

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> , <sup>1</sup> | ) | Case No. 20-32564 (DRJ) |
|                                                  | ) |                         |
| Wind-Down Debtors.                               | ) | (Jointly Administered)  |
|                                                  | ) |                         |

**PLAN ADMINISTRATOR'S SECOND OMNIBUS (NON-SUBSTANTIVE)  
OBJECTION TO CERTAIN PROOFS OF CLAIM**

(Improperly Filed Claims)

**THIS IS AN OBJECTION TO YOUR CLAIM. THIS OBJECTION ASKS THE COURT TO DISALLOW THE CLAIM THAT YOU FILED IN THIS BANKRUPTCY CASE. IF YOU DO NOT FILE A RESPONSE WITHIN 30 DAYS AFTER THE OBJECTION WAS SERVED ON YOU, YOUR CLAIM MAY BE DISALLOWED WITHOUT A HEARING.**

**REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.**

Steven Balasiano, in his capacity as Plan Administrator of Stage Stores, Inc. and Specialty Retailers, Inc. (together, the “Wind-Down Debtors,” and, prior to the Effective Date, as defined herein, the “Debtors”) hereby files this second omnibus (non-substantive) objection (this “Objection”) to certain proofs of claim pursuant to Section 502 of Title 11 of the United States Code (the “Bankruptcy Code”), Rules 3001 and 3007 of the Federal Rules of Bankruptcy Procedures (the “Bankruptcy Rules”), and Rule 3007-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Southern District of Texas (the “Local Rules”) for entry of an order substantially in the form attached hereto as Exhibit D (the “Proposed Order”). In

<sup>1</sup> The Wind-Down Debtors, along with the last four digits of each Wind-Down Debtor’s federal tax identification number, are: Stage Stores, Inc. (6900) and Specialty Retailers, Inc. (1900).



support of the Objection, the Plan Administrator submits the Declaration of Douglas W. Squasoni of Saccullo Business Consulting, LLC attached hereto as Exhibit A (the “Squasoni Declaration”), and respectfully represents as follows:

### **JURISDICTION AND VENUE**

1. This Court has jurisdiction to consider this Motion under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). This is a core proceeding within the meaning of 28 U.S.C. § 157(b). The Plan Administrator consents to entry of a final order under Article III of the United States Constitution.

2. Venue is proper in this district under 28 U.S.C. §§ 1408 and 1409.

### **BACKGROUND**

#### **A. General Background**

3. On May 10, 2020 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code with this Court.

4. Additional information about the Debtors’ business and the events leading up to the Petition Date can be found in the *Disclosure Statement for the Amended Joint Chapter 11 Plan of Stage Stores, Inc. and Specialty Retailers, Inc.* [Docket No. 535].

5. On August 13, 2020, the Debtors filed the *Joint Second Amended Chapter 11 Plan of Stage Stores, Inc. and Specialty Retailers, Inc.* [Docket No. 694] (the “Plan”).

6. On August 14, 2020, the Court entered the *Order Confirming the Joint Second Amended Chapter 11 Plan of Stage Stores, Inc. and Specialty Retailers, Inc.* [Docket No. 705] (the “Confirmation Order”).

7. The effective date of the Plan occurred on October 30, 2020 [Docket No. 898] (the “Effective Date”).

8. On the Effective Date, Steven Balasiano, in his capacity as Plan Administrator, became the sole representative of the Wind-Down Debtors' estates for the purpose of, *inter alia*, making or facilitating distributions contemplated under the Plan. See Plan Art.IV.D.

**B. The Bar Dates**

9. On June 18, 2020, the Court entered the *Order (I) Setting Bar Dates for Filing Proofs of Claim, Including Requests For Payment Under Section 503(b)(9), (ii) Establishing Amended Schedules Bar Date and Rejection Damages Bar Date, (iii) Approving the Form of and Manner for Filing Proofs of Claim, Including Section 503(b)(9) Requests, (iv) Approving Notice of Bar Dates, and (v) Granting Related Relief* [Docket No. 478] (the "Bar Date Order").

10. Among other things, the Bar Date Order established July 24, 2020 at 5:00 p.m. (prevailing Central Time) as the general date (the "Claims Bar Date") for creditors to file proofs of claim against the Debtors that arose prior to the Petition Date, including claims arising under section 503(b)(9) of the Bankruptcy Code ("503(b)(9) Claims").

11. The Bar Date Order required each entity asserting a prepetition claim against the Debtors to file an original, written proof of claim "substantially in the form attached to the Bar Date Order as Exhibit 1 (the "Proof of Claim Form") or Official Form 410." Bar Date Order ¶ 1. Copies of the Proof of Claim Form and Official Form 410 are annexed hereto as Exhibit B and Exhibit C, respectively.

12. The Proof of Claim Form provides that "[o]ther than a claim under 11 U.S.C. § 503(b)(9), this form should not be used to make a claim for an administrative expense arising after the commencement of the case." Exhibit B. Likewise, Official Form 410 provides: "[d]o not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503." Exhibit C.

13. The Confirmation Order established (i) September 14, 2020 as the initial bar date for Administrative Claims<sup>2</sup> arising after the Petition Date through the date the Confirmation Order was entered (the “First Administrative Bar Date”), and (ii) November 30, 2020 as the final bar date for Administrative Claims arising on or after the date the Confirmation Order was entered but prior to the Effective Date (the “Final Administrative Bar Date” and together with the First Administrative Bar Date, the “Administrative Bar Dates”).

14. Both the Plan and Confirmation Order expressly provide that “requests for payment of Allowed Administrative Claims must be Filed and served on the Debtors or the Wind-Down Debtors no later than the Administrative Claims Bar Date. **Holders of Administrative Claims that are required to, but do not, File and serve a request for payment of such Administrative Claims by such date shall be forever barred, estopped, and enjoined from asserting such Administrative Claims against the Debtors or their property, and such Administrative Claims shall be deemed satisfied, settled, and released as of the Effective Date.**” Plan Art.II.A, Confirmation Order ¶ 119.

### **RELIEF REQUESTED**

15. By this Objection, the Plan Administrator requests entry of the Proposed Order disallowing and expunging the portion of each proof of claim identified on Schedule 1 thereto in the column titled “Modified Claims” only to the extent such portion constitutes a postpetition administrative expense claim (such portions, the “Improper Form Claims”). The Improper Form Claims assert postpetition administrative expense claims against the Debtors and their estates. The Improper Form Claims were submitted to the Debtors’ claims agent, Kurtzman Carson Consultants

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<sup>2</sup> The Plan defined “Administrative Claim” as a “[c]laim for the costs and expenses of administration of the Estates entitled to priority under sections 503(b), 507(a)(2), 507(b), or 1114(e)(2) of the Bankruptcy Code including: (a) the actual and necessary costs and expenses incurred on or after the Petition Date of preserving the Estates and operating the businesses of the Debtors; and (b) Allowed Professional Fee Claims in the Chapter 11 Cases.” Plan Art.I.A.2.

LLC (“KCC”), using a proof of claim form, and were not filed on the docket and served on the Debtors, as expressly required by the Plan and Confirmation Order.

16. Based on the Plan Administrator’s preliminary review, several of the Improper Form Claims appear (i) to be duplicative of timely filed motions for payment of administrative expenses that were properly filed on the docket in the accordance with the Plan and Confirmation Order *and/or* (ii) to have been already satisfied by the Debtors’ estates. However, in an effort to conserve limited estate resources, the Plan Administrator is filing this Objection to the Improper Claim Forms solely on the basis that such claims were improperly filed, and the Plan Administrator reserves his right to object to the Improper Form Claims on any other basis in the event this Objection is overruled in whole or in part.

17. For the avoidance of doubt, through this Objection, the Plan Administrator objects solely to the *postpetition* administrative portion of each proof of claim identified on Schedule 1 to the Proposed Order and seeks to leave the remaining portions of such claims unaffected, with all parties’ rights with respect thereto reserved.

### **BASIS FOR RELIEF**

18. Bankruptcy Code Section 503 should be “strictly construed because administrative expense priority claims reduce the funds available for creditors and other claimants.” *City of White Plains v. A&S Galleria Real Estate, Inc. (In re Federated Dep’t Stores, Inc.)*, 270 F.3d 994, 1000 (6th Cir. 2001); *see also Howard Delivery Serv. v. Zurich Am. Ins. Co.*, 547 U.S. 651, 667, 669 (2006) (noting that administrative claims “must be tightly construed”); *In re ASARCO LLC*, No. 05-21207, 2010 WL 3812642 (Bankr. S.D. Tex. Sept. 28, 2010) (“priority statutes ... should be strictly construed to preserve the estate for the benefit of creditors”). Bankruptcy Code section 503(a) provides that “[a]n entity may timely file a request for payment of an administrative

expense.” An administrative expense will be allowed by the court only after notice and a hearing. *See* 11 U.S.C. § 503(b).

19. “The Fifth Circuit requires an application for post-petition administrative claims.” *In re Jack Kline Co., Inc.*, 440 B.R. 712, 732 (Bankr. S.D. Tex. 2010) (citing *NL Industries, Inc. v. GHR Energy Corp.*, 940 F.2d 957, 966 (5th Cir. 1991)). In *In re Taco Bueno Restaurants, Inc.*, the Bankruptcy Court for the Northern District of Texas recently held that administrative expense claims *cannot* be asserted through a proof of claim where the plan and confirmation order requires such claims to be filed pursuant to a motion. *See In re Taco Bueno Restaurants, Inc.*, 606 B.R. 289 (Bankr. N.D. Tex. 2019) (granting the Debtors’ motion to disallow administrative claims that were incorrectly asserted through a proof of claim form).

20. In reaching its decision, the *Taco Bueno* Court relied on four reasons: first, Official Claim Form 410 expressly provides that it is not to be used for requests for payment of administrative expenses. *Id.* at 301. Second, proofs of claim can solely be used to assert prepetition claims. *Id.* Third, pursuant to Bankruptcy Rule 3001(f), proofs of claim have *prima facie* validity and, conversely, the claimant bears the burden of persuasion and production with respect to an administrative expense claim. *Id.* at 301-02. Fourth, the debtors had an interest in being able to quickly ascertain asserted administrative claims from the docket instead of the claims register. *Id.* at 302-03.

21. Here, like in *Taco Bueno*, the Plan and Confirmation Order required any party asserting a postpetition administrative expense request to file a motion on the docket by the applicable Administrative Claims Bar Date. *See* Plan Art.II.A; Confirmation Order ¶ 119. Notwithstanding the foregoing, the claimants on Schedule 1 asserted postpetition administrative expense claims against the Debtors’ estates by filing a proof of claim form with KCC. The proofs

of claim underlying each Improper Form Claim do not constitute a proper request for allowance and payment of a postpetition administrative expense pursuant to Bankruptcy Code section 503(a).

22. For the same reasons indicated in *Taco Bueno*, the Plan Administrator requests that the Court disallow and expunge each Improper Form Claim from the claims register. Critically, if the Improper Form Claims are not disallowed and expunged, the Wind-Down Debtors' other creditors will be prejudiced. At the outset of these cases, the Plan Administrator worked to develop a comprehensive claims reconciliation strategy and wind-down budget for the remaining estate assets. In doing so, the Plan Administrator assumed that all allowable, postpetition administrative expenses were those requests that were timely filed on the docket in advance of the applicable Administrative Bar Date—all of which have been resolved to date. If the Improper Form Claims are not disallowed and expunged, the Plan Administrator's review and reconciliation of prepetition unsecured priority and general unsecured claims will be delayed, and recoveries to such creditors may be diminished.

23. Accordingly, for the reasons set forth herein, the Plan Administrator respectfully requests entry of the Proposed Order disallowing and expunging the Improper Form Claims.

#### **SEPARATE CONTESTED MATTER**

24. This Objection to the Improper Form Claims constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. The Plan Administrator requests that any order entered by this Court with respect to an objection asserted herein shall be deemed a separate order with respect to each Improper Form Claim.

#### **RESERVATION OF RIGHTS**

25. The Plan Administrator expressly reserves the right to amend, modify or supplement this Objection and to file additional substantive or non-substantive objections to the

Improper Form Claims, or any other claims (filed or not) which may be asserted against the Debtors or Wind-Down Debtors, as applicable. In addition, the Plan Administrator reserves the right to seek further reduction of any claim for any reason including to the extent such claim has been paid, and further reserve the right to raise further objections.

**COMPLIANCE WITH LOCAL RULES**

26. This Objection includes citations to the applicable rules and statutory authorities upon which the relief requested herein is predicated, and a discussion of their application to this Objection. The Plan Administrator objects to no more than 100 proofs of claim herein. The Plan Administrator has served notice of this Objection on those persons whose names appear in the signature blocks on the Improper Form Claims, and in accordance with Bankruptcy Rule 7004. Finally, the Plan Administrator submits that this Objection satisfies Local Rule 3007-1.

**NO PREVIOUS REQUEST**

27. No previous request for the relief sought herein has been made by the Plan Administrator to this or any other court.

**NOTICE**

28. Notice of this Objection has been provided to the parties listed on Schedule 1 on those persons whose names appear in the signature blocks on the Improper Form Claims.

**WHEREFORE**, the Plan Administrator respectfully requests that the Court enter an order, substantially in the form attached hereto as Exhibit D, granting (i) the relief requested herein and (ii) such other and further relief as it deems just and proper.

Dated: September 17, 2021

/s/ James W. Walker

James W. Walker (TX Bar No. 20709600)

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*Co-Counsel to Steven Balasiano, in his capacity as Plan Administrator of Stage Stores, Inc., et al.*

**Exhibit A**

Squasoni Declaration

**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> , <sup>1</sup> | ) | Case No. 20-32564 (DRJ) |
|                                                  | ) |                         |
| Wind-Down Debtors.                               | ) | (Jointly Administered)  |
|                                                  | ) |                         |

**DECLARATION OF DOUGLAS W. SQUASONI  
OF SACCULLO BUSINESS CONSULTING, LLC IN SUPPORT OF PLAN  
ADMINISTRATOR'S SECOND OMNIBUS (NON-SUBSTANTIVE) OBJECTION  
TO CERTAIN PROOFS OF CLAIM**

I, Douglas W. Squasoni, hereby declare under penalty of perjury:

1. I am an employee of Saccullo Business Consulting, LLC ("SBC"). On or about November 4, 2020, SBC was retained by the Plan Administrator as a restructuring consultant to help facilitate the liquidation of the Wind-Down Debtors' remaining assets pursuant to the Plan and Confirmation Order. I have more than 26 years of experience in the restructuring industry, including many years of providing consulting and advisory services in post-confirmation chapter 11 cases.

2. I am generally familiar with the Debtors' books and records, and am overseeing the Plan Administrator's review and reconciliation of claims filed against the Debtors' estates.

3. I have read the Objection, filed contemporaneously herewith.

4. To the best of my knowledge, information, and belief, the assertions made in the Objection are accurate. In evaluating the Improper Form Claims, I have reviewed and overseen the review and analysis of the Wind-Down Debtors' books and records and the relevant proofs

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<sup>1</sup> The Wind-Debtors, along with the last four digits of each Wind-Down Debtor's federal tax identification number, are: Stage Stores, Inc. (6900) and Specialty Retailers, Inc. (1900).

of claim, as well as the supporting documentation provided by each claimant, and have determined that each Improper Form Claim should be disallowed and expunged. As such, I believe that the relief requested in the Objection is appropriate.

5. Based on my review, I have determined that each Improper Form Claim listed on Schedule 1 asserts a postpetition administrative expense claim against the Debtors' estates.

6. I understand that the failure to disallow and expunge the Improper Form Claims could result in the applicable claimants receiving an improper recovery on account of such claims, to the detriment of the Debtors' other, similarly situated creditors. As such, I believe that the disallowance of the Improper Form Claims on the terms set forth in the Objection is appropriate.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the facts set forth in the foregoing declaration are true and correct to the best of my knowledge, information, and belief.

Dated: September 17, 2021

/s/ Douglas W. Squasoni  
Douglas W. Squasoni  
Saccullo Business Consulting, LLC

**Exhibit B**

Proof of Claim Form

Your claim can be filed electronically on KCC's website at <https://epoc.kccllc.net/stagestores>.

United States Bankruptcy Court for the Southern District of Texas, Houston Division

Indicate Debtor against which you assert a claim by checking the appropriate box below. **(Check only one Debtor per claim form.)**

☐ Stage Stores, Inc. (Case No. 20-32564)

☐ Specialty Retailers, Inc. (Case No. 20-32565)

## Official Form 410 Proof of Claim

04/19

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Other than a claim under 11 U.S.C. § 503(b)(9), this form should not be used to make a claim for an administrative expense arising after the commencement of the case.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed.

### Part 1: Identify the Claim

1. Who is the current creditor?

Name of the current creditor (the person or entity to be paid for this claim) \_\_\_\_\_

Other names the creditor used with the debtor \_\_\_\_\_

2. Has this claim been acquired from someone else?

☐ No

☐ Yes.

From whom? \_\_\_\_\_

3. Where should notices and payments to the creditor be sent?

Where should notices to the creditor be sent?

Name \_\_\_\_\_

Number \_\_\_\_\_ Street \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

Country \_\_\_\_\_

Contact phone \_\_\_\_\_

Contact email \_\_\_\_\_

Uniform claim identifier for electronic payments in chapter 13 (if you use one): \_\_\_\_\_

Where should payments to the creditor be sent? (if different)

Name \_\_\_\_\_

Number \_\_\_\_\_ Street \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

Country \_\_\_\_\_

Contact phone \_\_\_\_\_

Contact email \_\_\_\_\_

Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)

4. Does this claim amend one already filed?

☐ No

☐ Yes.

Claim number on court claims registry (if known) \_\_\_\_\_

Filed on \_\_\_\_\_

MM / DD / YYYY

5. Do you know if anyone else has filed a proof of claim for this claim?

☐ No

☐ Yes.

Who made the earlier filing? \_\_\_\_\_

**Part 2: Give Information About the Claim as of the Date the Case Was Filed**

|            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                             |
|------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>6.</b>  | <b>Do you have any number you use to identify the debtor?</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <input type="checkbox"/> No<br><input type="checkbox"/> Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: ____                                                                                       |
| <b>7.</b>  | <b>How much is the claim?</b> \$ _____                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | <b>Does this amount include interest or other charges?</b><br><input type="checkbox"/> No<br><input type="checkbox"/> Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A). |
| <b>8.</b>  | <b>What is the basis of the claim?</b><br>Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.<br>Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).<br>Limit disclosing information that is entitled to privacy, such as health care information.<br><br>_____                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                             |
| <b>9.</b>  | <b>Is all or part of the claim secured?</b><br><input type="checkbox"/> No<br><input type="checkbox"/> Yes. The claim is secured by a lien on property.<br><br><b>Nature of property:</b><br><input type="checkbox"/> Real estate: If the claim is secured by the debtor's principal residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i> .<br><input type="checkbox"/> Motor vehicle<br><input type="checkbox"/> Other. Describe: _____<br><br><b>Basis for perfection:</b> _____<br>Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)<br><br><b>Value of property:</b> \$ _____<br><b>Amount of the claim that is secured:</b> \$ _____<br><b>Amount of the claim that is unsecured:</b> \$ _____ (The sum of the secured and unsecured amount should match the amount in line 7.)<br><br><b>Amount necessary to cure any default as of the date of the petition:</b> \$ _____<br><br><b>Annual Interest Rate</b> (when case was filed) _____ %<br><input type="checkbox"/> Fixed<br><input type="checkbox"/> Variable |                                                                                                                                                                                                                                             |
| <b>10.</b> | <b>Is this claim based on a lease?</b><br><input type="checkbox"/> No<br><input type="checkbox"/> Yes. <b>Amount necessary to cure any default as of the date of the petition.</b> \$ _____                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                             |
| <b>11.</b> | <b>Is this claim subject to a right of setoff?</b><br><input type="checkbox"/> No<br><input type="checkbox"/> Yes. Identify the property: _____                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                             |

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

☐ No

☐ Yes. Check all that apply:

Amount entitled to priority

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

\$ \_\_\_\_\_

☐ Up to \$3,025\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

\$ \_\_\_\_\_

☐ Wages, salaries, or commissions (up to \$13,650\*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

\$ \_\_\_\_\_

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

\$ \_\_\_\_\_

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

\$ \_\_\_\_\_

☐ Other. Specify subsection of 11 U.S.C. § 507(a)( ) that applies.

\$ \_\_\_\_\_

\* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim pursuant to 11 U.S.C. § 503(b)(9)?

☐ No

☐ Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

\$ \_\_\_\_\_

**Part 3: Sign Below**

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

☐ I am the creditor.

☐ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

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

Executed on date \_\_\_\_\_  
MM / DD / YYYY

\_\_\_\_\_  
Signature

**Print the name of the person who is completing and signing this claim:**

Name \_\_\_\_\_  
First name Middle name Last name

Title \_\_\_\_\_

Company \_\_\_\_\_  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address \_\_\_\_\_  
Number Street

City State ZIP Code Country

Contact phone \_\_\_\_\_ Email \_\_\_\_\_

## Official Form 410

## Instructions for Proof of Claim

United States Bankruptcy Court

04/19

These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.  
18 U.S.C. §§ 152, 157 and 3571

## How to fill out this form

- Fill in all of the information about the claim as of the date the case was filed.

- Fill in the caption at the top of the form

- If the claim has been acquired from someone else, then state the identity of the last party who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.

- Attach any supporting documents to this form.  
Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *redaction* on the next page.)

Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called "Bankruptcy Rule") 3001(c) and (d).

- Do not attach original documents because attachments may be destroyed after scanning.

- If the claim is based on delivery health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.

## PLEASE SEND COMPLETED PROOF(S) OF CLAIM TO:

Stage Stores Claims Processing Center  
c/o KCC  
222 N. Pacific Coast Hwy., Ste. 300  
El Segundo, CA 90245

Alternatively, your claim can be filed electronically on KCC's website at <https://epoc.kccllc.net/stagestores>.

- A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, individual's tax identification number, or financial account number, and only the year of any person's date of birth. See Bankruptcy Rule 9037.
- For a minor child, fill in only the child's initials and the full name and address of the child's parent or guardian. For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

## Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, either enclose a stamped self-addressed envelope and a copy of this form or you may view a list of filed claims in this case by visiting the Claims and Noticing and Agent's website at <http://www.kccllc.net/stagestores>

## Understand the terms used in this form

**Administrative expense:** Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing that bankruptcy estate.  
11 U.S.C. § 503

**Claim:** A creditor's right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy. 11 U.S.C. §101 (5). A claim may be secured or unsecured.

**Claim Pursuant to 11 U.S.C. §503(b)(9):** A claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of the Debtor's business. Attach documentation supporting such claim.

**Creditor:** A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. §101 (10).

**Debtor:** A person, corporation, or other entity to who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. §101 (13).

**Evidence of perfection:** Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

**Information that is entitled to privacy:** A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

**Priority claim:** A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. §507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

**Proof of claim:** A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

**Redaction of information:** Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

**Do not file these instructions with your form.**

**Secured claim under 11 U.S.C. §506(a):** A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of 1325(a).

Examples of liens on property include a mortgage on real estate a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In states, a court judgment may be a lien.

**Setoff:** Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

**Uniform claim identifier:** An optional 24-character identifier that some creditors use to facilitate electronic payment.

**Unsecured claim:** A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

### Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

**Exhibit C**

Official Form 410

**Fill in this information to identify the case:**

Debtor 1 \_\_\_\_\_

Debtor 2  
(Spouse, if filing) \_\_\_\_\_

United States Bankruptcy Court for the: \_\_\_\_\_ District of \_\_\_\_\_

Case number \_\_\_\_\_

**Official Form 410****Proof of Claim**

04/19

**Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.**

**Filers must leave out or redact** information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

**Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.**

**Part 1: Identify the Claim****1. Who is the current creditor?**

\_\_\_\_\_  
Name of the current creditor (the person or entity to be paid for this claim)

\_\_\_\_\_  
Other names the creditor used with the debtor

**2. Has this claim been acquired from someone else?**
☐ No

☐ Yes. From whom? \_\_\_\_\_
**3. Where should notices and payments to the creditor be sent?****Where should notices to the creditor be sent?****Where should payments to the creditor be sent? (if different)**

Federal Rule of  
Bankruptcy Procedure  
(FRBP) 2002(g)

\_\_\_\_\_  
Name

\_\_\_\_\_  
Name

\_\_\_\_\_  
Number Street

\_\_\_\_\_  
Number Street

\_\_\_\_\_  
City State ZIP Code

\_\_\_\_\_  
City State ZIP Code

\_\_\_\_\_  
Contact phone

\_\_\_\_\_  
Contact phone

\_\_\_\_\_  
Contact email

\_\_\_\_\_  
Contact email

\_\_\_\_\_  
Uniform claim identifier for electronic payments in chapter 13 (if you use one):

**4. Does this claim amend one already filed?**
☐ No

☐ Yes. Claim number on court claims registry (if known) \_\_\_\_\_

Filed on \_\_\_\_\_  
MM / DD / YYYY

**5. Do you know if anyone else has filed a proof of claim for this claim?**
☐ No

☐ Yes. Who made the earlier filing? \_\_\_\_\_

**Part 2: Give Information About the Claim as of the Date the Case Was Filed**

|                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
|-----------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 6. Do you have any number you use to identify the debtor? | <input type="checkbox"/> No<br><input type="checkbox"/> Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: ____ ____ ____ ____                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| 7. How much is the claim?                                 | \$ _____. Does this amount include interest or other charges?<br><input type="checkbox"/> No<br><input type="checkbox"/> Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 8. What is the basis of the claim?                        | Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.<br>Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).<br>Limit disclosing information that is entitled to privacy, such as health care information.<br><br>_____                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| 9. Is all or part of the claim secured?                   | <input type="checkbox"/> No<br><input type="checkbox"/> Yes. The claim is secured by a lien on property.<br><br><b>Nature of property:</b><br><input type="checkbox"/> Real estate. If the claim is secured by the debtor's principal residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i> .<br><input type="checkbox"/> Motor vehicle<br><input type="checkbox"/> Other. Describe: _____<br><br><b>Basis for perfection:</b> _____<br>Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)<br><br><b>Value of property:</b> \$ _____<br><b>Amount of the claim that is secured:</b> \$ _____<br><b>Amount of the claim that is unsecured:</b> \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.)<br><br><b>Amount necessary to cure any default as of the date of the petition:</b> \$ _____<br><br><b>Annual Interest Rate</b> (when case was filed) _____ %<br><input type="checkbox"/> Fixed<br><input type="checkbox"/> Variable |
| 10. Is this claim based on a lease?                       | <input type="checkbox"/> No<br><input type="checkbox"/> Yes. Amount necessary to cure any default as of the date of the petition. \$ _____                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| 11. Is this claim subject to a right of setoff?           | <input type="checkbox"/> No<br><input type="checkbox"/> Yes. Identify the property: _____                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |

**12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?**

☐ No

☐ Yes. Check one:

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

☐ Up to \$3,025\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

☐ Wages, salaries, or commissions (up to \$13,650\*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

☐ Other. Specify subsection of 11 U.S.C. § 507(a)( ) that applies.

**Amount entitled to priority**

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.

**Part 3: Sign Below**

**The person completing this proof of claim must sign and date it. FRBP 9011(b).**

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.**

Check the appropriate box:

☐ I am the creditor.

☐ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

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

Executed on date \_\_\_\_\_  
MM / DD / YYYY

\_\_\_\_\_  
Signature

**Print the name of the person who is completing and signing this claim:**

Name \_\_\_\_\_  
First name Middle name Last name

Title \_\_\_\_\_

Company \_\_\_\_\_  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address \_\_\_\_\_  
Number Street

City State ZIP Code

Contact phone \_\_\_\_\_ Email \_\_\_\_\_

**Exhibit D**

Proposed Order

**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> , <sup>1</sup> | ) | Case No. 20-32564 (DRJ) |
|                                                  | ) |                         |
| Wind-Down Debtors.                               | ) | (Jointly Administered)  |
|                                                  | ) |                         |

**ORDER GRANTING PLAN ADMINISTRATOR’S SECOND  
OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO  
CERTAIN PROOFS OF CLAIM**

Upon the Plan Administrator’s second omnibus (non-substantive) objection (the “Objection”)<sup>2</sup> seeking to disallow and expunge the postpetition administrative expense portions of certain proofs of claim pursuant to Bankruptcy Code Section 502; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. 157 and §§ 1334(b); and the Court having found that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that the Plan Administrator consents to entry of a final order under Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Objection in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having determined that the relief requested in the Objection is in the best interests of the Wind-Down Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Objection has been given, under the circumstances, and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient

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<sup>1</sup> The Wind-Down Debtors, along with the last four digits of each Wind-Down Debtor’s federal tax identification number, are: Stage Stores, Inc. (6900) and Specialty Retailers, Inc. (1900).

<sup>2</sup> Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Objection.

cause appearing therefore,

**IT IS ORDERED, ADJUDGED AND DECREED THAT:**

1. The Objection is SUSTAINED as set forth herein.
2. Pursuant to Bankruptcy Code section 502, the Improper Form Claims listed on Schedule 1 attached hereto are hereby disallowed and expunged in their entirety.
3. Notwithstanding anything to the contrary contained herein, nothing herein shall affect the validity, nature, amount, allowability, priority, or otherwise seek to reclassify, disallow, or expunge any prepetition claim, including a 503(B)(9) Claim, that may have been asserted by the claimants of the Improper Form Claims, including those amounts set forth in the “Modified Claims” column on Schedule 1 hereto. All parties’ rights are reserved with respect to the Modified Claims, including the Plan Administrator’s right to file a further objection and seek disallowance thereof.
4. The Plan Administrator’s rights to amend, modify, or supplement the Objection, to file additional objections to any claims (filed or not) asserted against the Wind-Down Debtors, and to seek further reduction of any claim to the extent such claim has been paid, are preserved. Additionally, should one or more grounds of objection stated in the Objection be overruled, the Plan Administrator’s rights to object on other stated grounds or on any other grounds that the Plan Administrator discovers are further preserved.
5. Notwithstanding any Bankruptcy Rule or Local Rule to the contrary, this Order shall be immediately effective and enforceable upon its entry.

6. This Court shall retain jurisdiction over any and all matters arising from the interpretation, implementation, or enforcement of this Order.

Houston, Texas

Dated: \_\_\_\_\_, 2021

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THE HONORABLE DAVID R. JONES  
UNITED STATES BANKRUPTCY JUDGE

**Schedule 1**

Improper Form Claims

**In re: Stage Stores, Inc., et al., Case No. 20-32564**  
**Second Omnibus Claims Objection**  
**Schedule 1 – Improper Form Claims**

| NAME                                                                     | CLAIM # | ASSERTED CLAIMS                                                                                                                   |                   |              | MODIFIED CLAIMS           |                   |              |
|--------------------------------------------------------------------------|---------|-----------------------------------------------------------------------------------------------------------------------------------|-------------------|--------------|---------------------------|-------------------|--------------|
|                                                                          |         | DEBTOR                                                                                                                            | PRIORITY STATUS   | AMOUNT       | DEBTOR                    | PRIORITY STATUS   | AMOUNT       |
| 1 Southgate Associates, LLC                                              | 1043    | Specialty Retailers, Inc.                                                                                                         | Administrative    | \$3,779.31   | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|                                                                          |         | Specialty Retailers, Inc.                                                                                                         | General Unsecured | \$13,054.20  | Specialty Retailers, Inc. | General Unsecured | \$13,054.20  |
|                                                                          |         | Subtotal                                                                                                                          |                   | \$16,833.51  | Subtotal                  |                   | \$13,054.20  |
|                                                                          |         | Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                   |              |                           |                   |              |
| 2 STL BTS, L.L.C., by Midwest Retail Properties, LLC, its managing agent | 2074    | Specialty Retailers, Inc.                                                                                                         | Administrative    | \$11,214.62  | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|                                                                          |         | Specialty Retailers, Inc.                                                                                                         | General Unsecured | \$15,918.29  | Specialty Retailers, Inc. | General Unsecured | \$15,918.29  |
|                                                                          |         | Subtotal                                                                                                                          |                   | \$27,132.91  | Subtotal                  |                   | \$15,918.29  |
|                                                                          |         | Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                   |              |                           |                   |              |
| 3 SUSO 1 Highland LP                                                     | 5454    | Specialty Retailers, Inc.                                                                                                         | Administrative    | \$14,101.84  | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|                                                                          |         | Specialty Retailers, Inc.                                                                                                         | General Unsecured | \$79,817.64  | Specialty Retailers, Inc. | General Unsecured | \$79,817.64  |
|                                                                          |         | Subtotal                                                                                                                          |                   | \$93,919.48  | Subtotal                  |                   | \$79,817.64  |
|                                                                          |         | Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                   |              |                           |                   |              |
| 4 SUSO 4 Smithfield LP                                                   | 5456    | Specialty Retailers, Inc.                                                                                                         | Administrative    | \$9,500.10   | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|                                                                          |         | Specialty Retailers, Inc.                                                                                                         | General Unsecured | \$129,136.50 | Specialty Retailers, Inc. | General Unsecured | \$129,136.50 |
|                                                                          |         | Subtotal                                                                                                                          |                   | \$138,636.60 | Subtotal                  |                   | \$129,136.50 |
|                                                                          |         |                                                                                                                                   |                   |              |                           |                   |              |

**In re: Stage Stores, Inc., et al., Case No. 20-32564**  
**Second Omnibus Claims Objection**  
**Schedule 1 – Improper Form Claims**

|                                                                                                                                   |                                      | ASSERTED CLAIMS |                           |                |                | MODIFIED CLAIMS           |                |        |
|-----------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|-----------------|---------------------------|----------------|----------------|---------------------------|----------------|--------|
| NAME                                                                                                                              | CLAIM #                              | DEBTOR          | PRIORITY STATUS           | AMOUNT         | DEBTOR         | PRIORITY STATUS           | AMOUNT         |        |
| Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                                      |                 |                           |                |                |                           |                |        |
| 5                                                                                                                                 | Texas Comptroller of Public Accounts | 5165            | Specialty Retailers, Inc. | Administrative | \$72,669.79    | Specialty Retailers, Inc. | Administrative | \$0.00 |
|                                                                                                                                   |                                      |                 | Subtotal                  | \$72,669.79    | Subtotal       |                           | \$0.00         |        |
| Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                                      |                 |                           |                |                |                           |                |        |
| 6                                                                                                                                 | Texas Comptroller of Public Accounts | 5698            | Specialty Retailers, Inc. | Administrative | \$2,553,339.64 | Specialty Retailers, Inc. | Administrative | \$0.00 |
|                                                                                                                                   |                                      |                 | Subtotal                  | \$2,553,339.64 | Subtotal       |                           | \$0.00         |        |
| Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                                      |                 |                           |                |                |                           |                |        |
| 7                                                                                                                                 | Texas Comptroller of Public Accounts | 5699            | Specialty Retailers, Inc. | Administrative | \$174,473.31   | Specialty Retailers, Inc. | Administrative | \$0.00 |
|                                                                                                                                   |                                      |                 | Subtotal                  | \$174,473.31   | Subtotal       |                           | \$0.00         |        |
| Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                                      |                 |                           |                |                |                           |                |        |
| 8                                                                                                                                 | Texas Comptroller of Public Accounts | 5858            | Specialty Retailers, Inc. | Administrative | \$53,735.03    | Specialty Retailers, Inc. | Administrative | \$0.00 |
|                                                                                                                                   |                                      |                 | Subtotal                  | \$53,735.03    | Subtotal       |                           | \$0.00         |        |
| Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                                      |                 |                           |                |                |                           |                |        |

**In re: Stage Stores, Inc., et al., Case No. 20-32564**  
**Second Omnibus Claims Objection**  
**Schedule 1 – Improper Form Claims**

| NAME                                                       | CLAIM # | ASSERTED CLAIMS                                                                                                                   |                   |              | MODIFIED CLAIMS           |                   |              |
|------------------------------------------------------------|---------|-----------------------------------------------------------------------------------------------------------------------------------|-------------------|--------------|---------------------------|-------------------|--------------|
|                                                            |         | DEBTOR                                                                                                                            | PRIORITY STATUS   | AMOUNT       | DEBTOR                    | PRIORITY STATUS   | AMOUNT       |
| 9 Tomball Plaza, LLC, a Delaware limited liability company | 5135    | Specialty Retailers, Inc.                                                                                                         | Administrative    | \$629.15     | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|                                                            |         | Specialty Retailers, Inc.                                                                                                         | General Unsecured | \$255,556.69 | Specialty Retailers, Inc. | General Unsecured | \$255,556.69 |
|                                                            |         |                                                                                                                                   | Subtotal          | \$256,185.84 |                           | Subtotal          | \$255,556.69 |
|                                                            |         | Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                   |              |                           |                   |              |
| 10 Tomorrow IX Broadmoor, LP                               | 5534    | Specialty Retailers, Inc.                                                                                                         | Administrative    | \$1,651.47   | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|                                                            |         | Specialty Retailers, Inc.                                                                                                         | General Unsecured | \$412,902.50 | Specialty Retailers, Inc. | General Unsecured | \$412,902.50 |
|                                                            |         |                                                                                                                                   | Subtotal          | \$414,553.97 |                           | Subtotal          | \$412,902.50 |
|                                                            |         | Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                   |              |                           |                   |              |
| 11 Tomorrow IX Broadmoor, LP                               | 2395    | Specialty Retailers, Inc.                                                                                                         | Administrative    | \$47,353.22  | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|                                                            |         | Specialty Retailers, Inc.                                                                                                         | General Unsecured | \$73,840.28  | Specialty Retailers, Inc. | General Unsecured | \$73,840.28  |
|                                                            |         |                                                                                                                                   | Subtotal          | \$121,193.50 |                           | Subtotal          | \$73,840.28  |
|                                                            |         | Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                   |              |                           |                   |              |
| 12 Tred Avon LLC                                           | 5681    | Specialty Retailers, Inc.                                                                                                         | Administrative    | \$468.00     | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|                                                            |         | Specialty Retailers, Inc.                                                                                                         | General Unsecured | \$131,252.25 | Specialty Retailers, Inc. | General Unsecured | \$131,252.25 |
|                                                            |         |                                                                                                                                   | Subtotal          | \$131,720.25 |                           | Subtotal          | \$131,252.25 |
|                                                            |         |                                                                                                                                   |                   |              |                           |                   |              |

**In re: Stage Stores, Inc., et al., Case No. 20-32564**  
**Second Omnibus Claims Objection**  
**Schedule 1 – Improper Form Claims**

|                                                                                                                                   |                              | ASSERTED CLAIMS |                           |                   |              | MODIFIED CLAIMS           |                   |              |  |
|-----------------------------------------------------------------------------------------------------------------------------------|------------------------------|-----------------|---------------------------|-------------------|--------------|---------------------------|-------------------|--------------|--|
| NAME                                                                                                                              |                              | CLAIM #         | DEBTOR                    | PRIORITY STATUS   | AMOUNT       | DEBTOR                    | PRIORITY STATUS   | AMOUNT       |  |
| Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                              |                 |                           |                   |              |                           |                   |              |  |
| 13                                                                                                                                | TSCA-240 LIMITED PARTNERSHIP | 5246            | Specialty Retailers, Inc. | Administrative    | \$11,866.17  | Specialty Retailers, Inc. | Administrative    | \$0.00       |  |
|                                                                                                                                   |                              |                 | Specialty Retailers, Inc. | General Unsecured | \$218,645.34 | Specialty Retailers, Inc. | General Unsecured | \$218,645.34 |  |
|                                                                                                                                   |                              |                 | Subtotal                  |                   | \$230,511.51 | Subtotal                  |                   | \$218,645.34 |  |
| Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                              |                 |                           |                   |              |                           |                   |              |  |
| 14                                                                                                                                | TSCA-50 LLC                  | 5245            | Specialty Retailers, Inc. | Administrative    | \$25,140.56  | Specialty Retailers, Inc. | Administrative    | \$0.00       |  |
|                                                                                                                                   |                              |                 | Specialty Retailers, Inc. | General Unsecured | \$474,986.31 | Specialty Retailers, Inc. | General Unsecured | \$474,986.31 |  |
|                                                                                                                                   |                              |                 | Subtotal                  |                   | \$500,126.87 | Subtotal                  |                   | \$474,986.31 |  |
| Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                              |                 |                           |                   |              |                           |                   |              |  |
| 15                                                                                                                                | TVM CenterCal LLC            | 5535            | Specialty Retailers, Inc. | Administrative    | \$4,211.02   | Specialty Retailers, Inc. | Administrative    | \$0.00       |  |
|                                                                                                                                   |                              |                 | Specialty Retailers, Inc. | General Unsecured | \$606,181.47 | Specialty Retailers, Inc. | General Unsecured | \$606,181.47 |  |
|                                                                                                                                   |                              |                 | Subtotal                  |                   | \$610,392.49 | Subtotal                  |                   | \$606,181.47 |  |
| Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                              |                 |                           |                   |              |                           |                   |              |  |
| 16                                                                                                                                | TVM CenterCal LLC            | 2411            | Specialty Retailers, Inc. | Administrative    | \$62,220.98  | Specialty Retailers, Inc. | Administrative    | \$0.00       |  |
|                                                                                                                                   |                              |                 | Specialty Retailers, Inc. | General Unsecured | \$36,607.59  | Specialty Retailers, Inc. | General Unsecured | \$36,607.59  |  |

**In re: Stage Stores, Inc., et al., Case No. 20-32564**  
**Second Omnibus Claims Objection**  
**Schedule 1 – Improper Form Claims**

|      |                             | ASSERTED CLAIMS |                           |                                                                                                                                   | MODIFIED CLAIMS |                           |                   |              |
|------|-----------------------------|-----------------|---------------------------|-----------------------------------------------------------------------------------------------------------------------------------|-----------------|---------------------------|-------------------|--------------|
| NAME | CLAIM #                     | DEBTOR          | PRIORITY STATUS           | AMOUNT                                                                                                                            | DEBTOR          | PRIORITY STATUS           | AMOUNT            |              |
|      |                             |                 |                           | Subtotal                                                                                                                          | \$98,828.57     |                           |                   |              |
|      |                             |                 |                           | Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                 |                           |                   |              |
| 17   | Twin City Estate Corp.      | 1150            | Specialty Retailers, Inc. | Administrative                                                                                                                    | \$9,948.13      | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|      |                             |                 | Specialty Retailers, Inc. | General Unsecured                                                                                                                 | \$72,298.87     |                           | General Unsecured | \$72,298.87  |
|      |                             |                 | Subtotal                  |                                                                                                                                   | \$82,247.00     |                           | Subtotal          | \$72,298.87  |
|      |                             |                 |                           | Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                 |                           |                   |              |
| 18   | Vestar Bowles Crossing, LLC | 5282            | Specialty Retailers, Inc. | Administrative                                                                                                                    | \$243.20        | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|      |                             |                 | Specialty Retailers, Inc. | General Unsecured                                                                                                                 | \$576,467.87    |                           | General Unsecured | \$576,467.87 |
|      |                             |                 | Subtotal                  |                                                                                                                                   | \$576,711.07    |                           | Subtotal          | \$576,467.87 |
|      |                             |                 |                           | Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                 |                           |                   |              |
| 19   | Washington Park Mall, LLC   | 5189            | Specialty Retailers, Inc. | Administrative                                                                                                                    | \$100.00        | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|      |                             |                 | Specialty Retailers, Inc. | General Unsecured                                                                                                                 | \$94,483.12     |                           | General Unsecured | \$94,483.12  |
|      |                             |                 | Subtotal                  |                                                                                                                                   | \$94,583.12     |                           | Subtotal          | \$94,483.12  |
|      |                             |                 |                           | Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                 |                           |                   |              |
| 20   | Weingarten Realty Investors | 5381            | Specialty Retailers, Inc. | Administrative                                                                                                                    | \$6,617.80      | Specialty Retailers, Inc. | Administrative    | \$0.00       |

**In re: Stage Stores, Inc., et al., Case No. 20-32564**  
**Second Omnibus Claims Objection**  
**Schedule 1 – Improper Form Claims**

| NAME                                                                                                                              |                                         | CLAIM # | ASSERTED CLAIMS           |                   |              | MODIFIED CLAIMS           |                   |              |
|-----------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|---------|---------------------------|-------------------|--------------|---------------------------|-------------------|--------------|
|                                                                                                                                   |                                         |         | DEBTOR                    | PRIORITY STATUS   | AMOUNT       | DEBTOR                    | PRIORITY STATUS   | AMOUNT       |
|                                                                                                                                   |                                         |         | Specialty Retailers, Inc. | General Unsecured | \$388,073.84 | Specialty Retailers, Inc. | General Unsecured | \$388,073.84 |
|                                                                                                                                   |                                         |         |                           | Subtotal          | \$394,691.64 |                           | Subtotal          | \$388,073.84 |
| Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                                         |         |                           |                   |              |                           |                   |              |
| 21                                                                                                                                | Weingarten Realty Investors             | 5385    | Specialty Retailers, Inc. | Administrative    | \$31,250.57  | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|                                                                                                                                   |                                         |         | Specialty Retailers, Inc. | General Unsecured | \$239,508.63 | Specialty Retailers, Inc. | General Unsecured | \$239,508.63 |
|                                                                                                                                   |                                         |         |                           | Subtotal          | \$270,759.20 |                           | Subtotal          | \$239,508.63 |
| Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                                         |         |                           |                   |              |                           |                   |              |
| 22                                                                                                                                | WEST WHEATLAND LLC                      | 5244    | Specialty Retailers, Inc. | Administrative    | \$8,367.67   | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|                                                                                                                                   |                                         |         | Specialty Retailers, Inc. | General Unsecured | \$161,755.89 | Specialty Retailers, Inc. | General Unsecured | \$161,755.89 |
|                                                                                                                                   |                                         |         |                           | Subtotal          | \$170,123.56 |                           | Subtotal          | \$161,755.89 |
| Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                                         |         |                           |                   |              |                           |                   |              |
| 23                                                                                                                                | WRI-AEW Lone Star Retail Portfolio, LLC | 5377    | Specialty Retailers, Inc. | Administrative    | \$4,480.69   | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|                                                                                                                                   |                                         |         | Specialty Retailers, Inc. | General Unsecured | \$153,598.27 | Specialty Retailers, Inc. | General Unsecured | \$153,598.27 |
|                                                                                                                                   |                                         |         |                           | Subtotal          | \$158,078.96 |                           | Subtotal          | \$153,598.27 |
| Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                                         |         |                           |                   |              |                           |                   |              |
|                                                                                                                                   |                                         |         |                           |                   |              |                           |                   |              |

**In re: Stage Stores, Inc., et al., Case No. 20-32564**  
**Second Omnibus Claims Objection**  
**Schedule 1 – Improper Form Claims**

| NAME                                       | CLAIM # | ASSERTED CLAIMS                                                                                                                   |                   |              | MODIFIED CLAIMS           |                   |              |
|--------------------------------------------|---------|-----------------------------------------------------------------------------------------------------------------------------------|-------------------|--------------|---------------------------|-------------------|--------------|
|                                            |         | DEBTOR                                                                                                                            | PRIORITY STATUS   | AMOUNT       | DEBTOR                    | PRIORITY STATUS   | AMOUNT       |
| 24 WRI-AEW Lone Star Retail Portfolio, LLC | 5391    | Specialty Retailers, Inc.                                                                                                         | Administrative    | \$3,445.79   | Specialty Retailers, Inc. | Administrative    | \$0.00       |
|                                            |         | Specialty Retailers, Inc.                                                                                                         | General Unsecured | \$345,590.87 | Specialty Retailers, Inc. | General Unsecured | \$345,590.87 |
|                                            |         | Subtotal                                                                                                                          |                   | \$349,036.66 | Subtotal                  |                   | \$345,590.87 |
|                                            |         | Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order. |                   |              |                           |                   |              |