

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
SOUTHEASTERN DIVISION

In re:	§	Chapter 11
	§	
BRIGGS & STRATTON	§	Case No. 20-43597-399
CORPORATION, <i>et al.</i> ,	§	
	§	(Jointly Administered)
	§	
Debtors.	§	Related Docket Nos. 53, 505

**NOTICE OF CANCELLATION OF AUCTION AND  
DESIGNATION OF THE STALKING HORSE BID AS THE SUCCESSFUL BID**

**PLEASE TAKE NOTICE** that, on August 19, 2020, the United States Bankruptcy Court for the Eastern District of Missouri (the “**Court**”) entered the *Order (I) Approving (A) Bidding Procedures, (B) Designation of Stalking Horse Bidder and Stalking Horse Bid Protections (C) Scheduling Auction and Sale Hearing, (D) Form and Manner of Notice of Sale, Auction, and Sale Hearing, and (E) Assumption and Assignment Procedures and Form and Manner of Assumption and Assignment, and (II) Granting Related Relief* [Docket No. 505] (the “**Bidding Procedures Order**”) <sup>1</sup> establishing certain procedures (the “**Bidding Procedures**”) to govern the sale and auction of all or substantially all of the assets (the “**Assets**”) of Briggs & Stratton Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”) and the equity interests in the Debtors’ non-Debtor subsidiaries and certain joint venture equity interests held by the Debtors (the “**Equity Interests**”).

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Bidding Procedures Order, (i) the deadline for submitting a Qualified Bid was August 28, 2020 at 5:00 p.m. (prevailing Central Time) (the “**Bid Deadline**”) and (ii) in the event that the Debtors received a Qualified Bid for the Assets and Equity Interests in addition to the Stalking Horse Bid, an auction was scheduled to be held on September 1, 2020 at 10:00 a.m. (prevailing Eastern Time) (the “**Auction**”).

**PLEASE TAKE FURTHER NOTICE** that, other than the Stalking Horse Bid, no other Qualified Bids were received prior to the Bid Deadline. Accordingly, pursuant to the Bidding Procedures Order and the Bidding Procedures, the Stalking Horse Bidder has been designated as the Successful Bidder and the Stalking Horse Agreement has been designated as the Successful Bid.<sup>2</sup> **THE AUCTION WILL NOT BE HELD AND IS HEREBY CANCELLED.**

<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Bidding Procedures Order.

<sup>2</sup> The Stalking Horse Bid is documented in the Stalking Horse Agreement attached as **Exhibit D** to the Bidding Procedures Order.



**PLEASE TAKE FURTHER NOTICE** that a proposed order approving the sale transaction (the “**Sale Transaction**”) contemplated in the Stalking Horse Bid will be publicly available on the “Proposed Order” tab on the website dedicated to the Debtors’ chapter 11 cases maintained by their claims and noticing agent, Kurtzman Carson Consultants LLC, at <http://www.kccllc.net/Briggs> (the “**Case Website**”).

**Important Dates and Deadlines**

- **Sale Objection Deadline.** Objections to the Sale Transaction (a “**Sale Objection**”), including any objection to the sale of the Debtors’ Assets and Equity Interests free and clear of all claims and interests pursuant to section 363(f) of the Bankruptcy Code, must be (i) filed in accordance with the Bidding Procedures, (ii) filed with the Court, and (iii) served on the Objection Notice Parties (as defined in Bidding Procedures Order) so as to be received on or before **September 9, 2020 at 5:00 p.m. (prevailing Central Time)**. All Sale Objections not otherwise resolved by the parties shall be heard at the Sale Hearing.
  
- **Sale Hearing.** A hearing to approve and authorize the sale of the Debtors’ Assets and Equity Interests to the Successful Bidder will be held before the Honorable Barry S. Schermer, in the United States Bankruptcy Court for the Eastern District of Missouri, 111 South Tenth Street, Courtroom 5-North, St. Louis, Missouri on **September 15, 2020 at 9:30 a.m. (prevailing Central Time)** or such other date as determined by the Court. Virtual and telephonic participation instructions will be provided on the agenda filed with the Court prior to the Sale Hearing.

**Additional Information**

Copies of the Bidding Procedures Order and the Bidding Procedures, as well as all related exhibits, the Stalking Horse Bid, and all other agreements filed with the Court, may be obtained free of charge at the Case Website.

**Reservation of Rights**

In accordance with the Bidding Procedures Order, the Debtors reserve the right to, in their reasonable business judgment, in a manner consistent with their fiduciary duties and applicable law, adjourn or continue the Sale Hearing, in consultation with the Stalking Horse Bidder and Consultation Parties, to a later date.

*[Remainder of page intentionally left blank]*

Dated: August 31, 2020  
St. Louis, Missouri

Respectfully submitted,

CARMODY MACDONALD P.C.

/s/ Robert E. Eggmann

Robert E. Eggmann, #37374MO

Christopher J. Lawhorn, #45713MO

Thomas H. Riske, #61838MO

120 S. Central Avenue, Suite 1800

St. Louis, Missouri 63105

Telephone: (314) 854-8600

Facsimile: (314) 854-8660

Email: ree@carmodymacdonald.com

cjl@carmodymacdonald.com

thr@carmodymacdonald.com

*Local Counsel to the Debtors and  
Debtors in Possession*

-and-

WEIL, GOTSHAL & MANGES LLP

Ronit J. Berkovich (admitted *pro hac vice*)

Debra A. Hoehne (admitted *pro hac vice*)

Martha E. Martir (admitted *pro hac vice*)

767 Fifth Avenue

New York, New York 10153

Telephone: (212) 310-8000

Facsimile: (212) 310-8007

Email: Ronit.Berkovich@weil.com

Debra.Hoehne@weil.com

Martha.Martir@weil.com

*Counsel to the Debtors  
and Debtors in Possession*