

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
SOUTHEASTERN DIVISION

In re:	§	Chapter 11
	§	
BRIGGS & STRATTON CORPORATION, et al.,	§	Case No. 20-43597-399
	§	
	§	(Jointly Administered)
	§	
Debtors.	§	Related Docket Nos. 28

**ORDER AUTHORIZING DEBTORS
TO RETAIN AND EMPLOY WEIL, GOTSHAL & MANGES LLP
AS ATTORNEYS FOR DEBTORS**

Upon the application (the “**Application**”)¹ of Briggs & Stratton Corporation and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the “**Debtors**”), pursuant to sections 327(a) and 330 of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2016-1 of the Local Rules of the United States Bankruptcy Court of the Eastern District of Missouri (the “**Local Rules**”) for authority to retain and employ Weil, Gotshal & Manges LLP (“**Weil**” or the “**Firm**”) as attorneys for the Debtors, effective as of the Petition Date; and upon the declaration of Ronit J. Berkovich, a partner at Weil, annexed to the Application as **Exhibit A** (the “**Berkovich Declaration**”); and upon the supplemental declaration of Ronit J. Berkovich, a partner at Weil, filed on August 3, 2020 [Docket No. 281], and the Court being satisfied, based on the representations made in the Application and the Berkovich Declaration that Weil is “disinterested” as such term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, and as required under section 327(a) of the Bankruptcy Code, and that Weil represents no interest adverse to the

¹ Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Application.



Debtors' estates with respect to the matters upon which it is to be engaged; and the Court having jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Application and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Debtors having represented that adequate and proper notice of the Application has been given and that no other or further notice need be given; and the Court having reviewed the Application; and the Court having previously granted the Application on a provisional basis; and the Court having held a hearing, if necessary, to consider the relief requested in the Application; and the Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and it appearing that the relief requested in the Application is in the best interests of the Debtors, their estates, creditors, and all parties in interest; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby **ORDERED** that the Application is **GRANTED** in that

1. The Debtors are authorized to employ and retain Weil as attorneys to the Debtors pursuant to 11 U.S.C. § 327(a) on the terms and conditions set forth in the Application and the Berkovich Declaration. This Order, to the extent it conflicts with the Application and the Berkovich Declaration, shall take precedence.

2. Weil is authorized to render professional services to the Debtors as described in the Application and the Engagement Letter. Specifically, but without limitation, Weil shall provide services related to:

- a. preparing on behalf of the Debtors, as debtors in possession, all necessary motions, applications, answers, orders, reports and other papers in connection with the administration of the Debtors' estates;

- b. taking all necessary actions in connection with any chapter 11 plan and related disclosure statement and all related documents, and such further actions as may be required in connection with the administration of the Debtors' estates;
- c. taking all necessary action to protect and preserve the Debtors' estates, including the prosecution of actions on the Debtors' behalves, the defense of any actions commenced against the Debtors, the negotiation of disputes in which the Debtors are involved, the preparation of objections to claims filed against the Debtors' estates, and advising with respect to the Debtors' affiliates and all related matters; and
- d. performing all other necessary legal services in connection with the prosecution of these chapter 11 cases; provided, however, that to the extent Weil determines that such services fall outside of the scope of services historically or generally performed by Weil as lead debtors' counsel in a bankruptcy case, Weil will file a supplemental declaration.

3. Weil shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtors' chapter 11 cases in compliance with §§ 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, Local Rules, and any other applicable procedures and orders of the Court. Weil shall make reasonable efforts to comply with the U.S. Trustee's request for information and additional disclosures as set forth in the U.S. Trustee Guidelines, in connection with the Application and any interim and/or final fee applications to be filed by Weil in these chapter 11 cases.

4. Weil shall be reimbursed for reasonable and necessary expenses as provided by the U.S. Trustee Guidelines.

5. Weil is authorized to apply the Fee Advance to any outstanding amounts relating to the period immediately before the Petition Date that were not processed through Weil's billing system as of the Petition Date. Weil shall apply all pre-petition retainers, advances and expense advances (including the Fee Advance) for payment of fees and costs authorized by this

Court to be paid before seeking compensation from the Debtors. Weil may bill and be paid monthly pursuant to Local Rule 2016(B).

6. Weil shall provide reasonable notice to the Debtors, the U.S. Trustee, and any statutory committee appointed in these chapter 11 cases of any increase of Weil hourly rates set forth in the Berkovich Declaration.

7. To the extent there is any inconsistency between this Order and the Application, the provisions of this Order shall govern.

8. Notice of the Application is adequate under Bankruptcy Rule 6004(a).

9. Notwithstanding the provisions of Bankruptcy Rule 6004(h), this Order shall be immediately effective and enforceable upon its entry.


10. Nothing herein shall be construed to permit Weil to be allowed reimbursement or compensation for fees or expenses Weil incurs in defense of Weil's fees from legal challenge.

11. The Debtors are authorized to take all actions necessary or appropriate to carry out the relief granted in this Order.

12. Not later than two (2) business days after the date of this Order, the Debtors shall serve a copy of the Order and shall file a certificate of service no later than twenty-four (24) hours after service.

DATED: August 19, 2020
St. Louis, Missouri

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Barry S. Schermer
United States Bankruptcy Judge

Order Prepared By:

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-and-

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