

**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> , <sup>1</sup>	)	Case No. 19-12122 (MFW)
	)	
Debtors.	)	(Jointly Administered)

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**NOTICE OF DEADLINES FOR THE  
FILING OF ADMINISTRATIVE PROOFS OF CLAIM**

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**TO: ALL PERSONS AND ENTITIES WHO MAY HAVE ADMINISTRATIVE CLAIMS  
AGAINST ANY OF THE FOLLOWING DEBTOR ENTITIES:**

DEBTOR	CASE NO.
Forever 21, Inc.	19-12122
Alameda Holdings, LLC	19-12123
Forever 21 International Holdings, Inc.	19-12124
Forever 21 Logistics, LLC	19-12125
Forever 21 Real Estate Holdings, LLC	19-12126
Forever 21 Retail, Inc.	19-12127
Innovative Brand Partners, LLC	19-12128
Riley Rose, LLC	19-12129

**PLEASE TAKE NOTICE THAT:**

On September 29, 2019 (the “Petition Date”), Forever 21, Inc. and the above-captioned debtors and debtors in possession (together, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware (the “Court”).

On March 25, 2020 the Court entered an order [Docket No. 1094] (the “Administrative Claims Procedures Order”)<sup>2</sup> establishing certain dates by which certain parties holding

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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, 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.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Administrative Claims Procedures Order.

administrative expense claims (“Administrative Claims”) against the Debtors must file proofs of claim (“Proofs of Administrative Claim”).

For your convenience, enclosed with this notice (this “Notice”) is a Proof of Administrative Claim Form. As used in this Notice, the term “entity” has the meaning given to it in section 101(15) of the Bankruptcy Code, and includes all persons, estates, trusts, governmental units, and the United States Trustee for the District of Delaware. In addition, the terms “persons” and “governmental units” are defined in sections 101(41) and 101(27) of the Bankruptcy Code, respectively.

As used in this Notice, the term “claim” means, as to or against the Debtors and in accordance with section 101(5) of the Bankruptcy Code: (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

#### **I. THE ADMINISTRATIVE CLAIMS BAR DATE.**

The Administrative Claims Procedures Order establishes **June 1, 2020, at 4:00 p.m., prevailing Eastern Time**, as the bar date for filing Proofs of Administrative Claim (the “Administrative Claims Bar Date”) based on any claim arising from section 503 of the Bankruptcy Code in these chapter 11 cases that arose between September 29, 2019 and **March 5, 2020, at 11:59 p.m., prevailing Eastern Time**.

#### **II. WHO MUST FILE A PROOF OF ADMINISTRATIVE CLAIM.**

Except as specifically set forth herein, **any party** with an Administrative Claim arising on or before March 5, 2020, at 11:59 p.m., prevailing Eastern Time, must file a Proof of Administrative Claim on or before the Administrative Claims Bar Date

#### **III. PARTIES WHO DO NOT NEED TO FILE PROOFS OF ADMINISTRATIVE CLAIM.**

Certain parties are not required to file Proofs of Administrative Claim. The Court may, however, enter one or more separate orders at a later time requiring creditors to file Proofs of Administrative Claim for some kinds of the following claims and setting related deadlines. If the Court does enter such an order, you will receive notice of it. The following entities holding claims that would otherwise be subject to the Administrative Claims Bar Date need ***not*** file Proofs of Administrative Claim:

- a. any person or entity whose postpetition claim has previously been allowed by order of the Court and satisfied by the Debtors;
- b. any person or entity with a claim arising under section 503(b)(9) of the Bankruptcy Code, which claims must be filed pursuant to the previous order

setting certain bar dates that was entered by this Court [Docket No. 396] (the “Prepetition Bar Date Order”);

- c. any person or entity whose claim has been paid in full by the Debtors pursuant to the Bankruptcy Code or in accordance with an order of the Court;
- d. any Debtor having a claim against another Debtor;
- e. any current or former officer, director, or employee of any Debtor for claims based on indemnification, contribution, or reimbursement;
- f. any entity holding a claim for which a separate deadline is fixed by this Court, including requests from professionals for payment under the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* [Docket No. 339]; and
- g. any governmental entity asserting a claim for taxes that arose post-petition.

#### IV. INSTRUCTIONS FOR FILING PROOFS OF ADMINISTRATIVE CLAIM.

The following requirements shall apply with respect to filing and preparing each Proof of Administrative Claim:

- a. ***Contents.*** Each Proof of Administrative Claim must: (i) be written in English; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Proof of Administrative Claim Form provided by the Debtors or Official Form 410; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant on behalf of the claimant, whether such signature is an electronic signature or ink.
- b. ***Electronic Signatures Permitted.*** Proofs of Administrative Claim signed electronically by the claimant or an authorized agent or legal representative of the claimant may be deemed acceptable for purposes of claims administration. Copies of Proofs of Administrative Claim or Proofs of Administrative Claim sent by facsimile or electronic mail will not be accepted.
- c. ***Identification of the Debtor Entity.*** Each Proof of Administrative Claim must clearly identify the Debtor against which a claim is asserted, including the individual Debtor’s case number. A Proof of Administrative Claim filed under the joint administration case number or otherwise without identifying a specific Debtor will be deemed as filed only against Forever 21, Inc.
- d. ***Claim Against Multiple Debtor Entities.*** Each Proof of Administrative Claim must state a claim against ***only one*** Debtor and clearly indicate the

Debtor against which the claim is asserted. To the extent more than one Debtor is listed on the Proof of Administrative Claim, such claim may be treated as if filed only against Forever 21, Inc.

- e. **Supporting Documentation.** Each Proof of Administrative Claim must include supporting documentation as contemplated by Bankruptcy Rules 3001(c) and 3001(d). If, however, such documentation is voluminous, a summary of such documentation may be provided instead. If documentation is not available, an explanation must be provided; *provided* that if the Debtors request additional documentation for the claim, the creditor shall comply with such request within 14 days.
- f. **Timely Service.** Each Proof of Administrative Claim must be filed, including supporting documentation, so that the Debtors' notice and claims agent, Prime Clerk LLC ("Prime Clerk"), **actually receives** the Proof of Administrative Claim on or before the Administrative Claims Bar Date either (i) electronically using the interface available on Prime Clerk's website at <https://cases.primeclerk.com/Forever21> or (ii) via U.S. Mail or other hand-delivery system, which Proof of Administrative Claim must include an original signature, at the following address:

Forever 21, Inc. Claims Processing Center  
c/o Prime Clerk LLC  
850 Third Avenue, Suite 412  
Brooklyn, New York 11232

**PROOFS OF ADMINISTRATIVE CLAIM SUBMITTED BY  
FACSIMILE OR ELECTRONIC MAIL WILL NOT BE ACCEPTED.**

- g. **Receipt of Service.** Claimants submitting a Proof of Administrative Claim through non-electronic means wishing to receive acknowledgment that their Proofs of Administrative Claim were received by Prime Clerk must submit a copy of the Proof of Administrative Claim Form (in addition to the original Proof of Administrative Claim Form sent to Prime Clerk) and a self-addressed, stamped envelope.

**V. CONSEQUENCES OF FAILING TO TIMELY FILE YOUR PROOF OF ADMINISTRATIVE CLAIM.**

Unless otherwise ordered by the Court, any entity that is required, but fails, to file a Proof of Administrative Claim in accordance with the Administrative Claims Procedures Order on or before the Administrative Claims Bar Date shall be forever barred, estopped, and enjoined from asserting such claim against the Debtors (or filing a Proof of Administrative Claim with respect thereto) in these chapter 11 cases.

Any such entity who is required, but fails, to file a Proof of Administrative Claim in accordance with the Administrative Claims Procedures Order on or before the Administrative Claims Bar Date shall be prohibited from objecting to any plan filed by the Debtors with respect to the treatment of its alleged Administrative Claim, participating in any distribution in these chapter 11 cases on account of such claim, or receiving further notices regarding such claim, absent further order of the Court to the contrary.

## **VI. RESERVATION OF RIGHTS.**

Nothing contained in this Notice is intended to or should be construed as a waiver of the Debtors' right to dispute, or assert offsets or defenses against, any claim as to the nature, amount, liability, or classification thereof.

## **VII. ADDITIONAL INFORMATION.**

Copies of the Administrative Claims Procedures Order and other information regarding these chapter 11 cases are available for inspection free of charge on the Debtors' restructuring website at <https://cases.primeclerk.com/Forever21>. The Administrative Claims Procedures Order and other filings in these chapter 11 cases also are available for a fee at the Court's website at <http://www.deb.uscourts.gov>. A login identification and password to the Court's Public Access to Court Electronic Records ("PACER") are required to access this information and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>.

If you require additional information regarding the filing a proof of administrative claim, you may contact the Debtors' restructuring hotline at: (877) 510-9565 (toll free) or (917) 947-5437 (international).

To access this Notice and the instructions set forth herein in Mandarin, Cantonese, and Korean visit Prime Clerk's website at <https://cases.primeclerk.com/Forever21>.

如需查閱本通知和此處所列說明的中文、廣東話和韓文版本，請訪問Prime Clerk的網站：<https://cases.primeclerk.com/Forever21>

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이 고지와 고지에 포함되어 있는 지시사항을 중국어, 광둥어 및 한국어로 보시려면 Prime Clerk 웹 사이트 (<https://cases.primeclerk.com/Forever21>) 를 방문하십시오

**A HOLDER OF A POSSIBLE CLAIM AGAINST THE DEBTORS SHOULD CONSULT AN ATTORNEY REGARDING ANY MATTERS NOT COVERED BY THIS NOTICE, SUCH AS WHETHER THE HOLDER SHOULD FILE A PROOF OF ADMINISTRATIVE CLAIM.**

Dated: March 26, 2020  
Wilmington, Delaware

*/s/ Laura Davis Jones*

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