

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

In re:

FOOD52, INC,<sup>1</sup>

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

<sup>1</sup> 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.



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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.

Dated: March 2nd, 2026  
Wilmington, Delaware

  
LAURIE SELBER SILVERSTEIN  
UNITED STATES BANKRUPTCY JUDGE