

Joshua A. Sussberg, P.C.
Christopher J. Marcus, P.C.
KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900

James H.M. Sprayregen, P.C.
Benjamin M. Rhode (*pro hac vice* pending)
KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL LLP
300 North LaSalle Street
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200

Proposed Counsel to the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
BCBG MAX AZRIA GLOBAL HOLDINGS, LLC, <i>et al.</i> , ¹)	Case No. 17-10466 (SCC)
Debtors.)	(Joint Administration Requested)

AGENDA FOR FIRST DAY HEARING

Time and Date of Hearing: March 2, 2017, at 4:30 p.m. (Prevailing Eastern Time)

Location of Hearing: The Honorable Judge Shelley C. Chapman
United States Bankruptcy Court for the Southern District of New York
Alexander Hamilton Custom House
One Bowling Green, Courtroom No. 623
New York, New York 10004

Copies of Motions: A copy of each pleading can be viewed on the Court’s website at <http://www.nysb.uscourts.gov> and the website of the Debtors’ proposed notice and claims agent, Donlin, Recano & Company, Inc., at <https://www.donlinrecano.com/bcbg>. Further information may be obtained via email at bcbginfo@donlinrecano.com, or by calling toll free at 866-406-2290, or internationally at 212-771-1128.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: BCBG Max Azria Global Holdings, LLC (6857); BCBG Max Azria Group, LLC (5942); BCBG Max Azria Intermediate Holdings, LLC (3673); Max Rave, LLC (9200); and MLA Multibrand Holdings, LLC (3854). The location of the Debtors’ service address is: 2761 Fruitland Avenue, Vernon, California 90058.

I. Introduction

1. ***Voluntary Petitions.***
 - A. BCBG Max Azria Group, LLC
 - B. BCBG Max Azria Global Holdings, LLC
 - C. BCBG Max Azria Intermediate Holdings, LLC
 - D. MLA Multibrand Holdings, LLC
 - E. Max Rave, LLC
2. ***First Day Declaration.*** Declaration of Holly Felder Etlin, Chief Restructuring Officer of BCBG Max Azria Global Holdings, LLC, (I) in Support of Debtors' Chapter 11 Petitions and First Day Motions and (II) Pursuant to Local Bankruptcy Rule 1007-2. [Docket No. 3].

II. Matters Requested to be Heard at First Day Hearing

3. ***Joint Administration Motion.*** Debtors' Motion for Entry of an Order (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief. [Docket No. 2].
4. ***DIP Financing Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Post-Petition Secured Financing Pursuant to Section 364 of the Bankruptcy Code, (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Liens and Superpriority Administrative Expense Claims, (IV) Granting Adequate Protection to the Pre-Petition Lenders, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief. [Docket No. 22].
5. ***Cash Management Motion.*** Debtors' Motion for Entry of Interim and Final Orders (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, (II) Authorizing the Debtors to Continue Intercompany Transactions, and (III) Granting Related Relief. [Docket No. 14].
6. ***Agency Agreement Assumption and Store Closing Procedures Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Assume the Agency Agreement, (II) Approving Procedures for Store Closing Sales, and (III) Granting Related Relief. [Docket No. 15].
7. ***Customer Programs Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Maintain and Administer Their Existing Customer Programs and Honor Certain Prepetition Obligations

Related Thereto and (II) Granting Related Relief. [Docket No. 10].

8. ***Lienholders Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Prepetition Claims of Lien Claimants, Import and Export Claimants, and 503(b)(9) Claimants and (II) Granting Related Relief. [Docket No. 8].
9. ***Wages Motion.*** Debtors' Motion for Entry of Interim and Final Orders (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. [Docket No. 13].
10. ***Taxes Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, but Not Directing, the Payment of Certain Prepetition Taxes and Fees and (II) Granting Related Relief. [Docket No. 9].
11. ***Insurance Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, but Not Directing, the Debtors to (A) Pay Their Obligations Under Insurance Policies Entered into Prepetition, (B) Continue to Pay Brokerage Fees, (C) Renew, Supplement, Modify, or Purchase Insurance Coverage, (D) Honor the Terms of the Financing Agreements and Pay Premiums Thereunder, and (E) Enter into New Financing Agreements in the Ordinary Course of Business and (II) Granting Related Relief. [Docket No. 11].
12. ***Creditor Matrix Motion.*** Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to (A) Prepare a List of Creditors in Lieu of Submitting a Formatted Mailing Matrix and (B) File a Consolidated List of the Debtors' 50 Largest Unsecured Creditors, (II) Authorizing the Debtors to Redact Certain Personal Identification Information for Individual Creditors, (III) Approving the Form and Manner of Notifying Creditors of Commencement of These Chapter 11 Cases, and (IV) Granting Related Relief. [Docket No. 4].
13. ***Case Management Motion.*** Debtors' Motion for Entry of an Order (I) Establishing Certain Notice, Case Management, and Administrative Procedures, and (II) Granting Related Relief. [Docket No. 5].
14. ***Schedules Extension Motion.*** Debtors' Motion for Entry of an Order (I) Extending Time to File Schedules of Assets and Liabilities, Schedules of Current Income and Expenditures, Schedules of Executory Contracts and Unexpired Leases, Statements of Financial Affairs, and Rule 2015.3 Financial Reports, and (II) Granting Related Relief. [Docket No. 6].
15. ***Noticing Agent 156(c) Application.*** Debtors' Application for Entry of an Order Pursuant to 28 U.S.C. § 156(C) Approving the Appointment and Retention of Donlin, Recano & Company, Inc. as the Claims and Noticing

Agent to the Debtors, Effective *Nunc Pro Tunc* to the Petition Date.
[Docket No. 12].

III. Matters to be Heard at a Later Date

13. ***Utilities Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Prohibiting Utility Providers from Altering, Refusing, or Discontinuing Utility Services, (II) Determining Adequate Assurance of Payment for Future Utility Services, (III) Establishing Procedures for Determining Adequate Assurance of Payment, and (IV) Granting Related Relief. [Docket No. 7].
14. ***Sale Procedures Motion.*** Debtors' Motion for Entry of an Order (I) Approving the Bidding Procedures, (II) Scheduling the Bid Deadlines and the Auction, (III) Approving the Form and Manner of Notice Thereof, and (IV) Granting Related Relief. [Docket No. 33].
15. ***Chapter 11 Plan.*** Joint Plan of Reorganization of BCBG Max Azria Global Holdings, LLC and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code. [Docket No. 39].

[Remainder of page intentionally left blank]

Dated: March 1, 2017

/s/ Joshua A. Sussberg

Joshua A. Sussberg, P.C.

Christopher J. Marcus, P.C.

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

601 Lexington Avenue

New York, New York 10022

Telephone: (212) 446-4800

Facsimile: (212) 446-4900

- and -

James H.M. Sprayregen, P.C.

Benjamin M. Rhode (*pro hac vice* pending)

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

300 North LaSalle Street

Chicago, Illinois 60654

Telephone: (312) 862-2000

Facsimile: (312) 862-2200

Proposed Counsel to the Debtors and Debtors in Possession