

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

In re:

FOOD52, INC.,¹

Debtor.

Chapter 11

Case No. 25-12277 (LSS)

Objections Due: February 23, 2026 at 4:00 p.m.
Hearing Date: TBD

**APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR AUTHORITY TO EMPLOY AND RETAIN ROBINSON & COLE LLP AS
COUNSEL NUNC PRO TUNC TO JANUARY 9, 2026**

The Official Committee of Unsecured Creditors (the “Committee”), by its Chair Alex McEntee, hereby submits this application (the “Application”) for entry of an order, substantially in the form attached hereto as Exhibit A (the “Proposed Order”), authorizing the Committee to retain and employ Robinson & Cole LLP (“R+C”) as its counsel in connection with the chapter 11 case (this “Chapter 11 Case”) of the above-captioned debtor in possession (the “Debtor”), effective as of January 9, 2026. In support of this Application, the Committee submits the Declaration of Committee Chair Alex McEntee (the “McEntee Declaration”), attached hereto as Exhibit B, and the Declaration of Jamie L. Edmonson, a partner of R+C (the “Edmonson Declaration”), attached hereto as Exhibit C, each incorporated herein by reference. In further support of this Application, the Committee respectfully states as follows:

¹ The Debtor in this chapter 11 case is Food52, Inc. and the last four digits of the Debtor’s federal tax identification number are 2604. For the purpose of this chapter 11 case, the Debtor’s service address is 1 Dock 72 Way, 13th Floor, Brooklyn, New York 11205.



BACKGROUND

1. On December 29, 2025 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”).

2. On January 8, 2025, the United States Trustee for the District of Delaware (the “UST”) appointed the Committee pursuant to section 1102 of the Bankruptcy Code. *See* D.I. 61. Thereafter, two members, Target Lighting / Thrive Value and Raj Overseas, resigned. The Committee’s current members, as appointed, are: (i) Janel Group; (ii) Bradshaw International Holdings; (iii) Pendleton Woolen Mills, Inc.; (iv) Obeetee, Inc.; and (v) VistaVu Solutions Ltd. *Id.*

3. The Committee elected Alex McEntee to serve as its Chair. After formally interviewing law firms for the position of its counsel, on January 9, 2026, the Committee selected and retained R+C as its proposed bankruptcy counsel. Subsequently, the Committee selected Dundon Advisors LLC to serve as its investment banker. Since that date, at the Committee’s request, R+C has provided, and will continue to provide, valuable services to the Committee regarding this Chapter 11 Case. The Committee believes the employment of R+C, as of January 9, 2026, is warranted under the circumstances of this Chapter 11 Case.

FACTS SPECIFIC TO THE REQUESTED RELIEF

4. The Committee members heard presentations from a total of three law firms seeking to serve as bankruptcy counsel. In connection with this process, the Committee evaluated each firm’s qualifications, relevant restructuring experience, demonstrated capabilities, and proposed staffing. Following robust discussion and deliberation, the Committee voted to retain R+C as its counsel in this Chapter 11 Case. The Committee’s decision to retain R+C was based

on R+C's experience with bankruptcy cases, including its experience and success on behalf of diverse creditor constituencies in connection with other bankruptcy cases of e-commerce debtors. R+C's general capabilities, including its food and beverage practice group, also favorably impacted the Committee's decision.

5. R+C attorneys have represented debtors, official unsecured creditor and equity committees, and individual creditors in Chapter 11 reorganizations, including committee representations in the cases of *In re Alachua Gov't. Servs., Inc.*, No. 25-11289 (Bankr. D. Del.); *In re Mosaic Companies, LLC*, No. 25-11296 (Bankr. D. Del.); *In re SWC Industries LLC*, Case No. 24-51721 (MEE) (Bankr. N.D. Cal.); *In re Presperse Corporation*, Case No. 24-18921 (MBK) (Bankr. D. N.J.); *In re Mariner Health Cent., Inc.*, Case No. 22-41079 (WJL) (Bankr. N.D. Cal.); *In re Mallinckrodt plc*, Case No. 20-12522 (BLS) (Bankr. D. Del.); *In re DBMP LLC*, Case No. 20-30080 (AAE) (Bankr. W.D.N.C.); *In re Aldrich Pump, LLC*, Case No. 20-30608 (LMJ) (Bankr. W.D.N.C.); and *In re Imerys Talc America, Inc.*, Case No. 19-10289 (LSS) (Bankr. D. Del.).

6. As counsel to the Committee, R+C will draw on the combined experience of its restructuring, litigation, and other practice groups in advising the Committee. The members of the Committee believe that R+C has demonstrated the experience necessary to represent the Committee as it performs its duties and negotiates the complex legal matters presented by this Chapter 11 Case, and respectfully submit that R+C is qualified to serve the Committee as its counsel.

SERVICES TO BE PROVIDED

7. Subject to the direction of the Committee and further order of this Court, the professional services to be rendered by R+C to the Committee will include the following:

- (a) advising the Committee with respect to its powers and duties under the Bankruptcy Code, the Federal Rules of Bankruptcy Procedures (the "Bankruptcy Rules"), and

the Local Rules for the United States Bankruptcy Court for the District of Delaware (the “Local Rules”);

- (b) assisting and advising the Committee in evaluating the Debtor’s chapter 11 filing;
- (c) assisting and advising the Committee in its discussions with the Debtor and other parties-in-interest regarding the overall administration of this Chapter 11 Case;
- (d) assisting and advising the Committee in its examination and analysis of the conduct of the Debtor’s affairs;
- (e) analyzing, advising and representing the Committee with regard to any causes of action belonging to the Debtor’s estate, including, without limitation, reviewing and investigating pre-petition transactions in which the Debtor and/or its insiders were involved, pre-petition contracts and other arrangements to which the Debtor was a party, and pre-petition relationships with its parent and affiliates;
- (f) assisting, advising, and representing the Committee in analyzing and investigating the acts, conduct, assets, liabilities, corporate structure, and financial condition of the Debtor, including, without limitation, the Debtor’s financial disclosures and related matters, the Debtor’s operations, the desirability of the continuance of those operations, and any other matters relevant to this case;
- (g) reviewing and analyzing pleadings, orders, schedules, and other documents filed and to be filed with this Court by interested parties in this case; advising the Committee as to the necessity, propriety, and impact of the foregoing upon this case; and responding, including consenting or objecting, to pleadings or orders on behalf of the Committee, as appropriate;
- (h) assisting the Committee in preparing such applications, motions, memoranda, proposed orders, and other pleadings as may be required in support of positions taken by the Committee, including all trial preparation as may be necessary;
- (i) representing the Committee at hearings to be held before this Court, any appellate courts, the UST, and communicating with the Committee regarding the matters heard and the issues raised as well as the decisions and considerations of this Court;
- (j) conferring with the professionals retained by the Debtor and other parties-in-interest, as well as with such other professionals as may be selected and employed by the Committee;
- (k) coordinating the receipt and dissemination of information prepared by and received from the Debtor’s professionals, as well as such information as may be received from professionals engaged, the Committee, or other parties-in-interest in this case;
- (l) participating in such examinations of the Debtor and other witnesses as may be necessary in connection with this Chapter 11 Case;

- (m) negotiating and formulating any plan of reorganization for the Debtor that may be proposed in this case;
- (n) serving as local Delaware counsel by filing all necessary pleadings and ensuring compliance with the applicable local rules and requirements;
- (o) assisting the Committee and providing advice concerning the proposed sale and liquidation of the Debtor's assets, including, without limitation, real property, personal property (including equipment), and intangible assets of every kind and nature (including intellectual property and royalty streams), and addressing issues concerning potential competing bidders and the auction process; and
- (p) assisting the Committee generally in performing such other legal services as may be desirable or required for the discharge of the Committee's duties or are otherwise deemed to be in the interests of the Committee in accordance with the Committee's powers and duties as set forth in the Bankruptcy Code, Bankruptcy Rules, or other applicable law.

PROFESSIONAL COMPENSATION

8. R+C will apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with R+C's representation of the Committee in the Debtor's chapter 11 case in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, the Local Rules, any case-specific fee protocols approved by the Court after notice and a hearing and any other applicable procedures and orders of the Court.

9. As set forth in the Edmonson Declaration, R+C has agreed that it will charge for services performed during this Chapter 11 Case, and will apply to the Court for approval of such charges, on the basis of hourly rates. The 2026 standard hourly rate ranges of the R+C attorneys and paraprofessionals expected to assist the Committee are set forth below:

<u>Professional</u>	<u>Title</u>	<u>Hourly Rate</u>
Jamie L. Edmonson	Partner	\$1400
Rachel J. Mauceri	Partner	\$1350
Evan M. Lazerowitz	Counsel	\$1160
Annecca H. Smith	Associate	\$760
Alyssa Merkey	Paralegal	\$540
Amanda P. Donato	Associate	\$525

10. It is anticipated that other R+C attorneys or paraprofessionals will provide legal services on behalf of the Committee in connection with the matters described herein. The current range of rates of R+C partners, counsel, associates, and paralegals are as follows:

<u>Title</u>	<u>Hourly Rate</u>
Partners/Counsel	\$1160 – \$2200
Associates	\$525 – \$760
Paralegals	\$460 – \$540

11. The hourly rates set forth above are R+C's standard hourly rates for work of this nature and are consistent with market rates for comparable services. These rates are set at a level designed to compensate fairly R+C for the work of its attorneys and paralegals and to cover fixed and routine overhead expenses. In this instance, R+C has agreed to apply a 20% voluntary discount of its fees of all timekeepers billing time to matters in this chapter 11 case. R+C has informed the Committee that its hourly rates are subject to periodic adjustment in accordance with R+C's established billing practices and procedures. R+C will provide reasonable notice of any rate increases to the Committee, the Debtor, and the UST.

12. In addition to the hourly rates set forth above, it is R+C's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the client's case. The

expenses charged to clients include, among other things, telephone and telecopier (outgoing only) toll and other charges, mail and express mail charges, special or hand delivery charges, photocopying charges, printing and scanning charges, charges for mailing supplies (including, without limitation, envelopes and labels) provided by R+C to outside copying services for use in mass mailings, travel expenses, after-hours taxi/Uber expenses, expenses for working meals or overtime/after-hours meals, computerized research charges, transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. R+C will charge for these expenses in a manner and at rates consistent with charges made generally to R+C's other clients and the Local Rules.

13. R+C will maintain detailed records of fees and expenses incurred in connection with the rendering of the legal services described herein, in accordance with applicable rules and guidelines.

DISINTERESTEDNESS

14. Based on the Edmonson Declaration, the Committee believes that: (a) R+C is a "disinterested person," as that term is defined in section 101(14) of the Bankruptcy Code, (b) R+C does not represent any person or entity having an interest adverse to the Committee, the Debtor, or its estate in connection with this Chapter 11 Case, (c) R+C does not hold or represent an interest adverse to the interests of the Debtor's estate with respect to matters on which R+C is employed, and (d) R+C has no connection to the Debtor, its creditors, or any other party in interest except as disclosed in the Edmonson Declaration.

15. R+C will supplement its disclosure to the Court if any facts or circumstances are discovered that would require such additional disclosure.

JURISDICTION

16. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. § 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b). The statutory predicates for the relief requested herein are sections 328(a) and 1103(a) of the Bankruptcy Code, Bankruptcy Rule 2014(a) and Local Rule 2014-1.

RELIEF REQUESTED

17. By this Application, the Committee requests entry of the Proposed Order authorizing the Committee to retain and employ R+C as its counsel in connection with this Chapter 11 Case, effective as of January 9, 2026, pursuant to sections 328(a) and 1103(a) of the Bankruptcy Code, Bankruptcy Rule 2014(a) and Local Rule 2014-1.

BASIS FOR RELIEF

18. The Committee seeks to retain and employ R+C as its counsel pursuant to section 328(a) of the Bankruptcy Code, which provides that, subject to Court approval, a committee appointed pursuant to section 1102 of the Bankruptcy Code:

[M]ay employ or authorize the employment of a professional person under section 327 or 1103 of [the Bankruptcy Code] . . . on any reasonable terms and conditions of employment.

11 U.S.C. § 328(a).

19. In retaining counsel pursuant to section 328(a) of the Bankruptcy Code, a committee must comply with section 1103(b) of the Bankruptcy Code, which provides that:

An attorney . . . employed to represent a committee appointed under section 1102 of [the Bankruptcy Code] may not, while employed by such committee, represent any other entity having an adverse interest in connection with the case.

11 U.S.C. § 1103(b).

20. Bankruptcy Rule 2014(a) requires that an application for an order approving the employment of counsel pursuant to section 1103 of the Bankruptcy Code include:

[S]pecific facts showing the necessity for the employment, the name of the [counsel] to be employed, the reasons for the selection, the professional services to be rendered, any proposed arrangement for compensation, and, to the best of the applicant's knowledge, all of the [counsel's] connections with the debtor, creditors, any other party in interest, their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee.

Fed. R. Bankr. P. 2014(a).

21. Based on the facts and for the reasons stated herein and in the Edmonson Declaration, the retention of R+C as counsel to the Committee is reasonable, necessary and appropriate, and satisfies the requirements of sections 328, 1102, and 1103(b) of the Bankruptcy Code and Bankruptcy Rule 2014(a). The Committee respectfully submits that the relief requested in this Application will enable the Committee to carry out its duties under the Bankruptcy Code, is in the best interests of the Committee and of the unsecured creditors represented by the Committee, and should be approved by the Court.

NOTICE

22. Notice of this Application has been provided to: (i) the UST; (ii) counsel for the Debtor; (iii) the United States Attorney's Office for the District of Delaware; (iv) the United States Department of Justice; (v) the Internal Revenue Service; (vi) the parties listed on the Debtor's list of top twenty creditors; (vii) counsel to the DIP lender; (viii) counsel to the Prepetition Secured Lender; and (ix) any party that has requested notice pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested, the Committee respectfully submits that no further notice is necessary.

NO PRIOR REQUEST

23. No prior motion for the relief requested herein has been made to this or any other Court in connection with this Chapter 11 Case.

WHEREFORE, the Committee respectfully requests that the Court enter the Proposed Order, substantially in the form submitted herewith, authorizing the Committee to retain and employ R+C as counsel to the Committee in this Chapter 11 Case, effective as of January 9, 2026, and for such other and further relief as the Court deems just or proper.

Dated: February 9, 2026

Respectfully submitted,

The Official Committee of Unsecured Creditors of
Food52, Inc.

By: /s/ Alex McEntee

Alex McEntee, CCE, Credit Manager of Pendleton
Woolen Mills, solely in his capacity as the Chair of
the Official Committee of Unsecured Creditors of
Food52, Inc.

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

In re:

FOOD52, INC.,²

Debtor.

Chapter 11

Case No. 25-12277 (LSS)

**Objections Due: February 23, 2026 at 4:00 p.m.
Hearing Date: TBD**

**NOTICE OF THE APPLICATION OF THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS FOR AN ORDER AUTHORIZING THE RETENTION
AND EMPLOYMENT OF ROBINSON & COLE LLP AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
EFFECTIVE AS OF JANUARY 9, 2026**

PLEASE TAKE NOTICE that on the date hereof, the Official Committee of Unsecured Creditors (the “Committee”) filed the *Application of the Official Committee of Unsecured Creditors for an Order Authorizing the Retention and Employment of Robinson & Cole LLP as Counsel to the Official Committee of Unsecured Creditors, Nunc Pro Tunc to January 9, 2026* (the “Application”). The undersigned will present the Application to the Honorable Laurie Selber Silverstein Bankruptcy Judge of the United States Bankruptcy Court for the District of Delaware (the “Court”), 824 North Market Street, 5th Floor, Wilmington, DE 19801, if necessary, at a hearing to be held at a date and time to be determined (the “Hearing”).

PLEASE TAKE FURTHER NOTICE that responses or objections, if any, to the relief

² The Debtor in this chapter 11 case is Food52, Inc. and the last four digits of the Debtor’s federal tax identification number are 2604. For the purpose of this chapter 11 case, the Debtor’s service address is 1 Dock 72 Way, 13th Floor, Brooklyn, New York 11205.

requested in the Application must be filed electronically with the Court on the docket of *Food52, Inc.*, Case No. 25-12277 (LSS) in accordance with rule 5005 of the Local Rules for the United States Bankruptcy Court for the District of Delaware, and served by U.S. mail, overnight delivery, hand delivery or facsimile upon the undersigned counsel so as to be actually received no later than **February 23, 2026 at 10:30 a.m. (Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that only those objections that are timely filed, served and received will be considered at the Hearing. Failure to file a timely objection may result in entry of a final order granting the Application as requested by the Committee without further notice or a hearing. The parties are required to attend the Hearing, and failure to attend in person or by counsel may result in relief being granted or denied upon default.

PLEASE TAKE FURTHER NOTICE that a copy of this Application is available via (a) PACER, which is accessible through the Court's website at <http://www.deb.uscourts.gov>, and (b) the website maintained by the Debtor's claims and noticing agent, Verita Global, at <https://www.veritaglobal.net/food52/>.

[*Signature on following page*]

Dated: February 9, 2026
Wilmington, Delaware

Respectfully submitted,

/s/ Jamie L. Edmonson

Jamie L. Edmonson (No. 4247)

ROBINSON & COLE LLP

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-and-

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-and-

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rmauceri@rc.com

*Proposed Counsel to the Official Committee
of Unsecured Creditors*

EXHIBIT A

(Proposed Order)

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

In re:

FOOD52, INC,¹

Debtor.

Chapter 11

Case No. 25-12277 (LSS)

**ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF ROBINSON &
COLE LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, EFFECTIVE AS OF JANUARY 9, 2026**

Upon the application (the “Application”) of the Official Committee of Unsecured Creditors (the “Committee”) for entry of an order (the “Order”) authorizing the Committee to retain and employ Robinson & Cole LLP (“R+C”) as its counsel in connection with the chapter 11 case of the above-captioned debtor in possession (the “Debtor”), effective January 9, 2026; it appearing that this Court has jurisdiction to consider the Application pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of this Chapter 11 Case and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and upon the *Declaration of Alex McEntee in Support of the Application of the Official Committee of Unsecured Creditors for an Order Authorizing the Retention and Employment of Robinson & Cole, LLP as Counsel to the Official Committee of Unsecured Creditors, Nunc Pro Tunc to January 9, 2026* (the “McEntee Declaration”), attached

¹ The Debtor in this chapter 11 case is Food52, Inc. and the last four digits of the Debtor’s federal tax identification number are 2604. For the purpose of this chapter 11 case, the Debtor’s service address is 1 Dock 72 Way, 13th Floor, Brooklyn, New York 11205.

as Exhibit B to the Application; and upon the *Declaration of Jamie L. Edmonson in Support of the Application of Official Committee of Unsecured Creditors for an Order Authorizing the Retention and Employment of Robinson & Cole, LLP as Counsel to the Official Committee of Unsecured Creditors, Nunc Pro Tunc to January 9, 2026* (the “Edmonson Declaration”), attached as Exhibit C to the Application; and this Court being satisfied based on the representations made in the Application, the McEntee Declaration and the Edmonson Declaration that (a) R+C is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code, (b) R+C does not represent any person or entity having an interest adverse to the Committee in connection with this Chapter 11 Case, (c) R+C does not hold or represent an interest adverse to the interests of the Debtor’s estate with respect to matters on which R+C is employed, (d) R+C has no connection to the Debtor, its creditors or any other party in interest except as disclosed in the Edmonson Declaration and (e) the retention and employment of R+C as counsel and Delaware counsel to the Committee, effective as of January 9, 2026 is reasonable, necessary, and appropriate and is in the best interests of the Committee; and this Court having found that proper and adequate notice of the Application and the relief requested therein has been provided in accordance with the Bankruptcy Rules and the Local Rules, and that, except as otherwise ordered herein, no other or further notice is necessary; and any objections (if any) to the Application having been withdrawn or overruled on the merits; and after due deliberation thereon; and good and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Application is hereby granted as set forth herein.

2. In accordance with Bankruptcy Code sections 328(a) and 1103(a), the Committee is hereby authorized to retain and employ R+C as counsel in the Debtor's chapter 11 case, effective as of January 9, 2026, and upon the terms and conditions set forth in the Application and Edmonson Declaration.

3. R+C shall use its reasonable efforts to avoid any duplication of services provided by any of the Committee's other retained professionals in this Chapter 11 Case.

4. R+C shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with R+C's representation of the Committee in the Debtor's chapter 11 case in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, the Local Rules, any case-specific fee protocols approved by this Court after notice and a hearing, and any other applicable procedures and orders of this Court.

5. R+C shall not charge a markup to the Debtor with respect to fees billed by any contract attorneys hired by R+C to provide services to the Committee and shall ensure that any such contract attorneys are subject to conflicts checks and disclosures in accordance with the requirements of the Bankruptcy Code and Bankruptcy Rules. For the avoidance of doubt, R+C shall neither share fees with future contract attorneys who advise the Committee nor enter into fee sharing arrangements with such contract attorneys.

6. Prior to any increases in the hourly rates set forth in the Edmonson Declaration, R+C shall provide reasonable notice to the Debtor, the UST, and any statutory committee appointed in this Chapter 11 Case. The UST retains all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and this Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

7. Absent further order of this Court, fees and expenses incurred by R+C shall be paid by the Debtor.

8. The Committee and R+C are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

9. To the extent the Application, the McEntee Declaration or the Edmonson Declaration is inconsistent with the terms of this Order, the terms of this Order shall govern.

10. The requirements set forth in Local Rule 2002-1(b) are satisfied.

11. This Court shall retain exclusive jurisdiction over all matters pertaining to this Order and the Application.

EXHIBIT B

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

In re:

FOOD52, INC.,¹

Debtor.

Chapter 11

Case No. 25-12277 (LSS)

**DECLARATION OF ALEX MCENTEE, IN SUPPORT OF THE APPLICATION OF
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR AN ORDER
AUTHORIZING THE RETENTION AND EMPLOYMENT OF ROBINSON
& COLE LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS, NUNC PRO TUNC TO JANUARY 9 2026**

I, Alex McEntee, CCE, Credit Manager of Pendleton Woolen Mills, Inc., solely in my capacity as the Chair of the Official Committee of Unsecured Creditors (“Committee”) under penalty of perjury, declare as follows:

1. On January 8, 2026, the United States Trustee for the District of Delaware (the “UST”) appointed the Committee pursuant to section 1102 of the Bankruptcy Code [D.I. 61].
2. I have reviewed and am familiar with the contents of the *Application of the Official Committee of Unsecured Creditors for an Order Authorizing the Retention and Employment of Robinson & Cole LLP as Counsel and Delaware Counsel to the Official Committee of Unsecured Creditors, Nunc Pro Tunc to January 9, 2026* (the “Application”). In support of the Application, the Committee relies upon the supporting declaration of Jamie L. Edmonson (the “Edmonson Declaration”) attached to the Application as Exhibit C.

¹ The Debtor in this chapter 11 case is Food52, Inc. and the last four digits of the Debtor’s federal tax identification number are 2604. For the purpose of this chapter 11 case, the Debtor’s service address is 1 Dock 72 Way, 13th Floor, Brooklyn, New York 11205.

3. I submit this declaration in support of the Committee’s Application for the entry of an order authorizing the Committee to retain and employ Robinson & Cole LLP (“R+C”) as its counsel in connection with the chapter 11 case of the above-captioned debtor in possession (the “Debtor”), effective as of January 9, 2026 pursuant to sections 328(a) and 1103(a) of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and rule 2014-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”).

4. The Committee members heard presentations from a total of three law firms seeking to serve as bankruptcy counsel. The Committee reviewed the qualifications, relevant experience, and capabilities of each of the law firms considered. Following deliberation, the members of the Committee voted to retain R+C as its counsel in this Chapter 11 Case.

5. In my capacity as Chair of the Committee, I participated in these discussions and in the Committee’s selection of its counsel. With respect to the selection of R+C as counsel, the Committee’s decision is based on R+C’s recognized involvement and experience with bankruptcy cases, including creditor constituencies and committees, as well as its transactional and litigation practices. The members of the Committee have determined that the retention of R+C is necessary and appropriate, will enable the Committee to carry out its duties under the Bankruptcy Code, and is in the best interests of the Committee and the unsecured creditors represented by the Committee.

6. R+C has discussed with the Committee the connections with the Debtor and parties in interest in this Chapter 11 Case that are disclosed in the Edmonson Declaration. Based upon representations made to the Committee by R+C, I understand that the connections and

relationships disclosed in the Edmonson Declaration do not preclude R+C from representing the Committee in connection with this Chapter 11 Case.

7. The members of the Committee have reviewed, and have discussed with R+C, the proposed rates for R+C's legal services in connection this Chapter 11 Case as set forth in the R+C Application. Based upon representations made to the Committee by R+C, I understand that the standard rates for the R+C professionals that will be primarily responsible for this matter range from \$1160.00 to \$1400.00 per hour for Partners/Counsel, \$525.00 to \$760.00 per hour for Associates, and \$460.00 to \$540.00 per hour for Paralegals.

8. I understand that R+C's hourly rates are standard hourly rates for work of this nature. R+C has informed the Committee that its hourly rates are subject to periodic adjustment in accordance with R+C's established billing practices and procedures. I further understand that in this instance, R+C has agreed to apply a 20% voluntary discount of its fees of all timekeepers billing time to matters in this chapter 11 case.. Based on these representations and discussions and the Committee members' experience, the Committee believes these rates are reasonable.

9. Based on representations by R+C to the Committee, the Committee will receive copies of R+C's monthly and interim fee applications and will have a full opportunity to review R+C's fees and expenses as set forth therein to ensure that they are reasonable.

10. I am authorized to submit this Declaration on behalf of the Committee, and if called upon to testify, I would testify competently to the facts set forth herein.

11. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States, that the foregoing statements are either (i) within my personal knowledge and are true and correct, or (ii) based upon information supplied to me by others, and as such are true and correct to the best of my knowledge, information, and belief.

Dated: February 9, 2026

Respectfully submitted,

The Official Committee of Unsecured Creditors of
Food52, Inc.

By: /s/ Alex McEntee

Alex McEntee, CCE, Credit Manager of Pendleton
Woolen Mills, solely in his capacity as the Chair of
the Official Committee of Unsecured Creditors

EXHIBIT C

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

In re:

FOOD52, INC,¹

Debtor.

Chapter 11

Case No. 25-12277 (LSS)

**DECLARATION OF JAMIE L. EDMONSON IN SUPPORT OF THE APPLICATION
OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR AN ORDER
AUTHORIZING THE RETENTION AND EMPLOYMENT OF ROBINSON
& COLE LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS, NUNC PRO TUNC TO JANUARY 9, 2026**

I, Jamie L. Edmonson, under penalty of perjury declare as follows:

1. I am a partner at the law firm of Robinson & Cole, LLP (“R+C”), located at 1201 N. Market Street, Suite 1400, Wilmington, Delaware 19801. I am a member in good standing of the Bars of the States of Delaware, New York, California, and the District of Columbia. There are no disciplinary proceedings against me.

2. Except as otherwise indicated, all facts set forth in this Declaration are based upon my personal knowledge, information supplied to me by other R+C professionals or paraprofessionals or learned from my review of relevant documents. To the extent any information disclosed herein requires amendment or modification as additional party in interest information becomes available to R+C or R+C enters into any new relationship with any interested party, a

¹ The Debtor in this chapter 11 case is Food52, Inc. and the last four digits of the Debtor’s federal tax identification number are 2604. For the purpose of this chapter 11 case, the Debtor’s service address is 1 Dock 72 Way, 13th Floor, Brooklyn, New York 11205.

supplemental declaration will be submitted to this Court reflecting such amended or modified information.

3. I submit this declaration in support of the *Application of the Official Committee of Unsecured Creditors for an Order Authorizing the Retention and Employment of Robinson & Cole LLP as Counsel and Delaware Counsel to the Official Committee of Unsecured Creditors, Nunc Pro Tunc to January 9, 2026* (the “Application”), pursuant to sections 328(a) and 1103(a) of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and rule 2014-1 of the Local Rules for the United States Bankruptcy Court for the District of Delaware (the “Local Rules”). Except as otherwise noted, I have personal knowledge of the matters set forth herein.

4. After formally interviewing law firms for the position of its counsel, the Committee selected and retained R+C to serve as its counsel on January 9, 2026. Subsequently, the Committee selected the Dundon Firm to serve as its financial advisor.

5. The attorneys at R+C expected to work on this matter have experience in the restructuring of large companies in chapter 11 and related bankruptcy, corporate, and litigation matters in advising fiduciaries on the negotiation of major corporate restructurings. I believe that these R+C attorneys have the experience necessary to represent the Committee as it performs its duties and negotiates the complex legal matters presented by this Chapter 11 Case and respectfully submit that R+C is qualified to serve the Committee as its counsel.

6. As part of R+C’s engagement, subject to the Proposed Order attached to the Application as Exhibit A and any further order of the Court, I anticipate that R+C will, without limitation, perform the following services:

- (a) advising the Committee with respect to its powers and duties under the Bankruptcy Code, the Federal Rules of Bankruptcy Procedures, and the Local Rules for the United States Bankruptcy Court for the District of Delaware;
- (b) assisting and advising the Committee in evaluating the Debtor's chapter 11 filing;
- (c) assisting and advising the Committee in its discussions with the Debtor and other parties-in-interest regarding the overall administration of this Chapter 11 Case;
- (d) assisting and advising the Committee in its examination and analysis of the conduct of the Debtor's affairs;
- (e) analyzing, advising and representing the Committee with regard to any causes of action belonging to the Debtor's estate, including, without limitation, reviewing and investigating pre-petition transactions in which the Debtor and/or its insiders were involved, pre-petition contracts and other arrangements to which the Debtor was a party, and pre-petition relationships with its parent and affiliates;
- (f) assisting, advising, and representing the Committee in analyzing and investigating the acts, conduct, assets, liabilities, corporate structure, and financial condition of the Debtor, including, without limitation, the Debtor's financial disclosures and related matters, the Debtor's operations, the desirability of the continuance of those operations, and any other matters relevant to this case;
- (g) reviewing and analyzing pleadings, orders, schedules, and other documents filed and to be filed with this Court by interested parties in this case; advising the Committee as to the necessity, propriety, and impact of the foregoing upon this case; and responding, including consenting or objecting, to pleadings or orders on behalf of the Committee, as appropriate;
- (h) assisting the Committee in preparing such applications, motions, memoranda, proposed orders, and other pleadings as may be required in support of positions taken by the Committee, including all trial preparation as may be necessary;
- (i) representing the Committee at hearings to be held before this Court, any appellate courts, the United States Trustee ("UST"), and communicating with the Committee regarding the matters heard and the issues raised as well as the decisions and considerations of this Court;
- (j) conferring with the professionals retained by the Debtor and other parties-in-interest, as well as with such other professionals as may be selected and employed by the Committee;
- (k) coordinating the receipt and dissemination of information prepared by and received from the Debtor's professionals, as well as such information as may be received from professionals engaged, the Committee, or other parties-in-interest in this case;

- (l) participating in such examinations of the Debtor's and other witnesses as may be necessary in connection with this Chapter 11 Case;
- (m) negotiating and formulating any plan of reorganization for the Debtor that may be proposed in this case;
- (n) serving as local Delaware counsel by filing all necessary pleadings and ensuring compliance with the applicable local rules and requirements;
- (o) assisting the Committee and providing advice concerning the proposed sale and liquidation of the Debtor's assets, including, without limitation, real property, personal property (including equipment), and intangible assets of every kind and nature (including intellectual property and royalty streams), and addressing issues concerning potential competing bidders and the auction process; and
- (p) assisting the Committee generally in performing such other legal services as may be desirable or required for the discharge of the Committee's duties or are otherwise deemed to be in the interests of the Committee in accordance with the Committee's powers and duties as set forth in the Bankruptcy Code, Bankruptcy Rules, or other applicable law.

7. R+C shall use its reasonable efforts to avoid any duplication of services provided by any of the Committee's other retained professionals in this Chapter 11 Case.

8. R+C will apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with R+C's representation of the Committee in the Debtor's chapter 11 case in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, the Local Rules, any case-specific fee protocols approved by the Court after notice and a hearing and any other applicable procedures and orders of the Court.

9. R+C has agreed that it will charge for services performed during this Chapter 11 Case, and will apply to the Court for approval of such charges, on the basis of hourly rates. The 2026 standard hourly rate ranges of the R+C attorneys and paraprofessionals expected to assist the Committee are set forth below:

<u>Professional</u>	<u>Title</u>	<u>Hourly Rate</u>
Jamie L. Edmonson	Partner	\$1400
Rachel J. Mauceri	Partner	\$1350
Evan M. Lazerowitz	Counsel	\$1160
Annecca H. Smith	Associate	\$760
Alyssa Merkey	Paralegal	\$540
Amanda P. Donato	Associate	\$525

10 .It is anticipated that other R+C attorneys or paraprofessionals will provide legal services on behalf of the Committee in connection with the matters described herein. The current range of rates of R+C partners, counsel, associates, and paralegals are as follows:

<u>Title</u>	<u>Hourly Rate</u>
Partners/Counsel	\$1160 – \$1400
Associates	\$525 – \$760
Paralegals	\$460 – \$540

11. The hourly rates set forth above are R+C's standard hourly rates for work of this nature, and are consistent with market rates for comparable services. These rates are set at a level designed to compensate fairly R+C for the work of its attorneys and paralegals and to cover fixed and routine overhead expenses. In this instance, R+C has agreed to apply a 20% voluntary discount of its fees of all timekeepers billing time to matters in this chapter 11 case. R+C has informed the Committee that its hourly rates are subject to periodic adjustment in accordance with R+C's established billing practices and procedures. R+C will provide reasonable notice of any rate increases to the Committee, the Debtor, and the UST.

12. In addition to the hourly rates set forth above, it is R+C's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the client's case. The expenses charged to clients include, among other things, telephone and telecopier (outgoing only)

toll and other charges, mail and express mail charges, special or hand delivery charges, photocopying charges, printing and scanning charges, charges for mailing supplies (including, without limitation, envelopes and labels) provided by R+C to outside copying services for use in mass mailings, travel expenses, after-hours taxi/Uber expenses, expenses for working meals or overtime/after-hours meals, computerized research charges, transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. R+C will charge for these expenses in a manner and at rates consistent with charges made generally to R+C's other clients and the Local Rules.

13. R+C will maintain detailed records of fees and expenses incurred in connection with the rendering of the legal services described herein, in accordance with applicable rules and guidelines.

14. In connection with its proposed retention by the Committee in this Chapter 11 Case, R+C's Information Governance Department, under the supervision of R+C attorneys involved in representing the Committee, has undertaken the procedures described below to determine whether there exists any conflict or other relationship that might cause R+C not to be a "disinterested person" as defined in section 101(14) of the Bankruptcy Code, and whether R+C represents any person or entity having an adverse interest in connection with the case.

15. R+C maintains and systematically updates its conflict check system in the regular course of its business and it is the regular practice of R+C to make and maintain these records. The electronic conflict system maintained by R+C is designed to include (a) every active matter on which R+C is engaged, (b) every closed matter on which R+C has been engaged since 1980, (c) the entity by which it is now or has been engaged, (d) the identity of related parties, (e) the identity of adverse parties, and (f) the attorney at R+C that is knowledgeable about the matter. It

is the policy of R+C that no new matter may be accepted or opened within the firm without completing and submitting to those charged with maintaining the conflict check system the information necessary to check each such matter for conflicts, including the identity of the prospective client, the matter, and the related and adverse parties. Accordingly, the database is updated for every new matter undertaken by R+C. The scope of the system is a function of the completeness and accuracy of the information submitted by the attorney opening a new matter.

16. In Connection with the Committee's proposed retention of R+C, an extensive review of R+C's connections (as such term is used in Bankruptcy Rule 2014(a)) with the Debtor, its creditors, affiliated entries, other parties-in-interest, and their respective attorneys and/or accountants (the "Potential Parties-in-Interest") was conducted. For the purpose of compiling the list of the Potential Parties-in-Interest, R+C utilized the interested party listing utilized by the Debtor's professionals in connection with their retention applications filed in this Chapter 11 Case.

17. A list of the names of the Potential Parties-in-Interest that were submitted to the conflict check system is attached hereto as Schedule 1.

18. Attached hereto as Schedule 2 is a list of the entities or individuals, or entities that may be affiliates of the entities, identified in Schedule 1 that R+C has represented, currently represents, or may represent in the future in matters totally unrelated to this case.

19. Based solely upon the conflicts procedures described herein, (a) R+C is not aware of any conflict between its representation of the Committee and its representations of its current clients or former clients that would cause R+C not to be a "disinterested person," as that term is defined in section 101(14) of the Bankruptcy Code, (b) R+C does not represent any person or entity having an interest adverse to the Committee in connection with this Chapter 11 Case, and (c) R+C does not hold or represent an interest adverse to the interests of the Debtor's estate with

respect to matters on which R+C is employed, and (d) R+C has no connection to the Debtor, its creditors, or any other party in interest except as disclosed herein.

20. Based solely on the conflicts procedures conducted to date and described herein, to the best of my knowledge, R+C does not have any connection with the Debtor, its creditors or any other parties in interest, their respective attorneys and accountants, the UST, or any person employed by the UST or any Bankruptcy Judge currently serving on the United States Bankruptcy Court for the District of Delaware, except as disclosed or otherwise described herein.

21. R+C will not, while employed by the committee, represent any other entity having an adverse interest in connection with the case.

22. The information listed on Schedule 1 may have changed without my knowledge and may change during the pendency of this Chapter 11 Case. Should such information change, R+C will promptly review its files against any updated Interested Parties List received from the Debtor, R+C will update this Declaration, as described below, should R+C become aware of new material information during the pendency of this Chapter 11 Case pursuant to the procedures described herein. To the extent any new relevant facts or relationships are discovered or arise in the course of such review, R+C will promptly make additional disclosure to the Court as required by Bankruptcy Rule 2014(a).

23. R+C does not currently employ or intend to employ contract attorneys in this Chapter 11 Case. To the extent R+C employs contract attorneys, R+C will undertake a conflicts search pertaining to each contract attorney and will make additional disclosure to the Court as required by Bankruptcy Rule 2014(a). R+C will not charge a markup to the Debtor with respect to fees billed by any such contract attorney.

24. Approval of the proposed engagement of R+C is not prohibited by Bankruptcy Rule 5002. I am not related, and to the best of my knowledge, no attorney at R+C is related, to the United States Bankruptcy Judge assigned to this Chapter 11 Case, or to the UST for the District of Delaware.

Specific Disclosures

25. Generally, it is R+C's policy to disclose clients in the capacity that they first appear in a conflicts search. For example, if a client has already been disclosed in this Declaration in one capacity (*e.g.*, as a bank), and the client appears in a subsequent conflicts search in a different capacity (*e.g.*, as a bondholder), R+C will not disclose the same client again in supplemental declarations, unless the circumstances are such in the latter capacity that additional disclosure is required.

(a) Relationships with the Debtor and the Debtor's Affiliates and Professionals

26. Based solely on the conflicts search conducted to date, R+C does not currently represent and has not represented the Debtor or the Debtor's non-Debtor affiliates. It is possible, however, that (other than as disclosed herein) R+C has, in the past, represented present or former affiliates or predecessors, as applicable, of the Debtor and its various affiliates in matters unrelated to this Chapter 11 Case.

(b) Relationships with Creditors, Equity Security Holders, and Other Parties in Interest

27. As disclosed in Schedule 1 and Schedule 2 attached hereto, R+C has represented, and may continue to represent, various other parties in interest of the Debtor (and affiliates of such parties) in matters unrelated to this Chapter 11 Case. While representing the Committee, R+C will not represent any party in interest disclosed in Schedule 1 or Schedule 2 in connection with this Chapter 11 Case.

28. R+C represents Amazon Web Services, Chubb Group of Insurance Companies, Comcast, Datadog, Inc., International Brotherhood of Electrical Workers/IBEW, National Grid, Spectrum Business/Spectrum, Verizon, and Zurich American Insurance Company, and certain of their respective affiliates, in matters unrelated to these chapter 11 cases. Collins Building Services is a vendor of R+C.

29. It is possible that, undisclosed to the Committee, R+C clients hold, or acquire in the future, loans, bonds, or other claims against the Debtor. I am able to address only those positions or relationships that appear on the Interested Parties List. R+C will continue to review its files during this Chapter 11 Case and, to the extent that these holdings can be ascertained by R+C through the procedures described herein, R+C will promptly make additional disclosure to the Court as required by Bankruptcy Rule 2014(a).

(c) Relationships with Other Professionals

30. In addition, as part of its practice, R+C appears in cases, proceedings and transactions involving many different attorneys, accountants, financial consultants, and investment banks, including other professionals retained in this Chapter 11 Case. In certain instances, professionals representing the Committee, the Debtor, or such parties in interest may be clients of, or opposing counsel to, R+C in matters unrelated to this Chapter 11 Case. In addition, R+C may

have represented, and may continue to represent, in various matters unrelated to this Chapter 11 Case, clients that are adverse to clients of other professionals retained in this Chapter 11 Case.

31. From time to time, R+C has referred work to other professionals retained in this Chapter 11 Case. Likewise, certain such professionals have referred work to R+C.

(d) Other Potential Connections to the Debtor

32. In addition, while we believe our inquiries as described above are reasonably designed to discover significant connections between R+C and the Debtor, its creditors, and other parties in interest for the purposes of Bankruptcy Rule 2014, it is likely that additional direct or indirect connections exist given the nature of the Debtor's businesses, R+C's practice, and the large number of parties in interest in this Chapter 11 Case. Possible other connections include, without limitation:

- (a) R+C may represent or may have represented creditors, equity security holders, or interested parties that are deemed Potential Parties-in-Interest, such as persons and entities with connections deemed less material than those of persons or entities deemed Potential Parties in Interest, persons or entities with affiliations but operating under different names not included on Schedule 1, or persons or entities who develop connections to this Chapter 11 Case in the future.
- (b) R+C regularly represents clients in roles such as borrower, lender, issuer, or underwriter of securities, participant in a merger or acquisition, financial advisor, or litigant in matters unrelated to this Chapter 11 Case that may involve interested parties that are not themselves represented by R+C.
- (c) R+C may represent persons or entities that own debt or equity securities in interested parties, are competitors of the Debtor or interested parties or that are involved in financings for competitors of the Debtor or interested parties.
- (d) As part of its practice, R+C is involved in litigation and transactions involving many different attorneys, accountants, and investment bankers, some of which may represent the Debtor or interested parties. The conflict system maintained by R+C and other sources we consulted that are described above will not typically identify attorneys, accountants, or all investment bankers involved in every transaction or matter in which we represent a party.

- (e) R+C partners and employees may now or in the future own securities—directly or through mutual funds, trusts and portfolios—issued by the Debtor or interested parties.
- (f) R+C or its partners or employees may be direct or indirect customers of the Debtor or interested parties.
- (g) R+C and certain of its partners and employees may maintain credit facilities and pension, insurance, investment, and depository accounts with interested parties. R+C partners and employees may be former employees of interested parties.
- (h) Family members of R+C's partners or employees may be current or former employees of the Debtor or interested parties or may have other connections with the Debtor or interested parties.

Affirmative Statement of Disinterestedness

33. Based solely on the conflicts procedures conducted to date and described herein, to the best of my knowledge and insofar as I have been able to ascertain, (a) R+C is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code, (b) R+C does not represent any person or entity having an interest adverse to the Committee in connection with this Chapter 11 Case, (c) R+C does not hold or represent an interest adverse to the interests of the Debtor’s estate with respect to matters on which R+C is employed and (d) R+C has no connection to the Debtor, its creditors or any other party in interest except as disclosed herein.

34. I am authorized to submit this Declaration on behalf of R+C, and if called upon to testify, I would testify competently to the facts set forth herein.

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

Dated: February 9, 2026
Wilmington, Delaware

By: /s/ Jamie L. Edmonson
Jamie L. Edmonson
Robinson & Cole LLP

Schedule 1

(Potential Parties-in-Interest)

Debtors & Non-Debtor Affiliates (not otherwise mentioned)

FODD52, INC.

Debtor's Professionals & Advisors

CORE ADVISORS LLC
KURTZMAN CARSON CONSULTANTS,
LLC (KCC) DBA VERITA GLOBAL
MERU, LLC
YOUNG CONAWAY STARGATT &
TAYLOR LLP

Directors & Officers (Current/Former)

HESSER, AMANDA
KAMAL, MARK
KERNS, MIKE
SMITH, MIKE
STUBBS, MERRILL

Banks

AVIDBANK
SILICON VALLEY BANK

Bankruptcy Court Staff

BARKSDALE, NICKITA
BATTS, CACIA
BELLO, RACHEL
BRADY, CLAIRE
CAPP, LAURIE
GADSON, DANIELLE
GRANT, STEPHEN L.
HANEY, LAURA
HRYCAK, AMANDA
HURT, XAVIER
JOHNSON, LORA
LOPEZ, MARQUIETTA
LUGANO, AL
SUBDA, PAULA
WALKER, JILL
WASHINGTON, NIKKI
YEAGER, DEMITRA

Bankruptcy Judges

DORSEY, JOHN T.
GOLDBLATT, CRAIG T.
HORAN, THOMAS M.
OWENS, KAREN B.
SHANNON, BRENDAN L.
SILVERSTEIN, LAURIE SELBER
STICKLES, KATE J.

U.S. Trustee Staff

ATTIX, LAUREN
BATES, MALCOLM M.
CASEY, LINDA
CUDIA, JOSEPH
DICE, HOLLY
DORTCH, SHAKIMA L.
FOX, TIMOTHY J., JR.
GIRELLO, MICHAEL
GREEN, CHRISTINE
HACKMAN, BENJAMIN
JONES, NYANQUOI
KONDE, HAWA
LEAMY, JANE
LIPSHIE, JONATHAN
MCCOLLUM, HANNAH M.
MCMAHON, JOSEPH
NYAKU, JONATHAN
O'MALLEY, JAMES R.
RICHENDERFER, LINDA
SCHEPACARTER, RICHARD
SERRANO, EDITH A.
THOMAS, ELIZABETH
WYNN, DION

DIP Lender

MARQUEE BRANDS INTERMEDIATE
HOLDINGS II

Insurance Providers

CHUBB GROUP OF INSURANCE
COMPANIES
ZURICH AMERICAN INSURANCE
COMPANY

Landlords

BNY TOWER ASSOCIATES LLC
SCHOOLHOUSE FACTORY LLC

Litigation Parties

FORM PORTFOLIOS LLC

Material Vendors, Suppliers, & Significant

Contract Counterparties

ACCESSIBE INC.
ADOPS
ALLIED FIRE CONTROL SERVICES LLC
ATTENTIVE
AVALARA
AWS (AMAZON WEB SERVICES)
BIGQUERY
BOOSTR
BURSON GLOBAL
CLOUDFLARE, INC.
COLLINS BUILDING SERVICES INC.
COMSCORE, INC.
DATADOG, INC.
DIRECTV
EASTERN MARKETING CORP.
FINDIFY
FORM PORTFOLIOS LLC
FREESTAR
GLADLY
GOOGLE ANALYTICS 4
HEROKU
INTERNATIONAL BROTHERHOOD OF
ELECTRICAL WORKERS LOCAL
UNION 48
JWPLAYER
LOOP
MEDIAMINT
MUX
NATIONAL GRID GROUP
NATURA WATER LLC
NETSUITE
NIELSEN ELEFANTE NURSERIES, INC.
PAYPAL
PHD MEDIA
SAILTHRU
SANITY CMS
SCIENTIFIC ENVIRONMENTAL LLC
SCIENTIFIC FIRE PREVENTION LINEAR
TECHNOLOGIES, INC.
SHOPIFY INC.

SPS COMMERCE
TASKRABBIT
TRAVEL TEXAS
TRIPLEWHALE
VERCEL
YOTPO

Secured Creditors

AVIDBANK
THE CHENNIN GROUP (TCG)

Top 20 Creditors

BNY TOWER HOLDINGS LLC
BRADSHAW INTERNATIONAL
HOLDINGS
GOOGLE ADS
JANEL GROUP
JINMENG CANGSHAN LIGHTING
MAVISTEN EDITION LLC
OBETEE INC.
PARTNERIZE
PENDLETON WOOLEN MILLS
PINTEREST
PRICEWATERHOUSECOOPERS LLC
RADIAL, INC.
RAJ OVERSEAS
SCIENTIFIC RESEARCH COMPANY
TASKUS HOLDINGS INC.
TEXTILES D. A. - DOMINGOS ALMEIDA,
S. A.
THRIVE VALUE (HK) LIMITED
TROUTMAN PEPPER LOCKE LLP
VISTAVU SOLUTIONS LTD.
WILLKIE FARR & GALLAGHER LLP

Taxing Authorities

DELAWARE DIVISION OF REVENUE
INTERNAL REVENUE SERVICE (IRS)
NEW YORK STATE DEPARTMENT OF
TAXATION AND FINANCE
OREGON DEPARTMENT OF REVENUE

Utility Providers

COMCAST
SPECTRUM BUSINESS
VERIZON
PORTLAND GENERAL ELECTRIC (PGE)
NW NATURAL GAS
ARROW SANITARY SERVICE
PORTLAND WATER BUREAU

Schedule 2

R+C represents the Potential Parties in Interest and/or affiliates thereof identified below on matters unrelated to these chapter 11 cases.

Amazon Web Services
Chubb Group of Insurance Companies
Collins Building Services
Comcast
Datadog, Inc.
International Brotherhood of Electrical Workers / IBEW
National Grid
Spectrum Business / Spectrum
Verizon
Zurich American Insurance Company

CERTIFICATE OF SERVICE

I hereby certify that on February 9, 2026, I caused a true and correct copy of the foregoing *Application of The Official Committee of Unsecured Creditors For an Order Authorizing and Approving The Retention and Employment of Robinson & Cole LLP as Counsel to The Official Committee of Unsecured Creditors, Nunc Pro Tunc to January 9, 2026* to be electronically filed and served via CM/ECF to all parties requesting electronic service in this case.

Dated: February 9, 2026

/s/ Jamie L. Edmonson
Jamie L. Edmonson (No. 4247)