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

In re:

dELiA*s, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 14-23678 (RDD)

Jointly Administered

**NOTICE OF HEARING ON
DECEMBER 23, 2014 AT 10:00 A.M. (EASTERN TIME)**

PLEASE TAKE NOTICE that on December 7, 2014 (the “Petition Date”), the above-captioned debtors and debtors in possession (collectively, the “Debtors”) each filed a voluntary petition for relief under Chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) with the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE that, on December 9, 2014, the Court held a hearing on various forms of “first day” relief requested by the Debtors and entered orders granting the following motions (the “First Day Motions”) on an interim basis on December 10, 2014:

- *Motion of the Debtors for Entry of Interim and Final Orders (I) Authorizing the Continued Use of the Debtors’ Cash Management System, (II) Authorizing Continued Maintenance of Existing Bank Accounts and Business Forms, and (III) Extending the Time to Comply with the Requirements of Section 345(b) of the Bankruptcy Code (“Cash Management Motion”) [Docket No. 7];*

¹ The Debtors in these Chapter 11 cases, together with the last four digits of each Debtor’s federal tax identification number, are as follows: dELiA*s, Inc. (7172); dELiA*s Distribution Company (9076); A Merchandise, LLC (7639); dELiA*s Operating Company (3765); dELiA*s Retail Company (0036); dELiA*s Group Inc. (4035); AMG Direct, LLC (9236); dELiA*s Assets Corp. (3754); DACCS, Inc. (0225). The mailing address for the Debtors, solely for purposes of notices and communications, is: 50 West 23rd Street, New York, NY 10010.

- *Debtors' Motion for Entry of an Order Authorizing Debtors to Pay Prepetition Wages, Compensation, and Employee Benefits* ("Wage Motion") [Docket No. 8];
- *Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 1107 and 1108 and Fed. R. Bankr. P. 6003 Authorizing Debtors to (I) Maintain Existing Insurance Policies and Pay All Insurance Obligations Arising Thereunder, and (II) Renew, Revise, Extend Supplement, Change or Enter into New Insurance Policies* ("Insurance Motion") [Docket No. 10];
- *Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105(a), 507(a)(8) and 541 and Fed. R. Bankr. P. 6003 Authorizing the Debtors to Pay Certain Prepetition Sales, Use and Other Such Trust Fund Taxes and Related Obligations* ("Tax Motion") [Docket No. 11];
- *Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105(a) 363(b), 503(b), 506, 1107 and 1108 and Fed. R. Bankr. P. 6003 Authorizing Payment of Certain Prepetition Shipping and Delivery Charges* ("Shipping and Delivery Motion") [Docket No. 12];
- *Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105(A), 363, 507(A)(7), 1107 and 1108 and Fed. R. Bankr. P. 6003 Authorizing Continuation of Certain Customer Practices* ("Customer Practices Motion") [Docket No. 13];
- *Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to Obtain Postpetition Financing and Use Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing, and (IV) Granting Certain Related Relief* ("DIP Financing Motion") [Docket No. 14]; and
- *Debtors' Emergency Motion for Entry of Interim and Final Orders (A)(I) Approving the Debtors' Assumption of Agency Agreement, (II) Authorizing the Debtors to Sell Certain Assets through Store Closing Sales, (III) Authorizing the Debtors to Abandon Unsold Property, (IV) Waiving Compliance with Contractual Store Closing Sale Restrictions and Exempting the Debtors from State and Local Wage Requirements and Laws Restricting Store Closing Sales, (V) Granting Related Relief, and (VI) Scheduling a Final Hearing* ("Agency Agreement Motion") [Docket No. 15].

PLEASE TAKE FURTHER NOTICE that on December 7, 2014, the Debtors also filed the following document:

- *Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105(a) and 366 (I) Approving Debtor Proposed Form of Adequate Assurance of Payment, (II) Establishing Procedures for Resolving Objections by Utility Companies and (III) Prohibiting Utility Companies From Altering, Refusing or Discontinuing Service* ("Utilities Motion") [Docket No. 9].

PLEASE TAKE FURTHER NOTICE that a hearing to consider entry of an order granting the relief requested in the Utilities Motion and each of the First Day Motions on a final basis has been scheduled for **December 23, 2014 at 10:00 a.m. (Prevailing Eastern Time)** (the “Hearing”) before the Honorable Robert D. Drain, United States Bankruptcy Judge for the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, Courtroom 118, White Plains, New York 10601.

PLEASE TAKE FURTHER NOTICE that responses or objections, if any, to the granting of relief requested in the Utilities Motion or the First Day Motion on a final basis must be made in writing, state with particularity the grounds therefor, conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, be filed electronically in text searchable portable document format (PDF) with the Court in accordance with General Order M-399 (General Order M-399 can be found at www.nysb.uscourts.gov, the official website for the Court), by registered users of the Court’s case filing system and by all other parties in interest (with a hard-copy delivered directly to the Judge’s Chambers), and be served in accordance with General Order M-399, and upon (i) DLA Piper LLP (US), 1251 Avenue of the Americas, New York, New York 10020 (Attn: Gregg M. Galardi Esq., Dienna Corrado, Esq. and Arkady A. Goldin, Esq.); (ii) the Office of the United States Trustee for the Southern District of New York, 201 Varick Street, Suite 1006, New York, New York 10014 (Attn: Richard C. Morrissey, Esq. and Serene Nakano, Esq.); (iii) Choate, Hall & Stewart LLP, Two International Place, Boston, MA 02110 (Attn: John F. Ventola, Esq. and Seth Mennillo, Esq.); (iv) Goulston & Storrs PC, 400 Atlantic Avenue, Boston, MA 02110-3333 (Attn: James F. Wallack, Esq. and Gregory O. Kaden, Esq.); and (v) counsel to any statutory committee of unsecured creditors appointed, so as to be actually received **on or before 12:00 p.m. (Prevailing Eastern Time) on December 22, 2014.**

PLEASE TAKE FURTHER NOTICE that if no objection is timely filed with respect to the Cash Management Motion, the Wage Motion, Insurance Motion, Tax Motion, Shipping and Delivery Motion, or Customer Practices Motion, an order may be entered without a hearing on any of such motions.

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PLEASE TAKE FURTHER NOTICE that if you would like to receive copies of any of the First Day Motions or any other pleadings or documents filed in the above-captioned Chapter 11 cases, you may access such documents online (i) at the Bankruptcy Court's electronic case filing system located at www.nysb.uscourts.gov, (ii) free of charge on the website of the Debtors' proposed claims and noticing agent at <http://cases.primeclerk.com/delias>, or (iii) by contacting Prime Clerk, by mail at 830 Third Avenue, 9th Floor New York, New York 10022, by telephone at (855) 842-4126, or by e-mail at deliasinfo@primeclerk.com.

Dated: New York, New York
December 10, 2014

/s/ Gregg M. Galardi

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