

ENTERED

April 17, 2026

Nathan Ochsner, Clerk

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

QVC GROUP, INC., *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 26-90477 (ARP)
)
) (Jointly Administered)
)**ORDER (I) AUTHORIZING
THE DEBTORS TO (A) MAINTAIN AND
ADMINISTER THEIR EXISTING CUSTOMER
PROGRAMS, CREDIT CARD PROGRAMS,
DISTRIBUTION PROGRAM, AND CHARITABLE PROGRAMS,
AND (B) HONOR CERTAIN PREPETITION OBLIGATIONS
RELATED THERETO AND (II) GRANTING RELATED RELIEF**

Upon the emergency motion (the “Motion”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”): (a) authorizing, but not directing, the Debtors to (i) maintain, continue, and administer the Customer Programs, Credit Card Programs, Distribution Program, and Charitable Programs, (ii) honor certain prepetition obligations related thereto, and (iii) modify, supplement, or terminate their Customer Programs in the ordinary course of business consistent with past practice, and (b) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and the *Order of Reference to Bankruptcy Judges* from the United States District Court for the Southern District of Texas, entered May 24, 2012; and this Court having found that this is a core proceeding pursuant to

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://restructuring.ra.kroll.com/QVC>. The location of Debtor QVC Group, Inc.’s corporate headquarters and the Debtors’ service address in these chapter 11 cases is 1200 Wilson Drive, West Chester, Pennsylvania 19380.

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

28 U.S.C. § 157(b); and this Court having found that it may enter this Order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. Any objections to the entry of this Order, to the extent not withdrawn or settled, are overruled.

2. The Debtors are authorized, but not directed, to continue to (a) administer all Customer Programs described in the Motion and currently in effect, and to maintain, modify, renew, replace, supplement, and/or terminate the Customer Programs in the ordinary course of business consistent with past practice and (b) honor, pay, or otherwise satisfy any and all undisputed prepetition and postpetition obligations related to the Customer Programs without further application to or order of this Court.

3. The Debtors are authorized, but not directed, to continue to (a) administer the Distribution Program described in the Motion and currently in effect, and to maintain, modify, renew, replace, supplement, and/or terminate the Distribution Program in the ordinary course of

business consistent with past practice and (b) honor, pay, or otherwise satisfy any and all undisputed prepetition and postpetition obligations related to the Distribution Program without further application to or order of this Court.

4. The Debtors are authorized, but not directed, to continue to (a) administer the Credit Card Programs described in the Motion and currently in effect, and to maintain, modify, renew, replace, supplement, and/or terminate the Credit Card Programs in the ordinary course of business consistent with past practice and (b) honor, pay, or otherwise satisfy any and all undisputed prepetition and postpetition obligations related to the Credit Card Programs without further application to or order of this Court.

5. The Debtors are authorized, but not directed, to continue to (a) administer the Charitable Programs described in the Motion and currently in effect, and to maintain, modify, renew, replace, supplement, and/or terminate the Charitable Programs in the ordinary course of business consistent with past practice and (b) honor, pay, or otherwise satisfy any and all undisputed prepetition and postpetition obligations related to the Charitable Programs without further application to or order of this Court.

6. The Debtors are authorized to continue, replace, implement, modify, and/or terminate one or more of the Customer Programs, in each case as the Debtors deem appropriate in their business judgment and in the ordinary course of business without further Court Order and with five business days' notice to the U.S. Trustee and any official committee appointed in these chapter 11 cases in advance of such changes; *provided, however*, that, in the event that the Debtors determine it appropriate to (a) discontinue the practice of accepting Gift Cards; (b) cease to administer and maintain their Return and Exchange Program, or cease to honor credits or checks issued under the Return and Exchange Program; or (c) cease to honor Gift Certificates issued under

the Debtors' Sales Promotions Programs, the Debtors shall, at least fourteen days prior to such termination, (i) file a notice of the same with the Court, (ii) serve such notice on the Office of the U.S. Trustee, the United States Attorney's Office for the Southern District of Texas, the Attorney General for the State of Texas, counsel to the Consenting LINTA Noteholders, counsel to the Consenting RCF Lenders, counsel to the QVC Noteholder Group, any official committee appointed in these cases, and any party filing request for service under Bankruptcy Rule 2002, and (iii) provide notice of such termination no later than seven business days' prior thereto through prominent displays on the Debtors' respective ecommerce websites.

7. The Debtors shall maintain a matrix/schedule of payments, obligations, offsets, credits, or reserves related to the Customer Programs made pursuant to this Order, including the following information: (a) the nature, date, and amount of the obligations; (b) the category or type of the Obligations, as further described and classified in the Motion; and (c) the Debtor or Debtors that made or incurred the obligation. To the extent that any of the payments, obligations, or adjustments are made to Insiders (as that term is defined in the Bankruptcy Code), it should be reflected in the matrix/schedule. The Debtors shall provide a copy of such matrix/schedule to the U.S. Trustee, counsel to the Consenting LINTA Noteholders, counsel to the Consenting RCF Lenders, counsel to the QVC Noteholder Group, and any statutory committee appointed in these chapter 11 cases every other thirty days beginning upon entry of this Order.

8. The Debtors will notify the U.S. Trustee, counsel to the Consenting LINTA Noteholders, counsel to the Consenting RCF Lenders, counsel to the QVC Noteholder Group, and any statutory committee appointed in these cases if Debtors make any material changes to the Debtors' Customer Programs practices and procedures.

9. Notwithstanding anything to the contrary herein, nothing contained in the Motion or any actions taken pursuant to this Order is intended as or should be construed as: (a) an implication or admission as to the amount of, basis for, or validity of any particular claim against the Debtors under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Debtors' or any other party in interest's rights to dispute any particular claim on any grounds; (c) a promise or requirement to pay any particular claim; (d) an implication, admission, or finding that any particular claim is an administrative expense claim, other priority claim, or otherwise of a type specified or defined in this Motion or any order granting the relief requested by this Motion; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code or otherwise affect the Debtors' rights under section 365 of the Bankruptcy Code to assume or reject any executory contract or unexpired lease; (f) an admission by the Debtors as to the validity, priority, enforceability, or perfection of any lien (contractual, common law, statutory, or otherwise) on, security interest in, or other encumbrance on property of the Debtors' estates and the rights of all parties in interest are expressly reserved to contest the extent, validity, or perfection or seek avoidance of all such liens; (g) a waiver or limitation of the Debtors' or any other party in interest's claims, causes of action, or other rights under the Bankruptcy Code or any other applicable law; or (h) a waiver of the obligation of any party in interest to file a proof of claim.

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

11. The Debtors are authorized, but not directed, to issue postpetition checks, or to effect postpetition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of these chapter 11 cases with respect to prepetition amounts owed in connection with the relief granted herein.

12. Nothing in this Order authorizes the Debtors to accelerate any payments not otherwise due.

13. Notwithstanding Bankruptcy Rule 2002(a)(2), to the extent applicable, the Debtors may limit service of the Motion only to the core service list and affected creditors. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion, and the requirements of the Bankruptcy Rule 6004(a), the Bankruptcy Local Rules, and the Complex Case Procedures are satisfied by such notice.

14. The contents of the Motion satisfy the requirements of Bankruptcy Rule 6003(a).

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

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

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

Signed: April 17, 2026


Alfredo R Pérez
United States Bankruptcy Judge