

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

In re:	)	Chapter 11
	)	
TRUE RELIGION APPAREL, INC., et al. <sup>1</sup>	)	Case No. 17-11460 (CSS)
	)	
Debtors.	)	(Jointly Administered)
	)	

**NOTICE OF BAR DATES FOR FILING CLAIMS**

**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 CLAIM.**

**TO ALL POTENTIAL CREDITORS OF THE ENTITIES LISTED BELOW (COLLECTIVELY, THE "DEBTORS"):**

Debtor	Address	Case No.	EIN
True Religion Apparel, Inc.	1888 Rosecrans Avenue Manhattan Beach, CA 90266	17-11460 (CSS)	98-0352633
TRLG Intermediate Holdings, LLC	1888 Rosecrans Avenue Manhattan Beach, CA 90266	17-11461 (CSS)	37-1733150
Guru Denim, Inc.	1888 Rosecrans Avenue Manhattan Beach, CA 90266	17-11462 (CSS)	61-1431785
True Religion Sales, LLC d/b/a True Religion d/b/a True Religion Brand Jeans d/b/a True Religion Kids d/b/a Last Stitch	1888 Rosecrans Avenue Manhattan Beach, CA 90266	17-11463 (CSS)	26-3903441
TRLGGC Services, LLC	1888 Rosecrans Avenue Manhattan Beach, CA 90266	17-11464 (CSS)	47-5558453

On August 2, 2017, the United States Bankruptcy Court for the District of Delaware (the "Court") entered an order (the "Bar Date Order")<sup>2</sup> in the above-captioned chapter 11 cases establishing certain claims bar dates.

**Pursuant to the Bar Date Order, the Court has established September 15, 2017 at 5:00 p.m., Eastern Time as the general bar date (the "General Bar Date") for filing claims in the Debtors' chapter 11 cases.**

As used in this Notice, the term "entity" has the meaning given to it in section 101(15) of the Bankruptcy Code, 11 U.S.C. §§ 101, et seq. (the "Bankruptcy Code"), and includes all persons, estates, trusts,

<sup>1</sup> The Debtors in these chapter 11 cases and the last four digits of each Debtor's U.S. tax identification number are as follows: TRLG Intermediate Holdings, LLC (3150); True Religion Apparel, Inc. (2633); Guru Denim Inc. (1785); True Religion Sales, LLC (3441); and TRLGGC Services, LLC (8453). The Debtors' headquarters is located at 1888 Rosecrans Avenue, Manhattan Beach, CA 90266.

<sup>2</sup> Capitalized terms not otherwise defined herein have the meanings given to them in the Bar Date Order.

governmental units and the United States Trustee. In addition, the terms "persons" and "governmental units" are defined as set forth 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 any of the Debtors and in accordance with section 101(5) of the Bankruptcy Code: (i) 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 (ii) 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.

### **THE BAR DATES**

The Bar Date Order established the following bar dates for filing proofs of claim in these cases (collectively, the "Bar Dates"):

1. **The General Bar Date.** Pursuant to the Bar Date Order, except as described below, all entities holding claims, whether administrative, secured, priority (including, without limitation, claims entitled to priority under sections 503(b)(9), 507(a)(4) or 507(a)(5) of the Bankruptcy Code) or unsecured nonpriority claims against the Debtors that arose before July 5, 2017 (the "Petition Date") must file proofs of claim by the **General Bar Date of September 15, 2017 at 5:00 p.m. Eastern Time.**
2. **The Governmental Bar Date.** Pursuant to the Bar Date Order, except as described below, all governmental units holding claims (whether secured, unsecured, priority or unsecured nonpriority) against the Debtors that arose before the Petition Date must file proofs of claim by the **Governmental Bar Date of January 2, 2018 at 5:00 p.m. Eastern Time.**
3. **The Rejection Bar Date.** Pursuant to the Bar Date Order, any entity whose claims arise out of the Court approved rejection of an executory contract or unexpired lease in accordance with section 365 of the Bankruptcy Code the Rejection Bar Date for such a claim will be the later of (a) the General Bar Date; (b) the date that is thirty (30) days after the entry of an order of the Court rejecting such lease or executory contract; and (c) any other date set by an order of the Court.
4. **The Amended Schedules Bar Date.** If, subsequent to the mailing date of this notice, a Debtor amends or supplements its Schedules of Assets and Liabilities (the "Schedules") to reduce the undisputed, noncontingent and liquidated amount or to change the nature or classification of a claim against a Debtor reflected therein, any affected entities that dispute such amendments or supplements to the Schedules (such Schedules, the "Amended Schedules") are, except as provided in the Bar Date Order, required to file a proof of claim or amend any previously filed proof of claim in respect of the Amended Schedules claim on or before the later of: (a) the General Bar Date; and (b) 30 days after the date that notice of the applicable Amended Schedules is served on the claimant. The later of these dates is referred to in this notice as the "Amended Schedule Bar Date."
5. **The First Administrative Expense Bar Date.** Pursuant to the Bar Date Order, except as described below, all entities, including governmental entities, holding claims of any kind that first arose (or, only in the case of unexpired leases or real and personal property, accrued) on or after the Petition Date through and including August 15, 2017, including claims under sections 365(d)(3), 365(d)(5) or 503(b)(1) through (8) of the Bankruptcy Code (excluding, for the

avoidance of doubt, claims arising under section 503(b)(9)), must file such claims by the **First Administrative Expense Bar Date (i.e., by September 15, 2017 at 5:00 p.m. Eastern Time)**. The claims subject to the First Administrative Expense Bar Date are referred to herein as "Administrative Expense Claims."

### **FILING CLAIMS**

#### **1. WHO MUST FILE**

Subject to the terms described herein for holders of claims that may be subject to the Governmental Bar Date, Rejection Bar Date, and the Amended Schedules Bar Date, the following entities **MUST** file proofs of claim, or requests for payment of Administrative Expense Claims, as applicable, on or before the General Bar Date or the First Administrative Expense Bar Date, as applicable:

1. any entity (i) whose prepetition claim against a Debtor is not listed in the applicable Debtor's Schedules or is listed as any of disputed, contingent, or unliquidated and (ii) that desires to share in any distribution in any of these chapter 11 cases;
2. any entity whose prepetition claim against the Debtors is included within the applicable Debtor's Schedules, but believes that its prepetition claim is improperly classified in the Schedules or is listed in an incorrect amount or against an incorrect Debtor and that desires to have its claim allowed in a classification or amount or against a Debtor different from the classification, amount or Debtor identified in the Schedules; and
3. any entity that believes it holds an Administrative Expense Claim.

#### **2. WHAT TO FILE**

The Debtors are enclosing a proof of claim form for use in these cases, or you may use another proof of claim form that conforms substantially to Official Bankruptcy Form No. 410. If your claim is scheduled by the Debtors, the attached proof of claim form also sets forth: (i) the amount of your claim (if any) as scheduled; (ii) the specific Debtor against which the claim is scheduled; (iii) whether your claim is scheduled as disputed, contingent or unliquidated; and (iv) whether your claim is listed as a secured, unsecured priority or unsecured nonpriority claim. You will receive a different proof of claim form for each claim scheduled in your name by the Debtors. You may utilize the proof of claim form(s) provided by the Debtors to file your claim. Additional proof of claim forms may be obtained at the following websites: <https://cases.primeclerk.com/TrueReligion/EPOC-Index> (the "Claim Agent Website") or <http://www.uscourts.gov/forms/bankruptcy-forms/proof-claim>.

Parties asserting Administrative Expense Claims must use the Administrative Expense Claim Form included in this notice to file such Administrative Expense Claims. All Administrative Expense Claim including, but not limited, to any Master Proof of Claim (in respect of any of the Prepetition Secured Party Administrative Expense Claims) shall be filed with the Debtors' claims agent, Prime Clerk, and shall not be required to be filed with the Court.

#### **3. WHEN AND WHERE TO FILE**

Entities must file each Proof of Claim Form and/or Administrative Expense Claim Form so they are received on or before the applicable Bar Dates either (a) electronically with Prime Clerk via the interface available at <https://cases.primeclerk.com/TrueReligion/EPOC-Index> or (b) via U.S. mail or other hand delivery method to the following address:

**True Religion Claims Processing Center  
c/o Prime Clerk LLC**

**830 3rd Avenue, 3rd Floor  
New York, NY 10022**

Proof of Claim Forms and Administrative Expense Claim Forms will be deemed filed when **actually received** by the Debtors' claims agent, Prime Clerk LLC ("**Prime Clerk**"), on or before the applicable Bar Date. **Proof of Claim Forms and Administrative Expense Claim Forms may not be delivered via facsimile or electronic mail transmission.**

Proof of Claim Forms and Administrative Expense Claim Forms will be collected, docketed and maintained by Prime Clerk. If you want to receive acknowledgement of Prime Clerk's receipt of a Proof of Claim Form and/or Administrative Expense Claim Form, you must submit by the applicable Bar Date and concurrently with submitting your original Proof of Claim Form and/or Administrative Expense Claim Form (i) a copy of the original Proof of Claim Form and/or Administrative Expense Claim Form and (ii) a self-addressed, postage prepaid return envelope.

All forms must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. The form must be written in English and be denominated in United States currency. You should attach to your completed form any documents on which the claim is based (or, if such documents are voluminous, attach a summary) or an explanation as to why the documents are not available **provided, however**, that none of the Prepetition Agents shall be required to file or attach any agreements, documents, or other instruments on which any of the claims of any of the Prepetition Agents or the other Prepetition Secured Parties are based with its Master Proof of Claim.

Any entity asserting claims against multiple Debtors must file a separate form with respect to each Debtor. In addition, any entity filing a claim must identify on its form the particular Debtor against which the entity asserts its claim. Any claim filed under the joint administration case number, True Religion Apparel, Inc., No. 17-11460 (CSS), or that otherwise fails to identify a Debtor shall be deemed as filed **only** against Debtor True Religion Apparel, Inc. If an entity lists more than one Debtor on any one form, the relevant claims will be treated as filed **only** against the first listed Debtor. For the avoidance of doubt, nothing contained in this paragraph shall apply to any of the claims filed by any of the Prepetition Secured Parties.

#### **4. ENTITIES NOT REQUIRED TO FILE A CLAIM**

The Bar Date Order further provides that the following entities, whose claims otherwise may be subject to the General Bar Date, the Amended Schedules Bar Date, the Governmental Bar Date, or the Rejection Bar Date, as applicable, need **not** file claims in these cases:

1. any entity that already has filed a signed proof of claim against the applicable Debtor(s) in a form substantially similar to Official Bankruptcy Form No. 410 with: (i) the Clerk of the Bankruptcy Court for the District of Delaware or (ii) the Debtors' claims and noticing agent, Prime Clerk;
2. any entity (i) whose claim against a Debtor is not listed as "disputed", "contingent", or "unliquidated" in the Schedules or Amended Schedules and (ii) agrees with the nature, classification and amount of its claim as identified in the Schedules or Amended Schedules;
3. any entity whose claim against a Debtor previously has been allowed by, or paid pursuant to, an order of the Court;
4. any Debtor that has a claim against another Debtor; and
5. any of the Prepetition Secured Parties (as defined in the *Interim Order (I) Authorizing Postpetition Financing, (II) Authorizing Use of Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Status, (IV) Granting Adequate Protection, (V) Modifying Automatic Stay, (VI)*

*Scheduling a Final Hearing, and (VII) Granting Related Relief* [Docket No. 80]) and any final order as may be entered on the same motion (collectively, the “DIP Order”) for any and all claims arising from or relating to any of the Prepetition Secured Obligations (as defined in the DIP Order), which claim(s) shall constitute Allowed Claim(s) against each of the Debtors as set forth in the DIP Order without the need for such entity to file any claims by any of the Bar Dates established by the Bar Date Order; provided, however, that should any of the Prepetition Secured Parties file or have already filed a claim or claims arising from or relating to any of the Prepetition Secured Obligations against True Religion Apparel, Inc., any such claim(s) will be deemed as filed against each guarantor under the applicable documents;<sup>3</sup> and

6. any consumer holding a claim for the outstanding value of gift cards sold by the Debtors.

In addition, the Bar Date Order provides that holders of the following claims are not required to file an Administrative Expense Claim by the First Administrative Expense Bar Date:

1. any Administrative Expense Claims that (i) have been previously paid by the Debtors in the ordinary course of business or (ii) have otherwise been satisfied;
2. Administrative Expense Claims previously filed with the Court;
3. Administrative Expense Claims already Allowed by an order of the Court, including, without limitation, the Adequate Protection Superpriority Claims (as defined in the DIP Order), the Adequate Protection Fees (as defined in the DIP Order), and any other Administrative Expense Claims of any of the Prepetition Secured Parties under the DIP Order (collectively, the “Adequate Protection Obligations”), which shall constitute Allowed Administrative Expense Claim(s) against each Debtor without the need for such entity to file Administrative Expense Claim(s) by the First Administrative Expense Bar Date (together with the Adequate Protection Obligations, the “Prepetition Secured Party Administrative Expense Claims”); provided, however, that should any of the Prepetition Secured Parties file or have already filed Administrative Expense Claim(s) against True Religion Apparel, Inc., any such Administrative Expense Claim(s) will be deemed as filed against each other Debtor;
4. Administrative Expense Claims of any professional retained and employed by the Debtors or the Committee, pursuant to sections 327, 328, or 1103 of the Bankruptcy Code, including any ordinary course of business professionals retained, pursuant to an order of this Court approving the employment of ordinary course business professionals, for compensation, indemnification, or reimbursement of costs and expenses relating to professional services performed and expenses incurred on and after the Petition Date;

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All references in this notice to any of the Prepetition Secured Parties, Prepetition Agents, First Lien Agent, and Second Lien Agent (as each such term is defined in the DIP Order) shall include, in each case, its successors and assigns and each professional of the First Lien Agent and Second Lien Agent, respectively. For the avoidance of doubt, and notwithstanding anything in this notice, the Bar Date Order and/or the Motion, the professionals of the First Lien Agent and the Second Lien Agent are not required to file proofs of claim for any prepetition claims or postpetition claims, Administrative Expense Claim Forms and/or request(s) for payment of Administrative Expense Claim(s) in any of these cases.

5. any claims by any member of an appointed statutory committee for reimbursement of reasonable expenses incurred in connection with the member's service on such committee;
6. any claims by any current director of the Debtors for payment of board fees or reimbursement of reasonable expenses incurred in connection with the director's service on the Debtors' board of directors;
7. any claims for fees payable to the Clerk of this Court;
8. any fees payable to the Office of the United States Trustee under 28 U.S.C. § 1930(a)(6) or accrued interest thereon arising under 31 U.S.C. § 3717;
9. any claim by a governmental unit for a tax or penalty described in section 503(b)(1)(B) and (C) of the Bankruptcy Code, as provided for in section 503(b)(1)(D) of the Bankruptcy Code, or for any other postpetition tax;
10. any contingent claims for cure costs to cure monetary defaults under any executory contract or unexpired lease that has not yet been noticed for assumption or rejection in these Cases;
11. any claims of a current officer or employee of the Debtors, for amounts incurred in the ordinary course of business as a wage, commission, benefit, severance or accrued vacation, provided that the current officer or employee must submit a proof of claim by the applicable Bar Date for all other claims arising before or after the Petition Date, including claims for wrongful termination, discrimination, harassment, hostile work environment, and/or retaliation;
12. any claims of the DIP Agent and the DIP Lenders for Administrative Expense Claims in any of these cases or any successor cases in respect of the DIP Obligations (as defined in the DIP Order); and
13. Administrative Expense Claims arising after August 15, 2017 (Administrative Expense Claims that arise after August 15, 2017 will be subject to a separate deadline to be later established in these Cases).

#### **NO REQUIREMENT FOR STOCKHOLDERS TO FILE PROOFS OF INTEREST**

Any entity holding an interest in the Debtors (an "Interest Holder"), which interest is based exclusively upon the ownership of: (i) a membership interest in a limited liability company; (ii) common or preferred stock in a corporation; or (iii) warrants or rights to purchase, sell or subscribe to such a security or interest (any such security or interest being referred to herein as an "Interest"), need not file a proof of claim or proof of interest on or before the General Bar Date on account of such Interest; provided, however, Interest Holders who want to assert claims against the Debtors that arise out of or relate to the ownership or purchase of an Interest, including claims arising out of or relating to the sale, issuance or distribution of the Interest, must file a claim by the applicable Bar Dates, unless another exception identified in this Motion applies.

#### **CONSEQUENCES OF FAILURE TO FILE A CLAIM**

Entities that are required to file a Proof of Claim by the applicable Bar Date pursuant to the Bar Date Order that fail to properly file a Proof of Claim Form by the applicable Bar Date may be barred, estopped and enjoined from: (i) asserting any prepetition claim against the Debtors that such entity may possess and that (a) is in an amount that exceeds the amount, if any, that is identified in the Schedules or Amended Schedules on behalf of such entity as undisputed, noncontingent and liquidated or (b) is of a different nature, classification or priority than

any claim identified in the Schedules or Amended Schedules on behalf of such entity (any such claim under this subparagraph (i) being referred to herein as an "Unscheduled Claim"); and (ii) voting upon, or receiving distributions under, any chapter 11 plan in these cases in respect of an Unscheduled Claim.

Further, entities that are required to file an Administrative Expense Claim Form by the First Administrative Expense Bar Date for Administrative Expense Claims that fail to properly file an Administrative Expense Claim Form by the First Administrative Expense Bar Date for Administrative Expense Claims may: (i) be forever barred, estopped and enjoined from asserting their Administrative Expense Claims against the Debtors; and (ii) be prohibited from receiving payment from the Debtors' estates or participating in any distribution under any plan in the Debtors' chapter 11 cases on account of such Administrative Expense Claims.

#### **RESERVATION OF RIGHTS**

The Debtors retain the right to: (i) dispute, or assert offsets or defenses against, any filed proofs of claim, or any claim listed or reflected in the Schedules, as to nature, amount, liability, classification or otherwise; (ii) subsequently designate any scheduled claim as disputed, contingent or unliquidated; and (iii) otherwise amend or supplement the Schedules. Notwithstanding the foregoing, nothing contained herein shall preclude the Debtors from objecting to any claim that is not an Allowed Claim, whether scheduled or filed, on any grounds.

#### **ADDITIONAL INFORMATION**

If you require additional information regarding the filing of a claim, you may contact Prime Clerk at (844) 224-1136 (toll free) or 917-962-8386 (if international) or by submitting an inquiry at <https://cases.primeclerk.com/TrueReligion/Home-SubmitInquiry>. Copies of the Bar Date Order and other information regarding the Debtors' chapter 11 cases are available for inspection free of charge on Prime Clerk's website at: <https://cases.primeclerk.com/TrueReligion>.

Prime Clerk cannot advise you how to file, or whether you should file, a claim. You may wish to consult an attorney regarding this matter.

Dated: August 7, 2017

PACHULSKI STANG ZIEHL & JONES LLP

*/s/ Laura Davis Jones*

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[Proposed] Counsel to the Debtors and Debtors in Possession