

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

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: In re : Chapter 11
: :
BCBG MAX AZRIA GLOBAL HOLDINGS, LLC, : Case No. 17-10466 (SCC)
et al.,¹ :
: (Jointly Administered)
Debtors. :
: X

**REQUEST FOR ALLOWANCE AND PAYMENT OF
ADMINISTRATIVE EXPENSE CLAIMS**

BCBG MAX AZRIA GROUP SAS ("BCBG France SAS") hereby files this Request for Allowance and Payment of Administrative Expense Claims (the "Request") in accordance with the *Notice of (I) Entry of Order Confirming the Amended Joint Plan of Reorganization of BCBG Max Azria Global Holdings, LLC and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code and (II) Occurrence of Effective Date* (the "Effective Date Notice") [Docket No. 601], entered on July 31, 2017. In support of this Request, BCBG France SAS respectfully represents as follows:

1. On February 28, 2017 (the "Petition Date"), BCBG Max Azria Global Holdings, LLC and certain of its affiliated debtors and debtors in possession filed petitions for chapter 11 relief with this Court.

2. On March 8, 2017, the commercial court of Romans sur Isère (France) commenced French insolvency proceedings with respect to BCBG France SAS. Such court order appointed SELARL AJ PARTENAIRES ADMINISTRATEURS acting through Maître

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.

Bruno Sapin and Frédéric Abitbol as judicial administrators (*administrateurs judiciaires*), SELARL MJ SYNERGIE acting through Maître Geoffroy BERTHELOT as creditors' representative (*mandataire judiciaire*) and Romain Adam as statutory Insolvency Judge (*Juge-Commissaire*). BCBG France SAS is subject to a French reorganization proceeding (*redressement judiciaire*).

3. On July 25, 2017, this Court entered an order [Docket No. 591] (the "Confirmation Order") confirming the Amended Joint Plan of Reorganization of BCBG Max Azria Global Holdings, LLC and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code (the "Plan"). Pursuant to Article II.A of the Plan, the Effective Date Notice established August 30, 2017 as the date by which parties must file a request for allowance of administrative expense claims.

4. BCBG France SAS is a wholly-owned subsidiary of BCBG Max Azria Group Europe Holdings, SARL, which in turn is a wholly-owned subsidiary of Debtor BCBG Max Azria Group LLC. Historically, BCBG France SAS operated as part of the BCBG family of companies. However, the Debtors determined to sever their business relations with BCBG France SAS.

5. Prior to the Petition Date, the Debtors extended a license to BCBG France SAS to use certain trademarks essential to its business in France and other territories, including through third-parties sub-licenses. These trademarks included BCBGMAXAZRIA, Hervé Léger by Max Azria and BCBGeneration. Shortly after the appointment of the French court-appointed officials by the commercial court of Romans sur Isère, the Debtors made it clear that BCBG France SAS will no longer be authorized to use these trademarks after the end of the French reorganization proceedings. Under applicable French law, due to the extended course of

performance among the Parties, the Debtors were obligated to provide BCBG France SAS with an extensive notice period prior to terminating the trademark license agreement.

6. The Debtors are also responsible for the destruction of BCBG France SAS's wholesale business. On March 7, 2017, the Debtors prohibited BCBG France SAS from entering into new wholesale agreements with any commercial partners. By terminating the trademarks and blocking BCBG France SAS's entry into new agreements, the Debtors damaged BCBG France SAS in contravention of French law.

7. The Debtors are finally responsible for the destruction of BCBG France SAS's wholesale and retail business. Despite many attempts, during the French reorganization proceeding, the Debtors and BCBG France SAS failed to reach an agreement pursuant to which the Debtors would continue to supply BCBG France SAS with BCBG products.

8. Accordingly, the Debtors are liable to BCBG France SAS for (a) the theft of BCBG France SAS's assets, including BCBG France SAS's customer lists and goodwill, and (b) interfering with BCBG France SAS's contracts and business relationships.

WHEREFORE, BCBG France SAS respectfully requests (i) that this Request be approved in its entirety, (ii) that BCBG France SAS be awarded and paid the amount of \$26,449,000 as an allowed administrative expense as set forth herein pursuant to Article II.A of the Plan, and (iii) such other and further relief as the Court deems necessary or appropriate.

BCBG MAX AZRIA FRANCE SAS

/s/ Jérôme Bulté

Name: Jérôme Bulté

Title: President

Dated: August 30, 2017

BRUNO SAPIN

/s/ Bruno Sapin

Name: Bruno Sapin

Title: *Administrateur Judiciaire*

Dated: August 30, 2017

FREDERIC ABITBOL

/s/ Frédéric Abitbol

Name: Frédéric Abitbol

Title: *Administrateur Judiciaire*

Dated: August 30, 2017

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