

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re

Charlotte Russe Holding, Inc., *et al.*,¹

Debtors.

Chapter 11

Case No.: 19-10210 (LSS)

(Joint Administration Requested)

**NOTICE OF (I) FILING OF BANKRUPTCY PETITIONS AND RELATED PLEADINGS
AND (II) HEARING TO CONSIDER FIRST DAY PLEADINGS**

PLEASE TAKE NOTICE that on February 3, 2019, Charlotte Russe Holding, Inc. and its above-captioned affiliated debtors and debtors in possession (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 1041-1532, as amended (the “Bankruptcy Code”) with the Clerk of the United States Bankruptcy Court of the District of Delaware (the “Court”). The Debtors continue to operate their business as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

PLEASE TAKE FURTHER NOTICE that the Debtors will present the following pleadings (collectively, the “First Day Pleadings”) at a hearing on **February 5, 2019 at 10:00 a.m. (ET)** (the “Hearing”) before the Honorable Laurie Selber Silverstein, United States Bankruptcy Judge, at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom #2, Wilmington, Delaware, 19801:

¹ The Debtors and the last four digits of their respective federal taxpayer identification numbers are as follows: Charlotte Russe Holding, Inc. (4325); Charlotte Russe Holdings Corporation (1045); Charlotte Russe Intermediate Corporation (6345); Charlotte Russe Enterprise, Inc. (2527); Charlotte Russe, Inc. (0505); Charlotte Russe Merchandising, Inc. (9453); and Charlotte Russe Administration, Inc. (9456). The Debtors’ headquarters are located at 5910 Pacific Center Boulevard, Suite 120, San Diego, CA 92121.

1. Debtors' Motion for Entry of an Order Directing Joint Administration of Related Chapter 11 Cases for Procedural Purposes Only [Filing Date: 2/3/19; D.I. 4]
2. Debtors' Motion for Entry of Order (I) Authorizing the Debtors to Prepare Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor and (II) Granting Related Relief [Filing Date: 2/3/19; D.I. 5]
3. 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 [Filing Date: 2/3/19; D.I. 6]
4. Debtors' Motion for Entry of an Order Authorizing Maintenance, Administration, and Continuation of Certain Customer Programs [Filing Date: 2/3/19; D.I. 7]
5. Debtors' Motion for Entry of Interim and Final Orders Authorizing Payment of Certain Prepetition Shipping, Delivery, and Warehousemen Charges [Filing Date: 2/3/19; D.I. 8]
6. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Continued Use of Cash Management System, (II) Authorizing Continued Use of Existing Business Forms, (III) Authorizing the Continuation of Intercompany Transactions, (IV) Granting Administrative Priority Status to Post-Petition Intercompany Transactions, (V) Authorizing Use of Prepetition Bank Accounts, Account Control Agreements, and Certain Payment Methods, and (VI) Temporarily Suspending the Requirements of 11 U.S.C. § 345(b) [Filing Date: 2/3/19; D.I. 9]
7. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Payment of Prepetition Sales, Use, and Franchise Taxes and Similar Taxes and Fees And (II) Authorizing Banks and Other Financial Institutions to Receive, Process, Honor, and Pay Checks Issued and Electronic Payment Requests Made Relating to the Foregoing [Filing Date: 2/3/19; D.I. 10]
8. Debtors' Motion for Entry of Interim and Final Orders (I) Approving the Debtors' Proposed Adequate Assurance of Payment for Future Utility Services, (II) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Services, (III) Approving the Debtors' Proposed Procedures for Resolving Adequate Assurance Requests, and (IV) Granting Related Relief [Filing Date: 2/3/19; D.I. 11]
9. Motion for Interim and Final Orders Authorizing (I) Payment of Wages, Compensation and Employee Benefits and (II) Financial Institutions to Honor and Process Checks and Transfers Related to Such Obligations [Filing Date: 2/3/19; D.I. 12]

10. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing (A) Continuation of, and Payment of Prepetition Obligations Incurred in the Ordinary Course of Business in Connection with Various Insurance Policies, (B) Continuation of, and Payment of Prepetition Obligations Incurred in the Ordinary Course of Business in Connection with Insurance Premium Financing Programs, and (C) Maintenance of the Customs Surety Bonds and (II) Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related Thereto [Filing Date: 2/3/19; D.I. 13]
11. Debtors' Emergency Motion for Interim and Final Orders (I) Authorizing the Commencement/Continuation of Store Closing Sales in Accordance with the Store Closing Agreement and Sale Guidelines, with Such Sales to be Free and Clear of All Liens, Claims, and Encumbrances; (II) Authorizing the Assumption of the Store Closing Agreement; and (III) Granting Related Relief [Filing Date: 2/4/19; D.I. 14]
12. Debtors' Motion for Entry of Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, and 507 and Fed. R. Bankr. P. 2002, 4001 and 9014 (I) Authorizing Debtors and Debtors in Possession to Obtain Postpetition Financing, (II) Authorizing Use of Cash Collateral, (III) Granting Liens and Super-Priority Claims, (IV) Granting Adequate Protection to Prepetition Secured Lenders, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [Filing Date: 2/4/19; D.I. 15]
13. Motion to Shorten Notice and Objection Periods Regarding Debtors' Combined Motion for Entry of an Order (I) Approving Bid and Sale Procedures, (II) Approving Certain Bidding Protections, (III) Approving the Form and Manner of Notice of the Sale and Assumption and Assignment of Executory Contracts and Unexpired Leases, (IV) Scheduling an Auction and Sale Hearing; and (V) Approving Sale [Filing Date: 2/4/19; D.I. 18]

PLEASE TAKE FURTHER NOTICE that copies of all First Day Pleadings will be mailed subsequent to the Hearing in accordance with Rule 9013-1(m) of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware, and are currently available on the website (free of charge) of the Debtors' proposed claims and noticing agent, Donlin, Recano & Company, Inc., dedicated to these chapter 11 cases, www.donlinrecano.com/charlotterusse, or on the Court's website, <https://ecf.deb.uscourts.gov>. Further information may be obtained by calling (877) 864-4836, emailing crinfo@donlinrecano.com, or upon request from undersigned proposed counsel to the Debtors.

All parties wishing to participate in the Hearing telephonically must make arrangements with Court Call by telephone at (888) 882-6878 or on the Internet at www.courtcall.com before Tuesday, February 5, 2019 at 9:00 a.m.

Dated: February 4, 2019
Wilmington, Delaware

BAYARD, P.A.

/s/ Justin R. Alberto

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*Proposed Co-Counsel for the Debtors
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