

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

F21 OPCO, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10469 (MFW)

(Jointly Administered)

Ref. Docket Nos. 138

**NOTICE OF AMENDMENT TO SCHEDULE E/F OF THE SCHEDULES
OF ASSETS AND LIABILITIES FOR F21 OPCO, LLC**

PLEASE TAKE NOTICE that, on March 31, 2025, the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) each filed their Schedules of Assets and Liabilities, including the *Schedules of Assets and Liabilities for F21 OpCo, LLC* [D.I. 138] (the “**Schedule**”) with the United States Bankruptcy Court for the District of Delaware.

PLEASE TAKE FURTHER NOTICE that the Debtors hereby amend F21 OpCo, LLC’s Schedule E/F, Part 2 to change the name and mailing address of a nonpriority creditor (the “**Schedule Amendment**”). The Schedule Amendment is attached hereto as **Exhibit A**. Except for the Schedule Amendment, no changes have been made to the Schedule since it was originally filed.

PLEASE TAKE FURTHER NOTICE that the Schedule Amendment is subject in all respects to the *Global Notes and Statement of Limitations, Methodology, and Disclaimers Regarding the Debtors’ Schedules of Assets and Liabilities and Statement of Financial Affairs*, filed with the Schedule. The Debtors reserve their rights to further amend the Schedule, including any amendments thereto.

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: F21 OpCo, LLC (8773); F21 Puerto Rico, LLC (5906); and F21 GiftCo Management, LLC (6412). The Debtors’ address for purposes of service in these Chapter 11 Cases is 110 East 9th Street, Suite A500, Los Angeles, CA 90079.



Dated: May 9, 2025

YOUNG CONAWAY STARGATT & TAYLOR, LLP

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Counsel to the Debtors and Debtors in Possession

EXHIBIT A

Amended Schedule E/F

Fill in this information to identify the case:

Debtor Name: In re : F21 OpCo, LLC

United States Bankruptcy Court for the: District of Delaware

Case number (if known): 25-10469 (MFW)

☒ Check if this is an amended filing**Official Form 206Sum****Summary of Assets and Liabilities for Non-Individuals****12/15****Part 1: Summary of Assets****1. Schedule A/B: Assets—Real and Personal Property** (Official Form 206A/B)**1a. Real property:**Copy line 88 from *Schedule A/B*

\$ 17,302,123.50

1b. Total personal property:Copy line 91A from *Schedule A/B*

\$ 233,634,146.99

1c. Total of all property:Copy line 92 from *Schedule A/B*

\$ 250,936,270.49

Part 2: Summary of Liabilities**2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*

\$ 1,582,655,832.03

3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)**3a. Total claim amounts of priority unsecured claims:**Copy the total claims from Part 1 from line 5a of *Schedule E/F*

\$ 0.00

3b. Total amount of claims of nonpriority amount of unsecured claims:Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*

+ \$ 674,810,869.49

4. Total liabilities

Lines 2 + 3a + 3b

\$ 2,257,466,701.52

Fill in this information to identify the case:

Debtor Name: In re : F21 OpCo, LLC

United States Bankruptcy Court for the: District of Delaware

Case number (if known): 25-10469 (MFW)

☒ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- ☒ No. Go to Part 2.
☐ Yes. Go to Line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim	Priority amount
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2.1 Priority creditor's name and mailing address

As of the petition filing date, the claim is: \$ _____ \$ _____

Check all that apply.

Creditor Name

☐ Contingent

Creditor's Notice name

☐ Unliquidated☐ Disputed

Address

Basis for the claim:

City

State

ZIP Code

Country

Date or dates debt was incurred

Last 4 digits of account number

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()

Is the claim subject to offset?

- ☐ No
☐ Yes

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim3.534 **Nonpriority creditor's name and mailing address**

~~SPARC Group F21, LLC~~ [SPARC Group LLC](#)

Creditor Name

~~c/o Authentic Brands Group, LLC~~ [c/o Copper Retail JV LLC](#)

Creditor's Notice name

~~1411 Broadway, 21st Floor~~ [6501 Legacy Drive](#)

Address

~~New York~~ ~~NY~~ ~~10018~~
[Plano](#) [TX](#) [75024](#)

City

State

ZIP Code

Country

Date or dates debt was incurred

Various

Last 4 digits of account

number

As of the petition filing date, the claim is: \$ 322,636,062.00

Check all that apply.

☐ Contingent

☐ Unliquidated

☐ Disputed

Basis for the claim:

Intercompany Payable

Is the claim subject to offset?

☒ No

☐ Yes

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

		Total of claim amounts
5a. Total claims from Part 1	5a.	\$ 0.00
5b. Total claims from Part 2	5b. +	\$ 674,810,869.49
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	5c.	\$ 674,810,869.49

Fill in this information to identify the case:

Debtor Name: In re : F21 OpCo, LLC

United States Bankruptcy Court for the: District of Delaware

Case number (if known): 25-10469 (MFW)

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets--Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☒ Amended Schedule Schedule E/F, Part 2
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/09/2025

MM / DD / YYYY

✕

/ s / Michael Brown

Signature of individual signing on behalf of debtor

Michael Brown

Printed name

Co-Chief Restructuring Officer

Position or relationship to debtor