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*Co-Counsel to Debtors in Possession*

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

In re:	)	Chapter 11
GEMSTONE SOLUTIONS GROUP, INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 19-30258 (KLP)
Debtors.	)	(Jointly Administered)

**NOTICE OF FILING OF (I) JOINT CHAPTER 11 PLAN;  
 (II) DISCLOSURE STATEMENT FOR JOINT CHAPTER 11 PLAN; AND  
 (III) MOTION FOR ENTRY OF AN ORDER (A) APPROVING THE DISCLOSURE  
 STATEMENT; (B) APPROVING SOLICITATION AND NOTICE MATERIALS;  
 (C) APPROVING FORMS OF BALLOTS AND ELECTION FORMS;  
 (D) ESTABLISHING SOLICITATION AND VOTING PROCEDURES;  
 (E) ESTABLISHING PROCEDURES FOR ALLOWING CERTAIN CLAIMS FOR  
 VOTING PURPOSES; (F) SCHEDULING A CONFIRMATION HEARING AND  
 (G) ESTABLISHING NOTICE AND OBJECTION PROCEDURES;  
 AND NOTICE OF HEARING**

**PLEASE TAKE NOTICE THAT** on January 31, 2020, the above-captioned debtors-in-possession (collectively, the “Debtors”) filed (i) the *Joint Chapter 11 Plan of Reorganization* [Docket No. 1324] (as may be modified, amended, or supplemented from time to time, the “Plan”),

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Gemstone Solutions Group, Inc. f/k/a Gymboree Group, Inc. (6587); Gemstone Solutions Intermediate Corporation f/k/a Gymboree Intermediate Corporation (1473); Gemstone Solutions Holding Corporation f/k/a Gymboree Holding Corporation (0315); Gemstone Solutions Wholesale, Inc. f/k/a Gymboree Wholesale, Inc. (6588); Gemstone Solutions Mark, Inc. f/k/a Gym-Mark, Inc. (6459); Gemstone Solutions Operations, Inc. f/k/a Gymboree Operations, Inc. (6463); Gemstone Solutions Distribution, Inc. f/k/a Gymboree Distribution, Inc. (8669); Gemstone Solutions Manufacturing, Inc. f/k/a Gymboree Manufacturing, Inc. (6464); Gemstone Solutions RS, LLC f/k/a Gymboree Retail Stores, LLC (6461); Gemstone Solutions Card, LLC f/k/a Gym-Card, LLC (5720); and Gemstone Solutions PR, LLC f/k/a Gymboree Island, LLC (1215). The Debtors’ service address is P.O. Box 192976, San Francisco, California 94119.

and (ii) the *Disclosure Statement for Debtors' Joint Chapter 11 Plan of Reorganization* [Docket No. 1325] (as modified, amended, or supplemented from time to time, the "Disclosure Statement")<sup>2</sup>, with the United States Bankruptcy Court for the Eastern District of Virginia (the "Court"):

**PLEASE TAKE FURTHER NOTICE THAT** on January 31, 2020, the Debtors filed the *Debtors' Motion for Entry of an Order (I) Approving the Disclosure Statement; (II) Approving Solicitation and Notice Materials; (III) Approving Forms of Ballots and Election Forms; (IV) Establishing Solicitation and Voting Procedures; (V) Establishing Procedures for Allowing Certain Claims for Voting Purposes; (VI) Scheduling a Confirmation Hearing and (VII) Establishing Notice and Objection Procedures* [Docket No. 1326] (the "Disclosure Statement Motion") seeking to, among other things: (a) schedule dates, procedures, and deadlines in connection with confirmation of the Plan; and (b) establish certain protocols in connection with those proceedings.

**PLEASE TAKE FURTHER NOTICE THAT your rights may be affected.** You should read these papers carefully and discuss them with your attorney, if you have one in these bankruptcy cases. (If you do not have an attorney, you may wish to consult one.)

**PLEASE TAKE FURTHER NOTICE THAT** if you fail to file timely a written response and to attend the hearing even if a response is timely filed, the Court may consider any objection you may have waived and enter an order granting the relief requested in the Disclosure Statement Motion.

**PLEASE TAKE FURTHER NOTICE THAT** in connection with the chapter 11 cases, on January 17, 2019, the Court entered its *Order (I) Establishing Certain Notice, Case Management and Administrative Procedures and (II) Granting Related Relief* [Docket No. 78] (the "Case Management Order"), which among other things, prescribes the manner in which objections must be filed and served and when hearings will be conducted. A copy of the Plan, Disclosure Statement, Disclosure Statement Motion, the Case Management Order, and all other documents filed in these cases may be obtained at no charge at <https://cases.primeclerk.com/gym> or for a fee via PACER at <http://www.vaeb.uscourts.gov>.

**PLEASE TAKE FURTHER NOTICE THAT** in accordance with the Case Management Order, if you wish to oppose the Disclosure Statement Motion, **on or before 5:00 p.m. (Prevailing Eastern Time) on February 28, 2020**, or such shorter time as the Court may hereafter order, and of which you may receive subsequent notice, **(the "Objection Deadline")**, you must file with the Court, at the address shown below, a written objection pursuant to Local Bankruptcy Rule 9013-1 and the Case Management Order:

Clerk of the Court  
United States Bankruptcy Court  
701 East Broad Street  
Richmond, Virginia 23219

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<sup>2</sup> Capitalized terms not otherwise defined herein shall have the same meanings set forth in the Plan or Disclosure Statement, as applicable.

**PLEASE TAKE FURTHER NOTICE THAT** in accordance with the Case Management Order, you must also serve a copy of your written objection on the Core Group, the 2002 List and the Affected Entities, as such terms are defined in the Case Management Order, **on or before the Objection Deadline.**

**PLEASE TAKE FURTHER NOTICE THAT** the Debtors will appear to be heard in connection with the Disclosure Statement Motion at the Hearing scheduled for **March 12, 2020, at 1:00 P.M. (Prevailing Eastern Time)** (the “Disclosure Statement Hearing”), or as soon thereafter as counsel may be heard, in the United States Bankruptcy Court, 701 East Broad Street, Room 5100, Richmond, Virginia 23219.

**PLEASE TAKE FURTHER NOTICE THAT** you should consult the Case Management Order before filing any written objection to the Disclosure Statement Motion.

Dated: January 31, 2020  
Richmond, Virginia

*/s/ Michael A. Condyles*

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