

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

In re:	)	
	)	Chapter 11
LIMITED STORES COMPANY, LLC, <i>et al.</i> , <sup>1</sup>	)	
	)	Case No. 17-10124 (KJC)
Debtors.	)	
	)	(Jointly Administered)

**NOTICE OF DEADLINE FOR FILING PROOFS OF CLAIM, INCLUDING REQUESTS  
FOR PAYMENT PURSUANT TO SECTION 503(B)(9) OF THE BANKRUPTCY CODE**

**TO: ALL PERSONS AND ENTITIES WHO MAY HAVE CLAIMS AGAINST ANY OF  
THE FOLLOWING DEBTOR ENTITIES:**

DEBTOR	CASE NO.
Limited Stores Company, LLC	17-10124
Limited Stores, LLC	17-10125
The Limited Stores GC, LLC	17-10126

**PLEASE TAKE NOTICE THAT:**

On January 17, 2017 (the “Petition Date”), Limited Stores Company, LLC and its debtor affiliates (collectively, the “Debtors”), filed voluntary petitions for relief under chapter 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware (the “Court”).

On February 16, 2017, the Court entered an order (the “Bar Date Order”) establishing (i) **April 5, 2017 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, including requests for allowance and payment of claims under section 503(b)(9) of 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) **July 17, 2017, 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, and the Supplemental Bar Date (each as defined below), the “Bar Dates”). The Bar Date Order, the Bar Dates, as applicable, and

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Limited Stores Company, LLC (6463); Limited Stores, LLC (0165); and The Limited Stores GC, LLC (6094). The location of the Debtors’ service address is: 7775 Walton Parkway, Suite 400, New Albany, Ohio 43054.

the procedures set forth below for the filing of Proofs of Claim, apply to all claims against the Debtors that arose prior to the Petition Date.

### **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 herein as not having to file a claim. Acts or omissions of the Debtors that 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.

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

You need not file a proof of claim if:

- i. You have already filed a signed proof of claim against the respective Debtor(s) with the Clerk of the Court or with the Claims Agent in a form substantially similar to Official Form 410;
- ii. your claim is listed on the Schedules if: (i) the claim is *not* scheduled as any of "disputed," "contingent," or "unliquidated;" (ii) such entity agrees with the amount, nature, and priority of the claim as set forth in the Schedules; and (iii) such entity does not dispute that its claim is an obligation only of the specific Debtor against which the claim is listed in the Schedules;
- iii. your claim has previously been allowed by order of the Court;
- iv. your claim has been paid in full by the Debtors pursuant to the Bankruptcy Code or in accordance with an order of the Court;
- v. you are a Debtor with a claim against another Debtor;
- vi. you hold an interest in any of the Debtors, which interest is based exclusively on the ownership of common stock, preferred stock, membership interests, partnership interests, or rights to purchase, sell, or subscribe to such an interest; *provided*, that if you are an interest holder and wish to assert claims (as opposed to ownership interests) against any

of the Debtors, including claims that arise out of or relate to the ownership or purchase of an interest, you must file proofs of claim on or before the applicable Bar Date unless another exception identified herein applies;<sup>2</sup>

- vii. you are a current employee of the Debtors, if an order of this Court authorized the Debtors to honor such claim in the ordinary course of business as a wage, commission, or benefit; *provided*, that if you are a current employee you must submit a proof of claim by the General Bar Date for all other claims arising before the Petition Date, including claims for wrongful termination, discrimination, harassment, hostile work environment, and/or retaliation;
- viii. you are a current officer or director for claims based on indemnification, contribution, or reimbursement;
- ix. you hold a claim for which a separate deadline is fixed by this Court;
- x. you hold a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration incurred in the ordinary course, *provided*, that if you assert a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code you must assert such claims by filing a request for payment or a proof of claim on or prior to the General Bar Date;
- xi. you are a Professional retained by the Debtors or any official committee(s) appointed in these Cases, pursuant to orders of the Court and assert administrative claims for fees and expenses subject to the Court's approval pursuant to section 328, 330, 331, and 503(b) of the Bankruptcy Code or 28 U.S.C. § 156(c);
- xii. you hold a claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930;
- xiii. you are the agent or the lender under the Debtors' prepetition loan documents or postpetition loan documents.

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.

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

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<sup>2</sup> The Debtors reserve all rights with respect to any such claims, including to, inter alia, assert that such claims are subject to subordination pursuant to Bankruptcy Code section 510(b).

If the Debtors amend or supplement their Schedules subsequent to the mailing of this Bar Date Notice and related information, to reduce the undisputed, noncontingent and liquidated amount, to change the nature or classification of a claim against the Debtor, or to add a new claim, 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”).

### **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 entry of an order approving the rejection of the executory contract or unexpired lease or (ii) the General Bar Date (the “Rejection Bar Date”). Notwithstanding the foregoing, if you are a party to an executory contract or unexpired lease that asserts a claim (other than a rejection damages claim) on account of unpaid amounts accrued and outstanding as of the Petition Date pursuant to such executory contract or unexpired lease, you must file a Proof of Claim for such amounts on or before the applicable Bar Date, unless you are expressly excluded from filing a Proof of Claim.

### **WHERE AND WHEN 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) at the applicable following address:

If sent by mail:

Donlin, Recano & Company, Inc.  
Re: Limited Stores Company, LLC, et al.  
P.O. Box 199043  
Blythebourne Station  
Brooklyn, NY 11219

If sent by overnight courier or hand delivery:

Donlin, Recano & Company, Inc.  
Re: Limited Stores Company, LLC, et al.  
6201 15th Avenue  
Brooklyn, NY 11219

**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.**

**WHAT TO FILE**

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 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 and may indicate that your claim was listed as contingent, unliquidated, or disputed. You will receive a different Proof of Claim Form for each claim scheduled in your name by the Debtors.

**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.**

Vendors of goods may be entitled to 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 the other requirements of the immediately preceding paragraph above, any Proof of Claim asserting a section 503(b)(9) claim must (a) include the value of the goods delivered to and received by the Debtors in the 20 days prior to the Petition Date, (b) attach documentation identifying which of the Debtors such goods were shipped to and the date such goods were received by such Debtors, (c) state whether the value of the goods asserted in the Proof of Claim represents a combination of goods and services and, if applicable, the percentage of alleged value related to services and related to goods, and (d) attach any documentation identifying the particular invoices for which the section 503(b)(9) claim is being asserted.

Holders of all claims must use the Proof of Claim Form. Proof of Claim Forms may be obtained from the Claims Agent website: [www.donlinrecano.com/limitedstores](http://www.donlinrecano.com/limitedstores). Proof of Claim Forms may also be obtained from the Court’s website: [www.deb.uscourts.gov](http://www.deb.uscourts.gov).

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

**EXCEPT WITH RESPECT TO CLAIMS SPECIFICALLY EXEMPTED FROM FILING A PROOF OF CLAIM AS DESCRIBED 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 TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR THE PURPOSES OF VOTING AND DISTRIBUTION.**

**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 by interested parties on the Court's electronic docket for the Debtors' 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 [www.donlinrecano.com/limitedstores](http://www.donlinrecano.com/limitedstores). 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.

Dated: February 28, 2017  
Wilmington, Delaware

/s/ Michael W. Yurkewicz

Domenic E. Pacitti (DE Bar No. 3989)

Michael W. Yurkewicz (DE Bar No. 4165)

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