

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

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In re: )  
 ) Chapter 11  
 )  
CHARMING CHARLIE HOLDINGS INC., *et al.*,<sup>1</sup> ) Case No. 19-11534 (CSS)  
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 )  
Debtors. ) (Joint Administration Requested)  
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**AMENDED NOTICE OF AGENDA ON FIRST DAY MOTIONS SCHEDULED FOR  
HEARING FOR JULY 12, 2019 AT 3:00 P.M. (PREVAILING EASTERN TIME)<sup>2</sup>**

**PLEASE NOTE TIME OF HEARING HAS CHANGED FROM 2:00 P.M. TO 3:00 P.M.**

Hearing Date and Time: Friday, July 12, 2019, at **3:00 p.m.** (prevailing Eastern Time)

Location of Hearing: The Honorable Christopher S. Sontchi, Bankruptcy Judge,  
United States Bankruptcy Court for the District of Delaware  
824 Market Street, 5<sup>th</sup> Floor, Courtroom No. 6 Wilmington,  
Delaware 19801

Copies of Motions: A copy of each pleading can be viewed on the Court's  
website at <https://ecf.deb.uscourts.gov> and on the website of  
the Debtors' proposed notice and claims agent, PrimeClerk  
LLC at <https://cases.primeclerk.com/charmingcharlie>.  
Further information may be obtained by calling is (toll free)  
877-473-6628 or (local) 917-994-8414 or emailing to  
[charmingcharlieinfo@primeclerk.com](mailto:charmingcharlieinfo@primeclerk.com).

This agenda sets forth items in the order they appear in the first day motions  
binders delivered to the Court. The status of each is set forth below.

1. Voluntary Petitions
  - A. Charming Charlie Holdings Inc.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Charming Charlie Canada LLC (0693); Charming Charlie Holdings Inc. (6139); Charming Charlie International LLC (5887); Charming Charlie LLC (0263); Charming Charlie Manhattan LLC (7408); Charming Charlie USA, Inc. (3973); and Poseidon Partners CMS, Inc. (3302). The location of the Debtors' headquarters is: 6001 Savoy Drive, Ste. 600 Houston, Texas 77036.

<sup>2</sup> Parties who are unable to attend a hearing may request telephonic participation by contacting CourtCall toll free by phone (866-582-6878) or by facsimile (866-533-2946).

- B. Charming Charlie Canada LLC
  - C. Charming Charlie International LLC
  - D. Charming Charlie LLC
  - E. Charming Charlie Manhattan LLC
  - F. Charming Charlie USA, Inc.
  - G. Poseidon Partners CMS, Inc.
2. First Day Declaration. *Declaration of Alvaro Bellon, Chief Financial Officer of Charming Charlie Holdings Inc., in Support of Debtors' Chapter 11 Petitions and First Day Motions* [Docket No. 14; Filed: 7/11/2019].

Status: The declaration will be relied upon as evidentiary support for the first day matters listed below.

Procedural Motions

3. Joint Administration Motion. *Debtors' Motion Seeking Entry of an Order (I) Directing Joint Administration of Their Related Chapter 11 Cases and (II) Granting Related Relief* [Docket No. 3; Filed: 7/11/2019].

Status: This matter is going forward.

4. Creditor Matrix Motion. *Debtors' Motion Seeking Entry of an Order (I) Authorizing the Debtors to (A) File a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (B) Redact Certain Personal Identification Information for Employees, and (C) File a Consolidated List of Debtors' 30 Largest Unsecured Creditors and (II) Granting Related Relief* [Docket No. 4; Filed: 7/11/2019].

Status: This matter is going forward.

First Day Motions Pertaining to Financing

5. DIP Financing Motion. *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Status, (IV) Granting Adequate Protection to the Prepetition Lenders, (V) Modifying Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief* [Docket No. 15; Filed: 7/11/2019].

Related Documents:

- A. DIP Financing Declaration. *Declaration of Patrick Diercks In Support of Debtors' Motion Seeking Entry of Interim and Final*

*Orders (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Status, (IV) Granting Adequate Protection to the Prepetition Lenders, (V) Modifying Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief* [Docket No. 16; Filed: 7/11/2019]

**B. Notice of Filing of Exhibit 1 to Exhibit A of DIP Motion [Docket No. 46; Filed: 7/12/2019]**

Status: The Debtors will present an interim order and seek scheduling of a final hearing on the motion.

Applications Related to the Retention of Professionals

6. Prime Clerk Retention Application. *Debtors' Application For Entry of an Order (I) Approving The Retention and Appointment of Prime Clerk LLC as the Claims And Noticing Agent to the Debtors, Effective Nunc Pro Tunc To the Petition Date, and (II) Granting Related Relief* [Docket No. 13; Filed: 7/11/2019].

Status: This matter is going forward.

First Day Motions Pertaining to Business Operations

7. Cash Management Motion. *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, (C) Maintain Existing Business Forms, and (D) Continue to Perform Intercompany Transactions, (II) Granting Administrative Expense Status to Postpetition Intercompany Balances, and (III) Granting Related Relief* [Docket No. 6; Filed: 7/11/2019].

Status: The Debtors will present an interim order and seek scheduling of a final hearing on the motion.

8. Wages Motion. *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing, But Not Directing, the Debtors to (A) Pay Prepetition Employee Wages, Salaries, Other Compensation, and Reimbursable Employee Expenses and (B) Continue Employee Benefits Programs and (II) Granting Related Relief* [Docket No. 7; Filed: 7/11/2019].

Status: The Debtors will present an interim order and seek scheduling of a final hearing on the motion.

9. Shippers Motion. *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing Debtors to Pay Certain Prepetition Claims of Shippers, Import Claimants, and 503(b)(9) Claimants, and (II) Granting Related Relief* [Docket No. 10; Filed: 7/11/2019].

Status: The Debtors will present an interim order and seek scheduling of a final hearing on the motion.

10. Consulting Agreement Assumption and Store Closing Procedures Motion. *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to Assume the Consulting Agreement, (II) Approving Procedures for Store Closing Sales, (III) Approving the Implementation of Customary Store Bonus Program and Payments to Non-Insiders Thereunder, and (IV) Granting Related Relief* [Docket No. 12; Filed: 7/11/2019].

Status: The Debtors will present an interim order and seek scheduling of a final hearing on the motion.

11. Customer Programs Motion. *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to Maintain and Administer Their Existing Customer Programs and Honor Certain Prepetition Obligations Related Thereto and (II) Granting Related Relief* [Docket No. 5; Filed: 7/11/2019].

Status: The Debtors will present an interim order and seek scheduling of a final hearing on the motion.

12. Utilities Motion. *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Determining Adequate Assurance of Payment for Future Utility Services, (II) Prohibiting Utility Providers From Altering, Refusing, or Discontinuing Utility Services, (III) Establishing Procedures for Determining Adequate Assurance of Payment, (IV) Authorizing Fee Payments to Engie for Services Performed, (V) Requiring Utility Providers to Return Deposits for Utility Services No Longer in Use, and (VI) Granting Related Relief* [Docket No. 9; Filed: 7/11/2019].

Status: The Debtors will present an interim order and seek scheduling of a final hearing on the motion.

13. Taxes Motion. *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Payment of Certain Prepetition Taxes and Fees and (II) Granting Related Relief* [Docket No. 8; Filed: 7/11/2019].

Status: The Debtors will present an interim order and seek scheduling of a final hearing on the motion.

14. Insurance Motion. *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Their Obligations Under Insurance Policies Entered Into Prepetition, (B) Continue to Pay Brokerage Fees, (C) Renew, Supplement, Modify, or Purchase Insurance Coverage, (D) Maintain the Customs Surety Bonds, and (E) Enter Into a Premium Financing Agreement and Pay Premiums Thereunder and (II) Granting Related Relief* [Docket No. 11; Filed: 7/11/2019].

Status: The Debtors will present an interim order and seek scheduling of a final hearing on the motion.

Dated: **July 12, 2019**  
Wilmington, Delaware

*/s/ Domenic E. Pacitti*

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Domenic E. Pacitti (DE Bar No. 3989)  
Michael W. Yurkewicz (DE Bar No. 4165)  
Sally E. Veghte (DE Bar No. 4762)  
KLEHR HARRISON HARVEY BRANZBURG LLP  
919 N. Market Street, Suite 1000  
Wilmington, Delaware 19801  
Telephone: (302) 426-1189  
Facsimile: (302) 426-9193

- and -

Matthew M. Murphy (*pro hac vice* admission pending)  
Nathan S. Gimpel (*pro hac vice* admission pending)  
Matthew Smart (*pro hac vice* admission pending)  
PAUL HASTINGS LLP  
71 South Wacker Drive, Suite 4500  
Chicago, Illinois 60606  
Telephone: (312) 499-6000  
Facsimile: (312) 499-6100

Todd M. Schwartz (*pro hac vice* admission pending)  
PAUL HASTINGS LLP  
1117 South California Avenue  
Palo Alto, California 94304  
Telephone: (650) 320-1800  
Facsimile: (650) 320-1900

*Proposed Co-Counsel to the Debtors and Debtors in Possession*