

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

In re:)	Chapter 11
)	
SENCORP, <u>et al.</u>)	Case No. 09-12869 (JVA)
)	
Debtors. ¹)	Jointly Administered
)	

**NOTICE OF CANCELLATION OF AUCTION, OF SUCCESSFUL
BIDDER AND OF ASSUMPTION AND ASSIGNMENT OF
EXECUTORY CONTRACTS OR UNEXPIRED LEASES**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. Pursuant to the Order Pursuant to 11 U.S.C. §§ 105(A), 363, 365, and Bankruptcy Rules 2002, 6004, 6006 (A) Establishing Bidding and Auction Procedures Related to the Sale of All of the Debtors' Assets; (B) Approving Bid Protections for the Sale of the Debtors' Assets; (C) Scheduling an Auction and Sale Hearing for the Sale of the Debtors' Assets; (D) Establishing Certain Notice Procedures for Determining Cure Amounts for Executory Contracts and Leases to be Assigned; and (E) Granting Certain Related Relief (the "**Bidding Procedures Order**") entered by this Court on May 27, 2009, the above captioned debtors and debtors-in-possession (collectively, the "**Debtors**") have accepted, subject to approval by this Court, the bid of Wynnchurch Capital, Ltd. for the purchase of substantially all of the assets (the "**Assets**") related to the Debtors' business (the "**Sale**"). The terms of the bid are set forth in that certain

¹ The Debtors in these Chapter 11 cases are: SENCORP, Senco Products, Inc., Senco Export, Inc., SenSource Global Sourcing, LLC, TyRex, LLC, Global Fastening Solutions, LLC, Agrifast, LLC, Nexicor, LLC, Omnifast, LLC, S C FINANCIAL, INC., Senco International, Inc., Sentron Medical, Inc., and Gregg Laboratories, Inc.

asset purchase agreement (the “APA”), dated as of May 7, 2009 between the Debtors and Wynnchurch Capital, Ltd. (the “Successful Bidder”) which has been filed with this Court.²

2. The Bid Deadline³ was set for 5:00 p.m. (prevailing Eastern Time) on June 26, 2009. No other Qualified Bidder submitted a bid prior to the Bid Deadline. Therefore, the Auction previously set to be conducted at the offices of Frost Brown Todd LLC, 2200 PNC Center 201 East Fifth Street, Cincinnati, Ohio 45202 at 11:00 a.m. (prevailing Eastern time) on July 1, 2009 is hereby cancelled.

3. At the hearing to approve the Sale (the “Sale Hearing”) to be held at 10:00 a.m. (prevailing Eastern time) on July 2, 2009, before the Honorable J. Vincent Aug, Jr., United States Bankruptcy Judge, at the United States Bankruptcy Court, 221 East Fourth Street, Atrium Two, Suite 800, Cincinnati, Ohio 45402, the Debtors will seek entry of an order (the “Sale Order”) approving (i) the sale of all of the Debtors’ Assets to the Successful Bidder and (ii) pursuant to the terms of the APA, the assumption and assignment of certain contracts and leases. The Debtors will file the final list of contracts and leases to be assumed prior to the Sale Hearing.

4. Pursuant to 11 U.S.C. § 365, there is adequate assurance of the Successful Bidder’s future performance under the executory contracts or unexpired leases to be assumed and assigned because of the significant resources of the Successful Bidder. Moreover, if necessary, the Debtors will adduce facts at the Sale Hearing on any objection demonstrating the financial wherewithal of the Successful Bidder, and its willingness and ability to perform under the contracts to be assumed and assigned by it.

² All documents filed with this Court in connection with these Chapter 11 Cases, including orders of this Court, are available to the public at no charge by visiting: <http://www.sencorp-reorg.com>.

³ Capitalized terms used but not defined herein shall have the same meanings ascribed to them in the Bidding Procedures Order.

Dated: June 30, 2009
Cincinnati, Ohio

Respectfully submitted,

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- and -

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**ATTORNEYS FOR DEBTORS
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