

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
BEAUTY BRANDS, LLC, <i>et al.</i>)	Case No. 19-10031 (CSS)
Debtors. ¹)	Joint Administration Requested
)	

**DEBTORS’ NOTICE OF (I) FILING OF BANKRUPTCY PETITIONS
AND RELATED MOTIONS AND APPLICATIONS
AND (II) FIRST DAY HEARING THERON**

PLEASE TAKE NOTICE that on January 6, 2019, Beauty Brands, LLC and its affiliated debtors and debtors-in-possession in the above-captioned cases (collectively, the “Debtors”), filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE that a hearing (the “First Day Hearing”) will be held before the Honorable Christopher S. Sontchi, Chief United States Bankruptcy Judge, at the United States Bankruptcy Court, 824 North Market Street, 5th Floor, Courtroom No. 6, Wilmington, Delaware 19801, on **January 8, 2019 at 2:00 p.m. (prevailing Eastern time)** on the following motions, applications, and supporting documents requesting certain “first day” relief (collectively, the “First Day Motions”), which were filed or will be filed by the Debtors in connection with their chapter 11 cases:

Docket No.	First Day Motions
1	Beauty Brands, LLC Voluntary Chapter 11 Petition [Case No. 19-10031]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Beauty Brands, LLC (0290); Beauty Brands Payroll Holdings, Inc. (6218); and Beauty Brands Payroll, LLC (1789). The location of the Debtors’ corporate headquarters is 4600 Madison Avenue, Suite 400, Kansas City, MO 64112.

1	Beauty Brands Payroll Holdings, Inc. Voluntary Chapter 11 Petition [Case No. 19-10032]
1	Beauty Brands Payroll, LLC Voluntary Chapter 11 Petition [Case No. 19-10033]
3	Debtors' Motion for Entry of an Order (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief
4	Declaration of Timothy Boates in Support of First Day Motions
5	Debtors' Motion for an Order Authorizing Debtors to (I) File a Consolidated List of Creditors; (II) File a Consolidated List of Debtors' Thirty Creditors Holding Largest Unsecured Claims; and (III) Mail Initial Notices
6	Debtors' Motion for Interim and Final Orders Granting (I) Authority to (A) Continue Using Existing Bank Accounts, Business Forms, Cash Management System, and Credit Card Programs and Pay All Fees Related Thereto, (B) Implement Ordinary Course Changes to Cash Management System, Including Open and Close Bank Accounts, (C) Continue Intercompany Transactions, and (D) Provide Administrative Priority for Intercompany Claims, (II) A Waiver of the Requirements of Section 345(b) of the Bankruptcy Code, and (III) Related Relief
7	Debtors' Motion for Entry of Interim and Final Orders Authorizing the Debtors to (A) Pay Pre-Petition Employee Obligations and (B) Maintain and Continue Employee Benefit Programs and Pay Related Administrative Obligations
8	Debtors' Motion Pursuant to Sections 105(a), 362(d), 363(b), 363(c), and 503(b) of the Bankruptcy Code for Authorization to (A) Continue Their Workers' Compensation, Liability, Property, and Other Insurance Programs, (B) Pay All Obligations in Respect Thereof and (C) Enter into Premium Financing Agreements in the Ordinary Course of Business
9	Debtors' Motion for Entry of Interim and Final Orders Authorizing the Payment of Pre-Petition Taxes and Assessments
10	Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing Debtors to Honor Certain Pre-Petition Customer Programs in the Ordinary Course of Business and (II) Granting Related Relief
11	Motion Pursuant to Sections 105 and 366 of the Bankruptcy Code for Entry of Interim and Final Orders (I) Prohibiting Utility Companies from Altering, Refusing or Discontinuing Services to, or Discriminating Against, the Debtors and (II) Determining that the Utility Companies are Adequately Assured of Post-Petition Payment

12	Debtors' Application for an Order, Pursuant to 28 U.S.C. § 156(c), Bankruptcy Rule 2002(f), and Local Rule 2002-1(f), Appointing Donlin, Recano & Company, Inc. as Claims and Noticing Agent, Nunc Pro Tunc to the Petition Date
13	Motion of the Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Post-Petition Financing, (B) Grant Liens and Superpriority Administrative Expense Claims to Post-Petition Lenders and (C) Utilize Cash Collateral, (II) Providing Adequate Protection to the Pre-Petition Secured Parties, (III) Modifying the Automatic Stay, (IV) Granting Related Relief, Pursuant to 11 U.S.C. Sections 105, 361, 362, 363, 364 and 507, and (V) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 and Local Rule 4001-2
14	Debtors' Emergency Motion for Interim and Final Orders (I) Authorizing the Debtors to Assume the Agency Agreement; (II) Authorizing the Debtors to Sell Certain Assets Through Store Closing Sales, With Such Sales to be Free and Clear of All Liens, Claims and Encumbrances; (III) Authorizing Customary Bonuses to Employees of Closing Business Locations; (IV) Waiving Compliance with Contractual Store Closing Sale Restrictions; (V) Authorizing the Debtors to Abandon Certain Unsold Property; and (VI) Granting Related Relief
Docket No.	Scheduling Motions
16	Debtors' Motion for Entry of (A) An Order (I) Scheduling a Hearing on the Approval of the Sale of All or Substantially All of the Debtors' Assets Free and Clear of All Encumbrances, and the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (II) Approving Certain Bidding Procedures, Assumption and Assignment Procedures, and Bid Protections and the Form and Manner of Notice Thereof, and (III) Granting Related Relief; and (B) An Order (I) Authorizing the Sale of All or Substantially All of the Debtors' Assets Free and Clear of All Encumbrances, (II) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (III) Granting Related Relief

18	Declaration of Dermott O’Flanagan in Support of Debtors’ Motion for Entry of (A) An Order (I) Scheduling a Hearing on the Approval of the Sale of All or Substantially All of the Debtors’ Assets Free and Clear of All Encumbrances, and the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (II) Approving Certain Bidding Procedures, Assumption And Assignment Procedures, And Bid Protections And The Form And Manner Of Notice Thereof, and (III) Granting Related Relief; And (B) An Order (I) Authorizing The Sale Of All Or Substantially All Of The Debtors’ Assets Free And Clear Of All Encumbrances, (II) Authorizing The Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases, And (III) Granting Related Relief and Related Motion to Shorten Notice
19	Motion of the Debtors for Expedited Consideration of Debtors’ Motion for, Inter Alia, Entry of Bidding Procedures Order

PLEASE TAKE FURTHER NOTICE that copies of the First Day Motions referenced above may be inspected in the Office of the Clerk of the Bankruptcy Court during normal business hours or downloaded from the Bankruptcy Court’s website at www.deb.uscourts.gov. Please note that prior registration with the PACER Service Center and payment of a fee may be required to access such documents through the Bankruptcy Court’s website. Parties in interest may sign up for a PACER account by visiting the PACER website at <http://pacer.psc.uscourts.gov> or by calling (800) 676-6856. Additionally, copies of the First Day Motions are available on the website maintained by the Debtors’ proposed claims and noticing agent, Donlin, Recano & Company, Inc. at <http://www.donlinrecano.com/beautybrands>. Requests for copies of the First Day Motions and further information regarding the First Day Hearing may also be made to proposed counsel for the Debtors at the telephone number and address listed below.

PLEASE TAKE FURTHER NOTICE that parties who are unable to attend the First Day Hearing in person may request telephonic participation in accordance with the Instructions for Telephonic Appearances (*see* <http://www.deb.uscourts.gov>) by contacting CourtCall at (866) 582-6878.

PLEASE TAKE FURTHER NOTICE that any and all objections or responses to the First Day Motions may be made at the First Day Hearing.

Dated: January 7, 2019
Wilmington, Delaware

ASHBY & GEDDES, P.A.

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