

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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| In re: |) | Chapter 11 |
| FOREVER 21, INC., <i>et al.</i> , ¹ |) | Case No. 19-12122 (KG) |
| Debtors. |) | (Jointly Administered) |

**AMENDED² NOTICE OF AGENDA ON MATTERS SCHEDULED FOR HEARING ON
NOVEMBER 26, 2019, AT 10:00 A.M. (PREVAILING EASTERN TIME)
BEFORE THE HONORABLE KEVIN GROSS, AT THE UNITED STATES
BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 MARKET
STREET, 6TH FLOOR, COURTROOM NO. 3, WILMINGTON, DELAWARE 19801³**

PLEASE TAKE NOTICE: AS THERE ARE NO MATTERS GOING FORWARD, THE COURT HAS CANCELED THIS HEARING.

I. RESOLVED MATTERS

1. **Wages Motion.** *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Employee Wages, Salaries, Other Compensation, and Reimbursable Employee Expenses and (B) Continue Employee Benefits Programs and (II) Granting Related Relief [Filed: 9/30/19] (Docket No. 11)*

Response/Objection Deadline: October 21, 2019, at 4:00 p.m. (ET). Extended to October 24, 2019, at 7:00 p.m. (ET) for the Creditors' Committee. Extended to November 19, 2019, at 4:00 p.m. (ET) for the United States Trustee.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Forever 21, Inc. (4795); Alameda Holdings, LLC (2379); Forever 21 International Holdings, Inc. (4904); Forever 21 Logistics, LLC (1956); Forever 21 Real Estate Holdings, LLC (4224); Forever 21 Retail, Inc. (7150); Innovative Brand Partners, LLC (7248); and Riley Rose, LLC (6928). The location of the Debtors' service address is: 3880 N. Mission Road, Los Angeles, California 90031.

² Amended items noted in bold.

³ Any party who wishes to attend telephonically is required to make arrangements through CourtCall by telephone (888-882-6878) or by facsimile (310-743-1850).

Responses/Objections Received: Informal comments from Chubb Insurance Company (“Chubb”), the Creditors’ Committee, and the United States Trustee.

Related Documents:

- i. [Signed] Interim Order (I) Authorizing the Debtors to (A) Pay Prepetition Employee Wages, Salaries, Other Compensation, and Reimbursable Employee Expenses and (B) Continue Employee Benefits Programs and (II) Granting Related Relief [Filed: 10/1/19] (Docket No. 107)
- ii. Notice of Entry of Interim Order and Final Hearing Regarding Debtors’ Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Employee Wages, Salaries, Other Compensation, and Reimbursable Employee Expenses and (B) Continue Employee Benefits Programs and (II) Granting Related Relief [Filed: 10/3/19] (Docket No. 160)
- iii. Certification of Counsel Regarding Debtors’ Debtors’ Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Employee Wages, Salaries, Other Compensation, and Reimbursable Employee Expenses and (B) Continue Employee Benefits Programs and (II) Granting Related Relief [Filed: 10/27/19] (Docket No. 323)
- iv. [Signed] Second Interim Order (I) Authorizing the Debtors to (A) Pay Prepetition Employee Wages, Salaries, Other Compensation, and Reimbursable Employee Expenses and (B) Continue Employee Benefits Programs and (II) Granting Related Relief [Filed: 10/28/19] (Docket No. 336)
- v. Declaration of Jonathan Goulding in Support of Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs, and (II) Granting Related Relief (Sealed) [Filed: 11/12/19] (Docket No. 420)
- vi. Declaration of Jonathan Goulding in Support of Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs, and (II) Granting Related Relief (Redacted) [Filed: 11/12/19] (Docket No. 421)

- vii. Certification of Counsel Regarding Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs, and (II) Granting Related Relief [Filed: 11/12/19] (Docket No. 424)
- viii. [Signed] Final Order (I) Authorizing the Debtors to (A) Pay Prepetition Employee Wages, Salaries, Other Compensation, and Reimbursable Employee Expenses and (B) Continue Employee Benefits Programs and (II) Granting Related Relief [Filed: 11/13/19] (Docket No. 426)

Status: The final order has been entered. No hearing is necessary.

2. **Saul Ewing Retention.** *Application of the Official Committee of Unsecured Creditors for an Order Authorizing and Approving the Employment and Retention of Saul Ewing Arnstein & Lehr LLP as Co-Counsel Nunc Pro Tunc to October 16, 2019* [Filed: 11/5/19] (Docket No. 400)

Response/Objection Deadline: November 19, 2019, at 4:00 p.m. (ET).

Responses/Objections Received: Informal comments from the United States Trustee.

Related Documents:

- i. Certification of Counsel Regarding (A) Revised Proposed Order Approving the Retention and Employment of Saul Ewing Arnstein & Lehr LLP as Co-Counsel to the Committee *Nunc Pro Tunc* to October 16, 2019, and (B) No Objection to Same [Filed: 11/20/19] (Docket No. 458)
- ii. Order Authorizing Employment and Retention of Saul Ewing Arnstein & Lehr LLP as Co-Counsel to the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to October 16, 2019 [Filed: 11/22/19] (Docket No. 475)

Status: The final order has been entered. No hearing is necessary.

3. **Malfitano Retention.** *Official Committee of Unsecured Creditors' Application for Entry of Order, Pursuant to Sections 328(a) and 1103 of the Bankruptcy Code, Authorizing the Employment and Retention of Malfitano Advisors, LLC as the Committee's Asset Disposition Consultant Nunc Pro Tunc to October 24, 2019* [Filed: 11/5/19] (Docket No. 401)

Response/Objection Deadline: November 19, 2019, at 4:00 p.m. (ET).

Responses/Objections Received: Informal Comments from the United States Trustee.

Related Documents:

- i. Certification of Counsel Regarding (A) Revised Proposed Order Authorizing the Retention of Malfitano Advisors, LLC as the Committee's Asset Disposition Consultant *Nunc Pro Tunc* to October 24, 2019, and (B) No Objection to Same [Filed: 11/20/19] (Docket No. 461)
- ii. Order Authorizing the Retention of Malfitano Advisors, LLC as the Committee's Asset Disposition Consultant *Nunc Pro Tunc* to October 24, 2019 [Filed: 11/22/19] (Docket No. 477)

Status: The final order has been entered. No hearing is necessary.

4. **Kramer Levin Retention.** *Application of the Official Committee of Unsecured Creditors, Pursuant to Sections 328(a) and 1103 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 2014 for an Order Approving the Retention and Employment of Kramer Levin Naftalis & Frankel LLP as Counsel to the Committee Nunc Pro Tunc to October 11, 2019* [Filed: 11/5/19] Docket No. 403

Response/Objection Deadline: November 19, 2019, at 4:00 p.m. (ET).

Responses/Objections Received: Informal Comments from the United States Trustee.

Related Documents:

- i. Certification of Counsel Regarding (A) Revised Proposed Order Authorizing the Retention and Employment of Kramer Levin Naftalis & Frankel LLP as Counsel to the Committee *Nunc Pro Tunc* to October 11, 2019, and (B) No Objection to Same [Filed: 11/20/19] (Docket No. 459)
- ii. Order Approving the Retention and Employment of Kramer Levin Naftalis & Frankel LLP as Counsel to the Committee *Nunc Pro Tunc* to October 11, 2019 [Filed: 11/22/19] (Docket No. 476)

Status: The final order has been entered. No hearing is necessary.

5. **Committee Compliance Motion.** *Motion of the Official Committee of Unsecured Creditors for an Order Establishing Procedures for Compliance with 11 U.S.C. §§ 1102(b)(3) and 1103(c)* [Filed: 11/12/19] (Docket No. 419)

Response/Objection Deadline: November 19, 2019, at 4:00 p.m. (ET).

Responses/Objections Received: Informal Comments from the United States Trustee.

Related Documents:

- i. Certification of Counsel Regarding (A) Revised Proposed Order Establishing Procedures for Compliance with 11 U.S.C. §§ 1102(b)(3) and 1103(c), and (B) No Objection to Same [Filed: 11/20/19] (Docket No. 463)
- ii. Order Establishing Procedures for Compliance with 11 U.S.C. §§ 1102(b)(3) and 1103(c) by the Official Committee of Unsecured Creditors [Filed: 11/22/19] (Docket No. 478)

Status: The final order has been entered. No hearing is necessary.

II. CONTINUED MATTERS

6. **Creditor Matrix Motion.** *Debtors' Motion Seeking Entry of Interim and Final Orders Authorizing the Debtors' to (I) File a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (II) File a Consolidated List of the Debtors' Fifty Largest Unsecured Creditors, (III) Redact Certain Personal Identification Information for the Debtors' Employees and European Member Countries' Citizens, and (IV) Granting Related Relief* [Filed: 9/30/19] (Docket No. 8)

Response/Objection Deadline: October 21, 2019, at 4:00 p.m. (ET). Extended to October 24, 2019, at 7:00 p.m. (ET) for the Creditors' Committee and to December 12, 2019, at 4:00 p.m. (ET) for the United States Trustee.

Responses/Objections Received: None.

Related Documents:

- i. Interim Order Authorizing the Debtors' to (I) File a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (II) File a Consolidated List of the Debtors' Fifty Largest Unsecured Creditors, (III) Redact Certain Personal Identification Information for the Debtors' Employees and European Member Countries' Citizens, and (IV) Granting Related Relief [Filed: 10/1/19] (Docket No. 100)
- ii. Notice of Entry of Interim Order and Final Hearing on Debtors' Motion Seeking Entry of Interim and Final Orders Authorizing the Debtors' to (I) File a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (II) File a Consolidated List of the Debtors' Fifty Largest Unsecured Creditors, (III) Redact Certain Personal Identification Information for the Debtors' Employees and European Member Countries' Citizens, and (IV) Granting Related Relief [Filed: 10/3/19] (Docket No. 158)

iii. List of Creditors Matrix (Sealed) [Filed: 11/01/2019] (Docket No. 379)

Status: Pursuant to an agreement between the Debtors and the United States Trustee, the hearing on this matter has been continued to December 19, 2019, at 10:00 a.m. (ET).

7. **Rectenwald Motion to Compel.** *Rectenwald Brothers Construction Inc. 's Motion for Order to (I) Compel Assumption or Rejection of General Contract and (II) to Terminate, Annul, or Modify the Automatic Stay to (A) File Construction Lien and, in the Alternative to Compelling Assumption or Rejection, (B) Terminate the General Contract* [Filed: 10/11/19] (Docket No. 192)

Response/Objection Deadline: October 21, 2019, at 4:00 p.m. (ET). Extended to November 19, 2019, at 4:00 p.m. (ET) for the Debtors.

Responses/Objections Received:

i. Debtors' Objection to Rectenwald Brothers Construction Inc.'s Motion for Relief from Stay [Filed: 11/19/19] (Docket No. 457)

Related Documents:

i. Certification of Counsel Regarding Stipulation Resolving Rectenwald Brothers Construction Inc.'s Motion for Order to Compel Assumption or Rejection of General Contract [Filed: 10/28/19] (Docket No. 344)

ii. [Signed] Order Approving Stipulation Resolving Rectenwald Brothers Construction Inc.'s Motion for Order to Compel Assumption or Rejection of General Contract [Filed: 10/29/19] (Docket No. 353)

Status: Pursuant to an agreement between the Debtors and the movant, the hearing on this matter has been continued to December 17, 2019 at 11:00 a.m. (ET).

8. **Six Sigma Retention.** *Debtors' Application for Entry of an Order (I) Authorizing the Employment and Retention of Six Sigma Academy International, LLC as Operational Advisor, (II) Designating Matthew Katz as Chief Operating Officer Nunc Pro Tunc to the Petition Date, and (III) Granting Related Relief* [Filed: 11/5/19] (Docket No. 404)

Response/Objection Deadline: November 19, 2019, at 4:00 p.m. (ET). Extended to November 21, 2019, at 5:00 p.m. (ET) for the United States Trustee.

Responses/Objections Received: Informal Comments from the United States Trustee.

Related Documents: None

Status: Pursuant to an agreement between the Debtors and the United States Trustee, the hearing on this matter has been continued to December 5, 2019, at 2:00 p.m. (ET).

9. **KPMG Retention.** *Debtors' Application for Entry of an Order (I) Authorizing the Retention and Employment of KPMG LLP as Auditor, Tax Compliance Service Provider, and Tax Consultant Nunc Pro Tunc to the Petition Date, (II) Approving the Terms of the Engagement Letters, (III) Waiving Certain Time Keeping Requirements Pursuant to Local Rule 2016-2(h), and (IV) Granting Related Relief* [Filed: 11/5/19] (Docket No. 406)

Response/Objection Deadline: November 19, 2019, at 4:00 p.m. (ET). Extended to November 21, 2019, at 5:00 p.m. (ET) for the United States Trustee.

Responses/Objections Received: Informal Comments from the United States Trustee.

Related Documents: None.

Status: Pursuant to an agreement between the Debtors and the United States Trustee, the hearing on this matter has been continued to December 5, 2019, at 2:00 p.m. (ET).

10. **OCP Motion.** *Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to Retain and Compensate Professionals Utilized in the Ordinary Course of Business and (II) Granting Related Relief* [Filed: 11/12/19] (Docket No. 423)

Response/Objection Deadline: November 19, 2019, at 4:00 p.m. (ET). Extended to November 21, 2019, at 5:00 p.m. (ET) for the United States Trustee.

Responses/Objections Received: Informal Comments from the United States Trustee.

Related Documents: None.

Status: Pursuant to an agreement between the Debtors and the United States Trustee, the hearing on this matter has been continued to December 5, 2019, at 2:00 p.m. (ET).

III. MATTERS FILED UNDER CERTIFICATION

11. **Prime Clerk Retention.** *Debtors' Application for an Order Authorizing Employment and Retention of Prime Clerk LLC as Administrative Advisor Nunc*

Pro Tunc to the Petition Date [Filed: 11/1/19] (Docket No. 377)

Response/Objection Deadline: November 15, 2019, at 4:00 p.m. (ET). Extended to November 21, 2019, at 5:00 p.m. (ET) for the United States Trustee.

Responses/Objections Received: Informal comments from the United States Trustee.

Related Documents:

- i. Supplemental Declaration of Benjamin J. Steele in Support of Debtors' Application for an Order Authorizing Employment and Retention of Prime Clerk LLC as Administrative Advisor *Nunc Pro Tunc* to the Petition Date [Filed: 11/21/19] (Docket No. 469)
- ii. Certification of Counsel Regarding Debtors' Application for an Order Authorizing Employment and Retention of Prime Clerk LLC as Administrative Advisor *Nunc Pro Tunc* to the Petition Date [Filed: 11/21/19] (Docket No. 470)
- iii. **[Signed] Order Authorizing Employment And Retention Of Prime Clerk LLC As Administrative Advisor *Nunc Pro Tunc* To The Petition Date [Filed 11/22/19] (Docket No. 486)**

Status: **The final order has been entered. No hearing is necessary.**

12. **AlixPartners Retention.** *Application of the Official Committee of Unsecured Creditors for an Order Authorizing the Employment and Retention of AlixPartners, LLP as Its Financial Advisor Nunc Pro Tunc to October 11, 2019* [Filed: 11/5/19] (Docket No. 402)

Response/Objection Deadline: November 19, 2019, at 4:00 p.m. (ET).

Responses/Objections Received: Informal Comments from the United States Trustee.

Related Documents:

- i. Supplemental Declaration of David MacGreevey of AlixPartners, LLP [Filed: 11/22/19] (Docket No. 474)
- ii. Certification of Counsel Regarding (A) Revised Proposed Order Authorizing the Official Committee of Unsecured Creditors to Employ and Retain AlixPartners, LLP as Its Financial Advisor *Nunc Pro Tunc* to October 11, 2019, and (B) No Objection to Same [Filed: 11/22/19] (Docket No. 479)

- iii. **[Signed] Order Authorizing The Official Committee Of Unsecured Creditors To Employ And Retain AlixPartners, LLP As Its Financial Advisor *Nunc Pro Tunc* To October 11, 2019 [Filed 11/22/19] (Docket No. 484)**

Status: The final order has been entered. No hearing is necessary.

13. **Montgomery McCracken Retention. Debtors' Application for Entry of an Order Authorizing and Approving the Retention and Employment of Montgomery McCracken Walker & Rhoads LLP as Special Counsel to the Debtors, *Nunc Pro Tunc* to the Petition Date [Filed: 11/5/19] (Docket No. 407)**

Response/Objection Deadline: November 19, 2019, at 4:00 p.m. (ET). Extended to November 21, 2019, at 5:00 p.m. (ET) for the United States Trustee.

Responses/Objections Received: Informal Comments from the United States Trustee.

Related Documents:

- i. **Certification of Counsel Regarding Debtors' Application for Entry of an Order Authorizing and Approving the Retention and Employment of Montgomery McCracken Walker & Rhoads LLP as Special Counsel to the Debtors, *Nunc Pro Tunc* to the Petition Date [Filed 11/22/19] (Docket No. 487)**
- ii. **[Signed] Order Authorizing And Approving The Retention And Employment Of Montgomery McCracken Walker & Rhoads LLP As Special Counsel To The Debtors, *Nunc Pro Tunc* To The Petition Date [Filed 11/22/19] (Docket No. 490)**

Status: The final order has been entered. No hearing is necessary.

14. **Seal Motion. Debtors' Motion for Entry of an Order Authorizing the Debtors to File Under Seal Exhibit to the Declaration of Jonathan Goulding in Support of Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs, and (II) Granting Related Relief [Related to Docket Nos. 420, 421] [Filed: 11/12/19] (Docket No. 422)**

Response/Objection Deadline: November 19, 2019, at 4:00 p.m. (ET).

Responses/Objections Received: Informal Comments from the United States Trustee.

Related Documents:

- i. Declaration of Jonathan Goulding in Support of Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs, and (II) Granting Related Relief (Sealed) [Filed: 11/12/19] (Docket No. 420)
- ii. Declaration of Jonathan Goulding in Support of Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs, and (II) Granting Related Relief (Redacted) [Filed: 11/12/19] (Docket No. 421)
- iii. Certification of Counsel Regarding Debtors' Motion for Entry of an Order Authorizing the Debtors to File Under Seal Exhibit to the Declaration of Jonathan Goulding in Support of Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs, and (II) Granting Related Relief [Filed: 11/21/19] (Docket No. 465)
- iv. **[Signed] Order Authorizing The Debtors To File Under Seal Exhibit To The Declaration Of Jonathan Goulding In Support Of Debtors' Motion For Entry Of Interim And Final Orders (I) Authorizing The Debtors To (A) Pay Prepetition Wages, Salaries, Other Compensation, And Reimbursable Expenses And (B) Continue Employee Benefits Programs, And (II) Granting Related Relief [Filed 11/22/19] (Docket No. 485)**

Status: The final order has been entered. No hearing is necessary.

[Signature on next page.]

Dated: November 25, 2019
Wilmington, Delaware

/s/ Timothy P. Cairns

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