

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re

AN GLOBAL LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 23-11294 (JKS)

(Jointly Administered)

Re: Docket No. 640

**ORDER GRANTING DEBTORS' MOTION FOR ENTRY OF AN ORDER
(I) APPROVING PROCEDURES FOR THE DISTRIBUTION OF CERTAIN FUNDS,
(II) APPROVING PROCEDURES FOR THE DISMISSAL OF CERTAIN OF THE
DEBTORS' CHAPTER 11 CASES, AND (III) GRANTING RELATED RELIEF**

Upon the motion (the "Motion")² filed by the above-captioned debtors and debtors-in-possession (the "Debtors"), pursuant to sections 105(a), 305(a), and 1112(b) of title 11 of the United States Code (the "Bankruptcy Code"), seeking entry of an order (i) approving the procedures for distribution of certain funds, (ii) dismissing the Chapter 11 Cases of the Dismissed Debtors, (iii) approving procedures for the Debtors to request dismissal of the remaining Chapter 11 Cases following the Closings for each Remaining Debtor once the Debtors determine in their business judgment that there is no further need to keep such Debtor's case open to, among other things, administer any remaining assets, and (iv) granting related relief; and this Court having reviewed the Motion and the Feltman Declaration and having conducted a hearing on the Motion,

1 The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number or registration number in the applicable jurisdiction, are: AN Global LLC (5504); AgileThought, Inc. (2509); 4th Source, LLC (7626); AgileThought Brasil Servicos de Consultoria Em Software (01-20); AgileThought Digital Solutions, S.A.P.I. de C.V. (3KR0); AgileThought México S.A. de C.V. (7E46); AgileThought, LLC (7076); AGS Alpama Global Services USA, LLC (0487); AN Extend, S.A. de C.V. (1D80); AN Evolution, S. de R.L. de C.V. (7973); AN UX, S.A. de C.V. (7A42); Cuarto Origen, S. de R.L. de C.V. (0IQ9); Entrepids México, S.A. de C.V. (OCYA); Facultas Analytics, S.A.P.I. de C.V. (6G37); Faktos Inc., S.A.P.I. de C.V. (3LLA); IT Global Holding LLC (8776); Tarnow Investment, S.L. (No Tax ID); and Anzen Soluciones, S.A. de C.V. (No Tax ID). The Debtors' headquarters are located at 222 W. Las Colinas Boulevard, Suite 1650E, Irving, Texas 75039.

2 Capitalized terms used but not defined herein shall have the meanings set forth in the Motion.



at which time the Debtors, the Committee and all parties-in-interest were given an opportunity to be heard; and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 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 it appearing that venue of these Chapter 11 Cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and due and proper notice of the Motion and the hearing to consider the relief requested therein (the “Hearing”) appearing adequate and appropriate under the circumstances; and this Court having found that no other or further notice need be provided; and the legal and factual bases set forth in the Motion establishing just and sufficient cause to grant the relief requested therein; and the Court having held the Hearing with the appearances of interested parties noted in the record of the Hearing; and any objections to the Motion having been withdrawn or overruled; and the relief granted herein being in the best interests of the Debtors, their estates, creditors and all parties-in-interest; and upon all of the proceedings before the Court and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. With respect to the Remaining Debtors, the Debtors and the Wind-Down Manager are authorized to deposit any additional Excluded Cash into a wind-down account established by the Wind Down Manager (the “Wind-Down Reserve”), and are authorized to release those funds for payment of any Administrative Claims, including UST Fees and Professional Fee Claims, in accordance with the DIP Budget, and any applicable orders entered by

this Court with respect to such Professional Fee Claims and the fees and expenses in administering and winding down the affairs of the Debtors, including UST Fees, and, to the extent applicable, in accordance with the Escrow Agreement to the extent constituting Wind-Down Funds (each as defined in the APA).

3. The following procedures shall govern the reconciliation, resolution, and allowance of all administrative expense claims, if any, arising on and after the Petition Date (collectively, the “Administrative Claims” and each, an “Administrative Claim”) under section 503(b) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 against the Debtors’ estates that may have arisen or may arise in these Chapter 11 Cases:

(a) No sooner than fourteen (14) days after the occurrence of a closing but at least twenty three (23) days prior to filing a Request for Dismissal (as defined in paragraph 5 below) of the case of any Remaining Debtor, the Debtors shall file a notice with the Court, in substantially the form attached hereto as **Exhibit A** (the “Claims Schedule Notice”), which notice shall include a list (the “Claims Schedule”) of each Administrative Claim that shall be allowed in the Chapter 11 Case of such Remaining Debtor that (i) has not already been paid or satisfied; (ii) is not the subject of an objection filed by the Debtors in these Chapter 11 Cases; (iii) is not on account of services provided to the Debtors by professionals retained in these Chapter 11 Cases; or (iv) is not held by Blue Torch Finance LLC, as the administrative agent for or on behalf of the prepetition first lien lenders and the postpetition lenders (the “Agent”) or its professionals.

(b) The Claims Schedule shall set forth the proposed allowed amount of each Administrative Claim listed therein.

(c) The Debtors shall serve the Claims Schedule Notice by both email, where available, and first class mail on each known holder of an Administrative Claim against the applicable Remaining Debtor that is listed on the Claims Schedule and upon the parties identified in the Notice section of the Motion and, unless otherwise agreed, SAP México S.A. de C.V. (“SAP México”, and collectively, the “Notice Parties”).

(d) If a party (i) disputes the amount or classification of an Administrative Claim set forth on the Claims Schedule or (ii) wishes to assert another alleged Administrative Claim, such party must file an objection (each, a “Claim Schedule Objection”) with the Court, in writing and in conformity with the Bankruptcy Rules and Local Rules, and serve it upon the Debtors’ counsel on or before 4:00 p.m. (ET) on the date that is 21 days after service of the Claims Schedule Notice (the “Claim”).

Schedule Objection Deadline”). Any Claim Schedule Objection must contain, at a minimum, the following:

- (i) a caption setting forth the name of the Court, the name of the Debtors, the case number, and the title of the notice to which the response is directed;
- (ii) the name of the claimant, the claim number set forth in the Proposed Claims Schedule, and a description of the basis for the amount of the claim;
- (iii) the specific factual basis and supporting legal argument upon which the party will rely in opposing the Proposed Claims Schedule;
- (iv) any supporting documentation upon which the party will rely to support the basis for, amounts, and priority asserted in the proof of claim; and
- (v) the name, address, telephone number, and email address of the person(s) (which may be the claimant or the claimant’s legal representative) with whom counsel for the Debtors should communicate with respect to the claim or the Proposed Claims Schedule and who possesses authority to reconcile, settle, or otherwise resolve the priority and amount of the disputed claim on behalf of the claimant.

(e) Upon receipt of a Claim Schedule Objection, if the Debtors, in their business judgment and in consultation with the Agent, are not able to reach an alternative resolution with the objecting party, then the Debtors may request a hearing (the “Determination Hearing”) before the Court to determine the allowed amount of the claims at issue in the Claim Schedule Objection. The Determination Hearing may be held at the next regularly-scheduled omnibus hearing in these Chapter 11 Cases.

4. Any party that does not file a Claim Schedule Objection by the Claim Schedule Objection Deadline shall be barred from subsequently asserting an administrative claim against the applicable Remaining Debtor or from challenging the proposed allowed Administrative Claim amounts set forth in the Claims Schedule; provided, however, that nothing herein shall require the Agent to respond to the Claim Schedule in its capacity as the Debtors’ prepetition or postpetition lenders or in any way impact, impair, alter, or otherwise affect any of the Agent’s claims against the Debtors; provided, further, that nothing herein shall require the Office of the United States Trustee (the “U.S. Trustee”) to respond to the Claim Schedule or in any way impact,

impair, alter, or otherwise affect the obligation of each Debtor to pay UST Fees until such Debtor's case is dismissed pursuant to the provisions of this Order.

5. After the entry of this Order, with respect to any Debtors whose cases have not been dismissed pursuant to this Order, following (a) the distributions contemplated hereby having been made, including the payment of all then accrued UST Fees, and (b) the occurrence of the Closing applicable to such Debtor, the Debtors shall file a Certification of Counsel and Request for Dismissal, substantially in the form attached hereto as **Exhibit B** (a "Request for Dismissal"), which, among other things, will (a) confirm that the Closing has occurred with respect to the applicable Debtors, (b) verify that all distributions have been made and reserves established, (c) confirm that all accrued UST Fees have been paid, (d) confirm that the procedures set forth in this Order have been followed, and (e) request the entry of an order, substantially in the form attached hereto as **Exhibit C** (the "Dismissal Order"), providing for the dismissal of the applicable Debtors' Chapter 11 Cases pursuant to section 1112(b) and 305(a) of the Bankruptcy Code.

6. The Request for Dismissal shall be served only on the Notice Parties and no further notice regarding the dismissal of the Chapter 11 Case of the applicable Remaining Debtor shall be required.

7. All rights of SAP México with regard to (i) the issues raised in its objection to the Motion, and (ii) the filing and prosecution of any administrative expense claim, are preserved and none are waived. Unless otherwise agreed by SAP, SAP will be provided with the notice set forth above and an opportunity to object to the dismissal of any Remaining Debtor.

8. Notwithstanding any provision of this Order to the contrary, the obligation of each Debtor to file a monthly operating report and to pay U.S. Trustee Fees shall continue until such Debtor's case is dismissed pursuant to the provisions of this Order.

9. The Debtors and their counsel are authorized to take such actions and execute such documents as may be necessary to implement the terms and conditions of this Order.

10. Notwithstanding the entry of this Order and any other Dismissal Order(s), this Court shall retain jurisdiction with respect to any matters, claims, rights or disputes arising from or relating to the implementation of this or any other Order of this Court entered in these Chapter 11 Cases, and over the final allowance of professional fees.

11. To the extent applicable, Bankruptcy Rules 6004(h) and 6006(d) are waived and this Order shall be effective and enforceable immediately upon entry.

Dated: March 27th, 2024
Wilmington, Delaware


J. KATE STICKLES
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A

(Claims Schedule Notice)

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

In re

AN GLOBAL LLC, et al.,¹

Debtors.

Chapter 11

Case No. 23-11294 (JKS)

(Jointly Administered)

Re: Docket No. 640

**NOTICE OF (I) PROPOSED SCHEDULE OF ADMINISTRATIVE
CLAIMS IN CONNECTION WITH THE DISMISSAL OF THE DEBTORS'
CHAPTER 11 CASES AND (II) PROCEDURES FOR DISPUTING THE
PROPOSED ALLOWED AMOUNTS SET FORTH THEREIN**

**YOU SHOULD REVIEW THIS NOTICE IN ITS ENTIRETY BECAUSE
YOUR RIGHTS MAY BE AFFECTED.**

**PARTIES RECEIVING THIS NOTICE SHOULD REVIEW THE CLAIMS
SCHEDULE ATTACHED HERETO AS SCHEDULE 1 TO DETERMINE THE
PROPOSED ALLOWED AMOUNT OF THEIR ADMINISTRATIVE CLAIM(S), IF
ANY. UNLESS YOU OBJECT TO THE TREATMENT OF YOUR CLAIM SET
FORTH IN THE CLAIMS SCHEDULE PRIOR TO [____], 2024 AT 4:00 P.M.,
PREVAILING EASTERN TIME, YOU WILL BE BARRED FROM DISPUTING THE
ACCURACY OF THE CLAIMS SCHEDULE AND THE AMOUNTS AND
CLASSIFICATIONS SET FORTH THEREIN SHALL BE BINDING ON YOU AND
USED TO DETERMINE THE AMOUNT OF ANY DISTRIBUTION OR RECOVERY
YOU ARE ENTITLED TO FROM THE DEBTORS' ESTATES.**

**IF YOU HAVE QUESTIONS WITH RESPECT TO HOW YOUR RIGHTS ARE
AFFECTED BY THIS NOTICE, YOU MAY WISH TO CONTACT A LAWYER.**

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number or registration number in the applicable jurisdiction, are: AN Global LLC (5504); AgileThought, Inc. (2509); 4th Source, LLC (7626); AgileThought Brasil Servicos de Consultoria Em Software (01-20); AgileThought Digital Solutions, S.A.P.I. de C.V. (3KR0); AgileThought México S.A. de C.V. (7E46); AgileThought, LLC (7076); AGS Alpama Global Services USA, LLC (0487); AN Extend, S.A. de C.V. (1D80); AN Evolution, S. de R.L. de C.V. (7973); AN UX, S.A. de C.V. (7A42); Cuarto Origen, S. de R.L. de C.V. (0IQ9); Entrepids México, S.A. de C.V. (OCYA); Facultas Analytics, S.A.P.I. de C.V. (6G37); Faktos Inc., S.A.P.I. de C.V. (3LLA); IT Global Holding LLC (8776); Tarnow Investment, S.L. (No Tax ID); and Anzen Soluciones, S.A. de C.V. (No Tax ID). The Debtors' headquarters are located at 222 W. Las Colinas Boulevard, Suite 1650E, Irving, Texas 75039.

PLEASE TAKE FURTHER NOTICE that, on January 18, 2024, the above captioned debtors and debtors in possession (the “Debtors”) filed *Debtors’ Motion for Entry of an Order (I) Approving Procedures for the Distribution of Certain Funds, (II) Approving the Dismissal of the Debtors’ Chapter 11 Cases, and (III) Granting Related Relief* [Docket No. 640] (the “Dismissal Motion”).²

PLEASE TAKE FURTHER NOTICE that, on February 29, 2024, the Court entered the *Order Granting Debtors’ Motion Approving the Dismissal of the Debtors’ Chapter 11 Cases, and Granting Related Relief* [Docket No. 776] (the “Initial Dismissal Order”), pursuant to which the Chapter 11 Cases of the Dismissed Debtors were dismissed.

PLEASE TAKE FURTHER NOTICE that, on [____], 2024, the Court entered the *Order Granting Debtors’ Motion for Entry of an Order (I) Approving Procedures for the Distribution of Certain Funds, (II) Approving Procedures for the Dismissal of Certain of the Debtors’ Chapter 11 Cases, and (III) Granting Related Relief* [Docket No. ____] (the “Dismissal Procedures Order”).

PLEASE TAKE FURTHER NOTICE that the Dismissal Procedures Order and this Notice provide for certain procedures to govern the reconciliation, resolution, and allowance of certain administrative expense claims asserted against the estates of the Remaining Debtors and the distribution to be made to holders of such claims.

PLEASE TAKE FURTHER NOTICE that, attached hereto as **Schedule 1** is a list (the “Claims Schedule”) of all administrative expense claims (“Administrative Claims”) under section 503(b) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 against the estates of the Remaining Debtors that may have arisen, or may arise, in the Chapter 11 Cases of the Remaining Debtors that (i) have not already been paid or satisfied; (ii) are not the subject of an objection filed

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Dismissal Motion, Initial Dismissal Order (defined below), or Dismissal Procedures Order, as applicable.

by the Debtors in these Chapter 11 Cases; (iii) are not on account of services provided to the Debtors by professionals retained in these Chapter 11 Cases; or (iv) are not held by Blue Torch Finance LLC, as the administrative agent for or on behalf of the prepetition first lien lenders and the postpetition lenders (the “Agent”) or its professionals.

PLEASE TAKE FURTHER NOTICE that the Claims Schedule sets forth the amount of each such Administrative Claim that will be allowed against the Debtors. To the extent you are receiving a copy of this Notice but do not have a claim listed on the Claims Schedule, the Debtors’ records reflect that your claim(s), if any, have been paid in full and there is no further liability.

PLEASE TAKE FURTHER NOTICE that only allowed Administrative Claims, as reflected on the Claims Schedule, will be entitled to receive any distribution or recovery from the Debtors’ estates. Claims asserted, scheduled, or listed as general unsecured claims or priority claims under section 507 of the Bankruptcy Code, other than Administrative Claims or certain priority claims authorized to be paid by Court order, against the Debtors shall not be entitled to receive any distribution or recovery from the Debtors’ estates on account of such claims.

PLEASE TAKE FURTHER NOTICE that if you dispute the accuracy of the Claims Schedule, you must file an objection (each, a “Claim Schedule Objection”) with the Court, in writing and in conformity with the Federal Rules of Bankruptcy Procedure and Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, and serve it upon counsel to the Debtors, (i) Hughes Hubbard & Reed LLP, One Battery Park Plaza, New York, NY 10004-1482, Attn: Kathryn A. Coleman (katie.coleman@hugheshubbard.com) and Christopher Gartman (chris.gartman@hugheshubbard.com); and (ii) Potter Anderson & Corroon LLP, 1313 North Market Street, 6th Floor, Wilmington, DE 19801, Attn: Jeremy W. Ryan (jryan@potteranderson.com), R. Stephen McNeill (rmcneill@potteranderson.com), and Gregory

J. Flasser (gflasser@potteranderson.com), on or before [____], **2024 at 4:00 p.m. (ET)** (the “Claim Schedule Objection Deadline”). Any Claim Schedule Objection must contain, at a minimum, the following:

1. a caption setting forth the name of the Court, the name of the Debtors, the case number, and the title of the notice to which the response is directed;
2. the name of the claimant, the claim number set forth in the Claims Schedule, and a description of the basis for the amount of the claim;
3. the specific factual basis and supporting legal argument upon which the party will rely in opposing the Claims Schedule;
4. any supporting documentation, to the extent it was not included with the proof of claim previously filed with the Clerk of the Court or the Debtors’ notice and claims agent, upon which the party will rely to support the basis for, amounts, and priority asserted in the proof of claim; and
5. the name, address, telephone number, and email address of the person(s) (which may be the claimant or the claimant’s legal representative) with whom counsel for the Debtors should communicate with respect to the claim or the Claims Schedule and who possesses authority to reconcile, settle, or otherwise resolve the priority and amount of the disputed claim on behalf of the claimant.

PLEASE TAKE FURTHER NOTICE THAT ANY PARTY THAT DOES NOT FILE A CLAIM SCHEDULE OBJECTION PRIOR TO THE CLAIM SCHEDULE OBJECTION DEADLINE SHALL BE BARRED FROM SUBSEQUENTLY ASSERTING A CLAIM AGAINST THE DEBTORS OR FROM CHALLENGING THE PROPOSED ALLOWED CLAIM AMOUNTS SET FORTH IN THE CLAIMS SCHEDULE.

The Dismissal Motion, Initial Dismissal Order, and Dismissal Procedures Order may be viewed free of charge on the website of the Debtors' claims and noticing agent, Kurtzman Carson Consultants LLC, at <https://www.kccllc.net/agilethought>.

Dated: _____, 2024
Wilmington, Delaware

Respectfully submitted,

/s/
Jeremy W. Ryan (No. 4057)
R. Stephen McNeill (No. 5210)
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Counsel for the Debtors and Debtors-in-Possession

Schedule 1

	Claimant Name	Proposed Allowed Amount of Administrative Claim
1		
2		
3		
4		
5		

EXHIBIT B

(Request for Dismissal)

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

In re

AN GLOBAL LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 23-11294 (JKS)

(Jointly Administered)

Re: Docket No. __

**CERTIFICATION OF COUNSEL AND REQUEST FOR ENTRY OF
AN ORDER DISMISSING THE CHAPTER 11 CASES OF CERTAIN DEBTORS**

The undersigned hereby certifies as follows:

1. On January 18, 2024, the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) filed the *Debtors’ Motion for Entry of an Order (I) Approving Procedures for the Distribution of Certain Funds, (II) Approving the Dismissal of the Debtors’ Chapter 11 Cases, and (III) Granting Related Relief* [Docket No. 640] (the “Motion”)² with the United States Bankruptcy Court for the District of Delaware (the “Court”).

2. On [], 2024, the Court entered the *Order Granting Debtors’ Motion for Entry of an Order (I) Approving Procedures for the Distribution of Certain Funds, (II) Approving Procedures for the Dismissal of Certain of the Debtors’ Chapter 11 Cases, and (III) Granting*

1. The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number or registration number in the applicable jurisdiction, are: AN Global LLC (5504); AgileThought, Inc. (2509); 4th Source, LLC (7626); AgileThought Brasil Servicos de Consultoria Em Software (01-20); AgileThought Digital Solutions, S.A.P.I. de C.V. (3KR0); AgileThought México S.A. de C.V. (7E46); AgileThought, LLC (7076); AGS Alpama Global Services USA, LLC (0487); AN Extend, S.A. de C.V. (1D80); AN Evolution, S. de R.L. de C.V. (7973); AN UX, S.A. de C.V. (7A42); Cuarto Origen, S. de R.L. de C.V. (0IQ9); Entrepids México, S.A. de C.V. (OCYA); Facultas Analytics, S.A.P.I. de C.V. (6G37); Faktos Inc., S.A.P.I. de C.V. (3LLA); IT Global Holding LLC (8776); Tarnow Investment, S.L. (No Tax ID); and Anzen Soluciones, S.A. de C.V. (No Tax ID). The Debtors’ headquarters are located at 222 W. Las Colinas Boulevard, Suite 1650E, Irving, Texas 75039.

2. Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion or the Dismissal Procedures Order (defined below), as applicable.

Related Relief [Docket No. [●]] (the “Dismissal Procedures Order”). The Dismissal Procedures Order, among other things, (a) approves procedures governing the distribution of certain funds and (b) authorizes the dismissal of the Debtors’ Chapter 11 Cases after the making of distributions and upon the filing of a Certification of Counsel and Request for Dismissal by the Debtors.

3. On or about [●], the Sale closed with respect to [identify applicable Debtors] (the “Closing Debtors”).

4. On [●] the Debtors filed the *Notice of (I) Proposed Schedule of Administrative Claims in Connection with the Dismissal of the Debtors’ Chapter 11 Cases and (II) Procedures for Disputing the Proposed Allowed Amounts Set forth Therein* [Docket No. __] (the “Claims Schedule Notice”). [No objection or other responsive pleading to the Claims Schedule Notice was received by the Debtors or has appeared on the Court’s docket in these Chapter 11 Cases].

5. As of the date of filing the Claims Schedule Notice, approximately \$[●] in Administrative Claims against the Closing Debtors remained outstanding. The DIP Budget (as defined in the APA) provides for payment of approximately \$[●] in Administrative Claims.

6. To the best of Debtors’ knowledge, all UST Fees accrued through the date hereof have been paid.

7. The applicable Closing Debtors have distributed any Excluded Cash that they designated for payment of Administrative Claims, and have determined, in their reasonable business judgment, that dismissal of their Chapter 11 Cases is appropriate at this time.

8. In accordance with the foregoing, the procedures set forth in the Dismissal Procedures Order have been followed.

WHEREFORE, the Debtors respectfully request entry of an order, substantially in the form attached hereto as **Exhibit A**, dismissing the Chapter 11 Cases of the Closing Debtors, substantially in the form attached hereto, at the earliest convenience of the Court.

Dated: [●]
Wilmington, Delaware

Respectfully submitted,

/s/

Jeremy W. Ryan (No. 4057)
R. Stephen McNeill (No. 5210)
Gregory J. Flasser (No. 6154)
Sameen Rizvi (No. 6902)
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Counsel for the Debtors and Debtors-in-Possession

EXHIBIT C

(Dismissal Order)

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

In re

AN GLOBAL LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 23-11294 (JKS)

(Jointly Administered)

Re: Docket Nos. __

ORDER DISMISSING THE CHAPTER 11 CASES OF CERTAIN DEBTORS

Pursuant to the (i) *Debtors’ Motion for Entry of an Order (I) Approving Procedures for the Distribution of Certain Funds, (II) Approving the Dismissal of the Debtors’ Chapter 11 Cases, and (III) Granting Related Relief*, filed on January 18, 2024 [Docket No. 640] (the “Motion”), (ii) *Order Granting Debtors’ Motion for Entry of an Order (I) Approving Procedures for the Distribution of Certain Funds, (II) Approving Procedures for the Dismissal of Certain of the Debtors’ Chapter 11 Cases, and (III) Granting Related Relief* [Docket No. __], entered on [●], 2024 (the “Dismissal Procedures Order”, and (iii) *Certification of Counsel and Request for Entry of an Order Dismissing the Chapter 11 Cases of Certain Debtors* [Docket No. __], filed on [●], 2024 (the “Certification of Counsel and Request for Dismissal”),²

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number or registration number in the applicable jurisdiction, are: AN Global LLC (5504); AgileThought, Inc. (2509); 4th Source, LLC (7626); AgileThought Brasil Servicos de Consultoria Em Software (01-20); AgileThought Digital Solutions, S.A.P.I. de C.V. (3KR0); AgileThought México S.A. de C.V. (7E46); AgileThought, LLC (7076); AGS Alpama Global Services USA, LLC (0487); AN Extend, S.A. de C.V. (1D80); AN Evolution, S. de R.L. de C.V. (7973); AN UX, S.A. de C.V. (7A42); Cuarto Origen, S. de R.L. de C.V. (0IQ9); Entrepids México, S.A. de C.V. (OCYA); Facultas Analytics, S.A.P.I. de C.V. (6G37); Faktos Inc., S.A.P.I. de C.V. (3LLA); IT Global Holding LLC (8776); Tarnow Investment, S.L. (No Tax ID); and Anzen Soluciones, S.A. de C.V. (No Tax ID). The Debtors’ headquarters are located at 222 W. Las Colinas Boulevard, Suite 1650E, Irving, Texas 75039.

² Capitalized terms used but not defined herein shall have the meanings set forth in the Motion, the Dismissal Procedures Order, or the Certification of Counsel and Request for Dismissal, as applicable.

IT IS HEREBY ORDERED THAT:

1. Pursuant to sections 1112(b) and 305(a) of the Bankruptcy Code, the Chapter 11 Cases of the following Debtors (such Debtors, the “Closing Debtors”) are hereby dismissed: [Identify Closing Debtors]. The Chapter 11 Cases of all Debtors other than the Closing Debtors and any Debtors whose cases have previously been dismissed shall remain open pending further order of this Court.

2. Notwithstanding section 349 of the Bankruptcy Code, all orders of the Court entered in these Chapter 11 Cases shall survive the dismissal of the Closing Debtors’ Chapter 11 Cases.

3. With respect to the Closing Debtors, all fees of the Office of the United States Trustee and any costs of Court not previously paid shall be paid in full by no later than ten (10) days following the date of entry of this Order.

4. [[Solely with respect to the final Dismissal Order for the last remaining Debtor] Subject to the terms of this Order, upon the dismissal of these Chapter 11 Cases, Teneo Capital LLC, which is providing James S. Feltman as the Debtors’ chief restructuring officer, and Mr. Feltman, are discharged and relieved of any further obligations with respect to these Chapter 11 Cases.

5. [[Solely with respect to the final Dismissal Order for the last remaining Debtor] Subject to the terms of this Order, upon the dismissal of these Chapter 11 Cases, Kurtzman Carson Consultants LLC (“KCC”) is discharged and relieved of any further obligations with respect to these Chapter 11 Cases; *provided* that KCC shall continue to function as claims and noticing agent solely to the extended necessary to ensure compliance with Local Rules 1017-2 and 2002-1(f). As soon as reasonably practicable from the dismissal of these Chapter 11 Cases, but no later than

fourteen (14) days following entry of this Order, KCC shall: (i) forward to the Clerk of the Court an electronic version of all imaged claims; (ii) upload the creditor mailing list into CM/ECF; and (iii) docket a final claims register. In addition, within fourteen (14) days of entry of this Order, KCC shall provide to the Court the final version of the claims register, a digital version of all claims, and the creditor mailing matrix as of the date immediately before the close of the final Chapter 11 Case(s).]

6. The Closing Debtors are hereby authorized to dissolve, and take any steps necessary to effectuate their dissolution, under applicable law, including but not limited to the payment of any associated filing fees.

7. The Closing Debtors and their counsel are authorized to take such actions and execute such documents as may be necessary to implement the terms and conditions of this Order.

8. The Debtors are authorized to amend the case caption in these Chapter 11 Cases to remove the Closing Debtors. The new caption shall read as follows:

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

In re

AN GLOBAL LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 23-11294 (JKS)

(Jointly Administered)

* * *

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number or registration number in the applicable jurisdiction, are: [AN Global LLC (5504); AgileThought, Inc. (2509); 4th Source, LLC (7626); AgileThought Brasil Servicos de Consultoria Em Software (01-20); AgileThought Digital Solutions, S.A.P.I. de C.V. (3KR0); AgileThought México S.A. de C.V. (7E46); AgileThought, LLC (7076); AGS Alpama Global Services USA, LLC (0487); AN Extend, S.A. de C.V. (1D80); AN Evolution, S. de R.L. de C.V.

(7973); AN UX, S.A. de C.V. (7A42); Cuarto Origen, S. de R.L. de C.V. (0IQ9); Entrepids México, S.A. de C.V. (OCYA); Facultas Analytics, S.A.P.I. de C.V. (6G37); Faktos Inc., S.A.P.I. de C.V. (3LLA); IT Global Holding LLC (8776); Tarnow Investment, S.L. (No Tax ID); and Anzen Soluciones, S.A. de C.V. (No Tax ID)]. The Debtors' headquarters are located at 222 W. Las Colinas Boulevard, Suite 1650E, Irving, Texas 75039.

9. The Court shall retain jurisdiction with respect to any matters, claims, rights or disputes arising from or relating to the implementation of any order of this Court entered in these Chapter 11 Cases, and over the final allowance of professional fees.