

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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<i>In re</i>	:	Chapter 11
	:	
TECT AEROSPACE GROUP HOLDINGS,	:	Case No. 21-10670 (KBO)
INC., <i>et al.</i> ,	:	
	:	Jointly Administered
Debtors. ¹	:	
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**NOTICE OF AGENDA OF MATTERS SCHEDULED FOR HEARING
ON JUNE 24, 2021 AT 11:00 A.M. (PREVAILING EASTERN TIME)**²

**THIS HEARING WILL BE HELD BY VIDEO VIA ZOOM. BOTH VIDEO AND AUDIO
WILL BE THROUGH ZOOM. COURTCALL WILL NOT BE USED.
ALL PARTIES MUST REGISTER THEIR ZOOM APPEARANCE
NO LATER THAN 9:00 A.M. (ET) ON JUNE 24, 2021 USING THE LINK BELOW:**

<https://debuscourts.zoomgov.com/meeting/register/vJltd-Gqqj4qGiv2W5kY0dBPIZI0aXy1Yuw>

YOU MUST USE YOUR FULL NAME WHEN LOGGING INTO ZOOM.

I. MATTER GOING FORWARD:

1. Debtors’ Motion for Entry of Orders (I) (A) Establishing Bidding Procedures for the Sale of the Debtors’ Everett, WA Assets, (B) Authorizing Entry into the Stalking Horse Agreement and Granting Bid Protections, (C) Scheduling an Auction and Sale Hearing, (D) Approving the Form and Manner of Notice Thereof, (E) Approving Assumption and Assignment Procedures, and (F) Granting Related Relief, and (II) (A) Approving Sale of the Debtors’ Everett, WA Assets Free and Clear of all Liens, Claims, Interests, and Encumbrances, (B) Approving Assumption and Assignment of Executory Contracts and Unexpired Leases and (C) Granting Related Relief (REDACTED) [[D.I. 152](#) – filed May 7, 2021]

Sale Objection/Response Deadline: June 10, 2021 at 4:00 pm. (ET); extended to June 21, 2021 at 4:00 p.m. (ET) for the Official Committee of

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: TECT Aerospace Group Holdings, Inc. (9338); TECT Aerospace Kansas Holdings, LLC (4241); TECT Aerospace Holdings, LLC (9112); TECT Aerospace Wellington Inc. (4768); TECT Aerospace, LLC (8650); TECT Hypervelocity, Inc. (8103); and Sun Country Holdings, LLC (6079). The Debtors’ mailing address is 300 W. Douglas, Suite 100, Wichita, KS 67202.

² All motions and other pleadings referenced herein are available online at the following address: www.kcellc.net/TECTAerospace.



Unsecured Creditors (the “Committee”), the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) and the United States of America

Sale Objections/Responses Received:

- A. Informal comments from the Committee
- B. Informal comments from the U.S. Trustee
- C. Informal comments from the United States of America
- D. Informal comments from the United States Environmental Protection Agency

Cure Objection/Response Deadline: June 10, 2021 at 4:00 p.m. (ET); extended to June 17, 2021 at 4:00 p.m. (ET) for Nance Manufacturing; extended to June 21, 2021 at 4:00 p.m. (ET) for Spirit AeroSystems, Inc. and the United States of America; extended to June 22, 2021 at 12:00 p.m. (ET) for The Boeing Company and Textron Aviation Inc.

Supplemental Cure Objection/Response Deadline: June 21, 2021 at 4:00 p.m. (ET); extended to June 22, 2021 at 12:00 p.m. (ET) for The Boeing Company and Textron Aviation Inc.

Cure Objections/Responses Received:

- A. Objection of Future Metals, LLC to Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors’ Everett, WA Assets [[D.I. 263](#) – filed June 9, 2021]

Status: The Debtors are working to resolve this objection. To the extent unresolved, the parties have agreed that this objection will be continued to the next omnibus hearing, which currently is scheduled for July 9, 2021 at 9:30 a.m. (ET).

- B. Limited Objection of Textron Aviation Inc. to Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors’ Everett, WA Assets [[D.I. 265](#) – filed June 10, 2021]

Status: This limited objection has been resolved by agreement.

- C. Objection of Mechatronics, Inc., d/b/a National Precision Bearing to Debtors’ Assumption and Assignment of Executory Contract and Cure Amount [[D.I. 266](#) – filed June 10, 2021]

Status: The Debtors are working to resolve this objection and anticipate it will be resolved prior to the hearing.

- D. Rexnord Industries, LLC's Objection to Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Everett, WA Assets [[D.I. 268](#) – filed June 10, 2021]

Status: The Debtors are working to resolve this objection. To the extent unresolved, the parties have agreed that this objection will be continued to the next omnibus hearing, which currently is scheduled for July 9, 2021 at 9:30 a.m. (ET).

- E. Limited Objection of Stony Point Group, Inc. to Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Everett, WA Assets [[D.I. 269](#) – filed June 10, 2021]

Status: This limited objection is moot by its terms, as the Stalking Horse Bidder was the Successful Bidder.

- F. Limited Objection of Office Support Services, Inc. to Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Everett, WA Assets [[D.I. 270](#) – filed June 10, 2021]

Status: This limited objection is moot by its terms, as the Stalking Horse Bidder was the Successful Bidder.

- G. Limited Objection of Magparts, Consolidated Foundries, Inc., Onamac Industries, Inc., Cast Parts, Inc., PAC Foundries, Inc. and PAC-Rancho, Inc. to the Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Everett, WA Assets [[D.I. 271](#) – filed June 10, 2021]

Status: The Debtors are working to resolve this objection. To the extent unresolved, the parties have agreed that this objection will be continued to the next omnibus hearing, which currently is scheduled for July 9, 2021 at 9:30 a.m. (ET).

- H. Objection and Reservation of Rights of Spirit AeroSystems, Inc. to Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Everett, WA Assets [[D.I. 297](#) – filed June 21, 2021]

Status: The Debtors have resolved the objection with respect to Spirit AeroSystems' long term agreement by agreeing the Debtors will not seek

to assume and assign that agreement. The parties are still working to resolve the objection with respect to the open purchase orders.

- I. Boeing's Reservation of Rights Regarding Assumption and Cure Costs Relating to the Sale of Everett Assets to Wipro Givon USA, Inc. [[D.I. 303](#) – filed June 22, 2021]

Status: The Debtors are working to resolve this reservation of rights.

- J. Informal response from Global Machine Works, Inc.

Status: This response has been resolved by agreement between the parties.

- K. Informal response from Universal Alloy Corporation

Status: The Debtors have resolved this response by agreeing the Debtors will not seek to assume and assign this party's contract.

- L. Informal response from Nance Manufacturing, Inc.

Status: The Debtors are working to resolve this response and anticipate it will be resolved prior to the hearing.

Related Documents:

- i. Debtors' Motion for Entry of Orders (I) (A) Establishing Bidding Procedures for the Sale of the Debtors' Everett, WA Assets, (B) Authorizing Entry into the Stalking Horse Agreement and Granting Bid Protections, (C) Scheduling an Auction and Sale Hearing, (D) Approving the Form and Manner of Notice Thereof, (E) Approving Assumption and Assignment Procedures, and (F) Granting Related Relief, and (II) (A) Approving Sale of the Debtors' Everett, WA Assets Free and Clear of all Liens, Claims, Interests, and Encumbrances, (B) Approving Assumption and Assignment of Executory Contracts and Unexpired Leases, and (C) Granting Related Relief (SEALED) [[D.I. 151](#)– filed May 7, 2021]
- ii. Order (I) Establishing Bidding Procedures for the Sale of the Debtors' Everett, WA Assets, (II) Authorizing Entry into the Stalking Horse Agreement and Granting Bid Protections, (III) Scheduling an Auction and Sale Hearing, (IV) Approving the Form and Manner of Notice Thereof, (V) Approving Assumption and Assignment Procedures, and (VI) Granting Related Relief [[D.I. 206](#) – entered May 25, 2021]
- iii. Notice of Proposed Sale, Bidding Procedures, Auction and Sale Hearing [[D.I. 214](#) – filed May 27, 2021]
- iv. Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors' Everett, WA Assets [[D.I. 215](#) – filed May 27, 2021]

- v. Affidavit of Publication of the Notice of Proposed Sale, Bidding Procedures, Auction and Sale Hearing in The Wall Street Journal [[D.I. 222](#) – filed June 1, 2021]
- vi. Affidavit of Publication of the Notice of Proposed Sale, Bidding Procedures, Auction and Sale Hearing in The Seattle Times [[D.I. 223](#) – filed June 1, 2021]
- vii. Notice of (I) Cancellation of Auction and (II) Designation of the Stalking Horse Bidder as the Successful Bidder [[D.I. 275](#) – filed June 11, 2021]
- viii. Supplemental Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Sale of Debtors’ Everett, WA Assets [[D.I. 276](#) – filed June 11, 2021]
- ix. Declaration of Buyer Representative Gonen Letzter in Support of Good Faith Finding under Section 363(m) [[D.I. 304](#) – filed June 22, 2021]
- x. Declaration of David E. Burns in Support of Debtors’ Everett, WA Sale Motion and Entry of Order (I) Approving the Sale of the Debtors’ Everett, WA Assets Free and Clear of Liens, Claims, Interests, and Encumbrances, (II) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases, and (III) Granting Related Relief [[D.I. 305](#) – filed June 22, 2021]

Witness Information:

- a. The Debtors intend to offer testimony by declaration [D.I. 305] of David Burns of Imperial Capital, LLC, the Debtors’ investment banker. If necessary, Mr. Burns will testify by video from New York, New York.
- b. Wipro Givon USA, Inc. intends to offer testimony by declaration [D.I. 304] of Gonen Letzter of Wipro Givon USA, Inc., the proposed purchaser in the sale. If necessary, Mr. Letzter will testify by video from Kiryat Bialik, Israel.

Status: The Debtors have resolved the informal responses from the United States of America, EPA, and the U.S. Trustee. All unresolved cure objections will be continued by agreement. The Debtors intend to file a revised proposed sale order prior to the hearing. The hearing on this matter with respect to approval of the sale will go forward.

Dated: June 22, 2021
Wilmington, Delaware

/s/ Christopher M. De Lillo
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