

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Nogin, Inc., *et al.*,

Debtors.¹

Chapter 11

Case No. 23-11945 (CTG)

(Jointly Administered)

Re: Docket Nos. 115, 194 & 195

**ORDER (I) APPROVING DISCLOSURE STATEMENT AND FORM AND MANNER
OF NOTICE OF DISCLOSURE STATEMENT HEARING, (II) ESTABLISHING
SOLICITATION, VOTING AND TABULATION PROCEDURES, (III) SCHEDULING
CONFIRMATION HEARING, (IV) ESTABLISHING NOTICE AND OBJECTION
PROCEDURES FOR CONFIRMATION OF PLAN, (V) APPROVING DEBTORS'
PROPOSED ASSUMPTION AND ASSIGNMENT PROCEDURES
AND (VI) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)² of Nogin, Inc. and its debtor affiliates (collectively, the “**Debtors**”) in the above-captioned cases (the “**Chapter 11 Cases**”), for entry of an order pursuant to sections 105, 502, 1125, 1126, and 1128 of the Bankruptcy Code, Bankruptcy Rules 2002, 3003, 3017, 3018, and 3020 and Local Rules 2002-1 and 3017-1, (a) approving the form and manner of notice and hearing to consider the proposed *Disclosure Statement for Joint Chapter 11 Plan of Nogin, Inc. and Its Debtor Affiliates* [Docket No. 195] (including all exhibits thereto and as amended, modified or supplemented from time to time, the “**Disclosure Statement**”); (b) approving the Disclosure Statement as containing adequate information pursuant to section 1125 of the Bankruptcy Code; (c) scheduling a hearing (the “**Confirmation Hearing**”) to consider confirmation of the proposed *Joint Chapter 11 Plan of Nogin, Inc. and Its Debtor*

¹ The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification number are: Nogin, Inc. (0703); Nogin Commerce, Inc. (0719); Native Brands Group LLC (0504). The mailing address for the Debtors is 105 E. 34th St. Suite 137, New York, NY 10016.

² All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Motion or the Proposed Plan, as applicable.

Affiliates [Docket No. 194] (including all exhibits thereto and as amended, modified or supplemented from time to time, the “**Plan**”); (d) approving the Solicitation, Voting and Tabulation Procedures for the Plan; (e) approving the Confirmation Procedures for the Plan; and (f) approving the Assumption and Assignment Procedures, all as more fully set forth in the Motion; and the Bankruptcy Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157(a)–(b) and §1334, and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the Motion; and upon any hearing held on the Motion; and all objections, if any, to the relief requested in the Motion having been withdrawn, resolved, or overruled; and the Bankruptcy Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, creditors, and all parties in interest; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT

A. Notice of the Disclosure Statement Hearing and Disclosure Statement Objection Deadline. The procedures proposed in the Motion providing notice to all parties of the time, date, and place of the Hearing and the deadline for filing objections to the Disclosure Statement, including the Disclosure Statement Hearing Notice, a copy of which is attached hereto as **Exhibit 5**

and which was filed and served on December 18, 2023 [Docket No. 85], provided due, proper, and adequate notice, comport with due process, and comply with the applicable Bankruptcy Rules and Local Rules. No other or further notice is required.

B. The Disclosure Statement. The Disclosure Statement contains adequate information within the meaning of section 1125 of the Bankruptcy Code. No further information is necessary.

C. Notice of Confirmation Hearing and Confirmation Objection Deadline. The procedures set forth in the Motion regarding notice to all parties of the time, date, and place of the hearing to consider confirmation of the Plan (the “**Confirmation Hearing**”), including the Confirmation Hearing Notice substantially in the form attached hereto as **Exhibit 1**, and for filing objections or responses to the Plan, provide due, proper, and adequate notice, comport with due process, and comply with Bankruptcy Rules 2002 and 3017. No further notice is required.

D. Balloting and Voting Procedures. The Solicitation, Voting and Tabulation Procedures set forth in the Motion for the solicitation and tabulation of votes to accept or reject the Plan provide for a fair and equitable voting process and are consistent with section 1126 of the Bankruptcy Code.

E. Ballots. The ballots substantially in the forms annexed hereto as **Exhibits 2-A** and **2-B** (collectively, the “**Ballots**”), including all voting instructions provided therein, are consistent with Official Bankruptcy Form No. B 314, address the particular needs of these Chapter 11 Cases, and provide adequate information and instructions for each individual entitled to vote to accept or reject the Plan. No further information or instructions are necessary.

F. Parties Entitled to Vote. Pursuant to the Plan, holders of Claims in Class 3 (Senior Notes Claims) are impaired and are entitled to receive a distribution under the Plan. Accordingly, holders of Claims in such class are entitled to vote on account of such Claims.

G. Solicitation Packages. The proposed distribution and contents of the Solicitation Packages comply with Bankruptcy Rules 2002 and 3017 and constitute sufficient notice to all interested parties of the Voting Record Date, Voting Deadline, Confirmation Objection Deadline, Confirmation Hearing, and other related matters.

H. Solicitation Period. The period proposed by the Debtors in the Motion during which the Debtors may solicit votes to accept or reject the Plan is a reasonable and sufficient period of time for the Voting Class to make an informed decision regarding whether to accept or reject the Plan and timely return Ballots evidencing such decision.

I. Parties Not Entitled to Vote. Pursuant to the Plan, the following holders of Claims and/or Interests are not entitled to vote on account of such Claims and/or Interests: (i) holders of Claims in Class 1 (Priority Non-Tax Claims) and Class 2 (Other Secured Claims) are unimpaired and, accordingly, pursuant to section 1126(f) of the Bankruptcy Code, are conclusively presumed to accept the Plan; (ii) the holders of Claims in Class 4 (General Unsecured Claims) and Interests in Class 6 (Existing Equity Interests) are impaired and not entitled to receive nor retain any property under the Plan, and, accordingly, pursuant to section 1126(g) of the Bankruptcy Code, are deemed to have rejected the Plan; and (iii) the holders of Claims in Class 5 (Intercompany Claims) are proponents of the Plan and are presumed to have accepted the Plan pursuant to section 1126(f) or deemed to reject the Plan pursuant to section 1126(g) of the Bankruptcy Code, as applicable.

J. Notice of Unimpaired Non-Voting Status. The Notice of Unimpaired Non-Voting Status, substantially in the form attached hereto as **Exhibit 3**, complies with the Bankruptcy Code, applicable Bankruptcy Rules, and applicable Local Rules and, together with the Confirmation Hearing Notice, provides adequate notice to the holders of Claims in Class 1 (Priority Non-Tax Claims), Class 2 (Other Secured Claims) and Class 5 (Intercompany Claims), as applicable. No further notice is necessary.

K. Notice of Impaired Non-Voting Status. The Notice of Impaired Non-Voting Status, substantially in the form attached hereto as **Exhibit 4**, complies with the Bankruptcy Code, applicable Bankruptcy Rules, and applicable Local Rules and, together with the Confirmation Hearing Notice, provides adequate notice to the holders of Claims in Class 4 (General Unsecured Claims), Class 5 (Intercompany Claims) and Interests in Class 6 (Existing Equity Interests), as applicable. No further notice is necessary.

L. Notice. All other notices to be provided pursuant to the procedures set forth in the Motion, including the service of the Confirmation Hearing Notice on holders of Claims and/or Interest in Classes 1 through 6, are good and sufficient notice to all parties in interest of all matters pertinent hereto and of all matters pertinent to the Confirmation Hearing. No further notice is required.

M. Relief is Warranted. The legal and factual bases set forth in the Motion establish just and sufficient cause to grant the relief requested therein.

IT IS HEREBY ORDERED THAT

1. The Motion is granted as set forth herein.
2. As set forth in this Order, the following dates and deadlines are approved:

Milestone	Proposed Date
Voting Record Date	January 16, 2024
Disclosure Statement Hearing	January 22, 2024 at 12:00 p.m. (Prevailing Eastern Time)
Solicitation Date	No later than three (3) business days after entry of the Proposed Order (expected to be January 25, 2024)
Deadline to file a Claim Objection or Request to Estimate Claim for Voting Purposes	February 1, 2024
Rule 3018 Motion Deadline	February 14, 2024 at 4:00 p.m. (Prevailing Eastern Time)
Plan Supplement Filing	February 15, 2024
Voting Deadline Rule 3018 Motion Objection Deadline Confirmation Objection Deadline	February 22, 2024 at 4:00 p.m. (Prevailing Eastern Time)
Deadline to File (a) proposed Confirmation Order; (b) Reply to Plan Objection(s), (c) Brief in Support of Plan Confirmation, (d) Declarations in Support of Confirmation, and (e) Voting Certification	February 27, 2024 at 12:00 p.m. (Prevailing Eastern Time)
Confirmation Hearing	February 29, 2024 at 10:00 a.m. (Prevailing Eastern Time)

i. Disclosure Statement

3. The Disclosure Statement is approved as containing adequate information pursuant to section 1125 of the Bankruptcy Code, and the Debtors are authorized to use the Disclosure Statement in connection with the solicitation of votes in favor of the Plan.

4. The filing and service of the Disclosure Statement Hearing Notice, attached hereto as **Exhibit 5**, provided adequate and sufficient notice of the Disclosure Statement Hearing and the Disclosure Statement Objection Deadline, complied with the applicable Bankruptcy Rules and Local Rules, and comported with due process.

5. All objections, if any, to the Disclosure Statement and/or the Motion that have not been withdrawn or resolved as provided for in the record of the hearing are overruled.

6. The Disclosure Statement (including all applicable exhibits thereto) provides sufficient notice of the injunction, exculpation, and release provisions contained in Article VIII of the Plan, in accordance with Bankruptcy Rule 3016(c).

ii. Voting Procedures

7. The Voting Procedures are approved.

8. The Voting Record Date shall be set as **January 16, 2024**. In addition, with respect to any transferred Claim in the Voting Class, the transferee will be entitled to receive a Solicitation Package and cast a Ballot on account of the transferred Claim only if all actions necessary to effect the transfer of the Claim pursuant to Bankruptcy Rule 3001(e), if any, have been completed on or before the Voting Record Date. In the event a Claim is transferred after the transferor has completed a Ballot, the transferee of such Claim shall be bound by any vote made on the Ballot by the transferor.

9. The Voting Deadline shall be **February 22, 2024 at 4:00 p.m. (prevailing Eastern Time)**.

10. If any creditor seeks to challenge the allowance of its Claim for voting purposes, the creditor may file with the Bankruptcy Court a motion for an order pursuant to Bankruptcy Rule 3018(a) temporarily allowing such Claim for voting purposes in a different amount (the “**Rule 3018(a) Motion(s)**”). Parties shall file and serve such 3018(a) Motions by no later than **4:00 p.m. (Prevailing Eastern Time) on February 14, 2024**. The deadline to file an objection to any timely filed Rule 3018(a) Motion shall be **4:00 p.m. (Prevailing Eastern Time) on February 22, 2024**.

iii. Solicitation Procedures

11. The Solicitation Procedures and the Solicitation Packages are approved.

12. The Solicitation Date shall be no later than three Business Days following the date of entry of this Order (or as soon as reasonably practicable thereafter).

13. The Debtors shall serve the Solicitation Packages by regular U.S. mail only on the holders of Claims in the Voting Class no later than the Solicitation Date (or as soon as reasonably practicable thereafter). No other interested parties shall receive copies of the Plan, Disclosure Statement or the other materials contained in the Solicitation Packages unless such documents are requested in accordance with the procedures set forth in the Confirmation Hearing Notice.

14. The Ballots, substantially in the forms attached hereto as Exhibits 2-A and 2-B are approved.

15. The Debtors shall deliver Ballots to holders of the Class 3 (Senior Notes Claims) Claims, including, without limitation, the Nominees. Once the Voting Record Date has passed, the Debtors will cause to be distributed, to each Nominee, reasonably sufficient numbers of Solicitation Packages, including sufficient Beneficial Holder Ballots, to distribute via first class mail to the Beneficial Holders of such Claims as of the Voting Record Date for whom such Nominee acts. The Debtors will also cause a Master Ballot to be distributed to each Nominee for use in tabulating votes cast on Beneficial Holder Ballots submitted to such Nominee (as described more fully below). If it is a Nominee's customary and accepted practice to forward the solicitation information to (and collect votes from) Beneficial Holders by VIF, e-mail, telephone or other customary means of communication, the Nominee may employ that method of communication in lieu of sending the paper Beneficial Holder Ballot and/or Solicitation Package. In such instances, the Nominee (or Nominee's agent) may return any excess or unused flash drives or paper copies of the Solicitation Packages to DRC.

16. Such Nominees shall, upon receipt of the Solicitation Packages, promptly distribute such Solicitation Packages to Beneficial Holders including Beneficial Holder Ballots (or a summary thereof) using one of the following two methods (to be selected by the Nominee) within five (5) business days of receipt of the Solicitation Packages:

- a) **Pre-Validated Beneficial Holder Ballots:** The Nominee may “pre-validate” a Beneficial Holder Ballot (the “**Pre-Validated Beneficial Holder Ballot**”) by (i) signing the Beneficial Holder Ballot; (ii) indicating on the Beneficial Holder Ballot the amount of the Claims held by the Nominee for the Beneficial Holder, the Beneficial Holder’s account number, and a medallion guarantee stamp certifying the Beneficial Holder’s Claim amount as of the Voting Record Date; and (iii) forwarding such Beneficial Holder Ballot, together with the Solicitation Package, a pre-addressed, postage-paid return envelope addressed to, and provided by, DRC and other materials requested to be forwarded, to the Beneficial Holder for voting. The Beneficial Holder must then complete the information requested in the Beneficial Holder Ballot, and return the Beneficial Holder Ballot directly to DRC in the pre-addressed, postage-paid return envelope or by email at DRCVote@DRC.Equiniti.com so that it is RECEIVED by DRC on or before the Voting Deadline. A list of the Beneficial Holders to whom “pre-validated” Beneficial Holder Ballots were delivered should be maintained by Nominees for inspection for at least one (1) year from the Voting Deadline.
- b) **Master Ballots:** If the Nominee elects not to pre-validate Beneficial Holder Ballots, the Nominee may obtain the votes of Beneficial Holders by forwarding to the Beneficial Holders the unsigned Beneficial Holder Ballots, together with the Solicitation Package, a pre-addressed, postage-paid return envelope provided by, and addressed to, the Nominee, and other materials requested to be forwarded. Each such Beneficial Holder must then indicate his, her, or its vote on the Beneficial Holder Ballot, complete the information requested on the Beneficial Holder Ballot, review the certifications contained on the Beneficial Holder Ballot, execute the Beneficial Holder Ballot, and return the Beneficial Holder Ballot to the Nominee. If it is the accepted practice for a Nominee to collect votes through a VIF, e-mail, or other customary method of communication, the Beneficial Holder shall follow the Nominee’s instruction for completing and submitting its vote to the Nominee. After collecting the Beneficial Holders’ votes, the Nominee should, in turn, complete a Master Ballot compiling the votes and other information from the Beneficial Holders, execute the Master Ballot, and deliver the Master Ballot to DRC, which may be delivered via email at DRCVote@DRC.Equiniti.com, so that it is RECEIVED by DRC on or before the Voting Deadline. All Beneficial Holder Ballots returned by Beneficial Holders should either be forwarded

to DRC (along with the Master Ballot) or retained by Nominees for inspection for at least one (1) year from the Voting Deadline. EACH NOMINEE SHOULD ADVISE ITS BENEFICIAL HOLDERS TO RETURN THEIR BENEFICIAL HOLDER BALLOTS TO THE NOMINEE BY A DATE CALCULATED BY THE NOMINEE TO ALLOW IT TO PREPARE AND RETURN THE MASTER BALLOT TO DRC SO THAT IT IS RECEIVED BY DRC ON OR BEFORE THE VOTING DEADLINE.³

iv. Tabulation Procedures

17. The Tabulation Procedures are approved.

- a) If a Beneficial Holder Ballot is signed by a trustee, executor, administrator, guardian, attorney-in-fact, officer of a corporation, or another person acting in a fiduciary or representative capacity, such person should indicate such capacity when signing and, if requested, must submit proper evidence satisfactory to the Debtors of authority to so act. Authorized signatories should submit the separate Beneficial Holder Ballot of each Beneficial Holder for whom they are voting;
- b) Any vote returned to a Nominee by a Beneficial Holder (whether transmitted by Beneficial Holder Ballot or other customary means of submitting a vote) will not be counted for purposes of acceptance or rejection of the Plan until such Nominee properly completes and delivers to DRC that Beneficial Holder Ballot (properly validated) or a Master Ballot casting the vote of such Beneficial Holder;
- c) If a Beneficial Holder holds Claims in Class 3 (Senior Notes Claims) through more than one (1) Nominee or through multiple accounts, such Beneficial Holder may receive more than one Beneficial Holder Ballot and each such Beneficial Holder should execute a separate Beneficial Holder Ballot for each block of Claims in Class 3 (Senior Notes Claims) that it holds through any Nominee and must return each such Beneficial Holder Ballot to the appropriate Nominee. Any Beneficial Holder holding Class 3 (Senior Notes Claims) Claims as a record holder in its own name is permitted to vote on the Plan by completing and signing a Beneficial Holder Ballot and returning it directly to DRC on or before the Voting Deadline;
- d) Votes cast by Beneficial Holders through Nominees will be applied to the applicable positions held by such Nominees in Class 3 (Senior Notes Claims) as of the Voting Record Date. Votes submitted by a Nominee

³ Notwithstanding the foregoing, Nominees are authorized to transmit Solicitation Packages and collect votes to accept or to reject the Plan from Beneficial Holders in accordance with their customary practices, including the use of a VIF in lieu of (or in addition to) a Beneficial Holder Ballot, and collecting votes from Beneficial Holders through online voting, by phone, facsimile, or other electronic means.

pursuant to a Master Ballot will not be counted in excess of the amount of such Claims held by such Nominee as of the Voting Record Date;

- e) If conflicting votes or “over-votes” are submitted by a Nominee pursuant to a Master Ballot, the Debtors will use reasonable efforts to reconcile discrepancies with the Nominees. If over-votes on a Master Ballot are not reconciled prior to the preparation of the Voting Certification (as defined herein), the Debtors shall apply the votes to accept and to reject the Plan in the same proportion as the votes to accept and to reject the Plan submitted on the Master Ballot that contained the over-vote, but only to the extent of the Nominee’s position in Class 3 (Senior Notes Claims);
- f) For purposes of tabulating votes, each Nominee or Beneficial Holder will be deemed to have voted the principal amount of its Claims in Class 3 (Senior Notes Claims);
- g) A single Nominee may complete and deliver to DRC multiple Master Ballots. Votes reflected on multiple Master Ballots will be counted, except to the extent that they are duplicative of other Master Ballots. If two or more Master Ballots are inconsistent, the latest received valid Master Ballot received prior to the Voting Deadline will, to the extent of such inconsistency, supersede and revoke any prior received Master Ballot. Likewise, if a Beneficial Holder submits more than one vote to its Nominee whether via Beneficial Holder Ballot or other acceptable voting method, (i) the latest received vote before the submission deadline imposed by the Nominee shall be deemed to supersede any prior Beneficial Holder Ballot submitted by the Beneficial Holder; and (ii) the Nominee shall complete the Master Ballot accordingly; and
- h) The Debtors will, upon written request, reimburse Nominees for customary mailing and handling expenses incurred by them in forwarding the Solicitation Packages and Beneficial Holder Ballots to the Beneficial Holders for which they are the Nominee. No fees or commissions or other remuneration will be payable to any broker, dealer, or other person for soliciting votes from Beneficial Holders with respect to the Plan.

v. The Confirmation Procedures

18. The Confirmation Hearing shall be held on **February 29, 2024 at 10:00 a.m. (Prevailing Eastern Time)**; *provided, however*, that the Confirmation Hearing may be adjourned or continued from time to time with consent of the DIP Agent and Consenting Noteholders (provided that such consent is consistent with the RSA) and without further notice, including

adjournments announced in open court or as indicated in any notice of agenda of matters scheduled for hearing filed by the Debtors with the Bankruptcy Court.

19. The deadline to file and serve objections or responses to confirmation of the Plan shall be **February 22, 2024 at 4:00 p.m. (Prevailing Eastern Time)**.

20. Objections and responses, if any, to confirmation of the Plan, must: (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules; (c) set forth the name of the objecting party, the nature and amount of Claims or Interests held or asserted by the objecting party against the Debtors' estates or property; (d) set forth the basis for the objection and the specific grounds therefor, and provide proposed language that, if accepted and incorporated by the Debtors, would obviate such objection; and (e) be filed, together with proof of service.

21. Objections to confirmation of the Plan that are not timely filed and served in the manner set forth above may not be considered and may be deemed overruled.

22. The Debtors are authorized to file and serve replies or an omnibus reply to any such objections along with their brief in support of confirmation of the Plan either separately or by a single, consolidated reply, the Voting Certification and any affidavits or declarations in support of confirmation of the Plan on or before **February 27, 2024 at 12:00 p.m. (Prevailing Eastern Time)** (the "**Reply Deadline**"). In addition, any party in interest may file and serve a statement in support of confirmation of the Plan and/or a reply to any objections to confirmation of the Plan by the Reply Deadline.

23. The Confirmation Hearing Notice substantially in the form attached hereto as **Exhibit 1** is approved, and provides due, proper, and adequate notice, comports with due process and complies with Bankruptcy Rules 2002 and 3017. The Confirmation Hearing Notice shall be

served upon the Debtor's creditor matrix and all registered holders of the Equity Interests and/or Nominees as soon as practicable after the entry of this Order.

24. The Debtors are authorized to serve the Confirmation Hearing Notice on the End Users in accordance with the *Final Order (I) Authorizing the Debtors to (A) File and Maintain Consolidated Creditor Lists, and (B) Redact Certain Personal Identification Information for Individuals, (II) Approving Special Electronic Noticing Procedures, and (III) Granting Related Relief* [Docket No. 147]. For the avoidance of doubt, the Debtors will serve the Confirmation Hearing Notice on the End Users via electronic mail and, to the extent the Debtors do not have an email address on file for an entity, or to the extent the Debtors receive a 'bounce-back' or similar error message in response to the electronic service of the Confirmation Hearing Notice, the Debtors will serve the Confirmation Hearing Notice via first-class mail directed to the last known physical address, if available, maintained in their books and records for such entity.

25. The Notice of Unimpaired Non-Voting Status substantially in the form attached hereto as **Exhibit 3** is approved.

26. The Notice of Impaired Non-Voting Status substantially in the form attached hereto as **Exhibit 4** is approved.

27. With respect to Class 6, all registered holders of the Equity Interests and/or Nominees shall as soon as practicable distribute to each applicable Beneficial Holder (i) the Confirmation Hearing Notice and (ii) the Notice of Impaired Non-Voting Status.

28. The Debtors shall publish the Publication Notice at least twenty-eight (28) calendar days prior to the date of the Confirmation Hearing (or as soon as practicable thereafter) in the national edition of *The New York Times*.

29. The Assumption and Assignment Procedures are approved.

vi. Plan Supplement

30. The Debtors are authorized to file and serve a supplement to the Plan (the “**Plan Supplement**”) on or before **February 15, 2024**, and to further supplement the Plan Supplement as necessary thereafter.

vii. General

31. The Debtors are authorized to make non-substantive changes to the Disclosure Statement, the Plan, the Ballots, and related documents without further order of the Bankruptcy Court, including, without limitation, changes to correct typographical and grammatical errors and to make conforming changes among the Disclosure Statement, the Plan, and any other materials in the Solicitation Packages prior to mailing.

32. The Debtors are authorized to take all steps necessary or appropriate to carry out this Order.

33. The terms of this Order shall be effective immediately upon its entry.

34. The Bankruptcy Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.



Dated: January 22nd, 2024
Wilmington, Delaware

CRAIG T. GOLDBLATT
UNITED STATES BANKRUPTCY JUDGE