

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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In re	:	Chapter 11
	:	
CLAIRE’S STORES, INC., et al.,	:	Case No. 18-10584 (MFW)
	:	
Debtors.¹	:	(Jointly Administered)
	:	
	x	

**NOTICE OF AMENDED² AGENDA OF MATTERS SCHEDULED FOR
HEARING ON SEPTEMBER 12, 2018 AT 10:30 A.M. (ET)³**

I. UNCONTESTED MATTER:

1. Motion to File Under Seal an Unredacted Version of (I) Motion of Oaktree Capital Management, L.P. for Entry of an Order Granting Derivative Standing and Authority to Prosecute and Settle Claims on Behalf of Certain of the Debtors and (II) a Declaration in Support Thereof [D.I. 651; filed July 19, 2018]

Response/Objection Deadline: August 9, 2018 at 4:00 p.m. (ET)

Responses/Objections Received: None

Related Documents

- A. Motion of Oaktree Capital Management, L.P for Entry of an Order Granting Derivative Standing and Authority to Prosecute and Settle Claims on behalf of Certain of the Debtors (SEALED) [D.I. 648; filed July 19, 2018]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are Claire’s Inc. (6919); Claire’s Stores, Inc. (0416); BMS Distributing Corp. (4117); CBI Distributing Corp. (5574); Claire’s Boutiques, Inc. (5307); Claire’s Canada Corp. (7936); Claire’s Puerto Rico Corp. (6113); and CSI Canada LLC. The Debtors’ corporate headquarters and service address is 2400 West Central Road, Hoffman Estates, Illinois 60192.

² **Amended agenda items appear in bold.**

³ The hearing will be held before The Honorable Mary F. Walrath at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 5th Floor, Courtroom 4, Wilmington, Delaware 19801 beginning at 10:30 a.m. (ET). Any person who wishes to appear telephonically at the hearing must contact COURTCALL, LLC at 866-582-6878 prior to **12:00 p.m. (noon) (ET) on Tuesday, September 11, 2018** register his/her telephonic appearance in accordance with the *Instructions for Telephonic Appearances Effective January 5, 2005, Revised May 11, 2018*.

- B. Motion of Oaktree Capital Management, L.P for Entry of an Order Granting Derivative Standing and Authority to Prosecute and Settle Claims on behalf of Certain of the Debtors (REDACTED) [D.I. 649; filed July 19, 2018]
- C. Declaration of Harrison Denman in Support of Oaktree's Standing Motion (SEALED) [D.I. 650; filed July 19, 2018]

Status: The hearing on this matter is adjourned to September 17, 2018 at 9:00 a.m. (ET).

II. FINAL PRE-TRIAL CONFERENCE ON PLAN CONFIRMATION MATTERS:

- 2. Modified Second Amended Joint Chapter 11 Plan of Reorganization of Claire's Stores, Inc. and its Debtor Affiliates [D.I. 855; filed August 31, 2018] (the "**Plan**")

Related Document:

- i. Order (I) Scheduling Certain Hearing Dates and Deadlines, (II) Establishing Certain Protocols in Connection with the Confirmation of the Debtors' Plan of Reorganization, and (III) Granting Related Relief [D.I. 675; filed July 25, 2018] (the "**Scheduling Order**")
- ii. **Modified Second Amended Joint Chapter 11 Plan of Reorganization of Claire's Stores, Inc. and its Debtor Affiliates (with Technical Modifications) [D.I. 939; filed September 10, 2018]**
- iii. **Notice of Filing of Blackline of Modified Second Amended Plan with Technical Modifications [D.I. 940; filed September 10, 2018]**

Status: As set forth in the Scheduling Order, the final pre-trial conference with respect to confirmation of the Plan will go forward.

III. CONTESTED MATTER:

- 3. Motion of Oaktree Capital Management, L.P. for Entry of an Order Granting Derivative Standing and Authority to Prosecute and Settle Claims on Behalf of Certain of the Debtors (SEALED) [D.I. 648; filed July 19, 2018]

Response/Objection Deadline: August 9, 2018 at 4:00 p.m. (ET); extended to August 16, 2018 for the Debtors and the Ad Hoc First Lien Group; extended to August 17, 2018 for the Official Committee of Unsecured Creditors

Responses/Objections Received:

- A. Debtors' Preliminary Objection to Motion of Oaktree Capital Management, L.P. for Entry of an Order Granting Derivative Standing and Authority to Prosecute and Settle Claims on Behalf of Certain of the Debtors [D.I. 784; filed August 16, 2018]
- B. Preliminary Objection of the Ad Hoc First Lien Group to Motion of Oaktree Capital Management, L.P. for Entry of an Order Granting Derivative Standing and Authority to Prosecute and Settle Claims on Behalf of Certain of the Debtors [D.I. 786; filed August 16, 2018]
- C. Statement of the Official Committee of Unsecured Creditors Regarding Motion of Oaktree Capital Management, L.P. for Entry of an Order Granting Derivative Standing and Authority to Prosecute and Settle Claims on Behalf of Certain of the Debtors [D.I. 788; filed August 17, 2018]
- D. Omnibus Reply in Support of Motion of Oaktree Capital Management, L.P. for Entry of an Order Granting Derivative Standing and Authority to Prosecute and Settle Claims on Behalf of Certain of the Debtors (REDACTED) [D.I. 924; filed September 9, 2018]

Related Documents:

- i. Motion of Oaktree Capital Management, L.P. for Entry of an Order Granting Derivative Standing and Authority to Prosecute and Settle Claims on Behalf of Certain of the Debtors (REDACTED) [D.I. 649; filed July 19, 2018]
- ii. Declaration of Harrison Denman in Support of Oaktree's Standing Motion (SEALED) [D.I. 650; filed July 19, 2018]
- iii. Declaration of Zachary I. Shapiro in Support of Debtors' Preliminary Objection to Motion of Oaktree Capital Management, L.P. for Entry of an Order Granting Derivative Standing and Authority to Prosecute and Settle Claims on Behalf of Certain of the Debtors [D.I. 787; filed August 16, 2018]
- iv. Omnibus Reply in Support of Motion of Oaktree Capital Management, L.P. for Entry of an Order Granting Derivative Standing and Authority to Prosecute and Settle Claims on Behalf of Certain of the Debtors (SEALED) [D.I. 923; filed September 9, 2018]

Status: The hearing on this matter is adjourned to September 17, 2018 at 9:00 a.m. (ET).

IV. INTERIM FEE APPLICATIONS:

4. First Interim Fee Applications (See Exhibit A attached hereto)

Related Documents:

- i. **Certification of Counsel Regarding First Omnibus Order Awarding Interim Allowance of Compensation for Services Rendered and Reimbursement of Expenses [Docket No. 942; filed September 11, 2018]**
- ii. **Revised Certification of Counsel Regarding First Omnibus Order Awarding Interim Allowance of Compensation for Services Rendered and Reimbursement of Expenses [Docket No. 947; filed September 11, 2018]**
- iii. **First Omnibus Order Awarding Interim Allowance of Compensation for Services Rendered and Reimbursement of Expenses [Docket No. 948; filed September 11, 2018]**

Status: On September 11, 2018, the Court entered an order resolving this matter with respect to the interim fee applications listed on Exhibit A. Accordingly, a hearing on this matter is no longer necessary.

Dated: September 11, 2018
Wilmington, Delaware

/s/ Brendan J. Schlauch

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and Debtors in Possession

EXHIBIT A

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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	:	
In re	:	Chapter 11
	:	
CLAIRE’S STORES, INC., et al.,	:	Case No. 18-10584 (MFW)
	:	
Debtors.¹	:	(Jointly Administered)
	:	
	x	

**INDEX OF INTERIM FEE APPLICATIONS
TO BE CONSIDERED AT THE SEPTEMBER 12, 2018 HEARING**

1. Combined Third Monthly and First Interim Fee Application of Cooley LLP, Lead Counsel to the Official Committee of Unsecured Creditors of Claire’s Stores, Inc., *et al.* for Compensation and Reimbursement of Expenses for the (I) Monthly Period of June 1, 2018 through June 30, 2018, and Interim Period of March 27, 2018 through June 30, 2018 [Docket No. 751; filed August 8, 2018]

Related Documents:

- A. First Monthly Application of Cooley LLP, Lead Counsel to the Official Committee of Unsecured Creditors of Claire’s Stores, Inc., *et al.* for Compensation and Reimbursement of Expenses for the Period March 27, 2018 through April 30, 2018 [Docket No. 431; filed May 29, 2018]
- B. Certificate of No Objection Regarding First Monthly Application of Cooley LLP, Lead Counsel to the Official Committee of Unsecured Creditors of Claire’s Stores, Inc., *et al.* for Compensation and Reimbursement of Expenses for the Period March 27, 2018 through April 30, 2018 (No Order Required) [Docket No. 524; filed June 19, 2018]
- C. Second Monthly Application of Cooley LLP, Lead Counsel to the Official Committee of Unsecured Creditors of Claire’s Stores, Inc., *et al.* for Compensation and Reimbursement of Expenses for the Period May 1, 2018 through May 31, 2018 [Docket No. 594; filed July 10, 2018]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are Claire’s Inc. (6919); Claire’s Stores, Inc. (0416); BMS Distributing Corp. (4117); CBI Distributing Corp. (5574); Claire’s Boutiques, Inc. (5307); Claire’s Canada Corp. (7936); Claire’s Puerto Rico Corp. (6113); and CSI Canada LLC. The Debtors’ corporate headquarters and service address is 2400 West Central Road, Hoffman Estates, Illinois 60192.

- D. Certificate of No Objection Regarding the Second Monthly Application of Cooley LLP, Lead Counsel to the Official Committee of Unsecured Creditors of Claire's Stores, Inc., *et al.* for Compensation and Reimbursement of Expenses for the Period May 1, 2018 through May 31, 2018 (No Order Required) [Docket No. 707; filed July 31, 2018]
 - E. Certificate of No Objection Regarding the Combined Third Monthly and First Interim Application of Cooley LLP, Lead Counsel to the Official Committee of Unsecured Creditors of Claire's Stores, Inc., *et al.* for Compensation and Reimbursement of Expenses for the (I) Monthly Period of June 1, 2018 through June 30, 2018 and (II) Interim Period of March 27, 2018 through June 30, 2018 (No Order Required) [Docket No. 834; filed August 30, 2018]
2. Combined Third Monthly and First Interim Application for Compensation and Reimbursement of Expenses of Province, Inc., as Financial Advisor to the Official Committee of Unsecured Creditors, for the (I) Monthly Period from June 1, 2018 through June 30, 2018 and (II) Interim Period from March 27, 2018 through June 30, 2018 [Docket No. 752; filed August 8, 2018]

Related Documents:

- A. First Monthly Application for Compensation and Reimbursement of Expenses of Province, Inc., as Financial Advisor to the Official Committee of Unsecured Creditors, for the Period from March 27, 2018 through April 30, 2018 [Docket No. 467; filed June 6, 2018]
- B. Certificate of No Objection Regarding First Monthly Fee Application for Compensation and Reimbursement of Expenses of Province, Inc., as Financial Advisor to the Official Committee of Unsecured Creditors, for the Period from March 27, 2018 through April 30, 2018 (No Order Required) [Docket No. 558; filed June 27, 2018]
- C. Second Monthly Application for Compensation and Reimbursement of Expenses of Province, Inc., as Financial Advisor to the Official Committee of Unsecured Creditors, for the Period from May 1, 2018 through May 31, 2018 [Docket No. 596; filed July 10, 2018]
- D. Certificate of No Objection Regarding the Second Monthly Application for Compensation and Reimbursement of Expenses of Province, Inc., as Financial Advisor to the Official Committee of Unsecured Creditors, for the Period from May 1, 2018 through May 31, 2018 (No Order Required) [Docket No. 709; filed July 31, 2018]
- E. Certificate of No Objection Regarding the Combined Third Monthly and First Interim Application for Compensation and Reimbursement of Expenses of Province, Inc., as Financial Advisor to the Official Committee of Unsecured Creditors, for the (I) Monthly Period from June 1, 2018 through June 30, 2018 and

(II) Interim Period of March 27, 2018 through June 30, 2018 (No Order Required) [Docket No. 835; filed August 30, 2018]

3. Combined Third Monthly and First Interim Fee Application of Bayard, P.A. for Compensation for Services Rendered and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors for the Monthly Period from June 1, 2018 through June 30, 2018 and Interim Period from March 27, 2018 through June 30, 2018 [Docket No. 755; filed August 10, 2018]

Related Documents:

- A. First Monthly Fee Application of Bayard, P.A. for Compensation for Services Rendered and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors for the Period from March 27, 2018 through April 30, 2018 [Docket No. 432; filed May 29, 2018]
 - B. Certificate of No Objection Regarding First Monthly Fee Application of Bayard, P.A. for Compensation for Services Rendered and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors for the Period from March 27, 2018 through April 30, 2018 (No Order Required) [Docket No. 525; filed June 19, 2018]
 - C. Second Monthly Fee Application of Bayard, P.A. for Compensation for Services Rendered and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors for the Period from May 1, 2018 through May 31, 2018 [Docket No. 595; filed July 10, 2018]
 - D. Certificate of No Objection Regarding the Second Monthly Fee Application of Bayard, P.A. for Compensation for Services Rendered and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors for the Period from May 1, 2018 through May 31, 2018 (No Order Required) [Docket No. 708; filed July 31, 2018]
 - E. Certificate of No Objection Regarding Combined Third Monthly and First Interim Fee Application of Bayard, P.A. for Compensation for Services Rendered and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors for the Monthly Period from June 1, 2018 through June 30, 2018 and Interim Period from March 27, 2018 through June 30, 2018 (No Order Required) [Docket No. 852; filed August 31, 2018]
4. Notice of First Interim Fee Application Request of FTI Consulting, Inc. for the Period from March 19, 2018 through June 30, 2018 [Docket No. 767; filed August 14, 2018]

Related Documents:

- A. First Monthly Fee Application of FTI Consulting, Inc. for Payment of Compensation and Reimbursement of Expenses as Financial Advisor to the

Debtors for the Period from March 19, 2018 through March 31, 2018 [Docket No. 404; filed May 17, 2018]

- B. Certification of No Objection Regarding the First Monthly Fee Application of FTI Consulting, Inc. for Payment of Compensation and Reimbursement of Expenses as Financial Advisor to the Debtors for the Period from March 19, 2018 through March 31, 2018 (No Order Required) [Docket No. 471; filed June 7, 2018]
 - C. Second Monthly Fee Application of FTI Consulting, Inc. for Payment of Compensation and Reimbursement of Expenses as Financial Advisor to the Debtors for the Period from April 1, 2018 through April 30, 2018 [Docket No. 551; filed June 25, 2018]
 - D. Certification of No Objection Regarding the Second Monthly Fee Application of FTI Consulting, Inc. for Payment of Compensation and Reimbursement of Expenses as Financial Advisor to the Debtors for the Period from April 1, 2018 through April 30, 2018 (No Order Required) [Docket No. 635; filed July 17, 2018]
 - E. Third Monthly Fee Application of FTI Consulting, Inc. for Payment of Compensation and Reimbursement of Expenses as Financial Advisor to the Debtors for the Period from May 1, 2018 through May 31, 2018 [Docket No. 698; filed July 27, 2018]
 - F. Certification of No Objection Regarding the Third Monthly Fee Application of FTI Consulting, Inc. for Payment of Compensation and Reimbursement of Expenses as Financial Advisor to the Debtors for the Period from May 1, 2018 through May 31, 2018 (No Order Required) [Docket No. 795; filed August 17, 2018]
 - G. Fourth Monthly Fee Application of FTI Consulting, Inc. for Payment of Compensation and Reimbursement of Expenses as Financial Advisor to the Debtors for the Period from June 1, 2018 through June 30, 2018 [Docket No. 766; filed August 14, 2018]
 - H. Certification of No Objection Regarding the Fourth Monthly Fee Application of FTI Consulting, Inc. for Payment of Compensation and Reimbursement of Expenses as Financial Advisor to the Debtors for the Period from June 1, 2018 through June 30, 2018 (No Order Required) [Docket No. 894; filed September 5, 2018]
5. First Interim Fee Application of Prime Clerk LLC, Administrative Advisor to the Debtors, for the Period from March 19, 2018 through June 30, 2018 [Docket No. 770; filed August 14, 2018]

Related Documents:

- A. Combined Monthly Fee Application of Prime Clerk LLC, Administrative Advisor to the Debtors, for Compensation for Services and Reimbursement of Expenses for

the Periods from (I) March 19, 2018 through March 31, 2018 and (II) April 1, 2018 through April 30, 2018 [Docket No. 439; filed June 1, 2018]

- B. Certification of No Objection Regarding the Combined Monthly Fee Application of Prime Clerk LLC, Administrative Advisor to the Debtors, for Compensation for Services and Reimbursement of Expenses for the Periods from (I) March 19, 2018 through March 31, 2018 and (II) April 1, 2018 through April 30, 2018 (No Order Required) [Docket No. 537; filed June 21, 2018]
 - C. Monthly Fee Application of Prime Clerk LLC, Administrative Advisor to the Debtors, for Compensation for Services and Reimbursement of Expenses for the Period from May 1, 2018 through May 31, 2018 [Docket No. 557; filed June 27, 2018]
 - D. Certification of No Objection Regarding the Monthly Fee Application of Prime Clerk LLC, Administrative Advisor to the Debtors, for Compensation for Services and Reimbursement of Expenses for the Period from May 1, 2018 through May 31, 2018 (No Order Required) [Docket No. 640; filed July 18, 2018]
 - E. Monthly Fee Application of Prime Clerk LLC, Administrative Advisor to the Debtors, for Compensation for Services and Reimbursement of Expenses for the Period from June 1, 2018 through June 30, 2018 [Docket No. 671; filed July 25, 2018]
 - F. Certification of No Objection Regarding the Monthly Fee Application of Prime Clerk LLC, Administrative Advisor to the Debtors, for Compensation for Services and Reimbursement of Expenses for the Period from June 1, 2018 through June 30, 2018 (No Order Required) [Docket No. 779; filed August 15, 2018]
6. First Interim Application of Weil, Gotshal & Manges LLP for Payment of Compensation and Reimbursement of Expenses for the Period March 19, 2018 through June 30, 2018 [Docket No. 774; filed August 14, 2018]

Related Documents:

- A. First Monthly Fee Statement of Weil, Gotshal & Manges LLP for Payment of Compensation and Reimbursement of Expenses for the Period March 19, 2018 through March 31, 2018 [Docket No. 338; filed May 2, 2018]
- B. Certification of No Objection Regarding the First Monthly Fee Statement of Weil, Gotshal & Manges LLP for Payment of Compensation and Reimbursement of Expenses for the Period March 19, 2018 through March 31, 2018 (No Order Required) [Docket No. 419; filed May 23, 2018]
- C. Second Monthly Fee Statement of Weil, Gotshal & Manges LLP for Payment of Compensation and Reimbursement of Expenses for the Period April 1, 2018 through April 30, 2018 [Docket No. 443; filed June 1, 2018]

- D. Certification of No Objection Regarding the Second Monthly Fee Statement of Weil, Gotshal & Manges LLP for Payment of Compensation and Reimbursement of Expenses for the Period April 1, 2018 through April 30, 2018 (No Order Required) [Docket No. 550; filed June 25, 2018]
 - E. Third Monthly Fee Statement of Weil, Gotshal & Manges LLP for Payment of Compensation and Reimbursement of Expenses for the Period May 1, 2018 through May 31, 2018 [Docket No. 568; filed June 29, 2018]
 - F. Certification of No Objection Regarding the Third Monthly Fee Statement of Weil, Gotshal & Manges LLP for Payment of Compensation and Reimbursement of Expenses for the Period May 1, 2018 through May 31, 2018 (No Order Required) [Docket No. 661; filed July 23, 2018]
 - G. Fourth Monthly Fee Statement of Weil, Gotshal & Manges LLP for Payment of Compensation and Reimbursement of Expenses for the Period June 1, 2018 through June 30, 2018 [Docket No. 705; filed July 31, 2018]
 - H. Certification of No Objection Regarding the Fourth Monthly Fee Statement of Weil, Gotshal & Manges LLP for Payment of Compensation and Reimbursement of Expenses for the Period June 1, 2018 through June 30, 2018 (No Order Required) [Docket No. 810; filed August 21, 2018]
7. Notice of First Interim Application Request of Richards, Layton & Finger, P.A. for the Period from March 19, 2018 through June 30, 2018 [Docket No. 775; filed August 14, 2018]

Related Documents:

- A. First Monthly Application of Richards, Layton & Finger, P.A. for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors in Possession for the Period from March 19, 2018 through March 31, 2018 [Docket No. 334; filed April 30, 2018]
- B. Certification of No Objection Regarding the First Monthly Application of Richards, Layton & Finger, P.A. for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors in Possession for the Period from March 19, 2018 through March 31, 2018 (No Order Required) [Docket No. 413; filed May 22, 2018]
- C. Second Monthly Application of Richards, Layton & Finger, P.A. for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors in Possession for the Period from April 1, 2018 through April 30, 2018 [Docket No. 435; filed May 30, 2018]
- D. Certification of No Objection Regarding the Second Monthly Application of Richards, Layton & Finger, P.A. for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and

Debtors in Possession for the Period from April 1, 2018 through April 30, 2018 (No Order Required) [Docket No. 530; filed June 20, 2018]

- E. Third Monthly Application of Richards, Layton & Finger, P.A. for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors in Possession for the Period from May 1, 2018 through May 31, 2018 [Docket No. 552; filed June 26, 2018]
 - F. Certification of No Objection Regarding the Third Monthly Application of Richards, Layton & Finger, P.A. for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors in Possession for the Period from May 1, 2018 through May 31, 2018 (No Order Required) [Docket No. 636; filed July 17, 2018]
 - G. Fourth Monthly Application of Richards, Layton & Finger, P.A. for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors in Possession for the Period from June 1, 2018 through June 30, 2018 [Docket No. 685; filed July 27, 2018]
 - H. Certification of No Objection Regarding the Fourth Monthly Application of Richards, Layton & Finger, P.A. for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors in Possession for the Period from June 1, 2018 through June 30, 2018 (No Order Required) [Docket No. 794; filed August 17, 2018]
- 8. First Interim Fee Application of Lazard Frères & Co. LLC as Investment Banker to the Debtors for Allowance of Compensation and Reimbursement of Expenses for the Period from March 19, 2018 through June 30, 2018 [Docket No. 778; filed August 15, 2018]
 - 9. Notice of First Interim Fee Application Request of Grant Thornton LLP as Auditor for the Debtors for Allowance of Compensation and Reimbursement of Expenses for the Period from March 19, 2018 through June 30, 2018 [Docket No. 782; filed August 15, 2018]