

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : **Chapter 11**
: :
ANGELICA CORPORATION, et al., : **Case No. 17-10870 (JLG)**
: :
Debtors.¹ : **(Jointly Administered)**
: :
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NOTICE OF SALE OF SUBSTANTIALLY ALL ASSETS

Angelica Corporation and its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), are seeking to sell or assign substantially all of their assets (the “Purchased Assets”) pursuant to a motion, dated April 3, 2017 (Docket No. 17) (the “Sale Motion”).

A party has already submitted a binding bid (the “Bid”) for the Purchased Assets, as set forth in a certain asset purchase agreement (the “Asset Purchase Agreement”). The Bid remains subject to higher and/or better offers.

By order, dated April 28, 2017 (Docket No. 137) (the “Bidding Procedures Order”),² the Bankruptcy Court approved certain “Bidding Procedures” that govern the sale of the Purchased Assets to the highest or best bidder.

The Debtors have requested the Bankruptcy Court enter an order (the “Sale Order”), which provides, among other things, for the sale of the Purchased Assets free and clear of liens, claims, encumbrances, and other interests, to the extent permissible by law, and the assumption by the successful bidder of certain liabilities. A separate notice will be provided to counterparties to executory contracts and unexpired leases with the Debtors that may be assumed and assigned.

Copies of the Asset Purchase Agreement, the Bidding Procedures Order, the Bidding Procedures, and the proposed Sale Order are available upon request to the Debtors’ noticing agent, Prime Clerk LLC, at 844-276-3030 or angelicainfo@PrimeClerk.com, and are available for download at <https://cases.primeclerk.com/Angelica>.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Clothesline Holdings, Inc. (1081); Angelica Corporation (5260); Angelica Textile Services, Inc.–NY (6508); Royal Institutional Services, Inc. (8906); and Angelica Textile Services, Inc.–CA (5010). The location of the Debtors’ corporate headquarters is 1105 Lakewood Parkway, Suite 210, Alpharetta, Georgia 30009.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Bidding Procedures Order or the Sale Motion.

ANY INTERESTED BIDDER SHOULD CONTACT THE DEBTORS' ADVISORS AT:

Houlihan Lokey Capital, Inc.

Bradley Jordan at 212-497-4137,
BJordan@HL.com

Brian McDonald at 212-497-4238,
BMcdonald@HL.com

PLEASE TAKE NOTE OF THE FOLLOWING IMPORTANT DEADLINES:

- The **deadline to submit a bid** for the Purchased Assets is **May 29, 2017 at 5:00 p.m. (Eastern Time)**. A bid must include a deposit in the amount of ten percent (10%) of the proposed purchase price. The failure to abide by the procedures and deadlines set forth in the Bidding Procedures Order and the Bidding Procedures may result in the denial of your bid.
- The deadline to lodge an objection with the Bankruptcy Court to the proposed sale of the Purchased Assets is **June 2, 2017 at 12:00 p.m. (Eastern Time)** (the "Sale Objection Deadline"). Objections must be filed and served in accordance with the Bidding Procedures Order.
- The Auction, if necessary, for the Purchased Assets has been scheduled for **June 5, 2017 at 10:00 a.m. (Eastern Time)**. The Auction may be canceled without notice if the Bid is the only Qualified Bid (as such term is defined in the Bidding Procedures) received.
- The Bankruptcy Court will conduct a hearing (the "Sale Hearing") to consider the proposed sale on **June 14, 2017 at 10:00 a.m. (Eastern Time)**

THE FAILURE OF ANY PERSON OR ENTITY TO FILE AND SERVE AN OBJECTION BY THE SALE OBJECTION DEADLINE SHALL BE A BAR TO THE ASSERTION BY SUCH PERSON OR ENTITY OF ANY OBJECTION TO THE SALE MOTION, THE SALE ORDER, THE SALE TRANSACTION, OR THE DEBTORS' CONSUMMATION AND PERFORMANCE OF THE ASSET PURCHASE AGREEMENT (INCLUDING, WITHOUT LIMITATION, THE DEBTORS' TRANSFER OF THE PURCHASED ASSETS AND ASSUMPTION AND ASSIGNMENT OF THE PURCHASED CONTRACTS, FREE AND CLEAR OF LIENS, CLAIMS, ENCUMBRANCES AND OTHER INTERESTS).

Dated: May 1, 2017

/s/ Matthew S. Barr

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