

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
TUPPERWARE BRANDS CORPORATION, <i>et al.</i> , <sup>1</sup>	)	Case No. 24-12156 (BLS)
	)	
Debtors.	)	(Jointly Administered)
	)	

**NOTICE OF BIDDING PROCEDURES AND SALE HEARING**

**PLEASE TAKE NOTICE** that, on September 18, 2024, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Motion of Debtors for Entry of an Order (I) Approving the Bidding Procedures, (II) Authorizing the Debtors to Enter into One or More Stalking Horse Agreements and Provide Bid Protections, (III) Approving the Form and Manner of Sale Notice, (IV) Scheduling an Auction and Sale Hearing, (V) Approving the Procedures for the Assumption and Assignment of Contracts, (VI) Approving the Sale of the Debtors’ Assets Free and Clear, and (VII) Granting Related Relief* (the “Motion”)² with the United States Bankruptcy Court for the District of Delaware (the “Court”) seeking entry of an order authorizing and approving, among other things, the Bidding Procedures and scheduling a sale hearing, as further described in the Motion.

**PLEASE TAKE FURTHER NOTICE** that on October 23, 2024, the Court entered the *Order (I) Approving the Bidding Procedures, (II) Approving the Form and Manner of Sale Notice, (III) Scheduling a Sale Hearing, (IV) Approving the Procedures for the Assumption and Assignment of Contracts, (V) Approving the Sale of the Debtors’ Assets Free and Clear, and (VI) Granting Related Relief* [Docket No. 243] (the “Bidding Procedures Order”), approving, among other things, the Debtors’ cancellation of any auction and the scheduling of the Sale Hearing (as defined herein) regarding the proposed Sale Transaction to the Revolving/Term Loan Lenders’ designee, anticipated to be Party Products Holdings LLC (such designee, “NewCo”), as set forth in the term sheet attached to the Bidding Procedures Order.

**PLEASE TAKE FURTHER NOTICE** that the Debtors will seek approval of the proposed Sale Transaction at a hearing scheduled to commence **on October 29, 2024, at 1:30 p.m. (prevailing Eastern Time)** (the “Sale Hearing”) before the Honorable Judge Brendan L. Shannon,

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Tupperware Brands Corporation (2333); Dart Industries Inc. (5570); Deerfield Land Corporation (0323); Premiere Products, Inc. (4064); Tupperware Home Parties LLC (1671); Tupperware International Holdings Corporation (8983); Tupperware Products AG (6765); Tupperware Products, Inc. (8796); Tupperware U.S., Inc. (2010); and Tupperware Brands Latin America Holdings, L.L.C. (0264). The location of the Debtors’ service address in these chapter 11 cases is: 14901 S Orange Blossom Trail, Orlando, FL 32837.

<sup>2</sup> Capitalized terms not herein defined shall have the meanings ascribed to them in the Motion, the Bidding Procedures Order, the First Day Declaration, or the Steinberg Declaration, as applicable.

United States Bankruptcy Judge for the Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom No. 1, Wilmington, Delaware 19801.

**PLEASE TAKE FURTHER NOTICE** that objections to the Sale Transaction (other than objections concerning the assumption and assignment of any Assigned Contracts in connection therewith, including the Cure Amount and adequate assurance therefor (“Contract Assignment and Cure Objections”)) must: (a) be in writing; (b) comply with the Bankruptcy Code, Bankruptcy Rules, Local Rules, and all orders of the Court; (c) state with particularity the legal and factual basis for the objection and the specific grounds therefor; and (d) be filed with the Court and served so as to be actually received by no later than **October 28, 2024 at 4:00 p.m. (prevailing Eastern Time)** (the “Sale Objection Deadline”) on the following parties (collectively, the “Objection Notice Parties”): (a) the Debtors, 14901 S Orange Blossom Trail, Orlando, Florida 32837 (Attn: Karen Sheehan, Chief Legal Officer (KarenSheehan@tupperware.com)); (b) proposed co-counsel for the Debtors, Kirkland & Ellis LLP, 333 West Wolf Point Plaza, Chicago, Illinois 60654, (Attn.: Anup Sathy, P.C. (anup.sathy@kirkland.com), Spencer A. Winters, P.C. (spencer.winters@kirkland.com), Gabriela Z. Hensley (gabriela.hensley@kirkland.com)); and Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, Delaware 19801, (Attn: Patrick J. Reilley, Esq. (preilley@coleschotz.com), Stacy L. Newman (snewman@coleschotz.com), Michael E. Fitzpatrick, Esq. (mfitzpatrick@coleschotz.com), and Jack M. Dougherty, Esq. (jdougherty@coleschotz.com)), (c) counsel for the Ad Hoc Group, Dechert LLP, 1095 Avenue of the Americas, New York, New York 10036, (Attn: Allan S. Brilliant (allan.brilliant@dechert.com), Shmuel Vasser (shmuel.vasser@dechert.com) and Stephen Wolpert (stephen.wolpert@dechert.com)), and Young Conaway, Stargatt & Taylor, LLP, 1000 North King Street, Wilmington, Delaware 19801 (Attn: Robert S. Brady (rbrady@ycst.com) and Robert F. Poppiti, Jr. (rpoppiti@ycst.com)); (d) proposed counsel to the Committee, Brown Rudnick LLP, 7 Times Square, New York, New York 10036 (Attn: Robert J. Stark (rstark@brownrudnick.com) and Bennett S. Silverberg (bsilverberg@brownrudnick.com)); (e) counsel to the Revolving/Term Loan Agent, McGuireWoods LLP, 201 N. Tryon Street, Suite 3000, Charlotte, NC 28202 (Attn: Trey Rayburn, Esq. (trayburn@mcguirewoods.com)); (f) the U.S. Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, (Attn.: Timothy J. Fox (timothy.fox@usdoj.gov)); and (g) any other party that has requested notice pursuant to Bankruptcy Rule 2002.

**PLEASE TAKE FURTHER NOTICE** that the timing of any Contract Assignment and Cure Objections is governed by the Assumption and Assignment Procedures and will be set forth in the applicable Assignment Notice.

**CONSEQUENCES OF FAILING TO TIMELY MAKE AN OBJECTION**

**ANY PARTY OR ENTITY WHO FAILS TO TIMELY MAKE (1) AN OBJECTION TO THE SALE ON OR BEFORE THE SALE OBJECTION DEADLINE OR (2) A CONTRACT ASSIGNMENT AND CURE OBJECTION ON OR BEFORE THE DATE SET FORTH IN THE APPLICABLE ASSIGNMENT NOTICE, IN EACH CASE IN ACCORDANCE WITH THE BIDDING PROCEDURES ORDER, SHALL BE FOREVER BARRED FROM ASSERTING ANY OBJECTION TO THE SALE, INCLUDING WITH RESPECT TO THE TRANSFER OF THE DEBTORS’ ASSETS FREE AND CLEAR OF ALL LIENS, CLAIMS, ENCUMBRANCES, AND OTHER INTERESTS, EXCEPT AS SET**

**FORTH IN THE APPLICABLE PURCHASE AGREEMENT.**

**PLEASE TAKE FURTHER NOTICE** that copies of the Bidding Procedures Order, as well as all related exhibits, are available: (a) free of charge upon request to Epic Corporate Restructuring, LLC (the notice and claims agent retained in these chapter 11 cases) by calling (888) 994-6318 (U.S./Canada) or (971) 314-6017 (International); (b) by visiting the website maintained in these chapter 11 cases at <https://dm.epiq11.com/Tupperware>; or (c) for a fee via PACER by visiting <http://www.deb.uscourts.gov>.

**PLEASE TAKE FURTHER NOTICE** that you may obtain additional information concerning these chapter 11 cases at the website maintained in these chapter 11 cases at <https://dm.epiq11.com/Tupperware>.

Dated: October 23, 2024  
Wilmington, Delaware

*/s/ Patrick J. Reilley*

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*Proposed Co-Counsel for the Debtors and Debtors in Possession*