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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.)	(Jointly Administered)

NOTICE OF FILING OF REVISED PROPOSED ORDER PURSUANT TO SECTIONS 327(A) AND 328 OF THE BANKRUPTCY CODE, BANKRUPTCY RULES 2014 AND 2016, AND LOCAL RULES 2014-1 AND 2016-1 AUTHORIZING THE EMPLOYMENT AND RETENTION OF A&G REALTY PARTNERS, LLC AS A REAL ESTATE CONSULTANT AND ADVISOR *NUNC PRO TUNC* TO THE PETITION DATE

PLEASE TAKE NOTICE that on March 14, 2017, the above-captioned debtors and debtors in possession (the “Debtors”) filed the *Debtors’ Application for Entry of an Order Pursuant to Sections 327(a) and 328 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1 Authorizing the Employment and Retention of A&G Realty*

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.

Partners, LLC as a Real Estate Consultant and Advisor Nunc Pro Tunc to the Petition Date [Docket No. 124] (the “Application”).

PLEASE TAKE FURTHER NOTICE that the Debtors hereby file a revised proposed *Order Pursuant to Sections 327(a) and 328 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1 Authorizing the Employment and Retention of A&G Realty Partners, LLC as a Real Estate Consultant and Advisor Nunc Pro Tunc to the Petition Date* attached hereto as **Exhibit A** (the “Revised Proposed Order”).

PLEASE TAKE FURTHER NOTICE THAT a comparison between the Revised Proposed Order and order filed with the Application is attached hereto as **Exhibit B**.

PLEASE TAKE FURTHER NOTICE that, as a result of negotiations among all relevant parties, the Revised Proposed Order resolves all informal objections the Debtors have received to the relief requested by the Application.

PLEASE TAKE FURTHER NOTICE that the hearing to consider approval of the Application will be held before the Honorable Shelley C. Chapman, United States Bankruptcy Judge, in Courtroom 623, One Bowling Green, New York, New York on **March 28, 2017, at 3:00 p.m.** (prevailing Eastern Time) or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that copies of all documents filed in these chapter 11 cases may be obtained free of charge by visiting the website of Donlin, Recano & Company, Inc. at <https://www.donlinrecano.com/bcbg>. You may also obtain copies of any pleadings by visiting the Court’s website at <http://www.nysb.uscourts.gov> in accordance with the procedures and fees set forth therein.

Dated: March 27, 2017

/s/ Joshua A. Sussberg

Joshua A. Sussberg, P.C.

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Proposed Counsel to the Debtors and Debtors in Possession

EXHIBIT A

Revised Proposed Order

**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.)	(Jointly Administered)

**ORDER PURSUANT TO SECTIONS 327(a) AND 328 OF THE
BANKRUPTCY CODE, BANKRUPTCY RULES 2014 AND 2016, AND LOCAL
RULES 2014-1 AND 2016-1 AUTHORIZING THE EMPLOYMENT AND
RETENTION OF A&G REALTY PARTNERS, LLC AS A REAL ESTATE
CONSULTANT AND ADVISOR *NUNC PRO TUNC* TO THE PETITION DATE**

Upon the application (the “Application”)² of the Debtors for entry of an order (this “Order”) under sections 327(a) and 328 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1 authorizing the employment and retention of A&G Realty Partners, LLC (“A&G”) as a real estate advisor and consultant for the Debtors *nunc pro tunc* to the Petition Date; and the Court having reviewed the Application, the First Day Declaration, and the Jerbich Declaration; and the Court being satisfied with the representations made in the Application, the First Day Declaration, and the Jerbich Declaration that A&G represents no interest adverse to the estates, that it is a “disinterested person” as that term is defined under section 101(14) of the Bankruptcy Code, and that its employment is necessary; and the Court having found that the Court has jurisdiction over this matter pursuant to 28 U.S.C.

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.

² Unless otherwise defined, capitalized terms used herein shall have the meanings ascribed to them in the Application.

§§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*, dated January 31, 2012; and the Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Application is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and the Court having found that the Debtors provided adequate and appropriate notice of the Application under the circumstances and that no other or further notice is required; and the Court having reviewed the Application and having heard statements in support of the Application at a hearing, if any, held before the Court (the "Hearing"); and the Court having determined that the legal and factual bases set forth in the Application and at the Hearing establish just cause for the relief granted herein; and any objections to the relief requested herein having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. In accordance with sections 327(a) and 328(a) of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016, the Debtors are hereby authorized to employ and retain A&G as their real estate consultant and advisor *nunc pro tunc* to the Petition Date on the terms and conditions set forth in the Application and the Services Agreement.

2. The terms and provisions of the Services Agreement are approved and the Debtors are authorized to compensate A&G in accordance with the Services Agreement, including Schedule B thereto. A&G shall not be required to file interim fee applications for its fixed fee Services; *provided, however* that A&G shall be required to file a final fee application upon completion of its Services which shall be subject to the standard of review provided for in section 328(a) of the Bankruptcy Code.

3. In the event that there are any Additional Services to be provided by A&G to the Debtors, the Debtors shall file a separate retention application for such Additional Services.

4. The Debtors shall provide the Committee copies of any invoices presented by A&G within fourteen (14) calendar days of receipt.

5. The information requirements set forth in the United States Trustees Guidelines for Reviewing Applications for Compensation and Reimbursements of Expenses Filed under 11 U.S.C. § 330 are hereby waived and A&G shall not be required to maintain records of detailed time entries in connection with the Services as that term is defined in the Services Agreement.

6. Notice of the Application as provided therein shall be deemed good and sufficient notice of such Application and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice.

7. Notwithstanding anything to the contrary, the terms and conditions of this Order are immediately effective and enforceable upon its entry.

8. The requirements set forth in Local Rule 9013-1(b) are satisfied by the contents of the Application.

9. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Application.

10. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

New York, New York

Dated: _____, 2017

THE HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT B

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**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)
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Debtors.)	(Jointly Administered)

**ORDER PURSUANT TO SECTIONS 327(a) AND 328 OF THE
BANKRUPTCY CODE, BANKRUPTCY RULES 2014 AND 2016, AND LOCAL
RULES 2014-1 AND 2016-1 AUTHORIZING THE EMPLOYMENT AND
RETENTION OF A&G REALTY PARTNERS, LLC AS A REAL ESTATE
CONSULTANT AND ADVISOR *NUNC PRO TUNC* TO THE PETITION DATE**

Upon the application (the “Application”)² of the Debtors for entry of an order (this “Order”) under sections 327(a) and 328 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1 authorizing the employment and retention of A&G Realty Partners, LLC (“A&G”) as a real estate advisor and consultant for the Debtors *nunc pro tunc* to the Petition Date; and the Court having reviewed the Application, the First Day Declaration, and the Jerbich Declaration; and the Court being satisfied with the representations made in the Application, the First Day Declaration, and the Jerbich Declaration that A&G represents no interest adverse to the estates, that it is a “disinterested person” as that term is defined under section 101(14) of the Bankruptcy Code, and that its employment is necessary; and the Court having found that the Court has jurisdiction over this matter pursuant to 28 U.S.C.

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.

² Unless otherwise defined, capitalized terms used herein shall have the meanings ascribed to them in the Application.

§§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*, dated January 31, 2012; and the Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Application is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and the Court having found that the Debtors provided adequate and appropriate notice of the Application under the circumstances and that no other or further notice is required; and the Court having reviewed the Application and having heard statements in support of the Application at a hearing, if any, held before the Court (the "Hearing"); and the Court having determined that the legal and factual bases set forth in the Application and at the Hearing establish just cause for the relief granted herein; and any objections to the relief requested herein having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. In accordance with sections 327(a) and 328(a) of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016, the Debtors are hereby authorized to employ and retain A&G as their real estate consultant and advisor *nunc pro tunc* to the Petition Date on the terms and conditions set forth in the Application and the Services Agreement.

2. The terms and provisions of the Services Agreement are approved and the Debtors are authorized to compensate A&G in accordance with the Services Agreement, including Schedule B thereto. A&G shall not be required to file interim fee applications for its fixed fee Services; *provided, however* that A&G shall be required to file a final fee application upon completion of its Services which shall be subject to the standard of review provided for in section 328(a) of the Bankruptcy Code.

~~3.~~ 3. In the event that there are any Additional Services to be provided by A&G to the Debtors, ~~A&G~~ the Debtors shall ~~be required to file interim and final fee applications on an hourly basis only and the time detail provided~~ a separate retention application for such ~~fees may be provided in a summary fashion. Specifically, A&G will submit time records setting forth the hours spent on each activity and a description of the~~ Additional Services ~~provided, but will not break out their time into tenths.~~

~~3.~~ 3. ~~of an hour increments.~~

4. The Debtors shall provide the Committee copies of any invoices presented by A&G within fourteen (14) calendar days of receipt.

~~4.5.~~ 4.5. The information requirements set forth in the United States Trustees Guidelines for Reviewing Applications for Compensation and Reimbursements of Expenses Filed under 11 U.S.C. § 330 are hereby waived and A&G shall not be required to maintain records of detailed time entries in connection with the Services as that term is defined in the Services Agreement.

~~5.6.~~ 5.6. Notice of the Application as provided therein shall be deemed good and sufficient notice of such Application and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice.

~~6.7.~~ 6.7. Notwithstanding anything to the contrary, the terms and conditions of this Order are immediately effective and enforceable upon its entry.

~~7.8.~~ 7.8. The requirements set forth in Local Rule 9013-1(b) are satisfied by the contents of the Application.

~~8.9.~~ 8.9. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Application.

9.10. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

New York, New York

Dated: _____, 2017

THE HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE