

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

In re:

SGR WINDDOWN, INC., et al.,¹

Debtors.

Chapter 11

Case No. 19-11973 (MFW)

(Jointly Administered)

Re: D.I. 318

**NOTICE OF ASSUMPTION AND ASSIGNMENT OF
EXECUTORY CONTRACTS AND UNEXPIRED LEASES PREVIOUSLY RETAINED**

PLEASE TAKE NOTICE that on October 28, 2019, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered an order [Docket No. 318] (the “Sale Order”) ² in the above-referenced chapter 11 cases of Sugarfina, Inc. and its chapter 11 affiliates, the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), approving the sale of the substantially all of the Debtors’ assets to Sugarfina Acquisition Corp. (the “Buyer”) as set forth in the Agreement.

PLEASE TAKE FURTHER NOTICE that pursuant to the terms of the Sale Order, the Buyer designates those previously designated retained unexpired leases set forth on Exhibit A as assumed. Such designation remains subject to further modification, change or amendment consistent with the terms of the Sale Order.

[SIGNATURE PAGE TO FOLLOW]

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) SGR Winddown, Inc., a Delaware corporation (4356), (2) SGR Winddown International, LLC, a Delaware limited liability company (1254), and (3) SGR Canada Winddown Legacy, Ltd. (4480). The location of the Debtors’ corporate headquarters is 1700 E. Walnut Ave, 5th Floor, El Segundo, California 90245

² All capitalized terms not herein defined shall have the same meaning as ascribed to them in the Sale Order.

DATED: December 23, 2019

MORRIS JAMES LLP

/s/ Brya M. Keilson

Brya M. Keilson, Esquire (DE Bar No. 4643)

Eric J. Monzo, Esquire (DE Bar No. 5214)

500 Delaware Avenue, Suite 1500

Wilmington, DE 19801

Telephone: (302) 888-6800

Facsimile: (302) 571-1750

E-mail: bkeilson@morrisjames.com

E-mail: emonzo@morrisjames.com

and

SHULMAN BASTIAN LLP

Alan J. Friedman, Esquire

Ryan O'Dea, Esquire

100 Spectrum Center Drive, Suite 600

Irvine, CA 92618

Telephone: (949) 427-1654

Facsimile: (949) 340-3000

E-mail: afriedman@shbllp.com

E-mail: rodea@shbllp.com

Counsel to the Debtors