

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

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<b>In re:</b>	: <b>Chapter 11</b>
	: :
<b>ANGELICA CORPORATION, et al.,</b>	: <b>Case No. 17-10870 (JLG)</b>
	: :
<b>Debtors.<sup>1</sup></b>	: <b>(Jointly Administered)</b>
	: :
	: <b>Related to Docket No. 66</b>
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**ORDER PURSUANT TO 11 U.S.C. § 502(b)(9),  
FED. R. BANKR. P. 2002 AND 3003(c)(3), AND LOCAL  
RULE 3003-1 (I) ESTABLISHING DEADLINE TO FILE  
PROOFS OF CLAIM AND PROCEDURES RELATING THERETO  
AND (II) APPROVING FORM AND MANNER OF NOTICE THEREOF**

Upon the motion of Angelica Corporation and its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**” or “**Angelica**”), pursuant to section 502(b)(9) of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rules 2002 and 3003(c)(3) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 3003-1 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”), and the United States Bankruptcy Court for the Southern District of New York’s Procedural Guidelines for Filing Requests for Orders to Set the Last Date for Filing Proofs of Claim, updated as of December 1, 2015 (the “**Guidelines**”) for an order (a) establishing (i) **a date certain (JLG)** (the “**General Bar Date**”) as the deadline for each person or entity (including each individual, partnership, joint venture, corporation, estate, or trust) other than a governmental unit (as defined in section 101(27) of the Bankruptcy Code) (“**Governmental**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Angelica Corporation (5260); Clothesline Holdings, Inc. (1081); 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.

**Units**) to file a proof of claim (each, a **“Proof of Claim”**) in respect of a prepetition claim (as defined in section 101(5) of the Bankruptcy Code), including, for the avoidance of doubt, secured claims, priority claims, and claims arising under section 503(b)(9) of the Bankruptcy Code, against any of the Debtors, and (ii) **September 30, 2017 at 5:00 p.m. (Eastern Time)** (the **“Governmental Bar Date,”** and, together with the General Bar Date, the **“Bar Dates”**) as the deadline for each Governmental Unit to file a Proof of Claim to assert any claim against the Debtors; and (b) approving the proposed (i) model Proof of Claim form (the **“Proof of Claim Form”**) and (ii) procedures for filing Proofs of Claim, (the **“Motion”**),<sup>2</sup> all as more fully set forth in the Motion; and this Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Motion having been given as provided in the Motion, and such notice having been adequate and appropriate under the circumstances; and it appearing that no other or further notice need be provided; and this Court having reviewed and considered the Motion and this Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, creditors, and all parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted to the extent set forth herein; and it is further

ORDERED that the following Procedures for filing Proofs of Claim are approved:

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

- a. Unless otherwise provided herein, the General Bar Date shall be **June 26, 2017 at 5:00 p.m. (Eastern Time)**.
- b. Unless otherwise provided herein, the Governmental Bar Date shall be **September 30, 2016 at 5:00 p.m. (Eastern Time)**.
- c. Proofs of Claim must: (i) be written in the English language; (ii) be denominated in lawful currency of the United States (using the exchange rate, if applicable, as of the Commencement Date); (iii) substantially conform to the Proof of Claim Form annexed to the Proposed Order or Official Bankruptcy Form No. B410;<sup>3</sup> (iv) specify by name and case number of the Debtor against which the Proof of Claim is filed; (v) set forth with specificity the legal and factual basis for the alleged claim; (vi) include supporting documentation for the claim or an explanation as to why such documentation is not available; and (vii) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant under penalty of perjury.
- d. If a claimant asserts a claim against more than one Debtor or has claims against different Debtors, the claimant must file a separate Proof of Claim against each Debtor and must identify on the Proof of Claim the applicable Debtor against which such claim is asserted and the corresponding case number.
- e. Proofs of Claim either must be filed (i) electronically through the website of the Debtors' Court-approved claims agent, Prime Clerk LLC ("**Prime Clerk**"), using the interface available on such website located at <https://cases.primeclerk.com/Angelica> under the link entitled "Submit a Claim" (the "**Electronic Filing System**") or (ii) by delivering the original Proof of Claim form by hand, or mailing the original Proof of Claim form on or before the applicable Bar Date as follows:

If by overnight courier, hand delivery, or first class mail:

**Angelica Corporation Claims Processing Center**  
c/o Prime Clerk LLC  
830 3rd Avenue, 3rd Floor  
New York, NY 10022

OR

If by hand delivery:

United States Bankruptcy Court, SDNY  
One Bowling Green  
Room 534  
New York, NY 10004

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<sup>3</sup> Official Bankruptcy Form B410 can be found at <http://www.uscourts.gov/forms/bankruptcy-forms/proof-claim-0>, the Official Website for the United States Bankruptcy Courts. A customized Proof of Claim Form also can be obtained on the website established in these chapter 11 cases, <https://cases.primeclerk.com/Angelica>.

- f. A Proof of Claim shall be deemed timely filed only if it **actually is received** by Prime Clerk or by the Court as set forth in subparagraph (e) above, in each case, on or before the applicable Bar Date.
- g. Proofs of Claim sent by facsimile, telecopy, or electronic mail transmission (other than Proofs of Claim filed electronically through the Electronic Filing System) **will not** be accepted.
- h. Any person or entity (including individuals, partnerships, corporations, joint ventures, trusts, and Governmental Units) that asserts a claim that arises from the rejection of an executory contract or unexpired lease must file a Proof of Claim based on such rejection by the later of (i) the applicable Bar Date and (ii) the date that is 30 days following the entry of the Court order approving such rejection, (which order may be the order confirming a chapter 11 plan in the Debtors' chapter 11 cases) or be forever barred from so doing.
- i. Notwithstanding the foregoing, a party to an executory contract or unexpired lease that asserts a claim on account of unpaid amounts accrued and outstanding as of the Commencement Date pursuant to such executory contract or unexpired lease (other than a rejection damages claim) must file a Proof of Claim for such amounts on or before the applicable Bar Date unless an exception identified in subparagraph (k) below applies.
- j. In the event that the Debtors amend or supplement their Schedules subsequent to the date of entry of an order on this Motion, the Debtors shall give notice of any amendment or supplement to the holders of claims affected thereby, and such holders shall have until the later of (i) the applicable Bar Date and (ii) 5:00 p.m. (Eastern Time) on the date that is 30 days from the date of such notice to file a Proof of Claim or be barred from so doing and shall be given notice of such deadline.
- k. The following persons and entities are **not** required to file a Proof of Claim on or before the applicable Bar Date, solely with respect to the claims described below:
  - (1) any person or entity whose claim is listed on the Schedules; **provided**, that (i) the claim is **not** listed on the Schedules as "disputed," "contingent," or "unliquidated," (ii) the person or entity does not dispute the amount, nature, and priority of the claim as set forth in the Schedules, and (iii) the person or entity does not dispute that the claim is an obligation of the specific Debtor against which the claim is listed in the Schedules;
  - (2) any person or entity whose claim has been paid in full, including but not limited to any claim of an employee of the Debtors for ordinary course wages or benefits to the extent already paid by the Debtors after the Commencement Date pursuant to an order of this Court;
  - (3) any person or entity that holds an equity security interest in the Debtors, which interest exclusively is based upon the ownership of common or preferred stock, membership interests, partnership interests, or warrants, options, or rights to purchase, sell, or subscribe to such a security or interest; **provided**, that if any such

holder asserts a claim (as opposed to an ownership interest) against the Debtors (including a claim relating to an equity interest or the purchase or sale of such equity interest), a Proof of Claim must be filed on or before the applicable Bar Date pursuant to the Procedures;

- (4) any holder of a claim allowable under section 503(b) and 507(a)(2) of the Bankruptcy Code as an administrative expense (**other than a holder of a claim under section 503(b)(9), which are subject to the Bar Date**);
- (5) any person or entity that holds a claim that has been allowed by order of this Court entered on or before the applicable Bar Date;
- (6) any holder of a claim for which a separate deadline has been fixed by this Court;
- (7) any person or entity who already has filed a Proof of Claim with the Clerk of the Court or Prime Clerk against any of the Debtors with respect to the claim being asserted, utilizing a claim form that substantially conforms to the Proof of Claim Form or Official Form No. B410;
- (8) Pursuant to paragraph 30 of the Final DIP Order:<sup>4</sup> any person or entity whose claim exclusively is limited to the repayment of principal, interest, and other fees and expenses (a “**Debt Claim**”) under or in connection with that certain Loan and Security Agreement, dated as of July 15, 2011 (as amended, restated, supplemented or otherwise modified from time to time, the “**Prepetition Senior Loan Agreement**”); *provided, however*, that (x) any person or entity wishing to assert a claim arising out of or relating to the Prepetition Senior Loan Agreement, **other than a Debt Claim**, shall be required to file a Proof of Claim with respect to such claim on or before the Bar Date, unless another exception identified herein applies and (y) the agents for the Prepetition Senior Loan Agreement will be required to file a Proof of Claim against each of the Debtors, as applicable, for any claim arising out of or relating to a Prepetition Senior Loan Agreement, including a Debt Claim.
- (9) Pursuant to paragraph 30 of the Final DIP Order: any person or entity whose claim exclusively is limited to the repayment of a Debt Claim under or in connection with that certain Amended and Restated Loan Agreement, dated as of July 12, 2016 (as amended, restated, supplemented or otherwise modified from time to time, the “**Prepetition Junior Credit Agreement**”); *provided, however*, that (x) any person or entity wishing to assert a claim arising out of or relating to the Prepetition Junior Credit Agreement, **other than a**

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<sup>4</sup> See Final Order (I) Authorizing the Debtors to Obtain Post-petition Secured Financing Pursuant to 11 U.S.C. § 364, (II) Authorizing the Debtors’ Limited Use of Cash Collateral Pursuant to 11 U.S.C. § 363, (III) Granting Adequate Protection to Prepetition Secured Lenders Pursuant to 11 U.S.C. §§ 361, 362, 363 and 364 (Docket No. 144) (the “**Final DIP Order**”).

**Debt Claim**, shall be required to file a Proof of Claim with respect to such claim on or before the Bar Date, unless another exception identified herein applies and (y) the agents for the Prepetition Junior Credit Agreement will be required to file a Proof of Claim against each of the Debtors, as applicable, for any claim arising out of or relating to the Prepetition Junior Credit Agreement, including a Debt Claim.

1. Any person or entity that relies on the Schedules has the responsibility to determine that its claim is accurately listed in the Schedules.

ORDERED that pursuant to Bankruptcy Rule 3003(c)(2), any holder of a claim who fails to timely file a Proof of Claim as provided herein shall not be treated as a creditor with respect to such claim for the purposes of voting and distribution with respect to any chapter 11 plan that may be filed in these cases; and it is further

ORDERED that the (i) proposed notice of the Bar Date, substantially in the form annexed hereto as **Exhibit 1** (the “**Bar Date Notice**”); and (ii) the Proof of Claim Form, substantially in the form annexed hereto as **Exhibit 2**, are approved; and it is further

ORDERED that the following Procedures are approved:

- a. Within five business days of entry of this Order, the Debtors shall cause to be mailed (i) a Proof of Claim Form and (ii) the Bar Date Notice to the following parties:
  - (1) the Office of the U.S. Trustee;
  - (2) counsel for the Creditors’ Committee;
  - (3) all creditors and other known holders of claims at the address listed in the Debtors’ books and records or as updated pursuant to a request by the creditor or by returned mail from the post office with a forwarding address;
  - (4) all parties actually known to the Debtors as having potential claims against any of the Debtors;
  - (5) all counterparties to the Debtors’ executory contracts and unexpired leases at the addresses stated therein or as updated pursuant to a request by the counterparty or by returned mail from the post office with a forwarding address;
  - (6) all parties to pending litigation against the Debtors (as of the date of entry of this Order);

- (7) the Internal Revenue Service, the United States Attorney's Office for the Southern District of New York, and all applicable Governmental Units;
- (8) all persons or entities that have filed claims (as of the date of entry of this Order);
- (9) all parties that have sent correspondence to this Court and are listed on the Court's electronic docket (as of the date of entry of this Order);
- (10) all parties who have requested notice pursuant to Bankruptcy Rule 2002 (as of the date of entry of this Order); and
- (11) such additional persons and entities deemed appropriate by the Debtors.

- b. The Debtors shall post the Proof of Claim Form and the Bar Date Notice on the website established by Prime Clerk for the Debtors' cases: <https://cases.primeclerk.com/Angelica>.

ORDERED that with regard to those holders of claims listed on the Schedules, the Debtors are authorized to mail one or more Proof of Claim Forms (as appropriate), substantially similar to the Proof of Claim Form annexed hereto as **Exhibit 2**, indicating on the form how the Debtors have scheduled each creditor's claim in the Schedules (including the amount of the claim and whether the claim has been scheduled as contingent, unliquidated, or disputed); and it is further

ORDERED that the Debtors shall publish the Bar Date Notice, with any necessary modifications for ease of publication, once in the national edition of *The New York Times*, subject to applicable publication deadlines, at least 28 days prior to the Bar Date, which publication is approved and shall be deemed good, adequate, and sufficient publication notice of the Bar Date and the Procedures for filing Proofs of Claim in these chapter 11 cases; and it is further

ORDERED that the Debtors and Prime Clerk are authorized and empowered to take such steps and perform such acts as may be necessary to implement and effectuate the terms of this Order; and it is further

ORDERED that notification of the relief granted by this Order as provided herein is fair and reasonable and will provide good, sufficient, and proper notice to all creditors of their

rights and obligations in connection with claims they may have against the Debtors in these chapter 11 cases; and it is further

ORDERED that nothing in this Order shall prejudice the right of the Debtors or any other party in interest to dispute or assert offsets or defenses to any claim reflected in the Schedules or otherwise; and it is further

ORDERED that entry of this Order is without prejudice to the rights of the Debtors to seek a further order of this Court fixing the date by which holders of claims **not** subject to the Bar Dates established herein must file such claims against the Debtor or be forever barred from so doing; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

Dated: May 3, 2017

New York, New York

*/s/James L. Garrity, Jr.*

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UNITED STATES BANKRUPTCY JUDGE



**Exhibit 1**

**Bar Date Notice**

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

**In re:**

**ANGELICA CORPORATION, et al.,  
Debtors.**

**Chapter 11 Case Nos.: 17-10869 (JLG)  
Through 17-10873 (JLG)  
(Jointly Administered)**

**NOTICE OF DEADLINE FOR FILING PROOFS OF CLAIM**

Chapter 11 bankruptcy cases concerning the debtors listed below (the “**Debtors**”) were filed on April 3, 2017. You may be a creditor of one of the debtors. On May \_\_, 2017, the United States Bankruptcy Court for the Southern District of New York (the “**Court**”), having jurisdiction over the chapter 11 cases, entered an order (the “**Bar Date Order**”) establishing **June 26, 2017 at 5:00 p.m. (Eastern Time)** as the last date and time for each person and entity (including individuals, partnerships, corporations, joint ventures, and trusts, but not governmental units (as defined in section 101(27) of the Bankruptcy Code) (“**Governmental Units**”)) to file a proof of claim (“**Proof of Claim**”) based on prepetition claims, including, for the avoidance of doubt, secured claims, priority claims, and claims arising under section 503(b)(9) of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), against the Debtors listed above (the “**General Bar Date**”); and (ii) **September 30, 2017 at 5:00 p.m. (Eastern Time)** as the last date and time for each Governmental Unit to file a Proof of Claim based on prepetition claims against any of the Debtors (the “**Governmental Bar Date,**” and, together with the General Bar Date, the “**Bar Dates**”).

The Bar Date Order, the Bar Dates, and the procedures set forth below for the filing of Proofs of Claim apply to all claims against the Debtors (other than those set forth below as being specifically excluded) that arose prior to **April 3, 2017**, the date on which the Debtors commenced their cases under chapter 11 of the Bankruptcy Code.

**If you have any questions relating to this Notice, please feel free to contact Prime Clerk LLC (“Prime Clerk”) at (844) 276-3030 (toll free) or by e-mail at [angelicainfo@primeclerk.com](mailto:angelicainfo@primeclerk.com).**

**YOU SHOULD CONSULT AN ATTORNEY IF YOU HAVE ANY QUESTIONS, INCLUDING WHETHER YOU SHOULD FILE A PROOF OF CLAIM.**

NOTE: The staff of the Bankruptcy Clerk’s Office, the Office of the United States Trustee, and the Debtors’ Claims and Noticing Agent cannot give legal advice.

See Below for Important Explanations

<u>Name of Debtor</u>	<u>Case Number</u>	<u>Tax Identification Number</u>
Angelica Textile Services, Inc.—NY	<b>17-10869 (JLG)</b>	43-1096508
Angelica Corporation	<b>17-10870 (JLG)</b>	43-0905260
Clothesline Holdings, Inc.	<b>17-10871 (JLG)</b>	26-2971081
Angelica Textile Services, Inc.—CA	<b>17-10872 (JLG)</b>	95-2505010
Royal Institutional Services, Inc.	<b>17-10873 (JLG)</b>	04-3088906

**OTHER NAMES USED BY THE DEBTORS IN THE PAST 8 YEARS:** Angelica; Angelica Healthcare; Angelica Image Apparel; Angelica Textiles; Royal.

<p><b>Attorneys for Debtors</b> WEIL, GOTSHAL &amp; MANGES LLP 767 Fifth Avenue New York, New York 10153 Telephone: (212) 310-8000 Facsimile: (212) 310-8007 Matthew S. Barr Jill Frizzley Kevin Bostel</p>	<p><b>DATE, TIME, AND LOCATION OF MEETING OF CREDITORS PURSUANT TO BANKRUPTCY CODE SECTION 341(a)</b> May 12, 2017 at 10:00 a.m. (Eastern Time) <b>Location:</b> United States Bankruptcy Court, SDNY One Bowling Green, Room 511, Fifth Floor New York, NY 10004-1408</p>
<p><u>Address of the Clerk of the Bankruptcy Court</u> Clerk of the United States Bankruptcy Court, One Bowling Green, New York, NY 10004-1408 Telephone: (212)-668-2870 Vito Genna, Clerk of the Bankruptcy Court Hours Open: 8:30 a.m. – 5:00 p.m., Weekdays excluding Court Holidays.</p>	

## 1. WHO MUST FILE A PROOF OF CLAIM

You **MUST** file a **Proof of Claim** to vote on a chapter 11 plan filed by the Debtors or to share in any distributions from the Debtors' estates if you have a claim that arose prior to **April 3, 2017** and it is not one of the types of claims described in Section 2 below. Claims based on acts or omissions of the Debtors that occurred before **April 3, 2017** must be filed on or prior to the Bar Date, even if such claims are not now fixed, liquidated, or certain or did not mature or become fixed, liquidated, or certain before **April 3, 2017**.

Pursuant to section 101(5) of the Bankruptcy Code and as used in this Notice, the word "**claim**" means: (a) a 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) a 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. Further, claims include unsecured claims, secured claims, and priority claims.

## 2. WHO NEED NOT FILE A PROOF OF CLAIM

You need not file a Proof of Claim if:

- (1) Your claim is listed on the Schedules (as defined below) and (i) is **not** listed on the Schedules as "disputed," "contingent," or "unliquidated," (ii) you do **not** dispute the amount, nature, and priority of the claim as set forth in the Schedules, and (iii) you do **not** dispute that the claim is an obligation of the specific Debtor against which the claim is listed in the Schedules;
- (2) You are a person or entity whose claim has been paid in full, including but not limited to any claim of an employee of the Debtors for ordinary course wages or benefits to the extent already paid by the Debtors after the Commencement Date pursuant to an order of the Court;
- (3) You hold an equity security interest in the Debtors, which interest exclusively is based upon the ownership of common or preferred stock, membership interests, partnership interests, or warrants, options, or rights to purchase, sell, or subscribe to such a security or interest; provided, that if you assert such claim (as opposed to an ownership interest) against the Debtors (including a claim relating to an equity interest or the purchase or sale of such equity interest), a Proof of Claim must be filed on or before the applicable Bar Date as set forth in this Notice;

- (4) You hold a claim allowable under section 503(b) and 507(a)(2) of the Bankruptcy Code as an administrative claim (**other than a holder of a claim under section 503(b)(9), which are subject to the Bar Date**);
- (5) You hold a claim that has been allowed by order of the Court entered on or before the applicable Bar Date;
- (6) You hold a claim for which a separate deadline has been fixed by the Court;
- (7) You hold a claim for which you already filed a Proof of Claim with the Clerk of the Court or Prime Clerk against any of the Debtors with respect to the claim being asserted, utilizing a claim form that substantially conforms to the Proof of Claim Form or Official Form B410;
- (8) You are a person or entity whose claim exclusively is limited to the repayment of principal, interest, and other fees and expenses (the **“Prepetition Senior Loan Obligations”**) under or in connection with that certain Loan and Security Agreement, dated as of July 15, 2011 (as amended, restated, supplemented or otherwise modified from time to time, the **“Prepetition Senior Loan Agreement”**); unless you wish to assert a claim arising out of or relating to the Prepetition Senior Loan Agreement **other than** a claim for the Prepetition Senior Loan Obligations, in which case you are required to file a Proof of Claim with respect to such claim on or before the Bar Date, unless another exception identified herein applies;
- (9) You are a person or entity whose claim exclusively is limited to the repayment of principal, interest, and other fees and expenses (the **“Prepetition Junior Obligations”**) under or in connection with that certain Amended and Restated Loan Agreement, dated as of July 12, 2016 (as amended, restated, supplemented or otherwise modified from time to time, the **“Prepetition Junior Credit Agreement”**); unless you wish to assert a claim arising out of or relating to the Prepetition Junior Credit Agreement **other than** a claim for the Prepetition Junior Obligations, in which case you are required to file a Proof of Claim with respect to such claim on or before the Bar Date, unless another exception identified herein applies.

**YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST ONE OF THE DEBTORS.**

**THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTORS OR THE COURT BELIEVE THAT YOU HAVE A CLAIM.**

### **3. EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

If you hold a claim arising from the rejection of an executory contract or unexpired lease, you must file a Proof of Claim based on such rejection by the later of (i) the Bar Date and (ii) such date as the Court may fix, which date shall not be less than **30 days** following the date of entry of an order approving the rejection of such executory contract or unexpired lease, or you will be forever barred from so doing. Notwithstanding the foregoing, if you are a party to an executory contract or unexpired lease and you wish to assert a claim with respect to unpaid amounts accrued and outstanding as of **April 3, 2017** pursuant to such executory contract or unexpired lease (other than a rejection damages claim), you must file a Proof of Claim for such amounts on or before the Bar Date unless an exception identified above applies.

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

Except as provided for herein, all Proofs of Claim either must be filed (i) electronically through Prime Clerk’s website using the interface available on such website located at <https://cases.primeclerk.com/Angelica>

under the link entitled “Submit a Claim” (the “**Electronic Filing System**”) or (ii) by delivering the original Proof of Claim form by hand, or mailing the original Proof of Claim form, as follows:

If by overnight courier, hand delivery, or first class mail to:

**Angelica Corporation Claims Processing Center**  
c/o Prime Clerk LLC  
830 3rd Avenue, 3rd Floor  
New York, NY 10022

If by hand delivery to:

OR United States Bankruptcy Court, SDNY  
One Bowling Green  
New York, NY 10004

Proofs of Claim will be deemed timely filed only if **actually received** by Prime Clerk or the Court as set forth in section 4 above, in each case, on or before the Bar Date. Proofs of Claim may **not** be delivered by facsimile, telecopy, or electronic mail transmission (other than Proofs of Claim filed electronically through the Electronic Filing System).

## 5. WHAT TO FILE

If you file a Proof of Claim, your filed Proof of Claim must: (i) be written in the English language; (ii) be denominated in lawful currency of the United States as of **April 3, 2017** (using the exchange rate, if applicable, as of **April 3, 2017**); (iii) substantially conform to the form provided with this Notice (the “**Proof of Claim Form**”) or Official Form B410; (iv) set forth with specificity the legal and factual basis for the alleged claim; (v) include supporting documentation for the claim or an explanation as to why such documentation is not available; and (vi) be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant.

IF YOU ARE ASSERTING A CLAIM AGAINST MORE THAN ONE DEBTOR, SEPARATE PROOFS OF CLAIM MUST BE FILED AGAINST EACH SUCH DEBTOR AND YOU MUST IDENTIFY ON YOUR PROOF OF CLAIM THE SPECIFIC DEBTOR AGAINST WHICH YOUR CLAIM IS ASSERTED AND THE CASE NUMBER OF THAT DEBTOR’S BANKRUPTCY CASE. A LIST OF THE NAMES OF THE DEBTORS AND THEIR CASE NUMBERS IS SET FORTH ABOVE.

Your Proof of Claim form must **not** contain complete social security numbers or taxpayer identification numbers (only the last four digits), a complete birth date (only the year), the name of a minor (only the minor’s initials), or a financial account number (only the last four digits of such financial account).

Additional Proof of Claim Forms may be obtained at [www.uscourts.gov/bkforms](http://www.uscourts.gov/bkforms) or <https://cases.primeclerk.com/Angelica>.

**YOU SHOULD ATTACH TO YOUR COMPLETED PROOF OF CLAIM FORM COPIES OF ANY DOCUMENTS UPON WHICH YOUR CLAIM IS BASED. IF THE DOCUMENTS ARE VOLUMINOUS, YOU SHOULD ATTACH A SUMMARY.**

## 6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE BAR DATE

**ANY HOLDER OF A CLAIM THAT IS NOT EXCEPTED FROM THE REQUIREMENTS OF THE BAR DATE ORDER, AS SET FORTH IN SECTION 2 ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM WILL BE FOREVER BARRED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS AND THEIR CHAPTER 11 ESTATES, FROM VOTING ON ANY PLAN OF REORGANIZATION FILED IN THESE CHAPTER 11 CASES, AND FROM PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS’ CASES ON ACCOUNT OF SUCH CLAIM.**

**7. THE DEBTORS' SCHEDULES, ACCESS THERETO, AND CONSEQUENCES OF AMENDMENT THEREOF**

You may be listed as the holder of a claim against the Debtors in the Debtors' Schedules of Assets and Liabilities and/or Schedules of Executory Contracts and Unexpired Leases (collectively, the "**Schedules**"). To determine if and how you are listed in the Schedules, please refer to the descriptions set forth on the enclosed Proof of Claim Form regarding the nature, amount, and status of your claim(s). If you received postpetition payments from the Debtors (as authorized by the Court) on account of your claim, the enclosed Proof of Claim Form will reflect the net amount of your claims. If the Debtors believe that you hold claims against more than one Debtor, you will receive multiple Proof of Claim Forms, each of which will reflect the nature and amount of your claim against each Debtor, as listed in the Schedules.

As set forth above, if you agree with the nature, amount, and status of your claim as listed in the Debtors' Schedules and if your claim is not listed in the Schedules as "disputed," "contingent," or "unliquidated," you need not file a Proof of Claim. Otherwise, or if you decide to file a Proof of Claim, you must do so before the Bar Date in accordance with the procedures set forth in this Notice.

Copies of the Schedules may be examined by interested parties on the Court's electronic docket for the Debtors' chapter 11 cases, which is posted (i) on the website established by Prime Clerk for the Debtors' cases at <https://cases.primeclerk.com/Angelica> and (ii) on the Court's website at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov). (A login and password to the Court's Public Access to Electronic Court Records ("**PACER**") are required to access the information on the Court's website and can be obtained through the PACER Service Center at [www.pacer.psc.uscourts.gov](http://www.pacer.psc.uscourts.gov)). Copies of the Schedules also may be examined between the hours of 9:00 a.m. and 4:30 p.m. (Eastern Time) Monday through Friday at the Office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004. Copies of the Debtors' Schedules also may be obtained by written request to the Debtors' claims agent, Prime Clerk, at the address and telephone number set forth below:

**Angelica Corporation Claims Processing Center**  
c/o Prime Clerk LLC  
830 3rd Avenue, 3rd Floor  
New York, NY 10022

In the event that the Debtors amend or supplement their Schedules subsequent to date of entry of the Bar Date Order, the Debtors shall give notice of any amendment or supplement to the holders of claims affected by such amendment or supplement within ten days after filing such amendment or supplement, and such holders must file a Proof of Claim by the later of (i) the Bar Date and (ii) **5:00 p.m. (Eastern Time)** on the date that is **30 days** following the date such notice is served, or be forever barred from so doing, and such deadline shall be contained in any notice of such amendment or supplement of the Schedules provided to the holders of claims affected thereby.

**A holder of a possible claim against the Debtors should consult an attorney if such holder has any questions regarding this Notice, including whether the holder should file a Proof of Claim.**

Dated: New York, New York  
May \_\_, 2017

**BY ORDER OF THE COURT**

WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007  
PROPOSED COUNSEL FOR DEBTORS AND  
DEBTORS IN POSSESSION

**Exhibit 2**

**Proof of Claim Form**

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

**Fill in this information to identify the case (Select only one Debtor per claim form):**

- Angelica Corporation (17-10870)
- Clothesline Holdings, Inc. (17-10871)
- Angelica Textile Services, Inc. (New York) (17-10869)
- Royal Institutional Services, Inc. (17-10873)
- Angelica Textile Services, Inc. (California) (17-10872)

**Modified Official Form 410**

**Proof of Claim**

04/16

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense, other than a claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9). Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment. A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

**Part 1: Identify the Claim**

<p><b>1. Who is the current creditor?</b></p>	<p>_____</p> <p>Name of the current creditor (the person or entity to be paid for this claim)</p> <p>Other names the creditor used with the debtor _____</p>	
<p><b>2. Has this claim been acquired from someone else?</b></p>	<p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. From whom? _____</p>	
<p><b>3. Where should notices and payments to the creditor be sent?</b></p> <p>Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)</p>	<p><b>Where should notices to the creditor be sent?</b></p> <p>_____</p> <p>Name</p> <p>_____</p> <p>Number Street</p> <p>_____</p> <p>City State ZIP Code</p> <p>Contact phone _____</p> <p>Contact email _____</p>	<p><b>Where should payments to the creditor be sent? (if different)</b></p> <p>_____</p> <p>Name</p> <p>_____</p> <p>Number Street</p> <p>_____</p> <p>City State ZIP Code</p> <p>Contact phone _____</p> <p>Contact email _____</p>
<p><b>4. Does this claim amend one already filed?</b></p>	<p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____</p> <p style="text-align: right;">Filed on _____</p> <p style="text-align: right;">MM / DD / YYYY</p>	
<p><b>5. Do you know if anyone else has filed a proof of claim for this claim?</b></p>	<p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. Who made the earlier filing? _____</p>	



**Part 2:** Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor?  No  
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: \_\_\_\_\_

7. How much is the claim? \$\_\_\_\_\_. Does this amount include interest or other charges?  
 No  
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or creditcard.  
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).  
Limit disclosing information that is entitled to privacy, such as health care information.  
\_\_\_\_\_

9. Is all or part of the claim secured?  No  
 Yes. The claim is secured by a lien on property.  
**Nature of property:**  
 Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.  
 Motor vehicle  
 Other. Describe: \_\_\_\_\_

**Basis for perfection:** \_\_\_\_\_  
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

**Value of property:** \$\_\_\_\_\_

**Amount of the claim that is secured:** \$\_\_\_\_\_

**Amount of the claim that is unsecured:** \$\_\_\_\_\_ (The sum of the secured and unsecured amounts should match the amount in line 7.)

**Amount necessary to cure any default as of the date of the petition:** \$\_\_\_\_\_

**Annual Interest Rate** (when case was filed) \_\_\_\_\_ %

- Fixed  
 Variable

10. Is this claim based on a lease?  No  
 Yes. Amount necessary to cure any default as of the date of the petition. \$\_\_\_\_\_

11. Is this claim subject to a right of setoff?  No  
 Yes. Identify the property: \_\_\_\_\_

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?  No  Yes. Check one:

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

<input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).	Amount entitled to priority \$ _____
<input type="checkbox"/> Up to \$2,850 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).	\$ _____
<input type="checkbox"/> Wages, salaries, or commissions (up to \$12,850) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).	\$ _____
<input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).	\$ _____
<input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).	\$ _____
<input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)( ) that applies.	\$ _____

13. Is all or part of the claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9)?  No  Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case(s), in which the goods have been sold to the debtor in the ordinary course of such debtor's business. Attach documentation supporting such claim. \$ \_\_\_\_\_

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

- I am the creditor.
- I am the creditor's attorney or authorized agent.
- I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.
- I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date \_\_\_\_\_ (mm/dd/yyyy)

\_\_\_\_\_  
Signature

Print the name of the person who is completing and signing this claim:

Name \_\_\_\_\_  
First name Middle name Last name

Title \_\_\_\_\_

Company \_\_\_\_\_  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address \_\_\_\_\_  
Number Street

City State ZIP Code

Contact phone \_\_\_\_\_ Email \_\_\_\_\_

## Instructions for Proof of Claim

United States Bankruptcy Court

12/15

**These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.**

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.**  
18 U.S.C. §§ 152, 157 and 3571.

### How to fill out this form

- **Fill in all of the information about the claim as of the date the case was filed.**
- **Fill in the caption at the top of the form.**
- **If the claim has been acquired from someone else, then state the identity of the last party** who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.
- **Attach any supporting documents to this form.**  
Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *redaction* on the next page.)  
  
Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called “Bankruptcy Rule”) 3001(c) and (d).
- **Do not attach original documents because attachments may be destroyed after scanning.**
- **If the claim is based on delivering health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.**

- **A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, individual’s tax identification number, or financial account number, and only the year of any person’s date of birth.** See Bankruptcy Rule 9037.
- **For a minor child, fill in only the child’s initials and the full name and address of the child’s parent or guardian.** For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

### Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, either enclose a stamped self-addressed envelope and a copy of this form. You may view a list of filed claims in this case by visiting the Claims and Noticing Agent’s website at <http://cases.primeclerk.com/angelica>.

### Understand the terms used in this form

**Administrative expense:** Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing the bankruptcy estate.  
11 U.S.C. § 503.

**Claim:** A creditor’s right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy. 11 U.S.C. §101 (5). A claim may be secured or unsecured.

**Claim Pursuant to 11 U.S.C. § 503(b)(9):** A claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of the Debtor's business. Attach documentation supporting such claim.

**Creditor:** A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. § 101 (10).

**Debtor:** A person, corporation, or other entity who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. § 101 (13).

**Evidence of perfection:** Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

**Information that is entitled to privacy:** A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

**Priority claim:** A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. § 507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

**Proof of claim:** A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

**Redaction of information:** Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

**Secured claim under 11 U.S.C. § 506(a):** A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of § 1325(a).

Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment may be a lien.

**Setoff:** Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

**Unsecured claim:** A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

### Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

### Please send completed Proof(s) of Claim to:

Angelica Corporation Claims Processing Center  
c/o Prime Clerk LLC  
830 3rd Avenue, 3rd Floor  
New York, NY 10022

**Do not file these instructions with your form**