

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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In re: : Chapter 11
:
VIRGIN ORBIT HOLDINGS, INC., *et al.*,¹ : Case No. 23-10405 (KBO)
:
Debtors. : (Jointly Administered)
:
: **Sale Hearing Date:**
: **May 24, 2023 at 2:00 p.m. (ET)**
:
: **Docket Ref. Nos. 75, 201, 245, 249**
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**NOTICE OF SUCCESSFUL BIDDERS
WITH RESPECT TO CERTAIN PURCHASED ASSETS**

PLEASE TAKE NOTICE that on April 23, 2023, 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 and Approving the Debtors’ Entry into an Asset Purchase Agreement, (B) Authorizing the Sale of All or Substantially All of the Debtors’ Assets Free and Clear of All Encumbrances, (C) Approving the Assumption and Assignment of the Assumed Contracts, and (D) Granting Related Relief* [Docket No. 75] with the United States Bankruptcy Court for the

¹ The Debtors in these cases, along with the last four digits of each debtor’s federal tax identification number, are: Virgin Orbit Holdings, Inc. (6914); Virgin Orbit National Systems, LLC (3801) (“**VO-NS**”); Vieco USA, Inc. (0492); Virgin Orbit, LLC (9648); and JACM Holdings, Inc. (1445). The Debtors’ address, other than Debtor VO-NS, is 4022 East Conant Street, Long Beach, CA 90808. Debtor VO-NS’s address is 1960 E. Grand Avenue, El Segundo, CA 90245.

District of Delaware (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that on May 1, 2023, the Court entered the *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* [Docket No. 201] (the “**Bidding Procedures Order**”).²

PLEASE TAKE FURTHER NOTICE that on May 12, 2023, the Debtors filed the *Notice of Extension of Certain Sale-Related Deadlines (related document(s) 75, 201) Filed by Virgin Orbit Holdings, Inc.* [Docket No. 245], extending certain sale-related milestones and deadlines.

PLEASE TAKE FURTHER NOTICE that on May 15, 2023, the Debtors filed the *Amended Notice of Extension of Certain Sale-Related Deadlines (related document(s) 75, 201, 245) Filed by Virgin Orbit Holdings, Inc.* [Docket No. 249] (the “**Amended Notice of Extension**”), further amending certain sale-related milestones and deadlines, including scheduling the Bid Deadline for May 19, 2023 at 12:00 p.m. (ET), and the Auction for May 22, 2023 at 9:00 a.m. (ET).

PLEASE TAKE FURTHER NOTICE that under the Bidding Procedures Order, as amended by the Amended Notice of Extension, the Debtors are required to file with the Bankruptcy Court a notice identifying the Successful Bidder(s) (the “**Notice of Successful Bidders**”) no later than May 23, 2023 at 12:00 p.m. (ET).

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in the Bidding Procedures Order.

PLEASE TAKE FURTHER NOTICE that, on May 22, 2023, pursuant to the Bidding Procedures Order (as modified by the Notice of Extension and the Amended Notice of Extension), the Debtors held the Auction for the sale of their assets (the “**Assets**”), at the New York office of Latham & Watkins LLP, located at 1271 Avenue of the Americas, New York, New York 10020. At the conclusion of the Auction, the Debtors, after consultation with the Consultation Parties, deemed the following parties Successful Bidders with respect to the following segments of Assets, subject to finalization of definitive documentation. No Next-Highest Bidders were selected for the below noted segments of Assets sold during the Auction, and the specific Assets included in each sale will be set forth in the applicable purchase agreements to be filed with the Court prior to the Sale Hearing:

Segment	Successful Bidder	Bid Amount
Segment 1 – Conant Machinery & Equipment and Lease	Rocket Lab USA, Inc.	\$16,118,684
Segment 3 – Mojave Facility Lease, Machinery & Equipment, and Inventory	Launcher Inc.	\$2,700,000
Segment 4 – Aircraft & Related Assets (Stalking Horse Bid)	Stratolaunch, LLC	\$17,000,000

PLEASE TAKE FURTHER NOTICE that the Debtors, in their business judgment and in consultation with the Consultation Parties, deemed INLIPER Acquisition, LLC and Liquidity Services Operations, LLC (“**Inliper**”) as the provisional Successful Bidder with respect to Segment 2 – McGowen Machinery & Equipment, subject to finalization of definitive documentation, for \$650,000. As of the filing of this notice, the Debtors and counsel to Inliper are working to finalize such documentation, and, accordingly, Inliper remains the provisional

Successful Bidder.

PLEASE TAKE FURTHER NOTICE that the Debtors, in their business judgment and in consultation with the Consultation Parties, deemed it in the best interests of the Debtors' estates not to continue the Auction solely with respect to Segment 5 (all inventory at the Debtors' Conant and McGowen facilities) at this time. Accordingly, no Successful Bidder or Next-Highest Bidder has been selected for such Assets at this time. Further, the Debtors reserve all rights to exercise their business judgment and fiduciary duties with respect to the Assets.

PLEASE TAKE FURTHER NOTICE that the Debtors will file one or more proposed orders approving the sale of the noted segments of Assets and reflecting the terms of the Successful Bids prior to the Sale Hearing currently scheduled for **May 24, 2023 at 2:00 P.M. (ET)** before the Honorable Karen B. Owens at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom No. 3, Wilmington, Delaware 19801.

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Dated: May 23, 2023
Wilmington, Delaware

**YOUNG CONAWAY STARGATT & TAYLOR,
LLP**

/s/ Allison S. Mielke

Robert S. Brady (No. 2847)
Michael R. Nestor (No. 3526)
Kara Hammond Coyle (No. 4410)
Allison S. Mielke (No. 5934)
Rodney Square, 1000 North King Street
Wilmington, Delaware 19801
Telephone: (302) 571-6600
Facsimile: (302) 571-1253
Email: rbrady@ycst.com
mnestor@ycst.com
kcoyle@ycst.com
amielke@ycst.com

-and-

LATHAM & WATKINS LLP

Jeffrey E. Bjork (admitted *pro hac vice*)
355 South Grand Avenue, Suite 100
Los Angeles, California 90071
Telephone: (213) 485-1234
Facsimile: (213) 891-8763
Email: jeff.bjork@lw.com

George Klidonas (admitted *pro hac vice*)
Anupama Yerramalli (admitted *pro hac vice*)
Liza L. Burton (admitted *pro hac vice*)
1271 Avenue of the Americas
New York, NY 10020
Telephone: (212) 906-1200
Facsimile: (212) 751-4864
Emails: george.klidonas@lw.com
anu.yerramalli@lw.com
liza.burton@lw.com

Counsel for Debtors and Debtors in Possession