

## Bankruptcy 363 Sales and Successor Liability: Navigating Limitations on "Free and Clear" of Liens and Other Interests

FEBRUARY 15, 2017

Many Bankruptcy Court orders approving sales under Section 363(f) of the Bankruptcy Code include provisions purporting to make the sales “free and clear” of successor liability. However, it is not always clear that these provisions will be enforced in later actions by third parties against the buyers. There are circumstances where the language of a “free and clear” sale order may not match the reality of whether a buyer will be insulated from future claims, and counsel must be able to structure the transaction to maximize the available protections for a buyer in the Section 363 sales process.

The limitations on sales free and clear of claims was illustrated by the Second Circuit's decision in *In re Motors Liquidation Co.*, where the court did not enforce part of the sale order because some claimants were not afforded adequate notice of the sale. The court's ruling is instructive for future reliance on the Code's free-and-clear provisions.

Listen as this authoritative panel of bankruptcy practitioners as they guide you through the limitations on “free and clear” sales and discuss how language of a “free and clear” sale order may not match the reality of whether a buyer will be insulated from future claims.

WilmerHale Partner George Shuster and Counsel Benjamin Loveland will be featured panelists.

[READ MORE ABOUT THE EVENT](#)

---

## Speakers



**George W. Shuster Jr.**

PARTNER

✉ [george.shuster@wilmerhale.com](mailto:george.shuster@wilmerhale.com)

📍 NEW YORK ☎ + 1 212 937 7232

📍 BOSTON ☎ + 1 617 526 6572



**Benjamin W. Loveland**

PARTNER

✉ [benjamin.loveland@wilmerhale.com](mailto:benjamin.loveland@wilmerhale.com)

📍 BOSTON

☎ + 1 617 526 6641

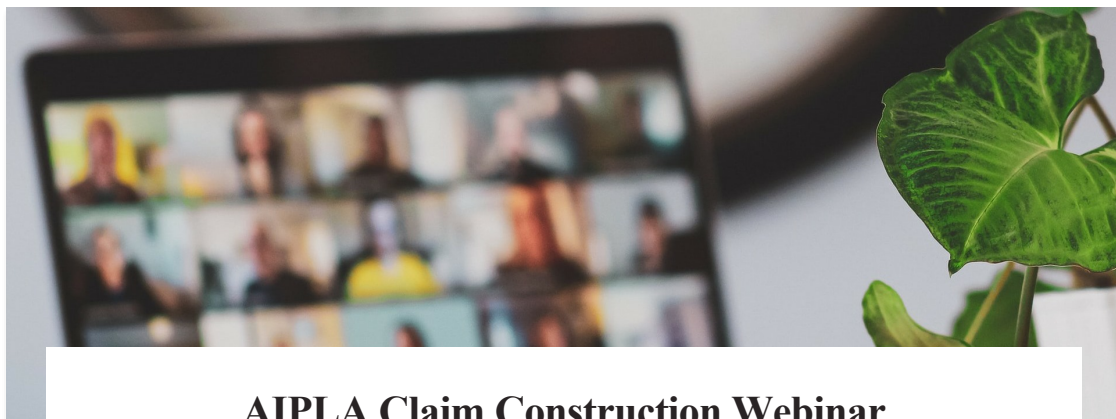
---

## Related Solutions

Bankruptcy and Financial  
Restructuring

Bankruptcy Litigation,  
Regulation and Policy

## You May Be Interested In



### AIPLA Claim Construction Webinar

APRIL 25, 2024

**SPEAKING ENGAGEMENT**



## PLI's Corporate Governance – A Master Class 2024

APRIL 25, 2024

**SPEAKING ENGAGEMENT**



## FIA Law & Compliance Division Conference 2024

APRIL 24–26, 2024

**SPEAKING ENGAGEMENT**

[VIEW ALL EVENTS](#)