

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

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In re:	)	Chapter 11
	)	
IEH AUTO PARTS HOLDING LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 23-90054 (CML)
	)	
Debtors.	)	(Jointly Administered)
	)	<b>Re: Docket No. 96, 208</b>

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**NOTICE OF SALE, BID PROCEDURES, AUCTION, AND SALE HEARING**

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**PLEASE TAKE NOTICE:**

On January 31, 2023 (the “Petition Date”), the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of Texas (the “Court”).

On February 10, 2023, the Debtors filed a motion [Docket No. 96] (the “Bid Procedures Motion”) with the Court seeking entry of orders, among other things: (i)(a) approving procedures for the solicitation of bids in connection with the proposed sale of substantially all of the Debtors’ assets, (the “Bid Procedures”), (b) establishing the dates and deadlines set forth in the Bid Procedures, including the Bid Deadline, Auction, and Sale Hearing, (c) authorizing and approving the form of Sale Notice, (d) approving the Assumption and Assignment Procedures for the Designated Contracts (if any), (e) approving the form of Assignment Notice, and (f) granting related relief and (ii) authorizing and approving (a) the sale of the Assets free and clear of all pledges, liens, security interests, encumbrances, claims, charges, options, and interests except to the extent otherwise set forth in the purchase agreement executed by the Debtors and the Winning Bidder, (b) the assumption and assignment of Designated Contracts (if any), and (c) granting related relief.<sup>2</sup>

On March 10, 2023, the Court entered an order [Docket No. 208] (the “Bid Procedures Order”) approving, among other things, the Bid Procedures, which establish key dates and deadlines related to the Auction for, and the Sale of, the Assets. **All interested bidders and**

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<sup>1</sup> The Debtor entities in these chapter 11 cases, along with the last four digits of each Debtor entity’s federal tax identification number, are: IEH Auto Parts Holding LLC (6529); AP Acquisition Company Clark LLC (4531); AP Acquisition Company Gordon LLC (5666); AP Acquisition Company Massachusetts LLC (7581); AP Acquisition Company Missouri LLC (7840); AP Acquisition Company New York LLC (7361); AP Acquisition Company North Carolina LLC (N/A); AP Acquisition Company Washington LLC (2773); Auto Plus Auto Sales LLC (6921); IEH AIM LLC (2233); IEH Auto Parts LLC (2066); IEH Auto Parts Puerto Rico, Inc. (4539); and IEH BA LLC (1428). The Debtors’ service address is: 112 Townpark Drive NW, Suite 300, Kennesaw, GA 30144.

<sup>2</sup> Capitalized terms used but not defined have the meanings ascribed to them in the Bid Procedures or the Bid Procedures Motion.



**parties in interest in these chapter 11 cases should carefully read the Bid Procedures Order and the Bid Procedures in their entirety.**

Copies of the Bid Procedures, Bid Procedures Motion, the Bid Procedures Order, and all other documents filed with the Court, are available free of charge on the Debtors' case information website, located at <https://kccllc.net/autoplus>.

### **PARTICIPATION IN THE SALE PROCESS**

The Bid Procedures set forth the requirements for submitting a Qualified Bid and any person interested in making an offer to purchase the Assets must strictly comply with the Bid Procedures. Only Qualified Bids will be considered by the Debtors in accordance with the Bid Procedures.

Any interested bidder should contact the Bid Recipients as soon as practicable.

### **IMPORTANT DATES AND DEADLINES<sup>3</sup>**

The Bid Procedures include a number of dates and deadlines that must be strictly complied with, only a few of which are highlighted here:

- **Bid Deadline.** The deadline to submit a qualified Bid is **May 3, 2023, at 5:00 p.m.** (prevailing Central Time).
- **Auction.** The Auction (if any) will commence on **May 10, 2023, at 10:00 a.m.** (prevailing Central Time), via video conference and in-person at the offices of Jackson Walker LLP, 1401 McKinney Street, Suite 1900, Houston, Texas 77010.
- **Notice of Winning Bid.** As soon as reasonably practicable after conclusion of the Auction, but in no event later than 48 hours after the Auction concludes, the Debtors shall file with the Court a notice of the results of the Auction.
- **Deadline to Object to the Sale.** Objections to the Sale (or the assumption and assignment of Designated Contract) must be filed with the Court by **May 17, 2023, at 5:00 p.m.** (prevailing Central Time) and otherwise meet the requirements set forth in the Bid Procedures Order.
- **Deadline to Object to Assumption and Assignment of Designated Contract.** Objections to the assumption and assignment of a Designated Contract or the adequate assurance of future performance must be filed with the Court by **May 18, 2023, at 5:00 p.m. (prevailing Central Time).**
- **Sale Hearing.** A hearing to consider approval of the proposed Sale will be held before the Court on **May 19, 2023, at 10:00 a.m.** (prevailing Central Time) at 515 Rusk Street Courtroom

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<sup>3</sup> The following dates and deadlines may be extended by the Debtors (with the consent of the DIP Lender) by filing a notice with the Court, pursuant to the Bid Procedures.

401, Houston, Texas 77002. **Participation in the hearing may be in person or by an audio and video connection, as set forth in the Bid Procedures Motion.**

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

Except as otherwise ordered by the Court, any party or entity that fails to timely make an objection to the Sale on or before the objection deadline in accordance with the Bid Procedures Order and this notice shall be forever barred from asserting any objection to the Sale, including with respect to the transfer of the assets free and clear of all liens, claims, encumbrances, and other interests.

### **NO SUCCESSOR LIABILITY**

By the Bid Procedures Motion, the Debtors are seeking to transfer the Assets to the Winning Bidder free and clear of, among other things, any claim arising from any conduct of the Debtors prior to the closing of the Sale, whether known or unknown, due or become due, accrued, absolute, contingent or otherwise, so long as such claim arises out of or relates to events occurring prior to the closing of the Sale. The Debtors are requesting the Court order that, as a result of the Sale, the Winning Bidder will not be a successor to the Debtors by reason of any theory of law or equity and the Winning Bidder will have no liability, except as expressly provided in the definitive documentation for the Sale, for any liens, claims, encumbrances, and other interests against or in the Debtors or their assets under any theory of law including successor liability theories.

Houston, Texas  
Dated: March 10, 2023

*/s/ Veronica A. Polnick*

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**JACKSON WALKER LLP**

Matthew D. Cavanaugh (TX Bar No. 24062656)

Veronica A. Polnick (TX Bar No. 24079148)

Vienna Anaya (TX Bar No. 24091225)

Emily Meraia (TX Bar No. 24129307)

1401 McKinney Street, Suite 1900

Houston, TX 77010

Telephone: (713) 752-4200

Facsimile: (713) 752-4221

Email: mcavanaugh@jw.com

vpolnick@jw.com

vanaya@jw.com

emeraia@jw.com

*Proposed Counsel to the Debtors  
and Debtors in Possession*