EXHIBIT “A”

Proposed Order

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
YOGAWORKS, INC., et al.,	Case No. 20-12599 (KBO)
Debtors.[1]	(Jointly Administered)
	RE: Docket No.

ORDER APPROVING DEBTORS' MOTION FOR ENTRY OF ORDER APPROVING DEBTORS' NON-INSIDER KEY EMPLOYEE RETENTION PLAN

Upon the motion (the "Motion")[2] of the Debtors for approval of their Non-Insider Key Employee Retention Plan and authorization to make payments pursuant to such Plan to the Eligible Employees, as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the Ryan Declaration and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper in this District pursuant to 28 U.S.C. § 1408; and due and proper notice of the Motion being adequate and appropriate under the particular circumstances; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and any objections to the requested relief having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED:

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number are (1) YogaWorks, Inc., a Delaware corporation (9105); and (2) Yoga Works, Inc., a California corporation (0457).

[2] Capitalized terms used but not otherwise defined in this Order have the meanings ascribed to such terms in the Motion.

1. The Motion is granted as set forth herein.

2. The Debtors' Plan is approved.

3. The Debtors are authorized to make any and all payment to Essential Employees under the Plan as described in the Motion.

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

5. The claims of the Essential Employees under the Plan are entitled to and shall be accorded administrative expense status and priority under Bankruptcy Code sections 503(b)(1)(A) and 507(a)(2).

6. Notwithstanding the possible applicability of Bankruptcy Rules 6004(h), 7062 and 9014 or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

7. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.