

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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

**NOTICE OF AGENDA ON MATTERS SCHEDULED FOR TELEPHONIC
HEARING ON JULY 15, 2020, AT 10:30 A.M. (PREVAILING EASTERN TIME)
BEFORE THE HONORABLE MARY F. WALRATH**

This hearing will be held telephonically and by video. All parties wishing to appear must do so telephonically by contacting COURTCALL, LLC at 866-582-6878 no later than May 26, 2020, at 12:00 p.m. to sign up. Additionally, anyone wishing to appear by Zoom is invited to use the link below. All parties that will be arguing or testifying must appear by Zoom and CourtCall.

**PLEASE NOTE THAT THE MICROPHONES ON THE ZOOM MEETING
WILL BE MUTED AND THE ONLY AUDIO WILL BE THROUGH
COURTCALL.**

Topic: Forever 21 19-12122

Time: Jul 15, 2020 10:30 AM Eastern Time (US and Canada)

Join ZoomGov Meeting

<https://debuscourts.zoomgov.com/j/1617702594>

Meeting ID: 161 770 2594

Password: 177763

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.

I. ADJOURNED MATTERS

1. **First Omnibus Assumption Motion.** *Debtors' First Omnibus Motion for Entry of an Order Approving the Assumption and Assignment of Executory Contracts to F21 OpCo, LLC* [Filed: 5/15/20] (Docket No. 1290)

Response/Objection Deadline: May 29, 2020 at 4:00 p.m. (ET).

Responses/Objections Received:

- i. Informal Comments from AT&T Corp.
- ii. Informal Comments from Bloomreach, Inc.
- iii. Informal Comments from Bravado.
- iv. Informal Comments from Broadspire Services, Inc.
- v. Informal Comments from Cayan LLC.
- vi. Informal Comments from Cisco Systems Capital Corp.
- vii. Informal Comments from Concur Technologies, LLC.
- viii. Informal Comments from Constellation New Energy, Inc.
- ix. Informal Comments from Dialoga Group, LLC.
- x. Informal Comments from Disney Consumer Products, Inc.
- xi. Informal Comments from Garda CL Southwest, Inc.
- xii. Informal Comments from Google LLC.
- xiii. Objection of Alabama Power Company to the First Omnibus Motion for Entry of an Order Approving the Assumption and Assignment of Executory Contracts to F21 OPCO [Filed: 5/28/20] (Docket No. 1325)
- xiv. Limited Objection and Response of Brink's, Inc. to Debtors First Omnibus Motion for Entry of an Order Approving the Assumption and Assignment of Executory Contracts to buyer, F21 Opco, LLC [Filed: 5/29/20] (Docket No. 1334)
- xv. Objection of the Chubb Companies to the Debtors First Omnibus Motion For Entry of an Order Approving the Assumption and Assignment of Executory Contracts to F21 OpCo, LLC [Filed: 5/29/20] (Docket No. 1341)
- xvi. Randstad General Partner (US), LLC and Randstad North America, Inc.'s Response and Limited Objection to Debtors First Omnibus Motion For Entry of an Order Approving the Assumption and Assignment of Executory Contracts to F21 OpCo, LLC [Filed: 6/1/20] (Docket No. 1346)

Related Documents:

- i. Notice of Hearing on Debtors' First Omnibus Motion for Entry of an Order

Approving the Assumption and Assignment of Executory Contracts to F21 OpCo, LLC [Filed: 5/18/20] (Docket No. 1294)

- ii. Certification of Counsel Regarding Debtors' First Omnibus Motion for Entry of an Order Approving the Assumption and Assignment of Executory Contracts to F21 OpCo, LLC [Filed: 6/12/20] (Docket No. 1365)
- iii. [Signed] First Order Approving, In Part, the First Omnibus Motion to Assume and Assign Executory Contracts to F21 OpCo, LLC [Filed: 6/12/20] (Docket No. 1367)
- iv. Certification of Counsel Regarding Second Order Approving, in Part, the First Omnibus Motion to Assume and Assign Executory Contracts to F21 Opco, LLC [Filed: 7/2/20] (Docket No. 1397)
- v. [Signed] Second Order Approving, In Part, the First Omnibus Motion to Assume and Assign Executory Contracts to F21 OpCo, LLC [Filed: 7/6/20] (Docket No. 1399)

Status: The Court has entered previous orders on this matter resolving the objections or comments of certain contract counterparties, and the Debtors have also filed notices of rejection rendering the objections or comments of certain contract counterparties moot. This matter is being adjourned as to the remaining contract counterparties listed at (i.) and (vi.) to the hearing scheduled for August 19, 2020 at 10:30 a.m. (ET).

2. **Second Omnibus Assumption Motion.** *Debtors' Second Omnibus Motion for Entry of an Order Approving the Assumption and Assignment of Executory Contracts to F21 OpCo, LLC* [Filed: 5/15/20] (Docket No. 1291)

Response/Objection Deadline: May 29, 2020 at 4:00 p.m. (ET).

Responses/Objections Received:

- i. Informal Comments from K-Swiss Inc.
- ii. Informal Comments from Protection One.
- iii. Informal Comments from RGIS.
- iv. Informal Comments from Schindler Elevator Corp.
- v. Informal Comments from Sidecar Interactive Inc.
- vi. Informal Comments from Stericycle Environmental Solutions.
- vii. Informal Comments from Tata Consultancy Services Limited.
- viii. Informal Comments from Total Quality Logistics.
- ix. Informal Comments from Twentieth Century Fox Licensing and Merchandising.

- x. Limited Objection of Microsoft to Debtors' Second Omnibus Motion for Entry of an Order Approving the Assumption and Assignment of Executory Contracts to F21 OpCo, LLC [Filed: 5/29/20] (Docket No. 1330)
- xi. Objection of Kone, Inc. to Debtors' Notice of Cure Amounts and Potential Assumption and Assignment of Executory Contracts to F21 OpCo, LLC [Filed: 5/29/20] (Docket No. 1332)
- xii. Limited Objection of Verizon Business Global LLC and XO Communications Services, LLC to the Debtors' Second Omnibus Motion for Entry of an Order Approving the Assumption and Assignment of Executory Contracts to F21 OpCo, LLC [Filed: 5/29/20] (Docket No. 1337)
- xiii. Limited Objection of Sony Interactive Entertainment LLC to Debtors' Second Omnibus Motion for Entry of an Order Approving the Assumption and Assignment of Executory Contracts to F21 OpCo, LLC [Filed: 5/29/20] (Docket No. 1339)
- xiv. Objection to Debtors' Second Omnibus Motion for Entry of an Order Approving the Assumption and Assignment of Executory Contracts to F21 OpCo, LLC Filed by R.J. Acquisition Corp. d/b/a AD Art Company [Filed: 5/29/20] (Docket No. 1340)

Related Documents:

- i. Notice of Hearing on Debtors' Second Omnibus Motion for Entry of an Order Approving the Assumption and Assignment of Executory Contracts to F21 OpCo, LLC [Filed: 5/18/20] (Docket No. 1296)
- ii. Certification of Counsel Regarding Debtors' Second Omnibus Motion for Entry of an Order Approving the Assumption and Assignment of Executory Contracts to F21 OpCo, LLC [Filed: 6/12/20] (Docket No. 1366)
- iii. [Signed] First Order Approving, In Part, the Second Omnibus Motion to Assume and Assign Executory Contracts to F21 OpCo, LLC [Filed: 6/12/20] (Docket No. 1368)
- iv. Certification of Counsel Regarding Second Order Approving, in Part, the Second Omnibus Motion to Assume and Assign Executory Contracts to F21 OpCo, LLC [Filed: 7/2/20] (Docket No. 1398)
- v. [Signed] Second Order Approving, In Part, the Second Omnibus Motion to Assume and Assign Executory Contracts to F21 OpCo, LLC [Filed: 7/6/20] (Docket No. 1400)

Status: The Court has entered previous orders on this matter resolving the objections or comments of certain contract counterparties, and the Debtors have also filed notices of rejection rendering the objection or comments of certain contract counterparties moot. This matter is being adjourned as to the remaining contract counterparties listed at (ii.), (iv.), and (xi.) to the

hearing scheduled for August 19, 2020 at 10:30 a.m. (ET).

3. **Stay Motion.** *Jowharah Hameed-Bolden and Ali Conrad O'Brien's Motion for Relief from the Automatic Stay* [Filed: 5/29/20] (Docket No. 1333)

Response/Objection Deadline: June 12, 2020 at 4:00 p.m. (ET). Extended for the Debtors to August 5, 2020 at 4:00 p.m. (ET).

Responses/Objections Received: None at this time.

Related Documents: None at this time.

Status: The parties have agreed to adjourn this matter to the hearing scheduled for August 19, 2020 at 10:30 a.m. (ET).

4. **Rumbo Stay Motion.** *Motion of Evelyn Rumbo for Relief from the Automatic Stay Pursuant to 11 U.S.C. § 362(d)* [Filed: 5/29/20] (Docket No. 1335)

Response/Objection Deadline: June 15, 2020 at 4:00 p.m. (ET). Extended for the Debtors to July 24, 2020 at 4:00 p.m. (ET).

Responses/Objections Received: None at this time.

Related Documents: None at this time.

Status: The parties have agreed to adjourn this matter to the hearing scheduled for August 19, 2020 at 10:30 a.m. (ET).

II. RESOLVED MATTERS

5. **Bielli & Klauder Interim Application.** *First Interim Application of Bielli & Klauder, LLC for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Fee Examiner, for the Period from December 19, 2019 through May 31, 2020* [Filed: 6/11/20] (Docket No. 1361)

Response Deadline: July 2, 2020 at 4:00 p.m. (ET)

Related Documents:

- i. Certificate of No Objection re: First Interim Application of Bielli & Klauder, LLC for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to Fee Examiner for the Period December 19, 2019 to May 31, 2020 [Filed: 7/8/20] (Docket No. 1407)

- ii. [Signed] Order Approving First Interim Application of Bielli & Klauder, LLC for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to Fee Examiner, for the Period from December 19, 2019 Through May 31, 2020 [Filed 7/13/20] (Docket No. 1419)

Status: The Court has entered the order on this matter and it is now resolved.

6. **Fee Examiner Interim Application.** *First Interim Application of David M. Klauder for Compensation for Services Rendered and Reimbursement of Expenses as Fee Examiner, for the Period from December 19, 2019 through May 31, 2020* [Filed: 6/11/20] (Docket No. 1362)

Response Deadline: July 2, 2020 at 4:00 p.m. (ET)

Related Documents:

- i. Certificate of No Objection re: First Interim Application of David M. Klauder for Compensation for Services Rendered and Reimbursement of Expenses as Fee Examiner for the Period December 19, 2019 to May 31, 2020 [Filed: 7/8/20] (Docket No. 1408)
- ii. [Signed] Order Approving First Interim Application of David M. Klauder for Compensation for Services Rendered and Reimbursement of Expenses as Fee Examiner, for the Period from December 19, 2019 Through May 31, 2020 [Filed 7/13/20] (Docket No. 1420)

Status: The Court has entered the order on this matter and it is now resolved.

III. CONTESTED MATTER GOING FORWARD

7. **Admin Claim Motion.** *Motion of Interested Parties Key Vendor Administrative Claimants WeiHai ShangShan Imp. & Exp. Co., Ltd.; Only Star (Ningbo) Co., Ltd.; Regentex Apparel Limited; V & E Accessories Inc.; Hongkong Olive Fashion Co., Limited; LIFU Enterprises Corp.; RGB Imp. & Exp. Trading (Ningbo) Co., Ltd.; Chantex International Limited; Hotkey Inco Limited; and Ebeauty Fashion Co., Limited for Allowance and Immediate Payment of Administrative Claims Pursuant to 11 U.S.C. § 503(b); an Injunction against the Payment of All Professional Fees Pending Payment; and Related Relief* [Filed: 6/15/20] ([Docket No. 1369](#))

Response/Objection Deadline: June 29, 2020 at 4:00 p.m. (ET). Extended for the Debtors to July 10, 2020 at 4:00 p.m. (ET).

Response Received:

- i. Debtors' Objection to Motion of Interested Parties Key Vendor Administrative Claimants Weihai Shangshan Imp. & Exp. Co., Ltd.; Only

Star (Ningbo) Co., Ltd.; Regentex Apparel Limited; V & E Accessories Inc.; Hongkong Olive Fashion Co., Limited; Lifu Enterprises Corp.; Rgb Imp.& Exp. Trading (Ningbo) Co., Ltd.; Chantex International Limited; Hotkey Inco Limited; & Ebeauty Fashion Co., Limited for Allowance and Immediate Payment of Administrative Claims Pursuant to 11 U.S.C. § 503(b); an Injunction Against the Payment of All Professional Fees Pending Payment; and Related Relief [Filed: 7/10/20] ([Docket No. 1415](#))

Related Documents: None.

Status: This matter will be going forward. The Movant intends to call the witnesses identified on Exhibit A, attached hereto. The Debtors intend to call Jonathan Goulding, Managing Director, Alvarez & Marsal North America, LLC, the Debtors' Chief Restructuring Officer as a witness. Mr. Goulding is located in Los Angeles.

Dated: July 13, 2020
Wilmington, Delaware

/s/ James E. O'Neill

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EXHIBIT A

<u>Witness</u>	<u>Location</u>	<u>Party Offering Witness</u>
Joan Chen of Only Star (Ningbo) Co., Ltd.	China	Key Vendor Administrative Claimants
Luis Lu of RGB Imp. & Exp. Trading (Ningbo) Co., Ltd.	China	Key Vendor Administrative Claimants
Connie Wang of WeiHai ShangShan Imp. & Exp. Co., Ltd.	China	Key Vendor Administrative Claimants
Joanna Hou of V & E Accessories Inc.	Hong Kong	Key Vendor Administrative Claimants
Edward Hsu of LIFU Enterprises Corp.	Hong Kong	Key Vendor Administrative Claimants
Connie Wang of Chantex International Limited	China	Key Vendor Administrative Claimants
Maxine Mo of Hotkey Inco Limited; and Ebeauty Fashion Co., Limited	China	Key Vendor Administrative Claimants
Amy Ruan of Hotkey Inco Limited	China	Key Vendor Administrative Claimants
Gaven Li of Hongkong Olive Fashion Co., Limited	China	Key Vendor Administrative Claimants
Lydia Jiang of Regentex Apparel Limited	China	Key Vendor Administrative Claimants