

Information to identify the case:Debtor: Nogin, Inc., *et al.*

EIN: 86-1370703

United States Bankruptcy Court for the District of Delaware

Date case filed for chapter 11: December 5, 2023

Case Number: 23-11945 (CTG)

Official Form 309F1 (For Corporations or Partnerships)**Notice of Chapter 11 Bankruptcy Case**

10/20

For the debtors listed below, a case has been filed under chapter 11 of the Bankruptcy Code. An order for relief has been entered.

This notice has important information about the case for creditors, debtors, and trustees, including information about the meeting of creditors and deadlines. Read all pages carefully.

The filing of the case imposed an automatic stay against most collection activities. This means that creditors generally may not take action to collect debts from the debtors or the debtors' property. For example, while the stay is in effect, creditors cannot sue, assert a deficiency, repossess property, or otherwise try to collect from the debtors. Creditors cannot demand repayment from the debtors by mail, phone, or otherwise. Creditors who violate the stay can be required to pay actual and punitive damages and attorney's fees.

Confirmation of a chapter 11 plan may result in a discharge of debt. A creditor who wants to have a particular debt excepted from discharge may be required to file a complaint in the bankruptcy clerk's office within the deadline specified in this notice. (See line 11 below for more information.)

To protect your rights, consult an attorney. All documents filed in the case may be inspected at the bankruptcy clerk's office at the address listed below or through PACER (Public Access to Court Electronic Records at <https://pacer.uscourts.gov>).

The staff of the bankruptcy clerk's office cannot give legal advice.

Do not file this notice with any proof of claim or other filing in the case.

1. Debtors' full name(s): See Chart Below

2. All other names used in the last 8 years: See Chart Below (if applicable)

Jointly Administered Cases

Debtor	Other Names Used in Last 8 Years	EIN	Case Number
Nogin, Inc.	Software Acquisition Group Inc. III	86-1370703	23-11945
Nogin Commerce, Inc.	Branded Online, Inc.	27-1790719	23-11946
Native Brands Group LLC	N/A	85-4150504	23-11947

3. Address for all Debtors:

105 E. 34th Street
Suite 137
New York, NY 10016

4. Debtors' attorneys

Daniel J. DeFranceschi
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Michael J. Merchant
David T. Queroli
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Debtors' Claims and Noticing Agent

If you have questions about this notice, please contact Donlin, Recano & Company, Inc.

Contact phone: (877) 739-9988 (U.S./Canada) or (212) 771-1128 (International)

Email: nogininfo@drc.equiniti.com

Website: www.donlinrecano.com/nogin.

5. Bankruptcy clerk's office Documents in this case may be filed at this address. You may inspect all records filed in this case at this office or online at https://pacer.uscourts.gov , or by accessing the website maintained by Donlin, Recano & Company, Inc., available at www.donlinrecano.com/nogin , free of charge.	Clerk of the U.S. Bankruptcy Court for the District of Delaware 824 North Market St., 3rd Floor Wilmington, DE 19801	Hours: Monday to Friday – 8:00 a.m. to 4:00 p.m. Telephone: (302) 252-2900
6. Meeting of creditors The Debtors' representative must attend the meeting to be questioned under oath. Creditors may attend, but are not required to do so.	January 12, 2024 at 12:00 p.m. (ET) Date Time The meeting may be continued or adjourned to a later date. If so, the date will be on the court docket.	Location: J. Caleb Boggs Federal Building 844 King Street 3rd Floor, Room 3209 Wilmington, DE 19801 The Meeting of Creditors is scheduled to be held by phone. Please call 1-866-621-1355 and use access code 7178157# to join the meeting.
7. Proof of claim deadline	Deadline for filing proof of claim: Not yet set. If a deadline is set, the court will send you another notice. A proof of claim is a signed statement describing a creditor's claim. A proof of claim form may be obtained at www.uscourts.gov or any bankruptcy clerk's office. Your claim will be allowed in the amount scheduled unless: <ul style="list-style-type: none"> ■ your claim is designated as <i>disputed</i>, <i>contingent</i>, or <i>unliquidated</i>; ■ you file a proof of claim in a different amount; or ■ you receive another notice. If your claim is not scheduled or if your claim is designated as <i>disputed</i> , <i>contingent</i> , or <i>unliquidated</i> , you must file a proof of claim or you might not be paid on your claim and you might be unable to vote on a plan. You may file a proof of claim even if your claim is scheduled. You may review the schedules at the bankruptcy clerk's office or online at https://pacer.uscourts.gov . Secured creditors retain rights in their collateral regardless of whether they file a proof of claim. Filing a proof of claim submits a creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a proof of claim may surrender important nonmonetary rights, including the right to a jury trial.	
8. Exception to discharge deadline The bankruptcy clerk's office must receive a complaint and any required filing fee by the following deadline.	If § 523(c) applies to your claim and you seek to have it excepted from discharge, you must start a judicial proceeding by filing a complaint by the deadline stated below Deadline for filing the complaint: March 13, 2024	
9. Creditors with a foreign address	If you are a creditor receiving notice mailed to a foreign address, you may file a motion asking the court to extend the deadlines in this notice. Consult an attorney familiar with United States bankruptcy law if you have any questions about your rights in this case.	
10. Filing a Chapter 11 bankruptcy case	Chapter 11 allows debtors to reorganize or liquidate according to a plan. A plan is not effective unless the court confirms it. You may receive a copy of the plan and a disclosure statement telling you about the plan, and you may have the opportunity to vote on the plan. You will receive notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtor will remain in possession of the property and may continue to operate its business.	
11. Discharge of debts	Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See 11 U.S.C. § 1141(d). A discharge means that creditors may never try to collect the debt from the debtor except as provided in the plan. If you want to have a particular debt owed to you excepted from the discharge and § 523(c) applies to your claim, you must start a judicial proceeding by filing a complaint and paying the filing fee in the bankruptcy clerk's office by the deadline.	
12. Creditors Generally May Not Take Certain Actions	Prohibited collection actions are listed in Bankruptcy Code § 362. Common examples of prohibited actions include contacting the debtors by telephone, mail, or otherwise to demand repayment; taking actions to collect money or obtain property from the debtors; repossessing the debtors' property; and starting or continuing lawsuits or foreclosures.	