

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.	§	Hearing Date: December 16, 2020
	§	Hearing Time: 10:00 a.m. (Central Time)
	§	Hearing Location: Courtroom 5 North
	§	111 S. 10th St., St. Louis, MO 63102

**NOTICE OF DEBTORS' SECOND OMNIBUS OBJECTION TO CLAIMS ON
GROUNDS THAT SUCH CLAIMS HAVE BEEN AMENDED AND SUPERSEDED**

THIS IS AN OBJECTION TO YOUR CLAIM. THE OBJECTING PARTY IS ASKING THE COURT TO DISALLOW A CLAIM OR CLAIMS THAT YOU FILED IN THIS BANKRUPTCY CASE. CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES AND CLAIMS ON THE EXHIBIT ATTACHED TO THIS OBJECTION.

IF YOU CHOOSE TO RESPOND, A WRITTEN RESPONSE MUST BE FILED WITH THE CLERK OF COURT, U.S. BANKRUPTCY COURT, 111 SOUTH TENTH STREET, 4TH FLOOR, ST. LOUIS, MISSOURI 63102, AND A COPY SERVED UPON COUNSEL TO THE DEBTORS, (A) WEIL, GOTSHAL & MANGES LLP, 767 FIFTH AVENUE, NEW YORK, NEW YORK 10153 (ATTN: ELI BLECHMAN, ESQ. AND JANIEL MYERS, ESQ.) AND (B) CARMODY MACDONALD P.C., 120 S. CENTRAL AVENUE, SUITE 1800, ST. LOUIS, MISSOURI 63105 (ATTN: DORMIE KO, ESQ.), SO THAT THE RESPONSE IS RECEIVED NO LATER THAN 4:00 P.M. (PREVAILING CENTRAL TIME) ON DECEMBER 9, 2020.

FAILURE TO FILE A TIMELY RESPONSE MAY RESULT IN THE COURT GRANTING THE RELIEF REQUESTED PRIOR TO THE HEARING DATE. YOU SHOULD READ THIS NOTICE AND THE ACCOMPANYING MOTION CAREFULLY AND DISCUSS THEM WITH YOUR ATTORNEY, IF YOU HAVE ONE.

Important Information Regarding the Objection

1. **Grounds for the Objection.** By this Objection, the Debtors are seeking to **disallow** your claim(s) on the grounds that your claim(s) have been amended and superseded by one or more subsequently filed proof(s) of claim you asserted against the Debtors in these chapter 11 cases. The claim(s) subject to the Objection (the “**Amended and Superseded Claims**”) is/are listed in the table attached to the Objection as **Exhibit A** in the column titled “*Claim Number to be Disallowed.*” The most recent subsequently filed proof of claim you



asserted will not be affected by this Objection; such claim is also identified in **Exhibit A**, under the column titled “*Surviving Claim Number*.”

Resolving the Objection

2. **Parties Required to File a Response**. If you disagree with the Objection filed with respect to any of your claims, you may file a response (each, a “**Response**”) with the Court in accordance with the procedures described below and appear at the Hearing (as defined herein).

3. **Response Contents**. Each Response should contain the following (at a minimum):

- a. a caption stating the name of the Court, the name of the Debtors, the case number, and the Objection and claim or claims within the Objection to which the Response is directed;
- b. a concise statement setting forth the reasons why the Court should not grant the objection with respect to such claim(s), including the factual and legal bases upon which you rely in opposing the Objection;
- c. copies of documentation or other evidence of your claim (not previously filed with proof of such claim) on which your Response is based (excluding confidential, proprietary, or other protected information, copies of which must be provided to the counsel to the Debtors, subject to appropriate confidentiality constraints, if any); and
- d. the following contact information:
 - (i) your name, address, telephone number, and email address or the name, address, telephone number, and email address of your attorney or designated representative to whom the attorneys for the Debtors should serve a reply to the Response, if any; or
 - (ii) the name, address, telephone number, and email address of the party with authority to reconcile, settle, or otherwise resolve the objection on your behalf (to the extent different from the information detailed in paragraph 3(d)(i) above).

4. **Response Deadline**. Your Response must be filed with the Court and served so as to be *actually received* by **4:00 p.m. (prevailing Central Time) on December 9, 2020** (the “**Response Deadline**”).

5. **Failure to Respond**. A Response that is not filed and served in accordance with the procedures set forth herein may not be considered by the Court at the

Hearing. Absent an agreement with the Debtors resolving the Objection to a claim, failure to timely file and serve a Response as set forth herein and appear at the Hearing may result in the Court granting the Objection without further notice or hearing. Upon entry of an order, you will be served with a notice of entry, and a copy, of the order.

Hearing on the Objection

6. **Date, Time, and Location.** If necessary, a hearing (the “Hearing”) on the Objection will be held on **December 16, 2020 at 10:00 a.m. (Central Time)** in the **United States Bankruptcy Court for the Eastern District of Missouri, 5th Floor, North Courtroom, Thomas F. Eagleton United States Courthouse, 111 South Tenth Street, St. Louis, Missouri.** Such Hearing may be adjourned from time to time in these chapter 11 cases in the Debtors’ sole discretion. **You must attend the Hearing if you disagree with the Objection and have filed a Response.** If you file a Response in accordance with the response procedures herein, but such Response is not resolved prior to the Hearing, and you appear at the Hearing, the Objection may be heard at the Hearing or adjourned to a subsequent hearing in the Debtors’ sole discretion. If a subsequent hearing is determined to be necessary, the Debtors will file with the Court and serve you with a notice of the hearing (the date of which will be determined in consultation with the affected claimant(s)).

Additional Information

7. **Questions or Information.** Copies of the pleadings (collectively, the “Pleadings”) filed in these chapter 11 cases are available at no cost at the Debtors’ case website <http://www.kccllc.net/Briggs>. You may also obtain copies of any of the Pleadings filed in these chapter 11 cases for a fee at the Court’s website at <https://pcl.uscourts.gov/pcl/>. A login identification and password to the Court’s Public Access to Court Electronic Records (“PACER”) are required to access this information and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>.

Reservation of Rights

NOTHING IN ANY OMNIBUS OBJECTION OR OBJECTION NOTICE IS INTENDED OR SHALL BE DEEMED TO CONSTITUTE (I) AN ADMISSION AS TO THE VALIDITY OF ANY PREPETITION CLAIM AGAINST A DEBTOR; (II) A WAIVER OF ANY PARTY’S RIGHT TO DISPUTE ANY PREPETITION CLAIM ON ANY GROUNDS; (III) A PROMISE OR REQUIREMENT TO PAY ANY PREPETITION CLAIM; (IV) AN IMPLICATION OR ADMISSION THAT ANY PARTICULAR CLAIM IS OF A TYPE SPECIFIED OR DEFINED IN THE MOTION OR ANY ORDER GRANTING THE RELIEF REQUESTED BY THE MOTION; (V) A REQUEST OR AUTHORIZATION TO ASSUME ANY PREPETITION AGREEMENT, CONTRACT, OR LEASE PURSUANT TO SECTION 365 OF THE BANKRUPTCY CODE; OR (VI) A WAIVER OF THE DEBTORS’ RIGHTS UNDER THE BANKRUPTCY CODE OR ANY OTHER APPLICABLE LAW. FOR THE AVOIDANCE OF DOUBT, WHILE THIS OBJECTION IS TO THE AMENDED AND SUPERSEDED CLAIMS, THE DEBTORS RESERVE THE RIGHT OT OBJECT TO SUCH CLAIMS ON SUBSTANTIVE OR OTHER GROUNDS.

Dated: November 16, 2020
St. Louis, Missouri

CARMODY MACDONALD P.C.

/s/ Robert E. Eggmann

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-and-

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and Debtors in Possession*

Exhibit A

Schedule of Claims

Exhibit A - Amended and Superseded Claims

Briggs & Stratton Corp., et al.

No.	Claimant Name	Claimant Address	Case Number	Debtor Name	Date Filed	Claim Number to be Disallowed	Secured	Admin.	Priority	Unsecured	Total	Surviving Claim Number	Basis for Proposed Disallowance
1	Department of the Treasury - Internal Revenue Service	Internal Revenue Service P.O.Box 7346 Philadelphia, PA 19101-7346	20-43599	Briggs & Stratton International, Inc.	8/20/2020	4-1	\$0.00	\$0.00	\$1,523.13	\$0.00	\$1,523.13	4-3	Claim 4-1 was originally amended by claim 4-2 and claim 4-2 has been amended and superseded by claim 4-3.
2	Department of the Treasury - Internal Revenue Service	Internal Revenue Service P.O.Box 7346 Philadelphia, PA 19101-7346	20-43599	Briggs & Stratton International, Inc.	8/20/2020	4-2	\$0.00	\$0.00	\$1,023.13	\$0.00	\$1,023.13	4-3	Claim 4-1 was originally amended by claim 4-2 and claim 4-2 has been amended and superseded by claim 4-3.

UNITED STATES BANKRUPTCY COURT
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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 omnibus objection to claims (the “**Objection**”) on the grounds that such claims have been amended and superseded by one or more subsequently filed proof(s) of claim asserted against the Debtors in these chapter 11 cases and submit the

Declaration of Jeffrey Ficks in Support of Debtors' Second Objection to Claims on Grounds That Such Claims Have Been Amended and Superseded, attached hereto as **Exhibit B** (the "**Ficks Claims Declaration**"):

Background

1. On July 20, 2020 (the "**Petition Date**"), the Debtors each commenced with this Court a voluntary case under title 11 of the United States Code (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.

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 Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**") and Rule 1015(b) of the Local Rules of Bankruptcy Procedure for the Eastern District of Missouri (the "**Local Rules**").

3. On the Petition Date, the Debtors filed the Bidding Procedures Motion.¹ On August 19, 2020, the Court entered the Bidding Procedures Order² that, among other things,

¹ *Motion of Debtors for Entry of an 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; (II) Authorizing (A) Sale of Debtors' Assets and Equity Interests Free and Clear of Liens Claims, Interests, and Encumbrances and (B) Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) Granting Related Relief* [Docket No. 53] (the "**Bidding Procedures Motion**").

² *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 Notice of Assumption and Assignment and (II) Granting Related Relief* [Docket No. 505] (the "**Bidding Procedures Order**").

approved bidding procedures in connection with the sale of the Debtors' assets, scheduled an auction to take place on September 1, 2020, and scheduled a sale hearing for September 15, 2020. On September 15, 2020, the Court entered an order authorizing the Debtors to sell substantially all of their assets³ to Bucephalus Buyer, LLC (the "**Purchaser**"). On September 21, 2020, the Debtors closed the Sale Transaction.⁴

4. On November 9, 2020, the Debtors filed their *Amended Joint Chapter 11 Plan of Briggs & Stratton Corporation and its Affiliated Debtors* [Docket No. 1226] (the "**Plan**") and the *Amended Disclosure Statement for Joint Chapter 11 Plan of Briggs & Stratton Corporation and its Affiliated Debtors* [Docket No. 1227] (the "**Disclosure Statement**").⁵ The Court approved the Disclosure Statement [Docket No. 1233] and scheduled the hearing for confirmation of the Plan for December 18, 2020.

5. The Debtors continue to honor their post-closing sale obligations, wind down their estates, pursue confirmation of the Plan, and otherwise work on concluding these chapter 11 cases.

6. 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* [Docket No. 51] (the "**Ficks Declaration**").

³ 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].

⁴ 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].

⁵ Capitalized terms used in this Motion, but not defined herein, shall have the meanings ascribed to such terms in the Plan, the Disclosure Statement, or the Ficks Declaration (as defined below), as applicable.

Jurisdiction

7. 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.

Relief Requested

8. Pursuant to section 502(b) of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 3007(C) of the Local Rules of Bankruptcy Procedure of the United States Bankruptcy Court for the Eastern District of Missouri (the “**Local Rules**”), the Debtors respectfully request entry of an order (the “**Proposed Order**”)⁶ disallowing the claims listed on **Exhibit A**, attached hereto, under the heading “*Claim Number to Be Disallowed*” (collectively, the “**Amended and Superseded Claims**”).

Claims Reconciliation

9. On August 23, 2020, the Debtors filed their schedules of assets, liabilities, current income, expenditures, executory contracts, and unexpired leases and statements of financial affairs, as required by section 521 of the Bankruptcy Code [Docket Nos. 555–559] (collectively, the “**Schedules**”).

10. On August 24, 2020, the Court entered an order [Docket No. 564] (the “**Bar Date Order**”), which, among other things, established (a) October 7, 2020 as the deadline for all non-governmental entities holding or wishing to assert a “claim” (as defined in section 101(5) of the Bankruptcy Code) against any of the Debtors that arose before the Petition Date to file a proof of such claim in writing (the “**General Bar Date**”), and (b) January 19, 2021

⁶ Copies of the Proposed Order will be made available on the Debtors’ case information website at <http://www.kccllc.net/Briggs>.

as the deadline for all governmental entities holding or wishing to assert a “claim” against any of the Debtors that arose before the Petition Date to file a proof of such claim in writing.

11. As of the date hereof, approximately 2,500 proofs of claim (the “**Proofs of Claim**”) have been filed against the Debtors. The Debtors and their advisors have been working diligently to review and reconcile these Proofs of Claim, including any supporting documentation therewith. For the reasons set forth below, the Debtors have determined that the Amended and Superseded Claims objected to herein should be disallowed.

12. As set forth in the Ficks Claims Declaration, the Debtors have examined each Amended and Superseded Claim, all documentation provided by the claimant with respect to each Amended and Superseded Claim, the claims register, and the Debtors’ respective books and records. Based on such review, the Debtors or their advisors have determined that the Amended and Superseded Claims, identified on **Exhibit A**, have been amended and superseded by at least one subsequently filed corresponding claim (the “**Surviving Claim**”), identified under the heading “*Surviving Claim Number*” on **Exhibit A**.

Relief Requested Should Be Granted

13. Pursuant to section 502 of the Bankruptcy Code, “[a] claim or interest, proof of which is filed under section 501 of [the Bankruptcy Code], is deemed allowed, unless a party in interest . . . objects.” 11 U.S.C. § 502(a). Bankruptcy Rule 3001(f) provides that a properly executed and filed proof of claim constitutes *prima facie* evidence of the validity and amount of the claim under section 502(a) of the Bankruptcy Code. FED. R. BANKR. P. 3001(f). The act of filing an objection alone “does not deprive the proof of claim of presumptive validity unless the objection is supported by substantial evidence.” *In re Austin*, 538 B.R. 543, 545 (Bankr. E.D. Mo. 2015) (citing *In re McDaniel*, 264 B.R. 531, 533 (B.A.P. 8th Cir. 2001)). If the objection presents evidence “rebutting the claim,” then “the claimant must produce additional

evidence to prove the validity of the claim by a preponderance of the evidence.” *In re Austin*, 538 B.R. at 545 (citing *In re Gran*, 964 F.2d 822, 827 (8th Cir. 1992). *See also In re Peabody Energy Corp.*, Case No. 16-42529 (BSS), 2017 WL 4570700, at *7 (Bankr. E.D. Mo. Oct. 12, 2017); *In re Seagraves*, Case No. 12-49433 (BSS), 2015 WL 2026707, at *2 (Bankr. E.D. Mo. Apr. 30, 2015); *Dove-Nation v. eCast Settlement Corp. (In re Dove-Nation)*, 318 B.R. 147, 152 (B.A.P. 8th Cir. 2004) (citing *In re Innovative Software Designs, Inc.*, 253 B.R. 40, 44 (B.A.P. 8th Cir. 2000)).

14. Moreover, section 502(b)(1) of the Bankruptcy Code provides, in relevant part, that a claim may not be allowed to the extent that “such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law.” 11 U.S.C. § 502(b)(1).

15. As explained above, and as set forth in the Ficks Claims Declaration, the Debtors have reviewed the Amended and Superseded Claims, all documentation provided by the claimant with respect to each Amended and Superseded Claim, the claims register, the Debtors’ Schedules, and the Debtors’ respective books and records and have determined that each of the Amended and Superseded Claims identified on **Exhibit A** has been amended and superseded by the subsequently filed corresponding Surviving Claim. In addition to the Ficks Claims Declaration, the Surviving Claims and the Debtors’ books and records, which can be made available upon request by the Court, serve as substantial evidence to rebut the validity of the Amended and Superseded Claims. Failure to disallow the Amended and Superseded Claims would result in the applicable claimants receiving an unwarranted recovery against the Debtors to the detriment of other similarly situated creditors.

16. Accordingly, to ensure that the claims register is accurate and to avoid the possibility of multiple recoveries on account of the same liability, the Debtors seek entry of the Proposed Order disallowing in their entirety the Amended and Superseded Claims.

17. This Objection does not affect, or purport to affect, any documentation filed by a claimant in support of an Amended and Superseded Claim; such documentation shall be treated as documentation filed by the claimant in support of such claimant's Surviving Claim. This Objection also does not affect, or purport to affect, the rights or recovery, if any, of any holder with respect to any of the Surviving Claims, nor does this Objection constitute an admission or acknowledgment by the Debtors that such Surviving Claims should be allowed. The Debtors preserve their rights to object later on any basis to any Surviving Claim.

Reservation of Rights

18. Nothing contained herein is intended to be or shall be deemed as (i) an admission as to the validity of any claim against the Debtors, (ii) a waiver or limitation of the Debtors' or any party in interest's rights to dispute the amount of, basis for, or validity of any claim, (iii) a waiver of the Debtors' rights under the Bankruptcy Code or any other applicable nonbankruptcy law, (iv) an agreement or obligation to pay any claims, (v) a waiver of any claims or causes of action which may exist against any creditor or interest holder, or (vi) an approval, assumption, adoption, or rejection of any agreement, contract, lease, program, or policy under section 365 of the Bankruptcy Code.

Notice

19. Notice of this Objection will be provided to (i) the Office of the United States Trustee for the Eastern District of Missouri (Attn: Sirena Wilson, Esq.); (ii) the holders of the thirty (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; (v) the United States Attorney's Office for the Eastern District of Missouri; (vi) Brown Rudnick LLP (Attn: Robert J. Stark, Esq. and Osaka P. Lashko, Esq.), as counsel to the Creditors' Committee; (vii) any other party that has requested notice pursuant to Bankruptcy Rule 2002; (viii) claimants that filed an Amended and Superseded Claim(s); and (ix) any other party entitled to notice pursuant to Local Rule 9013-3(E) (collectively, the "**Notice Parties**"). Notice of this Motion and any order entered hereon will be served in accordance with Local Rule 9013-3(E)(1).

No Previous Request

20. No previous request for the relief sought herein has been made by the Debtors to this or any other court.

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WHEREFORE, the Debtors respectfully request entry of the Proposed Order granting the relief requested herein and such other and further relief as the Court may deem just and appropriate.

Dated: November 16, 2020
St. Louis, Missouri

Respectfully submitted,

CARMODY MACDONALD P.C.

/s/ Robert E. Eggmann

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Christopher J. Lawhorn, #45713MO
Thomas H. Riske, #61838MO
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*Local Counsel to the Debtors and
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-and-

WEIL, GOTSHAL & MANGES LLP
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*Counsel to the Debtors
and Debtors in Possession*

Exhibit A

Schedule of Amended and Superseded Claims

Exhibit A - Amended and Superseded Claims

Briggs & Stratton Corp., et al.

No.	Claimant Name	Claimant Address	Case Number	Debtor Name	Date Filed	Claim Number to be Disallowed	Secured	Admin.	Priority	Unsecured	Total	Surviving Claim Number	Basis for Proposed Disallowance
1	Department of the Treasury - Internal Revenue Service	Internal Revenue Service P.O.Box 7346 Philadelphia, PA 19101-7346	20-43599	Briggs & Stratton International, Inc.	8/20/2020	4-1	\$0.00	\$0.00	\$1,523.13	\$0.00	\$1,523.13	4-3	Claim 4-1 was originally amended by claim 4-2 and claim 4-2 has been amended and superseded by claim 4-3.
2	Department of the Treasury - Internal Revenue Service	Internal Revenue Service P.O.Box 7346 Philadelphia, PA 19101-7346	20-43599	Briggs & Stratton International, Inc.	8/20/2020	4-2	\$0.00	\$0.00	\$1,023.13	\$0.00	\$1,023.13	4-3	Claim 4-1 was originally amended by claim 4-2 and claim 4-2 has been amended and superseded by claim 4-3.

Exhibit B

Ficks Claims Declaration

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.	§	

**DECLARATION JEFFREY FICKS IN SUPPORT OF DEBTORS’
SECOND OMNIBUS OBJECTION TO CLAIMS ON GROUNDS
THAT SUCH CLAIMS HAVE BEEN AMENDED AND SUPERSEDED**

I, Jeffrey Ficks, make this declaration (the “**Declaration**”) under 28 U.S.C.
§ 1746:

1. I am a Partner in the Turnaround and Restructuring practice at Ernst & Young LLP (“**EY LLP**”), the financial advisor to Briggs & Stratton Corporation and its affiliated debtors (the “**Debtors**”).¹ Since EY LLP’s retention, I have worked extensively and closely with the Debtors on various aspects of their business and have become knowledgeable and familiar with the Debtors’ operations, business, and financial affairs.

2. Except as otherwise indicated, this Declaration is based upon my personal knowledge; my review of relevant documents (including the Schedules, the Amended and Superseded Claims, and the Objection); information provided to me by: (i) an officer of the Debtors, (ii) former employees that were transferred to the Purchaser and who provide claims reconciliation services to the Debtors pursuant to a transition services agreement with the Purchaser, (iii) the Debtors’ legal and financial advisors, and/or (iv) my colleagues at EY LLP working directly with me or under my supervision, direction, or control; or my opinion, based

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

upon my experience, knowledge, and information concerning the Debtors' operations. If called upon to testify, I would testify competently to the facts set forth herein. I am authorized to submit this Declaration on behalf of the Debtors, in support of the *Debtors' Second Omnibus Objection to Claims on Grounds That Such Claims Have Been Amended and Superseded* (the "**Objection**").

3. To the best of my knowledge, information, and belief, the assertions made in the Objection are accurate. I can confirm that the Debtors and the Debtors' advisors have examined each Amended and Superseded Claim, all documentation provided by the claimant with respect to each Amended and Superseded Claim, the claims register, the Debtors' Schedules, and the Debtors' respective books and records, and have determined that each of the Amended and Superseded Claims identified in **Exhibit A** has been amended and superseded by the subsequently filed corresponding Surviving Claim.

4. Failure to disallow the Amended and Superseded Claims would result in the applicable claimants receiving an unwarranted recovery against the Debtors to the detriment of other similarly situated creditors. As such, I believe that disallowance of the Amended and Superseded Claims is appropriate.

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

Dated: November 16, 2020

/s/ Jeffrey Ficks
Jeffrey Ficks
Ernst & Young LLP