

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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:
In re: : Chapter 11
:
FILENE'S BASEMENT, LLC, et al., : Case No. 11-13511 (KJC)
:
Debtors.¹ : Jointly Administered
:
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**NOTICE OF FILING OF DEBTORS' MONTHLY OPERATING REPORT
FOR THE PERIOD OF MARCH 2012**

PLEASE TAKE NOTICE that the above-captioned debtors and debtors in possession (collectively, the "Debtors") have filed with the United States Bankruptcy Court for the District of Delaware the Debtors' Monthly Operating Report for the Period of March 2012, attached hereto as Exhibit A (the "Monthly Operating Report").

Dated: Wilmington, Delaware
June 12, 2012

/s/ Jason M. Liberi

Mark S. Chehi (I.D. No. 2855)
Jason M. Liberi (I.D. No. 4425)
Skadden, Arps, Slate, Meagher & Flom LLP
One Rodney Square
P.O. Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000
(302) 651-3001

- and -

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Filene's Basement, LLC (8277), Syms Corp. (5228), Syms Clothing, Inc. (3869), and Syms Advertising Inc. (5234). The Debtors' address is One Syms Way, Secaucus, New Jersey 07094.



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Jay M. Goffman
Mark A. McDermott
Skadden, Arps, Slate, Meagher & Flom LLP
Four Times Square
New York, New York 10036-6522
(212) 735-3000
(212) 735-2000

Counsel for Debtors and Debtors in Possession

EXHIBIT A

MONTHLY OPERATING REPORT

Monthly Operating Report

MARCH 2012

Monthly Operating Report
MOR Index & Signature Sheet

UNITED STATES BANKRUPTCY COURT
DISTRICT OF _____

In re: Filene's Basement, LLC, ET AL (SYMS)
Case No.: 11-13511

Reporting Period: March, 2012

MONTHLY OPERATING REPORT File with Court and submit copy to United States Trustee within 20 days after end of month.

REQUIRED DOCUMENTS	Form No.	Document Attached	Explanation Attached	Affidavit/Supplement Attached
Schedule of Cash Receipts and Disbursements	MOR-1	✓		
Schedule of Bank Accounts	MOR-1a	✓		
Schedule of Professional Fees Paid	MOR-1b	✓		
Copies of bank statements				
Cash disbursements journals				
Statement of Operations	MOR-2	✓		
Balance Sheet	MOR-3	✓		
Status of Postpetition Taxes	MOR-4	✓		
Copies of IRS Form 6123 or payment receipt				
Copies of tax returns filed during reporting period				
Summary of Unpaid Postpetition Debts	MOR-4	✓		
Listing of aged accounts payable				
Accounts Receivable Aging	MOR-5	✓		
Debtor Questionnaire	MOR-5	✓		

I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the documents attached are true and correct to the best of my knowledge and belief.

Dany P. Br...

Signature of Debtor

5/31/2012

Date

Signature of Joint Debtor

Date

Signature of Authorized Individual*

Date

Printed Name of Authorized Individual

Title Of Authorized Individual

*Authorized individual must be an officer, director or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a limited liability company.

Monthly Operating Report

MOR - 1

Schedule of Cash Receipts and Disbursements

Syms Corp - Consolidated Schedule Of Cash Receipts and Disbursements Date: February 26, 2012 - March 31,2012

MOR - 1 Schedule of Cash Receipts and Disbursements

<u>Cash</u>	<u>Amount</u>	<u>Notes</u>
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Cash as of February 25, 2012	\$26,304,219	
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Receipts

Other	208,385	
Occupancy (from Tenants)	132,448	
Intercompany Activity	-	
Credit Card Receipts from Sales	(9,198)	Intercompany activity between Syms and FB Credit Sales Receipts Charge backs

Total Receipts	331,636	
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Disbursements

Professional Fees	(1,843,315)	
Employee Benefits (Claims)	(378,064)	Claims payments for self insured employee benefit plan
Payroll (Corporate and Stores)	(351,854)	Payment for Corporate Payroll and Taxes
Utilities	(269,027)	
General Operating Expenses	(216,266)	
Real Estate Taxes	(117,306)	
Occupancy Expenses	(59,131)	
Insurance (WC and GL)	(45,690)	Rent, CAM and Real estate taxes for properties

Total Disbursements	(3,280,654)	
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Net Cash Flow	(\$2,949,018)	
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Cash

Beginning Cash Balance	\$26,304,219
Net Cash Flow	(2,949,018)
Ending Cash as of March 31, 2012	\$23,355,200

Syms Schedule Of Cash Receipts and Disbursements Date: February 26, 2012 - March 31, 2012

MOR - 1 Schedule of Cash Receipts and Disbursements

<u>Cash</u>	<u>Amount</u>	<u>Notes</u>
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Cash as of February 25, 2012	\$13,590,065	
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Receipts

Other	79,348	
Occupancy (from Tenants)	132,448	
Intercompany Activity	2,817	
Credit Card Receipts from Sales	(9,198)	Intercompany activity between Syms and FB Credit Sales Receipts Charge backs

Total Receipts	205,416	
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Disbursements

Professional Fees	(1,133,216)	
Employee Benefits (Claims)	(207,253)	Claims payments for self insured employee benefit plan
Payroll (Corporate and Stores)	(291,569)	Payment for Corporate Payroll and Taxes
Utilities	(243,026)	
General Operating Expenses	(199,809)	
Real Estate Taxes	(22,372)	
Occupancy Expenses	(59,131)	
Insurance (WC and GL)	(42,580)	Rent, CAM and Real estate taxes for properties

Total Disbursements	(2,198,956)	
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Net Cash Flow	(\$1,993,540)	
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Cash

Beginning Cash Balance	\$13,590,065	
Net Cash Flow	(1,993,540)	
Ending Cash as of March 31, 2012	\$11,596,525	

FB Schedule Of Cash Receipts and Disbursements Date: February 26, 2012 - March 31, 2012
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MOR - 1 Schedule of Cash Receipts and Disbursements

<u>Cash</u>	<u>Amount</u>	<u>Notes</u>
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Cash as of February 25, 2012	\$12,714,154	
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Receipts

Other	129,037	
Occupancy (from Tenants)	-	
Intercompany Activity	(2,817)	
Credit Card Receipts from Sales	-	Intercompany activity between Syms and FB Credit Sales Receipts Charge backs

Total Receipts	126,219	
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Disbursements

Professional Fees	(710,099)	
Employee Benefits (Claims)	(170,812)	
Payroll (Corporate and Stores)	(60,285)	Claims payments for self insured employee benefit plan Payment for Corporate Payroll and Taxes
Utilities	(26,001)	
General Operating Expenses	(16,458)	
Real Estate Taxes	(94,934)	
Occupancy Expenses	-	
Insurance (WC and GL)	(3,110)	Rent, CAM and Real estate taxes for properties

Total Disbursements	(1,081,698)	
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Net Cash Flow	(\$955,479)	
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Cash

Beginning Cash Balance	\$12,714,154
Net Cash Flow	(\$955,479)
Ending Cash as of March 31, 2012	\$11,758,675

Monthly Operating Report

MOR-1a

Bank Reconciliations and Statements

Total Company Cash
Bank of America Accounts
As of March 31, 2012

Notes:

[1] The above schedule shows the cash balances (by division) in the general ledger as of the end of fiscal March 31, 2012. Also provided are the respective bank account numbers.

[2] The individual account numbers relating to the store cash accounts are shown on the following page.

Note: The Company will provide bank account specific detail if requested.

SYMS CORP BANK ACCOUNT MASTER LIST
Banks Currently Used: Bank of America
Mar-12

Bank Account Name	Location/Store	Bank Account No.	G/L Account No.	
Corporate - SYMS				
Syms Corp LC Account	Letter of Credit	3810 1777 9661	11211	
Syms Corp Collection Account	Operating [Syms]	3810 1777 9920	11216	
Syms Profit Sharing Plan	401K & Profit Sharing	0001 6510 0273	N/A	
Syms Corp Funding Concentration	Funding Concentration	3810 1777 9917	11221	
Syms Corp Settlement Account	Settlement [Syms]	3810 1777 9933	11231	
Syms Corp	A/P Disbursement [Syms]	2220016578	11222	
Syms Corp	Payroll [Syms]	2220016586	11226	
Syms Wind Down	Wind Down	3810 3270 5092	11228	
Syms Debtor in Possession	Escrow Utility	3810 3270 5526	11237	Activity began in December
N/A	Loan	SYM00 IN	27100	No Balance at end of November
Syms Lear Escrow	Escrow Lease	3810 3270 8507	11500	Activity began in March
Corporate - Filene's Basement				
FB Operating Account	Operating [Filene's]	3810 1777 8549	11216	
FB Merchant Account	Settlement [Filene's]	3810 2340 1570	11231	
Filene's Basement	A/P Disbursement [Filene's]	2220017702	11222	
FB Payroll Account	Payroll [Filene's]	2220016594	11227	
FB Wind Down	Wind Down	3810 3270 5047	11228	
FB Debtor in Possession	Escrow Utility	3810 3270 5474	11237	Activity began in December
STORES - SYMS				
Syms Corp	1 SECAUCUS	3810 1777 9946	11110-001	Closed in March
Syms Corp	3 W. PALM BEACH	3810 1777 9959	11110-003	Closed in March
Syms Corp	9 WOODBRIDGE	3810 1777 9962	11110-009	Closed in March
Syms Corp	10 FALLS CHURCH	3810 1777 9975	11110-010	Closed in March
Syms Corp	15 KING OF PRUSSIA	3810 1777 9988	11110-015	Closed in March
Syms Corp	17 MIAMI	3810 1777 9991	11110-017	Closed in March
Syms Corp	18 ROCKVILLE	3810 1778 0003	11110-018	Closed in March
Syms Corp	20 SOUTHFIELD	3810 1778 0016	11110-020	Closed in March
Syms Corp	22 ATLANTA	3810 1778 0032	11110-022	Closed in March
Syms Corp	27 HOUSTON	3810 1778 0058	11110-027	Closed in March
Syms Corp	28 TAMPA	0036-6058-6835	11110-028	Closed in March
Syms Corp	36 FAIRFIELD	3810 1778 0074	11110-036	Closed in March
Syms Corp	37 HARTFORD	3810 1778 0087	11110-037	Closed in March
Syms Corp	39 WESTCHESTER	3810 1778 0090	11110-039	Closed in March
Syms Corp	42 PARK AVE	3810 1778 0113	11110-042	Closed in March
Syms Corp	44 MARIETTA	3810 1778 0126	11110-044	Closed in March
Syms Corp	45 TRINITY	3810 1778 0139	11110-045	Closed in March
Syms Corp	48 KENDALL	3810 1778 0142	11110-048	Closed in March
Syms Corp	64 ADDISON	1449007200	11110-064	Closed in March
Syms Corp	70 CHERRY HILL	3810 1778 0155	11110-070	Closed in March
Syms Corp	79 BUFFALO	3810 1778 0168	11110-079	Closed in March
Syms Corp	195 FT. LAUDERDALE	3810 1778 0171	11110-195	Closed in March
Syms Corp	250 WESTBURY	3810 1778 0184	11110-250	Closed in March
Syms Corp	330 BERGEN	0107032171	11110-330	Closed in March
Syms Corp	560 NORWOOD	0277972217	11110-560	Closed in March
STORES - FILENE'S BASEMENT				
Filene's Basement	410 CONN AVENUE	3810 1777 8552	11110-410	Closed in March
Filene's Basement	412 ROCKVILLE	3810 1777 8730	11110-412	Closed in March
Filene's Basement	413 MAZZA	3810 1777 8565	11110-413	Closed in March
Filene's Basement	415 BROADWAY	3810 1777 8578	11110-415	Closed in March
Filene's Basement	416 WATERTOWN	3810 1777 8675	11110-416	Closed in March
Filene's Basement	419 NORTH SHORE	3810 1777 8688	11110-419	Closed in March
Filene's Basement	426 NEWTON	3810 1777 8691	11110-426	Closed in March
Filene's Basement	436 HARVARD PARK	3810 2340 1431	11110-436	Closed in March
Filene's Basement	438 SAWMILL	3810 2340 1428	11110-438	Closed in March
Filene's Basement	440 MANHASSETT	3810 1777 8581	11110-440	Closed in March
Filene's Basement	443 FRESH MEADOWS	3810 1777 8594	11110-443	Closed in March
Filene's Basement	447 UNION SQUARE	3810 1777 8604	11110-447	Closed in March
Filene's Basement	452 BACK BAY	3810 1777 8701	11110-452	Closed in March
Filene's Basement	457 BRAINTREE	3810 1777 8714	11110-457	Closed in March
Filene's Basement	471 LENOX	3810 1777 8620	11110-471	Closed in March
Filene's Basement	475 AVENTURA	3810 1777 8633	11110-475	Closed in March
Filene's Basement	480 CHICAGO	3810 1777 8646	11110-480	Closed in March
Filene's Basement	488 NORTH MICHIGAN	3810 1777 8659	11110-488	Closed in March
Filene's Basement	491 SAUGUS	3810 1777 8727	11110-491	Closed in March
Filene's Basement	493 NATIONAL PRESS	3810 1777 8662	11110-493	Closed in March
Filene's Basement	495 BALTIMORE	3810 1777 8756	11110-495	Closed in March

Monthly Operating Report

MOR-1b

Schedule of Professional Fees Paid

In re: Syms Corp

Case No.

Reporting Period: October 31, 2011 through March 31, 2012

MOR-1b

**Schedule of Professional fees and Expenses Paid
For the Period October 31, 2011 through March 31, 2012**

Professionals	Role	Month of March 2012		Months of November 2011 Through March 2012	
		Amount Paid this Period	Fees	Cumulative Amounts Paid	Notes
Alvarez & Marsal	Debtors' Financial Advisor	\$	988,702	\$	2,249,639 (A)
CEP Consultants	Debtors' Benefits Consultants		(14,700)	(14,700) (C)	
Cuddy & Feder, LLP	Debtors' Real Estate Counsel	-	-	17,620 (C)	
Cushman & Wakefield	Debtors' Real Estate Consultant	-	-	449,588 (A)	
Holt Ney Zetcoff & Wasserman, LLP	Debtors' Real Estate Counsel	-	-	4,036 (C)	
Jones Hirsch Connors & Bull P.C.	Debtors' Insurance Counsel	-	-	3,995 (C)	
Kurtzmann Carson Consultants	Noticing / Claims Agent	-	-	342,645 (A)	
Leonard Catanzaro Esq.	CCG Attorney - Settlement	-	-	46,500 (B)	
Linden Alschuler & Kaplan, Inc.	Public Relations Consultants	(9,014)		75,000 (C)	
Loughlin Management Partners	Creditors Financial Advisor	331,308		416,079 (C)	
Lowenstein Sandler	Debtors' Real Estate Counsel	-	-	2,379 (C)	
McElroy Deutch	Litigation Counsel	-	-	287,351 (B)	
Munger Tolles	Equity Committee Counsel	426,927		426,927 (C)	
Riemer & Braunstein	General Corporate Counsel	-	-	150,000 (B)	
Rothschild, Inc.	Debtors' Financial Advisor	-	-	150,000 (B)	
Skadden, Arps, Meagher	Debtors' Delaware Counsel	-	-	2,200,000 (B)	
U.S. Trustee		-	-	50,650 (C)	
Weiser Mazars	Debtors' Tax Accountants	-	-	34,658 (C)	
Womble Carlyle Sandridge & Rice LLP		-	-	24,872 (C)	
Young Conaway	Debtor's Conflict Counsel	120,092		120,092 (C)	
		<u>\$</u>	<u>1,843,315</u>	<u>\$</u>	<u>7,037,331</u>

Petition Date of November 2, 2011

(A) Includes amounts paid prior to Petition Date.

(B) Entire amount was paid prior to Petition Date.

(C) Entire amount was paid after Petition Date.

Monthly Operating Report

MOR-2

Statement of Operations

CONSOLIDATED CONDENSED STATEMENT OF OPERATIONS
FOR THE ONE MONTH PERIOD ENDED MARCH 31, 2012
(LIQUIDATION BASIS)

(in thousands, except per share basis)

	For the One Month Ended March 31, 2012 <u>(Unaudited)</u>
Net sales	\$ -
Cost of goods sold	<u>-</u>
Gross profit	-
Expenses:	
Selling, general and administrative	-
Advertising	-
Occupancy, net	-
Depreciation and amortization	-
Gain on disposition of assets	-
Other expense (income)	-
Liquidation Costs	<u>-</u>
Total Operating Expenses	<u>-</u>
Loss from operations	-
Interest expense, net	<u>-</u>
Loss before income taxes	-
Income tax expense	<u>-</u>
Net loss	<u>\$ -</u>
Net loss per share - basic and diluted	\$ -
Weighted average shares outstanding - basic and diluted	<u>14,448</u>

Monthly Operating Report

MOR-3

Balance Sheet

Syms Corporation**MOR - 3 Balance Sheet**CONSOLIDATED CONDENSED STATEMENT OF NET ASSETS AS OF MARCH 31, 2012
(LIQUIDATION BASIS)

(in thousands, except share data)

	March 31, 2012 (Unaudited)
ASSETS	
CURRENT ASSETS	
Cash and cash equivalents	\$ 23,355
Receivables	2,849
Merchandise inventories	-
Income tax receivable	-
Deferred income taxes	-
Assets held for sale	-
Prepaid expenses and other current assets	22
TOTAL CURRENT ASSETS	26,226
OWNED REAL ESTATE, including air rights	139,631
EQUIPMENT	-
DEFERRED INCOME TAXES	-
OTHER ASSETS - NET	9,414
TOTAL ASSETS	\$ 175,271
LIABILITIES AND SHAREHOLDERS' EQUITY	
CURRENT LIABILITIES:	
Accounts payable	\$ 30,700
Accrued expenses	32,566
Accrued liquidation costs	29,668
Other liabilities, primarily lease settlement costs	56,547
Obligations to customers	4,607
TOTAL CURRENT LIABILITIES	154,088
LONG TERM DEBT	-
OTHER LONG TERM LIABILITIES	-
SHAREHOLDERS EQUITY	
Preferred stock, par value \$100 per share. Authorized 1,000 shares; none outstanding.	-
Common stock, par value \$0.05 per share. Authorized 30,000 shares; 14,448 shares outstanding (net of 4,448 in treasury shares) on February 25, 2012 and February 26, 2011	-
Additional paid-in capital	-
Treasury stock	-
Accumulated other comprehensive loss	-
Retained earnings	-
TOTAL SHAREHOLDERS' EQUITY	-
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 154,088
Net assets (liquidation basis - available to common shareholders)	\$ 21,183

Monthly Operating Report
MOR-4
Status of Post petition Taxes

In re: Syms Corp

Case No.
Reporting Period: Fiscal Month Ending March 31, 2012

MOR-4 - Post Petition Taxes

The Debtor, to the best of its knowledge, has paid all outstanding taxes due and believes it is in compliance with all regulations.

Monthly Operating Report

MOR-4

Summary of Unpaid Post Petition Debts

- Listing of aged accounts payable

Syms / Filene's Basement

MOR - 4 Summary of Pre-Petition and Post-Petition Debts - March 2012

Accounts Payable - Aged Details

	Syms	Filene's Basement	Total	Notes
<u>Accounts Payable Detail:</u>				
Pre Petition (21000)	\$ 23,911,637	\$ 12,711,575	\$ 36,623,212	
Post Petition (21003)	224,600	114,927	339,527	
Subtotal	<u>24,136,237</u>	<u>12,826,502</u>	<u>36,962,739</u>	
<u>Reconciling Items:</u>				
Pay down of Letter of Credit ("LC")	(4,984,000)	(1,793,426)	(6,777,426)	The drawn down LC's were restated between Syms and Filenes entities. Overdrawn LC's (\$2,523) applied to Accounts receivable at January month end. \$9,308(\$2,523)=\$6,777 See note below.*
Broadway Rent	-	(496,160)	(496,160)	Amount is included in the above Pre-petition amount. The amount was wired in January 2012 and will be removed from A/P sub ledger in April.
Timing difference	(32,421)	31,092	(1,329)	
Subtotal	<u>(5,016,421)</u>	<u>(2,258,494)</u>	<u>(7,274,915)</u>	
Total Accounts Payable per G/L (21000 & 21003)	<u>\$ 19,119,816</u>	<u>\$ 10,568,009</u>	<u>\$ 29,687,825</u>	
*NOTE: (in 000's)				
<u>Pay down of Letter of Credit</u>	<u>Syms</u>	<u>Filenes</u>	<u>Total</u>	
	9,307	-	9,307	Total LC Draw Down
	(3,214)	3,207	(7)	R/C Filenes portion of LC
	<u>6,093</u>	<u>3,207</u>	<u>9,300</u>	
<u>Receivable Due From Factors</u>				
CIT	(525)	(669)	(1,194)	
Wells Fargo	(584)	(745)	(1,329)	
	<u>\$ (1,109)</u>	<u>\$ (1,414)</u>	<u>\$ (2,523)</u>	Due from Factors
A/P Balance January	<u>\$ 4,984</u>	<u>\$ 1,793</u>	<u>\$ 6,777</u>	

Syms / Filene's Basement
Accounts Payable - All Other

MOR - 4 Summary of Pre-Petition and Post-Petition Debts - March 2012

	Syms	Filene's Basement	Total	Notes
Total Accounts Payable per G/L (21000 & 21003) per previous page	\$ 19,119,816	\$ 10,568,009	\$ 29,687,825	
<u>Remaining Liabilities:</u>				
Unmatched Receivers (21500)	-	31,308	31,308	Receipts of goods with no invoice
Due to DSW (21700)	116,393	620,419	736,812	Outstanding liability to DSW for leased shoe sales
Due to Leased Cosmetics Co (21720)	179,143	64,515	243,658	Outstanding liability to Model Imperial for leased cosmetic sales
Total Remaining Liabilities	295,536	716,242	1,011,778	
Total Accounts Payable Reported	\$ 19,415,352	\$ 11,284,251	\$ 30,699,603	

Monthly Operating Report

MOR-5

Accounts Receivable Aging

Accounts Receivable Reconciliation and Aging

	<u>Syms</u>	<u>Filene's Basement</u>	<u>Total</u>
<u>Accounts Receivable Detail:</u>			
Visa/Master Card	\$ -	\$ -	\$ -
American Express	-	-	-
Discover	-	-	-
GE Capital (Private Label CC)	-	-	-
Total Accounts Receivable per General Ledger	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

Monthly Operating Report

MOR-5

Debtor Questionnaire

Filene's Basement, LLC, ET AL

In re **(Syms)**

Debtor

DEBTOR QUESTIONNAIRE
March 2012

Must be completed each month	Yes	No
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.		✓
2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period? If yes, provide an explanation below.		✓
3. Have all postpetition tax returns been timely filed? If no, provide an explanation below.	✓	
4. Are workers compensation, general liability and other necessary insurance coverage's in effect? If no, provide an explanation below.	✓	
5. Has any bank account been opened during the reporting period? If yes, provide documentation identifying the opened account(s). If an investment account has been opened provide the required documentation pursuant to the Delaware Local Rule 4001-3. (See Note 1 below)	✓	

NOTE 1:

Bank of America – Syms Corp.

Escrow Account established for lease deposit.

Bank Account number 3810 3270 8507