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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

_____	)	
In re:	)	Chapter 11
	)	
ASCENA RETAIL GROUP, INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 20-33113 (KRH)
	)	
Debtors	)	(Jointly Administered)
_____	)	

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

**FOR ADMINISTRATIVE CLAIMS ARISING AFTER JULY 23, 2020, BUT ON OR  
PRIOR TO NOVEMBER 30, 2020, THE ADMINISTRATIVE CLAIMS BAR DATE IS  
JANUARY 19, 2021  
AT 5:00 P.M., PREVAILING EASTERN TIME**

**PLEASE TAKE NOTICE OF THE FOLLOWING:**

***Deadlines for Filing Proofs of Administrative Claim.*** On December 21, 2020, the Court entered an order (the “Order”)<sup>2</sup> establishing certain dates by which parties holding certain administrative expense claims (“Administrative Claims”) against the Debtors must file proofs of

<sup>1</sup> A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <http://cases.primeclerk.com/ascena>. The location of Debtor Ascena Retail Group, Inc.’s principal place of business and the Debtors’ service address in these chapter 11 cases is 933 MacArthur Boulevard, Mahwah, New Jersey 07430.

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

claim (“Proofs of Administrative Claim”), in the chapter 11 cases of the following debtors and debtors in possession (together, the “Debtors”):

<b>DEBTOR</b>	<b>CASE NO.</b>
Ascena Retail Group, Inc.	20-33113
933 Inspiration LLC	20-33117
ANN Card Services, Inc.	20-33120
ANN, Inc.	20-33122
AnnCo, Inc.	20-33125
AnnTaylor Distribution Services, Inc.	20-33126
AnnTaylor of Puerto Rico, Inc.	20-33130
AnnTaylor Retail, Inc.	20-33132
AnnTaylor, Inc.	20-33134
Ascena Retail Holdings, Inc.	20-33136
Ascena Trade Services, LLC	20-33140
ASNA Plus Fashion, Inc.	20-33141
ASNA Value Fashion LLC	20-33142
BackingBrands Buying Agent, LLC	20-33143
BackingBrands Solutions, LLC	20-33146
C.S.F. Corp.	20-33147
Catalog Receivables LLC	20-33148
Catalog Seller LLC	20-33149
Catherines #5124, Inc.	20-33151
Catherines #5147, Inc.	20-33153
Catherines Stores Corporation	20-33155
Catherines, Inc.	20-33158
CCTM, Inc.	20-33160
Charming Sales Co. Four Inc.	20-33162
Charming Sales Co. One, Inc.	20-33164
Charming Sales Co. Three, Inc.	20-33166
Charming Sales Co. Two, Inc.	20-33173
Charming Shoppes of Delaware, Inc.	20-33174
Charming Shoppes Receivables Corp.	20-33175
Charming Shoppes Seller, Inc.	20-33176
Charming Shoppes Street, Inc.	20-33114
Charming Shoppes, Inc.	20-33115
Chestnut Acquisition Sub Inc.	20-33116
Crosstown Traders, Inc.	20-33118
CS Holdco II Inc.	20-33119
CSGC, Inc.	20-33121
CSI Industries, Inc.	20-33123
CSPE, LLC	20-33124
DBCM Holdings, LLC	20-33112
DBI Holdings, Inc.	20-33127
DBX, Inc.	20-33128
Duluth Real Estate LLC	20-33129
Etna Retail DC, LLC	20-33131
Fashion Apparel Sourcing LLC	20-33133

DEBTOR	CASE NO.
Fashion Service Fulfillment Corporation	20-33135
Fashion Service LLC	20-33137
GC Fulfillment, LLC	20-33139
Lane Bryant #6243	20-33144
Lane Bryant of Pennsylvania, Inc.	20-33145
Lane Bryant Outlet 4106, Inc.	20-33150
Lane Bryant Purchasing Corp.	20-33152
Lane Bryant, Inc.	20-33154
PSTM, Inc.	20-33156
Sonsi, Inc.	20-33157
Spirit of America, Inc.	20-33159
Too GC, LLC	20-33161
Tween Brands Agency, Inc.	20-33163
Tween Brands Direct Services Inc.	20-33165
Tween Brands Investment, LLC	20-33167
Tween Brands Marketing, Inc.	20-33168
Tween Brands Service Co.	20-33169
Tween Brands, Inc.	20-33170
Winks Lane, Inc.	20-33171
Worldwide Retail Holdings, Inc.	20-33172

***The Administrative Claims Bar Date.*** Pursuant to the Order the last date and time for each entity (including individuals, partnerships, corporations, joint ventures, and trusts) to file proofs of Administrative Claim arising after the Petition Date, but on or prior to November 30, 2020, on account of any claim arising from section 503 of the Bankruptcy Code (except for claims arising under section 503(b)(9) of the Bankruptcy Code) is January 19, 2021, at 5:00 p.m., prevailing Eastern Time (the “Administrative Claims Bar Date”).<sup>3</sup>

Claimants should use reasonable best efforts to assign Administrative Claims to the appropriate dates as listed on the Proof of Administrative Claim Form, and the Debtors and claimant, will work in good faith to reconcile such claims to the appropriate date.

***Who Need Not File a Proof of Administrative Claim.*** The following categories of claimants shall not be required to file a Proof of Administrative Claim by the Administrative Claims Bar Date:

- a. any person or entity whose claim has previously been paid in full by the Debtors pursuant to the Bankruptcy Code or in accordance with an order of the Court;

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<sup>3</sup> Except as otherwise defined herein, all terms specifically defined in the Bankruptcy Code (as defined herein) shall have those meanings ascribed to them by the Bankruptcy Code. In particular, as used herein: (a) the term “claim” has the meaning given to it in section 101(5) of the Bankruptcy Code; (b) the term “entity” has the meaning given to it in section 101(15) of the Bankruptcy Code; (c) the term “governmental unit” has the meaning given to it in section 101(27) of the Bankruptcy Code; and (d) the term “person” has the meaning given to it in section 101(41) of the Bankruptcy Code.

- b. any person or entity with a claim arising under section 503(b)(9) of the Bankruptcy Code, which claim was filed pursuant to the order setting certain bar dates that was entered by this Court [Docket No. 453] (the “First Bar Date Order”);
- c. any person or entity which has previously filed a proof of claim and which claim asserts on the face of such proof of claim that such claim is entitled to administrative priority under section 503 of the Bankruptcy Code;
- d. any Debtor having a claim against another Debtor;
- e. any current employee of the Debtors, if an order of this Court authorized the Debtors to honor such claim in the ordinary course of business as a wage, commission, or benefit; *provided* that a current employee must submit a Proof of Administrative Claim by the Administrative Claims Bar Date for all other claims arising after the Petition Date, including claims for wrongful termination, discrimination, harassment, hostile work environment, and/or retaliation;
- f. any current employee for claims based on indemnification or contribution, so long as that current employee is not an insider; and
- g. any entity holding a claim for which a separate deadline is fixed by this Court, including: (a) requests from professionals retained in these chapter 11 cases pursuant to sections 327, 328, 330, 363, and 1102 of the Bankruptcy Code and payment under the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* [Docket No. 550] (the “Professionals”); (b) expenses of members of the official committee of unsecured creditors (the “Committee”); (c) all fees and expenses payable under the *Final Order Under 11 U.S.C. §§ 105, 361, 362, 363, 364, and 507, and Bankruptcy Rules 2002, 4001, and 9014 (I) Authorizing Debtors to Use Cash Collateral, (II) Authorizing the Debtors to Obtain Postpetition Financing, and (III) Granting Adequate Protection to the Prepetition Secured Parties* [Docket No. 587] (the “Final DIP Order”); (d) all fees payable and unpaid under 28 U.S.C. § 1930; (e) administrative claims that have already been properly filed in compliance with the First Bar Date Order or allowed by separate order of the Court; or (f) obligations owed to the Office of the United States Trustee (the “U.S. Trustee”);
- h. the DIP ABL Agent, DIP ABL Lenders, DIP Secured Parties, ABL Agent, ABL Lenders and ABL Secured Parties with regard to claims arising from or relating to the DIP ABL Agreement, the DIP ABL Documents, the ABL Credit Agreement, the ABL Loan Documents (each term in this subparagraph as defined in the Final DIP Order) or the Final Order; and

- i. any person or entity asserting an administrative claim arising out of a non-rejected unexpired lease of non-residential real property; *provided, however,* any person or entity asserting an administrative claim arising out of a rejected lease of non-residential real property shall be required to be file a Proof of Administrative Claim on account of their claim by the later of (i) the Administrative Claims Bar Date, and (ii) thirty (30) days after the date of entry of an order approving the rejection.

**ANY ENTITY THAT IS REQUIRED, BUT FAILS, TO FILE A PROOF OF ADMINISTRATIVE CLAIM IN ACCORDANCE WITH THE 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) AND THE DEBTORS AND THEIR PROPERTY SHALL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO OR ARISING FROM SUCH CLAIM.**

**ANY SUCH ENTITY WHO IS REQUIRED, BUT FAILS, TO FILE A PROOF OF ADMINISTRATIVE CLAIM IN ACCORDANCE WITH THE ORDER ON OR BEFORE THE ADMINISTRATIVE CLAIMS BAR DATE SHALL BE PROHIBITED FROM PARTICIPATING IN ANY DISTRIBUTION IN THESE CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM OR RECEIVING FURTHER NOTICES REGARDING SUCH CLAIM.**

***Filing a Proof of Administrative Claim.*** Each Proof of Administrative Claim must be filed, including supporting documentation, either (i) electronically, using the interface available on Prime Clerk’s website at <https://cases.primeclerk.com/ascena/>, (ii) by U.S. Mail, which Proof of Administrative Claim must include an original signature, or (iii) by hand delivery system, which Proof of Claim must include an original signature, at the following address:

Ascena Retail Group, Inc.  
Claims Processing Center  
c/o Prime Clerk LLC  
850 3rd Avenue, Suite 412  
Brooklyn, NY 11232

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

***Contents of Proofs of Administrative Claim.*** 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 is in ink.

***Electronic Signatures Permitted.*** Proofs of Administrative Claim signed electronically by the claimant or an authorized agent or legal representative of the claimant will be accepted 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.

***Identification of the Debtor Entity.*** Each Proof of Administrative Claim must clearly identify the Debtor against which the Administrative 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 Ascena Retail Group, Inc.

***Claim Against Multiple Debtor Entities.*** Each Proof of Administrative Claim must state an Administrative 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 Ascena Retail Group, Inc.

***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, upon prior written consent of the Debtors' counsel, such Proof of Administrative Claim may include a summary of such documentation or an explanation as to why such documentation is not available; *provided* that any creditor that received such written consent shall be required to transmit such writings to Debtors' counsel upon request no later than ten days from the date of such request.

***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.

***Additional Information.*** If you have any questions regarding the claims process and/or you wish to obtain a copy of the Administrative Bar Date Notice, a proof of administrative claim form or related documents you may do so by: (i) calling the Debtors' restructuring hotline at (877) 930-4319 (toll free) or (347)-817-4076 (international); and/or (ii) visiting the Debtors' restructuring website at: <https://cases.primeclerk.com/ascena/>.