

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

In re:	:	Chapter 11
	:	
ROBERTSHAW US HOLDING CORP., <i>et al.</i> ,	:	Case No. 24-90052 (CML)
	:	
Debtors. ¹	:	(Jointly Administered)
	:	

**NOTICE OF CANCELLATION OF AUCTION AND
DESIGNATION OF STALKING HORSE BID AS THE SUCCESSFUL BID**

PLEASE TAKE NOTICE that, on March 21, 2024, the United States Bankruptcy Court for the Southern District of Texas (the “Court”) entered the *Order (I) Approving Asset Purchase Agreement for Sale of Substantially All of Debtors’ Assets; (II) Approving Bidding Procedures; (III) Approving Bidding Protections; (IV) Scheduling an Auction and a Sale Hearing; (V) Approving the Form and Manner of Notice Thereof; (VI) Approving Assumption and Assignment Procedures for Executory Contracts and Unexpired Leases; and (VII) Granting Related Relief* (the “Bidding Procedures Order”) [Docket No. 359],² approving the Bidding Procedures for the sale (the “Sale”) of all or substantially all of the assets of Robertshaw US Holding Corp. and its debtor-affiliates (the “Debtors”).

The Bidding Procedures Order further authorized the Debtors to enter into the Stalking Horse APA, deemed the Stalking Horse Bid a Qualified Bid, and authorized the Debtors solicit additional bids pursuant to the Bidding Procedures. Under the Bidding Procedures, the deadline for interested parties to submit Qualified Bids was May 3, 2024 at 4:00 pm (prevailing Central Time) (the “Qualified Bid Deadline”).

As of the Qualified Bid Deadline, the Debtors have not received any Qualified Bids other than the Stalking Horse Bid.

Accordingly, pursuant to the Bidding Procedures Order, the Debtors are cancelling the Auction and designating the Stalking Horse Bid as the Successful Bid.

Pursuant to the Bidding Procedures Order, the Debtors will seek to approve the Sale to the Stalking Horse Bidder pursuant to the terms of the Stalking Horse APA at the Sale Hearing

¹ The debtors in these cases, along with the last four digits of each debtor’s federal tax identification number, are as follows: Range Parent, Inc. (7956); Robertshaw US Holding Corp. (1898); Robertshaw Controls Company (9531); Burner Systems International, Inc. (8603); Robertshaw Mexican Holdings LLC (9531); Controles Temex Holdings LLC (9531); Universal Tubular Systems, LLC (8603); and Robertshaw Europe Holdings LLC (8843). The primary mailing address used for each of the foregoing debtors is 1222 Hamilton Parkway, Itasca, Illinois 60143.

² Capitalized terms used but defined herein have the meanings given to them in the Bidding Procedures Order.

scheduled to held before the Honorable Judge Lopez on **May 23, 2024**, or such other date as determined by the Court, at the United States Bankruptcy Court for the Southern District of Texas, 515 Rusk Street, Courtroom No. 401, Houston, Texas 77002.

Prior to commencement of the Sale Hearing, the Court will first commence a hearing (the “Adversary Hearing”) on **May 23, 2024 at 9:00 a.m.** (prevailing Central Time) on the relief requested in the adversary proceeding captioned *Robertshaw US Holding Corp., et al. v. Invesco Senior Secured Management Inc., et al.*, Adversary Proc. No. 24-3024 (the “Adversary Proceeding”) which may continue until May 31, 2024. **Pursuant to the Bidding Procedures Order, the Sale Hearing shall not commence until the conclusion of the Adversary Hearing.** Announcements may be made in open Court during the Adversary Hearing regarding the specific time at which the Sale Hearing will commence. The consummation of the sale to the Stalking Horse Bidder will be subject to the resolution of the Adversary Proceeding. In the event that the Court issues a ruling at the conclusion of the Adversary Proceeding that is inconsistent with the determination that the Stalking Horse Bidder is the Successful Bidder, the Debtors shall promptly file an Amended Notice consistent with the Court’s ruling.

You may attend the Sale Hearing either in person or by audio/video communication. Audio communication will be by use of the Court’s dial-in-facility. You may access the facility at (832) 917-1510. Once connected, you will be asked to enter the conference room number. Judge Lopez’s conference room number is 590153.

Video communication will be by the use of the GoToMeeting platform. Connect via the free GoToMeeting application or click the link on Judge Lopez’s home page. The meeting code is “JudgeLopez”. Click the settings icon in the upper right corner and enter your name under the personal information setting.

Hearing appearances must be made electronically in advance of the hearing. To make your electronic appearance, click the “Electronic Appearance” link on Judge Lopez’s home page. Select the case name, complete the required fields and click “Submit” to complete your appearance.

All documents filed in these Chapter 11 Cases, including the Bidding Procedures Order, and other relevant case information are available free of charge on the following website maintained by the Debtors’ claims, balloting, and noticing agent, Kroll Restructuring Administration LLC, in connection with the Chapter 11 Cases: <https://cases.ra.kroll.com/Robertshaw/>. Copies of any pleadings or papers filed with the Court may also be obtained by visiting the Court’s website at <https://ecf.txsb.uscourts.gov> in accordance with the procedures and fees set forth therein.

Dated: May 3, 2024

Respectfully submitted,

/s/ Timothy A. ("Tad") Davidson II

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Counsel for the Debtors and Debtors in Possession

Certificate of Service

I certify that on May 3, 2024, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas on those parties registered to receive electronic notices.

/s/ Timothy A. ("Tad") Davidson II

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