

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.	§	Hearing Date: December 2, 2021
	§	Hearing Time: 2:00 p.m. (Central Time)
	§	Hearing Location: Courtroom 5 North
	§	111 S. 10th St., St. Louis, MO 63102

**MOTION OF THE PLAN ADMINISTRATOR FOR
ORDER UNDER BANKRUPTCY CODE SECTIONS 105(a) AND 502 AND
BANKRUPTCY RULE 9006 FURTHER EXTENDING TIME TO OBJECT TO CLAIMS**

Alan D. Halperin, as Plan Administrator (the “**Plan Administrator**”) under the *Amended Joint Chapter 11 Plan of Briggs & Stratton Corporation and its Affiliated Debtors*, dated November 9, 2020 [Docket No. 1226] (the “**Plan**”),¹ by and through undersigned counsel, hereby moves (the “**Motion**”) for entry of an order under section 105(a) of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rules 3007 and 9006 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) further extending the Claims Objection Deadline (as defined below) for administrative, priority, and general claims of all types, including, for the avoidance of doubt, secured claims, through and including June 30, 2022. In support of the Motion, the Plan Administrator respectfully represents as follows:

1. On July 20, 2020 (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.

¹ Capitalized terms used but not defined herein have the meanings ascribed to them in the Plan.



2. On August 5, 2020, the United States Trustee appointed an official committee of unsecured creditors (the “**Creditors’ Committee**”) in these chapter 11 cases pursuant to section 1102 of the Bankruptcy Code. No trustee or examiner has been appointed in these chapter 11 cases. The Debtors’ chapter 11 cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b) and Rule 1015(b) of the Local Rules of Bankruptcy Procedure of the United States Bankruptcy Court for the Eastern District of Missouri (the “**Local Rules**”).

3. On September 15, 2020, the Court entered an order authorizing the Debtors to sell substantially all of their assets² to Bucephalus Buyer, LLC (the “**Purchaser**”) and on September 21, 2020, the Debtors closed the Sale Transaction.³ On December 16, 2020, the Debtors filed the Plan, which was confirmed by the *Findings of Fact, Conclusions of Law, and Order Confirming the Plan* on December 18, 2020 [Docket No. 1485] (the “**Confirmation Order**”).

4. The Effective Date of the Plan occurred on January 6, 2021 and the *Notice of Entry of Order Confirming the Plan and Occurrence of the Effective Date* [Docket No. 1538] was filed, at which time the Creditors’ Committee was relieved of its duties and the Plan Administrator took over the administration of the Wind-Down Estates in accordance with the Plan. The Wind-Down Estates continue to honor their post-closing sale obligations, wind down the estates, and otherwise work on concluding these chapter 11 cases.

5. Pursuant to an order dated August 24, 2020 (the “**General Bar Date Order**”) [Docket No. 564], this Court established October 7, 2020 as the last day for non-

² *Order (I) Authorizing the Sale of the Assets and Equity Interests to the Purchaser Free and Clear of Liens, Claims, Interests, and Encumbrances; (II) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (III) Granting Related Relief* [Docket No. 898].

³ *See Notice of (I) Filing of Amendment to Stock and Asset Purchase Agreement, And (II) the Occurrence of Closing of the Sale Transaction* [Docket No. 964].

governmental entities to file prepetition claims against the Debtors and their estates, and January 19, 2021 as the last day for governmental entities to file prepetition claims against the Debtors and their estates. In accordance with the General Bar Date Order, the Debtors' approved claim and noticing agent served a *Notice of Deadlines to File Proofs of Claim* and a Proof of Claim Form as evidence by the *Certificate of Service* filed with this Court [Docket No. 576]. Additionally, in accordance with the General Bar Date Order, the Debtors published a notice of the General Bar Date in the national edition of the *New York Times* and once in the *St. Louis Post Dispatch*, as evidenced by the *Certificate of Publication* [Docket No. 826] (the "**Publication Notice**").

6. By order dated October 19, 2020 [Docket No. 1121] (the "**Administrative Bar Date Order**"), this Court fixed November 23, 2020 as the deadline by which all persons or entities who hold claims arising during the administration of the chapter 11 cases between the Petition Date and October 19, 2020 (the "**Administrative Claims**") must file proofs of administrative claim against the Debtors.

7. In the Administrative Bar Date Order, the Court also established the deadline of January 19, 2021 at 5:00 p.m. (Central Time) for each Governmental Unit that asserts entitlement to administrative priority status under sections 503 and/or 507 of the Bankruptcy Code for claims (the "**Governmental Administrative Claims**") that arose between the Petition Date and October 19, 2020.

8. The Plan Administrator has paid all known allowed Administrative Claims and fewer than ten (10) disputed Administrative Claims remain, which claims are either section 503(b)(9) claims where the Wind-Down Estates continue to work with trade creditors and the Purchaser to determine the correct allowable claim amount, or, in one instance, an asserted

reclamation demand. Although the Plan Administrator has made significant progress in this reconciliation, having reconciled more than ninety-five percent (95%) of such Administrative Claims in number, the process remains ongoing. Likewise, there remain approximately ten (10) Governmental Administrative Claims that were filed or otherwise asserted seeking priority with respect to priority tax claims where the Plan Administrator continues to work with the relevant Governmental Unit, but the timing for resolution of such Governmental Administrative Claims is largely driven by the claimants.

9. In addition to the claims asserting administrative and priority treatment, at the time of the Plan Administrator's prior application for the relief requested, there had been nearly 2,200 claims against the Debtors' estates to be reviewed and reconciled to establish the allowed general unsecured claims pool and to ensure proper classification of any misclassified or unclassified claim. The Plan Administrator has made substantial progress in reconciling these claims and has filed or is completing preparations to file the final omnibus claims objections. Prior to the date of this Motion, the Plan Administrator has reconciled approximately 2,100 of the 2,200 claims. The remaining claims largely fall into two categories – claims that have been partially satisfied due to a post-petition or post-confirmation payment for which a motion is required to reduce the claim, or unliquidated litigation claims that require a motion to estimate the claims (or a motion to establish reserves) for distribution purposes. The Plan Administrator prefers to reach a consensual estimation of as many unliquidated claims as possible rather than to burden the Court with avoidable estimation motions and those efforts are the current thrust of the Plan Administrator's efforts, among others. Finally, some claimants continue to amend their claims or assert late-filed claims, to which the Plan Administrator must maintain the right to object.

10. The Plan Administrator submits that the extension requested in this Motion is not sought for the purposes of delay, nor is it necessarily indicative (in either direction) of the timing of distributions in these chapter 11 cases. It is in the affirmative best interests of the Wind-Down Estates, the creditors, and all parties-in-interest for the Plan Administrator to maintain the ability to object to claims throughout the distribution process so as to best administer the Wind-Down Estates for the benefit of all creditors and parties-in-interest. Accordingly, the Plan Administrator seeks the above-referenced extension of the Claims Objection Deadline.

JURISDICTION

11. 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.

12. The statutory predicate for the relief requested herein is Bankruptcy Code sections 105(a) and 502. Such relief is also warranted under Bankruptcy Rules 3007 and 9006 and Local Rule 9006-2.

RELIEF REQUESTED

13. By this Motion, the Plan Administrator seeks entry of an order under Bankruptcy Code sections 105(a) and 502 and Bankruptcy Rules 3007 and 9006 extending the Claims Objection Deadline for administrative, priority, and general claims of all types including, for the avoidance of doubt, secured claims, through and including June 30, 2022.

BASIS FOR RELIEF

14. Pursuant to that certain *Order Granting Motion of the Plan Administrator Extending Time to Object to All Claims* [Docket No. 1773], the deadline to object to claims (the “**Claims Objection Deadline**”) presently expires on December 31, 2021 and to date,

approximately 3,000 claims have been filed against the Debtors in the aggregate amount of approximately \$2.2 billion.

15. The Plan Administrator believes that the aggregate amount of claims against the Debtors that ultimately will be allowed is significantly less than the amounts asserted by the claimants in their claims. Although the Plan Administrator has resolved the vast majority of the claims, there are claims that remain to be addressed. The resolution of such claims will likely increase the recovery to be realized by holders of general unsecured, priority, and various administrative claims asserted to date.

APPLICABLE AUTHORITY

16. Bankruptcy Rule 9006(b) provides that the Court may extend a time period provided under the Bankruptcy Rules or by order of the Court, except for time periods provided under certain Bankruptcy Rules that are not applicable here. *See* Fed. R. Bankr. P. 9006(b).

17. Bankruptcy Code section 105(a) provides that “[t]he court may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title.” 11 U.S.C. § 105(a). Further, it is generally recognized that “[s]ection 105(a) authorizes the bankruptcy court, or the district court sitting in bankruptcy, to fashion such orders as are required to further the substantive provisions of the Code.” COLLIER ON BANKRUPTCY, ¶ 105.04 at 105-15 & n. 5 (15th rev. ed. 1989).

18. In this instance, sufficient cause exists to extend the Claims Objection Deadline. The requested extension of time will provide the Plan Administrator the opportunity to continue his claims analysis, object to those claims that are factually and legally unsupportable, and continue to negotiate the resolution of certain of the remaining outstanding claims.

19. The Plan Administrator believes that many of the claims will ultimately be consensually resolved, particularly if the Plan Administrator is afforded sufficient time to complete his efforts. Consensual resolution of outstanding claims will conserve judicial resources, minimize burdens on the Court that would necessarily accompany unnecessary claims litigation, and minimize related expenses that otherwise would be incurred by the Wind-Down Estates.

NOTICE

20. Notice of this Motion has been given to the Office of the United States Trustee and any other party entitled to notice pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested, the Plan Administrator submits that no further notice is required.

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WHEREFORE, the Plan Administrator seeks entry of an order, substantially in the form attached hereto as **Exhibit A**, (A) extending the Claims Objection Deadline for administrative, priority, and general claims of all types including, for the avoidance of doubt, secured claims, through and including June 30, 2022, and (B) granting such other and further relief as is just and proper.

Dated: October 28, 2021
St. Louis, Missouri

Respectfully submitted,

CARMODY MACDONALD P.C.

/s/ Robert E. Eggmann

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EXHIBIT A

Proposed Order

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

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

**ORDER GRANTING MOTION OF THE PLAN ADMINISTRATOR
FOR ORDER UNDER BANKRUPTCY CODE SECTIONS 105(a) AND 502 AND
BANKRUPTCY RULE 9006 FURTHER EXTENDING TIME TO OBJECT TO CLAIMS**

Upon the Plan Administrator’s motion (the “**Motion**”)¹ for entry of an order, pursuant to sections 105 and 502 of the Bankruptcy Code, Bankruptcy Rules 3007 and 9006, and Local Rule 9006-2 extending the time to object to all claims (including administrative claims) filed in these chapter 11 cases, all as more fully set forth in the Motion; and it appearing that the Court has jurisdiction over this matter; and it appearing that the notice of the Motion as set forth therein is sufficient, and that no other or further notice need be provided; and it further appearing that the relief requested in the Motion is in the best interests of the Wind-Down Estates, their beneficiaries, and all other 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, ADJUDGED, AND DECREED in that:**

1. The Motion is GRANTED as set forth herein.
2. The Claims Objection Deadline is hereby extended to and including June 30, 2022.
3. Entry of this Order is without prejudice to the rights of the Plan Administrator to seek further extensions of the Claims Objection Deadline.

¹ Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion.

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

DATED: _____, 2021
St. Louis, Missouri

Barry S. Schermer
United States Bankruptcy Judge

Order Prepared By:

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