

EXHIBIT A

(Proposed Order)

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

In re

SRG Winddown, INC., *et al.*,

Debtors.

Chapter 11

Case No. 19-11973 (MFW)

(Jointly Administered)

Re: D.I. 227, 364, & ____

**ORDER APPROVING STIPULATION BY AND BETWEEN
GOLDMAN SACHS SPECIALTY LENDING GROUP, L.P. AND
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FURTHER EXTENDING CHALLENGE PERIOD UNDER FINAL DIP ORDER**

This Court having considered the *Stipulation by and Between Goldman Sachs Specialty Lending Group, L.P. and the Official Committee of Unsecured Creditors Further Extending Challenge Period Under Final DIP Order* (the “Stipulation”) between Goldman Sachs Specialty Lending Group, L.P. (“Goldman”) and the Official Committee of Unsecured Creditors (the “Committee”), attached hereto as Exhibit 1; the Court having determined that good and adequate cause exists for approval of the Stipulation; and the Court having determined that no further notice of the Stipulation must be given; it is hereby

ORDERED that the Stipulation is approved.

ORDERED that the Challenge Period, as it relates to Goldman, is further extended solely for the Committee through and including December 20, 2019.

EXHIBIT 1

(Stipulation)

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

In re

SRG Winddown, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 19-11973 (MFW)

(Jointly Administered)

Re: D.I. 227 & 364

**STIPULATION BY AND BETWEEN GOLDMAN SACHS SPECIALTY LENDING
GROUP, L.P. AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FURTHER EXTENDING CHALLENGE PERIOD UNDER FINAL DIP ORDER**

Goldman Sachs Specialty Lending Group, L.P. (“Goldman”) and the Official Committee of Unsecured Creditors (the “Committee”) appointed in the Debtors’ cases on September 17, 2019, by and through their respective undersigned counsel, hereby enter into this stipulation (this “Stipulation”).

WHEREAS, pursuant to the Final DIP Order, the Challenge Period was set to expire as to the Committee on November 18, 2019; and

WHEREAS, on November 12, 2019, the Court entered the *Order Approving Stipulation by and Between Goldman Sachs Specialty Lending Group, L.P. and the Official Committee of Unsecured Creditors Extending Challenge Period Under Final DIP Order* [D.I. 364] (the “Order”). Pursuant to the Order, the Challenge Period was extended as to the Committee through and including December 16, 2019; and

WHEREAS, in respect of the Challenge Period, the Committee has undertaken an investigation of the Prepetition Liens asserted by the Goldman; and

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.

WHEREAS, the parties desire to save costs and expenses by engaging in negotiations regarding the Prepetition Liens; and

NOW THEREFORE, Goldman and the Committee, intending to be legally bound, hereby stipulate and agree as follows:

1. Upon execution of this Stipulation, the Challenge Period, as it relates to Goldman, is further extended solely for the Committee through and including December 20, 2019 (the “Extended Challenge Period”).

2. The Extended Challenge Period shall supersede and replace the Challenge Period, as it relates to Goldman, for all purposes with respect to the Committee under the Final DIP Order.

3. This Stipulation shall be without prejudice to the Committee’s rights to seek a further extension of the Extended Challenge with the consent of Goldman or by order of the Court.

4. Approval of this Stipulation shall be sought through the filing of a certification of counsel.

[Signature page follows.]

Dated: December 16, 2019

STIPULATED AND AGREED TO:

BAYARD, P.A.

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