

UNITED STATES BANKRUPTCY COURT
 NORTHERN DISTRICT OF NEW YORK

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 In re: : Chapter 11
 :
 HERB PHILIPSON’S ARMY AND NAVY :
 STORES INC., :
 : Case No. 18-61376 (DD)
 Debtor.¹ :
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**NOTICE OF DEADLINES FOR
 FILING OF PROOFS OF CLAIM AND PAYMENTS
 OF CLAIMS ENTITLED TO ADMINISTRATIVE EXPENSE
STATUS UNDER SECTION 503(b)(9) OF THE BANKRUPTCY CODE**

**(GENERAL CLAIMS BAR DATE: APRIL 6, 2019)
 (SECTION 503(b)(9) CLAIMS BAR DATE: DECEMBER 28, 2018)²**

TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST THE DEBTOR AND/OR AN ADMINISTRATIVE EXPENSE ARISING UNDER SECTION 503(b)(9) OF TITLE 11 OF THE UNITED STATES CODE (THE “BANKRUPTCY CODE”):

On October 11, 2018, the Clerk of the Court for the United States Bankruptcy Court for the Northern District of New York (the “Court”) issued the *Notice of Chapter 11 Bankruptcy Case* (the “Chapter 11 Notice”) [Dkt. No. 40], which established certain deadlines for the filing of proofs of claim in the chapter 11 case (the “Chapter 11 Case”) of the above-captioned debtor and debtor in possession (the “Debtor”). Section 7 of the Chapter 11 Notice sets April 6, 2019 as the deadline to file a proof of claim in the Chapter 11 Case (the “Bar Date Notice Deadline”).

Additionally, on November 21, 2018 the Court entered an order [Dkt. No. 202] (the “Section 503(b)(9) Bar Date Order”) establishing the deadline for all persons and entities (including, without limitation, individuals, partnerships, joint ventures, corporations, estates, governmental units (as such term is defined in section 101(27) of the Bankruptcy Code), and trusts) to file a request for payment (a “Section 503(b)(9) Claim Request”) for the value of any goods sold to the Debtor in the ordinary course of business and received by the Debtor within 20 days before the Petition Date (i.e., between September 18, 2018 and October 8, 2018) (a “Section 503(b)(9) Claim”).

¹ The last four digits of the Debtor’s federal tax identification number are 4814.

² The Debtor has been made aware that certain parties in interest did not receive the Section 503(b)(9) Bar Date Order (defined herein). For those parties, the deadline to file claims under section 503(b)(9) of the Bankruptcy Code is **March 1, 2019** (the “Extended Section 503(b)(9) Claims Bar Date”).



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Pursuant to the Bar Date Notice Deadline, the Clerk of Court established **April 6, 2019** (the “General Claims Bar Date”) as the general claims bar date for filing proofs of claim in the Chapter 11 Case. Pursuant to the Section 503(b)(9) Bar Date Order, the Court established **December 28, 2018** for filing Section 503(b)(9) Claims (the “503(b)(9) Claims Bar Date”).

For your convenience, enclosed with this Notice is a proof of claim form, which identifies on its face the amount, nature and classification of your claim(s), if any, listed in the Debtor’s schedules of assets and liabilities and statements of financial affairs filed in the Chapter 11 Case (collectively, the “Schedules”).

As used in this Notice, the term “claim” means, as to or against the Debtor and in accordance with section 101(5) of the Bankruptcy Code: (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (b) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

1. THE BAR DATES

The Bar Date Notice Deadline, the Section 503(b)(9) Bar Date Order and this Notice, establish the following bar dates for filing proofs of claim, Section 503(b)(9) Claims and Extended Section 503(b)(9) Claims, where applicable, in the Chapter 11 Case (collectively, the “Bar Dates”):

- (a) The General Claims Bar Date. Pursuant to the Bar Date Notice Deadline, except as described below, all entities holding claims against the Debtor that arose or are deemed to have arisen prior to October 8, 2018 (the “Petition Date”) are required to file proofs of claim by the General Claims Bar Date (*i.e.*, by **April 6, 2019**). The General Claims Bar Date applies to claims against the Debtor that arose prior to the Petition Date, including secured claims, unsecured priority claims, and unsecured nonpriority claims.
- (b) The Rejection Claims Bar Date. Any entity asserting claims arising from or relating to the rejection of executory contracts or unexpired leases in accordance with section 365 of the Bankruptcy Code or claims otherwise related to such rejected agreements, including (i) secured claims, unsecured priority claims and unsecured nonpriority claims that arose or are deemed to have arisen prior to the Petition Date, and (ii) administrative claims under section 503(b) of the Bankruptcy Code (collectively, “Rejection Damage Claims”) are required to file proofs of claim by the later of (a) the General Claims Bar Date or (b) 5:00 p.m. Eastern Time, on the date that is 35 days after the order authorizing the rejection. The later of these dates is referred to in this Notice as the “Rejection Claims Bar Date.” *For the avoidance of doubt, all prepetition and postpetition claims of any kind or nature arising from or relating to executory contracts or unexpired leases rejected by the Debtor, as authorized by an order of the Court, must be filed by the Rejection Claims Bar Date.*

- (c) The Governmental Bar Date. Pursuant to the Bar Date Notice Deadline, and consistent with Rule 3002(c)(1) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), all governmental units holding claims against the Debtor that arose or are deemed to have arisen prior to the Petition Date (including secured claims, unsecured priority claims and unsecured nonpriority claims) are required to file proofs of claim by **April 6, 2019** (the “Governmental Bar Date”).
- (d) The Section 503(b)(9) Bar Date. Pursuant to the Section 503(b)(9) Bar Date Order, a party seeking to file a Section 503(b)(9) Claim must deliver the Section 503(b)(9) Claim Request by mail, courier service, hand delivery, or in person so as to be actually received by the Claims Agent no later than **December 28, 2018** at the addresses listed in Section 4 of this Notice.
- (e) The Extended Section 503(b)(9) Bar Date. The Debtor has been made aware that certain parties in interest did not receive the Section 503(b)(9) Bar Date Order. For those parties who seek to file a Section 503(b)(9) Claim, the Section 503(b)(9) Claim Request must be delivered by mail, courier service, hand delivery, or in person so as to be actually received by the Claims Agent no later than **March 1, 2019** at the addresses listed in Section 4 of this Notice.

2. WHO MUST FILE A PROOF OF CLAIM

Unless one of the exceptions described in Section 5 below applies, if you have a claim that arose or is deemed to have arisen prior to the Petition Date, you **MUST** file a proof of claim to vote on a chapter 11 plan proposed by the Debtor or to share in distributions from the Debtor’s bankruptcy estate. Claims based on acts or omissions of the Debtor that occurred before the Petition Date must be filed on or prior to the applicable Bar Date, even if such claims are not now fixed, liquidated or certain or did not mature or become fixed, liquidated or certain before the Petition Date. You **MUST** file a Section 503(b)(9) Claim Request if you have a Section 503(b)(9) Claim against the Debtor for the value of any goods sold to such Debtor in the ordinary course of business and received by the Debtor within 20 days before the Petition Date (i.e., between September 18, 2018 and October 8, 2018).

Except where the Rejection Claims Bar Date, or the Governmental Bar Date applies to establish a different deadline or one of the exceptions in Section 5 of this Notice applies, the following entities must file proofs of claim or Section 503(b)(9) Claims on or before the General Claims Bar Date, the Section 503(b)(9) Bar Date, or the Extended Section 503(b)(9) Bar Date, as applicable:

- (a) Any entity (i) whose prepetition claim against the Debtor is not listed in the Schedules or is listed as “disputed,” “contingent” or “unliquidated,” or (ii) that desires to vote on any chapter plan filed by the Debtor, or share in any distribution in the Chapter 11 Case;
- (b) Any entity that believes its prepetition claim is improperly classified in the Schedules or is listed in an incorrect amount and that desires to have its claim

allowed in a classification or amount other than that identified in the Schedules;
and

- (c) Any entity that believes that its claim against the Debtor is or may be an administrative expense pursuant to section 503(b)(9) of the Bankruptcy Code.³

3. WHAT TO FILE

The Debtor is enclosing a proof of claim form for use in the Chapter 11 Case, or you may use another proof of claim form that conforms substantially to Official Bankruptcy Form No. 410. If your claim is scheduled by the Debtor, the attached proof of claim form also sets forth: (a) the amount of your claim (if any) as scheduled by the Debtor; (b) whether your claim is scheduled as disputed, contingent or unliquidated; and (c) whether your claim is scheduled as a secured claim, an unsecured priority claim, an unsecured nonpriority claim or an administrative claim arising under section 503(b)(9) of the Bankruptcy Code. You may utilize the proof of claim form provided by the Debtor to file your claim. Additional proof of claim forms may be obtained by visiting <http://www.kccllc.net/herbphilipsons/>.

Additionally, if you are filing a Section 503(b)(9) Claim you must:

- (a) identify (i) the amount of the Section 503(b)(9) Claim, (ii) the value of the goods you contend the Debtor received within 20 days before October 8, 2018, (iii) the date and place of receipt of the goods by the Debtor, and (iv) the method of delivery of the goods to the Debtor;
- (b) include or attach documentation identifying (i) the particular invoice(s) related to such Section 503(b)(9) Claim and (ii) any demand to reclaim goods sold to the Debtor under section 546(c) of the Bankruptcy Code; and
- (c) certify that the goods were provided in the ordinary course of the Debtor's business.

All proof of claim forms and Section 503(b)(9) Claims must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. The proof of claim and/or Section 503(b)(9) Claim form must be written in English and be denominated in United States currency. You should attach to your completed proof of claim form and/or Section 503(b)(9) Claim any documents on which the claim is based (or, if such documents are voluminous, attach a summary) or an explanation as to why the documents are not available.

³ Valid claims arising from the value of any goods received by the Debtor within 20 days before October 8, 2018 (*i.e.*, between September 18, 2018 and October 8, 2018), will be granted administrative expense priority status pursuant to section 503(b)(9) of the Bankruptcy Code.

A copy of your Section 503(b)(9) Claim must also be sent to the additional parties listed in Section 4 of this Notice. Section 503(b)(9) Claim Requests will be deemed filed only when actually received by KCC. If you wish to receive acknowledgment of KCC’s receipt of your Section 503(b)(9) Claim Request, you must also submit a copy of your original Section 503(b)(9) Claim Request and a self-addressed, stamped envelope.

Each entity asserting a Rejection Damage Claim with a chapter 11 administrative claim component must file, along with its proof of claim, a detailed statement describing the nature and basis of the portion of the Rejection Damage Claim asserting an administrative priority under section 503(b) of the Bankruptcy Code (the “Administrative Claim Supplement”).

Under the Bar Date Notice Deadline and the Section 503(b)(9) Bar Date Order, the filing of a proof of claim form satisfies the procedural requirements for the assertion of any administrative priority claims under section 503(b)(9) of the Bankruptcy Code. Likewise, the filing of a proof of claim form, along with an attached Administrative Claim Supplement, if applicable, shall satisfy the procedural requirements for the assertion of a Rejection Damage Claim (including any administrative claim included therein). *All other administrative claims arising under section 503(b) of the Bankruptcy Code must be made by separate request for payment in accordance with section 503(a) of the Bankruptcy Code and shall not be deemed proper if made by proof of claim.* No deadline has been established for the filing of administrative claims other than claims under section 503(b)(9) of the Bankruptcy Code.

4. WHERE TO FILE

All proofs of claim must be filed so as to be received on or before the applicable Bar Date, either electronically through Kurtzman Carson Consultants LLC’s (the “Claims Agent”) website <http://www.kccllc.net/herbphilipsons> or at the following addresses:

VIA U.S. Postal Service Mail:	If by Hand Delivery or Overnight Mail:	If by Hand Delivery:
Herb Philipson’s Claims Processing Center c/o KCC 2335 Alaska Ave El Segundo, CA 90245	Herb Philipson’s Claims Processing Center c/o KCC 2335 Alaska Ave El Segundo, CA 90245	Herb Philipson’s Claims Processing Center c/o KCC 2335 Alaska Ave El Segundo, CA 90245

All Section 503(b)(9) Claims Requests received on or before the Section 503(b)(9) Bar Date or the Extended Section 503(b)(9) Bar Date, as applicable, either electronically through Kurtzman Carson Consultants LLC's (the "Claims Agent") website <http://www.kccllc.net/herbphilipsons> or by being sent to the following addresses:

VIA U.S. Postal Service Mail 503(b)(9) Claims:	If by Hand Delivery or Overnight Mail 503(b)(9) Claims:	If by Hand Delivery 503(b)(9) Claims:
Herb Philipson's Claims Processing Center c/o KCC 2335 Alaska Ave El Segundo, CA 90245	Herb Philipson's Claims Processing Center c/o KCC 2335 Alaska Ave El Segundo, CA 90245	Herb Philipson's Claims Processing Center c/o KCC 2335 Alaska Ave El Segundo, CA 90245
Herb Philipson's Army and Navy Stores Inc. 1899 Black River Boulevard North Rome, NY 13440	Herb Philipson's Army and Navy Stores Inc. 1899 Black River Boulevard North Rome, NY 13440	Herb Philipson's Army and Navy Stores Inc. 1899 Black River Boulevard North Rome, NY 13440
Griffin Hamersky LLP 420 Lexington Avenue, Suite 400 New York, NY 10170 (Attn: Scott A. Griffin, Esq. and Michael D. Hamersky, Esq.)	Griffin Hamersky LLP 420 Lexington Avenue, Suite 400 New York, NY 10170 (Attn: Scott A. Griffin, Esq. and Michael D. Hamersky, Esq.)	Griffin Hamersky LLP 420 Lexington Avenue, Suite 400 New York, NY 10170 (Attn: Scott A. Griffin, Esq. and Michael D. Hamersky, Esq.)
The Official Committee of Unsecured Creditors Lowenstein Sandler LLP, 1251 Avenue of the Americas New York, NY 10020 (Attn: Jeffrey L. Cohen, Esq. and Eric S. Chafetz, Esq.)	The Official Committee of Unsecured Creditors Lowenstein Sandler LLP, 1251 Avenue of the Americas New York, NY 10020 (Attn: Jeffrey L. Cohen, Esq. and Eric S. Chafetz, Esq.)	The Official Committee of Unsecured Creditors Lowenstein Sandler LLP, 1251 Avenue of the Americas New York, NY 10020 (Attn: Jeffrey L. Cohen, Esq. and Eric S. Chafetz, Esq.)

Proofs of claim will be deemed filed only when **actually received** by the Claims Agent at the address listed above on or before the applicable Bar Date. **Proofs of claim may NOT be delivered by facsimile.** Facsimiles will not be accepted and will not be deemed filed until a proof of claim is submitted by one of the methods described above.

5. WHO NEED NOT FILE A PROOF OF CLAIM

The following entities, whose claims otherwise would be subject to the General Claims Bar Date, need **not** file proofs of claim where:

- (a) Any entity has filed a signed proof of claim against the Debtor with the Clerk of the Bankruptcy Court for the Northern District of New York or the Claims Agent in a form substantially similar to Official Bankruptcy Form No. 410;

- (b) Any entity whose claim is listed on the Schedules if (i) the claim is not scheduled as “disputed,” “contingent” or “unliquidated;” and (ii) such entity agrees with the amount, nature and priority of the claim as set forth in the Schedules;
- (c) A holder of a claim that previously has been allowed by order of the Court;
- (d) A holder of a claim that has been paid in full by the Debtor (or any other party) in accordance with the Bankruptcy Code or an order of the Court;
- (e) A holder of a claim for which a specific deadline previously has been fixed by the Court; and
- (f) Any holder of a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration (other than any claim allowable under section 503(b)(9) of the Bankruptcy Code or any portion of a Rejection Damage Claim asserting administrative priority under section 503(b) of the Bankruptcy Code).

6. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

As described in Section 1 above, any entity wishing to assert a Rejection Damage Claim must file a proof of claim for any prepetition or postpetition damages caused by such rejection, or any other prepetition or postpetition claims of any kind or nature whatsoever relating to the rejected agreement, by the Rejection Claims Bar Date.

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

ANY ENTITY THAT IS REQUIRED TO FILE A PROOF OF CLAIM WITH RESPECT TO A PARTICULAR CLAIM AGAINST THE DEBTOR, BUT THAT FAILS TO DO SO BY THE APPLICABLE BAR DATE DESCRIBED IN THIS NOTICE, SHALL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM THE FOLLOWING: (A) ASSERTING ANY SUCH CLAIMS AGAINST THE DEBTOR OR ITS ESTATE OR PROPERTY THAT (I) IS IN AN AMOUNT THAT EXCEEDS THE AMOUNT, IF ANY, THAT IS IDENTIFIED IN THE SCHEDULES ON BEHALF OF SUCH ENTITY AS UNDISPUTED, NONCONTINGENT AND LIQUIDATED, OR (II) IS OF A DIFFERENT NATURE OR A DIFFERENT CLASSIFICATION THAN ANY CLAIM IDENTIFIED IN THE SCHEDULES ON BEHALF OF SUCH ENTITY (ANY SUCH CLAIM BEING REFERRED TO IN THIS NOTICE AS AN “UNSCHEDULED CLAIM”); OR (B) VOTING UPON, OR RECEIVING DISTRIBUTIONS UNDER, ANY CHAPTER 11 PLAN IN THIS CHAPTER 11 CASE IN RESPECT OF AN UNSCHEDULED CLAIM.

ANY PERSON OR ENTITY HOLDING A SECTION 503(b)(9) CLAIM THAT FAILS TO FILE A SECTION 503(b)(9) CLAIM REQUEST ON OR BEFORE THE SECTION 503(b)(9) BAR DATE OR THE EXTENDED SECTION 503(b)(9) BAR DATE, AS APPLICABLE, SHALL BE FOREVER BARRED, ESTOPPED, AND PERMANENTLY ENJOINED FROM ASSERTING SUCH SECTION 503(b)(9) CLAIM AGAINST THE DEBTOR OR ITS ESTATE, AND SUCH HOLDER SHALL NOT BE ENTITLED TO RECEIVE ANY DISTRIBUTION IN THIS CHAPTER 11 CASE ON ACCOUNT OF SUCH SECTION 503(b)(9) CLAIM OR RECEIVE FURTHER NOTICES REGARDING SUCH SECTION 503(b)(9) CLAIM; PROVIDED, HOWEVER, THAT HOLDERS OF SECTION 503(b)(9) CLAIMS SHALL NOT BE PREVENTED FROM FILING NON-PRIORITY GENERAL UNSECURED CLAIMS FOR SUCH AMOUNTS BEFORE THE APPLICABLE BAR DATE.

8. THE DEBTOR'S SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against the Debtor in its Schedules. To determine if and how you are listed on the Schedules, please refer to the descriptions set forth on the enclosed proof of claim form(s) regarding the nature, amount and status of your claim(s). If you received postpetition payments from the Debtor (as authorized by the Court) on account of your claim, the information on the enclosed proof of claim form may reflect the net remaining amount of your claims.

If you rely on the Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules. However, you may rely on the enclosed form, which sets forth (a) the amount of your claim (if any) as scheduled; (b) specifies whether your claim is listed in the Schedules as disputed, contingent or unliquidated; and (c) identifies whether your claim is scheduled as a secured, unsecured priority or unsecured nonpriority claim.

As described above, if you agree with the nature, amount and status of your claim as listed in the Schedules, and if your claim is not described in the Schedules as “disputed,” “contingent” or “unliquidated,” you need not file a proof of claim. Otherwise, or if you decide to file a proof of claim, you must do so before the applicable Bar Date in accordance with the procedures set forth in this Notice.

9. RESERVATION OF RIGHTS

The Debtor reserves the right to (a) dispute, or to assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedules as to nature, amount, liability, priority, classification or otherwise; (b) subsequently designate any scheduled claim as disputed, contingent or unliquidated; and (c) otherwise amend or supplement the Schedules. Nothing contained in this Notice shall preclude the Debtor from objecting to any claim, whether scheduled or filed, on any grounds.

10. ADDITIONAL INFORMATION

Copies of the Schedules, the Bar Date Notice Deadline and other information and documents regarding the Chapter 11 Case is available for inspection free of charge on the Claims

Agent's website at <http://www.kccllc.net/herbphilipsons/>. The Schedules and other filings in the Debtor's Chapter 11 Case also are available at the Court's website at <https://ecf.nynb.uscourts.gov/>. A login identification and password to the Court's Public Access to Court Electronic Records ("PACER") are required to access this information and can be obtained through the PACER Service Center at <https://www.pacer.gov/> (PACER may charge a fee for its use). Copies of the Schedules and other documents filed in the Chapter 11 Case also may be examined between the hours of 9:00 a.m. and 4:00 p.m., Eastern Time, Monday through Friday, at the Office of the Clerk of the Bankruptcy Court, 10 Broad Street Utica, New York 13501.

If you require additional information regarding the filing of a proof of claim, you may contact the Claims Agent, at (877) 606-7510. The Claims Agent cannot provide legal advice and cannot advise you how to file, or whether you should file a Section 503(b)(9) Claim or a proof of claim. You also may contact the Claims Agent directly by writing to:

Herb Philipson's Claims Processing Center
c/o KCC
2335 Alaska Ave
El Segundo, California 90245

A HOLDER OF A POSSIBLE CLAIM AGAINST THE DEBTOR SHOULD CONSULT AN ATTORNEY REGARDING ANY MATTERS NOT COVERED BY THIS NOTICE, SUCH AS WHETHER THE HOLDER SHOULD FILE A PROOF OF CLAIM OR A SECTION 503(b)(9) CLAIM.

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