

PROOF OF PUBLICATION

(2015.5 C.C.P.)

STATE OF CALIFORNIA

County of Sonoma

I am a citizen of the United States and a resident of the county aforesaid: am over the age of eighteen years, and not a party to or interested in the above entitled matter. I am the principal clerk of the printer of The Press Democrat, a newspaper of general circulation, printed and published DAILY IN THE City of Santa Rosa, County of Sonoma; and which newspaper has been adjudged a newspaper of general circulation by the Superior Court of the County of Sonoma, State of California, under the date of November 29, 1951, Case number 34831, that the notice, of which the annexed is a printed copy (set in type not smaller than nonpareil), has been published in each regular and entire issue of said newspaper and not in any supplement thereof on the following dates to wit:

The Press Democrat - Legal Notices

08/27 - 08/27/2024

I certify (or declare) under penalty of perjury, under the laws of the State of California, that the foregoing is true and correct

Dated 08/27/2024

at Santa Rosa, California

Stefanie Puckett

UNITED STATES DISTRICT COURT... NOTICE OF HEARING... PUBLIC NOTICE OF THE FOLLOWING... with the Consolidated Parties will make a determination regarding the... of the applicable Act.

PUBLIC NOTICE

PUBLIC NOTICE

PUBLIC NOTICE

UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE In re: Meier's Wine Cellars Acquisition, LLC, et al. Debtors.

NOTICE OF SALE, BIDDING PROCEDURES, AUCTION, SALE HEARING AND OTHER DEADLINES RELATED THERETO PLEASE TAKE NOTICE OF THE FOLLOWING:

On July 24, 2024, the above-captioned debtors and debtors in possession (collectively, the "Debtors") in the above-captioned chapter 11 cases (the "Chapter 11 Cases") filed with the United States Bankruptcy Court for the District of Delaware (the "Court") a motion (Docket No. 14) (the "Motion") seeking entry of (i) an order (the "Bidding Procedures Order") (a) approving bidding procedures (the "Bidding Procedures") to be used in connection with one or more sales (each, a "Sale Transaction") of substantially all of the Debtors' assets (the "Assets"); (b) authorizing the Debtors to enter into one or more asset purchase agreements with one or more "stalking horse" bidders (each such agreement, a "Stalking Horse Agreement" and, each such bidder, a "Stalking Horse Bidder," and the bid of any such Stalking Horse Bidder, a "Stalking Horse Bid") and to provide certain bidding protections, including an expense reimbursement and a break-up fee, to any Stalking Horse Bidder in connection therewith; (c) scheduling one or more auctions of the Assets (collectively, the "Auctions") and one or more final hearings to consider approval of any proposed Sale Transactions (collectively, the "Sale Hearings"); (d) approving the form and manner of notice of the Bidding Procedures, the Auctions and the Sale Hearings; (e) approving procedures for the assumption and assignment of executory contracts and unexpired leases (collectively, the "Contracts") in connection with any Sale Transaction; (f) approving the form and manner of notice to each relevant non-debtor counterparty to a Contract of the Debtors' calculation of the amount necessary to cure any defaults under an applicable Contract and certain other information regarding the potential assumption and assignment of Contracts in connection with a Sale Transaction; and (g) granting related relief; and (ii) one or more orders (each, a "Sale Order") (a) authorizing one or more Sale Transactions for a sale of the Assets free and clear of all liens, claims, interests and encumbrances, except certain permitted encumbrances as determined by the Debtors and any Successful Bidder (as defined below) for the applicable Assets, with liens to attach to the proceeds of the applicable Sale Transaction; (b) authorizing the assumption and assignment of certain Contracts in connection with approved Sale Transactions; and (c) granting related relief.

On August 13, 2024, the Debtors filed a supplement (Docket No. 126) (the "Supplement") to the Motion providing for the selection of the Second Day Stalking Horse Bidders (as defined in the Supplement) and revising certain key dates and deadlines.

On August 21, 2024, the Court entered the Bidding Procedures Order (Docket No. 181).

ASSETS FOR SALE

The Debtors are seeking to sell all or substantially all of their Assets. A Prospective Bidder (as defined in Section IV of the Bidding Procedures) may bid on all or any combination of the Assets, subject to the conditions set forth herein.

The ability to undertake and consummate any sale of the Assets pursuant to the Bidding Procedures shall be subject to competitive bidding, as set forth herein, and approval by the Court. In addition to the Stalking Horse Bids (as defined in the Motion), and subject to the terms herein, the Debtors will consider bids for any or all of the Assets in a single bid from a single bidder or in multiple bids from multiple bidders. Any bid for an individual Asset, even if such bid is the highest or best bid for such individual Asset, is subject to higher or better bids (including any Credit Bid (as defined in Section VI.A.3.a of the Bidding Procedures)) on packages of Assets that include the individual Asset. Additionally, any bid on all of the Assets is subject to bids on individual Assets or packages of Assets (including Credit Bids) that are, in the aggregate, higher or better bids.

Any party interested in submitting a bid for any of the Debtors' Assets should contact the Debtors' investment banker - GLC Advisors & Co., 600 Lexington Ave., 9th Floor, New York, NY 10022 (Attn: Jeff Raithehl (jeff.raithehl@gclca.com) and John Hill (john.hill@gclca.com)).

Pursuant to the Bidding Procedures Order, the Debtors designated the Second Day Stalking Horse Bidders as stalking horse bidders for the Assets subject to the Second Day Stalking Horse Agreements. Any party wishing to submit a bid for such Assets must comply with the requirements set forth in Section VI.A.4 of the Bidding Procedures for submitting a minimum bid for Stalking Horse Assets (as defined in the Bidding Procedures).

STALKING HORSE PROCEDURES

The Debtors may, as they deem necessary or appropriate, and after consulting with the Consultation Parties (as defined in Section XI of the Bidding Procedures), enter into one or more Stalking Horse Agreements with one or more bidders that the Debtors designate to serve as Stalking Horse Bidder. The Debtors also may determine to provide certain bidding protections to designated Stalking Horse Bidders, including a "break-up" fee and an expense reimbursement (together, a "Termination Payment"), in each case, in accordance with the terms of the applicable Stalking Horse Agreement.

A Stalking Horse Bid may also take the form of a Credit Bid, including a credit bid by any of (i) BMO Bank N.A., as successor in interest to Bank of the West ("BMO") and, in its capacity as administrative agent under the DIP Financing Agreement, the "DIP Agent" and, in its capacity as administrative agent under the Prepetition Credit Facility, the "Prepetition Agent"); (ii) the lenders under the DIP Financing Agreement (the "DIP Lenders"); and (iii) the lenders under the Prepetition Credit Facility (the "Prepetition Lenders" and together with the DIP Lenders and BMO, in its capacity as the DIP Agent and the Prepetition Agent, the "Secured Parties").

- 1. Stalking Horse Notice. Within two business days after executing a Stalking Horse Agreement, the Debtors will file with the Court, serve on the Sale Notice Parties (as defined in Section X.B of the Bidding Procedures) and cause to be published on the website maintained by Epiq Corporate Restructuring, LLC, the Debtors' claims and noticing agent in these Chapter 11 Cases, located at https://dm.epiq11.com/VintageWine (the "Epiq Website"), a notice setting forth the material terms of the proposed Stalking Horse Agreement, including (i) the identity of the Stalking Horse Bidder (and if the Stalking Horse Bidder is a newly-formed entity, then the Stalking Horse Bidder's parent company or sponsor); (ii) the specific Assets subject to the Stalking Horse Bid; (iii) the amount of the Stalking Horse Bid and what portion is cash (the "Stalking Horse Bid Amount"); (iv) the terms and conditions of any Termination Payment to be provided under the Stalking Horse Agreement; and (v) the deadline to object to the Stalking Horse Bidder designation and any relevant Termination Payment (each such notice, a "Stalking Horse Notice").

2. Deadline to Designate Stalking Horse Bidders. Any Stalking Horse Bidder designated by the Debtors in accordance with these Bidding Procedures will be designated by no later than August 23, 2024, at 4:00 p.m. (prevailing Eastern Time) (the "Stalking Horse Bidder Designation Deadline"), provided that, the Debtors may, in their reasonable business judgment, after consulting with the Consultation Parties, extend the Stalking Horse Bidder Designation Deadline. In the event the Debtors designate a Stalking Horse Bidder after the occurrence of the Stalking Horse Bidder Designation Deadline, but prior to the Primary Auction (as defined in Section VII of the Bidding Procedures), the Debtors may seek Court approval on an expedited basis of such Stalking Horse Bidder and the related Stalking Horse Agreement, including any Termination Payment provided thereunder. The Debtors reserve their right to file such a motion at any time after the Stalking Horse Bidder Designation Deadline and prior to the Primary Auction. Prior to the filing of any such motion, the Debtors will consult with the Consultation Parties with respect to the designation of such a Stalking Horse Bidder and Stalking Horse Agreement.

- 3. Stalking Horse Hearing. A hearing (the "Stalking Horse Hearing") will be held on August 29, 2024, at 2:00 p.m. (prevailing Eastern Time) to consider approval of any applicable Stalking Horse Agreement(s) and the provision of any Termination Payment to be provided thereunder.
- 4. Bidding Protection Objections. Any objection to the provisions of a Termination Payment offered to a Stalking Horse Bidder in accordance with Section II of the Bidding Procedures (each such objection, a "Bidding Protection Objection") must (i) be in writing and state, with specificity, the legal and factual bases thereof and include any appropriate documentation in support thereof; and (ii) be filed with the Court and served on the applicable Objection Notice Parties (as defined in Section X.D of the Bidding Procedures) within three calendar days after service of the applicable Stalking Horse Notice.

- If the parties are unable to consensually resolve a Bidding Protection Objection, such Bidding Protection Objection will be heard and resolved by the Court at the Stalking Horse Hearing.
- 5. Failure to File a Timely Bidding Protection Objection. If no timely Bidding Protection Objection is filed and served in accordance with these Bidding Procedures, the Debtors may file, upon certification of counsel and after consulting with the Consultation Parties, a proposed order authorizing and approving the Debtors' entry into the applicable Stalking Horse Agreement and the provision of a Termination Payment thereunder in lieu of holding a Stalking Horse Hearing.

KEY DATES AND DEADLINES

A. Bid Deadline Any Prospective Bidder, other than a Stalking Horse Bidder, that intends to participate in any Auction must submit in writing to the Bid Notice Parties (as defined in Section X.A of the Bidding Procedures) a Qualified Bid (as defined in Section VI.C of the Bidding Procedures) on or before September 6, 2024, at 4:00 p.m. (prevailing Eastern Time), or such other date as may be agreed to by the Debtors after consulting with the Consultation Parties (the "Bid Deadline"). The Debtors shall promptly provide a copy of each bid to each of the Consultation Parties, unless a Consultation Party is a bidder for the applicable Asset(s).

The Qualified Bid requirements are set forth in Sections IV, V and VI of the Bidding Procedures. B. Auction(s) If the Debtors receive one or more Qualified Bids (including a combination of bids that, when considered together, constitute a Qualified Bid) for an Asset, the Debtors will conduct an Auction for such Asset. With respect to Assets for which the Debtors receive only one Qualified Bid by the Bid Deadline, the Debtors may, in their reasonable business judgment, and in consultation with the Consultation Parties, determine to consummate a Sale Transaction with the applicable Qualified Bidder or include such Assets in the applicable Auction. Prior to the commencement of any Auction, the Debtors (in consultation

with the Consultation Parties) will make a determination regarding the Assets and/or combinations of Assets for which the Debtors will conduct an Auction (each such Asset or group of Assets, an "Auction Package"). The Debtors may determine to include an individual Asset in more than one Auction Package.

The "Primary Auction," if required, will be conducted (i) on September 17, 2024, either (a) at the offices of Jones Day, 250 Vesey Street, New York, New York 10281, or (b) virtually, or (ii) at such other date, time or location as designated by the Debtors, after consulting with the Consultation Parties. If the Debtors conduct the Primary Auction virtually, the Debtors will provide instructions setting forth how to attend the Primary Auction to the participants and other attendees via electronic mail. The Debtors will provide notice (via electronic mail or otherwise) of any change in the date, time or location of the Primary Auction to Qualified Bidders and the Consultation Parties, and will cause publication of such change to occur on the Epiq Website.

The Debtors will file with the Court, serve on the Sale Notice Parties and cause to be published on the Epiq Website a notice (the "Primary Auction Notice") setting forth (i) the date, time and location of the Primary Auction, (ii) the Assets the Debtors intend to sell at the Primary Auction (each such Asset, a "Primary Asset"); and (iii) the date and time of the Primary Sale Hearing on September 12, 2024, at 4:00 p.m. (prevailing Eastern Time) (the "Primary Auction Notice Deadline").

The Debtors, in consultation with the Consultation Parties, may hold one or more subsequent auctions (each such auction, a "Subsequent Auction" and together with the Primary Auction, the "Auctions") after the Primary Auction for the sale of Assets not sold during the Primary Auction. The Debtors will file with the Court, serve on the Sale Notice Parties and cause to be published on the Epiq Website a notice (each such notice, a "Subsequent Auction Notice" and together with the Primary Auction Notice, the "Auction Notices") setting forth (i) the date, time and location of any Subsequent Auction (ii) the Assets that the Debtors intend to sell at such Subsequent Auction (each such Asset, a "Subsequent Asset" and together with the Primary Assets, the "Assets"); (iii) and the date and time of the applicable Subsequent Sale Hearing by 4:00 p.m. (prevailing Eastern Time), on the date five days prior to such Subsequent Auction (each such deadline, a "Subsequent Auction Notice Deadline").

On September 17, 2024, the Debtors will file with the Court, serve on the Sale Notice Parties and cause to be published on the Epiq Website, a notice setting forth the results of the Primary Auction (the "Notice of Primary Auction Results"), which will (i) identify the bidder that submitted the highest or best bid for each Auction Package (each such bidder, a "Successful Bidder" and, each such bid, a "Successful Bid"); (ii) identify the bidder that submitted the next highest or next best bid after the Successful Bid for each Auction Package (each such bidder, a "Backup Bidder" and, each such bid, a "Backup Bid"); (iii) include a copy of each Successful Bid and each Backup Bid or a summary of the material terms of such bids, including any assumption and assignment of Contracts contemplated thereby, or provide instructions for accessing each Successful Bid and each Backup Bid free of charge from the Epiq Website; and (iv) set forth the Primary Supplemental Sale Objection Deadline (as defined below) and the date, time and location of the Primary Sale Hearing (as defined below) and any other relevant dates or other information necessary to reasonably apprise parties in interest of the outcome of the Primary Auction.

On the date of any Subsequent Auction, the Debtors will file with the Court, serve on the Sale Notice Parties and cause to be published on the Epiq Website, a notice setting forth the results of the applicable Subsequent Auction (each such notice, a "Notice of Subsequent Auction Results"), which will (i) identify each Successful Bidder and each Backup Bidder; (ii) either include a copy of each Successful Bid and each Backup Bid or a summary of the material terms of such bids, including any proposed assumption and assignment of Contracts contemplated thereby, or provide instructions for accessing each Successful Bid and each Backup Bid free of charge from the Epiq Website; and (iii) set forth the applicable Subsequent Supplemental Sale Objection Deadline (as defined below), the date, time and location of the applicable Subsequent Sale Hearing (as defined below) and any other relevant dates or other information necessary to reasonably apprise the Sale Notice Parties of the outcome of the applicable Subsequent Auction.

C. Objection Deadlines

- 1. Sale Objection Deadline. Objections to a sale of the Assets, including (i) any objection to a sale of the Assets free and clear of all liens, claims, interests and encumbrances pursuant to section 363(f) of the Bankruptcy Code and (ii) entry of any Sale Order (each such objection, a "Sale Objection") shall be filed with the Court and served on the Objection Notice Parties (as defined in Section X.D of the Bidding Procedures) by no later than August 30, 2024, at 4:00 p.m. (prevailing Eastern Time) (the "Objection Notice Parties").
- 2. Primary Supplemental Sale Objection Deadline. Following service of the Notice of Primary Auction Results, Sale Notice Parties may object to the conduct of the Primary Auction and/or the particular terms of any proposed Sale Transaction in a Successful Bid (each such objection, a "Primary Supplemental Sale Objection") by September 20, 2024, at 4:00 p.m. (prevailing Eastern Time) (the "Primary Supplemental Sale Objection Deadline").
- 3. Subsequent Supplemental Sale Objection Deadline. Following service of any Notice of Subsequent Auction Results, the Sale Notice Parties may object to the conduct of the applicable Subsequent Auction and/or the particular terms of any proposed Sale Transaction in a Successful Bid (each such objection, a "Subsequent Supplemental Sale Objection") by 4:00 p.m. (prevailing Eastern Time) on the date no later than three days after the service of any Notice of Subsequent Auction Results (each such deadline, a "Subsequent Supplemental Sale Objection Deadline" and together with the Primary Supplemental Sale Objection Deadline, the "Supplemental Sale Objection Deadlines").

D. Sale Hearing(s)

The Primary Sale Hearing (as defined in Section VIII of the Bidding Procedures) shall take place on September 24, 2024, at 10:30 a.m. (prevailing Eastern Time) before the Honorable Mary F. Walrath, United States Bankruptcy Judge, in the United States Bankruptcy Court for the District of Delaware, located at 824 N. Market Street, Wilmington, Delaware 19801.

Each Subsequent Sale Hearing (as defined in Section VIII of the Bidding Procedures) shall take place no later than six days after the conclusion of any Subsequent Auction before the Honorable Mary F. Walrath, United States Bankruptcy Judge, in the United States Bankruptcy Court for the District of Delaware, located at 824 N. Market Street, Wilmington, Delaware 19801.

RESERVATION OF RIGHTS TO MODIFY BIDDING PROCEDURES

The Debtors reserve the right to, in their reasonable business judgment, in a manner consistent with their fiduciary duties and applicable law, and after consulting with the Consultation Parties, modify the Bidding Procedures, including to, among other things, extend or waive deadlines or other terms and conditions set forth therein; adopt new rules and procedures for conducting the bidding and Auction process so long as any such modifications are disclosed to all Prospective Bidders and Qualified Bidders, as applicable; if applicable, provide reasonable accommodations to a Stalking Horse Bidder; or otherwise modify the Bidding Procedures to further promote competitive bidding for and maximizing the value of the Assets, in each case, to the extent not materially inconsistent with the Bidding Procedures and the Bidding Procedures Order.

ADDITIONAL INFORMATION

Copies of the Motion, the Bidding Procedures Order and the Bidding Procedures may be obtained free of charge by visiting the Epiq Website.

FAILURE TO ABIDE BY THE BIDDING PROCEDURES, THE BIDDING PROCEDURES ORDER OR ANY OTHER APPLICABLE ORDER OF THE COURT ENTERED IN THESE CHAPTER 11 CASES MAY RESULT IN THE REJECTION OF YOUR BID AND YOUR DISQUALIFICATION FROM PARTICIPATING IN THE BIDDING FOR AND AUCTION OF ANY OF THE DEBTORS' ASSETS.

THE FAILURE OF ANY PERSON OR ENTITY TO FILE AND SERVE AN OBJECTION IN ACCORDANCE WITH THE BIDDING PROCEDURES ORDER, INCLUDING THE FAILURE TO FILE ANY SUCH OBJECTION BY THE APPLICABLE OBJECTION DEADLINE, SHALL FOREVER BAR SUCH PERSON OR ENTITY FROM ASSERTING, AT THE SALE HEARING OR THEREAFTER, ANY SUCH OBJECTION TO THE RELIEF REQUESTED IN THE MOTION, THE CONSUMMATION OF ANY APPLICABLE SALE TRANSACTION, INCLUDING THE SALE OF ANY ASSETS TO A SUCCESSFUL BIDDER FREE AND CLEAR OF LIENS, CLAIMS, INTERESTS AND ENCUMBRANCES PURSUANT TO SECTION 363(f) OF THE BANKRUPTCY CODE OR THE TERMS OF ANY STALKING HORSE AGREEMENT OR OTHER ASSET PURCHASE AGREEMENT EXECUTED BY THE DEBTORS.

Dated: August 22, 2024, Wilmington, Delaware, Respectfully submitted, /s/ Matthew P. Milana, Daniel J. DeFranceschi (No. 2732), Michael J. Merchant (No. 3854), Zachary I. Shapiro (No. 5103), Matthew P. Milana (No. 6681), RICHARDS, LAYTON & FINGER, P.A., One Rodney Square, 920 N. King Street, Wilmington, Delaware 19801, Telephone: 302.651.7700, Facsimile: 302.651.7701, Email: defranceschi@rlf.com, merchant@rlf.com, shapiro@rlf.com, milana@rlf.com - and - Heather Lennox (admitted pro hac vice), Carl E. Black (admitted pro hac vice), JONES DAY, North Point, 901 Lakeside Avenue, Cleveland, Ohio 44114, Telephone: 216.586.3939, Facsimile: 216.579.0212, Email: hlennox@jonesday.com, cblack@jonesday.com, Proposed Counsel for the Debtors and Debtors in Possession

The Debtors are the following twelve entities (the last four digits of their respective taxpayer identification numbers, if any, follow in parentheses): Meier's Wine Cellars Acquisition, LLC (55577); California Cider Co., Inc. (0443); Girard Winery LLC (5076); Grove Acquisition, LLC (9465); Meier's Wine Cellars, Inc. (2300); Mildara Blass Inc. (1491); Sabotage Wine Company, LLC (8393); Splinter Group Napa, LLC (1417); Thames America Trading Company Ltd. (0696); Vinesse, LLC (3139); Vintage Wine Estates, Inc. (CA) (2279); and Vintage Wine Estates, Inc. (NV) (5902). The Debtors' noticing address in these chapter 11 cases is 205 Concourse Boulevard, Santa Rosa, California 95403.

Capitalized terms used but not defined herein shall have the respective meanings ascribed to such terms in the Motion or the Bidding Procedures, as applicable. Any summary of the Bidding Procedures or the Bidding Procedures Order (or any provision thereof) contained herein is qualified in its entirety by the actual terms and conditions thereof. To the extent that there is any inconsistency between any summary in this Sale Notice and the terms and conditions of either of the Bidding Procedures or the Bidding Procedures Order, the actual terms and conditions in those documents shall control.

This qualification applies to every instance where the Debtors are required to consult with the Consultation Parties in these Bidding Procedures.

NOTICE OF TRUSTEE'S SALE

T.S. No. 24-20096-SP-CA Title No. 240132831-CA-VOI A.P.N. 182-120-058-000 YOU ARE IN DEFAULT UNDER A DEED OF TRUST DATED 01/10/2007. UNLESS YOU TAKE ACTION TO PROTECT YOUR PROPERTY, IT MAY BE SOLD AT A PUBLIC SALE. IF YOU NEED AN EXPLANATION OF THE NATURE OF THE PROCEEDING AGAINST YOU, YOU SHOULD CONTACT A LAWYER. A public auction sale to the highest bidder for cash, (cashier's check(s) must be made payable to National Default Servicing Corporation), drawn on a state or national bank, a check drawn by a state or federal credit union, or a check drawn by a state or federal savings and loan association, savings association, or savings bank specified in Section 5102 of the Financial Code and authorized to do business in this state; will be held by the duly appointed trustee as shown below, of all right, title, and interest conveyed to and now held by the trustee in the hereinafter described property under and pursuant to a Deed of Trust described below. The sale will be made in an "as is" condition, but without covenant or warranty, expressed or implied, regarding title, possession, or encumbrances, to pay the remaining principal sum of the note(s) secured by the Deed of Trust, with interest and late charges thereon, as provided in the note(s), advances, under the terms of the Deed of Trust, interest thereon, fees, charges and expenses of the Trustee for the total amount (at the time of the initial publication of the Notice of Sale) reasonably estimated to be set forth below. The amount may be greater on the day of sale. Trustor: Kevin P. O'Malley and Dawn O'Malley, husband and wife, as joint tenants. Duly Appointed Trustee: National Default Servicing Corporation. Recorded 01/19/2007 as Instrument No. 2007006164 (or Book, Page) of the Official Records of Sonoma County, California. Date of Sale: 10/04/2024 at 10:00 AM Place of Sale: In the Plaza at Fremont Park located at 860 Fifth Street, Santa Rosa, CA 95404 Estimated amount of unpaid balance and other charges: \$319,892.40 Street Address or other common designation of real property: 200 and 250 Mariah Place, Santa Rosa, CA 95409 A.P.N.: 182-120-058-000 The undersigned Trustee disclaims any liability for any inaccuracy of the street address or other common designation, if any, shown above. If no street address or other common designation is shown, directions to the location of the property may be obtained by sending a written request to the beneficiary within 10 days of the date of first publication of this Notice of Sale. If the Trustee is unable to convey title for any reason, the successful bidder's sole and exclusive remedy shall be the return of monies paid to the Trustee, and the successful bidder shall have no further recourse. The requirements of California Civil Code Section 2923.5(b)(2)(3)(5)(c) were fulfilled when the Notice of Default was recorded. NOTICE TO POTENTIAL BIDDERS: If you are considering bidding on this property lien, you should understand that there are risks involved in bidding at a trustee auction. You will be bidding on a lien, not on the property itself. Placing the highest bid at a trustee auction does not automatically entitle you to free and clear ownership of the property. You should also be aware that the lien being auctioned off may be a junior lien. If you are the highest bidder at the auction, you are or may be responsible for paying off all liens senior to the lien being auctioned off, before you can receive clear title to the property. You are encouraged to investigate the existence, priority, and size of outstanding liens that may exist on this property by contacting the county recorder's office or a title insurance company, either of which may charge you a fee for this information. If you consult either of these resources, you should be aware that the same lender may hold more than one mortgage or deed of trust on the property. NOTICE TO PROPERTY OWNER: The sale date shown on this notice of sale may be postponed one or more times by the mortgagee, beneficiary, trustee, or a court, pursuant to Section 2924g of the California Civil Code. The law requires that information about trustee sale postponements be made available to you and to the public, as a courtesy to those not present at the sale. If you wish to learn whether your sale date has been postponed, and, if applicable, the rescheduled time and date for the sale of this property, you may call 714-730-2727 or visit this internet website www.ndscorp.com/sales, using the file number assigned to this case 24-20096-SP-CA. Information about postponements that are very short in duration or that occur close in time to the scheduled sale may not immediately be reflected in the telephone information or on the internet website. The best way to verify postponement information is to attend the scheduled sale. NOTICE TO TENANT: You may have a right to purchase this property after the trustee auction pursuant to Section 2924m of the California Civil Code. If you are a "representative of all eligible tenant buyers" you may be able to purchase the property if you match the last and highest bid placed at the trustee auction. If you are an "eligible bidder," you may be able to purchase the property if you exceed the last and highest bid placed at the trustee auction. There are three steps to exercising this right of purchase. First, 48 hours after the date of the trustee sale, you can call 888-264-4010, or visit this internet website www.ndscorp.com, using the file number assigned to this case 24-20096-SP-CA to find the date on which the trustee's sale was held, the amount of the last and highest bid, and the address of the trustee. Second, you must send a written notice of intent to place a bid so that the trustee receives it no more than 15 days after the trustee's sale. Third, you must submit a bid so that the trustee receives it no more than 45 days after the trustee's sale. If you think you may qualify as a "representative of all eligible tenant buyers" or "eligible bidder," you should consider contacting an attorney or appropriate real estate professional immediately for advice regarding this potential right to purchase. *Pursuant to Section 2924m of the California Civil Code, the potential rights described herein shall apply only to public auctions taking place on or after January 1, 2021, through December 31, 2025, unless later extended. Date: 08/19/2024 National Default Servicing Corporation c/o Tiffany and Bosco, P.A., its agent, 14355 Frazee Road, Suite 820 San Diego, CA 92108 Toll Free Phone: 888-264-4010 Sales Line 714-730-2727; Sales Website: www.ndscorp.com Connie Hernandez, Trustee Sales Representative A-4823168 08/27/2024, 09/03/2024, 09/10/2024

212172 - Pub Aug 27, Sept 3, 10, 2024 3ti.

Summary Of An Ordinance Of The Board Of Supervisors Of The County Of Sonoma, State Of California, Amending Sonoma County Code to Add Section 4 Article IX Establishing Residential Tenancy Protections Pursuant to Government Code Section 25124(b), the following constitutes a summary of an ordinance which was introduced by the Sonoma County Board of Supervisors ("Board") at their meeting on August 20, 2024. The Board will consider the adoption of said ordinance, adding Section 4, Article IX to the Sonoma County Code to establish residential tenancy protections, at their meeting on September 17, 2024 at 9:30 a.m., in the Board of Supervisors Chambers at 575 Administration Dr., Santa Rosa, California 95403. The proposed ordinance modifies existing state law tenant protections to, upon the effective date of the ordinance: (1) remove exemptions from just cause eviction protections for income restricted properties; (2) attach just cause eviction protections to tenancy upon commencement of tenancy; (3) limit nonpayment of rent as basis for eviction unless nonpayment exceeds one month's rent, which can apply no more than two times per calendar year; and (4) augment relocation benefits under state law, when applicable, to be calculated at the higher of fair market value or actual rent; establish pre-positioned eviction limitations to be activated by resolution of the Board upon its election to do so concurrent with a declaration of emergency; and for evictions occurring on or after January 1, 2025: (1) require landlords to disseminate tenant rights information in English and Spanish concurrent with any demand to vacate premises or commence eviction proceedings; and (2) require landlords to provide information to Sonoma County regarding evictions.

If adopted, the proposed ordinance would become effective October 16, 2024. A certified of the full text of the proposed ordinance is posted and available for review in the office of the Clerk of the Board of Supervisors, 575 Administration Drive, Room 100A, Santa Rosa, California, during regular business hours.

Noelle Francis, Clerk of the Board of Supervisors, County of Sonoma

By: Deputy Clerk

212321 - Pub Aug 27, 2024 1ti.

Mahonia Glen is Now Leasing! New Affordable 1-, 2- & 3-Bedroom Apartments Opening in Fall 2024 in Santa Rosa, CA WAITLIST OPENS 08/24 at 9:00am AND WILL CLOSE ON 08/28/24 at 5:00 PM Apply online at: www.midpen-housing.org/property/mahoniaglen/ COMPLETED PRE-APPLICATIONS WILL BE ACCEPTED ONLINE (highly recommended) OR AT TEMPORARY LEASING OFFICE: 1410 Neotomas Ave, Suite 200, Santa Rosa, CA PRE-APPLICATIONS (ONLINE, BY MAIL OR IN PERSON) MUST BE RECEIVED BY 5PM ON 08/28/24. Applicants selected by Lottery, Income Restrictions and Preferences apply. Phone (707) 615-3351 Web: www.midpen-housing.org/property/mahoniaglen/ MidPen HOUSING ¡Mahonia Glen está en alquiler! Nuevos apartamentos asequibles de 1, 2 y 3 habitaciones Apertura en otoño de 2024 en Santa Rosa, CA LA LISTA DE ESPERA ABRE EL 8/24/2024 a las 9:00 a. m. Y CIERRA EL 8/28/24 a las 5:00 p. m. Inscribirse en línea en: www.midpen-housing.org/property/mahoniaglen/ LAS SOLICITUDES PREVIAS COMPLETADAS SE ACEPTARÁN EN LÍNEA (muy recomendable) O EN LA OFICINA DE ALQUILER TEMPORAL: 1410 Neotomas Ave, Suite 200, CA 95405 LAS SOLICITUDES PREVIAS (EN LÍNEA, POR CORREO O EN PERSONA) DEBEN RECIBIRSE ANTES DE LAS 5:00 p. m. DEL 08/28/24. A los solicitantes seleccionados por lotería se les aplican preferencias y restricciones de ingresos. Teléfono: (707) 615-3351 Web: www.midpen-housing.org/property/mahoniaglen/ 211550 - Pub Aug 10 - 30, 2024 21ti.

NOTICE OF HEARING ON PETITION TO DETERMINE CLAIM TO PROPERTY CASE NO.: 24PR00286 Estate of: Fredrick C. McKean, Decedent

- 1. NOTICE is given that: Jeannie R. McKean, Administrator, has filed a petition entitled: Petition for Order confirming estate property, under Probate Code section 850 asking for a court order determining a claim or claims to the property described in 3.
- 2. A HEARING on the petition will be held as follows: a. Date: 10/04/2024 b. Time: 9:30am c. Dept.: 23 d. Where: Superior Court of California, County of Sonoma, 3055 Cleveland Avenue, Santa Rosa, CA 95403. e. Zoom.us/join or by phone, dial 1-669-254-5252 i. Meeting ID: 160 825 4529 Passcode: 611386
- 3. The property that is the subject of the petition is: The Petition requests the Court make its order determining that all of the following real property assets: Attachment 3 are subject to the ownership, management and control of the Petitioner Administrator of the Estate: a. 2295 Francisco Avenue, Santa Rosa, CA 95403 (also known as 2295 Francisco Avenue, #1), b. 2295 1/2 Francisco Avenue, Santa Rosa, CA 95403 (APN 034-030-060-000), and c. 2309 Francisco Avenue, Santa Rosa, CA 95403 (APN 034-030-047-000). 2. The Petition does not seek relief pursuant to Section 859. 3. Any person with an interest in the property identified in Paragraph (1) above may file a response to the Petition.
- 4. N/A

212119 - Pub Aug 21, 24, 27, 2024 3ti.

NOTICE OF PETITION TO ADMINISTER ESTATE OF Marion Geraldine Orr CASE NO. 24PR00759

To all heirs, beneficiaries, creditors, contingent creditors, and persons who may otherwise be interested in the Will or estate, or both, of: Marion Geraldine Orr

A Petition for Probate has been filed by: Jerry Orr in the Superior Court of California, County of Sonoma.

The Petition for Probate requests that: Jerry Orr be appointed as personal representative to administer the estate of the decedent.

X The petition requests the decedent's will and codicils, if any, be admitted to probate. The will and any codicils are available for examination in the file kept by the court.

X The Petition requests authority to administer the estate under the Independent Administration of Estates Act. (This authority will allow the personal representative to take many actions without obtaining court approval. Before taking certain very important actions, however, the personal representative will be required to give notice to interested persons unless they have waived notice or consented to the proposed action.) The independent administration authority will be granted unless an interested person files an objection to the petition and shows good cause why the court should not grant the authority.

A hearing on the petition will be held in this court as follows: 09/25/2024 at 9:30am in Dept. 23, located at 3055 Cleveland Ave, Santa Rosa, CA 95403. To join online go to: Zoom.us/join Meeting ID: 160 825 4529 Passcode: 611386

Or join by phone dial: 1-669-254-5252 If you object to the granting of the petition, you should appear at the hearing and state your objections or file written objections with the court before the hearing. Your appearance may be in person or by your attorney.

If you are a creditor or a contingent creditor of the decedent, you must file your claim with the court and mail a copy to the personal representative appointed by the court within the later of either (1) four months from the date of first issuance of letters to a general personal representative, as defined in section 58(b) of the California Probate Code, or (2) 60 days from the date of mailing or personal delivery to you of a notice under section 9052 of the California Probate Code.

Other California statutes and legal authority may affect your rights as a creditor. You may want to consult with an attorney knowledgeable in California law.

You may examine the file kept by the court. If you are a person interested in the estate, you may file with the court a Request for Special Notice (FORM DE-154) of the filing of an inventory and appraisal of estate assets or of any petition or account as provided in Probate Code §1250. A Request for Special Notice form is available from the court clerk.

FILED: 08/14/2024 James A. Zakasky 50 Old Courthouse Square, Suite 605 Santa Rosa, CA 95404 707-595-1148 Attorney for Petitioner W0054087 - August 21,24,27 2024 3ti.

NOTICE OF PETITION TO ADMINISTER ESTATE OF Cleveland Moore CASE NO. 24PR00775

To all heirs, beneficiaries, creditors, contingent creditors, and persons who may otherwise be interested in the Will or estate, or both, of: Cleveland Moore

A Petition for Probate has been filed by: Ilee Williams Moore in the Superior Court of California, County of Sonoma.

The Petition for Probate requests that: Ilee Williams Moore be appointed as personal representative to administer the estate of the decedent.

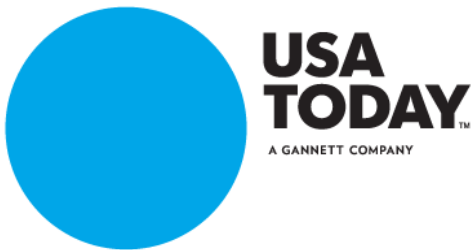
X The petition requests the decedent's will and codicils, if any, be admitted to probate. The will and any codicils are available for examination in the file kept by the court.

X The Petition requests authority to administer the estate under the Independent Administration of Estates Act. (This authority will allow the personal representative to take many actions without obtaining court approval. Before taking certain very important actions, however, the personal representative will be required to give notice to interested persons unless they have waived notice or consented to the proposed action.) The independent administration authority will be granted unless an interested person files an objection to the petition and shows good cause why the court should not grant the authority.

A hearing on the petition will be held in this court as follows: 10/04/2024 at 9:30am in Dept. 23, located at 3055 Cleveland Ave, Santa Rosa, CA 95403. To join online go to: Zoom.us/join Meeting ID: 160 825 4529 Passcode: 611386

Or join by phone dial: 1-669-254-5252 If you object to the granting of the petition, you should appear at the hearing and state your objections or file written objections with the court before the hearing. Your appearance may be in person or by your attorney.

If you are a creditor or a contingent creditor of the decedent, you must file your claim with



VERIFICATION OF PUBLICATION

COMMONWEALTH OF VIRGINIA
COUNTY OF FAIRFAX

Being duly sworn, Vanessa Salvo says that she is the principal clerk of USA TODAY, and is duly authorized by USA TODAY to make this affidavit, and is fully acquainted with the facts stated herein: on **Wednesday, August 28, 2024**, the following legal advertisement – **Meier's Wine Cellars Acquisition, LLC** was published in the national edition of USA TODAY.

Vanessa Salvo

Principal Clerk of USA TODAY
August 28, 2024

Cup race set for Mexico in 2025

Nick Gray
The Nashville Tennessean | USA TODAY NETWORK

The NASCAR Cup Series will hold a points race outside of the United States for the first time since 1958.

NASCAR announced Tuesday that the Cup Series will race in Mexico City in 2025 on the Autodromo Hermanos Rodriguez road course, adding a historic weekend of racing to the series' increasingly unique schedule.

The Cup race will take place on Sunday, June 15 and will be televised by Amazon Prime Video as a part of the streaming service's first season in NASCAR. There will also be NASCAR Xfinity Series and NASCAR Mexico Series races

that weekend at the track in Mexico. "This is a monumental moment for our sport in the sense that this is our first step of really taking the Cup Series internationally, and I think it could set us up for the future in potential new markets," NASCAR executive Ben Kennedy, the chief person behind NASCAR's recent schedule changes, said to NASCAR.com on Tuesday.

"I think we've been honest about our interest in taking our Cup Series abroad, whether that's north of the border or south of the border. And then as we talk about some of our other races, there are opportunities for us to take the Cup Series even further than that."

The Autodromo Hermanos Rodriguez

held Xfinity Series races from 2005 to 2008 and annually hosts the Mexican Grand Prix as a part of the Formula 1 schedule. The 2.674-mile, 17-turn course also has hosted NASCAR Mexico Series races and was the site of current Cup driver Daniel Suarez's first victory in the Mexico Series in 2012 during his rise through the ranks. Suarez, the first Mexican-born driver to win in the Cup Series, told NASCAR.com on Tuesday that "it would be like winning a championship" to win next year's event.

The Cup Series last held a points race outside of the USA in 1958 in Toronto. The full 2025 schedule has yet to be fully announced.

Formula 1 team replaces lone 2024 US driver

Pearl Josephine Nazare | REUTERS

Argentine driver Franco Colapinto will replace American Logan Sargeant at Williams for the remainder of the Formula 1 season and will compete in this weekend's Italian Grand Prix, the British team announced on Tuesday.

Colapinto, 21, is a member of the Williams academy and made his F1 debut at the British Grand Prix this year. He becomes the first Argentine driver in F1 in 23 years and the second to drive for Williams after Carlos Reutemann.

Sargeant, 23, was set to leave at the end of the year. Ferrari's Carlos Sainz will race for Williams next season after signing a multiyear deal last month.

"To replace a driver midseason is not a decision we have taken lightly, but we believe this gives Williams the best chance to compete for points over the remainder of the season," Team Principal James Vowles said. "We have just brought a large upgrade to the car and need to maximize every points-scoring opportunity in a remarkably tight mid-field battle."

"This is undoubtedly incredibly tough on Logan, who has given his all throughout his time with Williams, and we want to thank him for all his hard work and positive attitude."

Dillon loses final appeal on stripped playoff berth

Mike Organ
The Nashville Tennessean | USA TODAY NETWORK

A NASCAR appeals officer on Monday upheld a penalty assessed to Austin Dillon for his overly aggressive driving at Richmond Raceway, meaning he will not be in the Cup Series playoffs unless he wins the final regular-season race.

The decision came from appeals officer Bill Mullis. It strips Dillon's automatic playoff berth for his win, which came

Aug. 11 after he wrecked Denny Hamlin and Joey Logano coming out of the final turn and headed for the finish line.

Three days after the race, NASCAR announced that Dillon could keep the prize money and trophy but took away his spot in the 16-driver playoffs. Dillon's initial appeal was denied last week by a three-member panel. Mullis is the owner of Langley Speedway, a short track in Hampton, Virginia, and was appointed NASCAR's final appeal adjudicator for the 2024 season.

Dillon is 29th in the Cup standings. Three playoff spots remain open headed into Sunday's Cook Out Southern 500 at Darlington Raceway, the final race of the regular season. Five drivers still could win the last three spots, or only two if there is a new winner. Based on points, drivers hanging on to playoff spots include Martin Truex Jr., Ty Gibbs, Chris Buescher, Bubba Wallace and Ross Chastain.

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All classified ads are subject to the applicable rate card, copies of which are available from our Advertising Dept. All ads are subject to approval before publication. USA Today reserves the right to edit, refuse, reject, classify or cancel any ad at any time. Errors must be reported in the first day of publication. USA Today shall not be liable for any loss or expense that results from an error in or omission of an advertisement. No refunds for early cancellation of order.

NOTICES	NOTICES
PUBLIC NOTICE	PUBLIC NOTICE
<p>The Region 4 Education Service Center (ESC) is requesting proposals from qualified and experienced firms to provide Selected Employee Benefits and Services, Supplemental (RFP No. 24-13). In order to be considered, the Offeror must complete Ion Wave Technologies, Inc. registration and submit a proposal to Region 4 ESC in accordance with the solicitation link https://region4esc.ionwave.net/</p> <p>This link is also available at www.esc4.net or https://www.omniapartners.com/publicsector/solicitations</p> <p>VIRTUAL PRE-PROPOSAL Friday, September 13, 2024, 10:00 AM CST.</p> <p>PROPOSAL DUE DATE: October 16, 2024 BEFORE 2:00 PM LOCAL TIME.</p>	

NOTICES LEGAL NOTICES

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re: Chapter 11
Meier's Wine Cellars Acquisition, LLC et al., Case No. 24-11575 (MFW)
Debtors. (Jointly Administered)
Re: Docket No. 181

NOTICE OF SALE, BIDDING PROCEDURES, AUCTION, SALE HEARING AND OTHER DEADLINES RELATED THERETO

PLEASE TAKE NOTICE OF THE FOLLOWING:

On July 24, 2024, the above-captioned debtors and debtors in possession (collectively, the "Debtors") in the above-captioned Chapter 11 case (the "Chapter 11 Case") filed with the United States Bankruptcy Court for the District of Delaware (the "Court") a motion (Docket No. 14) (the "Motion") seeking entry of (i) an order (the "Bidding Procedures Order") (a) approving bidding procedures (the "Bidding Procedures") to be used in connection with one or more sales (each, a "Sale Transaction") of substantially all of the Debtors' assets (the "Assets"); (b) authorizing the Debtors to enter into one or more asset purchase agreements with one or more "stalking horse" bidders (each such agreement, a "Stalking Horse Agreement") and, each such bidder, a "Stalking Horse Bidder," and the bid of any such Stalking Horse Bidder, a "Stalking Horse Bid" and to provide certain bidding protections, including an expense reimbursement and a break-up fee, to any Stalking Horse Bidder in connection therewith; (c) scheduling one or more auctions of the Assets (collectively, the "Auctions") and one or more final hearings to consider approval of any proposed Sale Transactions (collectively, the "Sale Hearings"); (d) approving the form and manner of notice of the Bidding Procedures, the Auctions and the Sale Hearings; (e) approving procedures for the assumption and assignment of executory contracts and unexpired leases (collectively, the "Contracts") in connection with any Sale Transaction; (f) approving the form and manner of notice to each relevant non-debtor counterparty to a Contract of the Debtors' calculation of the amount necessary to cure any defaults under an applicable Contract and certain other information regarding the potential assumption and assignment of Contracts in connection with a Sale Transaction; and (g) granting related relief; and (ii) one or more orders (each, a "Sale Order") (a) authorizing one or more Sale Transactions for a sale of the Assets free and clear of all liens, claims, interests and encumbrances, except certain permitted encumbrances as determined by the Debtors and any Successful Bidder (as defined below) for the applicable Assets, with liens to attach to the proceeds of the applicable Sale Transaction; (b) authorizing the assumption and assignment of certain Contracts in connection with approved Sale Transactions; and (c) granting related relief.

On August 13, 2024, the Debtors filed a supplement (Docket No. 126) (the "Supplement") to the Motion providing for the selection of the Second Day Stalking Horse Bidders (as defined in the Supplement) and revising certain key dates and deadlines.

On August 21, 2024, the Court entered the Bidding Procedures Order (Docket No. 181).

ASSETS FOR SALE

The Debtors are seeking to sell all or substantially all of their Assets. A Prospective Bidder (as defined in Section IV of the Bidding Procedures) may bid on all or any combination of the Assets, subject to the conditions set forth herein. The ability to undertake and consummate any sale of the Assets pursuant to the Bidding Procedures shall be subject to competitive bidding, as set forth herein, and approval by the Court. In addition to the Stalking Horse Bids (as defined in the Motion), and subject to the terms herein, the Debtors will consider bids for any or all of the Assets in a single bid from a single bidder or in multiple bids from multiple bidders. Any bid for an individual Asset, even if such bid is the highest or best bid for such individual Asset, is subject to higher or better bids (including any Credit Bid (as defined in Section VI.A.3 of the Bidding Procedures)) on packages of Assets that include the individual Asset. Additionally, any bid on all of the Assets is subject to bids on individual Assets or packages of Assets (including Credit Bids) that are, in the aggregate, higher or better bids.

Any party interested in submitting a bid for any of the Debtors' Assets should contact the Debtors' investment banker - GLC Advisors & Co., 600 Lexington Ave., 9th Floor, New York, NY 10022 (Attn: Jeff Raithel (jeff.raithel@gica.com) and John Hill (john.hill@gica.com)). Pursuant to the Bidding Procedures Order, the Debtors designated the Second Day Stalking Horse Bidders as stalking horse bidders for the Assets subject to the Second Day Stalking Horse Agreements. Any party wishing to submit a bid for such Assets must comply with the requirements set forth in Section VI.A of the Bidding Procedures for submitting a minimum bid for Stalking Horse Assets (as defined in the Bidding Procedures).

STALKING HORSE PROCEDURES

The Debtors may, as they deem necessary or appropriate, and after consulting with the Consultation Parties (as defined in Section XI of the Bidding Procedures), enter into one or more Stalking Horse Agreements with one or more bidders that the Debtors designate to serve as Stalking Horse Bidders. The Debtors also may determine to provide certain bidding protections to designated Stalking Horse Bidders, including a "break-up" fee and an expense reimbursement (together, a "Termination Payment"), in each case, in accordance with the terms of the applicable Stalking Horse Agreement.

A Stalking Horse Bid may also take the form of a Credit Bid, including a credit bid by any of (i) BMO Bank N.A., as successor in interest to Bank of the West ("BMO") and, in its capacity as administrative agent under the DIP Financing Agreement, the "DIP Agent" and, in its capacity as administrative agent under the Prepetition Credit Facility, the "Prepetition Agent"; (ii) the lenders under the DIP Financing Agreement (the "DIP Lenders"); and (iii) the lenders under the Prepetition Credit Facility (the "Prepetition Lenders" and together with the DIP Lenders and BMO, in its capacity as the DIP Agent and the Prepetition Agent, the "Secured Parties").

- 1. Stalking Horse Notice.** Within two business days after executing a Stalking Horse Agreement, the Debtors will file with the Court, serve on the Sale Notice Parties (as defined in Section X.B of the Bidding Procedures) and cause to be published on the website maintained by Epix Corporate Restructuring, LLC, the Debtors' claims and notices agent in these Chapter 11 Cases, located at <https://dm.epix1.com/vintage/vine> (the "Epiq Website"), a notice setting forth the material terms of the proposed Stalking Horse Agreement, including (i) the identity of the Stalking Horse Bidder (and if the Stalking Horse Bidder is a newly-formed entity, then the Stalking Horse Bidder's parent company or sponsor); (ii) the specific Assets subject to the Stalking Horse Bid; (iii) the amount of the Stalking Horse Bid and what portion is cash (the "Stalking Horse Bid Amount"); (iv) the terms and conditions of any Termination Payment to be provided under the Stalking Horse Agreement; and (v) the deadline to object to the Stalking Horse Bidder designation and any relevant Termination Payment (each such notice, a "Stalking Horse Notice").
- 2. Deadline to Designate Stalking Horse Bidders.** Any Stalking Horse Bidder designated by the Debtors in accordance with these Bidding Procedures will be designated by no later than **August 23, 2024, at 4:00 p.m. (prevailing Eastern Time)** (the "Stalking Horse Bidder Designation Deadline"), provided that the Debtors may, in their reasonable business judgment, after consulting with the Consultation Parties, extend the Stalking Horse Bidder Designation Deadline.

In the event the Debtors designate a Stalking Horse Bidder after the occurrence of the Stalking Horse Bidder Designation Deadline, but prior to the Primary Auction (as defined in Section VII of the Bidding Procedures), the Debtors may seek Court approval on an expedited basis of such Stalking Horse Bidder and the related Stalking Horse Agreement, including any Termination Payment provided thereunder. The Debtors reserve their right to file such a motion at any time after the Stalking Horse Bidder Designation Deadline and prior to the Primary Auction. Prior to the filing of any such motion, the Debtors will consult with the Consultation Parties with respect to the designation of such a Stalking Horse Bidder and Stalking Horse Agreement.

- 3. Stalking Horse Hearing.** A hearing (the "Stalking Horse Hearing") will be held on **August 29, 2024, at 2:00 p.m. (prevailing Eastern Time)** to consider approval of any applicable Stalking Horse Agreement(s) and the provision of any Termination Payment to be provided thereunder.
- 4. Bidding Protection Objections.** Any objection to the provisions of a Termination Payment offered to a Stalking Horse Bidder in accordance with Section II of the Bidding Procedures (each such objection, a "Bidding Protection Objection") must (i) be in writing and state, with specificity, the legal and factual bases thereof and include any appropriate documentation in support thereof; and (ii) be filed with the Court and served on the applicable Objection Notice Parties (as defined in Section X.D of the Bidding Procedures) within three calendar days after service of the applicable Stalking Horse Notice.

If the parties are unable to consensually resolve a Bidding Protection Objection, such Bidding Protection Objection will be heard and resolved by the Court at the Stalking Horse Hearing.

- 5. Failure to File a Timely Bidding Protection Objection.** If no timely Bidding Protection Objection is filed and served in accordance with these Bidding Procedures, the Debtors may file, upon certification of counsel and after consulting with the Consultation Parties, a proposed order authorizing and approving the Debtors' entry into the applicable Stalking Horse Agreement and the provision of a Termination Payment thereunder in lieu of holding a Stalking Horse Hearing.

KEY DATES AND DEADLINES

A. Bid Deadline
Any Prospective Bidder, other than a Stalking Horse Bidder, that intends to participate in any Auction must submit in writing to the Bid Notice Parties (as defined in Section I.A of the Bidding Procedures) a Qualified Bid (as defined in Section VI.C of the Bidding Procedures) on or before **September 6, 2024, at 4:00 p.m. (prevailing Eastern Time)**, or such other date as may be agreed to by the Debtors after consulting with the Consultation Parties (the "Bid Deadline"). The Debtors shall promptly provide a copy of each bid to each of the Consultation Parties, unless a Consultation Party is a bidder for the applicable Asset(s).

The Qualified Bid requirements are set forth in Sections IV, V and VI of the Bidding Procedures.

B. Auction(s)
If the Debtors receive one or more Qualified Bids (including a combination of bids that, when considered together, constitute a Qualified Bid for an Asset) the Debtors will conduct an Auction for such Asset. With respect to Assets for which the Debtors receive only one Qualified Bid by the Bid Deadline, the Debtors may, in their reasonable business judgment, and in consultation with the Consultation Parties, determine to consummate a Sale Transaction with the applicable Qualified Bidder or include such Assets in the applicable Auction.

NOTICES LEGAL NOTICES

Prior to the commencement of any Auction, the Debtors (in consultation with the Consultation Parties) will make a determination regarding the Assets and/or combinations of Assets for which the Debtors will conduct an Auction (each such Asset or group of Assets, an "Auction Package"). The Debtors may determine to include an individual Asset in more than one Auction Package.

The "Primary Auction," if required, will be conducted (i) on **September 17, 2024**, either (a) at the offices of Jones Day, 250 Vesey Street, New York, New York 10281, or (b) virtually, or (ii) at such other date, time or location as designated by the Debtors, after consulting with the Consultation Parties. If the Debtors conduct the Primary Auction virtually, the Debtors will provide instructions setting forth how to attend the Primary Auction to the participants and other attendees via electronic mail. The Debtors will provide notice (via electronic mail or otherwise) of any change in the date, time or location of the Primary Auction to Qualified Bidders and the Consultation Parties, and will cause publication of such change to occur on the Epiq Website.

The Debtors will file with the Court, serve on the Sale Notice Parties and cause to be published on the Epiq Website a notice (the "Primary Auction Notice") setting forth (i) the date, time and location of the Primary Auction, (ii) the Assets the Debtors intend to sell at the Primary Auction (each such Asset, a "Primary Asset"); and (iii) the date and time of the Primary Sale Hearing on **September 12, 2024, at 4:00 p.m. (prevailing Eastern Time)** (the "Primary Auction Notice Deadline").

The Debtors, in consultation with the Consultation Parties, may hold one or more subsequent auctions (each such auction, a "Subsequent Auction") and together with the Primary Auction, the "Auctions") after the Primary Auction for the sale of Assets not sold during the Primary Auction. The Debtors will file with the Court, serve on the Sale Notice Parties and cause to be published on the Epiq Website a notice (each such notice, a "Subsequent Auction Notice") and together with the Primary Auction Notice, the "Auction Notices") setting forth (i) the date, time and location of any Subsequent Auction (ii) the Assets that the Debtors intend to sell at such Subsequent Auction (each such Asset, a "Subsequent Asset") and together with the Primary Assets, the "Assets"; (iii) the date and time of the applicable Subsequent Sale Hearing by 4:00 p.m. (prevailing Eastern Time), on the date five days prior to such Subsequent Auction (each such deadline, a "Subsequent Auction Notice Deadline").

On **September 17, 2024**, the Debtors will file with the Court, serve on the Sale Notice Parties and cause to be published on the Epiq Website, a notice setting forth the results of the Primary Auction (the "Notice of Primary Auction Results"), which will (i) identify the bidder that submitted the highest or best bid for each Auction Package (each such bidder, a "Successful Bidder" and, each such bid, a "Successful Bid"); (ii) identify the bidder that submitted the next highest or next best bid after the Successful Bid for each Auction Package (each such bidder, a "Backup Bidder" and, each such bid, a "Backup Bid"); (iii) include a copy of each Successful Bid and each Backup Bid or a summary of the material terms of such bids, including any assumption and assignment of Contracts contemplated thereby, or provide instructions for accessing each Successful Bid and each Backup Bid free of charge from the Epiq Website; and (iv) set forth the Primary Supplemental Sale Auction Deadline (as defined below) and the date, time and location of the Primary Sale Hearing (as defined below) and any other relevant dates or other information necessary to reasonably apprise parties in interest of the outcome of the Primary Auction.

On the date of any Subsequent Auction, the Debtors will file with the Court, serve on the Sale Notice Parties and cause to be published on the Epiq Website, a notice setting forth the results of the applicable Subsequent Auction (each such notice, a "Notice of Subsequent Auction Results"), which will (i) identify each Successful Bidder and each Backup Bidder; (ii) either include a copy of each Successful Bid and each Backup Bid or a summary of the material terms of such bids, including any proposed assumption and assignment of Contracts contemplated thereby, or provide instructions for accessing each Successful Bid and each Backup Bid free of charge from the Epiq Website; and (iii) set forth the applicable Subsequent Supplemental Sale Auction Deadline (as defined below), the date and time of the applicable Subsequent Sale Hearing (as defined below) and any other relevant dates or other information necessary to reasonably apprise the Sale Notice Parties of the outcome of the applicable Subsequent Auction.

C. Objection Deadlines

- 1. Sale Auction Deadline.** Objections to a sale of the Assets, including (i) any objection to a sale of the Assets free and clear of all liens, claims, interests and encumbrances pursuant to section 363(f) of the Bankruptcy Code and (ii) entry of any Sale Order (each such objection, a "Sale Objection") shall be filed with the Court and served on the Objection Notice Parties (as defined in Section X.D of the Bidding Procedures) by no later than **August 30, 2024, at 4:00 p.m. (prevailing Eastern Time)** (the "Objection Notice Parties").
- 2. Primary Supplemental Sale Auction Deadline.** Following service of the Notice of Primary Auction Results, Sale Notice Parties may object to the conduct of the Primary Auction and/or the particular terms of any proposed Sale Transaction in a "Successful Bid" (each such objection, a "Primary Supplemental Sale Objection") by **September 20, 2024, at 4:00 p.m. (prevailing Eastern Time)** (the "Primary Supplemental Sale Auction Deadline").
- 3. Subsequent Supplemental Sale Auction Deadline.** Following service of any Notice of Subsequent Auction Results, the Sale Notice Parties may object to the conduct of the applicable Subsequent Auction and/or the particular terms of any proposed Sale Transaction in a "Successful Bid" (each such objection, a "Subsequent Supplemental Sale Objection") by **4:00 p.m. (prevailing Eastern Time)** on the date no later than three days after the service of any Notice of Subsequent Auction Results (each such deadline, a "Subsequent Supplemental Sale Auction Deadline") and together with the Primary Supplemental Sale Auction Deadline, the "Supplemental Sale Auction Deadlines").

D. Sale Hearings(s)
The Primary Sale Hearing (as defined in Section VIII of the Bidding Procedures) shall take place on **September 24, 2024, at 10:30 a.m. (prevailing Eastern Time)** before the Honorable Mary F. Walrath, United States Bankruptcy Judge, in the United States Bankruptcy Court for the District of Delaware, located at 824 N. Market Street, Wilmington, Delaware 19801. Each Subsequent Sale Hearing (as defined in Section VIII of the Bidding Procedures) shall take place no later than six days after the conclusion of any Subsequent Auction before the Honorable Mary F. Walrath, United States Bankruptcy Judge, in the United States Bankruptcy Court for the District of Delaware, located at 824 N. Market Street, Wilmington, Delaware 19801.

RESERVATION OF RIGHTS TO MODIFY BIDDING PROCEDURES

The Debtors reserve the right to, in their reasonable business judgment, in a manner consistent with their fiduciary duties and applicable law, and after consulting with the Consultation Parties, modify the Bidding Procedures, including to, among other things, extend or waive deadlines or other terms and conditions set forth therein; adopt new rules and procedures for conducting the bidding and Auction process so long as any such modifications are disclosed to all Prospective Bidders and Qualified Bidders, as applicable; if applicable, provide reasonable accommodations to a Stalking Horse Bidder; or otherwise modify the Bidding Procedures to further promote competitive bidding for and maximizing the value of the Assets, in each case, to the extent not materially inconsistent with the Bidding Procedures and the Bidding Procedures Order.

ADDITIONAL INFORMATION

Copies of the Motion, the Bidding Procedures Order and the Bidding Procedures may be obtained free of charge by visiting the Epiq Website.

FAILURE TO ABIDE BY THE BIDDING PROCEDURES, THE BIDDING PROCEDURES ORDER OR ANY OTHER APPLICABLE ORDER OF THE COURT ENTERED IN THESE CHAPTER 11 CASES MAY RESULT IN THE REJECTION OF YOUR BID AND YOUR DISQUALIFICATION FROM PARTICIPATING IN THE BIDDING FOR AND AUCTION OF ANY OF THE DEBTORS' ASSETS.

THE FAILURE OF ANY PERSON OR ENTITY TO FILE AND SERVE AN OBJECTION IN ACCORDANCE WITH THE BIDDING PROCEDURES ORDER, INCLUDING THE FAILURE TO FILE ANY SUCH OBJECTION BY THE APPLICABLE OBJECTION DEADLINE, SHALL FOREVER BAR SUCH PERSON OR ENTITY FROM ASSERTING, AT THE SALE HEARING OR THEREAFTER, ANY SUCH OBJECTION TO THE RELIEF REQUESTED IN THE MOTION, THE CONSUMMATION OF ANY APPLICABLE SALE TRANSACTION, INCLUDING THE SALE OF ANY ASSETS TO A SUCCESSFUL BIDDER FREE AND CLEAR OF LIENS, CLAIMS, INTERESTS AND ENCUMBRANCES PURSUANT TO SECTION 363(F) OF THE BANKRUPTCY CODE OR THE TERMS OF ANY STALKING HORSE AGREEMENT OR OTHER ASSET PURCHASE AGREEMENT EXECUTED BY THE DEBTORS.

Dated: August 22, 2024, Wilmington, Delaware. Respectfully submitted, */s/ Matthew P. Milana*, Daniel J. DeFranceschi (No. 2732), Michael J. Merchant (No. 3854), Zachary J. Shapiro (No. 5103), Matthew P. Milana (No. 6681), RICHARD S. LAYTON & PINGER, P.A., One Rodney Square, 520 N. King Street, Wilmington, Delaware 19801. Telephone: 302.651.7700, Facsimile: 302.651.7700, Email: defranceschi@rl.com, merchant@rl.com, shapiro@rl.com, mlana@rl.com and -Heather Lennox (admitted pro hac vice), Carl E. Black (admitted pro hac vice), JONES DAY, North Point, 901 Lakeside Avenue, Cleveland, Ohio 44114, Telephone: 216.586.3939, Facsimile: 216.579.0212, Email: hlennox@jonesday.com, ceblack@jonesday.com, Proposed Counsel for the Debtors and Debtors in Possession

The Debtors are the following twelve entities (the last four digits of their respective taxpayer identification numbers, if any, follow in parentheses): Meier's Wine Cellars Acquisition, LLC (5557); California Cider Co., Inc. (0443); Grand Winery LLC (5076); Grove Acquisition, LLC (9465); Meier's Wine Cellars, Inc. (2300); Mildara Blass Inc. (1491); Sabatage Wine Company, LLC (8393); Splinter Group Napa, LLC (1417); Thames America Trading Company Ltd. (0696); Vinesse, LLC (3139); Vintage Wine Estates, Inc. (CA) (2279); and Vintage Wine Estates, Inc. (NV) (5902). The Debtors' noticing address in these chapter 11 cases is 205 Concourse Boulevard, Santa Rosa, California 95403.

Capitalized terms used but not defined herein shall have the respective meanings ascribed to such terms in the Motion or the Bidding Procedures, as applicable. Any summary of the Bidding Procedures or the Bidding Procedures Order (or any provision thereof) contained herein is qualified in its entirety by the actual terms and conditions thereof. To the extent that there is any inconsistency between the summary in this Sale Notice and the terms and conditions of either the Bidding Procedures or the Bidding Procedures Order, the actual terms and conditions in those documents shall control.

This qualification applies to every instance where the Debtors are required to consult with the Consultation Parties in these Bidding Procedures.

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