

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

<p>In re</p> <p>VRG Liquidating, LLC, <i>et al.</i>,¹</p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 16-10971 (LSS)</p> <p>(Jointly Administered)</p> <p>Ref. Docket Nos. 2027 and 2028</p>
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**NOTICE OF HEARING TO CONSIDER APPROVAL OF DISCLOSURE
STATEMENT FOR FIRST AMENDED JOINT PLAN OF LIQUIDATION
OF VRG LIQUIDATING, LLC AND ITS CHAPTER 11 AFFILIATES AND
THEIR OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. Plan and Disclosure Statement. On October 9, 2018, the above-captioned debtors (the “Debtors”) filed the *First Amended Joint Plan of Liquidation of VRG Liquidating, LLC and its Chapter 11 Affiliates and Their Official Committee of Unsecured Creditors* [Docket No. 2027] (as it may be amended, supplemented or modified from time to time pursuant to the terms thereof, the “Plan”) and the related *Disclosure Statement for the First Amended Joint Plan of Liquidation of VRG Liquidating, LLC and Its Chapter 11 Affiliates and Their Official Committee of Unsecured Creditors* [Docket No. 2028] (as it may be amended, supplemented or modified from time to time, the “Disclosure Statement”). Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Plan.

2. Summary of Plan. The Plan provides for the liquidation of the Debtors’ Assets. The Plan provides for the creation of a Liquidating Trust that will administer and liquidate all Liquidating Trust Assets in accordance with the Plan, including the remaining proceeds of the Sale. The Plan also provides for Distributions to Holders of Allowed Secured Claims, Allowed Administrative Claims, Allowed Professional Fee Claims, Allowed Priority Claims, and Allowed Priority Tax Claims, and for the funding of the Liquidating Trust. Finally, the Plan provides for the cancellation of all Equity Interests in the Debtors, the dissolution and wind-up of the affairs of the Debtors, and the transfer of any remaining Assets of the Debtors’ Estates to the Liquidating Trust. Under the Plan for purposes of distribution in connection with the Plan, the Debtors will be substantively consolidated, meaning that all of the Assets and liabilities of the Debtors will be deemed to be the Assets and liabilities of a single entity.

3. Disclosure Statement Hearing. A hearing (the “Disclosure Statement Hearing”) will be held before The Honorable Laurie Selber Silverstein, United States Bankruptcy Judge, on **November 13, 2018 at 11:30 a.m. (prevailing Eastern Time)**, in Courtroom 2 of the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 6th Floor, Wilmington, Delaware 19801, to consider the

¹ The Debtors and the last four digits of their respective federal taxpayer identification numbers are as follows: VRG Liquidating, LLC (f/k/a Vestis Retail Group, LLC) (1295); VRF Liquidating, LLC (f/k/a Vestis Retail Financing, LLC) (9362); EMSOC Liquidating, LLC (f/k/a EMS Operating Company, LLC) (2061); VIH Liquidating, LLC (f/k/a Vestis IP Holdings, LLC) (2459); BS Liquidating, LLC (f/k/a Bob’s Stores, LLC) (4675); EMSA Liquidating, LLC (f/k/a EMS Acquisition LLC) (0322); SC Liquidating 2, LLC (f/k/a Sport Chalet, LLC) (0071); SCVS Liquidating, LLC (f/k/a Sport Chalet Value Services, LLC) (7320); and SCTS Liquidating, LLC (f/k/a Sport Chalet Team Sales, LLC) (8015). The Debtors’ executive headquarters are located at 160 Corporate Court, Meriden, CT 06450.



entry of an order (i) approving the Disclosure Statement and finding, among other things, that the Disclosure Statement contains “adequate information” within the meaning of section 1125 of the United States Bankruptcy Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), and (ii) setting certain dates and deadlines relating to voting on the Plan and confirmation of the Plan. The Disclosure Statement Hearing may be continued from time to time without further notice other than the announcement of the adjourned date(s) at the Disclosure Statement Hearing or any continued hearing or on the applicable hearing agenda.

4. Copies of Plan and Disclosure Statement. Copies of the Plan and Disclosure Statement are available for review under the “Plan and Disclosure Statement” tab by accessing www.kccllc.net/vestisretailgroup. In addition, copies of the Plan and Disclosure Statement (i) are available upon written request via first class mail to the Debtors’ Voting Agent at VRG Liquidating, LLC Ballot Processing Center, c/o KCC, 2335 Alaska Avenue, El Segundo, CA 90245, and (ii) can be requested electronically by submitting an inquiry via www.kccllc.net/vestisretailgroup.

5. Objections to Disclosure Statement. Objections, if any, to the approval of the Disclosure Statement, or the other relief sought by the Debtors in connection with approval of the Disclosure Statement, must (a) be in writing; (b) state the name and address of the objecting party and the nature of the claim or interest of such party; (c) state with particularity the basis and nature of any objection or response and include proposed language to be inserted in the Disclosure Statement to resolve any such objection or response; and (d) be filed with the Bankruptcy Court and served on the following parties so as to be actually received **before 4:00 p.m. (prevailing Eastern Time) on November 6, 2018:** (i) counsel to the Debtors, Klee, Tuchin, Bogdanoff & Stern LLP, 1999 Avenue of the Stars, 39th Floor, Los Angeles, California 90067 Attn: Michael L. Tuchin, Esq. (mtuchin@ktbslaw.com) and Sasha M. Gurvitz, Esq. (sgurvitz@ktbslaw.com), and Young Conaway Stargatt & Taylor, LLP, 1000 N. King St., Rodney Square, Wilmington, Delaware 19801, Attn: Robert S. Brady, Esq. (rbrady@ycst.com) and Robert F. Poppiti, Jr., Esq. (rpoppiti@ycst.com); (ii) counsel to the Committee, Cooley LLP, The Grace Building, 1114 Avenue of the Americas, New York, New York, 10036, Attn: Jay R. Indyke, Esq. (jindyke@cooley.com) and Evan Lazerowitz, Esq. (elazerowitz@cooley.com), and Polsinelli PC, 222 Delaware Avenue, Suite 1101, Wilmington, Delaware 19801, Attn: Christopher A. Ward, Esq. (cward@polsinelli.com) and Shanti M. Katona, Esq. (skatona@polsinelli.com); and (iii) the Office of the United States Trustee for the District of Delaware, J. Caleb Boggs Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Jane M. Leamy, Esq. (jane.m.leafy@usdoj.gov) and Timothy Fox, Esq. (timothy.j.fox@usdoj.gov).

6. **THIS NOTICE IS NOT A SOLICITATION OF VOTES TO ACCEPT OR REJECT THE PLAN. VOTES ON THE PLAN WILL BE SOLICITED IF AND WHEN THE BANKRUPTCY COURT APPROVES A DISCLOSURE STATEMENT.**

Dated: October 9, 2018

_____/s/ Robert F. Poppiti, Jr._____
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