

CW ABC

A Delaware Series Limited Liability Company Assignment for the Benefit of Creditors Services

August 10, 2020

CWC Direct Parent LLC, a Delaware limited liability company
CWC Direct LLC, a Delaware limited liability company
Coldwater Direct LLC, a Delaware limited liability company
CWC Stores LLC, a Delaware limited liability company
175 A Beal Street
Hingham, MA 02043

RE: NOTICE OF ASSIGNEE'S SALE PROCEDURES MOTION

Dear Sir or Madam:

As you are aware, CWC Direct Parent LLC, a Delaware limited liability company, CWC Direct LLC, a Delaware limited liability company, Coldwater Direct LLC, a Delaware limited liability company, and CWC Stores LLC, a Delaware limited liability company, (“Companies”) executed a General Assignment for the Benefit of Creditors (the “Assignment”) in favor of CW ABC, a Delaware Series Limited Liability Company (the “Assignee”) in accordance with the applicable provisions of Delaware law governing General Assignments for the Benefit of Creditors, 10 *Del. C. §7381 et. seq.* The Verified Petition commencing the proceeding was filed with the Delaware Court of Chancery (the “Court”) on July 24, 2020.

The Assignee intends to sell the Companies’ assets in the near future and has already received interest from several potential buyers. On August 7, 2020, the Assignee requested Court approval of the sale procedures in its *Motion to Approve (i) Procedures for Asset Sales; (ii) Distribution of Proceeds; and (iii) Related Relief* (“Sale Procedures Motion”). The Sale Procedures Motion is available at our website: www.dsiassignments.biz/Cases/126. Motion is subject to a fifteen (15) day notice period after which time we will request the Court to enter an order approving the procedures.

The Assignee is soliciting interest in a competitive bid for the assets, the Assignee will conduct an auction for the assets. Any party interested in receiving information about the assets for the purpose of evaluating their participation in the sale process will be asked to sign a non-disclosure agreement with the Assignee before getting access to company information. The terms of the auction are set forth in the Sale Procedures Motion.

CHICAGO

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August 10, 2020

Page 2

Please feel free to contact Steven L. Victor (svictor@dsiconsulting.com) or Geoffrey L. Berman (gberman@dsiconsulting.com) by e-mail if you have any questions regarding the Sale Procedures.

Very truly yours,



Steven L. Victor
Authorized Representative
CW ABC, A Delaware Series Limited Liability Company
Solely in Its Capacity as Assignee for the
Benefit of Creditors of
CWC Direct Parent LLC, a Delaware Limited Liability Company;
CWC Direct LLC, a Delaware Limited Liability Company;
Coldwater Direct LLC, a Delaware Limited Liability Company; and
CWC Stores LLC a Delaware Limited Liability Company
c/o Development Specialists, Inc.
10 South LaSalle St. Suite 3300
Chicago, IL 60603
(312) 263 4141 (office)

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