

EXHIBIT C-2

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

In re:

SUGARFINA INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 19-11973 (MFW)

Jointly Administered

**DECLARATION OF DISINTERESTEDNESS BY
PROFESSIONAL USED IN THE ORDINARY COURSE OF BUSINESS**

I, [name] declare under penalty of perjury:

1. I am a [title] of [company] located at [address] (the “Company”).

2. Sugarfina, Inc., (“SGRI”), Sugarfina International, LLC, (“SGRLLC”), and Sugarfina (Canada), Ltd. (“Debtors”) have requested that the Company provide [briefly describe] services, namely, [further describe services] to the Debtors, and the Company has consented to provide such services.

3. The Company may have performed services in the past, may currently perform services, and may perform services in the future, in matters unrelated to the above-captioned chapter 11 cases (the “Chapter 11 Cases”), for persons that are parties-in-interest in these Chapter 11 Cases. The Company does not perform services for any such person in connection with these Chapter 11 Cases, or have any relationship with any such person, their attorneys, or accountants that would be adverse to the Debtors or their estates.

4. The Company has provided services to the Debtors prior to the commencement of these Chapter 11 Cases.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number or Canadian Revenue Agency, as applicable are (1) Sugarfina, Inc., a Delaware corporation (4356), (2) Sugarfina International, LLC, a Delaware limited liability company (1254) and (3) Sugarfina (Canada), Ltd. (4480). The location of the Debtors' corporate headquarters is 1700 E. Walnut Ave., 5th Floor, El Segundo, California 90245.

5. As part of its customary practice, the Company is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants, and parties-in-interest in these Chapter 11 Cases.

6. Neither I nor any principal, partner, director, officer, etc. of, or professional employed by, the Company has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Company.

7. Neither I nor any principal, partner, director, officer, etc. of, or professional employed by, the Company, insofar as I have been able to ascertain, holds, or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which the Company is to be employed.

8. The Company is either not owed any amounts for prepetition services or the Company has agreed to waive any amounts owed on account of services rendered and expenses incurred prior to the commencement of the Chapter 11 Cases in connection with the Company's employment by the Debtors.

9. As of September 6, 2019 (the "Petition Date"), the Company was not party to an agreement for indemnification with the Debtors.

10. The Company is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon the conclusion of such inquiry, or at any time during the period of its employment, if the Company should discover any facts bearing on the matters described herein, the Company will supplement the information contained in this Declaration.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Date:

[Company]

[Name], [Title]