

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): July 13, 2020 (July 8, 2020)**

**PIER 1 IMPORTS, INC.**

(Exact name of registrant as specified in its charter)

**DELAWARE**  
(State or other jurisdiction  
of incorporation)

**001-07832**  
(Commission  
File Number)

**75-1729843**  
(IRS Employer  
Identification No.)

**685 JOHN B SIAS MEMORIAL PARKWAY, SUITE 255  
FORT WORTH, TEXAS**  
(Address of principal executive offices)

**76134**  
(Zip Code)

**Registrant's telephone number, including area code: (817) 252-8000**

**Not Applicable**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
<b>Common Stock, par value \$0.001 per share*</b>	<b>PIRRQ*</b>	<b>*</b>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

\* (1) On February 18, 2020, the New York Stock Exchange ("NYSE") notified Pier 1 Imports, Inc. that it would apply to the Securities and Exchange Commission (the "SEC") to delist the common stock of Pier 1 Imports, Inc. upon completion of all applicable procedures. A Form 25 was filed with the SEC by the NYSE on March 3, 2020 and the delisting of the common stock became effective 10 days later. The deregistration of the common stock under section 12(b) of the Securities Exchange Act of 1934 (the "Exchange Act") became effective on June 1, 2020. The common stock will remain registered under Section 12(g) of the Exchange Act.

**Item 8.01. Other Events.**

On July 8, 2020, Pier 1 Imports, Inc., a Delaware corporation (“Pier 1”) held an auction of its assets pursuant to bidding procedures and auction terms as set forth in the U.S. Bankruptcy Court for the Eastern District of Virginia (“Bankruptcy Court”) Order (i) *Establishing Bidding Procedures, (ii) Scheduling Bid Deadlines and an Auction, (iii) Approving the Form and Manner of Notice thereof, (iv) Approving the Form of Asset Purchase Agreement, (v) Authorizing Assumption of the Plan Support Agreement and (vi) Granting Related Relief*, dated February 18, 2020. On July 9, 2020, Pier 1 filed with the Bankruptcy Court *Notice of Successful and Backup Bidders with Respect to the Auction and Sale of Certain of the Debtors’ Assets* (the “Notice”) in which Pier 1 disclosed the successful bidders with respect to its intellectual property and certain unexpired leases of real property. The Notice is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The sale hearing at which Pier 1 shall seek the Bankruptcy Court’s approval of the sale of the assets to the successful bidders, will be held on July 15, 2020 at 2:00 p.m. (prevailing Eastern Time).

**Item 9.01 Financial Statements and Exhibits.**

(a) - (c) Not Applicable.

(d) Exhibits:

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#"><u>Notice of Successful and Backup Bidders with Respect to the Auction and Sale of Certain of the Debtors’ Assets, dated July 9, 2020.</u></a>

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**PIER 1 IMPORTS, INC.**

Date: July 13, 2020

By: /s/ Robert Riesbeck  
Robert Riesbeck  
Chief Executive Officer and Chief Financial Officer

Joshua A. Sussberg, P.C. (admitted *pro hac vice*)  
Emily E. Geier (admitted *pro hac vice*)  
AnnElyse Scarlett Gains (admitted *pro hac vice*)  
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*Co-Counsel to the Debtors and Debtors in Possession*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

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In re: )  
 ) Chapter 11  
 )  
PIER 1 IMPORTS, INC., *et al.*,<sup>1</sup> ) Case No. 20-30805 (KRH)  
 )  
Debtors. ) (Jointly Administered)  
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**NOTICE OF SUCCESSFUL AND BACKUP BIDDERS WITH RESPECT  
TO THE AUCTION AND SALE OF CERTAIN OF THE DEBTORS' ASSETS**

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**PLEASE TAKE FURTHER NOTICE** that on February 18, 2020, the United States Bankruptcy Court for the Eastern District of Virginia (the "Court") entered the *Order (I) Establishing Bidding Procedures, (II) Scheduling Bid Deadlines and an Auction, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Form of Asset Purchase Agreement, (V) Authorizing the Assumption of the Plan Support Agreement, and (VI) Granting Related Relief* [Docket No. 102] (the "Bidding Procedures Order"), approving procedures by which the above-captioned debtors and debtors and possession (collectively, the "Debtors") were authorized to conduct an auction for the sale of certain property of the Debtors.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are set forth in the *Order (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief* [Docket No. 76]. The location of the Debtors' service address is PO BOX 961020, Fort Worth, TX 76161-0020. Or, for delivery by Airborne, Federal Express & other Courier Services: 685 John B. Sias Memorial Parkway Suite 255, Fort Worth, TX 76134.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Bidding Procedures Order,<sup>2</sup> on July 5, 2020, the Debtors filed the *Notice of Auction and Designation of Stalking Horse Bidder for Sale of Intellectual Property* [Docket No. 828] (the "Auction Notice"), informing stakeholders that the Debtors would conduct an Auction with respect to the Debtors' intellectual property (the "Intellectual Property"). The Auction was conducted as described in the Auction Notice.

**PLEASE TAKE FURTHER NOTICE** that, at the conclusion of the Auction, the Debtors, in consultation with their professionals, selected the following Successful Bidder and Backup Bidder with respect to the Debtors' Intellectual Property.

<u>Asset(s)</u>	<u>Successful Bidder</u>	<u>Backup Bidder</u>	<u>Proposed Expense Reimbursement and/or Breakup Fee</u>	<u>Key Terms of Proposed Sale</u>
Intellectual Property	Retail Ecommerce Ventures LLC	Sycamore Partners Management, L.P.	None <sup>3</sup>	\$31,000,000

**PLEASE TAKE FURTHER NOTICE** that in addition to the Intellectual Property, the Debtors received the following bids with respect to certain unexpired leases of real property (the "Leases" and together with the Intellectual Property, the "Assets"), with each bidder being designated the Successful Bidder:

<u>Asset(s)</u>	<u>Successful Bidder</u>	<u>Backup Bidder</u>	<u>Proposed Expenses Reimbursement and/or Breakup Fee</u>	<u>Key Terms of Proposed Sale</u>
Lease Termination 3003 S. Veterans Pkwy. Springfield, IL 62704	Washington Prime Group	N/A	N/A	(i) credit bid of approximately \$13,640.82 for outstanding obligations; (ii) waiver of rent through October 31, 2020 in the approximate amount of \$40,922.46 and (iii) waiver of rejection damages.
Lease Termination 6125 East St. Rockford, IL 61108	Washington Prime Group	N/A	N/A	(i) credit bid of approximately \$49,379.51 for outstanding obligations; (ii) waiver of rent through October 31, 2020 in the approximate amount of \$72,232.47 and (iii) waiver of rejection damages.
Lease Termination 750 Sunland Park Dr. El Paso, TX 79912	Washington Prime Group	N/A	N/A	(i) credit bid of approximately \$46,250.9 for outstanding obligations; (ii) waiver of rent through October 31, 2020 in the approximate amount of \$71,051.91 and (iii) waiver of rejection damages.

<sup>2</sup> The Dates established in the Bidding Procedures Order were further extend by a latter order of the Court. See [Docket No. 744].

<sup>3</sup> The Stalking Horse Bidder was the Successful Bidder. Accordingly, no Expense Reimbursement or Breakup Fee is payable.

**PLEASE TAKE FURTHER NOTICE** that pursuant to the *Order (I) Approving the Adequacy of the Disclosure Statement, (II) Approving the Solicitation and Notice Procedures with respect to Confirmation of the Debtors Proposed Joint Chapter 11 Plan, (III) Approving the Forms of Ballots and Notices in Connection Therewith, (IV) Scheduling Certain Dates with Respect Thereto, and (V) Granting Related Relief* [Docket No. 804] (the "Disclosure Statement Order"), the Debtors have scheduled the Sale Hearing to commence via remote video on **July 15, 2020 at 2:00 p.m.** (prevailing Eastern Time) before the Honorable Kevin R. Huennekens, at 701 East Broad Street, 5th Floor, Courtroom No. 5000, Richmond, Virginia 23219. Additional instructions regarding participation in the Sale Hearing by remote video will be filed via CM/ECF with the Court.

**PLEASE TAKE FURTHER NOTICE** that at the Sale Hearing, the Debtors will seek the Court's approval of the sale of the Assets to the Successful Bidders. Unless the Court orders otherwise, the Sale Hearing shall be an evidentiary hearing on matters relating to the Sale and there will be no further bidding at the Sale Hearing. In the event that the Successful Bidders cannot or refuse to consummate the Sale following entry of a Sale Order because of the breach or failure on the part of the Successful Bidders, the Debtors shall promptly file a supplemental notice seeking to approve the sale to the Backup Bidder, if applicable, on expedited notice and a hearing.

**PLEASE TAKE FURTHER NOTICE** that copies of the Bidding Procedures Order, the Wind-Down Order, the Disclosure Statement Order, and all other documents filed in these chapter 11 cases are available free of charge by: (a) visiting the Debtors' restructuring website at <https://dm.epiq11.com/case/pier1/info> and/or (b) by calling (866) 977-0883 (toll free) or, for international callers, (503) 520-4412 (international). You may also obtain copies of any pleadings filed in these chapter 11 cases for a fee via PACER at: <http://www.vaeb.uscourts.gov> in accordance with the procedures and fees set forth therein.

*[Remainder of page intentionally left blank]*

Richmond, Virginia  
Dated: July 9, 2020

/s/ *Jeremy S. Williams*

**KUTAK ROCK LLP**

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