

SALE NOTICE

BRONSON LAW OFFICES P.C.

480 Mamaroneck Ave.

Harrison, NY 10528

Telephone: (914) 269-2530

Fax: (888) 908-6906

Counsel to Debtor

hbbranson@bransonlaw.net

**Sale Hearing Date: October 14, 2020
@ 10:00 a.m. (ET)**

**Objection Deadline: October 13, 2020
@ 4:00 p.m. (ET)**

**Bid Deadline: October 9, 2020
@ 4:00 p.m. (EST)**

**Potential Auction: October 11, 2020
@ 10:00 a.m. (EST)**

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

.....	X	
In re	:	Chapter 11
	:	
EDISON PRICE LIGHTING, INC.,	:	Case No. 20-22614 (RDD)
	:	
Debtor.	:	
.....	X	

NOTICE OF SALE WITH RESPECT TO CHAPTER 11 DEBTOR'S MOTION FOR AN ORDER PURSUANT TO 11 U.S.C. §§ 105(A), 363(B), (F), AND (M), AND 365, 503 AND 507 AND RULES 2002, 6004 AND 6006 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE: (I) (A) APPROVING BIDDING PROCEDURES FOR THE SALE OF ALL OR SUBSTANTIALLY ALL OF THE DEBTOR'S ASSETS, (B) AUTHORIZING AND APPROVING ENTRY INTO THE STALKING HORSE APA, (C) APPROVING THE DESIGNATION OF THE BUYER AS THE STALKING HORSE BIDDER, (D) APPROVING BID PROTECTIONS, (E) SCHEDULING A SALE HEARING, (F) APPROVING THE FORM, MANNER AND EXTENT OF NOTICE OF THE SALE PROCESS, AND (G) APPROVING CONTRACT ASSUMPTION AND ASSIGNMENT PROCEDURES; AND (II) (A) APPROVING THE SALE OF ALL OR SUBSTANTIALLY ALL OF THE DEBTORS' ASSETS FREE AND CLEAR OF LIENS, CLAIMS AND ENCUMBRANCES, AND (B) GRANTING RELATED RELIEF

TO ALL CREDITORS AND PARTIES IN INTEREST, THE OFFICE OF THE UNITED STATES DEBTOR, AND ALL OTHER PARTIES ENTITLED TO NOTICE PURSUANT TO FED. R. BANKR. P. 2002:

PLEASE TAKE NOTICE that on October 6, 2020, the United States Bankruptcy Court for the Southern District of New York (the “Court”) approved the motion (the “Motion”)¹ of the Debtor (the “Debtor”) of the estate of (i) EDISON PRICE LIGHTING INC., (the “Debtor”) seeking an Order (a) authorizing the Debtor to conduct a process for the sale of all or substantially all of the Debtors’ assets, free and clear of all liens, claims, encumbrances, and interests, pursuant to section 363 of title 11 of the United States Code (the “Bankruptcy Code”),

(b) approving the Bidding Procedures annexed to the Bidding Procedures Order as Exhibit “1”; (c) approving the Debtor’s entry into the Stalking Horse APA annexed to the Bidding Procedures Order as Exhibit “3”, (d) approving bidding protections, (e) scheduling an Auction and Sale Hearing, (f) establishing Assignment Procedures for the assumption and assignment of the Debtors’ executory contracts or unexpired leases and the fixing of Cure Amounts, (g) approving this Sale Notice, and (h) approving the Notice of Assignment and Cures [Docket No. 110] (the “Bidding Procedures Order”).

PLEASE TAKE FURTHER NOTICE that the Motion, Bidding Procedures Order and Stalking Horse APA have been filed electronically with the Clerk of the United States Bankruptcy Court for the Southern District of New York, and may be reviewed by all registered users of the Court’s website at <http://ecf.nysb.uscourts.gov>. Copies of the Motion, Bidding Procedures Order and Stalking Horse APA can also be obtained by telephonic, written, or e-mail request to the undersigned general counsel to the Debtor, Attn: H. Bruce Bronson (Telephone: (914) 269-2530 or e-mail: hbronson@bronsonlaw.net).

PLEASE TAKE FURTHER NOTICE that a Bid for the purchase of the Debtors’ assets must conform to the Bidding Procedures and be delivered in written form to: counsel to the Debtor, Bronson Law Offices, P.C., 480 Mamaroneck Ave., Harrison, NY 10528 Attn: H. Bruce Bronson, so as to be actually received no later than **4:00 p.m.** (prevailing Eastern Time) on the Bid Deadline of **October 9, 2020**.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Bidding Procedures, if an Auction for the sale of the Debtors’ assets is conducted, it will take place at the offices of Bronson Law Offices, P.C., 480 Mamaroneck Ave., Harrison, NY 10528, on **October 11, 2020, starting at 10:00 a.m. (prevailing Eastern Time)**, or at such other date and time or other place as may be determined by the Debtor at or prior to the Auction.

PLEASE TAKE FURTHER NOTICE that a hearing with respect to the Motion has been scheduled to be held before the Honorable Robert D. Drain, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, NY 10601-4140, on **October 14, 2020 at 10:00 a.m.** to the extent seeking an Order (a) approving the Stalking Horse APA or such other Purchase Agreement entered into with a Successful Bidder in accordance with the Bidding Procedures, (b) approving the sale of the Debtor’s assets to the Stalking Horse Bidder or the Successful Bidder, (c) authorizing the assumption and assignment of the Assigned Contracts previously noticed in the Motion, and (d) granting related relief (the “Sale Hearing”).

¹ Terms capitalized but not defined herein shall have the meanings assigned to them in the Motion, The Bidding Procedures Order, the Bid Procedures or Stalking Horse APA.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the relief sought in the Motion to be considered at the Sale Hearing (an “Objection”) shall be made in writing, filed with the Court by registered users of the Court’s electronic case filing system and, by all other parties in interest, mailed to the Clerk of the United States Bankruptcy Court, Southern District of New York, 300 Quarropas Street, White Plains, NY 10601-4140, on a compact disc, preferably in Portable Document Format (PDF), Microsoft Word, or any other Windows-based word processing format (with a hard copy delivered directly to the Chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court, Southern District of New York, 300 Quarropas Street, White Plains, NY 10601-4140), and served upon (i) counsel for the Debtor, Bronson Law Offices, P.C., 480 Mamaroneck Ave., Harrison, NY 10528 (Attn: H. Bruce Bronson, Esq., hbronson@bronsonlaw.net), (ii) counsel to the Lender., Thompson & Knight, LLP, 900 Third Avenue, 20th Floor, New York, NY 10022 (Attn:Stuart Glick, stuart.glick@tklaw.com and Anthony Pirraglia, anthony.Pirraglia@tklaw.com), (iii) counsel to the Stalking Horse Bidder, Fredrickson & Byron, P.A. 200 South Sixth Street, Suite 4000, Minneapolis, MN55402 (Attn: Clinton Cutler, ccutler@fredlaw.com) and (iv) the Office of the United States Debtor for the Southern District of New York, U.S. Federal Office Building, 201 Varick Street, Room 1006, New York, NY 10014 (Attn: Andrea B. Schwartz, Esq.), **so as to be actually received no later than 4:00p.m. on October 13, 2020** (the “Objection Deadline”).

Dated: Harrison, New York
October 6, 2020

BRONSON LAW OFFICES P.C.

By: /s/ H. Bruce Bronson

H. Bruce Bronson

Counsel to the Debtor