

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

In re

PACIFIC SUNWEAR OF CALIFORNIA,  
INC., a California corporation, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No.: 16-10882 (LSS)

(Jointly Administered)

Re Docket Nos. 21, 215 & 237

**NOTICE OF DEADLINE FOR FILING OF PROOFS OF CLAIM**

**PLEASE TAKE NOTICE THAT:**

The United States Bankruptcy Court for the District of Delaware (the “Court”), having jurisdiction over the chapter 11 cases of Pacific Sunwear of California, Inc., Miraloma Borrower Corporation, and Pacific Sunwear Stores Corp. (collectively, the “Debtors”) has entered an order (the “Bar Date Order”) establishing (i) **June 13, 2016, at 5:00 p.m. (prevailing Eastern Time)** as the deadline by which each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, and trusts), other than governmental units, must file a proof of claim (each, a “Proof of Claim”) based on any asserted claims against the Debtors that arose prior to the Petition Date (as defined below), including requests for allowance and payment of claims under section 503(b)(9) of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) for goods delivered and received by the Debtors in the 20 days prior to the Petition Date (the “General Bar Date”), and (ii) **October 7, 2016, at 5:00 p.m. (prevailing Eastern Time)** as the deadline by which any governmental unit (as such term is defined in section 101(27) of the Bankruptcy Code) must file Proofs of Claim against the Debtors (the “Government Bar Date” and together with the General Bar Date, the Rejection Bar Date (as defined below), and the Supplemental Bar Date (as defined below), the “Bar Dates”). The Bar Date Order, the Bar Dates, as applicable, and the procedures set forth below for the filing of Proofs of Claim, apply to all claims against the Debtors that arose prior to April 7, 2016 (the “Petition Date”), on which day each of the Debtors commenced chapter 11 cases under the Bankruptcy Code (the “Cases”).

**1. WHO MUST FILE A PROOF OF CLAIM**

You **MUST** file a Proof of Claim to vote on any chapter 11 plan filed by the Debtors or to share in distributions from the Debtors’ bankruptcy estates if you have a claim (as defined in section 101(5) of the Bankruptcy Code) that arose prior to the Petition Date and it is not one of the other types of claims described in section 2 below. Acts or omissions of the Debtors that

<sup>1</sup> The Debtors and the last four digits of their respective federal taxpayer identification numbers are as follows: Pacific Sunwear of California, Inc. (9463-CA); Miraloma Borrower Corporation (0381-Del.); and Pacific Sunwear Stores Corp. (5792-CA). The Debtors’ address is 3450 East Miraloma Avenue, Anaheim, CA 92806.

arose before the Petition Date may give rise to claims against the Debtors that must be filed by the applicable Bar Date, notwithstanding that such claims may not have matured or become fixed or liquidated prior to the Petition Date.

Under section 101(5) of the Bankruptcy Code and as used herein, the word “claim” means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

## **2. PARTIES WHO NEED NOT FILE A PROOF OF CLAIM**

You need not file a Proof of Claim if:

- a. your claim is listed on the schedules of assets and liabilities filed by a Debtor (collectively, the “Schedules”) and (i) your claim is not described therein as “disputed,” “contingent,” or “unliquidated,” (ii) you do not dispute the amount, priority, or nature of the claim as set forth in the Schedules, and (iii) you do not dispute that the claim as listed in the Schedules is an obligation of the specific Debtor against which the claim is listed;
- b. your claim has been paid in full by the Debtors, pursuant to the relief granted by an order of the Bankruptcy Court or otherwise;
- c. you hold an interest in any of the Debtors, which interest is based exclusively upon the ownership of common stock, preferred stock, or rights to purchase, sell, or subscribe to such an interest; *provided, however,* that if you are an interest holder and wish to assert claims (as opposed to ownership interests) against any of the Debtors, including, without limitation, claims that arise out of or relate to the ownership or purchase of an interest, or the sale, issuance, or distribution of the interest, you must file Proofs of Claim on or before the applicable Bar Date unless another exception identified herein applies;<sup>2</sup>
- d. you hold a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration of the Debtors’ estates, unless you are a holder of a claim arising under section 503(b)(9) of the Bankruptcy Code,<sup>3</sup> which must be asserted by filing a Proof of Claim on

<sup>2</sup> The Debtors reserve all rights with respect to such claims, including, without limitation, to assert that such claims are subject to subordination pursuant to section 510(b) of the Bankruptcy Code.

<sup>3</sup> A claim arising under section 503(b)(9) of the Bankruptcy Code includes a claim for “the value of any goods received by the debtor within 20 days before the date of commencement of a case under [title 11] in which the goods have been sold to the debtor in the ordinary course of such debtor’s business.” 11 U.S.C. § 503(b)(9).

or prior to the General Bar Date;

- e. you hold a claim that has been allowed by a final order of this Court entered on or before the applicable Bar Date;
- f. you hold a claim, the amount and treatment of which has been agreed upon by you and the Debtors pursuant to a Qualified Vendor Support Agreement;
- g. you hold a claim for which a separate deadline is fixed by this Court;
- h. you hold a claim against the Debtors properly filed previously with the Clerk of the Court or with the Debtors' claims and noticing agent, Prime Clerk LLC (the "Claims Agent") (utilizing a claim form that substantially conforms to the Proof of Claim Form);
- i. you are a Debtor holding a claim against another Debtor;
- j. you hold a claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930;
- k. you are a current employee and you assert a claim solely for accrued prepetition vacation, sick leave, or holiday time; *provided, however*, that you must submit a Proof of Claim by the General Bar Date if your claim relates to (i) any unpaid wage or benefit other than vacation, sick leave, or holiday time or (ii) damages arising from claims for wrongful termination, discrimination, and/or workers' compensation insurance;
- l. you are a holder of one or more prepetition gift card(s) issued by the Debtors, in respect of a claim based solely on the prepaid monetary amount of such gift card(s), or a holder of merchandise credits;
- m. you are a current officer or director who has a claim for indemnification, contribution, or reimbursement;
- n. you are the ABL Agent or ABL Lender;
- o. you are the DIP Agent or a DIP Lender; or
- p. you are the Term Loan Agent or a Term Loan Lender.

**YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST ANY OF THE DEBTORS.**

This Notice is being sent to many persons and entities that have had some relationship with or have done business with the Debtors, but may not have an unpaid claim against the Debtors. The fact that you have received this Notice does not mean that you have a claim against the Debtors or that the Debtors or the Court believe that you have such a claim.

If the Debtors amend or supplement their Schedules subsequent to the mailing of this Bar Date Notice and related information, they will provide notice of any amendment or supplement of their Schedules to the holders of the claims affected thereby within ten (10) days of filing any such amendment or supplement. Holders of the claims affected thereby must file Proofs of Claim with respect to such claims by the later of (i) the applicable Bar Date, and (ii) 5:00 p.m. (prevailing Eastern Time) on the date that is twenty-one (21) days from the date on which notice is served (the “Supplemental Bar Date”); *provided, however*, that any affected party who filed a Proof of Claim prior to the date when the Debtors file an amendment or supplement to their Schedules shall not be required to file another Proof of Claim following such amendment or supplementation.

**3. EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

If you hold a claim arising from the rejection of an executory contract or unexpired lease you must file a Proof of Claim based on such rejection on or before the later of (i) 5:00 p.m. (prevailing Eastern Time) on the date that is thirty (30) days after the date you are served with notice of entry of an order approving the rejection of the executory contract or unexpired lease and (ii) the General Bar Date (the “Rejection Bar Date”).

**4. WHEN AND WHERE TO FILE**

All original Proofs of Claim must be filed so as to be received on or before the applicable Bar Date at 5:00 p.m. (prevailing Eastern Time) either (i) electronically via the interface available on the Claims Agent’s website at <https://cases.primeclerk.com/pacsun/EPOC-Index> or (ii) by first-class mail, overnight delivery service, or hand delivery to the Claims Agent at the following address:

Pacific Sunwear Claims Processing Center  
c/o Prime Clerk LLC  
830 3<sup>rd</sup> Avenue, 3<sup>rd</sup> Floor  
New York, NY 10022

**PROOFS OF CLAIM WILL BE DEEMED TIMELY FILED ONLY IF ACTUALLY RECEIVED BY THE CLAIMS AGENT ON OR BEFORE THE APPLICABLE BAR DATE AT 5:00 P.M. (PREVAILING EASTERN TIME). PROOFS OF CLAIM MAY NOT BE DELIVERED BY FACSIMILE, TELECOPY, OR EMAIL.**

**5. WHAT TO FILE**

Except for beneficial owners of PacSun’s public securities, the Debtors are enclosing a proof of claim form (the “Proof of Claim Form”) for use in the Debtors’ Cases. If your claim is scheduled by the Debtors (and not scheduled as disputed, contingent, or unliquidated), the form also may set forth the amount of your claim as scheduled by the Debtors and the specific Debtor against which the claim is scheduled. You will receive a different Proof of Claim Form for each claim scheduled in your name by the Debtors. If you disagree with any aspect of the Proof of Claim Form mailed to you by the Claims Agent, a blank Proof of Claim Form can be obtained free of charge from the Claims Agent’s website at <https://cases.primeclerk.com/pacsun>.

**IF YOU FILE A PROOF OF CLAIM, YOUR FILED PROOF OF CLAIM MUST (I) BE WRITTEN IN THE ENGLISH LANGUAGE; (II) DENOMINATE THE CLAIM IN LAWFUL CURRENCY OF THE UNITED STATES AS OF THE PETITION DATE; (III) CONFORM SUBSTANTIALLY WITH THE PROOF OF CLAIM FORM; (IV) BE SIGNED BY THE CLAIMANT OR BY AN AUTHORIZED AGENT OF THE CLAIMANT; (V) INDICATE THE PARTICULAR DEBTOR AGAINST WHICH THE CLAIM IS ASSERTED; (VI) SET FORTH THE LEGAL AND FACTUAL BASIS FOR THE ALLEGED CLAIM; AND (VII) INCLUDE SUPPORTING DOCUMENTATION (OR, IF SUCH DOCUMENTATION IS VOLUMINOUS, INCLUDE A SUMMARY OF SUCH DOCUMENTATION) OR AN EXPLANATION AS TO WHY SUCH DOCUMENTATION IS NOT AVAILABLE; PROVIDED, HOWEVER, THAT A PROOF OF CLAIM MAY BE FILED WITHOUT SUPPORTING DOCUMENTATION UPON THE PRIOR WRITTEN CONSENT OF THE DEBTORS.**

At the top of the first page of the Proof of Claim Form you must check the name of which Debtor you are asserting a claim against. If you are asserting claims against more than one Debtor, you must file a separate Proof of Claim with respect to each such Debtor.

Parties who wish to receive from the Claims Agent a proof of receipt of their Proofs of Claim, must also include with their original Proof of Claim a copy of such claim and a self-addressed and pre-stamped envelope.

Vendors of goods may be entitled assert claims arising prior to the Petition Date under section 503(b)(9) of the Bankruptcy Code to the extent that they delivered goods to the Debtors within the 20-day period prior to the Petition Date. The Court has deemed the filing of a proof of claim as satisfying the procedural requirements for asserting such a claim arising under section 503(b)(9) of the Bankruptcy Code. In addition to meeting all the other requirements of the immediately preceding paragraph above, any Proof of Claim asserting a section 503(b)(9) claim must (i) include the value of the goods delivered to and received by the Debtors in the 20 days prior to the Petition Date and (ii) attach any documentation identifying the particular invoices for which the section 503(b)(9) claim is being asserted and, if possible, identifying the date and time of delivery.

Holders of all claims must use the Proof of Claim Form. Proof of Claim Forms may be obtained from the Claims Agent website: <https://cases.primeclerk.com/pacsun> or by calling the Claims Agent at (844) 276-3027. Proof of Claim Forms may also be obtained from the Court's website: <http://www.deb.uscourts.gov>.

**6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE**

**EXCEPT WITH RESPECT TO CLAIMS OF THE TYPE SET FORTH IN SECTION 2 ABOVE, OR UNLESS OTHERWISE ORDERED BY THE COURT, ANY HOLDER OF A CLAIM AGAINST ANY OF THE DEBTORS WHO IS REQUIRED, BUT FAILS, TO FILE A PROOF OF SUCH CLAIM IN ACCORDANCE WITH THE BAR DATE ORDER ON OR BEFORE THE APPLICABLE BAR DATE SHALL NOT BE PERMITTED TO VOTE TO ACCEPT OR REJECT ANY CHAPTER 11 PLAN FILED**

**IN THESE CASES OR PARTICIPATE IN ANY DISTRIBUTION IN THESE CASES ON ACCOUNT OF SUCH CLAIM, UNLESS, IN EACH CASE, SUCH HOLDER'S CLAIM IS SET FORTH IN THE DEBTORS' SCHEDULES AS NON-CONTINGENT, LIQUIDATED, AND UNDISPUTED.**

**7. THE DEBTORS' SCHEDULES AND ACCESS THERETO**

You may be listed as the holder of a claim against the Debtors in the Schedules. Copies of the Schedules and the Bar Date Order may be examined for a fee by interested parties on the Court's electronic docket for the Cases, which is available at <http://www.deb.uscourts.gov> (a PACER login and password are required and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>). Additionally, electronic copies of the Schedules and the Bar Date Order may be viewed free of charge at the Debtors' Claims Agent's website at <https://cases.primeclerk.com/pacsun>. Copies of the Schedules may also be examined by interested parties between the hours of 8:00 a.m. and 4:00 p.m. (prevailing Eastern Time) at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801. Copies of the Schedules and the Bar Date Order are also available free of charge upon written request to proposed counsel to the Debtors, Klee, Tuchin, Bogdanoff & Stern, LLP, 1999 Avenue of the Stars, 39<sup>th</sup> Floor, Los Angeles, California 90067, Attn: Shanda Pearson, [spearson@ktbslaw.com](mailto:spearson@ktbslaw.com), Telephone: (310) 407-4029.

Dated: April 29, 2016

*/s/ Maris J. Kandestin*

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Michael R. Nestor, Esq. (Bar No. 3526)  
Joseph M. Barry, Esq. (Bar No. 4221)  
Maris J. Kandestin, Esq. (Bar No. 5294)  
Shane M. Reil, Esq. (Bar No. 6195)  
YOUNG CONAWAY STARGATT & TAYLOR, LLP  
Rodney Square  
1000 North King Street  
Wilmington, Delaware 19801  
Tel: (302) 571-6600  
Fax: (302) 571-1253  
Email: mnestor@ycst.com  
jbarry@ycst.com  
mkandestin@ycst.com  
sreil@ycst.com

and

Michael L. Tuchin, Esq.  
David M. Guess, Esq.  
Jonathan M. Weiss, Esq.  
Sasha M. Gurvitz, Esq.  
KLEE, TUCHIN, BOGDANOFF & STERN LLP  
1999 Avenue of the Stars, 39<sup>th</sup> Floor  
Los Angeles, CA 90067  
Tel: (310) 407-4029  
Fax: (310) 407-9090  
Email: mtuchin@ktbslaw.com  
dguess@ktbslaw.com  
jweiss@ktbslaw.com  
sgurvitz@ktbslaw.com

*Counsel for the Debtors and Debtors in Possession*