

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

In re:

CONN'S, INC., *et al.*<sup>1</sup>

Debtors.

Chapter 11

Case No. 24-33357 (ARP)

(Jointly Administered)

**NOTICE OF CANCELLATION OF AUCTION AND DESIGNATION OF  
SUCCESSFUL BID FOR THE ASSETS COVERED BY THE STALKING HORSE APA**

**PLEASE TAKE NOTICE** that, on August 20, 2024, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Debtors’ Motion for Entry of (I) an Order (A) Approving Certain Bidding Procedures and the Form and Manner of Notice Thereof, (B) Scheduling an Auction and a Hearing on the Approval of the Sale of All or Substantially All of the Debtors’ Assets, (C) Establishing Certain Assumption and Assignment Procedures and Approving the Manner of Notice Thereof, and (D) Granting Related Relief; and (II) an Order (A) Authorizing the Sale of All or Substantially All of the Debtors’ Assets Free and Clear of all Encumbrances, (B) Approving the Assumption and Assignment of the Assumed Contracts, and (C) Granting Related Relief* [Docket No. 121] (the “Bidding Procedures Motion”), which Bidding Procedures Motion was granted by the Court on August 20, 2024 [Docket No. 370] (the “Bidding Procedures Order”).<sup>2</sup>

**PLEASE TAKE FURTHER NOTICE** that, on September 6, 2024, the Debtors filed the *Notice of Extended Bid Deadline* [Docket No. 537], which extended the Bid Deadline by two weeks to September 20, 2024, and extended the other transaction milestones as set forth therein.

**PLEASE TAKE FURTHER NOTICE** that, on September 20, 2024, the Debtors filed the *Second Notice of Extended Bid Deadline* [Docket No. 668], which further extended the Bid Deadline by one week to September 27, 2024, and extended certain of the other transaction milestones as set forth therein.

<sup>1</sup> The Debtors in these chapter 11 cases, together with the last four digits of each Debtor’s federal tax identification number, are: Conn’s, Inc. (2840), Conn Appliances, Inc. (0706), CAI Holding, LLC (2675), Conn Lending, LLC (9857), Conn Credit I, LP (0545), Conn Credit Corporation, Inc. (9273), CAI Credit Insurance Agency, Inc. (5846), New RTO, LLC (6400), W.S. Badcock LLC (2010), W.S. Badcock Credit LLC (5990), and W.S. Badcock Credit I LLC (6422). The Debtor’s service address is 2445 Technology Forest Blvd., Suite 800, The Woodlands, TX 77381.

<sup>2</sup> Capitalized words used but not defined herein shall have the meaning ascribed to them in the Bidding Procedures Order or the Stalking Horse APA, as applicable.

**PLEASE TAKE FURTHER NOTICE** that, on September 27, 2024, the Debtors filed the *Third Notice of Extended Bid Deadline* [Docket No. 697], which further extended the Bid Deadline to September 30, 2024, and extended certain of the other transaction milestones as set forth therein.

**PLEASE TAKE FURTHER NOTICE** that, on October 2, 2024, the Debtors filed a *Notice of Filing of Stalking Horse Designation* [Docket No. 742] as a supplement to the Bidding Procedures Motion. An order granting such designation was entered on October 9, 2024 [Docket No. 806].

**PLEASE TAKE FURTHER NOTICE** that, on October 6, 2024, the Debtors filed the *Notice of Revised Bidding Procedures Timeline* [Docket No. 779] (the “Revised Bidding Procedures Timeline”), which extended certain of the transaction milestones as set forth therein.

**PLEASE TAKE FURTHER NOTICE** that, on October 10, 2024, the Debtors filed the *Notice of Revised Bidding Procedures Timeline for Real Property and Lease Assets* [Docket No. 814], which bifurcated the transaction milestones for the Debtors real property and lease assets other than the real property leases located at (1) 5776 Stemmons Drive, San Antonio, Texas 78238; and (2) 200 N. Phosphate Boulevard, Mulberry, Florida 33860.

**PLEASE TAKE FURTHER NOTICE** that, on October 11, 2024, the Debtors received confirmations that there will be no overbid of the Stalking Horse Bid, meaning that there are no other Qualified Bidders for the assets covered in the Stalking Horse APA pursuant to Section IX of the Bidding Procedures.

**PLEASE TAKE FURTHER NOTICE** that, consistent with the Bidding Procedures Order, the Debtors, in consultation with the Consultation Parties, have cancelled the Auction scheduled for October 15, 2024 and hereby designate Jefferson Capital Systems, LLC as the Successful Bidder and the Stalking Horse APA as the Successful Bid for those assets covered by the Stalking Horse APA.

**PLEASE TAKE FURTHER NOTICE** that, under the Stalking Horse APA, the Stalking Horse Bidder has the right to designate executory contracts to which one or more Sellers is a party at any time up to three (3) Business Days prior to the Closing. Purchaser has agreed to pay the Cure Costs for any executory contract so designated.

**PLEASE TAKE FURTHER NOTICE** that, consistent with the Revised Bidding Procedures Timeline, the hearing to consider approval of the sale of the assets to the Successful Bidder will be held on October 24, 2024 at 1:00 p.m. (CT). Any objections to the sale of the assets to the Successful Bidder, the Cure Costs, or to the assumption of the executory contracts to which one or more Sellers is a party or the leases located at (1) 5776 Stemmons Drive, San Antonio, Texas 78238; and (2) 200 N. Phosphate Boulevard, Mulberry, Florida 33860 shall be filed and served by no later than 4:00 p.m. (CT) on October 21, 2024.

**PLEASE TAKE FURTHER NOTICE** that copies of the foregoing pleadings may be obtained (i) at the website established by the Debtors’ noticing agent, Epiq Corporate

Restructuring, LLC at <https://dm.epiq11.com/case/conns>, (ii) from the Court's website <http://www.txs.uscourts.gov> via ECF/Pacer, or (iii) upon request to the undersigned.

Dated: October 11, 2024  
Houston, Texas

*/s/ Duston K. McFaul*

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*Counsel to the Debtors and Debtors in  
Possession*

**Certificate of Service**

I certify that on October 11, 2024, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ *Duston K. McFaul*  
Duston K. McFaul