

**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)

**NOTICE OF AGENDA OF MATTERS SCHEDULED  
FOR HEARING ON SEPTEMBER 6, 2016 AT 11:00 A.M. (ET)**

**CONFIRMATION HEARING**

1. Revised Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [D.I. 710, 6/28/16]

Confirmation Response Deadline:

August 3, 2016 at 4:00 p.m. (ET) [Extended until August 5, 2016 at 11:59 p.m. (ET) for the U.S. Trustee]

Cure Notice Response Deadline:

August 3, 2016 at 4:00 p.m. (ET) [August 9, 2016 at 4:00 p.m.(ET) for Amended Cure Notice] [Extended until August 4, 2016 at 4:00 p.m. (ET) for Lake Georgia Plaza, LLC; extended until August 5, 2016 at 4:00 p.m. (ET) for CIII, BACM05-1 - Indian River, RetailMeNot Inc., and U.S. Department of Justice]

Confirmation Responses Received:

- A. *[Resolved]* Notice of a Debtors' Obligations Pursuant to License Issued and Regulated by the United States Federal Communications Commission [D.I. 363, 5/18/16]
- B. *[Outstanding]* Objection of Certain Landlords [DDR Corp., Equity One, Inc., Gregory Greenfield & Associates, Ltd., Jones Lang LaSalle Americas, Inc. and Rouse Properties, Inc.] to the Debtors' Proposed Disclosure Statement [D.I. 370, 5/19/16]

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<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.

- C. *[Outstanding]* Objection of the Class and PAGA Claimants to (A) Disclosure Statement for the Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and Subsidiary debtors and (B) Motion to Approve Disclosure Statement and Solicitation Procedures [D.I. 372, 5/19/16]
- D. *[Outstanding]* Objection of Centennial Real Estate Company, CenterCal Properties, LLC, Deutsche Asset & Wealth Management, Federal Realty Investment Trust, G&I Retail Carriage, GEM Realty Capital, Inc., GGP Limited Partnership, GTM Development, Ltd., Kravco Company, Metropolis Lifestyle Center, L.P., Paso Nuevo Owner, LLC, PGIM Real Estate, QKC Maui Owner, LLC, Saucon Valley Lifestyle Center, L.P., ST Mall Owner LLC, Starwood Retail Partners LLC, The Forbes Company, The Macerich Company, UBS Realty Investors LLC, Vintage Real Estate LLC, and YTC Mall Owner, LLC to Debtors' Disclosure Statement [D.I. 461, 6/13/16]
- E. *[Resolved]* Yakima County Treasurer's Objection Response to Incorrect Classification as Class 7 Unsecured Creditor for Confirmation of Proposed Plan [D.I. 593, 7/19/16]
- F. *[Withdrawn]* Objection of El Paso County Treasurer to Confirmation [D.I. 650, 8/1/16]
  - i. Notice of Withdrawal [D.I. 757, 8/16/16]
- G. *[Outstanding]* Objection of Centennial Real Estate Company, CenterCal Properties, LLC, Deutsche Asset & Wealth Management, Dimond Center, LLC, G&I VI Promenade, LLC, GEM Realty Capital, Inc., Metropolis Lifestyle Center, L.P., Paso Nuevo Owner, LLC, PGIM Real Estate, QKC Maui Owner, LLC, Saucon Valley Lifestyle Center, L.P., ST Mall Owner LLC, Starwood Retail Partners LLC, The Forbes Company, The Macerich Company, Vintage Real Estate LLC, and YTC Mall Owner, LLC to (A) Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto, and (B) the Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [D.I. 672, 8/3/16]
- H. *[Outstanding (with respect to Confirmation objection)]* Combined Limited Objection of Carousel Center Company, L.P., Champlain Centre North, LLC, Crossgates Mall General Company NewCo, LLC, Crystal Run NewCo, LLC, Holyoke Mall Company, L.P., JPMG Manassas Mall Owner LLC, EklecCo NewCo LLC, Poughkeepsie Galleria LLC, Salmon Run Shopping Center, L.L.C., Pyramid Walden Company, L.P. and Outlets of Michigan, LLC to (A) Joint Plan of Reorganization of Pacific Sunwear of California, Inc., and Its Debtor Affiliates pursuant to Chapter 11 of the Bankruptcy Code, and (B) Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 676, 8/3/16]

- i. Notice of Partial Withdrawal of Limited Objection [D.I. 690, 8/5/16]
- ii. Notice of Partial Withdrawal of Limited Objection [D.I. 698, 8/8/16]
- I. *[Outstanding]* Objection of the Class and PAGA Claimants to Confirmation of the Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and Subsidiary Debtors [D.I. 682, 8/3/16]
- J. *[Outstanding]* U.S. Trustee's Objection to Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [D.I. 695, 8/6/16]
- K. *[Resolved]* Informal Response of International Fidelity Insurance Company and/or Alleghany Casualty Company
- L. *[Resolved]* Informal Response of Aetna Life Insurance Company
- M. *[Resolved]* Informal Response of Texas Comptroller of Public Accounts
- N. *[Resolved]* Informal Response of Securities and Exchange Commission

Cure Notice Responses Received:

- A. *[Resolved]*<sup>2</sup> The Taubman Landlords' Cure Claim Objection [D.I. 611, 7/21/16]
- B. *[Resolved]*<sup>3</sup> Bellevue Square, LLC's Objection to Debtors' Proposed Lease Assumption Cure Amount [D.I. 632, 6/27/16]
- C. *[Withdrawn]* Objection of Preit Services, LLC to Debtors' Notice of Possible Assumption of Contract and Leases and Proposed Cure Amounts Related Thereto [D.I. 634, 7/27/16]
  - i. Notice of Withdrawal [D.I. 704, 8/8/16]
- D. *[Resolved]* Focus Workforce Services, Inc.'s Objection to Cure Amount [D.I. 637, 7/28/16]
- E. *[Withdrawn]* CBL & Associates Management, Inc.'s Cure Claim Objection [D.I. 646, 8/1/16]
  - i. Notice of Withdrawal [D.I. 804, 8/23/16]

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<sup>2</sup> The Taubman Landlords are withdrawing their cure objection subject to the filing of an amended cure schedule.

<sup>3</sup> Bellevue Square, LLC is withdrawing its cure objection subject to the filing of an amended cure schedule.

- F. *[Resolved]*<sup>4</sup> Objection of Berenson Freeport Associates LLC to Debtors' Proposed Cure Amounts [D.I. 652, 8/2/16]
- G. *[Withdrawn]* Response and Reservation of Rights By Plaza Del Caribe, S.E. and Plaza Las Americas, Inc. to Debtors' Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 653, 8/2/16]
  - i. Notice of Withdrawal [D.I. 798]
- H. *[Resolved]* Objection of Inland Commercial Real Estate Services, LLC to Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 655, 8/2/16]
- I. *[Withdrawn]* Objection of Constellation Energy Services of New York, Inc. f/k/a Intergrys Energy Services of New York, Inc. to Debtors' Proposed Cure Amount [D.I. 657, 8/2/16]
  - i. Notice of Withdrawal [D.I. 773, 8/19/16]
- J. *[Resolved]* Limited Objection of Simon Property Group, Inc. to Debtors' Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 658, 8/2/16]
- K. *[Withdrawn]* Objection of Constellation NewEnergy, Inc. to Debtors' Proposed Cure Amount [D.I. 659, 8/2/16]
  - i. Notice of Withdrawal [D.I. 773, 8/19/16]
- L. *[Withdrawn]* Objection of Constellation NewEnergy Gas Division LLC to Debtors' Proposed Cure Amount [D.I. 660, 8/2/16]
  - i. Notice of Withdrawal [D.I. 773, 8/19/16]
- M. *[Withdrawn]* Objection by (I) CambridgeSide Galleria Associates Trust (formerly known as Riverside Galleria Trust) and (II) Palm Beach Outlets I, LLC to Debtors' Proposed Cure Amounts re: Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 662, 8/2/16]
  - i. Notice of Withdrawal [D.I. 787, 8/22/16]

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<sup>4</sup> Berenson Freeport Associates LLC is hereby withdrawing its cure objection based on the objection being resolved by the filing of the second cure schedule.

- N. *[Outstanding]* Objection of Federal Realty Investment Trust, GGP Limited Partnership, GTM Development, Ltd., Kravco Company, Galleria Mall Investors, LLC, Montebello Town Center Investors, LLC, and Newgate Mall Equities LLC and Newgate Mall Holdings LLC, to Debtors' Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 663, 8/2/16]
- O. *[Withdrawn]* Hawaii Medical Assurance Association's Objection to Cure Amount [D.I. 668, 8/3/16]
  - i. Notice of Withdrawal [D.I. 717, 8/9/16]
- P. *[Resolved]* Cure Amount Response by Microsoft [D.I. 669, 8/3/16]
- Q. *[Withdrawn]* Objection of WP Glimcher Inc. to Cure Amounts Proposed in the Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 670, 8/3/16]
  - i. Notice of Withdrawal [D.I. 788, 8/22/16]
- R. *[Outstanding]* Objection of Certain Landlords [DDR Corp., Equity One, Inc., Gregory Greenfield & Associates, Ltd., Jones Lang LaSalle Americas, Inc. and Rouse Properties, Inc.] to (A) Notice of Filing of Plan Supplement Documents and (B) Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 671, 8/3/16]
- S. *[Outstanding]* Objection of Centennial Real Estate Company, CenterCal Properties, LLC, Deutsche Asset & Wealth Management, Dimond Center, LLC, G&I VI Promenade, LLC, GEM Realty Capital, Inc., Metropolis Lifestyle Center, L.P., Paso Nuevo Owner, LLC, PGIM Real Estate, QKC Maui Owner, LLC, Saucon Valley Lifestyle Center, L.P., ST Mall Owner LLC, Starwood Retail Partners LLC, The Forbes Company, The Macerich Company, Vintage Real Estate LLC, and YTC Mall Owner, LLC to (A) Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto, and (B) the Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [D.I. 672, 8/3/16]
- T. *[Resolved]* Objection by Westfield, LLC and Certain Affiliates to Cure Amounts and Possible Assumption of Westfield Leases [D.I. 673, 8/3/16]
- U. *[Withdrawn]* Ramco-Gershenson Properties, L.P. and Green Oak Village Place I, LLC's Cure Claim Objection [D.I. 675, 8/3/16]
  - i. Notice of Withdrawal [D.I. 801, 8/23/16]

- V. *[Resolved/Withdrawn (with respect to Cure objections)]* Combined Limited Objection of Carousel Center Company, L.P., Champlain Centre North, LLC, Crossgates Mall General Company NewCo, LLC, Crystal Run NewCo, LLC, Holyoke Mall Company, L.P., JPMG Manassas Mall Owner LLC, EklecCo NewCo LLC, Poughkeepsie Galleria LLC, Salmon Run Shopping Center, L.L.C., Pyramid Walden Company, L.P. and Outlets of Michigan, LLC to (A) Joint Plan of Reorganization of Pacific Sunwear of California, Inc., and Its Debtor Affiliates pursuant to Chapter 11 of the Bankruptcy Code, and (B) Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 676, 8/3/16]
  - i. Notice of Partial Withdrawal of Limited Objection [D.I. 690, 8/5/16]
  - ii. Notice of Partial Withdrawal of Limited Objection [D.I. 698, 8/8/16]
  
- W. *[Resolved]* Objection of Hanesbrands Inc. to Proposed Cure Amount Set Forth in the Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 677, 8/3/16]
  
- X. *[Withdrawn]* Objection of Champion Energy Services, LLC and Champion Energy, LLC to the Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 678, 8/3/16]
  - i. Notice of Withdrawal [D.I. 765, 8/17/16]
  
- Y. *[Resolved]*<sup>5</sup> Limited Objection of Tyco Integrated Security to Debtors' Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 679, 8/3/16]
  
- Z. *[Withdrawn]* Objection of Vestar Gateway, LLC to Debtors' Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 686, 8/3/16]
  - i. Notice of Withdrawal [D.I. 730, 8/10/16]
  
- AA. *[Withdrawn]* Limited Objection of Wells Fargo Bank, N.A. as Trustee for the registered holders of Banc of America Commercial Mortgage Inc. Commercial Pass-Through Certificate, Series 2005-1 to Debtors' Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 691, 8/5/16]
  - i. Notice of Withdrawal [D.I. 799, 8/23/16]

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<sup>5</sup> Tyco Integrated Security is withdrawing its cure objection subject to the filing of an amended cure schedule.

- BB. *[Resolved]* Informal response of Demandware Inc.
- CC. *[Resolved]* Informal response of Eatontown Monmouth Mall LLC
- DD. *[Resolved]* Informal response of Westside Properties 2 LLC
- EE. *[Resolved]* Informal response of CF II Buena Park Mall, LLC
- FF. *[Resolved]* Informal response of GDF Suez Energy Resources
- GG. *[Resolved]* Informal response of Zona Rosa Development, LLC
- HH. *[Resolved]* Informal response of Greene Town Center, LLC
- II. *[Resolved]* Informal response of Webb Gin Property (Sub) LLC
- JJ. *[Resolved]* Informal response of KKR Legends L.L.C.
- KK. *[Resolved]* Informal response of L&R Partners
- LL. *[Resolved]* Informal response of Vertex Inc.
- MM. *[Resolved]* Informal response of Retail Me Not Inc.
- NN. *[Resolved]* Informal response of Civil Clothing LA
- OO. *[Resolved]* Informal response of Lake George Plaza, LLC
- PP. *[Resolved]*<sup>6</sup> Informal response of Easton Town Center II
- QQ. *[Resolved]*<sup>7</sup> Informal Response of Liberty Center

Related Documents:

- A. Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Scheduling Plan Confirmation Hearing and Approving Form and Manner of Related Notice and Objection Procedures, (IV) Approving Procedures and Deadlines Concerning Executory Contracts and Unexpired Leases, (V) Approving Solicitation Packages and Procedures and Deadlines for Soliciting, Receiving and Tabulating Votes on the Plan, and (VI) Approving the Form of Ballot and Notice to Non-Voting Plan Classes [D.I. 513, 6/27/16]

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<sup>6</sup> Easton Town Center II is withdrawing its cure objection subject to the filing of an amended cure schedule.

<sup>7</sup> Liberty Center is withdrawing its cure objection subject to the filing of an amended cure schedule.

- B. Notice of (I) Approval of Disclosure Statement, (II) Establishment of Voting Record Date, (III) Hearing on Confirmation of Plan and Procedures and Deadline for Objecting to Confirmation of Plan, and (IV) Procedures and Deadline for Voting on Plan [D.I. 516, 6/27/16]
- C. Disclosure Statement for the Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and Subsidiary Debtors [D.I. 521, 6/28/16]
- D. Certification of Publication Regarding Notice of (I) Approval of Disclosure Statement, (II) Establishment of Voting Record Date, (III) Hearing on Confirmation of Plan and Procedures and Deadline for Objecting to Confirmation of Plan, and (IV) Procedures and Deadline for Voting on Plan [D.I. 544, 7/11/16]
- E. Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 608, 7/20/16]
- F. Notice of Filing of Plan Supplement Documents [D.I. 636, 7/27/16]
- G. Notice of Filing of Proposed Findings of Fact, Conclusions of Law, and Order Confirming Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and Its Debtor Affiliates [D.I. 643, 7/29/16]
- H. Amended Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [D.I. 665, 8/2/16]
- I. Notice of Filing of Revised Exhibit J (List of Preserved Claims) to Notice of Filing of Plan Supplement Documents [D.I. 697, 8/8/16]
- J. Declaration of Christina Pullo of Prime Clerk LLC Regarding the Solicitation of Votes and Tabulation of Ballots Cast on the Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [D.I. 706, 8/8/16]
- K. Notice of Filing of Revised Exhibit A (Plan Projections) to Notice of Filing of Plan Supplement Documents [D.I. 707, 8/8/16]
- L. Declaration of James Chu in Support of Confirmation of the Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [D.I. 708, 8/8/16]
- M. Declaration of Jay C. Jacquin in Support of Confirmation of the Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [D.I. 709, 8/8/16]



- N. Debtors' (I) Memorandum of Law in Support of Confirmation of the Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and its Debtor Affiliates and (II) Omnibus Reply to Objections Thereto [D.I. 711, 8/8/16]
- O. Declaration of Gary H. Schoenfeld in Support of Confirmation of the Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [D.I. 712, 8/8/16]
- P. Memorandum Decision on (A) Temporary Allowance of Claims For Voting Purposes; and (B) Motion to Reconsider and/or Amend the Court's June 22, 2016 Memorandum on Class Certification [D.I. 713, 8/8/16]
- Q. Notice of Filing of Revised Proposed Findings of Fact, Conclusions of Law, and Order Confirming Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and Its Debtor Affiliates [D.I. 714, 8/8/16]
- R. Debtors' Motion for Leave to Exceed Page Limit Requirements with Respect to Debtors' (I) Memorandum of Law in Support of Confirmation of the Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and its Debtor Affiliates and (II) Omnibus Reply to Objections Thereto [D.I. 715, 8/8/16]
- S. Notice of Filing of Blackline of Revised Plan [D.I. 716, 8/8/16]
- T. Notice of (i) Adjournment of Hearing to Consider Confirmation of the Plan and (ii) Rescheduled Omnibus Hearing [D.I. 721, 8/8/16]
- U. Second Amended Notice of (I) Possible Assumption of Contracts and Leases, (II) Fixing of Cure Amounts, and (III) Deadline to Object Thereto [Docket No. 726, 8/9/16]
- V. Notice of Filing of Revised Exhibit B-1 (Assumed Executory Contract and Unexpired Lease List) and Exhibit C-1 (Rejected Executory Contract and Unexpired Lease List) to Notice of Filing of Plan Supplement Documents [D.I. 727, 8/9/16]
- W. Notice of Amended and Restated Assumption and Cure Schedule [Docket No. 734, 8/11/16]
- X. Notice of Filing of Amended and Restated Exhibit B (Assumed Executory Contract and Unexpired Lease List) and Exhibit C (Rejected Executory Contract and Unexpired Lease List) to Notice of Filing of Plan Supplement Documents [D.I. 735, 8/11/16]
- Y. Omnibus Order Regarding Class and PAGA Claims [D.I. 745, 8/12/16]
- Z. Notice of Second Amended and Restated Assumption and Cure Schedule [Docket No. 776, 8/19/16]

- AA. Notice of Filing of Second Amended and Restated Exhibit B (Assumed Executory Contract and Unexpired Lease List) and Exhibit C (Rejected Executory Contract and Unexpired Lease List) to Notice of Filing of Plan Supplement Documents [D.I. 777, 8/19/16]
- BB. Supplemental Declaration of Christina Pullo of Prime Clerk LLC Regarding the Solicitation of Votes and Tabulation of Ballots Cast on the Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code [D.I. 786, 8/22/16]
- CC. Notice of Adjournment of Hearing to Consider Confirmation of the Plan [D.I. 800, 8/23/16]

Status: The responses received are resolved, withdrawn, or outstanding as noted above. This matter is going forward.

Dated: September 1, 2016

/s/ Maris J. Kandestin

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