

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF TEXAS  
SHERMAN DIVISION**

In Re:	§ Chapter 11
	§
NUVECTRA CORPORATION, <sup>1</sup>	§ Case No. 19-43090
	§
Debtor.	§

**NOTICE OF PROPOSED SALE, BIDDING  
PROCEDURES, AUCTION, AND SALE HEARING**

PLEASE TAKE NOTICE that, on November 12, 2019, the debtor and debtor in possession in the above-captioned chapter 11 case (the “Debtor”) filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code.

PLEASE TAKE FURTHER NOTICE that, on December 20, 2019, the Debtor filed a motion (the “Motion”)<sup>2</sup> with the United States Bankruptcy Court for the Eastern District of Texas (the “Bankruptcy Court”) seeking the entry of the Bidding Procedures Order, which will authorize and approve, among other things: (a) the Bidding Procedures; (b) a potential Stalking Horse Bidder and Form Purchase Agreement (as defined herein); (c) the Assumption and Assignment Procedures; (d) the form and manner of notice with respect to certain procedures, protections, schedules, and agreements described herein and attached hereto;<sup>3</sup> (e) the scheduling of the Auction (if any) and the Sale Hearing; and (f) granting related relief.

PLEASE TAKE FURTHER NOTICE that on January 13, 2020, the Bankruptcy Court entered the *Order (I) Approving Bid and Auction Procedures, Including Stalking Horse Protections; (II) Authorizing and Scheduling an Auction for the Sale of Assets; (III) Approving the Sale of Assets; and (IV) Granting Related Relief* (the “Bidding Procedures Order”) (Docket No. 169).

PLEASE TAKE FURTHER NOTICE that, pursuant to the Bidding Procedures Order, the Debtor will conduct the Auction on **February 27, 2020 at 10:00 a.m. (prevailing Central Time)** at the offices of counsel for the Debtor, Norton Rose Fulbright US LLP, 2200 Ross Avenue, Suite 3600, Dallas, Texas 75201, or such other place and time as determined by the Debtor. Any party that wishes to take part in this process and submit a Bid for the Assets in accordance with the Bidding Procedures by **February 24, 2020 at 5:00 p.m. (prevailing**

<sup>1</sup> The last four digits of the Debtor’s federal tax identification number are: 3847. The location of the Debtor’s principal place of business and the service address for the Debtor is: 5830 Granite Parkway, Suite 1100, Plano, TX 75024.

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion or Bidding Procedures Order, as applicable.

<sup>3</sup> To the extent that any of the deadlines set forth in this Motion do not comply with the *Local Rules of Bankruptcy Procedure of the United States Bankruptcy Court for the Eastern District of Texas* (the “Local Rules”), the Debtor hereby requests a waiver of any such Local Rule.



**Central Time**) (the “Bid Deadline”). Only the Debtor, the Consultation Parties, any Qualified Bidders and/or other parties as the Debtor may determine to include in its discretion, in each case, along with their representatives and advisors, shall be entitled to attend the Auction (such attendance to be in person), and only Qualified Bidders will be entitled to make Overbids at the Auction. **All interested or potentially affected parties should carefully read the Bidding Procedures and the Bidding Procedures Order.**

PLEASE TAKE FURTHER NOTICE that the Debtor has the right to adjourn or cancel the Auction at or prior to the Auction, in consultation with the Consultation Parties.

**PLEASE TAKE FURTHER NOTICE that the Sale Hearing to consider approval of the sale of the Assets to the Successful Bidder at the Auction, free and clear of all liens, claims, interests, and encumbrances in accordance with Bankruptcy Code section 363(f), will be held before the Honorable Brenda T. Rhoades, United States Bankruptcy Court, 660 North Central Expressway, Suite 300B, Plano, Texas 75074 on March 6, 2020 at 10:00 a.m. (prevailing Central Time). The Sale Hearing may be adjourned from time to time without further notice to creditors or other parties-in-interest other than by announcement of the adjournment in open court or by notice filed on the docket of this chapter 11 case.**

PLEASE TAKE FURTHER NOTICE that all objections, if any, to the proceedings of the Auction, the Sale, the Successful Bidders’ revisions to the Form Purchase Agreement and the Proposed Sale Order, the identity of the Successful Bidder and its ability to provide adequate assurance of future performance under section 365 of the Bankruptcy Code, or entry of the Sale Order (collectively, the “Objections”) must be filed by March 2, 2020 at 5:00 p.m. (prevailing Central Time) (the “Objection Deadline”) and served on (a) the Debtor, (i) Norton Rose Fulbright US LLP (Attn: Ryan Manns), 2200 Ross Avenue, Suite 3600, Dallas, Texas 75201-7932, ryan.manns@nortonrosefulbright.com, (ii) Dorsey & Whitney, LLP (Attn: Laura Kalesnik), 300 Crescent Court, Suite 400, Dallas, Texas 75201, kalesnik.laura@dorsey.com, (iii) Stout Risius Ross Advisors, LLC (Attn: Michael Krakovsky), 10100 Santa Monica Boulevard, Suite 1050, Los Angeles, California 90067, mkrakovsky@stout.com; (b) counsel for Oxford Finance LLC, the Collateral Agent, Greenberg Traurig, LLP (Attn: Shari Heyen and David Eastlake) 1000 Louisiana Street, Suite 1700, Houston, Texas 77002, heyens@gtlaw.com and eastlaked@gtlaw.com; (c) counsel for the Official Committee of Unsecured Creditors, (i) Barnes & Thornburg LLP (Attn: Connie Lahn and Peter Clark), 225 South Sixth Street, Suite 2800, Minneapolis, Minnesota 55402, connie.lahn@btlaw.com and peter.clark@btlaw.com, and (ii) Thompson & Knight LLP (Attn: Demetra Liggins), 811 Main Street, Suite 2500, Houston, Texas 77002, demetra.liggins@tklaw.com; and (d) the Office of the United States Trustee, U.S. Department of Justice (Attn: Marc Salitore), 110 N. College Avenue, Suite 300, Tyler, Texas 75702, marc.f.salitore@usdoj.gov (collectively, the “Objection Recipients”).

**CONSEQUENCES OF FAILING TO TIMELY ASSERT AN OBJECTION:**

**ANY PARTY OR ENTITY WHO FAILS TO TIMELY FILE AND SERVE AN OBJECTION ON OR BEFORE THE APPLICABLE DEADLINE, IN ACCORDANCE WITH THE ENTERED BIDDING PROCEDURES ORDER MAY BE FOREVER BARRED FROM ASSERTING ANY OBJECTION TO THE SALE, INCLUDING WITH RESPECT TO THE TRANSFER OF THE TRANSFERRED ASSETS OF THE DEBTOR’S ESTATE FREE AND**

**CLEAR OF LIENS, CLAIMS, ENCUMBRANCES AND OTHER INTERESTS EFFECTED THEREUNDER.**

PLEASE TAKE FURTHER NOTICE that this Notice is subject to the terms and conditions of the Motion and the Bidding Procedures Order, with such Bidding Procedures Order controlling in the event of any conflict, and the Debtor encourages parties-in-interest to review such documents in their entirety. Parties interested in receiving more information regarding the sale of the Assets and/or copies of any related document, including the Motion or the Bidding Procedures Order, may make a written request to counsel for the Debtor, Norton Rose Fulbright US LLP (Attn: Ryan E. Manns), 2200 Ross Avenue, Suite 3600, Dallas, Texas 75201-7932, ryan.manns@nortonrosefulbright.com. In addition, copies of the Motion, the Bidding Procedures Order and this Notice may be examined by interested parties (i) free of charge at the Case Website at [www.kcellc.net.nuvectra](http://www.kcellc.net.nuvectra), or (ii) on the Court's electronic docket for the Debtor's chapter 11 case, which is posted on the Internet at [www.txeb.uscourts.gov](http://www.txeb.uscourts.gov) (a PACER login and password are required and can be obtained through the PACER Service Center at [www.pacer.psc.uscourts.gov](http://www.pacer.psc.uscourts.gov)).