



ENTERED
05/11/2020

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	
)	Chapter 11
)	
STAGE STORES, INC., <i>et al.</i> , ¹)	Case No. 20-32564 (DRJ)
)	
Debtors.)	(Joint Administration Requested)
)	
)	Re: Docket No. <u>16</u>

**ORDER (I) AUTHORIZING THE DEBTORS TO
(A) CONTINUE INSURANCE COVERAGE ENTERED INTO
PREPETITION AND SATISFY PREPETITION OBLIGATIONS
RELATED THERETO, (B) RENEW, AMEND, SUPPLEMENT,
EXTEND, OR PURCHASE INSURANCE POLICIES, AND (C) CONTINUE
TO PAY BROKERAGE FEES AND (II) GRANTING RELATED RELIEF**

Upon the motion (the "Motion")² of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order (this "Order"), (a) authorizing the Debtors to (i) continue insurance coverage entered into prepetition and satisfy prepetition obligations related thereto in the ordinary course of business; (ii) renew, amend, supplement, extend, or purchase insurance coverage in the ordinary course of business on a postpetition basis; and (iii) continue to pay brokerage fees, and (b) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and that this Court may enter an order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Stage Stores, Inc. (6900) and Specialty Retailers, Inc. (1900). The Debtors' service address is: 2425 West Loop South, Houston, Texas 77027.

² Capitalized terms used and not defined herein have the meanings ascribed to them in the Motion.



district is permissible pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Debtors are authorized, but not directed, to continue the Insurance Policies including, without limitation, the Insurance Policies identified on Exhibit 1, and to pay any prepetition or postpetition obligations related to the Insurance Policies, including any Brokerage Fees and Third Party Fees, if any.

2. The Debtors are authorized, but not directed, to renew, amend, supplement, extend, or purchase insurance policies to the extent that the Debtors determine that such action is in the best interest of their estates; *provided* that the Debtors will notify the U.S. Trustee and any statutory committee appointed in these chapter 11 cases if the Debtors increase or decrease existing coverage, change carriers, enter into any new premium financing agreements, or purchase additional coverage.

3. The Debtors shall maintain a matrix/schedule of payments made pursuant to this Order, including the following information: (a) the names of the payee; (b) the date and amount of the payment; and (c) the category or type of payment, as further described and classified in the

Motion. Debtors shall provide a copy of such matrix/schedule to the U.S. Trustee and any statutory committee appointed in these chapter 11 cases every thirty days beginning upon entry of this Order.

4. Notwithstanding the relief granted herein or any actions taken hereunder, nothing contained in this Order shall create any rights in favor of, or enhance the status of any claim held by, any person to whom any obligations under the Insurance Policies are owed.

5. The banks and financial institutions on which checks were drawn or electronic payment requests made in payment of the prepetition obligations approved herein are authorized and directed to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Order.

6. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the amount of, basis for, or validity of any claim against a Debtor entity under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Debtors' or any other party in interest's right to dispute any claim on any grounds; (c) a promise or requirement to pay any claim; (d) an implication or admission that any particular claim is of a type specified or defined in the Motion or any order granting the relief requested by the Motion or a finding that any particular claim is an administrative expense claim or other priority claim; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; (g) a waiver or limitation of the Debtors', or any other party in interest's, rights under the Bankruptcy Code or any other

applicable law; or (h) a concession by the Debtors that any liens (contractual, common law, statutory, or otherwise) that may be satisfied pursuant to the relief requested in this Motion are valid, and the rights of all parties in interest are expressly reserved to contest the extent, validity, or perfection or seek avoidance of all such liens.

7. The Debtors are authorized to issue postpetition checks, or to effect postpetition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of these chapter 11 cases with respect to prepetition amounts owed in connection with any Insurance Policies.

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

9. The contents of the Motion satisfy the requirements of Bankruptcy Rule 6003(b).

10. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon its entry.

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

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

Signed: May 11, 2020.



DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1**Insurance Policies¹**

Type of Insurance	Carrier	Policy Number	Policy Term Date²
Primary Directors & Officers Liability	Illinois National Insurance Company (AIG)	23820501	11/1/2019 - 11/1/2020
Excess D&O	ACE American Insurance Company	DOXG26813062006	11/1/2019 - 11/1/2020
Excess D&O	XL Specialty Insurance Company	ELU164669-19	11/1/2019 - 11/1/2020
Excess D&O	Underwriters at Lloyd's (ANV)	ANV134318A	11/1/2019 - 11/1/2020
Excess D&O	Axis Insurance Company	MNN769057/01/2019	11/1/2019 - 11/1/2020
Excess D&O	Beazley Insurance Company	V20B2F190301	11/1/2019 - 11/1/2020
Excess D&O	Freedom Specialty Insurance Co.	XMF1909343	11/1/2019 - 11/1/2020
Excess D&O	Canopius Insurance Services	CUAI0322-00	11/1/2019 - 11/1/2020
Excess D&O	Wesco Insurance Company	EUW180635200	11/1/2019 - 11/1/2020
Excess D&O	The North River Insurance Co.	5771005983	11/1/2019 - 11/1/2020
Excess D&O - Lead Side A	Allied World Insurance Company	3048933	11/1/2019 - 11/1/2020
Excess D&O - Side A	Old Republic Insurance Company	ORPRO43500	11/1/2019 - 11/1/2020
Excess D&O - Side A	XL Specialty Insurance Company	ELU16467219	11/1/2019 - 11/1/2020
Excess D&O - Side A	Illinois National Insurance Co.	23820660	11/1/2019 - 11/1/2020
Primary Employment Practices Liability	Beazley Insurance Company, Inc.	V15VED191101	11/1/2019 - 11/1/2020
EPL - Puni Wrap	Aria (SAC) Limited	B60112WRAP19	11/1/2019 - 11/1/2020
Excess EPL	Axis Insurance Company	MNN642418/01/2019	11/1/2019 - 11/1/2020
Puni Wrap	Axis Specialty Limited	1146640119QA	11/1/2019 - 11/1/2020
Crime	XL Specialty Insurance Company	ELU164677-19	11/1/2019 - 11/1/2020
Employed Lawyers Liability	Illinois National Insurance Co.	23820655	11/1/2019 - 11/1/2020
Fiduciary Liability	Illinois National Insurance Co.	23822821	11/1/2019 - 11/1/2020
Cyber	Beazley thru Lloyd's	PH1902370	11/1/2019 - 11/1/2020
Special Risk	U.S. Specialty Insurance Company	U718-88075	11/1/2018 - 11/1/2021
General Liability	Arch Insurance Company	41GPP0515704	05/01/20-11/01/20
Business Auto	Arch Insurance Company	41CAB0515804	05/01/20-11/01/20

¹ The Debtors request authority to honor existing Insurance Policies and renew Insurance Policies, as applicable, regardless of whether the Debtors inadvertently failed to include a particular Insurance Policy on this exhibit.

² Prior to the Petition Date, the Debtors purchased and prepaid all premiums on account of tail coverage for the following Insurance Policies: (a) Primary Directors & Officers Liability; and (b) Excess D&O.

Type of Insurance	Carrier	Policy Number	Policy Term Date ²
Workers' Compensation (All Other States)	Arch Insurance Company	41WCI0515604	05/01/20-11/01/20
Workers' Compensation (IL, IN, KY, MD, MN, MO, NC, OR, PA)	Arch Indemnity Insurance Company	44WCI1002904	05/01/20-11/01/20
Workers' Compensation (TX Non-Subscriber)	North American Specialty	EPG1000026-11	05/01/20-11/01/20
Umbrella Liability	Travelers Property Casualty Company Of America	ZUP-16N51251-20-NF	05/01/20-11/01/20
Excess Umbrella	American Guarantee And Liability Insurance Company	AEC 0593761-01	05/01/20-11/01/20
Excess Umbrella	Ace Property And Casualty Insurance Company	XCQ G71517123 002	05/01/20-11/01/20
Foreign Commercial Package	The Insurance Company Of The State Of Pittsburgh, Pennsylvania (AIG)	WR10007074	05/01/20-05/01/21
Flood - Cut Off, LA	American Bankers Insurance Co. of Florida	#6900128757	10-29-2019 - 10-29-2020
Flood - Chalmette, LA	American Bankers Insurance Co. of Florida	#6900128756	10-29-2019 - 10-29-2020
Flood - Denham Springs, LA	American Bankers Insurance Co. of Florida	#6900128755	10-29-2019 - 10-29-2020
Flood - Liberty, TX	American Bankers Insurance Co. of Florida	#6900128758	10-29-2019 - 10-29-2020
Flood - Belen, NM	American Bankers Insurance Co. of Florida	#6010027749	07-23-2019 - 07-23-2020
Flood - Weslaco, TX	American Bankers Insurance Co. of Florida	#6010034537	11-12-2019 - 11-12-2020
Flood - Orange, TX	American Bankers Insurance Co. of Florida	#6010032550	08-20-2019 - 08-20-2020
Flood - Marrero, LA	American Bankers Insurance Co. of Florida	#6010034529	11-12-2019 - 11-12-2020
Flood - Sulfur, LA	American Bankers Insurance Co. of Florida	#6010031764	08-12-2019 - 08-12-2020
Flood - Pocomoke City, MD	American Bankers Insurance Co. of Florida	#6010037588	11-12-2019 - 11-12-2020
Flood - Houston, TX	American Bankers Insurance Co. of Florida	#6010027752	07-22-2019 - 07-22-2020
Flood - Galveston, TX	American Bankers Insurance Co. of Florida	#6010027750	07-20-2019 - 07-20-2020
Flood - Crowley, LA	American Bankers Insurance Co. of Florida	#6010027747	07-21-2019 - 07-21-2020
Flood - Crystal City, MO	Hartford Insurance Co. of the Midwest	#9905625315	07-14-2019 - 07-14-2020
Flood - Marietta, OH	Hartford Insurance Co. of the Midwest	#9905625326	07-14-2019 - 07-14-2020
Flood - Pasadena, TX	Hartford Insurance Co. of the Midwest	#9905625324	07-14-2019 - 07-14-2020
Flood - Moultrie, GA	Hartford Insurance Co. of the Midwest	#9905625318	07-14-2019 - 07-14-2020
Flood - Conroe, TX	Hartford Insurance Co. of the Midwest	#9905625319	07-14-2019 - 07-14-2020

Type of Insurance	Carrier	Policy Number	Policy Term Date ²
Flood - Pleasanton, TX	Hartford Insurance Co. of the Midwest	#8705625330	08-16-2019 - 08-16-2020
Flood - Seminole, OK	Hartford Insurance Co. of the Midwest	#8705625331	08-16-2019 - 08-16-2020
Flood - Mt. Pleasant, TX	Hartford Insurance Co. of the Midwest	#8705625327	08-16-2019 - 08-16-2020
Flood - West Memphis, AR	Wright National Flood Ins. Co	#031151670241	08-29-2019 - 08-29-2020
Flood - Junction City, KS	Wright National Flood Ins. Co	#151151670212	08-29-2019 - 08-29-2020
Flood - West Monroe, LA	Wright National Flood Ins. Co	#171151670245	08-29-2019 - 08-29-2020
Flood - La Place, LA	Wright National Flood Ins. Co	#171151670254	08-29-2019 - 08-29-2020
Flood - Monroe, LA	Wright National Flood Ins. Co	#171151670268	08-29-2019 - 08-29-2020
Flood - New Iberia, LA	Wright National Flood Ins. Co	#171151670269	08-29-2019 - 08-29-2020
Flood - Cleveland, MS	Wright National Flood Ins. Co	#231151670229	08-29-2019 - 08-29-2020
Flood - Fremont, NE	Wright National Flood Ins. Co	#261151670208	08-29-2019 - 08-29-2020
Flood - Marion, NC	Wright National Flood Ins. Co	#321151670230	08-29-2019 - 08-29-2020
Flood - Sand Springs, OK	Wright National Flood Ins. Co	#351151670235	08-29-2019 - 08-29-2020
Flood - Lufkin, TX	Wright National Flood Ins. Co	#421151670221	08-29-2019 - 08-29-2020
Flood - Gainesville, TX	Wright National Flood Ins. Co	#421151670227	08-29-2019 - 08-29-2020
Flood - Bastrop, TX	Wright National Flood Ins. Co	#421151670233	08-29-2019 - 08-29-2020
Flood - Houston, TX	Wright National Flood Ins. Co	#421151670242	08-29-2019 - 08-29-2020
Flood - Wharton, TX	Wright National Flood Ins. Co	#421151670244	08-29-2019 - 08-29-2020
Flood - Saint Albans, WV	Wright National Flood Ins. Co	#471151670225	08-29-2019 - 08-29-2020
Flood - Springfield, VT	Wright National Flood Ins. Co	#441151670203	08-29-2019 - 08-29-2020
Flood - Houma, LA	Wright National Flood Ins. Co	#171151674330	09-08-2019 - 09-08-2020
Flood - Houston, TX	Wright National Flood Ins. Co	#4201151670206	08-29-2019 - 08-29-2020
Flood - Abbeville, LA	Wright National Flood Ins. Co	#171151670257	08-29-2019 - 08-29-2020
Flood - Moline, IL	Wright National Flood Ins. Co	#121151670218	08-29-2019 - 08-29-2020
Flood - Brownsville, TX	Wright National Flood Ins. Co	#421151670258	08-29-2019 - 08-29-2020
Flood - Sterling, CO	Wright National Flood Ins. Co	#051151670260	08-29-2019 - 08-29-2020
Flood - Pennsville, NJ	Wright National Flood Ins. Co	#291151670278	08-29-2019 - 08-29-2020
Flood - Jacksonville, TX RTV/CC Center	Wright National Flood Ins. Co	#1151931363	02-28-2020 - 02-24-2021
All-Risk Property	Zurich American Insurance Company	#MLP0147494-01	05/31/2019 - 05/31/2020
Stock Throughput	Lloyd's of London, Starr, Aspen, RSUI and Various Markets	Various	05/31/2019 - 05/31/2020