

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MASSACHUSETTS, EASTERN DIVISION**

**ADMINISTRATIVE
EXPENSE
CLAIM FORM**

Women's Apparel Group, LLC Claims Processing
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5112
New York, NY 10150-5112

Name of Debtor Against Which Claim Is Held:

Women's Apparel Group, LLC

Case Number of Debtor:

Case No. 11-16217 (JNF)

IMPORTANT: THIS FORM SHOULD ONLY BE USED TO MAKE A CLAIM FOR AN ADMINISTRATIVE EXPENSE (I) ARISING ON OR AFTER JUNE 29, 2011 (THE PETITION DATE) AND PRIOR TO DECEMBER 1, 2011 AND/OR (II) ARISING UNDER 11 U.S.C. §503(b)(9). IF YOU HAVE A GENERAL CLAIM ARISING BEFORE JUNE 29, 2011, USE THE "GENERAL PROOF OF CLAIM FORM."

NOTE: This form should only be used for claimants asserting an Administrative Expense Claim pursuant to 11 U.S.C. §§ 503(b)(1) through (b)(9) and 507(a)(2). It should not be used for any claims arising prior to June 29, 2011 unless such claims relate to goods received by the Debtor in the ordinary course of the Debtor's business in the 20 day period preceding June 29, 2011, and entitled to priority pursuant to 11 U.S.C. § 503(b)(9).

Name and Address of Creditor:

Telephone Number:

- Check here if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.
- Check here if you have never received any notices from the bankruptcy court in these cases
- Check here if your address differs from the address to which this form was sent

Account or other number by which the creditor identifies the debtor:

- Check here replaces a previously filed claim, dated _____
if this claim amends

1. Basis for Claim

- Refund or credit not issued for returned merchandise
- Merchandise paid for and not delivered
- Goods sold
- Services performed
- Taxes
- Other: _____
- Retiree benefits as defined in 11 U.S.C. § 1114(a)
- Wages, salaries, and compensation (fill out below)
- Unpaid compensation for services performed from _____ (date) to _____ (date)

2. Date debt was incurred:

3. If court judgment, date obtained:

4. Total Amount of Administrative Claim:

\$ _____

Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

5. Brief Description of Claim (attach any additional information):

6. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

7. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien.

DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.

8. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

THIS SPACE IS FOR COURT USE ONLY

Date

Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any)

INSTRUCTIONS FOR FILING REQUEST FOR PAYMENT OF ADMINISTRATIVE EXPENSE

The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances such as bankruptcy cases that are not filed voluntarily by a debtor, there may be exceptions to these general rules.

DEFINITIONS

Administrative Expense Claims

Claims for administrative expenses and priority claims are specifically described in sections 503 and 507 of the Bankruptcy Code. Among other things, these sections provide that certain types of claims are entitled to administrative expense priority, including, without limitation: (i) the actual, necessary costs and expenses of preserving the estate, including wages, salaries, or commissions for service; (ii) certain taxes and penalties related thereto; (iii) certain wages, salaries and/or benefits and the reimbursement of employee claims arising prior to the commencement of the case; (iv) the actual, necessary expenses incurred by (a) certain creditors, (b) a creditor, an indenture trustee, an equity security holder, or a committee representing any such entities, in making a substantial contribution to a debtor's chapter 11 case, (c) a custodian, or (d) members of certain committees if incurred in the performance of the duties of such committees; or (v) compensation for services rendered by an indenture trustee.

Debtor

The person, corporation, or other entity that has filed a bankruptcy case is called the debtor.

Administrative Expense Creditor

An Administrative Expense Creditor is any person, corporation, or other entity to whom the Debtor owes an Administrative Expense Claim.

Request For Payment Of Administrative Expense

A form filed with the clerk of the bankruptcy court where the bankruptcy case was filed (or its agent), informing the bankruptcy court how much an Administrative Expense Creditor alleges a Debtor owes for an Administrative Expense Claim.

Administrative Expense Claims Bar Date

By Order of the Bankruptcy Court, the Administrative Claims Bar Date is defined as as 5:00 p.m. (Eastern Time) on March 30, 2012.

TO ENSURE THAT YOUR CLAIM IS TIMELY FILED, IT MUST BE RECEIVED ON OR BEFORE MARCH 30, 2012 AT 5:00 P.M. (EASTERN TIME)

ITEMS TO BE COMPLETED IN REQUEST FOR PAYMENT OF ADMINISTRATIVE EXPENSE

Name of Debtor and Case Number:

<u>Name of Debtor</u>	<u>Case No.</u>
Women's Apparel Group, LLC	11-16217 (JNF)

Information about Administrative Expense Creditor:

Complete the section giving the name, address, and telephone number of the Administrative Expense Creditor to whom the Debtor owes money or property, and the Debtor's account number, if any. If anyone else has already filed an administrative claim request form or proof of claim relating to this debt, if you never received notices from the bankruptcy court about this case, if your address differs from that to which the court sent notice, or if this proof of claim replaces or changes a proof of claim that was already filed, check the appropriate box on the form.

1. Basis for Administrative Expense Request:

Check the type of debt for which the request for payment of administrative expense is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the Debtor, fill in the dates of work for which you were not paid.

2. Date Debt Incurred:

Fill in the date when the debt first was owed by the Debtor.

3. Court Judgments:

If you have a court judgment for this debt, state the date the court entered the judgment.

4. Total Amount of Administrative Expense Request:

Fill in the total amount of the entire administrative expense request. If interest or other charges in addition to the principal amount of request are included, check the appropriate place on the form and attach an itemization of the interest and charges.

5. Brief Description of Administrative Expense Claim

Include a brief description of the basis for the Administrative Expense Claim.

6. Credits:

By signing this request for payment of administrative expense, you are stating under oath that in calculating the amount of your request you have given the Debtor credit for all payments received from the Debtor.

7. Supporting Documents:

You must attach to this request for payment of administrative expense form copies of documents that show the Debtor owes the debt claimed or, if the documents are too lengthy, a summary of those documents. If documents are not available, you must attach an explanation of why they are not available.

TO ENSURE THAT YOUR REQUEST FOR PAYMENT OF ADMINISTRATIVE EXPENSE IS TIMELY FILED, IT MUST BE RECEIVED ON OR BEFORE MARCH 30, 2012 BY 5:00 P.M. (EASTERN TIME), AT ONE OF THE FOLLOWING ADDRESSES:

IF SENT BY HAND OR OVERNIGHT COURIER:

Women's Apparel Group, LLC Claims Processing
c/o Epiq Bankruptcy Solutions, LLC
757 Third Avenue, 3rd Floor
New York, NY 10017

IF SENT BY MAIL:

Women's Apparel Group, LLC Claims Processing
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5112
New York, NY 10150-5112

ADMINISTRATIVE EXPENSE CLAIM REQUESTS MAY NOT BE DELIVERED BY FACSIMILE, TELECOPY TRANSMISSION OR ELECTRONIC MAIL.