

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

BENITAGO INC., et al.,

Debtors¹

Chapter 11

Case No 23-11394

(Jointly Administered)

**FINAL DECREE CLOSING CERTAIN OF THE CHAPTER 11 CASES
AND ORDER: (A) DIRECTING THAT THE ADMINISTRATION OF ALL
REMAINING MATTERS IN RESPECT OF AFFILIATE CASES TAKE
PLACE IN THE OPEN CASE AND (B) GRANTING RELATED RELIEF**

WHEREAS, on August 31, 2023 (the “Petition Date”), each of the above-captioned debtors and debtors in possession (collectively, the “Reorganized Debtors”) filed a voluntary petition for relief under Chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”).

WHEREAS, on January 19, 2024, the Bankruptcy Court entered an order [Docket No. 376] (the “Confirmation Order”) confirming the *Further Revised Modified First Amended Joint Chapter 11 Plan of Reorganization of Benitago Inc. and its Affiliates* (as may be further amended, modified, and/or supplemented from time to time in accordance with the terms thereof and the Confirmation Order, the “Plan”) (attached as Exhibit A to the Confirmation Order).²

¹ The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s tax identification number, are: Cove Brands Inc. (f/k/a Benitago, Inc.) (4084); Acrux LLC (9391); Aludra Limited (4147); Algedi LLC (3835); Biham LLC (4095); Canopus LLC (8124); Denebola LLC (5430); Errai LLC (7652); Felis LLC (4176); Ginan LLC (2439); Hamal LLC (1775); Izar LLC (6010); Jabbah LLC (0658); Kamuy LLC (8461); Lich LLC (2892); Maasym LLC (9332); Nusakan LLC (1861); Okab LLC (6499); Phact LLC (3663); Chechia LLC (N/A); Dalim LLC (4741); Segin LLC (8849); Taiyi LLC (N/A); Veritate LLC (6416); Wazn LLC (7193); Yildun LLC (3017); Bharani LLC (1732); Alhena LLC (7613); and Revati LLC (0170). The location of the Debtors’ service address for purposes of these chapter 11 cases is: 1 Liberty Street, Ste. 320, New York, New York 10006

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Confirmation Order.

WHEREAS, the Effective Date of the Plan occurred on February 2, 2024 [Docket No. 417].

WHEREAS, pursuant to Paragraph 72 of the Confirmation Order:

Upon the occurrence of the Effective Date and without the need for further order from the Bankruptcy Court, each of the Debtors' Chapter 11 Cases shall be deemed closed except for the Chapter 11 Case of Benitago Inc., and all contested matters relating to each of the Debtors, including objections to Claims, shall be administered and heard in the Chapter 11 Case of Benitago Inc.

(Confirmation Order ¶ 72).

IT IS THEREFORE ORDERED THAT:

1. The following chapter 11 cases of the Reorganized Debtors are hereby closed (the "Affiliate Cases"), provided that the Bankruptcy Court shall retain jurisdiction as provided in Article XI of the Plan:

Debtor	Case No.
Acrux LLC	23-11395
Aludra Limited	23-11396
Algedi LLC	23-11397
Biham LLC	23-11398
Canopus LLC	23-11399
Denebola LLC	23-11400
Errai LLC	23-11401
Felis LLC,	23-11402
Ginan LLC	23-11403
Hamal LLC	23-11404
Izar LLC	23-11405
Jabbah LLC	23-11406
Kamuy LLC	23-11407
Lich LLC	23-11408
Maasym LLC	23-11409
Nusakan LLC	23-11410
Okab LLC	23-11411
Phact LLC	23-11412
Chechia LLC	23-11413
Dalim LLC	23-11414
Segin LLC	23-11415
Taiyi LLC	23-11416

Debtor	Case No.
Veritate LLC	23-11417
Wazn LLC	23-11418
Yildun LLC	23-11419
Bharani LLC	23-11420
Revati LLC	23-11421
Alhena LLC	23-11422

2. The chapter 11 case of Benitago Inc., Case No. 23-11394 (the “Open Case”) shall remain open pending further order of the Bankruptcy Court.

3. Any remaining matters, whether or not they pertain to the Open Case or Affiliate Cases, shall be filed, administered, and adjudicated in the Open Case without the need to reopen the Affiliate Cases, and the Bankruptcy Court shall retain jurisdiction over the remaining matters. Any failure of the Reorganized Debtors to file an objection to any Claim or Interest in the Affiliate Cases on or prior to entry of this Final Decree and Order shall not constitute allowance of the Claim or Interest and shall not result in such Claim or Interest being deemed Allowed against or in any Debtor or Reorganized Debtor. Any objections to Claims against or Interests may be filed, administered, and adjudicated in the Open Case until the applicable deadline set forth in the Plan, as may be extended from time to time.

4. Nothing in this Final Decree and Order shall prejudice, impair, or otherwise modify the allowance and distribution provisions set forth in the Plan and Confirmation Order.

5. Entry of this Final Decree and Order is without prejudice to the rights of the Reorganized Debtors or other parties in interest to seek to reopen any of the Affiliated Cases for cause pursuant to section 350(b) of the Bankruptcy Code.

6. Nothing in this Final Decree and Order shall be deemed (a) an admission as to the amount of, basis for, or validity of any Claim against the Debtors or the Reorganized Debtors under the Bankruptcy Code or other applicable non-bankruptcy law; (b) a waiver of the rights of the

Reorganized Debtors or any other parties in interest to dispute any Claim on any grounds; (c) a promise or requirement to pay any Claim; (d) an assumption, adoption, or rejection of any agreement, contract, or lease under section 365 of the Bankruptcy Code; (e) an admission as to the validity, enforceability, or perfection of any Lien on, security interest in, or other encumbrance on property of the Debtors' estates; (f) a waiver of any claims or causes of action which may exist against any entity; or (g) a waiver or limitation of the rights of the Reorganized Debtors, or any other parties in interest under the Bankruptcy Code or any other applicable law.

7. The Reorganized Debtors and their agents are authorized to take all actions necessary to effectuate the relief granted pursuant to this Final Decree and Order.

8. The Clerk of the Court shall enter this Final Decree and Order individually on the docket of each of the Affiliate Cases, and thereafter such dockets shall be marked as "Closed."

9. The Reorganized Debtors and Stretto, Inc., as claims and noticing agent, are authorized to take all actions that may be necessary to undertake the relief granted in this Final Decree and Order.

10. The Bankruptcy Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Final Decree and Order.

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

Dated: February 29, 2024

/s/ Sean H. Lane
United States Bankruptcy Judge