

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

In re:

LIMITED STORES COMPANY, LLC, *et al.*,¹

Debtors.

)
) Chapter 11
)

) Case No. 17-10124 (KJC)
)

) (Jointly Administered)
)

**GLOBAL NOTES, METHODOLOGY AND SPECIFIC
DISCLOSURES REGARDING THE DEBTORS' SCHEDULES OF
ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

Introduction

Limited Stores Company, LLC and its debtor affiliates, as debtor and debtor in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”),² with the assistance of their proposed advisors, have filed their respective Schedules of Assets and Liabilities (the “*Schedules*”) and Statements of Financial Affairs (the “*Statements*”) with the United States Bankruptcy Court for the District of Delaware (the “*Bankruptcy Court*”), pursuant to section 521 of title 11 of the United States Code (the “*Bankruptcy Code*”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”).

These Global Notes, Methodology, and Specific Disclosures Regarding the Debtors’ Schedules of Assets and Liabilities and Statements of Financial Affairs (the “*Global Notes*”) pertain to, are incorporated by reference in, and comprise an integral part of all of the Debtors’ Schedules and Statements. The Global Notes should be referred to, considered, and reviewed in connection with any review of the Schedules and Statements.³

¹ 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.

² A detailed description of the Debtors and their businesses, and the facts and circumstances supporting this motion and the Debtors’ chapter 11 cases, are set forth in greater detail in the *Declaration of Timothy D. Boates of Limited Stores Company, LLC, in Support of Chapter 11 Petitions and First Day Motions* (the “First Day Declaration”), filed contemporaneously with the Debtors’ voluntary petitions for relief filed under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”), on January 17, 2017 (the “Petition Date”).

³ The Global Notes are in addition to any specific notes contained in each Debtor’s Schedules and Statements. The fact that the Debtors have prepared a Global Note with respect to any of the Schedules and Statements and not to others should not be interpreted as a decision by the Debtors to exclude the applicability of such Global Note to any of the Debtors’ remaining Schedules and Statements, as appropriate.

The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”), nor are they intended to be fully reconciled with the financial statements of each Debtor. Additionally, the Schedules and Statements contain unaudited information that is subject to further review and potential adjustment, and reflect the Debtors’ reasonable best efforts to report the assets and liabilities of each Debtor on an unconsolidated basis. Moreover, given, among other things, the uncertainty surrounding the collection and ownership of certain assets and the valuation and nature of certain liabilities, to the extent that a Debtor shows more assets than liabilities, this is not an admission that the Debtor was solvent as of the Petition Date (as defined herein) or at any time before the Petition Date. Likewise, to the extent a Debtor shows more liabilities than assets, this is not an admission that the Debtor was insolvent at the Petition Date or any time before the Petition Date.

In preparing the Schedules and Statements, the Debtors relied upon information derived from their books and records that was available at the time of such preparation. Although the Debtors have made reasonable efforts to ensure the accuracy and completeness of such financial information, inadvertent errors or omissions, as well as the discovery of conflicting, revised, or subsequent information, may cause a material change to the Schedules and Statements. Accordingly, the Debtors reserve all of their rights to amend, supplement, or otherwise modify the Schedules and Statements as is necessary and appropriate. Notwithstanding the foregoing, the Debtors shall not be required to update the Schedules and Statements.

Mr. Timothy D. Boates has signed each of the Schedules and Statements. Mr. Boates is the Chief Restructuring Officer of Limited Stores Company, LLC and an authorized signatory of each of the Debtor entities. In reviewing and signing the Schedules and Statements, Mr. Boates has relied upon the efforts, statements and representations of various personnel employed by the Debtors. Mr. Boates has not (and could not have) personally verified the accuracy of each statement and representation contained in the Schedules and Statements, including statements and representations concerning amounts owed to creditors.

The Global Notes are in addition to any specific notes contained in any Debtor’s Schedules or Statements. Furthermore, the fact that the Debtors have prepared Global Notes or specific notes with respect to any information in the Schedules and Statements and not to other information in the Schedules and Statements should not be interpreted as a decision by the Debtors to exclude the applicability of such Global Notes or specific notes to the rest of the Debtors’ Schedules and Statements, as appropriate.

Disclosure of information in one or more Schedules, one or more Statements, or one or more exhibits or attachments to the Schedules or Statements, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedules, Statements, exhibits, or attachments.

Global Notes and Overview of Methodology

Global Notes Control. In the event that the Schedules and Statements differ from the Global Notes, the Global Notes shall control.

Reservation of Rights. Reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements; however, inadvertent errors or omissions may exist. The Debtors reserve all rights to amend or supplement the Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including, without limitation, the right to amend the Schedules and Statements with respect to any claim (“*Claim*”) description, designation, or Debtor against which the Claim is asserted; dispute or otherwise assert offsets or defenses to any Claim reflected in the Schedules and Statements as to amount, liability, priority, status, or classification; subsequently designate any Claim as “disputed,” “contingent,” or “unliquidated;” or object to the extent, validity, enforceability, priority, or avoidability of any Claim. Any failure to designate a Claim in the Schedules and Statements as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by the Debtors that such Claim or amount is not “disputed,” “contingent,” or “unliquidated.” Listing a Claim does not constitute an admission of liability by the Debtor against which the Claim is listed or against any of the Debtors. Furthermore, nothing contained in the Schedules and Statements shall constitute a waiver of rights with respect to the Debtors’ chapter 11 cases, including, without limitation, issues involving Claims, substantive consolidation, defenses, equitable subordination, recharacterization, and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers. Any specific reservation or rights contained elsewhere in the Global Notes does not limit in any respect the general reservation of rights contained in this paragraph.

The listing in the Schedules or Statements by the Debtors of any obligation between a Debtor and another Debtor or between a Debtor and a non-Debtor affiliate is a statement of what appears in a particular Debtor’s books and records and does not reflect any admission or conclusion of the Debtors regarding whether such amount would be allowed as a Claim or how such obligations may be classified and/or characterized in a plan of reorganization or by the Bankruptcy Court. The Debtors reserve all rights with respect to such obligations.

Description of Cases. On January 17, 2017 (the “*Petition Date*”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On January 18, 2017, the Bankruptcy Court entered an order directing procedural consolidation and joint administration of the Debtors’ chapter 11 cases under case number 17-10124 [Docket No. 56]. On January 24, 2017, the United States Trustee for the District of Delaware appointed a statutory committee of unsecured creditors pursuant to section 1102(a)(1) of the Bankruptcy Code [Docket No. 112].

Net Book Value of Assets. It would be prohibitively expensive, unduly burdensome and an inefficient use of estate assets for the Debtors to obtain current market valuations for all of their assets. Accordingly, unless otherwise indicated, the Debtors’ Schedules and Statements reflect net book values as of January 16, 2017. Additionally, because the book values of assets such as patents, trademarks and copyrights may materially differ from their fair market values, they are listed as undetermined amounts as of the Petition Date. Furthermore, assets which have fully depreciated or were expensed for accounting purposes do not appear in these Schedules and Statements as they have no net book value.

Personal Property – Leased. In the ordinary course of business, the Debtors may lease furniture, fixtures and office equipment from certain third-party lessors for use in the daily operation of their businesses. Nothing in the Schedules and Statements is or shall be construed as an admission regarding any determination as to the legal status of any lease (including whether any lease is a true lease or a financing arrangement), and the Debtors reserve all of their rights with respect to any such issue.

Recharacterization. Notwithstanding the Debtors' reasonable best efforts to properly characterize, classify, categorize or designate certain Claims, assets, executory contracts, unexpired leases and other items reported in the Schedules and Statements, the Debtors may nevertheless have improperly characterized, classified, categorized, designated, or omitted certain items due to the complexity and size of the Debtors' business. Accordingly, the Debtors reserve all of their rights to recharacterize, reclassify, recategorize, redesignate, add or delete items reported in the Schedules and Statements at a later time as is necessary or appropriate as additional information becomes available, including, without limitation, whether contracts or leases listed herein were deemed executory or unexpired as of the Petition Date and remain executory and unexpired postpetition.

Liabilities. The Debtors allocated liabilities between the prepetition and postpetition periods based on the information and research conducted in connection with the preparation of the Schedules and Statements. As additional information becomes available and further research is conducted, the allocation of liabilities between the prepetition and postpetition periods may change. Accordingly, the Debtors reserve all of their rights to amend, supplement or otherwise modify the Schedules and Statements as is necessary and appropriate.

The liabilities listed on the Schedules do not reflect any analysis of claims under section 503(b)(9) of the Bankruptcy Code. Accordingly, the Debtors reserve all of their rights to dispute or challenge the validity of any asserted claims under section 503(b)(9) of the Bankruptcy Code or the characterization of the structure of any such transaction or any document or instrument related to any creditor's claim.

Insiders. For purposes of the Schedules and Statements, the Debtors define "insiders" to include the following: (a) directors; (b) officers; (c) senior vice presidents; (d) shareholders holding in excess of 5% of the voting shares of one of the Debtor entities (whether directly or indirectly); (e) relatives of directors, officers or shareholders of the Debtors (to the extent known by the Debtors); and (f) Debtor/non-Debtor affiliates.

Persons listed as "insiders" have been included for informational purposes only. The Debtors do not take any position with respect to: (a) such person's influence over the control of the Debtors; (b) the management responsibilities or functions of such individual; (c) the decision-making or corporate authority of such individual; or (d) whether such individual could successfully argue that he or she is not an "insider" under applicable law, including the federal securities laws, or with respect to any theories of liability or for any other purpose.

Intellectual Property Rights. Exclusion of certain intellectual property shall not be construed as an admission that such intellectual property rights have been abandoned, terminated, assigned, expired by their terms or otherwise transferred pursuant to a sale, acquisition or other transaction.

Conversely, inclusion of certain intellectual property shall not be construed to be an admission that such intellectual property rights have not been abandoned, terminated, assigned, expired by their terms or otherwise transferred pursuant to a sale, acquisition or other transaction.

In addition, although the Debtors have made diligent efforts to attribute intellectual property to the rightful Debtor entity, in certain instances, intellectual property owned by one Debtor may, in fact, be owned by another. Accordingly, the Debtors reserve all of their rights with respect to the legal status of any and all such intellectual property rights.

Executory Contracts. Although the Debtors made diligent attempts to attribute an executory contract to its rightful Debtor, in certain instances, the Debtors may have inadvertently failed to do so. Accordingly, the Debtors reserve all of their rights with respect to the named parties of any and all executory contracts, including the right to amend Schedule G.

Classifications. Listing a claim on (a) Schedule D as “secured,” (b) Schedule E as “priority,” (c) Schedule F as “unsecured” or (d) listing a contract or lease on Schedule G as “executory” or “unexpired,” does not constitute an admission by the Debtors of the legal rights of the claimant or a waiver of the Debtors’ rights to recharacterize or reclassify such claims or contracts or leases or to setoff of such claims.

Claims Description. Schedules D, E and F permit each of the Debtors to designate a claim as “disputed,” “contingent” and/or “unliquidated.” Any failure to designate a claim on a given Debtor’s Schedules as “disputed,” “contingent” or “unliquidated” does not constitute an admission by that Debtor that such amount is not “disputed,” “contingent” or “unliquidated,” or that such claim is not subject to objection. The Debtors reserve all of their rights to dispute, or assert offsets or defenses to, any claim reflected on their respective Schedules and Statements on any grounds, including liability or classification. Additionally, the Debtors expressly reserve all of their rights to subsequently designate such claims as “disputed,” “contingent” or “unliquidated.” Moreover, listing a claim does not constitute an admission of liability by the Debtors.

Excluded Assets and Liabilities. The Debtors have excluded certain categories of assets, tax accruals, and liabilities from the Schedules and Statements, including, without limitation, accrued salaries, employee benefit accruals, and accrued accounts payable. In addition and as set forth above, the Debtors may have excluded amounts for which the Debtors have been granted authority to pay pursuant to a First Day Order or other order that may be entered by the Bankruptcy Court.

The Debtors also have excluded rejection damage Claims of counterparties to executory contracts and unexpired leases that may be rejected. In addition, certain immaterial assets and liabilities may have been excluded.

Causes of Action. Despite their reasonable efforts to identify all known assets, the Debtors may not have listed all of their causes of action or potential causes of action against third-parties as assets in the Schedules and Statements, including, without limitation, causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy

laws to recover assets or avoid transfers. The Debtors reserve all of their rights with respect to any cause of action (including avoidance actions), controversy, right of setoff, cross-Claim, counter-Claim, or recoupment and any Claim on account of a contract or for breaches of duty imposed by law or in equity, demand, right, action, lien, indemnity, guaranty, suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and franchise of any kind or character whatsoever, known, unknown, fixed or contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, whether asserted directly or derivatively, whether arising before, on, or after the Petition Date, in contract or in tort, in law, or in equity, or pursuant to any other theory of law (collectively, “*Causes of Action*”) they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any Claims or Causes of Action or in any way prejudice or impair the assertion of such Claims or Causes of Action.

In the ordinary course of their business, from time to time, the Debtors become involved in litigation and informal disputes among third parties because the Debtors may hold funds on account of mineral or other interests that are the subject of the dispute. Where litigation has commenced, the funds in question are interpled into the applicable court; in other instances, i.e., where there is a dispute but no cause of action has been commenced, the Debtors hold the funds on account in suspense. With regard to litigation, upon the conclusion or settlement of the matter, the court typically orders that the interpled funds be paid to the appropriate party. With respect to informal disputes, upon receipt of a fully executed settlement agreement or similar evidence of properly cured title, the Debtors release the funds in question to the appropriate third party as directed by the settlement agreement. Because these funds are not property of their estates, the Debtors do not believe that they have any liability on account of such litigation. As such the informal disputes are not included in the Statements and Schedules.

Summary of Significant Reporting Policies. The following is a summary of significant reporting policies:

- a. Undetermined Amounts. The description of an amount as “unknown,” “TBD” or “undetermined” is not intended to reflect upon the materiality of such amount.
- b. Totals. All totals that are included in the Schedules and Statements represent totals of all known amounts. To the extent there are unknown or undetermined amounts, the actual total may be different than the listed total.
- c. Paid Claims. The Debtors have authority to pay certain outstanding prepetition payables pursuant to various Bankruptcy Court orders. Accordingly, certain outstanding liabilities may have been reduced by postpetition payments made on account of prepetition liabilities. In most instances, as applicable, the Debtors have omitted listing those prepetition liabilities which have been fully satisfied prior to the filing of these Schedules or reduced the remaining liability to reflect payments described herein.

To the extent the Debtors pay any of the liabilities listed in the Schedules pursuant to any orders entered by the Bankruptcy Court, the Debtors reserve all of their rights to amend or supplement the Schedules or take other action as is necessary and appropriate to avoid over-payment of or duplicate payments for any such liabilities.

- d. Liens. Property and equipment listed in the Schedules are presented without consideration of any liens that may attach (or have attached) to such property and equipment.
- e. Currency. Unless otherwise indicated, all amounts are reflected in U.S. dollars.

Credits and Adjustments. The claims of individual creditors for, among other things, goods, products, services, or taxes are listed as the amounts entered on the Debtors' books and records and may not reflect credits, allowances, or other adjustments due from such creditors to the Debtors. The Debtors reserve all of their rights with regard to such credits, allowances, and other adjustments, including the right to assert claims objections and/or setoffs with respect to the same.

Setoffs. The Debtors incur certain setoffs and other similar rights during the ordinary course of business. Offsets in the ordinary course can result from various items, including, without limitation, intercompany transactions, pricing discrepancies, returns, warranties, and other disputes between the Debtors and their suppliers. These offsets and other similar rights are consistent with the ordinary course of business in the Debtors' industry and are not tracked separately. Therefore, although such offsets and other similar rights may have been accounted for when certain amounts were included in the Schedules, offsets are not independently accounted for, and as such, are excluded from the Schedules.

Estimates. To close the books and records of the Debtors as of the Petition Date and to prepare such information on a legal entity basis, the Debtors were required to make estimates, allocations, and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses as of the Petition Date. The Debtors reserve all rights, but shall not be required, to amend the reported amounts of assets, revenue, and expenses to reflect changes in those estimates and assumptions.

Specific Disclosures with Respect to the Debtors' Schedules

Schedules Summary. Except as otherwise noted, the asset information provided herein represents the Debtors' data regarding their assets as of January 16, 2017, and the liability information provided herein represents the Debtors' data regarding their liabilities as of the close of business on the Petition Date.

For financial reporting purposes, the Debtors ordinarily prepare consolidated financial statements. Unlike the consolidated financial statements, the Schedules reflect the assets and liabilities of each Debtor on a nonconsolidated basis, except where otherwise indicated.

Accordingly, the totals listed in the Schedules will likely differ, at times materially, from the consolidated financial reports prepared by the Debtors for financial reporting purposes or otherwise.

The Schedules do not purport to represent financial statements prepared in accordance with GAAP, nor are they intended to be fully reconciled with the financial statements of each Debtor. Additionally, the Schedules contain unaudited information that is subject to further review and potential adjustment, and reflect the Debtors' reasonable best efforts to report the assets and liabilities of each Debtor on an unconsolidated basis. Moreover, given, among other things, the uncertainty surrounding the collection and ownership of certain assets and the valuation and nature of certain liabilities, to the extent that a Debtor shows more assets than liabilities, this is not an admission that the Debtor was solvent as of the Petition Date or at any time before the Petition Date. Likewise, to the extent a Debtor shows more liabilities than assets, this is not an admission that the Debtor was insolvent as of the Petition Date or at any time before the Petition.

Schedule A/B 2 and A/B 3. Cash balances are listed as of the Petition Date. Details with respect to the Debtors' cash management system and bank accounts are provided in the *Debtors' Motion for Entry of an Interim and Final Order (I) Authorizing the Debtors to (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, and (C) Maintain Existing Business Forms, and (II) Granting Related Relief* [Docket No. 7] (the "***Cash Management Motion***").

Schedule A/B 15. Equity interests in subsidiaries arise from common stock ownership or member interests. Each Debtor's "Schedule B – Personal Property" lists such Debtor's ownership interests, if any, in subsidiaries. For purposes of these Statements and Schedules, the Debtors have listed the value of such ownership interests as undetermined because the fair market value of such stock or interests is dependent on numerous variables and factors and may differ significantly from the net book value.

Schedule A/B 21. Inventory is shown as of the Petition Date and reflects the inventory at cost based on the third party's perpetual stock ledger inventory reports. Inventory is not shown net of accounting inventory reserves (i.e., inventory shrink and write-off reserves).

Schedule A/B 55. The Debtors do not own any real property. All of the Debtors' locations and headquarters prior to the Petition Date were leased. The Debtors have rejected all of their leases for their store locations as of the Petition Date.

Schedules A/B 59-69. Intangibles and Intellectual Property listed in Schedules A/B 59-69 are listed as an undetermined amount or at their net book value. The fair market value of such ownership is dependent on numerous variables and factors and may differ significantly from their net book value. The Debtors maintain three databases into which they collect and retain personally identifiable information of customers including a customer database which contains customers name, address, phone number, e-mail address, purchase history and promotional history; an e-mail database which contains e-mail address, the store information was collected from, open/click history, name, zip code, subscription status and date of subscription/opt out; and a SMS database which contains customers cell phone number, opt in/out status, subscription list

(i.e. outlet, backroom, retail), and promotional history (e.g. which campaigns customers received). The amounts listed with respect to each of these databases are undetermined because the fair market value of such ownership cannot be determined.

Schedules A/B 74 and A/B 75. In the ordinary course of their businesses, the Debtors may have accrued, or may subsequently accrue, certain rights to counter-Claims, setoffs, credits, refunds, or potential warranty Claims against their suppliers. Additionally, certain of the Debtors may be a party to pending litigation in which the Debtors have asserted, or may assert, Claims as a plaintiff or counter-Claims as a defendant. Because such Claims are unknown to the Debtors and not quantifiable as of the Petition Date, they may not be listed in the Schedules. The Debtors' failure to list any cause of action, claim, or right of any nature is not an admission that such cause of action, claim, or right does not exist, and should not be construed as a waiver of such cause of action, claim, or right.

Schedule D. The Debtors have not included parties that may believe their Claims are secured through setoff rights or inchoate statutory lien rights. The amounts outstanding under the Debtors' prepetition secured credit facilities reflect approximate amounts as of the Petition Date.

With respect to the Claims listed on Schedule D, reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent, and priority of liens. Nothing in the Global Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms of such agreements. Except as specifically stated on Schedule D, real property lessors, utility companies, and other parties that may hold security deposits have not been listed on Schedule D. In addition, unless otherwise stated, the Debtors have not included on Schedule D parties that may hold liens on personal property or in connection with equipment leases. The Debtors reserve all of their rights to amend Schedule D. Nothing herein shall be construed as an admission by the Debtors of the legal rights of the claimant or a waiver of the Debtors' rights to recharacterize or reclassify such Claim or contract.

Schedule E/F. The Bankruptcy Court has authorized the Debtors, in their discretion, to pay certain liabilities that may be entitled to priority under the applicable provisions of the Bankruptcy Code. For example, on January 18, 2017, the Bankruptcy Court entered that certain: *Interim Order (I) Authorizing, but Not Directing, the Payment of Certain Prepetition Taxes and Fees and (II) Granting Related Relief* [Docket No. 62] and Interim Order (I) Authorizing, but not Directing, the Debtors to (A) Pay Prepetition Employee Wages, Salaries, Other Compensation, and Reimbursable Employee Expenses and (B) Continue Employee Benefits Programs and (II) Granting Related Relief [60]. To the extent that applicable Claims have been paid under one or more of the foregoing orders, such Claims may not be included in Schedule E/F.

The Debtors' analysis of potential priority claims is ongoing and may take significant time to complete. Accordingly, amounts on Schedule E/F have been classified as non-priority pending conclusion of that analysis. In addition, as of the Petition Date, the Debtors' books and records reflected an aggregate net liability in respect of gift cards and store credits. Because the Debtors do not know the identities of holders of such cards and credits, these are not listed on Schedule E/F. The listing of any claim on Schedule E/F does not constitute an admission by the Debtors that such claim is entitled to priority treatment under section 507 of the Bankruptcy Code. The Debtors reserve their right to dispute the priority status of any claim on any basis.

The Debtors report to a large number of taxing and other government authorities. The Debtors have listed, to the best of their ability, all such taxing authorities under the Limited Stores, LLC entity, which maintains nearly all of the operations of the Debtors. The Debtors believe that since they file many consolidated tax filings, all of the taxing authorities that would be applicable to the other two debtors would also need to be listed on Limited Stores, LLC. Furthermore, determining which of the taxing authorities applied to non-consolidated filings would be unduly burdensome.

The Debtors have used reasonable efforts to report all general unsecured Claims against the Debtors on Schedule E/F, based upon the Debtors' books and records as of the Petition Date.

Although reasonable efforts have been made to identify the date of incurrence of each Claim, determining the date upon which each Claim on Schedule E/F was incurred or arose would be unduly burdensome and cost prohibitive and, therefore, the Debtors do not list a date for each Claim listed on Schedule E/F. Furthermore, claims listed on Schedule E/F have been aggregated by unique creditor name and remit to address and may include several dates of incurrence for the aggregate balance listed.

Schedule E/F contains potential claims on account of pending litigation involving the Debtors. Each potential claim associated with any such pending litigation is marked as contingent, unliquidated, and disputed in the Schedules and Statements. Some of the potential litigation claims listed on Schedule E/F may be subject to subordination pursuant to section 510 of the Bankruptcy Code.

Schedule E/F also includes potential or threatened litigation claims. Any information contained in Schedule E/F with respect to such potential litigation shall not be a binding representation of the Debtors' liabilities with respect to any of the potential suits and proceedings included therein.

The Debtors expressly incorporate by reference into Schedule E/F all parties to pending litigation listed in Statement 7 of the Debtors' Statements as contingent, unliquidated, and disputed claims, to the extent not already listed on Schedule E/F.

Schedule E/F reflects the prepetition amounts owing to counterparties to executory contracts and unexpired leases. Additionally, Schedule E/F does not include potential rejection damage Claims, of the counterparties to executory contracts and unexpired leases that may be rejected.

Schedule G. Although reasonable efforts have been made to ensure the accuracy of each Debtor's Schedule G, inadvertent errors may have occurred. Certain information, such as the contact information of the counter-party, may not be included where such information could not be obtained using the Debtors' reasonable efforts. Listing a contract or agreement on Schedule G does not constitute an admission that such contract or agreement was an executory contract or unexpired lease as of the Petition Date or is valid or enforceable. The Debtors hereby reserve all of their rights to dispute the validity, status or enforceability of any contracts, agreements or leases set forth on Schedule G and to amend or supplement Schedule G as necessary. Certain of the leases and contracts listed on Schedule G may contain certain renewal options, guarantees of payment, indemnifications, options to purchase, rights of first refusal and other miscellaneous rights. Such rights, powers, duties and obligations are not set forth separately on Schedule G.

Certain confidentiality and non-disclosure agreements may not be listed on Schedule G. The Debtors reserve all of their rights with respect to such agreements.

Certain of the contracts and agreements listed on Schedule G may consist of several parts, including, purchase orders, amendments, restatements, waivers, letters and other documents that may not be listed on Schedule G or that may be listed as a single entry. In some cases, the same supplier or provider appears multiple times on Schedule G. This multiple listing is intended to reflect distinct agreements between the applicable Debtor and such supplier or provider. The Debtors expressly reserve their rights to challenge whether such related materials constitute an executory contract, a single contract or agreement or multiple, severable or separate contracts. The contracts, agreements, and leases listed on Schedule G may have expired or may have been modified, amended or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters, memoranda and other documents, instruments, and agreements that may not be listed therein despite the Debtors' use of reasonable efforts to identify such documents. Further, unless otherwise specified on Schedule G, each executory contract or unexpired lease listed thereon shall include all exhibits, schedules, riders, modifications, declarations, amendments, supplements, attachments, restatements, or other agreements made directly or indirectly by any agreement, instrument, or other document that in any manner affects such executory contract or unexpired lease, without respect to whether such agreement, instrument, or other document is listed thereon.

In addition, the Debtors may have entered into various other types of agreements in the ordinary course of their businesses, such as subordination, nondisturbance, and attornment agreements, supplemental agreements, settlement agreements, amendments/letter agreements, title agreements and confidentiality agreements. Such documents may not be set forth on Schedule G. Further, the Debtors reserve all of their rights to alter or amend these Schedules to the extent that additional information regarding the Debtor obligor to such executory contracts becomes available. Certain of the executory agreements may not have been memorialized and could be subject to dispute. Executory agreements that are oral in nature have not been included on Schedule G.

The Debtors reserve all of their rights, Claims and causes of action with respect to the contracts on Schedule G, including the right to dispute or challenge the characterization of the structure of any transaction or any document or instrument related to a creditor's Claim.

Omission of a contract or agreement from Schedule G does not constitute an admission that such omitted contract or agreement is not an executory contract or unexpired lease. The Debtors' rights under the Bankruptcy Code with respect to any such omitted contracts or agreements are not impaired by the omission. Schedule G may be amended at any time to add any omitted contract, agreement or lease.

The listing of any contract on Schedule G does not constitute an admission by the Debtors as to the validity of any such contract or that such contract is an executory contract or unexpired lease. The Debtors reserve all of their rights to dispute the effectiveness of any such contract listed on Schedule G or to amend Schedule G at any time to remove any contract.

The Debtors maintain a variety of insurance policies, including, without limitation, property, general liability, and employee related policies. For purposes of Schedule G, all insurance policies are included however, multiple Debtors may be a party to or covered by the policies.

Schedule H. For purposes of Schedule H, the Debtors that are either the principal obligors or guarantors under the prepetition debt facilities are listed as Co-Debtors on Schedule H. The Debtors may not have identified certain guarantees associated with the Debtors' executory contracts, unexpired leases, secured financings, debt instruments and other such agreements. The Debtors reserve all of their rights to amend the Schedules to the extent that additional guarantees are identified or such guarantees are discovered to have expired or be unenforceable.

In the ordinary course of their businesses, the Debtors may be involved in pending or threatened litigation. These matters may involve multiple plaintiffs and defendants, some or all of whom may assert cross-Claims and counter-Claims against other parties. Because all such Claims are contingent, disputed, or unliquidated, such Claims have not been set forth individually on Schedule H. Litigation matters can be found on each Debtor's Schedule E/F and Statement 7, as applicable.

Specific Disclosures with Respect to the Debtors' Statements

Statement 1. Sales are reflected net of returns and allowances, coupons, and discounts.

Statement 2. Non-business revenue includes such items as licensing income and litigation recoveries.

Statement 3. Statement 3 includes any disbursement or other transfer made by the Debtors within 90 days before the Petition Date except for those made to insiders (which payments appear in response to Statement 4), employees, and bankruptcy professionals (which payments appear in response to Statement 11). The amounts listed in Statement 3 reflect the Debtors' disbursements netted against any check level detail; thus, to the extent a disbursement was made to pay for multiple invoices, only one entry has been listed on Statement 3. All disbursements listed on Statement 3 are made through the Debtors' cash management system. Additionally, all disbursement information reported in Statement 3 for a specific Debtor pertains to the bank accounts maintained by that Debtor.

Statement 4. Statement 4 accounts for a respective Debtor's intercompany transfers, as well as other transfers to insiders as applicable. As described in the Cash Management Motion, in the ordinary course of business, the Debtors use a centralized cash management system, whereby substantially all corporate overhead disbursements are made by Limited Stores, LLC.

With respect to individuals, the amounts listed reflect certain payments and transfers to such individuals, including, without limitation, compensation, bonus (if any), expense reimbursement, relocation reimbursement and/or severance and the like. Amounts paid on behalf of such employee for certain life and disability coverage, which coverage is provided to all of the Debtors' employees, has not been included.

Solely for purposes of the Schedules and Statements, the Debtors define “Insiders” to include the following: (a) vice presidents; (b) senior level officers, (c) equity holders holding in excess of 5% of the voting securities of the Debtor entities; (d) Debtor affiliates; and (e) relatives of any of the foregoing (to the extent known by the Debtors). To the extent that former vice presidents or officers were not Insiders at the time of the transfer, such benefits and payments are not included in the Schedules and Statements. To the extent that such benefits and payments were provided pursuant to a written agreement, such agreement is included in Schedule G. The listing of a party as an Insider in the Schedules and Statements, however, is not intended to be, nor shall be, construed as a legal characterization or determination of such party as an actual insider and does not act as an admission of any fact, claim, right or defense, and all such rights, claims, and defenses are hereby expressly reserved.

Statement 5. Statement 5 excludes goods returned in the ordinary course of business.

Statement 6. There may be instances, including, without limitation, credits due to landlords and holdbacks made by credit card processors, where such a setoff has occurred without the Debtors’ knowledge.

Statement 7. The Debtors reserve all rights with respect to the suits and proceedings included in Statement. 7. Nothing contained herein shall be construed as an admission of liability or waiver of any right or defense.

Statement 10. The Debtors occasionally incur losses for a variety of reasons, including, without limitation, theft and property damage. Ordinary course shrink is not reflected in the Statements.

Statement 11. The Debtors use a centralized cash management system whereby all corporate disbursements for professional fees were made by Limited Stores, LLC. As a result, payments related to bankruptcy are reflected on the Statement of Limited Stores, LLC only.

Statement 16. See response to Schedule 63 above.

Statement 26d. The Debtors have provided financial statements in the ordinary course of their businesses to numerous financial institutions, creditors, and other parties within two years immediately before the Petition Date. The disclosure of each of such parties would be impractical and burdensome as the Debtors generally do not track such sharing. Moreover, the parties with which the Debtors have shared such financial statements may be in turn further shared the financial statements with other entities without the Debtors’ knowledge or consent.

Fill in this information to identify the case:**Debtor name:** The Limited Stores GC, LLC**United States Bankruptcy Court for the:** District of Delaware**Case number (if known):** 17-10126☐ Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets**1. Schedule A/B: Assets—Real and Personal Property** (Official Form 206A/B)**1a. Real property:**

Copy line 88 from Schedule A/B

\$0.00

1b. Total personal property:

Copy line 91A from Schedule A/B

UNDETERMINED

1c. Total of all property:

Copy line 92 from Schedule A/B

UNDETERMINED

Part 2: Summary of Liabilities**2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)

Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D

\$13,353,361.00

3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)**3a. Total claim amounts of priority unsecured claims:**

Copy the total claims from Part 1 from line 5a of Schedule E/F

\$0.00

3b. Total amount of claims of nonpriority amount of unsecured claims:

Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F

+ UNDETERMINED

4. Total liabilities

Lines 2 + 3a + 3b

\$13,353,361.00

Fill in this information to identify the case:**Debtor name:** The Limited Stores GC, LLC**United States Bankruptcy Court for the:** District of Delaware**Case number (if known):** 17-10126☐ Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets — Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?**☒ No. Go to Part 2.☐ Yes. Fill in the information below**All cash or cash equivalents owned or controlled by the debtor****Current value of debtor's interest****2. Cash on hand**

2.1. _____ \$ _____

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

Current value of debtor's interest

3.1. _____ \$ _____

4. Other cash equivalents (Identify all)

Description

Name of institution

Type of account

Last 4 digits of account number

Current value of debtor's interest

4.1. _____ \$ _____

5. Total of part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$0.00

Part 2: Deposits and prepayments**6. Does the debtor have any deposits or prepayments?**☒ No. Go to Part 3.☐ Yes. Fill in the information below

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126****7. Deposits, including security deposits and utility deposits**

Description, including name of holder of deposit

Current value of
debtor's interest

7.1. _____ \$ _____

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

Current value of
debtor's interest

8.1. _____ \$ _____

9. Total of part 2

Add lines 7 through 8. Copy the total to line 81.

\$0.00

Part 3: Accounts receivable**10. Does the debtor have any accounts receivable?**

No. Go to Part 4.



Yes. Fill in the information below.

Current value of
debtor's interest**11. Accounts receivable**

Face amount

Doubtful or uncollectible
accounts

11a. 90 days old or less: \$ _____ - \$ _____ = → \$ _____

Face amount

Doubtful or uncollectible
accounts

11b. Over 90 days old: \$ _____ - \$ _____ = → \$ _____

12. Total of part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$0.00

Part 4: Investments**13. Does the debtor own any investments?**

No. Go to Part 5.



Yes. Fill in the information below.

Valuation method used
for current valueCurrent value of
debtor's interest**14. Mutual funds or publicly traded stocks not included in Part 1**

Name of fund or stock

14.1. _____ \$ _____

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of entity

% of ownership

15.1. _____ % _____ \$ _____

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126****16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**

Describe

16.1. _____ \$ _____

17. Total of part 4

Add lines 14 through 16. Copy the total to line 83.

\$0.00

Part 5: Inventory, excluding agriculture assets**18. Does the debtor own any inventory (excluding agriculture assets)?**☒ No. Go to Part 6.☐ Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
---------------------	-------------------------------------	--	---	------------------------------------

19. Raw materials

19.1. _____ \$ _____

20. Work in progress

20.1. _____ \$ _____

21. Finished goods, including goods held for resale

21.1. _____ \$ _____

22. Other inventory or supplies

22.1. _____ \$ _____

23. Total of part 5

Add lines 19 through 22. Copy the total to line 84.

\$0.00

24. Is any of the property listed in Part 5 perishable?☐ No☐ Yes**25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**☐ No☐ Yes Book value: \$ _____ Valuation method: _____ Current value: \$ _____**26. Has any of the property listed in Part 5 been appraised by a professional within the last year?**☐ No☐ Yes**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)****27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**☒ No. Go to Part 7.☐ Yes. Fill in the information below.

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126**

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested			
28.1. _____	\$ _____	_____	\$ _____
29. Farm animals. Examples: Livestock, poultry, farm-raised fish			
29.1. _____	\$ _____	_____	\$ _____
30. Farm machinery and equipment (Other than titled motor vehicles)			
30.1. _____	\$ _____	_____	\$ _____
31. Farm and fishing supplies, chemicals, and feed			
31.1. _____	\$ _____	_____	\$ _____
32. Other farming and fishing-related property not already listed in Part 6			
32.1. _____	\$ _____	_____	\$ _____
33. Total of part 6			\$0.00

Add lines 28 through 32. Copy the total to line 85.

34. Is the debtor a member of an agricultural cooperative?☐ No☐ Yes. Is any of the debtor's property stored at the cooperative?☐ No☐ Yes**35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?**☐ No☐ Yes Book value: \$ _____ Valuation method: _____ Current value: \$ _____**36. Is a depreciation schedule available for any of the property listed in Part 6?**☐ No☐ Yes**37. Has any of the property listed in Part 6 been appraised by a professional within the last year?**☐ No☐ Yes**Part 7: Office furniture, fixtures, and equipment; and collectibles****38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**☒ No. Go to Part 8.☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture			
39.1. _____	\$ _____	_____	\$ _____
40. Office fixtures			
40.1. _____	\$ _____	_____	\$ _____

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126****41. Office equipment, including all computer equipment and communication systems equipment and software**

	Net book value of debtor's interest	Valuation method used for current value	Current value of debtor's interest
41.1. _____	\$ _____	_____	\$ _____

42. Collectibles. Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

42.1. _____	\$ _____	_____	\$ _____
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43. Total of part 7

Add lines 39 through 42. Copy the total to line 86.

\$0.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☐ No
☐ Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☐ No
☐ Yes

Part 8: Machinery, equipment, and vehicles**46. Does the debtor own or lease any machinery, equipment, or vehicles?**

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
--	--	---	------------------------------------

47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

47.1. _____	\$ _____	_____	\$ _____
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48. Watercraft, trailers, motors, and related accessories. Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

48.1. _____	\$ _____	_____	\$ _____
-------------	----------	-------	----------

49. Aircraft and accessories

49.1. _____	\$ _____	_____	\$ _____
-------------	----------	-------	----------

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

50.1. _____	\$ _____	_____	\$ _____
-------------	----------	-------	----------

51. Total of part 8

Add lines 47 through 50. Copy the total to line 87.

\$0.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☐ No
☐ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☐ No
☐ Yes

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126****Part 9: Real property****54. Does the debtor own or lease any real property?**

- ☒ No. Go to Part 10.
- ☐ Yes. Fill in the information below.

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
--	--	--	---	------------------------------------

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

55.1. _____ \$ _____ \$ _____

56. Total of part 9

Add the current value on lines 55. Copy the total to line 88.

\$0.00

57. Is a depreciation schedule available for any of the property listed in Part 9?

- ☐ No
- ☐ Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- ☐ No
- ☐ Yes

Part 10: Intangibles and intellectual property**59. Does the debtor have any interests in intangibles or intellectual property?**

- ☒ No. Go to Part 11.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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60. Patents, copyrights, trademarks, and trade secrets

60.1. _____ \$ _____ \$ _____

61. Internet domain names and websites

	Net book value of debtor's interest	Valuation method	Current value of debtor's interest
61.1. _____	\$ _____	_____	\$ _____

62. Licenses, franchises, and royalties

62.1. _____ \$ _____ \$ _____

63. Customer lists, mailing lists, or other compilations

63.1. _____ \$ _____ \$ _____

64. Other intangibles, or intellectual property

64.1. _____ \$ _____ \$ _____

65. Goodwill

65.1. _____ \$ _____ \$ _____

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126****66. Total of part 10**

Add lines 60 through 65. Copy the total to line 89.

\$0.00

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- ☐ No
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- ☐ No
☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- ☐ No
☐ Yes

Part 11: All other assets**70. Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
☒ Yes. Fill in the information below.

**Current value of
debtor's interest****71. Notes receivable**

Description (include name of obligor)	Total face amount	Doubtful or uncollectible amount	Current value of debtor's interest
71.1. _____	\$ _____	- \$ _____ = →	\$ _____

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)	Tax refund amount	NOL amount	Tax year	Current value of debtor's interest
72.1. _____	\$ _____	\$ _____	_____	\$ _____

73. Interests in insurance policies or annuities

Insurance company	Insurance policy No.	Annuity issuer name	Annuity account type	Annuity account No.	Current value of debtor's interest
73.1. LLOYDS OF LONDON	MEDTE1600964	_____	_____	_____	UNDETERMINED
73.2. AIG	#04-828-29-29	_____	_____	_____	UNDETERMINED
73.3. ACE AMERICAN INSURANCE COMPANY	#G25606772001	_____	_____	_____	UNDETERMINED
73.4. CHUBB	#8248-0958	_____	_____	_____	UNDETERMINED
73.5. CHUBB	#8248-0963	_____	_____	_____	UNDETERMINED
73.6. CONTINENTAL INSURANCE CO.	#OC7300116	_____	_____	_____	UNDETERMINED
73.7. TRAVELERS PROPERTY CASUALTY CO. OF AMERICA	#660-4H695393-TIL-16	_____	_____	_____	UNDETERMINED
73.8. TRAVELERS INDEMNITY CO.	#BA-4H743186-IND-16	_____	_____	_____	UNDETERMINED

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126**

73.9.	TRAVELERS PROPERTY CASUALTY CO. OF AMERICA	#UB-4H780213-TIL-16				UNDETERMINED
73.10.	BUREAU OF WORKERS COMPENSATION	#01530057				UNDETERMINED
73.11.	BUREAU OF WORKERS COMPENSATION	#1288304				UNDETERMINED
73.12.	BUREAU OF WORKERS COMPENSATION	#601568178				UNDETERMINED
73.13.	TRAVELERS PROPERTY CASUALTY COMPANY OF AMERICA	#ZUP-14S39543-16- NF				UNDETERMINED
73.14.	XL INSURANCE AMERICA INC.	#US00063525LI16A				UNDETERMINED
73.15.	ACE AMERICA INSURANCE CO.	#PHFD37541400005				UNDETERMINED
73.16.	LLOYDS OF LONDON	PRPNA1602429				UNDETERMINED
73.17.	LEXINGTON INSURANCE CO.	084146364				UNDETERMINED
73.18.	ACE AMERICAN INSURANCE COMPANY	GPA D38098202001				UNDETERMINED
73.19.	ALLIED WORLD ASSURANCE COMPANY (US) INC.	0310-1145-1A				UNDETERMINED
73.20.	LIBERTY MUTUAL FIRE INSURANCE COMPANY	MJ2-L9L-463638-026				UNDETERMINED
73.21.	ASPEN SPECIALTY INSURANCE COMPANY	PXA54L816				UNDETERMINED
73.22.	INTERSTATE FIRE AND CASUALTY COMPANY	AMW-150833				UNDETERMINED
73.23.	LLOYDS - BRIT SYNDICATE 2987	PD-10704-01				UNDETERMINED
73.24.	LLOYDS OF LONDON	PRPNA1602440				UNDETERMINED
73.25.	PRINCETON EXCESS AND SURPLUS LINES INSURANCE CO.	78-A3-XP-0000429-00				UNDETERMINED
73.26.	MITSUI SUMITOMO INSURANCE COMPANY OF AMERICA	EXP7000368				UNDETERMINED
73.27.	INTERSTATE FIRE AND CASUALTY COMPANY	AMW-150833				UNDETERMINED
73.28.	PRINCETON EXCESS AND SURPLUS LINES INSURANCE CO.	78-A3-XP-0000429-00				UNDETERMINED
73.29.	ZURICH AMERICAN	0116299-01				UNDETERMINED
73.30.	EVEREST INDEMNITY INSURANCE CO. & GENERAL SECURITY INDEMNITY	8400003840161/TR 00014860176616				UNDETERMINED
73.31.	INTERSTATE FIRE AND CASUALTY COMPANY	AMW-150833				UNDETERMINED
73.32.	TRAVELERS PROPERTY CASUALTY COMPANY OF AMERICA	M5J-BME1-1H22680A-TIL-16				UNDETERMINED

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126**

73.33. LLOYDS OF LONDON MEDTE1600964 _____ UNDETERMINED

74. Causes of action against third parties (whether or not a lawsuit has been filed)

	Nature of claim	Amount requested	Current value of debtor's interest
74.1.	_____	\$ _____	\$ _____

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

	Nature of claim	Amount requested	Current value of debtor's interest
75.1.	_____	\$ _____	\$ _____

76. Trusts, equitable or future interests in property

76.1.	_____	\$ _____
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77. Other property of any kind not already listed

Examples: Season tickets, country club membership

77.1.	_____	\$ _____
-------	-------	----------

78. Total of part 11

Add lines 71 through 77. Copy the total to line 90.

UNDETERMINED

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?☒ No☐ Yes

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126****Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	\$0.00	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$0.00	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$0.00	
83. Investments. <i>Copy line 17, Part 4.</i>	\$0.00	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$0.00	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$0.00	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	\$0.00	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$0.00	
88. Real property. <i>Copy line 56, Part 9.</i> →		\$0.00
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$0.00	
90. All other assets. <i>Copy line 78, Part 11.</i> + UNDETERMINED		
91. Total. Add lines 80 through 90 for each column.91a.	UNDETERMINED + 91b.	\$0.00
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.		UNDETERMINED

Fill in this information to identify the case:

Debtor name: The Limited Stores GC, LLC

United States Bankruptcy Court for the: District of Delaware

Case number (if known): 17-10126

☐ Check if this is an
amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.

☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126**Column A
**Amount of
Claim**Do not deduct
the value of
collateral.Column B
**Value of
collateral that
supports this
claim**2.1. **Creditor's name and address**BANK OF AMERICA
KATHLEEN DIMOCK
100 FEDERAL STREET
BOSTON MA
02110**Creditor's email address, if known**
_____**Date debt was incurred:** _____**Last 4 digits of account number:** _____**Do multiple creditors have an interest in the same property?**☐ No☒ Yes. Have you already specified the relative priority?☒ No. Specify each creditor, including this creditor, and its relative priority.
CERBERUS BUSINESS FINANCE LLC
HAS A JUNIOR LIEN AS TO BANK OF
AMERICA CASH☐ Yes. The relative priority of creditors is specified on lines: _____**Describe debtor's property that is subject to a lien**

BANK OF AMERICA CASH

Describe the lienCASH COLLATERALIZED LETTER OF
CREDIT**Is the creditor an insider or related party?**☒ No☐ Yes**Is anyone else liable on this claim?**☐ No☒ Yes. Fill out Schedule H: Codebtors
(Official Form 206H).**As of the petition filing date, the claim is:**
Check all that apply.☒ Contingent☐ Unliquidated☐ Disputed

UNDETERMINED UNDETERMINED

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126**

<p>2.2.¹ Creditor's name and address</p> <p>CERBERUS BUSINESS FINANCE, LLC AS ADMINISTRATIVE AGENT AND COLLATERAL AGENT DANIEL E. WOLF 299 PARK AVENUE 23RD FLOOR NEW YORK NY 10171</p> <p>Creditor's email address, if known _____</p> <p>Date debt was incurred: _____</p> <p>Last 4 digits of account number: _____</p> <p>Do multiple creditors have an interest in the same property?</p> <p><input type="checkbox"/> No</p> <p><input checked="" type="checkbox"/> Yes. Have you already specified the relative priority?</p> <p><input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. _____ _____</p> <p><input checked="" type="checkbox"/> Yes. The relative priority of creditors is specified on lines: 2.1</p>	<p>Describe debtor's property that is subject to a lien</p> <p>SUBSTANTIALLY ALL DEBTORS' ASSETS OTHER THAN BANK OF AMERICA CASH \$13,353,361.00 UNDETERMINED</p> <p>Describe the lien</p> <p>FIRST PRIORITY LIEN; SECOND PRIORITY JUNIOR LIEN AS TO BANK OF AMERICA CASH</p> <p>Is the creditor an insider or related party?</p> <p><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim?</p> <p><input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out Schedule H: Codebtors (Official Form 206H).</p> <p>As of the petition filing date, the claim is: Check all that apply.</p> <p><input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>
--	---

¹APPROXIMATE PRINCIPAL AMOUNT OUTSTANDING AS OF 1/17/2017

3. **Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.** **\$13,353,361.00**

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

	Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
3.1.	JOSEPH NACCARATO 875 THIRD AVENUE NEW YORK NY 10022	Line 2.2	_____
3.2.	KLEE TUCHIN BOGDANOFF & STERN LLP MICHAEL TUCHIN; DAVID A FIDLER; JONATHAN M WEISS 1999 AVE OF THE STARS, 39TH FLOOR LOS ANGELES CA 90067	Line 2.2	_____

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126**

3.3. RIEMER & BRAUSTEIN LLP
DONALD ROTHMAN; DAVID S. BERMAN
THREE CENTER PLAZA
6TH FLOOR
BOSTON MA 02108

Line 2.1

3.4. SCHULTE ROTH & ZABEL LLP
ELIOT RELLES
919 THIRD AVENUE
NEW YORK NY 10022

Line 2.1

3.5. YOUNG CONAWAY STARGATT & TAYLOR LLP
MICHAEL R NESTOR; KARA H COYLE; ROBERT F POPPITI JR
RODNEY SQUARE
1000 NORTH KING STREET
WILMINGTON DE 19801

Line 2.2

Fill in this information to identify the case:**Debtor name:** The Limited Stores GC, LLC**United States Bankruptcy Court for the:** District of Delaware**Case number (if known):** 17-10126☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims**1. Do any creditors have priority unsecured claims?** (See 11 U.S.C. § 507).☒ No. Go to Part 2.☐ Yes. Go to line 2.**2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part.** If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

2.1. Priority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Total claim \$ _____	Priority amount \$ _____
_____	<input type="checkbox"/> Contingent		
_____	<input type="checkbox"/> Unliquidated		Nonpriority amount
_____	<input type="checkbox"/> Disputed		\$ _____
Date or dates debt was incurred	Basis for the claim:		
_____	_____		
Last 4 digits of account number: _ _ _ _	Is the claim subject to offset?		
	<input type="checkbox"/> No		
Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (_____)	<input type="checkbox"/> Yes		

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126****Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

- 3. List in alphabetical order all of the creditors with nonpriority unsecured claims.** If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

3.1. Nonpriority creditor's name and mailing address GIFT CARDS ATTN AARON SCHMITMEYER 7775 WALTON PKWY NEW ALBANY OH 43054	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed	Amount of claim UNDETERMINED
Date or dates debt was incurred <hr/>	Basis for the claim: GIFT CARDS	
Last 4 digits of account number: <hr/>	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126****Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.**Total of claim amounts****5a. Total claims from Part 1**

5a. \$0.00

5b. Total claims from Part 2

5b. + UNDETERMINED

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

5c. UNDETERMINED

Fill in this information to identify the case:**Debtor name:** The Limited Stores GC, LLC**United States Bankruptcy Court for the:** District of Delaware**Case number (if known):** 17-10126☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- ☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- ☒ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases**State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**2.1. **Title of contract** FOREIGN PACKAGE**State what the contract or lease is for** INSURANCE POLICY**Nature of debtor's interest** INSURED**State the term remaining** 8/3/2017**List the contract number of any government contract** _____ACE AMERICA INSURANCE CO.
ONE BEAVER VALLEY ROAD
ROUTING 1275-2W
WILMINGTON DE 198032.2. **Title of contract** DIRECTORS AND OFFICERS LIABILITY EXCESS**State what the contract or lease is for** INSURANCE POLICY**Nature of debtor's interest** INSURED**State the term remaining** 12/22/2017**List the contract number of any government contract** _____**State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**ACE AMERICAN INSURANCE
COMPANY
ONE BEAVER VALLEY ROAD
ROUTING 1275-2W
WILMINGTON DE 198032.3. **Title of contract** PROPERTY**State what the contract or lease is for** INSURANCE POLICY**Nature of debtor's interest** INSURED**State the term remaining** 4/30/2017**List the contract number of any government contract** _____**State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**ACE AMERICAN INSURANCE
COMPANY
PO BOX 1000
PHILADELPHIA PA 19106

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126**

- 2.4. **Title of contract** DIRECTORS AND OFFICERS **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED **AIG**
- State the term remaining** 12/22/2017 **175 WATER ST.**
- List the contract number of any government contract** _____ **NEW YORK NY 10038**
- 2.5. **Title of contract** PROPERTY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED **ALLIED WORLD ASSURANCE COMPANY (US) INC.**
- State the term remaining** 4/30/2017 **199 WATER STREET**
- List the contract number of any government contract** _____ **NEW YORK NY 10038**
- 2.6. **Title of contract** PROPERTY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED **ASPEN SPECIALTY INSURANCE COMPANY**
- State the term remaining** 4/30/2017 **175 CAPITAL BOULEVARD**
- List the contract number of any government contract** _____ **SUITE 300**
- ROCKY HILL CT 06067**
- 2.7. **Title of contract** OHIO WORKERS COMPENSATION - STATE FUND **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED **BUREAU OF WORKERS COMPENSATION**
- State the term remaining** N/A **30 W. SPRING STREET**
- List the contract number of any government contract** _____ **COLUMBUS OH 43215**
- 2.8. **Title of contract** NORTH DAKOTA WORKERS COMPENSATION **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED **BUREAU OF WORKERS COMPENSATION**
- State the term remaining** N/A **1600 E. CENTURY AVENUE, SUITE 1**
- List the contract number of any government contract** _____ **BISMARCK ND 58503**

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126**

- 2.9. **Title of contract** WASHINGTON WORKERS COMPENSATION
State what the contract or lease is for INSURANCE POLICY
Nature of debtor's interest INSURED
State the term remaining N/A
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 BUREAU OF WORKERS COMPENSATION
 P.O. BOX 44000
 OLYMPIA WA 98504-4000
- 2.10. **Title of contract** CRIME
State what the contract or lease is for INSURANCE POLICY
Nature of debtor's interest INSURED
State the term remaining 7/31/2018
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 CHUBB
 15 MOUNTAIN VIEW RD.
 WARREN NJ 07059
- 2.11. **Title of contract** SPECIAL CRIME
State what the contract or lease is for INSURANCE POLICY
Nature of debtor's interest INSURED
State the term remaining 7/31/2018
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 CHUBB
 15 MOUNTAIN VIEW RD.
 WARREN NJ 07059
- 2.12. **Title of contract** MARINE CARGO
State what the contract or lease is for INSURANCE POLICY
Nature of debtor's interest INSURED
State the term remaining 8/3/2017
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 CONTINENTAL INSURANCE CO.
 C/O MARSH RISK & INSURANCE SERVICES
 345 CALIFORNIA ST. #1300
 SAN FRANCISCO CA 94104
- 2.13. **Title of contract** PROPERTY
State what the contract or lease is for INSURANCE POLICY
Nature of debtor's interest INSURED
State the term remaining 4/30/2017
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 EVEREST INDEMNITY INSURANCE CO. & GENERAL SECURITY INDEMNITY
 PO BOX 830
 LIBERTY CORNER NJ 07938

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126**

- 2.14. **Title of contract** PROPERTY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED INTERSTATE FIRE AND CASUALTY COMPANY
225 W. WASHINGTON ST
SUITE 1800
CHICAGO IL 60606
- State the term remaining** 4/30/2017
- List the contract number of any government contract** _____
- 2.15. **Title of contract** PROPERTY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED INTERSTATE FIRE AND CASUALTY COMPANY
225 W. WASHINGTON ST
SUITE 1800
CHICAGO IL 60606
- State the term remaining** 4/30/2017
- List the contract number of any government contract** _____
- 2.16. **Title of contract** PROPERTY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED INTERSTATE FIRE AND CASUALTY COMPANY
225 W. WASHINGTON ST
SUITE 1800
CHICAGO IL 60606
- State the term remaining** 4/30/2017
- List the contract number of any government contract** _____
- 2.17. **Title of contract** PROPERTY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED LEXINGTON INSURANCE CO.
99 HIGH STREET
23RD FLOOR
BOSTON MA 02110
- State the term remaining** 4/30/2017
- List the contract number of any government contract** _____
- 2.18. **Title of contract** PROPERTY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED LIBERTY MUTUAL FIRE INSURANCE COMPANY
175 BERKELEY ST
BOSTON MA 02117
- State the term remaining** 4/30/2017
- List the contract number of any government contract** _____

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126**

- | | | | |
|-------|--|--|--|
| 2.19. | Title of contract | SERVICE AGREEMENT | State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

LIMITED STORES, LLC
AARON SCHITMEYER
7775 WALTON PARKWAY
NEW ALBANY OH 43054 |
| | State what the contract or lease is for | GIFT CARD ISSUING, SERVICE AND MARKETING AGREEMENT | |
| | Nature of debtor's interest | CONTRACT PARTY | |
| | State the term remaining | 2/3/2017 | |
| | List the contract number of any government contract | _____ | |
| | | | |
| 2.20. | Title of contract | EMPLOYEE LEASING AGREEMENT | State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

LIMITED STORES, LLC
AARON SCHITMEYER
7775 WALTON PARKWAY
NEW ALBANY OH 43054 |
| | State what the contract or lease is for | RECRUITMENT, LEASE AND TRAINING OF EMPLOYEES FOR GIFT CARD SERVICE AND MARKETING | |
| | Nature of debtor's interest | CONTRACT PARTY | |
| | State the term remaining | 2/3/2017 | |
| | List the contract number of any government contract | _____ | |
| | | | |
| 2.21. | Title of contract | SUBLICENSE AGREEMENT | State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

LIMITED STORES, LLC
AARON SCHITMEYER
7775 WALTON PARKWAY
NEW ALBANY OH 43054 |
| | State what the contract or lease is for | SUBLICENSE AGREEMENT AUTHORIZING USE OF IP | |
| | Nature of debtor's interest | SUBLICENSEE | |
| | State the term remaining | 2/3/2017 | |
| | List the contract number of any government contract | _____ | |
| | | | |
| 2.22. | Title of contract | PROPERTY | State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

LLOYDS - BRIT SYNDICATE 2987
THE LEADENHALL BLDG
122 LEADENHALL ST
LONDON EC3V 4AB
UNITED KINGDOM |
| | State what the contract or lease is for | INSURANCE POLICY | |
| | Nature of debtor's interest | INSURED | |
| | State the term remaining | 4/30/2017 | |
| | List the contract number of any government contract | _____ | |
| | | | |
| 2.23. | Title of contract | PROPERTY | State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

LLOYDS OF LONDON
ONE LIME ST
LONDON EC3M 7HA
UNITED KINGDOM |
| | State what the contract or lease is for | INSURANCE POLICY | |
| | Nature of debtor's interest | INSURED | |
| | State the term remaining | 4/30/2017 | |
| | List the contract number of any government contract | _____ | |

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126**

- 2.24. **Title of contract** PROPERTY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED LLOYDS OF LONDON
ONE LIME ST
LONDON EC3M 7HA
UNITED KINGDOM
- State the term remaining** 4/30/2017
- List the contract number of any government contract** _____
- 2.25. **Title of contract** NETWORK / CYBER **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED LLOYDS OF LONDON
THE LEADENHALL BLDG
122 LEADENHALL ST
LONDON EC3V 4AB
UNITED KINGDOM
- State the term remaining** 2/7/2017
- List the contract number of any government contract** _____
- 2.26. **Title of contract** PROPERTY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED MITSUI SUMITOMO INSURANCE
COMPANY OF AMERICA
15 INDEPENDENCE BLVD
PO BOX 4602
WARREN NJ 07059
- State the term remaining** 4/30/2017
- List the contract number of any government contract** _____
- 2.27. **Title of contract** PROPERTY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED PRINCETON EXCESS AND
SURPLUS LINES INSURANCE CO.
555 COLLEGE ROAD EAST
PRINCETON NJ 08543
- State the term remaining** 4/30/2017
- List the contract number of any government contract** _____
- 2.28. **Title of contract** PROPERTY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED PRINCETON EXCESS AND
SURPLUS LINES INSURANCE CO.
555 COLLEGE ROAD EAST
PRINCETON NJ 08543
- State the term remaining** 4/30/2017
- List the contract number of any government contract** _____

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126**

- 2.29. **Title of contract** AUTOMOBILE LIABILITY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED TRAVELERS INDEMNITY CO.
ONE TOWER SQUARE
HARTFORD CT 06183
- State the term remaining** 8/3/2017
- List the contract number of any government contract** _____
- 2.30. **Title of contract** GENERAL LIABILITY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED TRAVELERS PROPERTY CASUALTY
CO. OF AMERICA
ONE TOWER SQUARE
HARTFORD CT 06183
- State the term remaining** 8/3/2017
- List the contract number of any government contract** _____
- 2.31. **Title of contract** WORKERS COMPENSATION **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED TRAVELERS PROPERTY CASUALTY
CO. OF AMERICA
ONE TOWER SQUARE
HARTFORD CT 06183
- State the term remaining** 8/3/2017
- List the contract number of any government contract** _____
- 2.32. **Title of contract** UMBRELLA LIABILITY **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED TRAVELERS PROPERTY CASUALTY
COMPANY OF AMERICA
485 LEXINGTON AVENUE
NEW YORK NY 10017
- State the term remaining** 8/3/2017
- List the contract number of any government contract** _____
- 2.33. **Title of contract** PROPERTY (BOILER & MACHINERY) **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED TRAVELERS PROPERTY CASUALTY
COMPANY OF AMERICA
485 LEXINGTON AVENUE
NEW YORK NY 10017
- State the term remaining** 4/30/2017
- List the contract number of any government contract** _____

Debtor **The Limited Stores GC, LLC**Case number (if known) **17-10126**

- 2.34. **Title of contract** EXCESS LIABILITY
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED
- State the term remaining** 8/3/2017
- List the contract number of any government contract** _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- XL INSURANCE AMERICA INC.
ONE WORLD FINANCIAL CENTER
200 LIBERTY STREET, 22ND FLOOR
NEW YORK NY 10281
-
- 2.35. **Title of contract** PROPERTY
- State what the contract or lease is for** INSURANCE POLICY
- Nature of debtor's interest** INSURED
- State the term remaining** 4/30/2017
- List the contract number of any government contract** _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- ZURICH AMERICAN
1400 AMERICAN LANE
SCHAMBURG IL 60196

Fill in this information to identify the case:**Debtor name:** The Limited Stores GC, LLC**United States Bankruptcy Court for the:** District of Delaware**Case number (if known):** 17-10126☐ Check if this is an amended filing

Official Form 206H

Schedule H: Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

- ☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- ☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor		Column 2: Creditor	
Name	Mailing address	Name	Check all schedules that apply:
2.1. LIMITED STORES COMPANY, LLC	7775 WALTON PARKWAY SUITE 400 NEW ALBANY OH 43054	CERBERUS BUSINESS FINANCE, LLC AS ADMINISTRATIVE AGENT AND COLLATERAL AGENT	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.2. LIMITED STORES COMPANY, LLC	7775 WALTON PARKWAY SUITE 400 NEW ALBANY OH 43054	BANK OF AMERICA	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.3. LIMITED STORES, LLC	7775 WALTON PARKWAY SUITE 400 NEW ALBANY OH 43054	CERBERUS BUSINESS FINANCE, LLC AS ADMINISTRATIVE AGENT AND COLLATERAL AGENT	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.4. LIMITED STORES, LLC	7775 WALTON PARKWAY SUITE 400 NEW ALBANY OH 43054	BANK OF AMERICA	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G

Fill in this information to identify the case:**Debtor name:** The Limited Stores GC, LLC**United States Bankruptcy Court for the:** District of Delaware**Case number (if known):** 17-10126Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.


I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 2/10/2017
MM/DD/YYYY

x


Signature of individual signing on behalf of debtor

Timothy D. Boates
Printed name

Authorized Officer
Position or relationship to debtor