

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
SOUTHEASTERN DIVISION

In re:	§	Chapter 11
	§	
	§	Case No. 20-43597-399
BRIGGS & STRATTON, CORPORATION, <i>et al.</i> ,	§	
	§	(Jointly Administered)
	§	
Debtors.	§	
	§	

**THIRD SUPPLEMENTAL DECLARATION OF RONIT J. BERKOVICH
IN SUPPORT OF APPLICATION OF DEBTORS FOR AUTHORITY TO RETAIN
AND EMPLOY WEIL, GOTSHAL & MANGES LLP AS ATTORNEYS FOR THE
DEBTORS EFFECTIVE AS OF THE PETITION DATE PURSUANT TO
11 U.S.C. §§ 327, 329, AND 504 AND FED. R. BANKR. 2014(a) AND 2016(b)**

I, Ronit J. Berkovich, pursuant to 28 U.S.C. § 1746, hereby declare that the following is true and correct to the best of my knowledge, information and belief:

1. I am a member of the firm of Weil, Gotshal & Manges LLP (“**Weil**” or the “**Firm**”), an international law firm with principal offices at 767 Fifth Avenue, New York, New York 10153 and regional offices in Washington, D.C.; Houston and Dallas, Texas; Miami, Florida; Boston, Massachusetts; Princeton, New Jersey; Redwood Shores, California; and foreign offices in London, United Kingdom; Frankfurt and Munich, Germany; Paris, France; and Beijing, Hong Kong, and Shanghai, China.

2. I submit this supplemental declaration (the “**Declaration**”) to supplement the disclosures contained in my initial declaration, dated July 20, 2020 (the “**Initial Declaration**”), my first supplemental declaration, dated August 4, 2020 (the “**First Supplemental Declaration**”), and my second supplemental declaration, dated September 3, 2020 (the “**Second Supplemental Declaration**,” and together with the Initial Declaration, the “**Previous Declarations**”) in support of the *Application of Debtors for Pursuant to 11 U.S.C. § 327(a), Fed. R. Bankr. P. 2014(a) and*



2016, and Local Rules 2014 and 2016-1 for Authority to Retain and Employ Weil, Gotshal & Manges LLP as Attorneys for Debtors Effective as of the Petition Date [Docket No. 28] (the “**Application**”).¹ The Declaration has been prepared in accordance with paragraph 14 of the Initial Declaration, which provides that Weil will supplement the disclosures in the Initial Declaration to the extent required as a result of additional party-in-interest information becoming available during these chapter 11 cases. Unless otherwise stated in the Declaration, I have personal knowledge of the facts set forth herein or related to information provided to me by personnel here at Weil.

3. Subsequent to the filing of the Previous Declarations, the Debtors and their advisors updated the Debtors’ parties-in-interest list to add certain other parties in interest to include (i) Notice of Appearance Parties/Interested Parties, (ii) Other Interested Parties, (iii) Debtor Professionals, and (iv) Debtor Counsel for Non-Restructuring Matters. In accordance with the procedures described in the Application and in paragraph 14 of the Initial Declaration, Weil has reviewed the updated parties-in-interest list and conducted additional searches within its records to include these additional parties. These additional parties are identified on **Schedule 1** attached hereto. Additionally, Weil has rerun searches for parties that appeared on all prior versions of the parties-in-interest list to determine whether any such parties should be included in this disclosure based on new circumstances.

4. As a result, Weil hereby supplements its prior disclosures to disclose that Weil previously has represented, currently represents, and may represent in the future the entities (or their affiliates) set forth on **Schedule 2** hereto (the “**Supplemental Disclosure List**”) in matters

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

unrelated to these Chapter 11 Cases. To the best of my knowledge, information, and belief, neither Weil nor any of its professional personnel have any relationship with the entities identified on Schedule 2 that would impair Weil's ability to perform services for the Debtors.

5. To the best of my knowledge and information, the annual fees for each of the last two years paid to Weil by any entity listed on the Supplemental Disclosure List or its affiliates did not exceed 1% of the Firm's annual gross revenues. However, out of an abundance of caution, I am disclosing that fees paid by Weil to Advent International Corporation and its affiliates accounted for approximately 3% of Weil's annual gross revenue for the past two years. Advent International Corporation is Equiniti Trust Company's majority shareholder, which is a matched entity listed on Schedule 2.

6. As stated in the Initial Declaration, I believe Weil is "disinterested" as such term is defined in section 101(14) of the Bankruptcy Code, as required by section 327(a) of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtors' estate. To the extent any information disclosed herein requires amendment or modification upon Weil's completion of further review or as additional party-in-interest information becomes available to it, a further supplemental declaration will be filed stating such amended or modified information.

7. I declare under penalty of perjury that, to the best of my knowledge and after reasonable inquiry, the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: December 22, 2020
New York, New York

/s/ Ronit J. Berkovich

Ronit J. Berkovich
Partner, Weil, Gotshal & Manges LLP

Schedule 1

Notice of Appearance Parties/Interested Parties

Accenture LLP
Allstate Insurance Company
AT&T Corporation
California Air Resources Board
Catamount Constructors, Inc.
Claudia Hartke
Curtis Machine Company, Inc.
Daniel G. Helman and Pamela Helman, their successors and/or assignees
Davis Tool & Die Co., Inc.
Elavon, Inc.
Elofic Industries Limited
Exmark Manufacturing Company Inc.
Farmers Insurance Exchange
Fidelity & Deposit Company of Maryland-Zurich American Insurance Company
Fire Insurance Exchange
Foremost Insurance Company Grand Rapids, Michigan
Gannett Satellite Network LLC dba USA Today Network
Government Employees Insurance Company Marine (GEICO Marine)
Hydro-Gear Limited Partnership
Iron Mountain Information Management, Inc.
James Troy and Elaine Troy
KO Manufacturing, Inc.
Kooima Company
Liberty Mutual Insurance
Mid-Century Insurance Company
Mikron Corporation Denver
Nationwide Indemnity Company and Employers Insurance of Wausau
Nikki America Fuel Systems, LLC
Ocean Network Express (North America) Inc.
Oracle America, Inc.
Slidematic Precision Components, Inc.
Southworth-Milton, Inc. d/b/a Milton CAT
State Steel Supply Company
The County of Denton, Texas
Thermotech LLC
TI Investors of Germantown I
William Buchanan and Eva Buchanan
Wurth Industry North America LLC

Other Interested Parties

Charles J. Handley [Litigation Claimant Civil Action 20-C-555(Kan), In Circuit Court of Kanawha County, WV)
Constellation Newenergy – Gas Division, LLC

Curtis Machine
Davis Tool & Die Co.
Elgin Fastener /Leland
Equiniti Trust Company
Facebook
Infor (US), Inc.
Livingston International Inc.
Metropower, Inc.
Neff Expansion Pa, LLC
Nikki America Fuel Systems
Ocean Network Express (North America) Inc.
Outfitters, LLC
Schumacher Brothers Fencing, L.L.C
Smartequip
Southworth-Milton, Inc. (Milton Cat)
Stant USA Corp.
United Parcel Service
Walbro LLC / Walbro Engine Management

Debtor Professionals

CBRE, Inc.
Kohner, Mann & Kailas, S.C.
Perkins Coie LLP
Polsinelli PC

Debtor Counsel for Non-Restructuring Matters

Faegre Drinker Biddle & Reath LLP

Schedule 2 to Supplemental Disclosure

Matched Entity	Relationship to Debtors	Relationship to Weil
AT&T Corporation	Notice of Appearance Parties/Interested Parties	Former Client Related to Current Client
BOFA Securities, Inc.	6.875% Senior Note Holders	Current Client Affiliate or Subsidiary of Current Client
Equiniti Trust Company	Other Interested Parties	Affiliate or Subsidiary of Former Client
Facebook	Other Interested Parties	Current Client
Faegre Drinker Biddle & Reath LLP	Debtor Counsel For Non- Restructuring Matters	Related to Current Client
Farmers Insurance Exchange	Notice of Appearance Parties/Interested Parties	Current Client
Fidelity & Deposit Company of Maryland-Zurich American Insurance Company	Notice of Appearance Parties/Interested Parties	Affiliate or Subsidiary of Current Client
Gannett Satellite Information Network LLC dba USA Today Network	Notice of Appearance Parties/Interested Parties	Affiliate or Subsidiary of Current Client
Iron Mountain Information Management, Inc.	Notice of Appearance Parties/Interested Parties	Affiliate or Subsidiary of Current Client
Mid-Century Insurance Company	Notice of Appearance Parties/Interested Parties	Current Client
Oracle America, Inc.	Notice of Appearance Parties/Interested Parties	Affiliate or Subsidiary of Current Client