient and cost-effective methods to handle properly the voluminous mailings associated with the noticing, claims processing and balloting portions of chapter 11 cases to ensure the orderly and fair treatment of creditors, equity security holders and all parties in interest. Further, KCC will work with the Clerk’s Office to ensure that such methodology conforms with all of the Court’s procedures, the Local Rules, and the provisions of any orders entered by this Court.

8. KCC has substantial experience in matters of this size and complexity and has acted as the official claims, ballot and noticing agent in many large chapter 11 cases. KCC’s professionals have acted as official Claims and Noticing and/or Administrative Advisor in many large bankruptcy cases in various districts nationwide. *See, e.g., In re Skillsoft Corporation, et al.*, (MFW) (Bankr. D. Del. Jun. 16, 2020) [Docket No. 81]; *In re Speedcast International Limited, et al.*, No. 20-32243 (MI) (Bankr. S.D. Tex. Apr. 24, 2020) [Docket No. 74]; *In re Pace Industries, LLC, et al.*, Case No. 20-10927 (MFW) (Bankr. D. Del. Apr. 14, 2020) [Docket No. 56]; *In re TZEW Holdco LLC, et al.*, Case No. 20-10910 (CSS) (Bankr. D. Del. Apr. 14, 2020) [Docket No. 48]; *In re Art Van Furniture, LLC, et al.*, Case No. 20-10553 (CSS) (Bankr. D. Del. Mar. 10, 2020) [Docket No. 77]; *In re Valeritas Holdings, Inc., et al.*, Case No. 20-10290 (LSS) (Bankr. D. Del.

Feb. 12, 2020) [Docket No. 51]. KCC has also previously served as Claims and Noticing Agent in this district. *See, e.g., In re Peabody Energy Corp., et al.*, No. 16-42529 (BSS) (Bankr. E.D. Mo. Apr. 20, 2016) [Docket No. 215]; *In re Falcon Prods., Inc.*, No. 05-41108 (BSS) (Bankr. E.D. Mo. Mar. 10, 2005) [Docket No. 255].

9. The Debtors have obtained and reviewed engagement proposals from three other well-respected claims, ballot and noticing agents commonly retained in large chapter 11 cases to ensure selection through a competitive process. Moreover, the Debtors submit, based on all engagement proposals obtained and reviewed, that KCC's rates are competitive and reasonable given KCC's quality of services and expertise. Accordingly, the Debtors submit that appointing KCC as the Claims and Noticing Agent is appropriate here.

Services Provided by KCC

10. This Application pertains to the work to be performed by KCC under 11 U.S.C. § 327(a) of the Bankruptcy Code and under the Clerk's delegation of duties permitted by 28 U.S.C. § 156(c). Pursuant to the Engagement Agreement, KCC will perform the following tasks in its role as Claims and Noticing Agent, pursuant to 28 U.S.C. § 156(c), as well as all quality control relating thereto:

- (a) assist the Debtors with the preparation and distribution of all required notices and documents in these chapter 11 cases in accordance with the Bankruptcy Code, the Bankruptcy Rules and the Local Rules in the form and manner directed by the Debtors and/or the Court, including: (i) notice of the commencement of these chapter 11 cases and the initial meeting of creditors under section 341(a) of the Bankruptcy Code; (ii) notice of any claims bar date; (iii) notices of transfers of claims; (iv) notices of objections to claims and objections to transfers of claims; (v) notices of hearings on motions filed by the Office of the United States Trustee for the Eastern District of Missouri (the "**United States Trustee**"); (vi) notices of any hearings on a disclosure statement and confirmation of the Debtors' plan or plans of reorganization, including under Bankruptcy Rule 3017(d); (vii) notice of the effective date of any plan; and (viii) all other notices, orders, pleadings, publications and other documents as the Debtors or Court may deem necessary or appropriate for an orderly administration of these chapter 11 cases;

- (b) maintain official copies of the Debtors' respective schedules of assets and liabilities and statements of financial affairs (collectively, the "**Schedules**"), listing the Debtors' known creditors and the other information required by the Schedules;
- (c) maintain (i) lists of all potential creditors, equity holders and other parties in interest and (ii) a "core" mailing list consisting of all parties described in Bankruptcy Rules 2002(i), (j) and (k) and those parties that have filed a notice of appearance pursuant to Bankruptcy Rule 9010(b) and update and make these lists available upon request by a party in interest or the Clerk's Office;
- (d) furnish a notice to all potential creditors of the last date for filing proofs of claim and a form for filing a proof of claim, after such notice and form are approved by the Court, and notify such potential creditors of the existence, amount and classification of their respective claims as set forth in the Schedules, which may be effected by inclusion of such information (or the lack thereof in cases where the Schedules indicate no debt due to the subject party) on a customized proof of claim form provided to potential creditors;
- (e) maintain a post office box or address for the purpose of receiving claims and returned mail, and process all mail received;
- (f) for all notices, motions, orders or other pleadings or documents served, prepare and file or cause to be filed with the Clerk's Office, pursuant to Local Rule 9004(D)(3), a certificate of service within 24 hours of such service which includes: (i) either a copy of the notice served or the docket number(s) and title(s) of the pleading(s) served; (ii) a list of persons to whom it was mailed (in alphabetical order) with their addresses; (iii) the manner of service; and (iv) the date served;
- (g) process all proofs of claim received, including those received by the Clerk's Office, check said processing for accuracy and maintain the original proofs of claim in a secure area;
- (h) maintain a duplicate claims register for each Debtor (collectively, the "**Claims Registers**"); and specify in the Claims Registers the following information for each claim docketed: (i) the claim number assigned; (ii) the date received; (iii) the name and address of the claimant and agent, if applicable, who filed the claim; (iv) the amount asserted; (v) the asserted classification(s) of the claim (e.g., secured, unsecured, priority, etc.); (vi) the applicable Debtor against which the claim is filed; and (vii) any disposition of the claim;
- (i) implement necessary security measures to ensure the completeness and integrity of the Claims Registers and the safekeeping of the original claims;
- (j) as directed by the Clerk's Office, record all transfers of claims and provide any notices of such transfers as required by Bankruptcy Rule 3001(e);
- (k) relocate, by messenger or overnight delivery, all of the court-filed proofs of claim to the offices of KCC not less than weekly;

- (l) upon completion of the docketing process for all claims received in each chapter 11 case, turn over to the Clerk's Office, at its request, copies of the Claims Registers for its review;
- (m) monitor the Court's docket for all: (i) notices of appearance; (ii) address changes; and (iii) claims-related pleadings and orders filed, and make, as directed by the Clerk's Office, notations on and/or changes to the applicable Claims Register(s) and any service or mailing lists, including identifying and eliminating duplicative names and addresses from such lists;
- (n) as directed by the Clerk's Office, identify and correct any incomplete or incorrect addresses in any mailing or service lists;
- (o) assist in the dissemination of information to the public and respond to requests for administrative information regarding these chapter 11 cases as directed by the Debtors or the Court, including through the use of a case website at <http://www.kccllc.net/Briggs> and/or call center;
- (p) if these chapter 11 cases are converted to cases under chapter 7 of the Bankruptcy Code, contact the Clerk's Office within three days of notice to KCC of entry of the order converting these chapter 11 cases;
- (q) thirty (30) days prior to the close of these chapter 11 cases, to the extent practicable, request that the Debtors submit to the Court a proposed order dismissing KCC as Claims and Noticing Agent and terminating its services in such capacity upon completion of its duties and responsibilities and upon the closing of these chapter 11 cases;
- (r) within seven (7) days of notice to KCC of entry of an order closing these chapter 11 cases, provide to the Court the final version of the Claims Registers as of the date immediately before the close of the chapter 11 cases;
- (s) at the close of these chapter 11 cases, destroy all documents related to these chapter 11 cases and certify such destruction, in writing, to the Clerk's Office, specifying the method of destruction, the date of destruction, and any reference number or other relevant information for the destruction of the paper proofs of claim; and
- (t) comply with applicable federal, state, municipal, and local statutes, ordinances, rules, regulations, orders, and other requirements.

11. The Claims Registers shall be open to the public for examination without charge during regular business hours and on a case-specific website maintained by KCC.

12. Moreover, the Debtors seek to retain KCC, pursuant to 11 U.S.C. § 327(a) to perform the following as Administrative Advisor:

- (a) assist the Debtors with plan-solicitation services including: (i) balloting, (ii) distribution of applicable solicitation materials, (iii) tabulation and calculation of votes, (iv) determining with respect to each ballot cast, its timeliness and its compliance with the Bankruptcy Code, Bankruptcy Rules, and procedures ordered by this Court; (v) preparing an official ballot certification and testifying, if necessary, in support of the ballot tabulation results; and (vi) in connection with the foregoing services, process requests for documents from parties in interest, including, if applicable, brokerage firms, bank back-offices and institutional holders;
- (b) assist the Debtors with the preparation of the Debtors' Schedules and gather data in conjunction therewith (as needed);
- (c) provide a confidential data room, if requested;
- (d) manage and coordinate any distributions pursuant to a chapter 11 plan; and
- (e) provide such other claims processing, noticing, plan solicitation, tabulation, and related administrative services as may be requested from time to time by the Debtors.

13. KCC will follow the notice, claims, solicitation and balloting procedures that conform to the guidelines promulgated by the Clerk, the Judicial Conference of the United States and as may be entered by the Court's order.

Professional Compensation

14. The Debtors request that the undisputed fees and expenses incurred by KCC in the performance of the above-listed services provided pursuant to 28 U.S.C. § 156(c) be treated as administrative expenses of the Debtors' chapter 11 estates pursuant to 28 U.S.C. § 156(c) and section 503(b)(1)(A) of the Bankruptcy Code and be paid in the ordinary course of business pursuant to the Engagement Agreement without further application to or other of the Court. KCC agrees to maintain records of all services showing dates, categories of services, fees charged and expenses incurred, and to serve monthly invoices on (i) the Debtors; (ii) the United States Trustee; (iii) counsel for the Debtors; (iv) counsel for any official committee monitoring the expenses of the Debtors; and (v) any party in interest who specifically requests service of the monthly invoices.

If any dispute arises relating to the Engagement Agreement or monthly invoices, the parties shall meet and confer in an attempt to resolve the dispute; if resolution is not achieved, the parties may seek resolution of the matter from the Court.

15. For the above-referenced services provided pursuant to section 327(a) of the Bankruptcy Code, KCC will seek compensation in accordance with and will file interim and final fee applications for allowance of its compensation and expenses pursuant to sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.

16. Prior to the Petition Date, the Debtors provided KCC a retainer in the amount of \$65,000. KCC seeks to first apply the retainer to all prepetition invoices, and thereafter, to have the retainer replenished to the original retainer amount, and thereafter, to hold the retainer under the Engagement Agreement during these chapter 11 cases as security for the payment of fees and expenses incurred under the Engagement Agreement.

Indemnification

17. As part of the overall compensation to KCC under the terms of the Engagement Agreement, the Debtors have agreed to certain indemnification obligations. The Engagement Agreement provides that Debtors will indemnify, defend and hold harmless KCC and its affiliates, members, directors, officers, employees, consultants, subcontractors and agents under certain circumstances specified in the Engagement Agreement, except in circumstances resulting solely from KCC's gross negligence or willful misconduct or as otherwise provided in the Engagement Agreement or Retention Order. Both the Debtors and KCC believe that such an indemnification obligation is customary, reasonable and necessary to retain the services of a Claims and Noticing Agent in these chapter 11 cases.

No Duplication of Services

18. The Debtors intend that the services of KCC will complement, and not duplicate, the services being rendered by other professionals retained in these chapter 11 cases. KCC understands that the Debtors have retained and may retain additional professionals during the term of the engagement, and KCC will work cooperatively with such professionals to integrate any work conducted by the professionals on behalf of the Debtors.

Disinterestedness

19. The Debtors have many creditors, and accordingly, KCC may have rendered and may continue to render services to certain of these creditors. KCC has not and will not represent the separate interests of any such creditor in connection with these cases. KCC may have relationships with certain of the Debtors' creditors as vendors or in connection with cases in which KCC serves or has served in a neutral capacity as claims, ballot and noticing agent for another chapter 11 debtor or as a class action settlement administrator.

20. KCC has reviewed its electronic database to determine whether it has any relationships with certain material creditors and parties in interest identified by the Debtors, and, to the best of the Debtors' knowledge, information and belief, and except as disclosed in the Gershbein Declaration, KCC has represented that it neither holds nor represents any interest materially adverse to the Debtors' estates in connection with any matter on which it would be employed.

21. To the best of the Debtors' knowledge, KCC is a "disinterested person" as that term is defined in Bankruptcy Code section 101(14), as modified by Bankruptcy Code section 1107(b), as KCC represents in the Gershbein Declaration, among other things, that:

- (a) KCC is not a creditor of the Debtors;

- (b) KCC will not consider itself employed by the United States government and shall not seek any compensation from the United States government in its capacity as the Claims and Noticing Agent and Administrative Advisor in these chapter 11 cases;
- (c) By accepting employment in these chapter 11 cases, KCC waives its right to receive any compensation from the United States government in connection with these chapter 11 cases;
- (d) In its capacity as Claims and Noticing Agent and Administrative Advisor in these chapter 11 cases, KCC will not be an agent of the United States and will not act on behalf of the United States;
- (e) KCC will not employ any past or present employees of the Debtors in connection with its work as Claims and Noticing Agent and Administrative Advisor in these chapter 11 cases;
- (f) KCC is a “disinterested person” as that term is defined in section 101(14) of the Bankruptcy Code with respect to the matters upon which it is engaged;
- (g) In its capacity as Claims and Noticing Agent and Administrative Advisor in these chapter 11 cases, KCC will not intentionally misrepresent any fact to any person;
- (h) In its capacity as Claims and Noticing Agent in these chapter 11 cases, KCC shall be under the supervision and control of the Clerk’s Office with respect to the receipt and recordation of claims and claim transfers;
- (i) In its capacity as Claims and Noticing Agent in these chapter 11 cases, KCC will comply with all requests of the Clerk’s Office and the guidelines promulgated by the Judicial Conference of the United States for the implementation of 28 U.S.C. § 156(c); and
- (j) None of the services provided by KCC as Claims and Noticing Agent and Administrative Advisor in these chapter 11 cases shall be at the expense of the Clerk’s Office.

22. KCC will supplement its disclosure to the Court if any facts or circumstances are discovered that would require such additional disclosure.

Relief Requested Should Be Granted

23. Section 156(c) of title 28 of the United States Code empowers the Court to utilize outside agents and facilities for notice, claims and other administrative purposes, provided that the Debtors’ estates pay the cost of such services. Section 156(c) states:

Any court may utilize facilities or services, either on or off the court's premises, which pertain to the provision of notices, dockets, calendars, and other administrative information to parties in cases filed under the provisions of title 11, United States Code, where the costs of such facilities or services are paid for out of the assets of the estate and are not charged to the United States. The utilization of such facilities or services shall be subject to such conditions and limitations as the pertinent circuit council may prescribe.

28 U.S.C. § 156(c).

24. Moreover, section 327(a) of the Bankruptcy Code provides that a debtor, subject to Court approval:

[M]ay employ one or more attorneys, accountants, appraisers, auctioneers, or other professional persons, that do not hold or represent an interest adverse to the estate, and that are disinterested persons, to represent or assist the [debtor] in carrying out of [debtor]'s duties under the title.

11 U.S.C. § 327(a).

25. Bankruptcy Rule 2014(a) requires that an application for retention include:

[S]pecific facts showing the necessity for the employment, the name of the [firm] to be employed, the reasons for the selection, the professional services to be rendered, and proposed arrangement for compensation, and, to the best of the applicant's knowledge, all of the [firm's] connections with the debtor, creditors, any other party in interest, their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee.

Fed. R. Bankr. P. 2014.

26. The Debtors' selection of KCC to act as the Claims and Noticing Agent and Administrative Advisor is appropriate under the circumstances and in the best interest of the Debtors' estates. The Debtors submit, based on all engagement proposals obtained and reviewed from other Claims and Noticing Agents, that KCC's rates are competitive and reasonable given KCC's quality of services and expertise. The terms of KCC's retention are set forth in the Engagement Agreement.

27. Although the Debtors have not yet filed their schedules of assets and liabilities, they anticipate that these chapter 11 cases will involve tens of thousands of potential creditors and other parties in interest and, thus, likely will impose heavy administrative burdens upon the Clerk's Office. In view of the anticipated number of creditors and the complexity of the Debtors' business, the Debtors submit that the appointment of KCC: (i) will relieve the Debtors, the Court and the Clerk's Office of substantial administrative burdens and/or related costs; (ii) expedite the service of notices and pleadings; (iii) streamline the claims administration and vote solicitation and tabulation processes; and (iv) otherwise promote the efficient administration of these cases. For the foregoing reasons, Debtors submit that the appointment of a claims and noticing agent is both necessary and in the best interests of both the Debtors' estates and their creditors.

28. Courts in this District and others have approved similar relief in other chapter 11 cases. *See, e.g., In re Foresight Energy LP, et al.*, No. 20-41308-659 (KAS) (Bankr. E.D. Mo. Apr. 7, 2020) [Docket No. 249] (granting order to retain claims and noticing agent and administrative advisor); *In re Payless Holdings LLC, et al.*, No. 19-40883-659 (KAS) (Bankr. E.D. Mo. Mar. 15, 2019) [Docket No. 572] (granting order to retain claims and noticing agent and administrative advisor); *In re Payless Holdings LLC, et al.*, No. 17-42267-659 (KAS) (Bankr. E.D. Mo. Apr. 17, 2017) [Docket No. 237] (granting order to retain claims and noticing agent); *In re Peabody Energy Corporation, et al.*, No. 16-42529-399 (BSS) (Bankr. E.D. Mo. Apr. 20, 2016) [Docket No. 215] (granting order to retain KCC as claims and noticing agent); *In re Noranda Aluminum, Inc.*, No. 16-10083 (BAS) (Bankr. E.D. Mo. Feb. 12, 2016) [Docket No. 116] (granting order to retain and employ claims and noticing agent and administrative advisor); *In re Arch Coal, Inc.*, No. 16-40120 (CER) (Bankr. E.D. Mo. Jan. 15, 2016) [Docket No. 102] (granting order to

retain claims and noticing agent); *In re Bakers Footwear Grp., Inc.*, No. 12-49658 (CER) (Bankr. E.D. Mo. Oct. 9, 2012) [Docket No. 74] (granting order to retain claims and noticing agent); *In re Falcon Prods., Inc.*, No. 05-41108 (BSS) (Bankr. E.D. Mo. Mar. 10, 2005) [Docket No. 255] (granting order to retain and employ KCC as claims and noticing agent); *accord In re Alpha Natural Res., Inc.*, No. 15-33896 (KRH) (Bankr. E.D. Va. Aug. 5, 2015) [Docket No. 93] (granting order to retain and employee KCC as claims and noticing agent).

Notice

29. Notice of this Application will be provided to (i) the Office of the United States Trustee for the Eastern District of Missouri; (ii) the holders of the 30 largest unsecured claims against the Debtors on a consolidated basis; (iii) Latham & Watkins LLP (Attn: Peter P. Knight, Esq. and Jonathan C. Gordon, Esq.), as counsel to JPMorgan Chase Bank, N.A., as the administrative agent and collateral agent under the ABL Credit Facility and DIP Facility; (iv) Pryor Cashman LLP (Attn: Seth H. Lieberman, Esq. and David W. Smith, Esq.), as counsel to Wilmington Trust, N.A., as successor indenture trustee under the Unsecured Notes; and (v) any other party that has requested notice pursuant to Bankruptcy Rule 2002 (collectively, the “**Notice Parties**”). Notice of this Motion and any order entered hereon will be served in accordance with Local Rule 9013-3(A)(1).

No Prior Request

30. No prior request for the relief sought in this Application has been made to this or any other Court in connection with these chapter 11 cases.

WHEREFORE, the Debtors respectfully request that the Court: (i) enter an order granting the relief requested herein; and (ii) grant such other and further relief to the Debtors as the Court may deem just and proper.

Dated: July 20, 2020
Wauwatosa, Wisconsin

Respectfully submitted,

Briggs & Stratton Corporation (for itself and on behalf of each of its affiliated debtors as Debtors and Debtors in Possession)

/s/ Kathryn M. Buono

Name: Kathryn M. Buono

Title: Vice President, Corporate Counsel & Secretary

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