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

In re:)	Chapter 11
NINE WEST HOLDINGS, INC., <i>et al.</i> , ¹)	Case No. 18-10947 (SCC)
Debtors.)	(Jointly Administered)
)	

***FURTHER AMENDED AGENDA FOR HEARING TO BE HELD
JUNE 18, 2018, AT 11:00 A.M. (PREVAILING EASTERN TIME)²***

Time and Date of Hearing: June 18, 2018, at 11:00 a.m. (prevailing Eastern Time)
Location of Hearing: The Honorable Judge Shelley C. Chapman
United States Bankruptcy Court for the Southern District of New York
Alexander Hamilton Custom House
One Bowling Green, Courtroom No. 623
New York, New York 10004

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Nine West Holdings, Inc. (7645); Jasper Parent LLC (4157); Nine West Management Service LLC (4508); Kasper Group LLC (7906); Kasper U.S. Blocker LLC (2390); Nine West Apparel Holdings LLC (3348); Nine West Development LLC (2089); Nine West Distribution LLC (3029); Nine West Jeanswear Holding LLC (7263); One Jeanswear Group Inc. (0179); and US KIC Top Hat LLC (3076). The location of the Debtors’ service address is: 1411 Broadway, New York, New York 10018.

² ***Changes from the Amended Agenda for Hearing to Be Held June 18, 2018, at 11:00 a.m. (Prevailing Eastern Time) [Docket No. 386] are noted in bold and italic print herein.***

Copies of Motions: A copy of each pleading can be viewed on the Court's website at <http://www.nysb.uscourts.gov> and the website of the Debtors' proposed notice and claims agent, Prime Clerk LLC, at <https://cases.primeclerk.com/ninewest>. Further information may be obtained via email at ninewestinfo@primeclerk.com, or by calling toll free at (855) 628-7533, or internationally at (917) 651-0324.

I. MATTERS GOING FORWARD

1. ***Sale Motion.*** Debtors' Motion Seeking Entry of (I) an Order (A) Approving the Bidding Procedures, (B) Approving Procedures for the Assignment and Assumption of Executory Contracts, and (C) Granting Related Relief, and (II) an Order (A) Approving the Sale of Substantially All Assets of the Debtors' Nine West, Bandolino, and Associated Brands, (B) Authorizing the Debtors to Enter into and Perform Their Obligations Under the Asset Purchase Agreement, (C) Approving Assumption and Assignment of Certain Executory Contracts, and (D) Granting Related Relief. [Docket No. 20].

Responses Received:

- A. ***[Withdrawn]*** Oracle's Rights Reservation Regarding Debtors' Motion Seeking Entry of (I) an Order (A) Approving the Bidding Procedures, (B) Approving Procedures for the Assignment and Assumption of Executory Contracts, and (C) Granting Related Relief, and (II) an Order (A) Approving the Sale of Substantially All Assets of the Debtors' Nine West, Bandolino, and Associated Brands, (B) Authorizing the Debtors to Enter Into and Perform Their Obligations Under the Asset Purchase Agreement, (C) Approving Assumption and Assignment of Certain Executory Contracts, and (D) Granting Related Relief. [Docket No. 375].
- B. ***Notice of Withdrawal of Oracle's Rights Reservation Regarding Debtors' Motion Seeking Entry of (I) an Order (A) Approving the Bidding Procedures, (B) Approving Procedures for the Assignment and Assumption of Executory Contracts, and (C) Granting Related Relief, and (II) an Order (A) Approving the Sale of Substantially All Assets of the Debtors' Nine West, Bandolino, and Associated Brands, (B) Authorizing the Debtors to Enter Into and Perform Their Obligations Under the Asset Purchase Agreement, (C) Approving Assumption and Assignment of Certain Executory Contracts, and (D) Granting Related Relief. [Docket No. 392].***

Related Documents:

- A. Notice of Second Day Hearing. [Docket No. 98].
- B. Amended Notice of Second Day Hearing. [Docket No. 143].
- C. Order (A) Approving Bidding Procedures in Connection with the Sale of Substantially All of the Assets of the Debtors' Nine West, Bandolino, and

Associated Brands, (B) Approving Procedures for the Assignment and Assumption of Executory Contracts, and (C) Granting Related Relief. [Docket No. 223].

- D. Affidavit of Publication. [Docket No. 239].
- E. Notice of Designation of Successful Bid and Back-up Bid. [Docket No. 377].
- F. ***Supplemental Declaration of Michael O'Hara in Support of Debtors' Motion Seeking Entry of (I) an Order (A) Approving the Bidding Procedures, (B) Approving Procedures for the Assignment and Assumption of Executory Contracts, and (C) Granting Related Relief, and (II) an Order (A) Approving the Sale of Substantially All Assets of the Debtors' Nine West, Bandolino, and Associated Brands, (B) Authorizing the Debtors to Enter into and Perform Their Obligations Under the Asset Purchase Agreement, (C) Approving Assumption and Assignment of Certain Executory Contracts, and (D) Granting Related Relief. [Docket No. 388].***
- G. ***Revised Proposed Order (A) Approving the Sale of Substantially All of the Assets of the Debtors' Nine West, Bandolino, and Associated Brands Free and Clear of All Claims, Liens, Rights, Interests, and Encumbrances, (B) Authorizing the Debtors to Enter into and Perform Their Obligations Under the Asset Purchase Agreement, (C) Approving Assumption and Assignment of Certain Executory Contracts, and (D) Granting Related Relief. [Docket No. 395].***

Status: This matter is going forward.

- 2. ***Houlihan Lokey's Retention Application.*** Application of the Official Committee of Unsecured Creditors for an Order Under 11 U.S.C. §§ 328(a) and 1103, Fed. R. Bankr. P. 2014 and 2016, and Local Rule 2014-1, Authorizing Employment and Retention of Houlihan Lokey Capital, Inc. as Investment Banker, *Nunc Pro Tunc* to April 25, 2018. [Docket No. 267].

Responses Received: None.

Related Documents:

- A. Notice of Adjournment of Hearing on the Retention Applications of the Professionals for the Official Committee of Unsecured Creditors to June 18, 2018. [Docket No. 307].
- B. Certificate of No Objection to Application of the Official Committee of Unsecured Creditors for an Order Under 11 U.S.C. §§ 328(a) and 1103, and Fed. R. Bankr. P. 2014 and 2016, and Local Rule 2014-1, Authorizing

Employment and Retention of Houlihan Lokey Capital, Inc. as Investment Banker, Nunc Pro Tunc to April 25, 2018. [Docket No. 385].

Status: This matter is going forward.

II. CONTINUED MATTERS

3. ***DIP Financing Motion.*** Debtors' Motion for Entry of Interim and Final Orders (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Authorizing the Debtors to Use Cash Collateral, (C) Granting Liens and Providing Superpriority Administrative Expense Status, (D) Granting Adequate Protection to the Prepetition Secured Parties, (E) Modifying the Automatic Stay, (F) Scheduling a Final Hearing, and (G) Granting Related Relief. [Docket No. 33].

Responses Received: None.

Related Documents:

- A. Interim Order (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Authorizing the Debtors to Use Cash Collateral, (C) Granting Liens and Providing Superpriority Administrative Expense Status, (D) Granting Adequate Protection to the Prepetition Secured Parties, (E) Modifying the Automatic Stay, (F) Scheduling a Final Hearing, and (G) Granting Related Relief. [Docket No. 80].
- B. Notice of Entry of Interim Order (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Authorizing the Debtors to Use Cash Collateral, (C) Granting Liens and Providing Superpriority Administrative Expense Status, (D) Granting Adequate Protection to the Prepetition Secured Parties, (E) Modifying the Automatic Stay, (F) Scheduling a Final Hearing, and (G) Granting Related Relief. [Docket No. 92].
- C. Notice of Second Day Hearing. [Docket No. 98].
- D. Amended Notice of Second Day Hearing. [Docket No. 143].
- E. Notice of Hearing Regarding Debtors' Motion for Entry of Interim and Final Orders (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Authorizing the Debtors to Use Cash Collateral, (C) Granting Liens and Providing Superpriority Administrative Expense Status, (D) Granting Adequate Protection to the Prepetition Secured Parties, (E) Modifying the Automatic Stay, (F) Scheduling a Final Hearing, and (G) Granting Related Relief. [Docket No. 233].
- F. Notice of Cancellation of the Hearing Scheduled for May 21, 2018, and Adjournment of Certain Matters. [Docket No. 265].

- G. Revised *Proposed* Final Order (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Authorizing the Debtors to Use Cash Collateral, (C) Granting Liens and Providing Superpriority Administrative Expense Status, (D) Granting Adequate Protection to the Prepetition Secured Parties, (E) Modifying the Automatic Stay, (F) Scheduling a Final Hearing, and (G) Granting Related Relief. [Docket No. 365].
- H. ***Further Revised Proposed Final Order (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Authorizing the Debtors to Use Cash Collateral, (C) Granting Liens and Providing Superpriority Administrative Expense Status, (D) Granting Adequate Protection to the Prepetition Secured Parties, (E) Modifying the Automatic Stay, and (F) Granting Related Relief. [Docket No.394].***

Status: This matter is continued to June 25, 2018, at 11:00 a.m. (prevailing Eastern Time) with an objection deadline of June 18, 2018, at 5:00 p.m. (prevailing Eastern Time).

4. ***Cash Management Motion.*** Debtors' Motion for 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, and (II) Granting Related Relief. [Docket No. 7].

Responses Received: None.

Related Documents:

- A. Interim Order (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, and (II) Granting Related Relief [Docket No. 69].
- B. Notice of Second Day Hearing. [Docket No. 98].
- C. Amended Notice of Second Day Hearing. [Docket No. 143].
- D. Notice of Cancellation of the Hearing Scheduled for May 16, 2018, and Adjournment of Certain Matters. [Docket No. 245].
- E. Notice of Cancellation of the Hearing Scheduled for May 21, 2018, and Adjournment of Certain Matters. [Docket No. 265].

Status: This matter is continued to the June 25, 2018, at 11:00 a.m. (prevailing Eastern Time).

5. ***K&E's Retention Application.*** Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective *Nunc Pro Tunc* to the Petition Date. [Docket No. 212].

Responses Received: None. The Debtors are continuing to discuss open items with the U.S. Trustee.

Related Documents: None.

Status: This matter is continued to the June 28, 2018, at 10:00 a.m. (prevailing Eastern Time).

6. ***A&M's Retention Application.*** Debtors' Application Pursuant to 11 U.S.C. §§ 105(a) and 363(b) to (A) Retain Alvarez & Marsal North America, LLC to Provide the Debtors an Interim Chief Executive Officer and Certain Additional Personnel and (B) Designate Ralph Schipani as Interim Chief Executive Officer for Nine West Holdings, Inc. and its Debtor Affiliates, *Nunc Pro Tunc* to the Petition. [Docket No. 207].

Responses Received: None. The Debtors are continuing to discuss open items with the U.S. Trustee.

Related Documents: None.

Status: This matter is continued to June 28, 2018, at 10:00 a.m. (prevailing Eastern Time).

7. ***Berkeley Research Group's Retention Application.*** Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Berkeley Research Group, LLC as Financial Advisor for the Debtors and Debtors in Possession Effective *Nunc Pro Tunc* to the Petition Date. [Docket No. 209].

Responses Received: None. The Debtors are continuing to discuss open items with the U.S. Trustee and the UCC.

Related Documents: None.

Status: This matter is continued to June 28, 2018, at 10:00 a.m. (prevailing Eastern Time).

8. ***Munger, Tolles & Olson's Retention Application.*** Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Munger, Tolles & Olson LLP as Attorneys for the Debtors and Debtors in Possession Effective *Nunc Pro Tunc* to the Petition Date. [Docket No. 210].

Responses Received: None. The Debtors are continuing to discuss open items with the U.S. Trustee and the UCC.

Related Documents: None.

Status: This matter is continued to June 28, 2018, at 10:00 a.m. (prevailing Eastern Time).

9. ***Akin Gump's Retention Application.*** Application of the Official Committee of Unsecured Creditors of Nine West Holdings, Inc., et al., to Retain and Employ Akin Gump Strauss Hauer & Feld LLP as Counsel, *Nunc Pro Tunc* to April 19, 2018. [Docket No. 266].

Responses Received: None.

Related Documents:

- A. Notice of Adjournment of Hearing on the Retention Applications of the Professionals for the Official Committee of Unsecured Creditors to June 18, 2018. [Docket No. 307].

Status: This matter is continued to June 28, 2018, at 10:00 a.m. (prevailing Eastern Time).

10. ***Protiviti's Retention Application.*** Application of the Official Committee of Unsecured Creditors of Nine West Holdings, Inc., et al., to Retain and Employ Protiviti Inc. as Financial Advisor and Forensic Accountant *Nunc Pro Tunc* to April 27, 2018. [Docket No. 268].

Responses Received: None.

Related Documents:

- A. Notice of Adjournment of Hearing on the Retention Applications of the Professionals for the Official Committee of Unsecured Creditors to June 18, 2018. [Docket No. 307].

Status: This matter is continued to June 28, 2018, at 10:00 a.m. (prevailing Eastern Time).

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New York, New York
Dated: June 18, 2018

/s/ Joseph M. Graham

James H.M. Sprayregen, P.C.

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