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IT IS SO ORDERED.



John E. Hoffman Jr.
John E. Hoffman, Jr.
United States Bankruptcy Judge

Dated: June 22, 2018

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF OHIO
EASTERN DIVISION

In re:) Chapter 11
)
AcuSport Corporation,) Case No. 18-52736
)
Debtor.) Honorable John E. Hoffman, Jr.

**AGREED ORDER SETTING (I) EVIDENTIARY HEARING ON COMMITTEE’S
OBJECTION, AND (II) HEARING ON SALE OF ASSETS TO ELLETT BROTHERS,
LLC CONTINGENT UPON COURT OVERRULING COMMITTEE’S OBJECTION
THERE TO**

[Rel. Doc. Nos. 140, 207, 210, 214 & 217]

This matter came before the Court upon the *Debtor’s Motion for an Order (I) Approving and Authorizing Sale of Certain of Debtor’s Assets Pursuant to Successful Bidder’s Asset Purchase Agreement, Free and Clear of All Liens, Claims, Encumbrances and Other Interests; (II) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto; And (III) Granting Related Relief*, [Doc. No. 140] (the “Sale Motion”) filed on May 24, 2018 by AcuSport Corporation, debtor and debtor in possession (the “Debtor”), as subsequently amended as set forth in the *Debtor and Debtor In Possession’s (A) Notice of*

Filing of Amendment to Asset Purchase Agreement with Ellett Brothers, LLC, And (B) Position Statement Regarding Lack of Materiality of the Amendment and Why No Further Notice is Required [Doc. No. 207] (the “APA Amendment”) filed on June 19, 2018, the *Objection of the Official Committee of Unsecured Creditors to Approval of Amendment to Asset Purchase Agreement with Ellett Brothers, LLC* [Doc. No. 210] (the “Objection”) filed on June 20, 2018 by the Official Committee of Unsecured Creditors (the “Committee”), and the replies thereto filed by the Debtor and Ellett Brothers, LLC (the “Proposed Buyer”) [Doc. Nos. 214, 215, and 217] (collectively, the “Replies”). Upon review by the Court of the Sale Motion, the APA Amendment, the Objection and Replies, and after due deliberation, and as evidenced by the signatures of undersigned counsel,

IT IS HEREBY AGREED AND ORDERED that

1. The Court shall conduct an evidentiary hearing on the Committee’s Objection (the “Evidentiary Hearing”) on June 27, 2018 at 10:00 a.m. ET in Courtroom A, United States Bankruptcy Court for the Southern District of Ohio, 170 North High Street, Columbus, Ohio 43215.
2. Immediately following the Evidentiary Hearing, and only in the event the Committee’s Objection is overruled or withdrawn, the Court shall conduct a hearing on the Sale Motion and APA Amendment.
3. The Bid Deadline, as previously set by this Court in its Order entered May 16, 2018 thereon (the “Bid Procedures Order”), is extended to 4:00 p.m. ET on June 26, 2018 (the “Extended Bid Deadline”), and the Proposed Buyer is the Stalking Horse Bidder as contemplated by the Bid Procedures Order.
4. The Debtor shall serve a notice of the Extended Bid Deadline by e-mail, fax, or overnight mail on all potential bidders identified by the Debtor or the Committee.
5. If a Qualified Bid, as such term is defined by the Bid Procedures Order, is received by the Extended Bid Deadline, an auction will be conducted on June 27, 2018 at 8:00

a.m. at the offices of Allen Kuehnle Stovall & Neuman LLP, 17 South High Street, Suite 1220, Columbus, Ohio 43215 or at another location as agreed to by the parties.

6. The parties shall serve all written discovery on one another before the end of the day on June 22, 2018.

7. The applicable parties shall respond to such written discovery by 5:00 p.m. ET on June 25, 2018.

8. Depositions will be conducted on June 26, 2018 at a location to be agreed upon by the parties.

9. The applicable parties shall produce and make available, upon request and without the need for subpoena, the following persons to sit for depositions and testify at the Evidentiary Hearing: John Flanagan of the Debtor, Dan Wikel of Huron Consulting Services, LLC, Geoffrey Frankel of Huron Transaction Advisory, LLC, Vista Outdoor, Inc., the Chairperson of the Committee, Bradley P. Johnson of Proposed Buyer, and John P. McCarthy of Proposed Buyer.

10. The Debtor shall file a motion requesting approval of the APA Amendment by the end of the day on June 22, 2018 (the "Amended Sale Motion"), and shall serve the Amended Sale Motion by e-mail, fax, or overnight mail on all potential bidders identified by the Debtor or the Committee, and those parties identified in Rule 2002(i) of the Federal Rules of Bankruptcy Procedure.

11. Written objections to the Amended Sale Motion shall be filed no later than 8:00 a.m. ET on June 27, 2018.

12. The parties shall file witness and exhibit lists with the Court by 11:59 p.m. ET on June 26, 2018.

13. In the event of a settlement, parties shall advise the Court at the earliest possible time.

14. The Debtor shall serve this Order immediately upon entry thereof on those parties identified in Rule 2002(i) of the Federal Rules of Bankruptcy Procedure by overnight mail.

IT IS SO ORDERED.

AGREED And APPROVED:

/s/ Thomas R. Allen

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