

Caption in Compliance with D.N.J. LBR 9004-1(b)



Order Filed on March 1, 2024
by Clerk
U.S. Bankruptcy Court
District of New Jersey

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY	
In re:	Chapter 11
THRASIO HOLDINGS, INC., <i>et al.</i> ,	Case No. 24-11840 (CMG)
Debtors. ¹	(Jointly Administered)

**ORDER (I) RESTATING AND
ENFORCING THE WORLDWIDE AUTOMATIC
STAY, ANTI-DISCRIMINATION PROVISIONS,
AND *IPSO FACTO* PROTECTIONS OF THE BANKRUPTCY
CODE AND (II) APPROVING THE FORM AND MANNER OF NOTICE**

The relief set forth on the following pages, numbered three (3) through eight (8), is
ORDERED.

DATED: March 1, 2024



 Honorable Christine M. Gravelle
 United States Bankruptcy Judge

¹ The last four digits of Debtor Thrasio Holdings, Inc.’s tax identification number are 8327. A complete list of the Debtors in these chapter 11 cases and each such Debtor’s tax identification number may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://www.kccllc.net/Thrasio>. The Debtors’ service address for purposes of these chapter 11 cases is 85 West Street, 3rd Floor, Walpole, MA, 02081.



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(Page | 3)

Debtors: THRASIO HOLDINGS, INC., *et al.*

Case No. 24-11840 (CMG)

Caption of Order: ORDER (I) RESTATING AND ENFORCING THE WORLDWIDE AUTOMATIC STAY, ANTI-DISCRIMINATION PROVISIONS, AND *IPSO FACTO* PROTECTIONS OF THE BANKRUPTCY CODE AND (II) APPROVING THE RELATED FORM AND MANNER OF NOTICE

Upon the *Debtors' Motion for Entry of an Order (I) Restating and Enforcing the Worldwide Automatic Stay, Anti-Discrimination Provisions, and Ipso Facto Protections of the Bankruptcy Code and (II) Approving the Form and Manner of Notice* (the "Motion"),¹ of the above-captioned debtors and debtors in possession (collectively, the "Debtors"),² for entry of an order (this "Order") (a) restating and enforcing the worldwide automatic stay, anti-discrimination provisions, and *ipso facto* protections of the Bankruptcy Code, and (b) approving the form and manner of notice, all as more fully set forth in the Motion; and upon the First Day Declaration; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the *Standing Order of Reference to the Bankruptcy Court Under Title 11* of the United States District Court for the District of New Jersey, entered July 23, 1984, and amended on September 18, 2012 (Simandle, C.J.); and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that sufficient cause exists for the relief set forth herein; and this Court having found that the Debtors' notice of the Motion was appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for

¹ Capitalized terms used but not otherwise defined herein have the meaning ascribed to them in the Motion.

² A complete list of the Debtors in these chapter 11 cases is attached hereto as Exhibit 1.

(Page | 4)

Debtors: THRASIO HOLDINGS, INC., *et al.*

Case No. 24-11840 (CMG)

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the relief granted herein; and upon all of the proceedings had 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. Subject to section 362 of the Bankruptcy Code, all persons (including individuals, partnerships, corporations, and other entities and all those acting on their behalf) and governmental units, whether of the United States, any state or locality therein or any territory or possession thereof, or any non-U.S. jurisdiction (including any division, department, agency, instrumentality or service thereof, and all those acting on their behalf), are hereby stayed, restrained, and enjoined from:

- a. commencing or continuing (including the issuance or employment of process) any judicial, administrative, or other action or proceeding against the Debtors that was or could have been commenced before the commencement of the Debtors' chapter 11 cases or recovering a claim against the Debtors that arose before the commencement of the Debtors' chapter 11 cases;
- b. enforcing, against the Debtors or against property of their estates, a judgment or order obtained before the commencement of the Debtors' chapter 11 cases;
- c. taking any action, whether inside or outside the United States, to obtain possession of property of the Debtors' estates, wherever located, or to exercise control over property of the Debtors' estates;
- d. taking any action to create, perfect, or enforce any lien against the property of the Debtors' estates;
- e. taking any action to create, perfect, or enforce against property of the Debtors any lien to the extent that such lien secures a claim that arose prior to the commencement of the Debtors' chapter 11 cases;
- f. taking any action to collect, assess, or recover a claim against the Debtors that arose prior to the commencement of the Debtors' chapter 11 cases;

(Page | 5)

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- g. offsetting any debt owing to the Debtors that arose before the commencement of the Debtors' chapter 11 cases against any claim against the Debtors; and
- h. commencing or continuing any proceeding concerning the Debtors, subject to the provisions of 11 U.S.C. § 362(b).

3. Pursuant to sections 362 and 365 of the Bankruptcy Code, notwithstanding a provision in a contract or lease or any applicable law, all persons are hereby stayed, restrained, and enjoined from terminating or modifying any and all contracts and leases to which the Debtors are party or signatory, at any time after the commencement of these cases because of a provision in such contract or lease that is conditioned on the (a) insolvency or financial condition of the Debtors at any time before the closing of these cases or (b) commencement of these cases under the Bankruptcy Code. Accordingly, all such persons are required to continue to perform their obligations under such leases and contracts during the postpetition period.

4. Pursuant to section 525 of the Bankruptcy Code, all governmental units and other regulatory authorities are prohibited from: (a) denying, revoking, suspending, or refusing to renew any license, permit, charter, franchise, or other similar grant to the Debtors; (b) placing conditions upon such a grant to the Debtors; or (c) discriminating against the Debtors with respect to such a grant, solely because the Debtors are debtors under the Bankruptcy Code, may have been insolvent before the commencement of these chapter 11 cases, or are insolvent during the pendency of these chapter 11 cases.

5. For the avoidance of doubt, this Order does not expand or enlarge the rights afforded to the Debtors under the Bankruptcy Code.

(Page | 6)

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6. The form of Notice, attached as **Exhibit 2** hereto, is approved. The Debtors are authorized to serve the Notice upon creditors, governmental units or other regulatory authorities, and/or interested parties wherever located. The Debtors are further authorized to procure and provide true and correct foreign-language translations of the Motion, this Order, the Notice, or any other materials filed in these chapter 11 cases to any foreign party in interest at the Debtors' discretion.

7. Nothing contained in the Motion or this Order, and no action taken pursuant to the relief requested or granted (including any payment made in accordance with this Order), is intended as or shall be construed or deemed to be: (a) an admission as to the amount of, basis for, priority of, or validity of any claim against the Debtors under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Debtors' or any other party in interest's right to dispute any claim on any grounds; (c) a promise or requirement to pay any particular claim; (d) an implication, admission or finding that any particular claim is an administrative expense claim, other priority claim or otherwise of a type specified or defined in the Motion or this Order; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission as to the validity, priority, enforceability or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (g) a waiver or limitation of any claims, causes of action or other rights of the Debtors or any other party in interest against any person or entity under the Bankruptcy Code or any other applicable law.

(Page | 7)

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8. This Order remains subject to section 362 of the Bankruptcy Code, including its exceptions. This Order shall not affect the exceptions to the automatic stay contained in section 362(b) of the Bankruptcy Code or the right of any party in interest to seek relief from the automatic stay in accordance with section 362(d) of the Bankruptcy Code.

9. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

10. The requirements set forth in Bankruptcy Rule 6003(b) are satisfied by the contents of the Motion or otherwise deemed waived.

11. Notwithstanding Bankruptcy Rule 6004(h), to the extent applicable, this Order shall be effective and enforceable immediately upon entry hereof.

12. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice.

13. The requirement set forth in Local Rule 9013-1(a)(3) that any motion be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Motion or otherwise waived.

14. The Debtors shall serve a copy of this Order on all required parties pursuant to Local Rule 9013-5(f).

15. Any party may move for modification of this Order in accordance with Local Rule 9013-5(e).

(Page | 8)

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16. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

EXHIBIT 1

List of Debtors

1. Thrasio Holdings, Inc.
2. 1 Thrasio One, Inc.
3. 10 Thrasio Ten, Inc.
4. 11 Thrasio Eleven, Inc.
5. 12 Thrasio Twelve, Inc.
6. 14 Thrasio Fourteen, Inc.
7. 15 Thrasio Fifteen, Inc.
8. 16 Thrasio Sixteen, Inc.
9. 17 Thrasio Seventeen, Inc.
10. 18 Thrasio Eighteen, Inc.
11. 19 Thrasio Nineteen, Inc.
12. 2 B Bountiful, Inc.
13. 20 Thrasio Twenty, Inc.
14. 21 Thrasio Twenty One, Inc.
15. 22 Thrasio Twenty Two, Inc.
16. 23 Thrasio Twenty Three, Inc.
17. 24 Thrasio Twenty Four, Inc.
18. 25 Thrasio Twenty Five, Inc.
19. 3 Thrasio Three, Inc.
20. 5 Thrasio Five, Inc.
21. 6 Thrasio Six, Inc.
22. 7 Thrasio Seven, Inc.
23. 8 Thrasio Eight, Inc.
24. 9 Thrasio Nine, Inc.
25. Acorn Creations, Inc.
26. AirOrb Ltd
27. Alloy Ideas, Inc.
28. Amber Ideas, Inc.
29. Amber Oasis, Inc.
30. Andromache, Inc.
31. AngOr-Pet Thrasio Two, Inc.
32. Antiope, Corp.
33. Apple Affirmations, Inc.
34. Apricot Ideas, Inc.
35. Ash Developments, LLC
36. Assassin Bug Industries, Inc.
37. Attain Recruitment Ltd
38. Autumn Ideas, Inc.
39. Autumn Waves, Inc.
40. Bartstr Ltd
41. Basketball Beginning, Inc.
42. Beast Gear Limited
43. Bellezo.com Ltd
44. Biscotti Solutions, Inc.
45. Bittersweet Billows, Inc.
46. Bonfire Solutions, Inc.
47. Bronze Projects, Inc.
48. Burning Neon, Inc.
49. Burnt Summer Citrus, Inc.
50. Buttercup Creations, Inc.
51. Butterscotch Beginnings, Inc.
52. Cafe Casa, Inc.
53. Califia Company
54. California Poppy Projects, Inc.
55. Candlelit Creations, Inc.
56. Cantaloupe Creations Company
57. Caramel Creations, Inc.
58. Carnation Creations, Inc.
59. Carotene Consortium, Inc.
60. Carrot Solutions, Inc.
61. Cayenne Solutions, Inc.
62. Champagne Projects, Inc.
63. Charope, Inc.
64. Cheddar Creations, Inc.
65. Chestnut Creations, Inc.
66. Chili Clove, Inc.
67. Chili Flakes, Inc.
68. Chipshot Ltd
69. Chrysanthemum Creations, Inc.
70. Cider Creations, Inc.
71. Cinnabar Creations, Inc.
72. Citrine Solutions, Inc.
73. Classy Mango, Inc.
74. Classy Tangerine, Inc.
75. Clementine Creations, Inc.
76. Clownfish Creations, Inc.
77. Comet Creations, Inc.
78. Copperhead Conspiracies, Inc.
79. Coral Chrome, Inc.
80. Corn Snake Surprises, Inc.
81. Crawfish Creations, Inc.
82. Daffodil Design, Inc.
83. Dahlia Dreams, Inc.
84. Dark Honey Design, Inc.
85. Dark Orange Design, Inc.
86. Daybreak Developments, Inc.
87. Daylily Dreams, Inc.
88. Discus Dreams, Inc.
89. DMD Group Inc
90. Dots for Spots Ltd
91. E & I Trading Ltd
92. E&L Enterprises Limited
93. ECOM HEIGHTS LLC
94. Emberglow Ideas, Inc.
95. Eurypyle, Inc.
96. Faint Orange Horizon, Inc.

97. Fall Foundations, Inc.
98. Fawn Foundations, Inc.
99. Foxy Creations, Inc.
100. Frosty Dream, Inc.
101. Fyer Tropics, Inc.
102. Ginger Cat Creations, Inc.
103. Ginger Creations, Inc.
104. Gingersnap Solutions, Inc.
105. Golden Gate Solutions, Inc.
106. Golden Kiwifruit Enterprises, Inc.
107. Goldfish Memories, Inc.
108. Green Cricket Ltd
109. Habanero Pepper Projects, Inc.
110. Harley Orange, Inc.
111. Harvest Charm, Inc.
112. HiC-Cork Thrasio One Inc.
113. Hippolyte, Ltd.
114. Honey Sunset, Inc.
115. Ideal Monarch, Inc.
116. Ideastream Consumer Products, LLC
117. Influencer Ideas, Inc.
118. Ivory Ideas, Inc.
119. Jasper Gesture, Inc.
120. Jiminy Ltd
121. Joss Solutions 2016 Limited
122. Jupiter Gesture, Inc.
123. Khaki Trips, Inc.
124. KingFisher Creations Inc.
125. Kitchen Tools Ltd
126. Koi Creations, Inc.
127. Lace Decisions, Inc.
128. Laranja Logistics, Inc.
129. Latte Logistics, Inc.
130. Leather Logistics, Inc.
131. Lemon Logistics, Inc.
132. Lemur Logistics, Inc.
133. Levita Holdings, LLC
134. Lionfish Logistics, Inc.
135. Lobster Logistics, Inc.
136. Magenta Peel Solutions, Inc.
137. Mahogany Movements Inc.
138. Malt Decisions, Inc.
139. Mango Movements, Inc.
140. Mango Wonder, Inc.
141. Maple Movements, Inc.
142. Marigold Creations, Inc.
143. Marmalade Mansions, Inc.
144. Marmalade Movements, Inc.
145. Marpesia, Co.
146. Mars Makers, Inc.
147. Mauve Monkey, Inc.
148. Melanippe, Inc.
149. Melon Movements, Inc.
150. Meteor Movements, Inc.
151. Mimosa Movements, Inc.
152. Modetro Retail Limited
153. Ochre Organization, Inc.
154. Old Rust Organization, Inc.
155. Orange Crush Organization, Inc.
156. Orange Fantasy, Inc.
157. Orange Hope, Inc.
158. Orange Margarita, Inc.
159. Orange Organization, Inc.
160. Orange Peach Projects, Inc.
161. Orange Peel Projects, Inc.
162. Orange Umbrella Creations, Inc.
163. Orangutan Organization, Inc.
164. Oranssi Organization, Inc.
165. Orythia, Inc.
166. Oyster Oasis, Inc.
167. Pantariste, Inc.
168. Pantone Projects, Inc.
169. Papaya Projects, Inc.
170. Parchment Principles, Inc.
171. Peach Projects, Inc.
172. Peanut Projects, Inc.
173. Pearoller Ltd
174. Penny Rose Solutions, Inc.
175. Pennycopper Trading, Inc.
176. Penthe Company
177. Persian Projects, Inc.
178. Persimmon Projects, Inc.
179. Pizza Projects, Inc.
180. Poppy Projects, Inc.
181. Portocale Projects, Inc.
182. Primrose Projects, Inc.
183. Pro Grade Products Ltd
184. Prothoe Limited
185. Pure Chimp Ltd
186. Radiant Orange, Inc.
187. Rissav Limited
188. Rose Bud Creations, Inc.
189. Rosewood Wish, Inc.
190. SAFEREST HOLDINGS, LLC
191. Salmon Solutions, Inc.
192. Sandcastle Days, Inc.
193. Sandpaper Solutions, Inc.
194. Sandsnake Ventures, Inc.
195. Sandstorm Solutions, Inc.
196. Sandy Leaf Farm, Ltd.
197. Sapphire Monkey, Inc.
198. Sasana Group Limited

199. Scarlet Solutions, Inc.
200. Scotch Solutions, Inc.
201. Scouse Ltd
202. Seashell Solutions, Inc.
203. Sherbert Solutions, Inc.
204. Shortbread Solutions, Inc.
205. Siberian Tiger Solutions, Inc.
206. Sockeye Strategies, Inc.
207. Soft Spice, Inc.
208. Spicy Solutions, Inc.
209. Starfish Solutions, Inc.
210. Strawflower Solutions, Inc.
211. Sundaze Blaze Solutions, Inc.
212. Sunflare Solutions, Inc.
213. Sunflower Saturnalia, Inc.
214. Sunkiss Solutions, Inc.
215. Sunny Operations, Inc.
216. Sunrise Martinis, Inc.
217. Sunrise Season, Inc.
218. Sweet Nectar Enterprises, Inc.
219. Sweet Potato Solutions, Inc.
220. Tangelo Tendencies, Inc.
221. Tangerine Ideas, Inc.
222. Tawny Tasks, Inc.
223. Tea Rose Risings, Inc.
224. Teal Monkey, Inc.
225. Thrasio Australia Holdings Pty Ltd
226. Thrasio Intermediate Sub, LLC
227. Thrasio Services, LLC
228. Thrasio UK Holdings, Ltd
229. Thrasio, LLC
230. Tiger Affirmations, Inc.
231. Tiger Stripe Creations, Inc.
232. Tomato Tasks, Inc.
233. Topaz Traditions, Inc.
234. Tortilla Tasks, Inc.
235. Toxaris Limited
236. Traffic Cone Tuesdays, Inc.
237. Truverge International Ltd
238. Turmeric Transitions, Inc.
239. Warm Red Wonders, Inc.
240. William Evans Retail Ltd
241. Zabba, Inc.

EXHIBIT 2

Form of Notice

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Proposed Co-Counsel to the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

THRASIO HOLDINGS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11840 (CMG)

(Joint Administration Requested)

¹ The last four digits of Debtor Thrasio Holdings, Inc.'s tax identification number are 8327. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://www.kccllc.net/Thrasio>. The Debtors' service address for purposes of these chapter 11 cases is 85 West Street, 3rd Floor, Walpole, MA, 02081.

**NOTICE OF ENTRY
OF AN ORDER (I) RESTATING AND
ENFORCING THE WORLDWIDE AUTOMATIC
STAY, ANTI-DISCRIMINATION PROVISIONS, AND
IPSO FACTO PROTECTIONS OF THE BANKRUPTCY
CODE AND (II) APPROVING THE FORM AND MANNER OF NOTICE**

PLEASE TAKE NOTICE that on February 28, 2024, the above-captioned debtors and debtors in possession (the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of New Jersey (the “Court”). The Debtors’ chapter 11 cases are pending before the Honorable Christine M. Gravelle, United States Bankruptcy Judge, and are being jointly administered under the lead case *In re Thrasio Holdings, Inc., et al.*, Case No. 24-11840 (CMG).

PLEASE TAKE FURTHER NOTICE that pursuant to section 362(a) of the Bankruptcy Code, the Debtors’ filing of their respective voluntary petitions operates as a self-effectuating, statutory stay or injunction that is applicable to all entities and protects the Debtors from, among other things: (a) the commencement or continuation of a judicial, administrative, or other action or proceeding against the Debtors (i) that was or could have been commenced before the commencement of the Debtors’ cases or (ii) to recover a claim against the Debtors that arose before the commencement of the Debtors’ cases; (b) the enforcement, against the Debtors or against any property of the Debtors’ bankruptcy estates, of a judgment obtained before the commencement of the Debtors’ cases; or (c) any act to obtain possession of property of or from the Debtors’ bankruptcy estates, or to exercise control over property of the Debtors’ bankruptcy estates.²

² Nothing herein shall constitute a waiver of the right to assert any claims, counterclaims, defenses, rights of setoff or recoupment, or any other claims of the Debtors against any party to the above-captioned cases. The Debtors expressly reserve the right to contest any claims that may be asserted against them.

PLEASE TAKE FURTHER NOTICE that pursuant to that certain *Order (I) Restating and Enforcing the Worldwide Automatic Stay, Anti-Discrimination Provisions, and Ipso Facto Protections of the Bankruptcy Code and (II) Approving the Form and Manner of Notice* (the “Order”) [Docket No. []], entered on [], 2024, and attached hereto as **Exhibit A**, all persons (including individuals, partnerships, corporations, and other entities, and all those acting on their behalf) wherever located, persons party to a contract or agreement with the Debtors, and governmental units, whether of the United States, any state or locality therein or any territory or possession thereof, or any foreign country (including any division, department, agency, instrumentality, or service thereof, and all those acting on their behalf) are hereby put on notice that they are subject to the Order and must comply with its terms and provisions.

PLEASE TAKE FURTHER NOTICE that a complete list of the Debtors in these chapter 11 cases is attached to the Order as Exhibit 1.

PLEASE TAKE FURTHER NOTICE that any entity that seeks to assert claims, interests, causes of action, or other legal or equitable remedies against, or otherwise exercise any rights in law or equity against, the Debtors or their estates must do so in front of the Court pursuant to the Order, the Bankruptcy Code, and applicable law.

PLEASE TAKE FURTHER NOTICE that pursuant to the Order, any governmental agency, department, division or subdivision, or any similar governing authority is prohibited from, among other things: (a) denying, revoking, suspending, or refusing to renew any license, permit, charter, franchise, or other similar grant to the Debtors; (b) placing conditions upon such a grant to the Debtors; or (c) discriminating against the Debtors with respect to such a grant, solely because the Debtors are debtors under the Bankruptcy Code, may have been insolvent before the

commencement of these chapter 11 cases, or are insolvent during the pendency of these chapter 11 cases as set forth more particularly in the Order.

PLEASE TAKE FURTHER NOTICE that pursuant to the Order, parties to contracts or agreements with the Debtors are prohibited from terminating such contracts or agreements because of a Debtor's bankruptcy filing, except as permitted by the Court under applicable law.

PLEASE TAKE FURTHER NOTICE that pursuant to sections 105(a) and 362(k) of the Bankruptcy Code and rule 9020 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), among other applicable substantive law and rules of procedure, any person or governmental unit seeking to assert its rights or obtain relief outside of the processes set forth in the Order, the Bankruptcy Code, and applicable law may be subject to proceedings in front of the Court for failure to comply with the Order and applicable law, including contempt proceedings that may result in fines, sanctions, and punitive damages against the entity and its assets inside the United States.

PLEASE TAKE FURTHER NOTICE nothing in the Order expands, enlarges, or limits the rights afforded to any party under the Bankruptcy Code, nor does the Order modify the rights provided under section 362(b) of the Bankruptcy Code, and all rights of parties in interest to assert that any action is subject, or not subject, to the stay and injunction contemplated by section 362 of the Bankruptcy Code and the Order, including because of the operation of section 362(b) of the Bankruptcy Code, are preserved.

PLEASE TAKE FURTHER NOTICE that additional information regarding the Debtors' chapter 11 cases, including copies of pleadings filed therein, may be obtained by accessing the Debtors' publicly available website at <https://www.kccllc.net/Thrasio>.

Dated: [____], 2024

/s/ DRAFT

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EXHIBIT A

Order